

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

DATE AND PLACE: March 25, 2026, at the Erie County Industrial Development Agency, 95 Perry Street, 4th Floor Conference Room, Buffalo, New York 14203

PRESENT: Dr. LaVonne Ansari, Rev. Mark Blue, Grace Bogdanove, Hon. Joseph Emminger, Dottie Gallagher, Gregory Inglut, Tyra Johnson, Hon. Shawn Lavin, Brenda McDuffie, Glenn Nellis, Hon. Brian Nowak, Hon. Mark Poloncarz, Hon. Sean Ryan, Kenneth Schoetz and Hon. Taisha St. Jean Tard

EXCUSED: Hon. Joel Feroleto and Lorry Goldhawk,

OTHERS PRESENT: John Cappellino, President & CEO; Mollie Profic, Chief Financial Officer; Beth O’Keefe, Vice President of Operations; Jerry Manhard, Chief Lending Officer; Grant Lesswing, Director of Business Development; Carrie Hocieniec, Operations Assistant/Assistant Secretary; Brian Krygier, Director of Information Technology; Noah Cliff, Business Development Officer; Atiqa Abidi, Accounting Manager; Soma Hawramee, Compliance Portfolio Manager; Michelle Moore, Compliance Associate; Talia Johnson-Huff, Project Manager, Robbie Ann McPherson, Director, Marketing & Communications and Robert Murray, Esq., General Counsel/Harris Beach Murtha

GUESTS: Zaque Evans and Daniel Castle on behalf of Erie County; Thomas Baines on behalf of the City of Buffalo; Michael Szukala on behalf of Finance & Audit Committee; Allison DeHoney on behalf of the Governance Committee

There being a quorum present at 12:04 p.m., the meeting of the members of the Erie County Industrial Development Agency (the “ECIDA” or “Agency”), was called to order by Chair McDuffie.

MINUTES

The minutes of the February 25, 2026, meeting of the members were presented. Mr. Emminger moved, and Mr. Nellis seconded to approve of the minutes. Ms. McDuffie called for the vote, and the minutes were unanimously approved.

REPORTS / ACTION ITEMS / INFORMATION ITEMS:

Financial Report. Ms. Profic presented the February financial reports. The balance sheet shows that the IDA finished the month with total assets of \$30.8M, including unrestricted cash of \$6.6M available for Agency operations, and net assets of \$20.4M. During February, one of the PIF Funds held on behalf of the City of Buffalo was terminated, leading to a \$5.4M decrease in Restricted Cash and Funds Held on Behalf of Others. Aside from those variances, the remaining line items were consistent from January. The monthly income statement shows a net loss of \$64,000 in February. Operating revenue of \$152,000 was below the monthly budget by \$86,000, due mainly to lower administrative fees received than our monthly budget [\$220,000 of admin/app fees received so far in March.]. Operating expenses of \$248,000 were \$41,000 under budget, with most of that variance in salaries and benefits. Net non-operating revenue of \$31,000 brings us to a net loss of \$63,874 for the month. The year-to-date Income Statement shows operating revenues of \$241,000, including administrative fee revenue of \$83,000. Operating expenses of \$509,000 are \$53,000 below budget, with most expense categories below budget. After net non-operating revenue of \$65,000, there is currently a net loss of \$202,270 for the year. Ms. McDuffie directed that the report be received and filed.

Financial & Audit Committee Update. Ms. Profic introduced Michael Szukala, Chair, and Alison DeHoney, Member, of Finance & Audit Committee. Ms. Profic reviewed a memo summarizing the joint Finance & Audit Committee meeting held on March 12. Our auditors from Lumsden McCormick presented draft 2025 audited financial statements. The three main points of the presentation were an unmodified (clean) opinion on the financial statements, there were no difficulties in performing the audits or disagreements with management, and there were no material weaknesses or significant deficiencies noted (no management letter comments). The Committee also reviewed and recommend the following items for approval: 2025 Public Authorities Report and 2025 Investment Reports. They reviewed and recommended changes to the Fee Structure Policy and readoption of the Investment & Deposit Policy. The Committee also approved the Finance & Audit Committee Self-Evaluation and reviewed Management's Assessment of the Effectiveness of Internal Controls and Corporate Credit Card usage.

Ms. Profic reviewed the Committee's Self-Evaluation. Each year the Committee completes a self-evaluation, as required by the Committee Charter. Essentially, did the Committee fulfill its duties per the Committee Charter? Comments in the rightmost column give some detail of the Committee activity throughout the year, and there are additional notes provided. In 2025, the Committee officially convened a total of 5 times and fulfilled its duties as documented.

Audited Financial Statements. Ms. Profic reviewed the draft 2025 audited financial statements, required communications, and management letter. Lumsden's required communications with those charged with governance, which documents the auditors' responsibility related to the financial statement audit, there were no changes to the planned scope and timing, a summary of accounting estimates made within the financials, and no difficulties or disagreements with management. Ms. Profic mentioned an unmodified opinion was issued on the statements. Significant estimates for ECIDA include depreciation of capital assets, and valuation of leases receivable/payable and other assets. The management letter noting no significant

deficiencies or material weaknesses. The Representation Letter will be signed once the audit is approved by the board.

As a public authority, the Agency's financial statements are prepared based on Governmental Accounting Standards and include a Management's Discussion and Analysis, which provides a condensed overview of the statements. The balance sheets show total assets of \$36.3M as of December 31, 2025, an increase of \$1.0M from 2024. Most of the Agency's assets are current, with cash and investments being the largest portion at \$14.4M. There was a slight increase in current assets of \$97,000 from 2024, which is due to increases in cash and investments, offset by decreases in affiliate receivables and grants receivable. Ms. Profic notes that of the cash & investment balance, \$7.0M was unrestricted. Noncurrent Assets decreased \$1.1M from 2024. Restricted cash and investments decreased \$735,000, which directly correlates to the decrease in funds held on behalf of others under Noncurrent Liabilities. The largest reason for the decrease in Current Liabilities is the Unearned Revenue as we recognize revenue related to grants awarded. Funds held on behalf of others at \$10.5M is a decrease of \$774,000 from 2024.

The Agency's net position is allocated into three categories: net investment in capital assets, restricted, and unrestricted. Total net position increased from \$20.0M in 2024 to \$20.6M in 2025, due to an increase in unrestricted net assets. The statements of revenues, expenses and changes in net position (income statements) shows how we arrived at the decrease in net position. 2025 Operating revenues were \$3.6M, due mostly to \$2.7M of administrative fee revenue, which surpassed our administrative fee budget of \$1.8M. Operating expenses went up slightly in 2025 to \$3.2M. Salaries and benefits increased 6% overall as a result of salary adjustments, performance incentives, and an additional employee hired late in the year. General and administrative expenses decreased \$29,000 (5%) due to a shift in certain costs related to ILDC owned properties to that entity and a reduction in phone and internet costs. Before special project grants, there was operating income of \$376,000. Special project grants netted to \$237,000 of expense in 2025, and non-operating revenue of \$489,000 increased the change in net position to \$628,000. [If we were to take the non-cash expenses out of the calculation would lead to net income of \$900,331.] The cash flow statements detail the changes in cash from year to year. Overall cash increased \$521,000 in 2025. The remainder of the financials are the notes, and also supplementary information. The balance sheet and income statement are broken out between the general and UDAG funds. These drafts were reviewed and discussed in detail with the Finance & Audit Committee on March 12, and they recommended approval to the Board.

Ms. St. Jean Tard moved and Mr. Inglut seconded to approve of the audited financial statements. Ms. McDuffie called for the vote and the audited financial statements were unanimously approved.

2025 Investment Report. Ms. Profic stated this report is required by Public Authorities Law and includes ECIDA's investment guidelines, the results of our annual audit of these guidelines, and detail of investment income and fees for the year. Most cash and investment accounts are held on behalf of others and restricted for the purposes listed. \$825,000 of interest income was earned on these accounts during 2025, and no fees were paid. This report was reviewed by the Finance & Audit Committee at their March 12 meeting and recommended to the Board for approval.

Ms. Gallagher moved and Mr. Nellis seconded to approve of the 2025 Investment Report. Ms. McDuffie then called for the vote and the 2025 Investment Report was unanimously approved.

Governance Committee Update: Ms. McDuffie provided the Board members with an update on the most recent Governance Committee meeting, including a review of the Board members evaluation survey. Mr. Cappellino also noted the Governance Committee discussed considerations related to use of “abstention” by board members impacting voting and participation in voting, noting the committee discussed whether to establish a policy related to same, and confirmed the committee ultimately tabled the item. McDuffie directed that the report be received and filed.

2026 Tax Incentives Induced. Mr. Cappellino provided this report to Board members. Ms. McDuffie directed that the report be received and filed.

Approval of Board Certification of Loan Administration Plan-CARES ACT RLF. Mr. Manhard provide the background. Mr. Emminger thanked Mr. Manhard and staff for their excellent work in with respect to managing the Loan Fund. Mr. Emminger then moved and Ms. St. Jean Tard seconded to approve of the Loan Administration Plan-CARES ACT RLF. Ms. McDuffie then called for the vote and the following resolution was unanimously approved.

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY
(THE “AGENCY”) IN CONNECTION WITH AN ANNUAL CERTIFICATION TO
BE MADE UNDER THE STANDARD TERMS AND CONDITIONS AND
ADMINISTRATIVE MANUAL REQUIREMENTS OF THE FEDERAL ECONOMIC
DEVELOPMENT ADMINISTRATION

ANNUAL REPORTS & POLICIES

2025 Mission Statement, Performance Measures and Results. Ms. O’Keefe reviewed the 2025 Mission Statement, Performance Measures and Results. This statement and measures were reviewed by the Governance Committee at their meeting on March 18th and has been recommended to the Board for approval.

2026 Mission Statement and Performance Measures. Ms. O’Keefe reviewed the 2026 Mission Statement and Performance Measures, This statement and performance measures were reviewed by the Governance Committee at their meeting on March 18th and has been recommended to the Board for approval.

Mr. Poloncarz moved and Mr. Blue seconded to approve of the 2025 Mission Statement, Performance Measures and Results and the 2026 Mission Statement and Performance Measures. Ms. McDuffie called for the vote and the motion was unanimously approved.

2025 Public Authorities Report. Ms. Profic reviewed the 2025 Public Authorities Report. As a Public Authority of the State of New York, ECIDA and its affiliates are required to comply with the NYS Public Authorities Law and submit a comprehensive annual report including information on several topics. Several of the items are covered by other documents, like the

operations and accomplishments and financial statements, which are noted throughout the document. Many of the items included are standard from year to year and are also approved or re-adopted by the Board annually. A section of the Report was updated for 2025 to update the progress at ILDC-owned properties, RDC's lending activity, and overall ECIDA project activity. Attachments include the Mission Statement & Performance Measurements, outstanding bond information, salary & benefit information, projects undertaken by each entity, our Property Report, Board Member attendance, and the Procurement Reports for each entity. Once approved, certification will be signed and the report will be posted to our website. This report was reviewed by the Finance & Audit Committee at their meeting on March 12 and Governance Committee at their meeting on March 18 and has been recommended to the Board for approval.

Ms. Gallagher moved and Mr. Poloncarz seconded to approve of the 2025 Public Authorities Report. Ms. McDuffie called for the vote and the motion was unanimously approved.

RE-ADOPT POLICIES AND CHARTERS

Fee Structure Policy. Ms. Profic reviewed the updated Administrative Fee schedule for ECIDA and ILDC. Management is recommending some updates from the previous schedule, which has been unchanged for at least ten years. The areas that are being updated with this version are: (1) Application fee of \$1,500, this is an increase from \$1,000, which has been unchanged since at least 2012 from reviewed fee records. The average cost to publish a notice of public hearing has increased to over \$1,300 since 2024. ECIDA is required to publish notices in The Buffalo News. (2) Timing of due dates for projects that receive PILOTS are tied to issuance of sales tax letter and project completion. Additional flexibility for large project fees. (3) sales & mortgage tax only projects, the fee is due upon issuance of Project Agreement. (Previously spread out over two payments, timing of sales tax letter and mortgage closing are typically very close.). This amended Policy was reviewed with Finance & Audit Committee at their meeting on March 12 and has been recommended to the Board for approval.

Mr. Nowak moved and Ms. St. Jean Tard seconded to approve of the Fee Structure Policy. Ms. McDuffie called for the vote and the motion was unanimously approved.

Required Re-Adoptions. The following policies are required to be re-adopted on an annual basis: the Investment and Deposit Policy, Procurement Policy, and Property Disposition Guidelines, and all are being presented with no proposed changes. Each year Harris Beach Murtha reviews all of our policies for pertinent updates, and there were no required or recommended updates. These three policies were reviewed with either the Governance or Finance & Audit Committee and recommended to the Board for approval.

Mr. Nellis moved and Mr. Blue seconded to approve of the re-adoption of Investment and Deposit Policy, Procurement Policy, and Property Disposition Guidelines. Ms. McDuffie called for the vote and the resolution was unanimously approved.

MANAGEMENT TEAM REPORT

Mr. Cappellino reviewed the 2025 Year in Review which highlights the activities of the Agency. Mr. Cappellino thanked Agency staff for all of their excellent work over the past year and gave special thanks to Ms. McPherson for all her excellent work in putting together this year's report. Mr. Cappellino also thanked Agency staff for their efforts in putting together all of the reporting materials, for organizing all of the committee meetings and approvals to make sure that we are able to comply with our reporting requirements and meet the filings deadlines.

Mr. Cappellino made an announcement that Ms. O'Keefe will be retiring after 18 years of service at the end of the month. While we are happy for her, we will miss her leadership, expertise and friendship. Ms. O'Keefe started working at the Agency in 2008 as a business development officer where she excelled at client relationships and with helping companies access our incentive, lending and partner services. Through the years she became Vice President of Operations and a valued member of the leadership team. Mr. Cappellino made a personal note that he will miss her guidance, expertise and dedication to getting the job done. Her guidance and leadership as a member of the management team will be missed greatly, and he will miss her friendship.

There being no further business to discuss, Ms. McDuffie adjourned the meeting of the Agency at 12:55 p.m.

Dated: March 25, 2026


Carrie Hocieniec, Assistant Secretary