

**MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF DIRECTORS
OF THE
BUFFALO AND ERIE COUNTY
INDUSTRIAL LAND DEVELOPMENT CORPORATION
(ILDC)**

DATE AND PLACE: October 31, 2017, at the Erie County Industrial Development Agency, 95 Perry Street, 5th Floor ESD Conference Room, Buffalo, New York 14203

PRESENT: Hon. Byron W. Brown, Richard Lipsitz, Jr., Hon. Joseph C. Lorigo, Hon. John Mills, John J. Mudie, Hon. Mark C. Poloncarz and Maria Whyte

EXCUSED: None.

OTHERS PRESENT: Steve Weathers, Chief Executive Officer; John Cappellino, Executive Vice President, Karen M. Fiala, Assistant Treasurer; Lori Szewczyk, Director of Grants; and Robert G. Murray, Secretary

GUESTS: Andrew Federick, Erie County Senior Economic Development Specialist

There being a quorum present at 10:08 a.m., the special meeting of the Board of Directors of the ILDC was called to order by Mr. Poloncarz.

MINUTES

Upon motion made by Mr. Lorigo, and seconded by Ms. Whyte, the September 27, 2017 minutes of the Board of Directors of the Buffalo and Erie County Industrial Land Development Corporation (“ILDC”) meeting were unanimously approved.

REPORTS / ACTION ITEMS / INFORMATION ITEMS

Financial Report. Mr. Weathers presented the September 2017 Financial Report and noted that the ILDC finished the month with an increase in total assets due to the acquisition of another phase of land purchased at the Bethlehem Steel site. Mr. Weathers commented that there was minimal operating revenue and expenses but grant income from the ECIDA in the amount of approximately \$2 million was received resulting in net income of just under \$2 million for the month. Professional services fees for September were again related to legal costs associated with the Bethlehem Steel land acquisition. The year-to-date income statement shows net income of approximately \$4.5 million so far in 2017. Mr. Poloncarz directed that the report be received and filed.

Approval of 2018 Operating Budget. Mr. Weathers reviewed the ILDC's draft budget for 2018 and commented that no changes have been made since the budget was last presented to ILDC board members at its September 27, 2017 meeting. Mr. Lipsitz moved and Ms. Whyte seconded to approve of the proposed 2018 Operating Budget and Three Year Forecast. Mr. Poloncarz called for the vote and the budget was then unanimously approved.

At this point in time, Mr. Brown joined the meeting.

ILDC Tax Exempt Bonds 2016/2017. Ms. Fiala reviewed ILDC tax exempt bond closings with board members. Mr. Poloncarz directed that the report be received and filed.

Approval of Resolution to Enter into EDA Contract. Ms. Szyewczyk reviewed the U.S. Department of Commerce Economic Development Administration ("EDA") grant award in the amount of \$362,500 that the ILDC has received to assist with funding the infrastructure and utility master plan related to the Bethlehem Steel property. Ms. Szyewczyk stated that the ILDC board members must resolve to accept the EDA grant and agree to appropriate a local match expenditure in the amount of \$362,500 as so required by EDA as a condition of receipt of the grant. Ms. Szyewczyk then commented that the ILDC is in the process of securing additional grant awards from other third-party sources for the local match component and has already secured \$30,000 from National Fuel towards this effort.

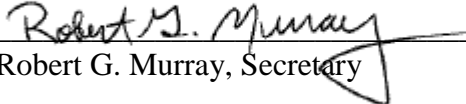
Ms. Whyte thanked Ms. Szyewczyk for her good work in securing the EDA grant and confirmed that planning efforts will be key to securing the highest and best use of the Bethlehem Steel property.

Ms. Whyte then moved and Mr. Mudie seconded to approve of the grant award. Mr. Poloncarz called for the vote and the following resolution was unanimously approved:

RESOLUTION OF THE BUFFALO AND ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORPORATION ("ILDC") AUTHORIZING THE ILDC TO ENTER INTO A CERTAIN FINANCIAL ASSISTANCE AWARD AGREEMENT WITH THE U.S. DEPARTMENT OF COMMERCE ECONOMIC DEVELOPMENT ADMINISTRATION ("EDA") TO FUND THE INFRASTRUCTURE/UTILITY MASTER PLAN AND PLANNING PROCESS RELATED THERETO WITH RESPECT TO THE FORMER BETHLEHEM STEEL PROPERTY NOW OWNED OR TO BE OWNED BY THE ILDC AND LOCATED IN LACKAWANNA, NEW YORK

There being no further business to discuss, Mr. Poloncarz adjourned the meeting at 10:17 a.m.

Dated: October 31, 2017


Robert G. Murray, Secretary