

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

- MEETING:** April 27, 2022
- LIVE STREAMED:** This meeting is being live-streamed and made accessible on the ECIDA’s website at [www.ecidany.com](http://www.ecidany.com).
- PRESENT:** Hon. Diane Benczkowski, Hon. Bryon W. Brown, Hon. Joseph Emminger, Hon. Howard Johnson, Tyra Johnson, Hon. Brian Kulpa, Richard Lipsitz, Hon. Glenn R. Nellis, Hon. Mark C. Poloncarz, Sister Denise Roche and Kenneth A. Schoetz
- EXCUSED:** Denise Abbott, Rev. Mark E. Blue, James Doherty, Dottie Gallagher, Brenda W. McDuffie, Hon. Darius G. Pridgen, Paul Vukelic and Renee Wilson
- OTHERS PRESENT:** John Cappellino, President & CEO; Beth O’Keefe, Vice President of Operations; Mollie Profic, Chief Financial Officer/Assistant Secretary; Atiqa Abidi, Assistant Treasurer; Gerald Manhard, Chief Lending Officer/Assistant Secretary; Grant Lesswing, Director of Business Development; Andrew Federick, Business Development Officer; Brian Krygier, Director of Information Technology; Carrie Hocieniec, Operations Assistant; Robbie Ann McPherson, Director of Marketing & Communications, Sean Fallon, Project Manager; Pat Smith, Senior Bookkeeper; Laurie Hendrix, Administrative Coordinator; Terrence Gilbride, ECIDA Bond Counsel and Robert G. Murray, Esq., General Counsel/Harris Beach PLLC
- GUESTS:** Maria Whyte, Deputy County Executive, Erie County; Zachary Evans, Erie County; Lisa Hicks and Alex Carducci on behalf of the City of Buffalo; Olivia Hill on behalf of Invest Buffalo Niagara; Steven Obadiah, Daniel Bobbett, William Hart on behalf of Workspport; Mike Szukala on behalf of Erie County; Geoffrey Pritchard, on behalf of City of Buffalo School District; Jim Fink on behalf of Business First and Malcolm Aaron, Scott Shiokari and Brian Madigan on behalf of RPNY Solar

There being a quorum present at 12:03 p.m., the meeting of the members of the Erie County Industrial Development Agency (the “ECIDA” or “Agency”), was called to order by Vice Chair, Mr. Lipsitz, who presided over the meeting in the absence of Chair McDuffie.

## MINUTES

The minutes of the March 23, 2022 meeting of the members were presented. Mr. Johnson moved and Mr. Poloncarz seconded to approve of the minutes. Mr. Lipsitz called for the vote and the minutes were unanimously approved.

## REPORTS/ACTION ITEMS/INFORMATION ITEMS

Financial Report. Ms. Profic presented the March 2022 financial report. The balance sheet shows the month ended with total assets of \$30.2M (includes unrestricted cash of \$7.7M available for Agency operations) and net assets of \$20.8M. The monthly income statement shows net loss of \$68,000 for March. Operating revenue of \$186,000 was below the monthly budget by \$38,000, due mainly to timing of administrative fees received during the month and a refund issued. Operating expenses of \$283,000 were about \$42,000 under budget. This was due mainly to costs for the CEDS update, which fall under the UDAG fund. Under Special Project Grants, \$38,000 of net revenue was recognized in March. After depreciation, there was a net loss of \$68,000 for the month. The year-to-date Income Statement shows revenues of \$475,000, including administrative fee revenue of \$271,000. We are at about 15% of our 2022 budget after the first quarter of the year. Expenses of \$723,000 are \$22,000 above budget, as mentioned this is due mainly to CEDS update costs recognized in 2022. Special project grant revenue nets to \$154,000. After depreciation, there is currently a net loss of \$123,000 for the year. Mr. Lipsitz directed that the report be received and filed.

Finance and Audit Committee Update. Ms. Profic advised that the joint Finance & Audit Committee meeting was held on April 20, 2022. The Committee reviewed and recommended approval of the ECIDA Buffalo School Project 2022 bond refinancing and also discussed some minor adjustments to the ECIDA's 2022 budget. Mr. Lipsitz directed that the report be received and filed.

2022 Tax Incentive Induced/Closing Schedule. Ms. O'Keefe presented this report to the members. Mr. Lipsitz directed that the report be received and filed.

Nominating Committee Update. Mr. Cappellino reviewed the entire slate of committee member appointments and officer position appointments, noting changes over the prior year's appointments. General discussion ensued. Mr. Poloncarz, as Chair of the Nominating Committee, thanked everyone to agreeing to serve.

Mr. Poloncarz moved and Mr. Johnson seconded to approve of the proposed committee member appointments and the officer position appointments as presented. Mr. Lipsitz called for the vote and the aforementioned motion was unanimously approved.

Policy Committee Update. Mr. Lipsitz provided a review of the most recently completed Policy Committee meeting. Mr. Cappellino noted the Policy Committee members continue to work on the MWBE policy. Mr. Lipsitz directed that the report be received and filed.

## INDUCEMENT RESOLUTION

Workspport Ltd., 2500 N. America Drive, West Seneca, New York. Ms. O’Keefe reviewed this proposed sales tax exemption and mortgage recording tax exemption benefit project which consists of the renovation on the land of an approximately 222,000 square-foot facility to be utilized for manufacturing, warehousing and offices with extra space/acres to allow for expansion in the future.

Mr. Obadiah spoke on behalf of the applicant as well as Mr. Bobbett, confirming the company’s goals of moving manufacturing from China to the United States.

Mr. Poloncarz spoke in favor of the project.

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 conclusion of the later of two (2) years following (i) the construction completion date, or (ii) the termination of the Agent 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 \$12,755,854 (which represents the product of 85% multiplied by \$15,006,887, being the total project cost as stated in the Company’s application for Financial Assistance).
- (ii) Employment Commitment – that there are at least 9 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 9 FTE employees [being the product of 85% multiplied by 11 (being the 11 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.

Mr. Poloncarz moved and Mr. Kulpa seconded to approve the Project. Mr. Lipsitz 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 WORKSPORT LTD., 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) APPOINTING THE COMPANY, OR ITS DESIGNEE, AS ITS AGENT TO UNDERTAKE THE PROJECT; (iv) 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 MORTGAGE RECORDING TAX EXEMPTION BENEFIT FOR FINANCING RELATED TO THE PROJECT; AND (v) AUTHORIZING THE NEGOTIATION AND EXECUTION OF A LEASE AGREEMENT, LEASEBACK AGREEMENT, AN AGENT AND FINANCIAL ASSISTANCE PROJECT AGREEMENT, AND RELATED DOCUMENTS

**AMENDATORY INDUCEMENT RESOLUTION**

Assignment and Assumption Pollock Holdings, LLC (Simmer Crane) to Flatiron Crane Real Estate Company, LLC. Ms. O’Keefe reviewed the assignment and assumption consent request for the benefit of Flatiron Cranes Real Estate Company, LLC.

Sister Denise moved and Ms. Benczkowski seconded to approve the Project. Mr. Lipsitz then called for the vote and the following resolution was unanimously approved:

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE ASSIGNMENT OF AND ASSUMPTION BY POLLOCK HOLDINGS, LLC PROJECT TO FLATIRON CRANE REAL ESTATE COMPANY, LLC, OF THE EXISTING LEASE, LEASEBACK, AND PILOT AGREEMENT TOGETHER WITH ALL ASSOCIATED DOCUMENTS RELATING TO THE FACILITY LOCATED AT 365 WHEELER STREET, TONAWANDA, NEW YORK

**ECIDA BOND**

Refinancing of the Agency’s School Facility Refunding Revenue Bond (City School District of the City of Buffalo Project), Series 2012A. Mr. Cappellino introduced this proposed ECIDA bond refinancing of a portion of the 2012A Series Bonds.

Mr. Emminger moved and Mr. Johnson seconded to approve of the proposed refinancing. Mr. Lipsitz then called for the vote and the following resolution was unanimously approved:

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE ISSUANCE OF REFUNDING BONDS TO REFUND ALL OR A PORTION OF THE SERIES 2012A BONDS WITH RESPECT TO ITS PROJECT FOR THE CITY SCHOOL DISTRICT OF THE CITY OF BUFFALO AND AUTHORIZING OTHER MATTERS IN CONNECTION THEREWITH

**COMPLIANCE**

RPNY Solar 2, LLC/Bullis Road Solar Project – Local Labor Request. Mr. Cappellino reviewed the request by the Company to grant a waiver from the Local Labor Policy’s 90% local labor requirement and to approve of the company’s use of local labor at the 87.7% level.

Mr. Poloncarz moved and Mr. Johnson seconded to approve of the waiver from the Local Labor Policy to 87.7%. Mr. Lipsitz called for the vote and the following resolution was unanimously approved.

RESOLUTION AUTHORIZING A WAIVER OF THE LOCAL LABOR WORKFORCE CERTIFICATION POLICY AS APPLICABLE TO THE RPNY SOLAR 2, LLC PROJECT

**MANAGEMENT TEAM REPORT**

Mr. Cappellino presented the report. Mr. Lipsitz directed that the report be received and filed.

There being no further business to discuss, Mr. Lipsitz adjourned the meeting of the Agency at 12:35 p.m.

Dated: April 27, 2022

  
Gerald Manhard, Assistant Secretary