

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

DATE AND PLACE: February 22, 2023, at the Center of Excellence in Bioinformatics and Life Sciences (CBLIS), 701 Ellicott Street, The Event Space/Conference Room B2-205, located on the 2nd floor, Buffalo, New York 14203.

PRESENT: Denise Abbott, Hon. Diane Benczkowski, Hon. Bryon W. Brown, Dottie Gallagher, Tyra Johnson, Denise McCowan, Brenda W. McDuffie, Hon. Mark C. Poloncarz, Kenneth A. Schoetz and Paul Vukelic

EXCUSED: Rev. Mark E. Blue, James Doherty, Hon. Joseph Emminger, Michael P. Hughes, Hon. Howard Johnson, Hon. Brian Kulpa, Richard Lipsitz, Jr., Hon. Glenn R. Nellis and Hon. Darius G. Pridgen

OTHERS PRESENT: John Cappellino, President & CEO; Beth O’Keefe, Vice President of Operations/Secretary; Mollie Profic, Chief Financial Officer; Atiqah Abidi, Senior Accountant; Daryl Spulecki, Credit Analyst; Grant Lesswing, Director of Business Development; Andrew Federick, Business Development Officer; Soma Hawramee, Compliance Portfolio Manager, Brian Krygier, Director of Information Technology; Carrie Hocieniec, Operations Assistant/Assistant Secretary; Laurie Hendrix, Administrative Coordinator; Robbie Ann McPherson, Director of Marketing & Communications; Robert G. Murray, Esq., General Counsel/Harris Beach PLLC

GUESTS: Zachary Evans and Daniel Castle on behalf of Erie County; Alex Carducci on behalf of the City of Buffalo; Sean Greenhouse on behalf of Linita; William Brady on behalf of Top Seedz Food Corp.; and Jonathan Epstein on behalf of the Buffalo News

There being a quorum present at 12:34 p.m., the meeting of the Buffalo and Erie County Regional Development Corporation (the “RDC”), was called to order by its Chair, Ms. McDuffie.

MINUTES

The minutes of the December 21, 2022, meeting of the members were presented. Ms. Gallagher moved, and Mr. Schoetz seconded, to approve of the minutes. Ms. McDuffie called for the vote, and the minutes were then unanimously approved.

REPORTS/ACTION ITEMS/INFORMATION ITEMS

Financial Report. Ms. Profic presented the January financial reports. The balance sheet shows the RDC ended 2022 with total assets of \$22.6M, consisting mainly of cash and loans receivable. Liabilities reflect amounts due to ECIDA and some grant revenue to be recognized in the coming year. We also ended 2022 with 64 active RDC loans. In 2022, RDC recognized income of \$667,000, mainly interest income on loans (\$536,000). Expenses for 2022 were \$245,000, leading to net income of \$422,000 for 2022. Further information will be provided when the 2022 audited financial statements are presented to the Board on March 22nd.

RDC finished the month of January with total assets of \$22.6M and net assets of \$22.2M. The balance sheet accounts stayed largely unchanged from December. The RDC recognized income of \$57,000 and expenses of \$26,000, for a net income of \$31,000 in January. Ms. McDuffie directed that the report be received and filed.

Finance and Audit Committee Update. Ms. Profic presented a summary of the most recent Finance and Audit Committee meeting to the members. During the meeting there was a presentation by Lumsden McCormick discussing their 2022 audit plan and discussion with the Committee members.

Public Sector Banking Services RFP. Ms. Profic reviewed the RFP and evaluation process. While all of the respondents were capable and suitable partners, M&T Bank was the staff committee's recommendation. We have been with M&T Bank since our last RFP in 2017, and have been pleased with their services and staff. The Finance & Audit Committee voted to recommend that the Boards approve the retention of M&T Bank as the prime bank of the ECIDA, RDC and ILDC.

Mr. Poloncarz moved and Mr. Vukelic seconded to approve of the Public Sector Banking Services to be provided by M&T Bank. Ms. McDuffie called for the vote and the Public Sector Banking Services to be provided by M&T Bank was unanimously approved.

Governance Committee Update: Ms. McDuffie provided the Committee with an update on the most recent Governance Committee meeting.

Loan Status Report. Mr. Spulecki provided this report to the members. Ms. McDuffie directed that the report be received and filed.

Approval of the Following Loan Case:

Linita Design & Manufacturing Corp., 951 Hamburg Turnpike, Lackawanna, New York. \$750,000 96-month Term Loan, Secured and Guaranteed. Mr. Spulecki reviewed this proposed \$750,000 loan request, proceeds of which will be used for working capital and equipment.

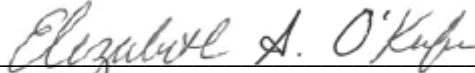
Ms. Gallagher moved and Mr. Vukelic seconded to approve of the loan as proposed. Ms. McDuffie called for the vote and the requested loan was unanimously approved.

Top Seedz Foods, LLC, 247 Cayuga Road, Cheektowaga, New York. \$750,000 90-month Term Loan, Secured and Guaranteed. Mr. Spulecki reviewed this proposed \$750,000 loan request, proceeds of which will be used for equipment.

Mr. Brown moved and Ms. Johnson seconded to approve of the loan as proposed. Ms. McDuffie called for the vote and the requested loan was unanimously approved.

There being no further business to discuss, Ms. McDuffie adjourned the meeting at 12:53 p.m.

Dated: February 22, 2023



Elizabeth A. O'Keefe, Secretary