

# ANNUAL NCIDA/NCDC/NADC BOARD MEETING MINUTES

Wednesday, March 14, 2018 – 9:00 a.m.

**Meeting Place:** Niagara County Industrial Development Agency  
6311 Inducon Corporate Drive, Suite One  
Sanborn, New York 14132

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## 1.0 Meeting Called to Order

The annual meeting of the Niagara County Industrial Development Agency was called to order by Chairman Brady at 9:00 a.m.

## 2.0 Roll Call

Stephen F. Brady, Chairperson	Present
Mark A. Onesi, Vice Chairperson	Present
Joan G. Aul, First Vice Chairperson	Present
Kevin McCabe, Secretary	Present
Jerald I. Wolfgang, Assistant Secretary	Present
Willie C. Dunn, Member	Excused
William L. Ross, Member	Present
Arthur G. Pappas, Member	Present
Daryl Bodewes, Member	Present

## 3.0 Chairman Brady led the Pledge of Allegiance.

## 4.0 Introductions

### Guests Present:

Chairman Keith McNall, Niagara County Legislature  
Richard Updegrave, Niagara County Manager  
Seth Hennard, Lumsden & McCormick  
John Schiavone, Lumsden & McCormick  
Pat Whalen, NGTI  
Philip Gambini, Niagara Gazette  
Byron DeLuke, TM Montante

### Staff Present:

Susan C. Langdon, Director of Projects & Finance  
Andrea Klyczek, Director of Regional & International Marketing  
Michael S. Dudley, Finance Manager  
Mark J. Gabriele, Agency Counsel  
Caroline M. Caruso, Accounting Associate  
Barbara A. Gill, Administrative Coordinator/Recording Secretary

With the sad passing of the Executive Director, the Chairman spoke of Sam Ferraro's dedication to the Agency and also his tireless commitment to Niagara County. He stated that Sam would have wanted us to do business as usual, and that he has total confidence in the staff to continue on and go forward doing our jobs as staff does so well. With heavy hearts, the meeting continued.

The Chairman spoke of Susan Langdon, who has been filling Sam's shoes during his illness and told of the fine job that she did.

***Chairman Brady made a motion to appoint Susan Langdon as Interim Executive Director; Ms. Aul seconded the motion. The motion passed.***

## **5.0 Approval of NCIDA Meeting Minutes**

### **5.1 Meeting Minutes of February 14, 2018**

Mr. McCabe stated that he had reviewed the meeting minutes and found them to be in order. Mr. Ross stated that he would like the minutes to reflect a more thorough description of discussions that occur during the meeting. Chairman Brady stated that it would have to be pertinent to the agenda items.

***Mr. McCabe made a motion to approve the meeting minutes; Mr. Onesi seconded the motion. The motion passed.***

## **6.0 NCIDA/NCDC/NADC Committee Reports**

### **6.1 Finance & Audit Committee**

#### **6.1.1 Final Audit Report**

Representatives from Lumsden & McCormick, Seth Hennard and John Schiavone, attended the Audit Committee Meeting this morning to give an overview and summarization of the 2017 Annual Audits.

Mr. Schiavone summarized the audits and stated that all were clean and with no findings nor material weaknesses. He went through each audit, the NCIDA, NCDC, NADC, NEDF and lastly the NIIA and discussed the various compliance reports, special purpose statements, partnership returns, independent auditors' opinions, etc.

Mr. Hennard then briefly touched on fees, program income, rental and occupancy income, administrative fees, grants, and gave a brief discussion of the Governmental Auditing Standards Board (GASB 77).

***Mr. Onesi motioned to approve the audit as presented by the Auditors; Mr. McCabe seconded the motion. The motion passed.***

## **6.0 Committee Reports Continued**

### **6.1 Finance & Audit Committee**

#### **6.1.2 Agency Payables**

Mr. Onesi stated that he had reviewed the Payables and found them to be in order.

*Mayor Pappas made a motion to approve the payables; Mr. McCabe seconded the motion. The motion passed.*

#### **6.1.3 Budget Variance Report**

Mr. Onesi stated that he had reviewed the Budget Variance Report and found the report to be in order.

*Mayor Pappas made a motion to approve the report; Mr. McCabe seconded the motion. The motion passed.*

### **6.2 Governance Committee**

#### **6.2.1 Annual Board Evaluations**

Mr. Gabriele explained that under the Public Authorities Accountability Act (PAAA) the Board of Directors of the Agency is required to complete a self-evaluation each year. The Board Evaluations are filled out anonymously and returned to the Agency to be summarized.

Mr. Gabriele handed out a Summary of the Evaluations for the Board Members' reviews. A copy of the summary is attached to, and made part of, these minutes.

This year six (6) were received out of eight (8) and every evaluation had answered in the "Agree" or Somewhat Agree" categories; therefore no further action is required by Agency Staff or Counsel. This item is for informational purposes only and no Board action is required.

## **7.0 Annual Meeting of the NCIDA, NCDC, and NADC**

### **7.1 Election of Chairperson**

At this time, the current Chairperson turned the meeting over to Mark Gabriele, Agency Counsel. Mr. Gabriele stated that he would accept nominations for Chairperson of the NCIDA, NCDC and NADC. Hearing none, Mr. Gabriele closed the nominations.

Mr. Gabriele then requested that the Secretary cast one vote for Mr. Brady as Chairperson.

**7.0 Annual Meetings Continued**

**7.1 Election of Chairperson**

*Mr. Wolfgang motioned to approve the reappointment of Chairman Brady; Mayor Pappas seconded the motion. The motion passed.*

Mr. Brady will continue in the position of NCIDA Chairperson, and he thanked the Board Members for their continued and on-going support.

**7.2 Election of Officers**

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

<b>7.2.1 First Vice Chairperson</b>	<b>Mr. Onesi</b>
<b>7.2.2 Second Vice Chairperson</b>	<b>Ms. Aul</b>
<b>7.2.3 Secretary</b>	<b>Mr. McCabe</b>
<b>7.2.4 Assistant Secretary</b>	<b>Mr. Wolfgang</b>
<b>7.2.5 Treasurer</b>	<b>Ms. Langdon</b>

*Mr. Bodewes motioned to approve the election of officers; Mr. Wolfgang seconded the motion. The motion passed unanimously.*

**7.3 Appointment of Committee Members and Committee Chairpersons**

Chairperson Brady stated that he has chosen to keep the Chairpersons and Committees for the NCIDA, NCDC and NADC as below:

- 7.3.1 Audit & Finance Committee**  
Chairperson Onesi, Members Kevin McCabe and William L. Ross
- 7.3.2 Governance Committee**  
Chairman Jerald I. Wolfgang, Members Joan G. Aul and William L. Ross
- 7.3.3 Revolving Loan Fund Committee**  
Stephen Brady, Mark A. Onesi, and Deanna Brennen
- 7.3.4 Microenterprise Assistance Program Committee**  
Wm. Keith McNall and Anthony J. Nemi (Niagara County Legislators)

*Mr. Wolfgang made a motion to approve the appointment of Committee Members and Chairpersons; Mayor Pappas seconded the motion. The motion passed.*

**7.0 Annual Meetings Continued**

**7.4 Ratify Board Meeting Dates/Time**

Chairman Brady referred to the Board Meeting Schedule of 2018 and asked for a motion for the meetings to continue being held on the 2<sup>nd</sup> Wednesday of the month at 9 a.m.

*Chairman Brady made a motion to continue to hold the monthly Board Meetings on the second (2<sup>nd</sup>) Wednesday of the month at 9 a.m.; Mr. Bodewes seconded the motion. The motion passed unanimously.*

**7.5 Reaffirm Committee Charters**

**7.5.1 Finance & Audit Committee Charter**

Mr. Gabriele stated that the Charter has not been revised or amended, and that the Charter is required to be reaffirmed at the Annual Board Meeting each year.

*Mr. Ross motioned to approve the Audit Committee Charter; Mr. Onesi seconded the motion. The motion passed unanimously.*

**7.5.2 Governance Committee Charter**

Mr. Gabriele stated that the Charter has not been revised or amended, and that the Charter is required to be reaffirmed at the Annual Board Meeting each year.

*Mr. McCabe motioned to approve the Governance Committee Charter; Mayor Pappas seconded the motion. The motion passed unanimously.*

**7.6 Reaffirm Mission Statement and Measurement Reports  
NCIDA, NCDC, and NADC**

Mr. Gabriele stated that the Agency's Mission Statement and Measurement Reports are required to be reaffirmed at the Annual Board Meeting.

*Mayor Pappas made a motion to reaffirm the Mission Statement and Measurement Reports of the NCIDA, NCDC, and NADC; Ms. Aul seconded the motion. The motion passed unanimously.*

**7.7 Reaffirm Administrative Policies for 2018**

Mr. Gabriele stated that the Administrative Policies are required to be reaffirmed at the Annual Board Meeting each year. There have been no changes nor revisions to the current policies.

*Mr. Bodewes motioned to reaffirm all existing policies for 2018; Mr. Onesi seconded the motion. The motion passed unanimously.*

**7.8 Reaffirm Uniform Tax Exempt Policy**

Mr. Gabriele stated that the UTE Policy has not been revised or amended, and that the Policy is required to be reaffirmed at the Annual Board Meeting each year.

*Ms. Aul motioned to reaffirm the UTE Polity; Mayor Pappas seconded the motion. The motion passed unanimously.*

**7.9 Niagara Industrial Incubator Associates (“NIIA”)**

Mr. Gabriele stated that Susan Langdon’s appointment as an Agency representative on the NIIA needs the Board’s approval on an annual basis.

**7.9.1 Appointment of Susan Langdon**

*Mayor Pappas motioned to approve the appointment of Ms. Langdon; Mr. Onesi seconded the motion. Ms. Aul abstained. The motion passed.*

**7.10 Niagara Industrial Incubator Company (“NIIC”)**

Mr. Gabriele stated that Susan Langdon’s appointment as an Agency representative on the NIIC Committee requires the Board’s approval on an annual basis.

**7.10.1 Appointment of Susan Langdon**

*Mr. Ross motioned to approve the appointment of Ms. Langdon; Mr. McCabe seconded the motion. Ms. Aul abstained. The motion passed.*

**7.11 Niagara Economic Development Fund (“NEDF”)**

Mr. Gabriele stated that there is required to appoint an Agency representative designated to the NEDF Board, and this requires the Board’s approval on an annual basis.

**7.11.1 Appointment of Susan C. Langdon**

*Mr. McCabe motioned to approve the appointment of Ms. Langdon; Mr. Bodewes seconded the motion. The motion passed.*

**8.0 Unfinished Business**

There was no unfinished business at this time.

9.0 New Business

9.1 Daniel McMahon d/b/a McM Landscaping – RLF/MAP #408

The Sole Proprietor, Daniel McMahon, is requesting a five (5) year term loan of \$25,000 from the Microenterprise Assistance Program to be used for equipment, website design, signage, closing costs and working capital. A total of \$30,000 is required to complete this project. Daniel McMahon will invest \$5,000 cash equity toward the project.

McM Landscaping offers lawn cutting and other landscaping services during the spring, summer and fall seasons. During the winter season, McM Landscaping offers snow removal services to residential and small commercial properties in the North Tonawanda and Amherst areas. The company is fully insured and is licensed for snow removal in North Tonawanda and Amherst.

The Microenterprise Loan Review Meeting was held on March 1, 2018 and the Committee Members unanimously voted to approve the loan request and send it to full Board for a final vote.

***Mr. Wolfgang motioned to approve the loan request as presented; Ms. Aul seconded the motion. The motion passed.***

The question of the approval of the loan request was duly put to a vote, which resulted as follows:

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Chairman Brady	[ X ]	[ ]	[ ]	[ ]
Mark A. Onesi	[ X ]	[ ]	[ ]	[ ]
Kevin McCabe	[ X ]	[ ]	[ ]	[ ]
Jerald I. Wolfgang	[ X ]	[ ]	[ ]	[ ]
Joan G. Aul	[ X ]	[ ]	[ ]	[ ]
Willie C. Dunn	[ ]	[ ]	[ ]	[ X ]
William L. Ross	[ X ]	[ ]	[ ]	[ ]
Arthur G. Pappas	[ X ]	[ ]	[ ]	[ ]
Daryl Bodewes	[ X ]	[ ]	[ ]	[ ]

The Resolution was thereupon duly adopted.

**9.0 New Business Continued**

**9.2 7<sup>th</sup> St. and Niagara Holdings, LLC (TM Montante)**

TM Montante Development plans to develop a mixed-use residential and commercial project at the corner of 7<sup>th</sup> and Niagara Streets in the city of Niagara Falls. The project will be anchored on the first floor by the Niagara University Global Tourism Institute (GTI). The project will consist of a mixed-use renovation of three (3) buildings, as well as secure, gated parking for both residential tenants and commercial users. Once complete, the restored buildings will deliver approximately 8,100 square feet of incubator space on the ground floor, and approximately 1,500 square feet of additional commercial space. The two (2) upper stories will feature 17 market rate residential units.

The company is requesting sales tax and mortgage recording tax abatements. Two (2) jobs will be retained, and twenty (20) will be created within three (3) years.

**9.2.1 Preliminary Resolution**

*Ms. Aul motioned to approve the Preliminary Resolution; Mr. McCabe seconded the motion. The motion passed.*

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

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Stephen F. Brady	[ X ]	[ ]	[ ]	[ ]
Mark Onesi	[ X ]	[ ]	[ ]	[ ]
Joan G. Aul	[ X ]	[ ]	[ ]	[ ]
Kevin McCabe	[ X ]	[ ]	[ ]	[ ]
Jerald I. Wolfgang	[ X ]	[ ]	[ ]	[ ]
Willie Dunn	[ ]	[ ]	[ ]	[ X ]
William L. Ross	[ X ]	[ ]	[ ]	[ ]
Arthur G. Pappas	[ X ]	[ ]	[ ]	[ ]
Daryl Bodewes	[ X ]	[ ]	[ ]	[ ]

The Resolution was thereupon duly adopted.

**9.1.2 Authorize Public Hearing**

*Mayor Pappas motioned to approve authorization of a Public Hearing; Mr. Wolfgang seconded the motion. The motion passed.*



**10.0 Agency Counsel**

There were no items at this time.

**11.0 Any Other NCIDA Matters the Board Wishes to Discuss**

There were no other matters to discuss.

**12.0 Next Regular NCIDA/NCDC/NADC Board Meeting:**

**DATE:** April 11, 2018

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

**PLACE:** Niagara County Center for Economic Development

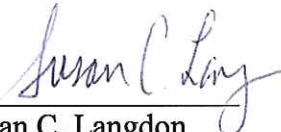
**13.0 Adjournment**

*Mr. Bodewes motioned to adjourn; Ms. Aul seconded the motion. The meeting adjourned at 9:45 a.m.*

**Respectfully Submitted,**



Barbara A. Gill  
Recording Secretary



Susan C. Langdon  
Director of Projects & Finance



Kevin McCabe  
Secretary