



Buffalo and Erie County Industrial Land Development Corporation
Board of Directors Meeting
December 16, 2020
@ 12:30 p.m.

Via Conference Call and Meeting is being Livestreamed

1.0 Call to Order

2.0 Approval of Minutes

2.1 Approval of the October 28, 2020 minutes of the Board of Directors (Action Item) (Pages)

3.0 Reports / Action Items / Information Items:

3.1 Financial Report (Informational Item)

3.2 Accept Funding & Easement Resolution for Water Tower Project at the Angola Ag Park Site (Action Item)

3.3 Approval to accept Resolution to Hire Consultant for Angola Ag Park (Action Item)

4.0 Management Team Report:

4.1

5.0 Adjournment - Next Meeting January 27, 2021 at 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 AND PLACE:** October 28, 2020, held via telephone conference. Governor Cuomo's Executive Order 202.1, as amended from time to time, issued in response to the Coronavirus (COVID-19) crisis, suspended Article 7 of the Public Officers Law to the extent necessary to permit any public body to take actions without permitting in public in-person access to such meetings and authorized such meetings to be held remotely by conference call or other similar service, provided the public has the ability to view or listen to such proceedings and that the meeting is recorded and transcribed.
- 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. Howard Johnson, Richard Lipsitz, Jr., Hon. Mark C. Poloncarz and Maria Whyte
- EXCUSED:** Hon. April Baskin and Hon. Byron W. Brown
- OTHERS PRESENT:** John Cappellino, President & CEO; Mollie Profic, Chief Financial Officer; Atiqah Abidi, Assistant Treasurer; Dawn Boudreau, Director of Compliance; Beth O'Keefe, Business Development Officer; Grant Lesswing, Business Development Officer; Brian Krygier, Systems Analyst; Carrie Hocieniec, Administrative Coordinator; Lori Szewczyk, Director of Grants; Robbie Ann McPherson, Director of Marketing and Communications; and Robert G. Murray, Esq., General Counsel/Harris Beach PLLC
- GUESTS:** Andrew Federick, Erie County Senior Economic Development Specialist and Daniel Castle, Erie County

There being a quorum present at 11:34 a.m., the Meeting of the Board of Directors of the Buffalo and Erie County Industrial Land Development Corporation was called to order by its Chair, Mr. Poloncarz.

MINUTES

Mr. Lipsitz moved, and Ms. Abbott seconded to approve of the September 23, 2020 minutes. Mr. Poloncarz called for the vote and the minutes were unanimously approved.

REPORTS / ACTION ITEMS / INFORMATION ITEMS

Financial Report. Ms. Profic presented the September 2020 financial report. Ms. Profic noted that the balance sheet indicates the ILDC finished the month with total assets of \$9.4 million and net assets of \$7.1 million. There weren't any significant balance sheet fluctuations from August to September. The monthly income statement shows income of \$383,000 and expenses of \$396,000. The majority of both of those figures is the bond issuance fee for D'Youville College's bond closing during the month, which is passed through to the ECIDA under our Shared Services Agreement. Under Special Projects, there was net revenue of \$32,000. Overall there was net income of \$19,000 for September. The year-to-date income statement shows revenues of \$387,000 and total expenses of \$459,000, plus net special project income of \$901,000, resulting in net income of \$829,000 so far in 2020. Mr. Poloncarz directed that the report be received and filed.

Finance and Audit Committee Update. Ms. Profic gave a report to the members on the joint Finance & Audit Committee meeting held on October 16, 2020. The purpose of the meeting was audit planning, and our independent auditors, Freed Maxick, gave a presentation on the upcoming year end audits. There were no changes to the budget that required additional recommendation from the Committee. Mr. Poloncarz directed that the report be received and filed.

2021 Proposed Budget. Ms. Profic reviewed ILDC's proposed budget for 2021 and explained that there haven't been any changes to the 2021 budgeted amounts but confirmed that the 2020 projections were updated. For 2021, revenue is budgeted at \$263,000, expenses are budgeted at \$167,000 and net special project revenue of \$1.5 million is projected. This leads to overall budgeted income of \$1.65 million for 2021, due mainly to the projected receipt of grant revenue, which will be capitalized rather than expensed.

Mr. Lipsitz moved and Ms. Abbott seconded to approve of the 2021 ILDC Proposed Budget. Mr. Poloncarz called for the vote and the 2021 Proposed Budget was unanimously approved.

Approval of Adoption of Environmental Impact Finding Statement. Mr. Cappellino reviewed the ILDC Findings Statements for the Infrastructure and Master Plan for the Bethlehem Steel site in Lackawanna, New York, prepared pursuant to the New York State Environmental Quality Review Act. Mr. Poloncarz and Ms. Whyte thanked ILDC staff and the City of Lackawanna for their outstanding efforts in completing the Final Environmental Impact Statement for this site.

Mr. Johnson moved and Ms. Whyte seconded to approve and adopt the Findings Statement. Mr. Poloncarz then called for the vote and the following resolution was unanimously approved:

RESOLUTION OF THE BUFFALO AND ERIE COUNTY INDUSTRIAL
LAND DEVELOPMENT CORPORATION ADOPTING A SEQRA FINDINGS
STATEMENT FOR THE BETHLEHEM STEEL SITE ADVANCED
MANUFACTURING PARK INFRASTRUCTURE MASTER PLAN

Purchase Sale Agreement for Bethlehem Steel Phase II. Mr. Cappellino provided members with an update on the Bethlehem Steel Site Phase 2 land purchase, noting the ILDC will be executing the Purchase Sale Agreement with Tecumseh shortly to acquire an additional approximately 90 acres.

There being no further business to discuss, Mr. Poloncarz adjourned the meeting at 11:50 a.m.

Dated: September 23, 2020

Karen M. Fiala, Secretary

Industrial Land Development Corp.

Financial Statements

As of November 30, 2020

INDUSTRIAL LAND DEVELOPMENT CORPORATION ("ILDC")

Balance Sheet

November 30, 2020

| | November 2020 | October 2020 | December 2019 |
|--------------------------------------|----------------------------|----------------------------|----------------------------|
| ASSETS: | | | |
| Restricted Cash * | \$ 188,775 | \$ 190,242 | \$ 207,639 |
| Grants Receivable | 2,269,051 | 2,269,051 | 1,919,084 |
| Other Receivable | 1,098 | 2,197 | 125,000 |
| Loans Receivable, net | 37,118 | 38,270 | 36,562 |
| Loan Interest Receivable | - | - | 70 |
| Deposit on Land Purchase | - | - | 155,638 |
| Total Loan Assets | <u>2,496,042</u> | <u>2,499,760</u> | <u>2,443,992</u> |
| Capital Assets | 6,859,465 | 6,859,465 | 5,862,958 |
| Total Assets | <u><u>\$ 9,355,507</u></u> | <u><u>\$ 9,359,225</u></u> | <u><u>\$ 8,306,950</u></u> |
| LIABILITIES & NET ASSETS: | | | |
| Accounts Payable | \$ - | \$ - | \$ 8,844 |
| Due to/(from) ECIDA | 241,595 | 236,761 | 250,630 |
| Other Liabilities | 2,050,100 | 2,053,475 | 1,787,558 |
| Total Liabilities | <u>2,291,695</u> | <u>2,290,236</u> | <u>2,047,032</u> |
| Restricted Fund Balance | 7,063,812 | 7,068,989 | 6,259,918 |
| Total Liabilities & Net Assets | <u><u>\$ 9,355,507</u></u> | <u><u>\$ 9,359,225</u></u> | <u><u>\$ 8,306,950</u></u> |

| | | | |
|--------------------------------|----------------------|---------------------|----------------------|
| Loan Portfolio Summary: | November 2020 | October 2020 | December 2019 |
| # of Loans | <u>3</u> | <u>3</u> | <u>3</u> |

- * Cash is invested in interest bearing accounts at M&T Bank.
The maximum FDIC insured amount is \$250,000 with the remainder collateralized with government obligations by the financial institution.

INDUSTRIAL LAND DEVELOPMENT CORPORATION ("ILDC")

Income Statement Month of November 2020

| | Actual vs. Budget | | |
|------------------------------------------|-------------------|-----------|-------------|
| | Actual | Budget | Variance |
| REVENUES: | | | |
| Interest Income - Loans | \$ 63 | \$ 19 | \$ 44 |
| Interest Income - Cash & Inv. | 1 | 1 | (0) |
| Proceeds from Land Sales | - | 20,833 | (20,833) |
| Other Income | 750 | - | 750 |
| Total Revenues | 814 | 20,853 | (20,038) |
| EXPENSES: | | | |
| Management Fee - ECIDA | \$ 4,833 | \$ 4,833 | 0 |
| Professional Services | - | 4,425 | (4,425) |
| General Office Expenses | 0 | 50 | (50) |
| Other Expenses | (92) | 73 | (164) |
| Total Expenses | 4,742 | 9,381 | (4,639) |
| SPECIAL PROJECT GRANTS: | | | |
| Industrial Land Park - ESD | 3,378 | 146,250 | (142,872) |
| Industrial Land Park - ECIDA | - | 16,667 | (16,667) |
| Angola Ag Park - ECIDA Grant | - | 8,333 | (8,333) |
| Other grant revenue | - | 2,083 | (2,083) |
| Industrial Land Park grant reimbursement | - | (146,250) | 146,250 |
| Industrial Land Park costs | (3,889) | (16,667) | 12,778 |
| Angola Ag Park grant costs | (738) | (8,333) | 7,596 |
| Other grant expenses | - | (2,083) | 2,083 |
| | (1,248) | (0) | (1,248) |
| NET INCOME/(LOSS): | \$ (5,176) | \$ 11,472 | \$ (16,647) |

* Represents an allocation of salary and benefit costs from the ECIDA based on time charged to ILDC. The amount booked is currently based on budget.

INDUSTRIAL LAND DEVELOPMENT CORPORATION ("ILDC")

Income Statement

Year to Date: November 30, 2020

| | Actual vs. Budget | | | Actual vs. Prior Year | | |
|------------------------------------------|-------------------|-------------|-------------|-----------------------|------------|------------|
| | Actual | Budget | Variance | Actual | Prior Year | Variance |
| REVENUES: | | | | | | |
| Interest Income - Loans | \$ 661 | \$ 211 | \$ 450 | \$ 661 | \$ 418 | \$ 243 |
| Interest Income - Cash & Inv. | 13 | 9 | 4 | 13 | 13 | (1) |
| Grant Income | - | - | - | - | 155,000 | (155,000) |
| Proceeds from Land Sales | - | 229,167 | (229,167) | - | - | - |
| Other Income | 388,050 | - | 388,050 | 388,050 | 36,250 | 351,800 |
| Total Revenues | 388,724 | 229,387 | 159,338 | 388,724 | 191,682 | 197,042 |
| EXPENSES: | | | | | | |
| Management Fee - ECIDA | \$ 435,217 | \$ 53,167 | 382,050 | \$ 435,217 | \$ 26,400 | \$ 408,817 |
| Professional Services | 22,463 | 48,675 | (26,212) | 22,463 | - | 22,463 |
| General Office Expenses | 11,103 | 550 | 10,553 | 11,103 | 64,309 | (53,205) |
| Other Expenses | 5,264 | 802 | 4,462 | 5,264 | 2,582 | 2,682 |
| Total Expenses | 474,047 | 103,194 | 370,853 | 474,047 | 93,291 | 380,756 |
| SPECIAL PROJECT GRANTS: | | | | | | |
| Industrial Land Park - ESD | 66,712 | 1,608,750 | (1,542,038) | 66,712 | - | 66,712 |
| Industrial Land Park - ECIDA | 165,000 | 183,333 | (18,333) | 165,000 | 220,000 | (55,000) |
| Angola Ag Park - ECIDA Grant | 860,494 | 91,667 | 768,827 | 860,494 | - | 860,494 |
| Other grant revenue | 24,740 | 22,917 | 1,823 | 24,740 | 151,082 | (126,342) |
| Industrial Land Park grant reimbursement | - | (1,608,750) | 1,608,750 | - | - | - |
| Industrial Land Park costs | (175,545) | (183,333) | 7,788 | (175,545) | (132,889) | (42,656) |
| Angola Ag Park grant costs | (27,442) | (91,667) | 64,224 | (27,442) | - | (27,442) |
| Other grant expenses | (24,740) | (22,917) | (1,823) | (24,740) | (151,082) | 126,342 |
| | 889,218 | 0 | 889,218 | 889,218 | 87,111 | 802,107 |
| NET INCOME/(LOSS): | \$ 803,895 | \$ 126,193 | \$ 677,703 | \$ 803,895 | \$ 185,502 | \$ 618,393 |

* Represents an allocation of salary and benefit costs from the ECIDA based on time charged to ILDC. The amount booked is currently based on budget.



MEMORANDUM
December 16, 2020

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

From: John Cappellino

Re: Angola Ag. Park – Town of Evans Water Tower Project
Informational Briefing

Background:

The Town of Evans is currently in the final stages of design and interagency review for a new 1 million-gallon water tower, pump station and additional water mains. The total estimated capital cost of the project is \$5.53M.

The Evans water system is currently under a lease management agreement with the Erie County Water Authority (ECWA). The Town currently needs a new water tower due to a lack of sufficient storage capacity and flow in the existing water distribution system. This has resulted in an inability to meet average local demands and provide the necessary pressure for adequate fire protection in the Town. This issue has also placed the Town in violation of the “Ten States Recommended Standards for Water Works”, which in turn has led the Erie County Department of Health to enact a moratorium on any new water line extensions, including new commercial and residential service connections, until sufficient progress is made on the construction of the water tower.

Based on current water demand and forecasted growth the proposed 1 million-gallon tank will provide sufficient capacity for the existing water demands of the Town. The current planning for the development of the Agri-Business Park would include redevelopment of the 240-acre site of the former Angola Airport. An abundant supply of water and adequate pressure are key to Agricultural related operations. It is estimated that the new Agri-Business Park development could add up to 500,000 gallons of additional demand to the eastern zone of the Evans water system.



To address the potential new demand the Town has agreed to solicit alternate bids for a 1.5 million-gallon tank. The additional costs for the larger tank needed to ensure an adequate water supply for the development of the Agri-Business Park is estimated to be \$1,250,000.

Having thoroughly analyzed numerous potential locations for the water tower, there is a mutual agreement among engineers from the Town and ECWA that the future Agri-Business Park is the most ideal site. As part of the overall master planning for the site we are working to identify the best placement of the tower within the Park, as well as subdivision and acquisition of land by the Town. Locating the new water tower toward the back of the property would minimize the impact on future developable parcels and provide the additional benefit of installing water supply lines which would be able to service the park development. There would be additional costs to run the water supply lines to the back of the property as part of the water tower project, but it would eliminate the need and cost of running the lines later to service the Agri-Business Park. (see attached map)

Requested Actions ECIDA:

Seeking approval to enter into a funding agreement with the ILDC to provide up to \$1,250,000 of UDAG funds for the additional construction costs associated with a 1.5 million gallon water tank to be constructed on the Angola Agri-Business Park by the Town of Evans and the adoption of a Negative Declaration in accordance with SEQRA

Requested Actions ILDC:

Seeking approval to enter into a funding agreement with the ECIDA of up to \$1,250,000 of UDAG funds for the additional construction costs associated with a 1.5 million gallon water tank to be constructed on the Angola Agri-Business Park by the Town of Evans, the adoption of a Negative Declaration in accordance with SEQRA, approval to enter into Sale Agreement with the Town of Evans for up to a 1.85 acre parcel for the water tower to be constructed and located on and approval to enter into an easement agreement to provide access to the future water tower site.

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

A meeting of the Buffalo and Erie County Industrial Land Development Corporation (the "Corporation") was convened on December 16, 2020, at 12:00 p.m.

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

RESOLUTION OF THE BUFFALO AND ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORPORATION (THE "ILDC") AUTHORIZING THE ILDC TO: (i) ENTER INTO A FUNDING AGREEMENT FOR ECONOMIC DEVELOPMENT PURPOSES WITH THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") TO RECEIVE \$1,250,000 IN THE FORM OF A GRANT FROM THE AGENCY'S U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT URBAN DEVELOPMENT ACTION GRANT ("UDAG") REFLOW FUND; (ii) MAKE A DETERMINATION PURSUANT TO THE STATE ENVIRONMENTAL QUALITY REVIEW ACT; (iii) AUTHORIZE THE NEGOTIATION AND EXECUTION AND DELIVERY OF A FUNDING AGREEMENT BY WHICH THE ILDC WILL PROVIDE \$1,250,000 OF FUNDING TO THE TOWN OF EVANS FOR PURPOSES OF CONSTRUCTING THE REVISED EVANS WATER SYSTEM PROJECT; AND (iv) AUTHORIZE THE NEGOTIATION AND EXECUTION AND DELIVERY OF AN AGREEMENT OF PURCHASE AND SALE TO BE ENTERED INTO WITH THE TOWN OF EVANS FOR CONVEYING CERTAIN REAL PROPERTY UPON WHICH A PORTION OF THE REVISED EVANS WATER SYSTEM PROJECT WILL BE CONSTRUCTED AND A NON-EXCLUSIVE EASEMENT FOR ACCESS TO SAID PARCEL AND FOR WATERLINE CONSTRUCTION AND INSTALLATION

WHEREAS, the Buffalo and Erie County Industrial Land Development Corporation (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 has acquired approximately 240 acres of real property at 1526 Eden Evans Center Road, Evans, New York (the "Real Property") for purposes of establishing an agribusiness focused industrial park that will attract private sector investment in food processing and manufacturing and for the purpose of providing a market for farmers' agricultural products in an effort to create local and regional employment opportunities to help alleviate rural poverty (the "Agri-Business Park Project"); and

WHEREAS, the Town of Evans (the “Town”) is currently in the final stages of design and interagency review for a new 1 million-gallon water tower, pump station and additional water mains having a total estimated capital cost of approximately \$5,530,000 (the “Evans Water System Project”); and

WHEREAS, the Agri-Business Park Project will add up to 500,000 gallons of projected additional water demand to the proposed Evans Water System Project; and

WHEREAS, to address the ILDC’s potential new water demand of the Agri-Business Park Project, the Town has agreed to solicit alternate bids for a 1.5 million-gallon water tower (the “Revised Evans Water System Project”); and

WHEREAS, there is a mutual agreement among engineers from the Town and Erie County Water Authority that the Real Property associated with the future Agri-Business Park Project is the most ideal site upon which to construction the Revised Evans Water System Project; and

WHEREAS, in an effort to facilitate construction of the Revised Evans Water System Project for the benefit of the residents of the Town of Evans and future tenants of the Agri-Business Park, the Town has requested that the ILDC contribute \$1,250,000 in funding to offset the increased costs associated with the Revised Evans Water System Project; and

WHEREAS, the ILDC does not have a sufficient amount of cash in its general fund to cover the additional funding associated with the Revised Evans Water Systems Project; and

WHEREAS, the Erie County Industrial Development Agency (the “Agency”), an affiliate of the ILDC, desires to assist the ILDC in its efforts to construct the Revised Evans Water Systems Project for purposes of establishing critical infrastructure to support the Agri-Business Park Project by granting UDAG Funds in the amount of \$1,250,000 to enable the ILDC to contribute to the funding of the Revised Evans Water Systems Project; and

WHEREAS, it is considered to be in the best interest of the Agency, the ILDC, Erie County, the Town and the community in particular that UDAG Funds in the total amount of \$1,250,000, as described above, be granted to and utilized by the ILDC for purposes of facilitating the construction of the Revised Evans Water System Project; and

WHEREAS, the ILDC desires to negotiate and execute a grant disbursement agreement (the “GDA”) with the Agency in the amount of \$1,250,000 for purposes as described herein, thereby promoting and facilitating the future redevelopment of the Agri-Business Park Project and the future creation of new jobs and new investment; and

WHEREAS, the ILDC will enter into an appropriate Revised Evans Water System Project Funding Agreement with the Town by which the ILDC will provide the

\$1,250,000 in funding so received by the Agency to the Town for the purposes described herein; and

WHEREAS, to further facilitate construction of the Revised Evans Water System Project, the ILDC will convey fee title to up to an approximately 1.85+/- acre parcel of real property, as depicted within Exhibit A, attached hereto (the “Water Tower Parcel”) to the Town for \$1.00, and convey a certain non-exclusive easement upon and within an approximately 9.05+/- acre parcel of real property for access to the Water Tower Parcel and for waterline construction, also as depicted within Exhibit A (the “Water Tower Easement Area”) to the Town for \$1.00 and in return, the Town has agreed that it will construct the Revised Evans Water System Project; and

WHEREAS, the Town and the ILDC have negotiated the terms of an Agreement of Purchase and Sale setting forth the terms and conditions related to the sale of the Water Tower Parcel to the Town and the Town and the ILDC have negotiated the terms of an easement agreement setting forth the terms and conditions related to the conveyance of an easement upon and within the Water Tower Easement Area to the Town; and

WHEREAS, in accordance with the ILDC’s Property Disposition Guidelines (“Guidelines”) and the provisions of the New York Public Authorities Law (“PAL”), and subject to such exceptions and/or requirements set forth in the Guidelines and the PAL, the ILDC may dispose of property by sale, exchange, transfer, for cash, credit or other property, with or without warranty, for less than fair market value and upon such terms and conditions as are determined by the ILDC to be appropriate and reasonable and consistent with the Guidelines and the PAL; and

WHEREAS, on August 26, 2016, the ILDC obtained an independent appraisal from GAR Associates, LLC, (the “Appraisal”) that determined the fair market value of the Property to be \$3,437.50 per acre, and, tangentially, then, the fair market value of the fee simple estate of the Water Tower Parcel and the Water Tower Easement Area would be approximately \$37,468.75; and

WHEREAS, conveying fee simple title to the Water Tower Parcel and a permanent easement in the Water Tower Easement Area to the Town is within the purposes of the ILDC to lessen the burdens of government and act in the public interest; and

WHEREAS, pursuant to Section 2897(6)(c)(iv) of the PAL, the ILDC is permitted to dispose of real property or an interest in real property by negotiation (without bidding or advertising) to a political subdivision of New York State such as the Town; and

WHEREAS, the ILDC intends to convey fee simple title to the Water Tower Parcel to the Town for \$1.00 and additional consideration and a permanent easement in the Water Tower Easement Area to the Town for \$1.00 and additional consideration; and

WHEREAS, pursuant to PAL Section 2897(7)(c), prior to the ILDC conveying fee simple title to the Water Tower Parcel and a permanent easement in the Water Tower Easement Area to the Town, said dispositions being undertaken for consideration in an amount less than the fair market value of same, the ILDC must consider certain information as set forth in PAL §2897(7)(b) including taking into consideration the description and purpose of the transaction, the description of the asset to be transferred, the kind and amount of benefit to the public, the value received compared to the fair market value, and its mission and purposes and related thereto, the required information with respect to the foregoing and with regard to the proposed below fair market value disposition of property is attached hereto as Exhibit B; and

WHEREAS, the information that was provided to the ILDC as contained within Exhibit B has been simultaneously made available to the public; and

WHEREAS, in accordance with the requirements of the PAL, the ILDC must make a determination that there is no reasonable alternative to the proposed below-market value transfer as described herein that would achieve the same purpose of such transfer; and

WHEREAS, in furtherance of the mission and purposes of the ILDC, the ILDC hereby desires to convey fee simple title to the Water Tower Parcel and a non-exclusive permanent easement in the Water Tower Easement Area to the Town and to authorize the execution and delivery of a related purchase and sale agreement and permanent easement agreement related thereto; and

WHEREAS, on October 7, 2020, in accordance with Article 8 of the New York Environmental Conservation Law and the regulations promulgated thereto in 6 NYCRR Part 617 (collectively referred to as the “State Environmental Quality Review Act” and/or “SEQR”), the Town Board of the Town of Evans (the “Town Board”) confirmed that the Revised Evans Water System Project was an Unlisted Action as said term is defined in SEQR, and issued a negative declaration (the “Original Negative Declaration”) under SEQR, with respect to the Revised Evans Water System Project; and

WHEREAS, thereafter, the Town Board slightly revised its plans and drawings with respect to the Revised Evans Water System Project, undertook additional coordinated review with respect to the Project, and provided a Full Environmental Assessment Form to the ILDC; and

WHEREAS, the ILDC did not object to the Town Board’s request to be Lead Agency, as defined under SEQR; and

WHEREAS, on December 2, 2020, the Town Board revised its Original Negative Declaration by providing additional reasoned elaboration for the determination of significance it made on October 7, 2020, and ratified and reaffirmed the Original Negative Declaration for the Revised Evans Water System Project (the “Negative Declaration”).

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

Section 1. Based upon a thorough and complete review of the Revised Evans Water System Project and its accompanying materials and information, the Full Environmental Assessment Form, and the Town Board's proceedings and its Negative Declaration issued pursuant to SEQR, the Agency hereby:

(i) consents to and affirms the status of the Town of Board as "Lead Agency" within the meaning of and for all purposes of complying with SEQR and determines that the proceedings undertaken by the Town Board under SEQR with respect to the undertaking of the Revised Evans Water System Project satisfy the requirements of SEQR;

(ii) affirms that the Project involves an "Unlisted Action" as that term is defined under SEQR;

(iii) reviews, considers, confirms, ratifies, and adopts such proceedings by the Town Board, including the "Negative Declaration";

(iv) determines that the Revised Evans Water System Project will impact a limited area resulting in minimal vegetation removal, that no significant geological features will be impacted because none exist on site, that there are no surface water impacts, that no significant adverse impacts to groundwater are anticipated, that there are no floodplains on site so no floodplains will be impacted, that impacts on air will be limited to construction related impacts that will be short in time and controlled through the use of appropriate construction best practices, that there will be no impacts on threatened or endangered species, that approximately 0.05 acres of agricultural land will be impacted such that there will be no significant adverse impacts on agricultural resources, that the Revised Evans Water System Project will be muted in color to blend into the landscape and thus designed to fit aesthetically into the landscape, that there are no historical and/or archeological resources at the site, that there are no critical environmental areas on site, that no impacts on traffic or transportation will occur, that there will be no adverse impacts to energy usage, that impacts on noise and odor will be minimal and limited in duration to the construction phase, that there will be no impact on human health, that the development is outlined within and consistent with the Town's Comprehensive Plan and consistent with the Town's community character, that there are not any changes in two or more elements of the environment, no one of which has a significant impact on the environment but when considered together result in a substantial adverse impact, nor will there be two or more related actions undertaken, funded or approved producing significant cumulative impacts, and as such, the Project will result in no major impacts and, therefore, is one which will not cause significant damage to the environment, that the Project will not have a "significant effect on the environment" as such quoted

terms are defined in SEQR, and that no “environmental impact statement” as such quoted term is defined in SEQR need be prepared for this action; and

(v) determines that all of the provisions of SEQR that are required to be complied with as a condition precedent with respect to the Revised Evans Water System Project, and the participation by the Agency in assisting in the funding of the Revised Evans Water System Project, have been satisfied. This determination constitutes a “negative declaration” (as such quoted terms are defined under SEQR) for purposes of SEQR.

Section 2. The ILDC hereby approves and authorizes the receipt of the UDAG Funds from the Agency to carry out the activities as described herein, in an amount not to exceed \$1,250,000 to facilitate the construction of the Revised Evans Water Systems Project as described herein.

Section 3. 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 Agency, to negotiate, execute and deliver the GDA and any related documents consistent with the terms as provided for within this resolution.

Section 4. 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, execute and deliver, in consultation with the ILDC general counsel, an appropriate Revised Evans Water System Project Funding Agreement with the Town and any related documents, with respect to disbursement of the \$1,250,000 in funding consistent with the terms as provided for within this resolution.

Section 5. In accordance with the findings set forth in Exhibit B, the ILDC has determined that there is no reasonable alternative to the proposed below-market value transfer as described herein that would achieve the same purpose of such transfer being to lessen the burdens of government and to act in the public interest by providing conveyance of fee title in the Water Tower Parcel, and by conveying a permanent non-exclusive easement in the Water Tower Easement Area, to the Town, for purposes of constructing the Revised Evans Water System Project to provide critical infrastructure to support the Agri-Business Park Project.

Section 6. The ILDC hereby approves of the sale of fee title to the Water Tower Parcel for a sum total of \$1.00 and such additional consideration, to the Town, on such terms and conditions to be determined as satisfactory by the President/CEO, in consultation with the Chair and the ILDC general counsel, and authorizes the Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer and/or the Assistant Treasurer on behalf of the ILDC, to negotiate, execute, and deliver an appropriate Agreement of Purchase and Sale setting forth the terms and conditions relating thereto and any other related documents required to accomplish the purposes of this resolution, with such changes, variations, omissions and

insertions as authorized by the Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer and/or the Assistant Treasurer in consultation with the ILDC general counsel, to constitute conclusive evidence of such approval.

Section 7. The ILDC hereby approves of the conveyance of a non-exclusive permanent easement upon and within the Water Tower Easement Area for a sum total of \$1.00 and such additional consideration, to the Town, on such terms and conditions to be determined as satisfactory by the President/CEO, in consultation with the Chair and the ILDC general counsel, and authorizes the Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer and/or the Assistant Treasurer on behalf of the ILDC, to negotiate, execute, and deliver an appropriate easement agreement setting forth the terms and conditions relating thereto and any other related documents required to accomplish the purposes of this resolution, with such changes, variations, omissions and insertions as authorized by the Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer and/or the Assistant Treasurer in consultation with the ILDC general counsel, to constitute conclusive evidence of such approval.

Section 8. 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 and directed, and in the name and on behalf of the ILDC to obtain such approvals and consents of regulatory or governmental authorities, negotiate and execute any related documents, certifications, or agreements, and to do all such further acts and things as may be necessary, or in the opinion of such officer, employee or agent so acting, desirable and proper to effect the purposes of the foregoing Resolutions.

Section 9. This resolution shall take effect immediately.

Dated: December 16, 2020

EXHIBIT A

Water Tower Parcel and Water Tower Easement Area

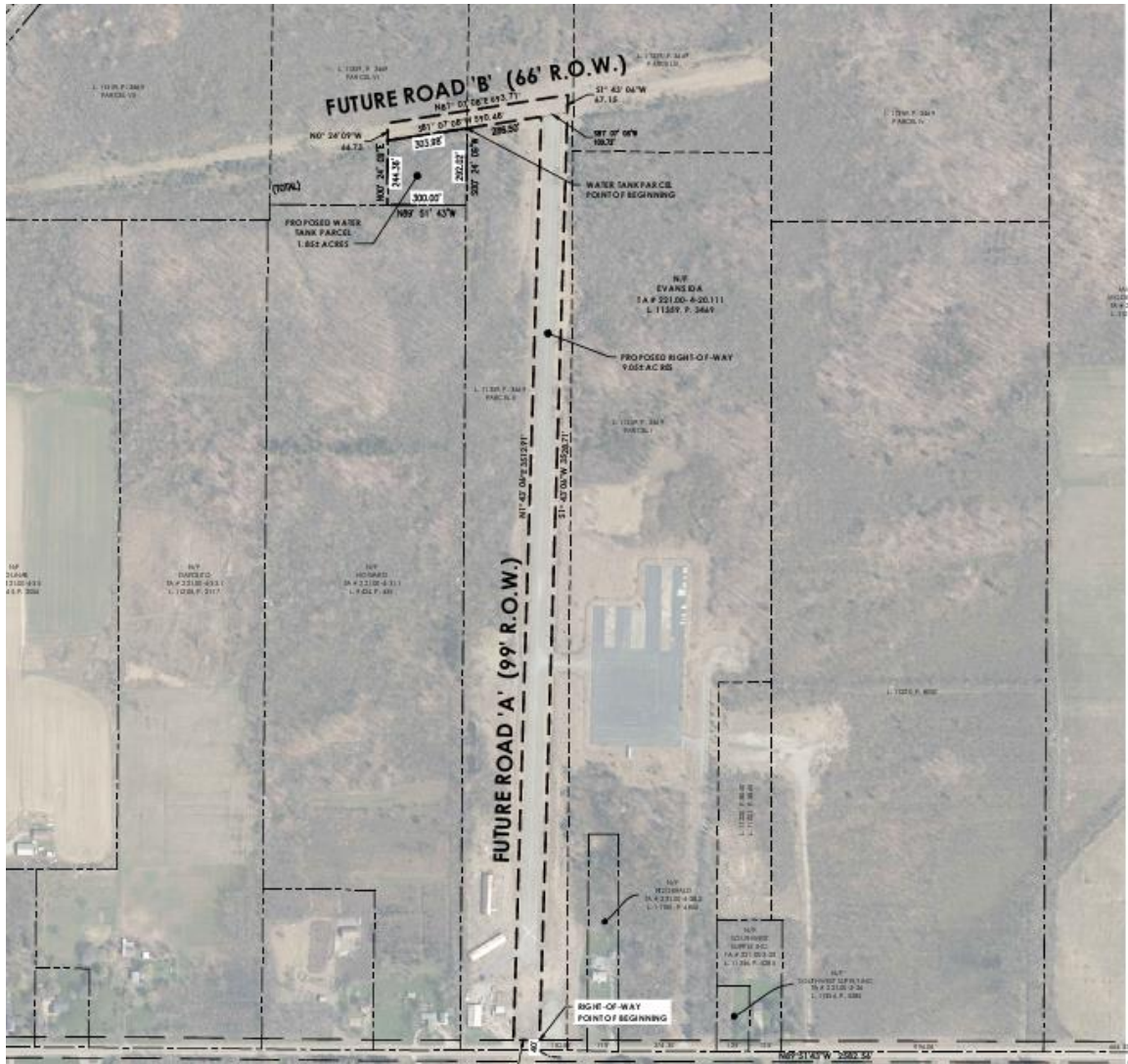


EXHIBIT B

Below Fair Market Value Conveyance Findings ILDC Agri-Business Park Project

Pursuant to and in accordance with Sections 2897(7)(b) and (c) of the Public Authorities Law of New York (“PAL”), the Buffalo and Erie County Industrial Land Development Corporation (the “Corporation”) has prepared the following information for the Corporation board and the public:

TRANSACTION & PURPOSE

The Corporation proposes to convey fee title to up to an approximately 1.85+/- acre parcel of real property, located at 1526 Eden Evans Center Road, Evans, County of Erie, New York, and a permanent, non-exclusive easement and right-of-way over, under and across up to an approximately 9.05 acre parcel of real property also located at 1526 Eden Evans Center Road, Evans, County of Erie, New York, as depicted within Exhibit A as attached hereto and included within the related resolution (the “Disposition Premises”).

- (1) Description of Asset: Approximately up to 10.90+/- acres of vacant land located at/about 1526 Eden Evans Center Road, Evans, County of Erie, New York, as depicted within Exhibit A.
- (2) Appraisal value of the Disposition Premises (FMV): \$37,468.75
- (3) Kind and Amount of Benefit to the Public: The Corporation owns 240 acres of vacant real property (the “Agri-Business Park”) within which the Disposition Premises are located. The ultimate purpose of the disposition is to provide the Town of Evans (the “Town”) with real property upon which the Town can affordably construct and access a water tower system required for the Town and required as necessary, critical infrastructure by the Corporation to ensure the success of the Agri-Business Park. The Corporation desires to establish an agribusiness focused industrial park that will attract private sector investment in food processing and manufacturing and for the purpose of providing a market for farmers’ agricultural products in an effort to create local and regional employment opportunities to help alleviate rural poverty (the “Agri-Business Park Project”). The Agri-Business Park Project requires an abundant supply of water and adequate pressure. It is estimated that the new Agri-Business Park Project could add up to 500,000 gallons of additional demand to the eastern zone of the Town of Evans (the “Town”) water system. Coincidentally, the Town is currently in need of a new water tower due to a lack of sufficient storage capacity and flow in the Town’s existing water distribution system. This has resulted in an inability to meet average local demands and provide the necessary pressure for adequate fire protection in the Town. There is a mutual agreement among engineers from the Town and the Erie County Water Authority that the Agri-Business Park is the most ideal site for location of a new Town water tower especially because it can be designed to address the current needs of the Town and to

simultaneously service future tenants of the Agri-Business Park. The public would benefit from the proposed conveyances of the Disposition Premises as it will allow for the Town to establish a new, proper functioning water tower system that can adequately service both the needs of the Town and the future tenants and new employers located within the Agri-Business Park.

(4) Value Received Compared to FMV:

Monetary value received by Corporation: \$2.00 for conveyance of the Disposition Parcels as described herein.

Appraised FMV: \$37,468.75

(5) Names of Parties to the Transaction and Value Received:

Seller: Buffalo and Erie County Industrial Land Development Corporation

Value Received by Seller: (i) \$2.00 for conveyance of fee title, (ii) permits the Town to affordably construct a new water tower system that will service the needs of the future tenants of the Corporation's Agri-Business Park, (iii) will result in the establishment of required infrastructure to ultimately make the Agri-Business Park attractive for new investment and job creation, and (iv) new job creation and investment and related community benefits.

Purchaser: Town of Evans

Value Received by Purchaser: ownership of real property upon which it can affordably construct, and ownership of an easement interest within and upon certain other real property by which the Town can access, a new water tower system to ensure adequate water supply for Town residents and to create new water supply to satisfy water needs and demands for future tenants of the Corporation's Agri-Business Park thus facilitating new investment and job creation, being an approximate 10.90+/- acre parcel of real property with an appraised FMV of \$37,468.75.

(6) Names of Private Parties that have made an Offer, the Value of the Offer, and Purpose which the asset would have been used:

None



MEMORANDUM

December 16, 2020

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

Re: Angola Ag. Park – Master Plan GEIS Consultant Selection

Background:

The ILDC recently publicly issued an RFP for services to prepare a Master Plan and Generic Environmental Impact Statement (“GEIS”) for the development of the Angola Agri-Business Park. The services to be provided would include the development of a Master Plan to guide capital investment in the park infrastructure in a manner consistent with targeted markets, market demand, and site attributes. In addition, the effort would include the preparation and eventual adoption of a GEIS through the State Environmental Quality Review Act (SEQR) process in the development of the site plan. Additional tasks would include permitting and due diligence materials required for the preparation of the NYS “Shovel Ready” check list and the completion of a technical memo for the expansion of the sewer district into the Agri-Business Park.

The ILDC received multiple proposals which were evaluated by a review committee. The review committee developed a shortlist of candidate proposals and interviews were conducted with the shortlisted consultant teams. As a result of the interview process the review committee is recommending that the board act to award the contract to Wendel. Funding for the work is being provided through grants from National Grid and Erie County.

Requested Action:

Seeking approval to contract with Wendel for the Erie County Agribusiness Park Master Plan and GEIS services, more fully described in the Request for Proposals publicly issued by the ILDC in compliance with the ILDC’s procurement policy for the amount of \$380,670.00 and any appropriate change orders as approved by the CEO in consultation with the ILDC board Chair.

**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, December 16, 2020 at 12:00 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 WENDEL TO UNDERTAKE THE
MASTER PLAN AND GENERIC ENVIRONMENTAL IMPACT STATEMENT
ANALYSIS AND PROCESS FOR THE ANGOLA AGRI-BUSINESS PARK**

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 has acquired approximately 240 acres of real property at 1526 Eden Evans Center Road, Evans, New York (the “Real Property”) for purposes of establishing an agribusiness focused industrial park that will attract private sector investment in food processing and manufacturing and for the purpose of providing a market for farmers’ agricultural products in an effort to create local and regional employment opportunities to help alleviate rural poverty (the “Agri-Business Park Project”): and

WHEREAS, the ILDC desires to develop a Master Plan and to Generic Environmental Impact Statement (the “Master Plan and GEIS”) for purposes of implementing and establishing the Agri-Business Park Project; and

WHEREAS, the Master Plan and GEIS analysis will provide a road map for planning improvements and upgrades to meet future needs in maintaining cost effective infrastructure to service anticipated end users and to prepare the Real Property for development; and

WHEREAS, the ILDC issued a request for proposals (“RFP”) for purposes of identifying an appropriate consultant to undertake the Master Plan and GEIS planning process, received multiple proposals in response thereto, relied upon a Master Plan and GEIS Planning Review Committee (consisting of ILDC, Invest Buffalo Niagara, Erie County, Erie County Division of Sewerage Management and Town of Evans staff) to review said responses and interview said respondents; and

WHEREAS, the Master Plan and GEIS Planning Review Committee has completed its RFP response review process and is recommending that the ILDC retain Wendel to undertake the Master Plan and GEIS for the Agri-Business Park Project.

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

Section 1. In compliance with the ILDC's procurement policy, the ILDC hereby authorizes that Wendel be retained to undertake the Master Plan and GEIS planning process for the Agri-Business Park Project.

Section 2. 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 and empowered to negotiate, execute and deliver, in consultation with ILDC general counsel, any and all necessary agreements with Wendel, in the amount of \$380,670.00, for the provision of such Master Plan and GEIS services as described herein.

Section 3. In the event a change order exceeds \$380,670.00, the President/Chief Executive Officer, in consultation with the Chair, is hereby authorized to negotiate and execute any work order changes and amendments as he/she shall deem necessary, his/her signature being conclusive evidence that he/she did so deem said change(s) and amendment(s) to be necessary or desirable and in the best interest of the ILDC.

Section 4. This Resolution shall take effect immediately upon adoption.

Dated: December 16, 2020