



**Thursday November 1, 2018**  
**Upstate MedTech Centre – Innovation Zone**  
**4:00 PM**

### **GGLDC MINUTES**

#### **Attendance**

Board Members: T. Felton, D. Cunningham, P. Battaglia (Video Conference), S. Noble-Moag, G. Torrey, T. Bender  
 Staff: S. Hyde, M. Masse, L. Farrell, E. Richardson, P. Kennett, C. Suozzi, J. Krencik  
 Guests: M. Gray (GCEDC Board Member), A. Young (GCEDC Board Member), A. Vanderhoof (GCEDC Board Member), B. Quinn (Daily News)  
 Absent: C. Yunker, M. Wiater

#### **1.0 Call to Order**

T. Felton called the meeting to order at 5:02 p.m. in the Upstate MedTech Centre Innovation Zone conference room.

#### **2.0 Chairman's Report and Activities**

##### **2.1 Upcoming Meetings:**

**Next Scheduled Board Meeting: Thursday, Thursday December 6<sup>th</sup> at 4:00 p.m.**

Audit & Finance Committee Meeting: Tuesday December 4<sup>th</sup> at 8:30 a.m.

**Board Meeting: Thursday, December 20<sup>th</sup> at 4pm**

##### **2.2 Agenda Additions/Deletions/Other Business –**

**T. Felton made a motion to add item 4.18 Chamber Loan Fund Acquisition to the agenda and remove item 4.11 MedTech Centre Cleaning Services Renewal from the agenda; the motion was seconded by D. Cunningham. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

##### **2.3 Minutes: September 6, 2018**

**S. Noble-Moag made a motion to approve the September 6, 2018 meeting minutes as presented; the motion was seconded by D. Cunningham. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

The item was approved as presented.

### 3.0 Report of Management

3.1 Nothing at this time.

### 4.0 Audit & Finance Committee

**4.1 August 2018 Financial Statements** - L. Farrell reviewed the August 2018 Financial Statements with the Board and noted the following:

- Most of the unrestricted cash consists of MedTech Centre funds. Of the approx. \$2M in cash, only approx. \$290K is unrestricted.
- Accounts Payable includes the Economic Development Program Support Grant and the MedTech Centre Property Management due to the GCEDC.
- Profit and Loss Statement consists mostly of MedTech Centre Activity.
- All other expenditures are in line with the budget except as noted.

This is recommended by the Committee.

**D. Cunningham made a motion to approve the August 2018 Financial Statements as presented; the motion was seconded by T. Bender. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

The item was approved as presented.

**4.2 Land Lease Rates** – M. Masse reminded the Board that the GGLDC saves money by not having to pay for bush hogging and that farming also helps to eliminate the progression of wetlands. It is suggested that the land lease rates for 2019 remain the same as the prior year.

This is recommended by the Committee.

**D. Cunningham made a motion to approve the 2019 Land Lease Rates as presented; the motion was seconded by G. Torrey. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |

|             |     |             |        |
|-------------|-----|-------------|--------|
| T. Bender - | Yes | C. Yunker - | Absent |
| G. Torrey - | Yes | M. Wiater - | Absent |

**The item was approved as presented.**

**4.3 Water Line Dedication to the Town of Batavia – Gateway II** – The GGLDC is seeking to dedicate a newly constructed water line to the Town of Batavia. The water was constructed from Route 98 to the existing stub within the Gateway II Corporate Park. The Town of Batavia has previously accepted dedication of the existing water line.

This is recommended by the Committee.

**D. Cunningham made a motion to approve the Water Line Dedication to the Town of Batavia at Gateway II as presented; the motion was seconded by S. Noble-Moag. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

**4.4 Roadway Dedication to Genesee County – Gateway II** - The GGLDC is completing the work for the construction of the roadway connecting Route 98 to the completed Call Parkway inside of Gateway II Corporate Park. The GGLDC would like to dedicate this portion of the roadway to Genesee County upon completion. The initial part of Call Parkway from Saile Drive to the turn were previously dedicated to Genesee County. The dedication is contingent upon the County Highway Superintendent's inspection and NYSDOT inspection.

This is recommended by the Committee.

**D. Cunningham made a motion to approve the Roadway Dedication to Genesee County at Gateway II as presented; the motion was seconded by T. Bender. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

**4.5 Easement with National Fuel – Gateway II** – The GGLDC has received a request from National Fuel asking the GGLDC to grant them an easement on the property where the Gateway GS building is being built within the Gateway II Corporate Park where they will install a gas line. The easement has been reviewed by Harris Beach. Harris Beach recommends that we receive a copy of their insurance certificate to make sure they meet our requirements.

This is recommended by the Committee.

**D. Cunningham made a motion to approve the Easement with National Fuel at Gateway II as presented; the motion was seconded by G. Torrey. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

**4.6 Easement with National Grid – Gateway II** – The GGLDC has received a request from National Grid asking the GGLDC to grant them an easement on the property where the Gateway GS building is being built within the Gateway II Corporate Park where they will install an underground electric line. The easement has been reviewed by Harris Beach. Harris Beach recommends that we receive a copy of their insurance certificate to make sure they meet our requirements. The GGLDC has checked with the Gateway GS development and this easement fits in with their project as it will transfer with the land upon sale.

This is recommended by the Committee.

**D. Cunningham made a motion to approve the Easement with National Grid at Gateway II as presented; the motion was seconded by G. Torrey. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

**4.7 September 2018 Financial Statements** – L. Farrell reviewed the September 2018 Financial Statements with the Board and noted the following:

- Most of the unrestricted cash consists of MedTech Centre funds. Of the approx. \$2M in cash, only approx. \$305K is unrestricted.
- Accounts Payable includes the Economic Development Program Support Grant and the MedTech Centre Property Management due to the GCEDC.
- Profit and Loss Statement consists mostly of MedTech Centre Activity.
- All other expenditures are in line with the budget except as noted.

This is recommended by the Committee.

**D. Cunningham made a motion to approve the September 2018 Financial Statements as presented; the motion was seconded by T. Bender. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |

G. Torrey - Yes                      M. Wiater - Absent

**The item was approved as presented.**

**4.8 GGLDC 2019 Budget** – L. Farrell presented the cash budgets to the Board for review. The following was noted:

- As of 12/31/18 it is anticipated that the GGLDC will have approx. \$2.1M in the bank, of which approx. \$212K are unrestricted MedTech Centre funds.
- Professional Services for grant consulting total \$25K of which \$10K will be reimbursed by OCR grants and \$15K could be unreimbursable.
- \$205K Empire Pipeline CBA is used to pay debt service on the Ag Park Bond through 2019. Starting in 2020, the funds will be redirected to support STAMP Infrastructure in the GCEDC.
- BETP will receive \$93K CBA funds related to Darien Lake annually until 2027.
- Insurance expenses are estimated to increase by 6%. Strategic funds can be used for these expenses.
- \$10K is included for a path / driveway to the back parcel of the Buffalo East Tech Park.
- \$300K Economic Development Program Support Grant to the GCEDC.
- \$897K NYSDOT Rail grant is included as a pass-through grant supporting a Genesee Valley Transportation project.
- No land sales have been included to be conservative.
- All Strategic Investment Funds were moved to the Operating Fund to simplify interfund transfers.
- Changed the loan repayment projects accounting for PW Minor's prepayment of their loan balances in 2018.

The budget has been reviewed by the Committee at two different meetings and is being recommended for approval.

**D. Cunningham made a motion to approve the GGLDC 2019 Budget; the motion was seconded by P. Battaglia. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

**4.9 GGLDC 1+3 Budget** – L. Farrell reviewed the 1+3 accrual budget with the Board. It was noted that most line items show a 3% increase year over year unless highlighted. The highlighted line items are those that could be estimated more accurately based upon additional information that is available.

This is simply a forecast and not a formal approval of the budgets for years 2020-2022. This information will be entered into PARIS (Public Authorities Reporting Information System).

This is recommended by the Committee.

**D. Cunningham made a motion to approve the GGLDC 1+3 Budget; the motion was seconded by P. Battaglia. Roll call resulted as follows:**

|             |     |                 |     |
|-------------|-----|-----------------|-----|
| T. Felton - | Yes | S. Noble-Moag - | Yes |
|-------------|-----|-----------------|-----|

|                 |     |                |                        |
|-----------------|-----|----------------|------------------------|
| D. Cunningham - | Yes | P. Battaglia - | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -    | Absent                 |
| G. Torrey -     | Yes | M. Wiater -    | Absent                 |

**The item was approved as presented.**

**4.10 GCEDC Economic Development Program Support Grant** – L. Farrell shared that the GGLDC has included \$300,000 per year for the Economic Development Program Support Grant through 2021 as a placeholder on the Strategic Investment Funds Analysis that is reviewed quarterly by the Audit & Finance Committee.

This amount is included on the GCEDC and GGLDC's 2019 Budgets.

This is recommended by the Committee.

**D. Cunningham made a motion to; the motion was seconded by G. Torrey. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

**4.11 MedTech Centre Cleaning Services Renewal** – This item was removed from the agenda.

**4.12 Auditor Selection** – L. Farrell presented an engagement letter from Mostert, Manzanero & Scott, LLC for \$11,200; this is the same rate as last year's services.

This is recommended by the Committee.

**D. Cunningham made a motion to approve signing the engagement letter with Mostert, Manzanero & Scott, LLC for auditing services, not to exceed \$11,200; the motion was seconded by T. Bender. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

**4.13 Genesee County Mowing Contract** – M. Masse shared that the GGLDC received a proposal for mowing of the stormwater ponds and vacant land at Gateway II, MedTech Park, and Ag park for 2019. The proposal amount is from the same vendor as last year and the price has not been increased (it remains at \$11,050) and is included in the 2019 GGLDC budget. Once the land at Gateway II is sold, M. Masse would like to reallocate those funds to cover other brush hogging and mowing expenses that may be needed.

This is recommended by the Committee.

**D. Cunningham made a motion to approve the contract with Genesee County for 2019 mowing services, not to exceed \$11,050; the motion was seconded by T. Bender. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

**4.14 Yancey's Fancy Loan Re-Approval** – M. Masse shared that a loan to Yancey's Fancy was approved in January of 2017. The project scope has since been modified, therefore we are bringing this forward to approve the revision. The loan will be for up to \$234,000 from RLF #2. Yancey's Fancy also has other outstanding loans with the GGLDC that they would like to consolidate into one loan along with the new funds, as approved previously. The consolidated loan would bear an interest rate of 3%, with a five-year amortization. As this loan request was originally approved last year, prior to the loan policy change, the interest rate will remain at 3% for the life of the loan, and not be re-amortized on a yearly basis. The loan request is greater than what the policy for this loan fund allows, however, this loan will close out the loan fund in its entirety, so this will be a one-time exception.

The Committee recommends approval of a total consolidated loan of up to \$340,000 to Yancey's Fancy.

**D. Cunningham made a motion to approve a loan up to \$340,000 to Yancey's Fancy (or any of its affiliates) with terms as presented; the motion was seconded by S. Noble-Moag. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

**4.15 Purchase and Sale Agreement – Gateway II – Mega Properties, Inc.** - Mega Properties, Inc., (the owner of Koolatron at Gateway I) is seeking to purchase land at Gateway II. The company would like to begin construction in the Spring of 2019 on a 60,000 sq. ft. facility. The GGLDC has a signed Purchase and Sale Agreement (PSA) for \$45,000 per acre on approximately 8.8 buildable acres. Total acres are estimated around 22.2 acres with 13.4 acres being wetlands and unbuildable. Total purchase price for the approx. 22.2 acres is \$396,000.

This agreement has been reviewed by Harris Beach and is being recommended for approval by the Committee.

**D. Cunningham made a motion to approve the Purchase and Sale Agreement with Mega Properties, Inc. (or any of its affiliates) as presented, along with the expenditure of necessary Agency funds to cover legal and closing costs; the motion was seconded by G. Torrey. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

**4.16 Purchase and Sale Agreement – Gateway II – Wellsville Carpet Town, Inc.** - Wellsville Carpet Town, Inc., is seeking to purchase land at Gateway II. The company is planning to build a 15,000-20,000 sq. ft. facility for an outlet center. The GGLDC has proposed a Purchase Sales Agreement (PSA) for \$45,000 per acre on approximately 2.9 acres.

This agreement has been reviewed by Harris Beach and is being recommended for approval by the Committee.

**D. Cunningham made a motion to approve the Purchase and Sale Agreement with Wellsville Carpet Town, Inc. (or any of its affiliates) as presented, along with the expenditure of necessary Agency funds to cover legal and closing costs; the motion was seconded by T. Bender. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

**The item was approved as presented.**

**4.17 Land Sale Commission Agreement –** M. Masse shared that Steve Blake with CBRE-Buffalo (a commercial real estate broker) has brought the Agency a potential project and in order to have a level playing field for all locations involved, and to assist in establishing pricing, CBRE has sent over their commission agreement. The agreement is for a 10% commission to be paid out of the gross land sale proceeds at closing. This document is required to be signed before CBRE's client is willing to continue working with the Agency on determining a site for their project.

This is recommended by the Committee.

**D. Cunningham made a motion to approve a land sale commission agreement with CBRE as described; the motion was seconded by S. Noble-Moag. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |



The item was approved as presented.

**4.18 Chamber Loan Fund Acquisition** - M. Masse shared that the Genesee County Chamber of Commerce has a loan fund with Office of Community Renewal (OCR) funds that were awarded through Genesee County. OCR has recently determined that any Program Income (repayments on loans that have not gone through a defederalization process utilizing a 501 (c) (3) organization) be returned to OCR by March 31, 2019. In an effort to keep these funds in Genesee County, the Chamber/County are making a proposal to the GGLDC to acquire the outstanding loan portfolio at a discounted rate.

This is recommended by the Committee.

**D. Cunningham made a motion to approve acquiring the Chamber’s loan portfolio for an amount (net of loan transfer costs) not to exceed \$14,000, contingent upon the proposal receiving OCR approval and the transfer documents being reviewed by the Agency’s legal counsel; the motion was seconded by S. Noble-Moag. Roll call resulted as follows:**

|                 |     |                 |                        |
|-----------------|-----|-----------------|------------------------|
| T. Felton -     | Yes | S. Noble-Moag - | Yes                    |
| D. Cunningham - | Yes | P. Battaglia -  | Yes (Video Conference) |
| T. Bender -     | Yes | C. Yunker -     | Absent                 |
| G. Torrey -     | Yes | M. Wiater -     | Absent                 |

The item was approved as presented.

**5.0 Governance & Nominating Committee**

**5.1 Noting at this time.**

**6.0 Other Business**

**6.1 Nothing at this time.**

**7.0 Adjournment**

As there was no further business, S. Noble-Moag made a motion to adjourn at 5:27 p.m., which was seconded by D. Cunningham and passed unanimously.