



Meeting Agenda – Audit and Finance Committee

Genesee Gateway Local Development Corp

Tuesday, October 24, 2023 – 8:30 a.m.

Location: 99 MedTech Drive, Innovation Zone

Page #	Topic	Discussion Leader	Desired Outcome
	1. Call to Order – Enter Public Session	D. Cunningham	
	2. Chairman’s Report & Activities	D. Cunningham	
2-6	2a. Agenda Additions / Other Business 2b. Minutes: October 5, 2023		
	3. Discussions / Official Recommendations to the Board:		
7-12	3a. September 2023 Financial Statements	L. Farrell	Disc / Vote
13	3b. GGLDC 2024 Budget	L. Farrell	Disc / Vote
14-16	3c. GGLDC 1+3 Budget	L. Farrell	Disc / Vote
	3d. GCEDC Economic Development Support Grant	L. Farrell	Disc / Vote
17-19	3e. Strategic Investment Updates	L. Farrell	Discussion
20-21	3f. 2024 General Cleaning Services	L. Farrell	Disc / Vote
22	3g. Commercial Cleaning Services Additional 2023 Services	L. Farrell	Disc / Vote
23-31	3h. 12/31/23 Audit Services	L. Farrell	Disc / Vote
	4. Adjournment	D. Cunningham	

GGLDC Audit & Finance Committee Meeting

Thursday, October 5, 2023

Location – 99 MedTech Drive, Innovation Zone

3:00 p.m.

MINUTES

ATTENDANCE

Committee Members: J. Tretter, M. Brooks, P. Battaglia,
Staff: L. Farrell, M. Masse, J. Krencik, S. Hyde, P. Kennett, L. Casey, E. Finch, C.
Suozzi
Guests: P. Zeliff (GCEDC/GGLDC Board Member), T. Schneider (Town of Pembroke
Supervisor)
Absent: D. Cunningham

1. CALL TO ORDER / ENTER PUBLIC SESSION

P. Battaglia called the meeting to order at 3:01 p.m. in the Innovation Zone.

2. CHAIRMAN'S REPORT & ACTIVITIES

2a. Agenda Additions / Other Business – Nothing at this time.

2b. Minutes: September 5, 2023

J. Tretter made a motion to recommend approval of the September 5, 2023 minutes; the motion was seconded by M. Brooks. Roll call resulted as follows:

J. Tretter - Yes
P. Battaglia - Yes
M. Brooks - Yes
D. Cunningham – Absent

The item was approved as presented.

3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD:

3a. August 2023 Financial Statements - L. Farrell reviewed with the Committee the significant items of the August 2023 long form financial statements.

- There aren't many significant changes to the balance sheet from last month.
- Accounts payable increased for the monthly accrual amounts for the MedTech Centre Property Management Fee and Economic Development Support Grant that is paid to the EDC quarterly.

DRAFT

- In the operating fund, we collected two \$25,000 payments from RPNY Solar 6 and RPNY Solar 7 projects. The grant payments from these solar projects support workforce development initiatives and the overall economic development program.
- We should be at 67% of budget. Most line items are within budget, except for insurance, which is known to be over budget and approved by the Board.

M. Brooks made a motion to recommend to the full Board the approval of the August 2023 Financial Statements as presented; the motion was seconded by J. Tretter. Roll call resulted as follows:

J. Tretter - Yes
P. Battaglia - Yes
M. Brooks - Yes
D. Cunningham - Absent

The item was approved as presented.

3b. GGLDC Budget Timeline – The 2024 Budget is due to the ABO and OSC by November 1, 2023. L. Farrell reviewed the timeline to emphasize the need for a quorum at the October 26th Board meeting. L. Farrell requested that Board members notify staff of any potential conflicts as soon as possible. P. Battaglia stated that he may have a potential conflict.

3c. GGLDC 2024 Budget Assumptions – L. Farrell presented the cash projections through the end of 2023 and 2024 cash budgets to the Committee. For the GGLDC, the cash budget is completed first. It is then converted to accrual basis. The Authorities Budget Office requires the accrual basis budget to be entered into PARIS.

Some of the significant items noted on the September 1 – December 31, 2023 Cash Projection are as follows:

- The Genesee CARES grant will be closed out.
- Line 68 includes grant expense of \$135,000, which is pending approval from the Board. The GGLDC would like to transfer \$135,000 to the STAMP Sewer Works, Inc. to cover potential legal expenses related to the easements for the force main.
- Line 69 includes grant expense of \$100,000 for the Batavia Home Fund.
- At the end of 2023, including the GAB, LLC, it is anticipated that there will be approximately \$6.2M of cash on hand, which includes \$3M in strategic investments, \$700K unrestricted and the balance restricted for various purposes.

L. Farrell then reviewed the 2024 budget information for each fund in detail with the Committee. The significant items discussed are outlined in the comments section for each cash budget, included with Committee meeting materials.

Also included with the budget materials was a worksheet for MedTech Centre expenses. L. Farrell noted that \$60,000 for conversion to LED lighting was included in the 2024 budget. However, L. Farrell stated that this number is likely to change before the budget is approved at the next meeting because we received a building report from Clark Patterson Lee (CPL) after board materials were distributed. The

DRAFT

Committee previously recommended that a third party, as opposed to a HVAC provider, deliver a report on the expected life of HVAC units at MedTech Centre. Based on a 15-year standard life, CPL reported that the HVAC units have 2-years or less of useful life. M. Masse emphasized that this report is not based on a physical inspection and the units could operate for another 2 years, 5 years or 10 years. The total replacement value for the 15 roof top units as well as the control panel is \$700,000. Consequently, a more comprehensive plan will be reviewed with the Committee later for the conversion to LED lighting and HVAC system.

L. Farrell asked Committee members to contact her if they have any other suggestions or questions regarding the drafted budget. A final version of the 2024 cash budget, along with the accrual budget, will be brought forward at the next Audit & Finance Committee meeting for approval. Any changes made to the budget assumptions will be reviewed in detail at that time.

P. Zeliff joined the meeting at 3:23 p.m.

T. Schneider joined the meeting at 3:33 p.m.

3d. Auditor Selection – Last year the GCEDC and its affiliated entities issued a joint Request for Proposals (RFP) for Professional Auditing Services. The RFP requested services for three audit years from January 1, 2022 to December 31, 2024, with an option of contracting for an additional two years (2025-2026). The Board approved a 3-year engagement with Mostert, Manzanero & Scott, LLP. L. Farrell noted that the fee for 2023 audit services will increase from \$10,000 to \$10,300. She contacted Mostert, Manzanero & Scott, LLP for an engagement letter for 2023 audit services.

3e. Insurance Renewal - Staff met with J. Teresi from Tompkins Insurance to discuss the January 1, 2024 insurance renewal for General Liability and Umbrella Coverage. Selective is still interested in carrying us. However, J. Teresi is looking into alternative markets. He believes that Selective will still be the best option. Last year, with the increased development of the STAMP site, a change in land classification was made that increased the cost of insurance. Quotes are anticipated to again reflect this risk exposure.

3f. Land Lease Rates - M. Masse presented the proposed schedule for the land lease rates that were included with the meeting materials.

Location	Term	Rate/Acre
Agri-Business Park	One year	\$ 110.00
MedTech Centre	One year	\$ 70.00

Fund commitment: None.

M. Brooks made a motion to recommend to the full Board the approval of the Land Lease Rates pending review and approval by our agricultural experts on the Board; the motion was seconded by J. Tretter. Roll call resulted as follows:

J. Tretter - Yes
P. Battaglia - Yes
M. Brooks - Yes

D. Cunningham – Absent

The item was approved as presented.

3g. Host Agreement with Atlas Copco - Atlas Copco USA Holdings Inc. is looking to construct a 240,000 square foot dry vacuum pump manufacturing facility at the STAMP site. In connection with that development, Atlas Copco USA Holdings Inc. is seeking to enter into a Host Community Investment Agreement with the GGLDC. The revenues paid by the Company to the Corporation, which shall be utilized at the sole and absolute discretion of the Corporation, are to be provided (i) to facilitate future development and public infrastructure improvements within Genesee County related to the STAMP site; (ii) as a source of funding for prospective costs and expenses associated with and related to anticipated transportation corporation services and additional infrastructural improvements to be provided as a result of the STAMP needs in Genesee County; (iii) debt service and (iv) other economic development purposes.

Fund Commitment: None.

Committee Action Request: Recommend approval and execution of the Host Community Investment Agreement with Atlas Copco USA Holdings Inc.

J. Tretter made a motion to recommend approval of the Host Agreement with Atlas Copco; the motion was seconded by M. Brooks. Roll call resulted as follows:

- J. Tretter - Yes
- P. Battaglia - Yes
- M. Brooks - Yes
- D. Cunningham – Absent

The item was approved as presented.

3h. Transfer Funds to STAMP Sewer Works, Inc. - The GGLDC receives funds under Host Community Investment Agreements from projects at the STAMP site. The GGLDC would like to transfer \$135,000 to the STAMP Sewer Works, Inc. to cover potential legal expenses related to the easements for the force main.

Fund Commitment: Transfer \$135,000 to the STAMP Sewer Works, Inc. from the payments received under Host Community Investment Agreements from projects at the STAMP site.

Board Action Request: Recommend approval of transfer of funds as listed above.

J. Tretter made a motion to recommend to the full Board the approval to transfer \$135,000 to the STAMP Sewer Works, Inc. as specified above; the motion was seconded by M. Brooks. Roll call resulted as follows:

- J. Tretter - Yes
- P. Battaglia - Yes
- M. Brooks - Yes
- D. Cunningham – Absent

26

5

The item was approved as presented.

3i. Workforce Development Fund- Sources and Uses - C. Suozzi reviewed the sources and uses of the 2023 Workforce Development Fund as outlined in the meeting materials. We have paid/scheduled \$35,560 out of \$76,000 that was planned for 2023.

3j. Workforce Development Fund - Refrigeration Equipment – Genesee Valley BOCES was looking to purchase new refrigeration Amatrol equipment to support education for local companies including HVAC and food processing operations. We led the way in assisting the purchase and financing for the refrigeration equipment.

Uses

\$25,000 Equipment

Sources

\$15,000 – Grant from WDI

\$5,000 – Donation from Artic Refrigeration

\$5,000 – GGLDC

Action Request: This equipment was included in the GGLDC budget, and it is recommended by staff to pay the invoice which came in under the \$5,000 budget at \$4,992.08

M. Brooks made a motion to recommend to the full Board the approval of \$4,992.08 to Genesee Valley BOCES for the monetary reimbursement of refrigeration equipment; the motion was seconded by J. Tretter. Roll call resulted as follows:

- J. Tretter - Yes
- P. Battaglia - Yes
- M. Brooks - Yes
- D. Cunningham – Absent

The item was approved as presented.

4. ADJOURNMENT

As there was no further business, J. Tretter made a motion to adjourn at 3:50 p.m., seconded by M. Brooks and passed unanimously.

Genesee Gateway Local Development Corp.
September 2023 Dashboard
Balance Sheet - Accrual Basis

	<u>9/30/23</u>	<u>8/31/23</u>	<u>[Per Audit]</u> <u>12/31/22</u>
ASSETS:			
Cash - Unrestricted	\$ 740,851	\$ 722,740	\$ 628,057
Cash - Restricted (A) (1)	1,690,217	1,601,847	681,869
Cash - Reserved (B)	1,508,103	1,482,935	1,652,599
Cash - Subtotal	3,939,171	3,807,522	2,962,525
Grants Receivable	0	1,268	34,325
Accounts Receivable	9,162	6,232	9,043
Lease Receivable GASB - Current Portion	509,788	509,788	509,788
Loans Receivable - Current Portion	610,011	620,849	426,864
Other Current Assets (2)	17,600	22,717	4,088
Total Current Assets	5,085,732	4,968,376	3,946,633
Land Held for Dev. & Resale	2,182,234	2,182,234	2,182,234
Buildings & Improvements	7,202,120	7,202,120	7,202,120
Furniture, Fixtures & Equipment	46,599	46,599	46,599
Total Property, Plant & Equip.	9,430,953	9,430,953	9,430,953
Less Accumulated Depreciation	<u>(2,493,738)</u>	<u>(2,477,564)</u>	<u>(2,348,163)</u>
Net Property, Plant & Equip.	6,937,215	6,953,389	7,082,790
Lease Receivable GASB - Noncurrent Portion	2,453,344	2,453,344	2,453,344
Loans Receivable - Noncurrent Portion (Net of \$176,545 Allow for Bad Debt at 12/31/22 and \$170,238 at 9/30/23 & 8/31/23)	791,983	797,258	1,156,666
Equity Investment in Genesee Agri-Business, LLC (3)	2,562,240	2,562,240	2,562,240
Other Assets	5,807,567	5,812,842	6,172,250
Total Assets	17,830,514	17,734,607	17,201,673
LIABILITIES:			
Accounts Payable (4)	179,344	65,955	45,963
Unearned Revenue (5)	40,833	41,103	40,934
Security Deposits	109,944	109,944	109,944
Loans Payable - Current Portion	89,146	88,850	86,516
Bonds Payable - Current Portion	156,648	156,464	152,945
Total Current Liabilities	575,915	462,316	436,302
Loans Payable - Noncurrent Portion	2,024,746	2,032,312	2,091,939
Bonds Payable - Noncurrent Portion	2,222,539	2,237,047	2,351,872
Total Noncurrent Liabilities	4,247,285	4,269,359	4,443,811
Total Liabilities	4,823,200	4,731,675	4,880,113
DEFERRED INFLOW OF RESOURCES			
Deferred Inflow - Leases	2,914,240	2,914,240	2,914,240
Total Deferred Inflow of Resources	2,914,240	2,914,240	2,914,240
EQUITY	\$ 10,093,074	\$ 10,088,692	\$ 9,407,320

Significant Events:

1. Cash Restricted - YTD increase due to receipt of first payment under the Plug Power Host Community Investment Agreement (\$900K).
 2. Other Current Assets - Prepaid D&O, Cyber, General Liability and Umbrella insurance.
 3. Equity Investment in Genesee Agri-Business, LLC - Ties to corresponding GAB,LLC financial statements.
 4. Accounts Payable - OCR CARES Grant Draw received in September but not disbursed to grant awardees until October, grant for continuing Economic Development Program Support and MedTech Centre Property Management.
 5. Unearned Revenue - MedTech Centre rent and interest received in advance.
- (A) Restricted = DL Community Benefit Agreement (CBA) Funds, Plug Power Host Community Investment Funds, Security Deposits, USDA Debt Sinking Fund.
- (B) Reserved = OCR loan repayments, Strategic Investment Funds, Economic Development Loan Funds, Batavia Micropolitan Area Redevelopment Loan Funds, Grant Funds.

**Genesee Gateway Local Development Corp.
September 2023 Dashboard
Profit & Loss - Accrual Basis**

	Month to Date		YTD		2023	2023
	9/30/23	9/30/22	2023	2022	Board Approved Budget	YTD % of Budget
Operating Revenues:						
Grants (1)	\$ 82,363	\$ 262,061	\$ 1,495,660	\$ 2,129,368	\$ 922,648	162%
Interest Income on Loans	3,706	1,641	25,493	15,600	15,992	159%
Rent	64,235	62,618	566,203	557,157	751,578	75%
Common Area Fees - Parks	-	-	500	500	500	100%
Fees	-	7,340	4,250	17,320	-	N/A
Other Revenue	125	53	500	1,197	-	N/A
Land Sale Proceeds	-	-	-	304,101	-	N/A
Total Operating Revenues	150,429	333,713	2,092,606	3,025,243	1,690,718	
Operating Expenses:						
Operations & Maintenance	14,339	9,279	138,409	100,647	238,200	58%
Professional Services	51,991	7,537	125,947	108,199	136,146	93%
Econ. Dev. Prog. Support Grant	25,000	25,000	225,000	225,000	300,000	75%
Site Development Expense	-	4,836	-	4,836	474,156	0%
Cost of Sales	-	-	-	383,004	-	N/A
Grant Expense (2)	37,634	536,061	715,703	1,233,361	869,648	82%
Real Estate Dev. (Capitalized)	-	-	-	-	15,000	0%
Buildings/Furniture/Equip. (Capitalized)	-	-	-	-	120,000	0%
Balance Sheet Absorption	-	-	-	-	(135,000)	0%
Depreciation	16,174	16,375	145,575	147,843	194,235	75%
Total Operating Expenses	145,138	599,088	1,350,634	2,202,890	2,212,385	
Operating Revenue (Expense)	5,291	(265,375)	741,972	822,353	(521,667)	
Non-Operating Revenues (Expenses):						
Other Interest Income (3)	11,381	224	58,553	1,846	1,380	4243%
Interest Expense	(12,290)	(13,190)	(114,771)	(121,405)	(152,619)	75%
Total Non-Operating Exp.	(909)	(12,966)	(56,218)	(119,559)	(151,239)	
Change in Net Assets	4,382	(278,341)	685,754	702,794	\$ (672,906)	
Net Assets - Beginning	10,088,692	9,698,584	9,407,320	8,717,449		
Net Assets - Ending	\$ 10,093,074	\$ 9,420,243	\$ 10,093,074	\$ 9,420,243		

Significant Events:

1. Grant Revenue - YTD includes first payment received under Plug Power Host Investment Agreement (\$900K), OCR Grant/Genesee CARES (\$522K) and Workforce Dev/Ec Dev Program Support Grants from solar projects (\$75K).
2. Grant Expense - YTD includes OCR Grant/Genesee CARES funds received and disbursed; Transfers to the STAMP Sewer Works and STAMP Water Works entities to cover start-up costs and legal expenses.
3. Other Interest Income - Interest rates have increased substantially; invested funds into CDs for additional interest.

Genesee Gateway Local Development Corp.
September 2023 Dashboard
Statement of Cash Flows

	September 2023	YTD
CASH PROVIDED BY OPERATING ACTIVITIES:		
Grant Income	\$ 83,631	\$ 1,529,985
Interest Income on Loans	4,456	27,544
Rental Income	60,285	564,159
Common Area Fees - Parks	-	500
Fees	-	4,250
Other Revenue	125	672
Operations & Maintenance	(10,458)	(156,237)
Professional Services	-	(101,283)
Economic Development Program Support Grant	-	(150,000)
Grant Expense	-	(678,069)
Issuance of Loans	-	(200,000)
Repayment of Loans	16,113	381,536
Net Cash Provided By Operating Activities	154,152	1,223,057
CASH FLOWS USED BY CAPITAL & RELATED FINANCING ACTIVITIES:		
Principal Payments on Bonds & Loans	(21,594)	(190,193)
Interest Paid on Bonds & Loans	(12,290)	(114,771)
Net Cash Used By Capital & Related Financing Activities	(33,884)	(304,964)
CASH FLOWS PROVIDED BY INVESTING ACTIVITIES:		
Interest Income	11,381	58,553
Net Cash Provided By Investing Activities	11,381	58,553
Net Change in Cash	131,649	976,646
Cash - Beginning of Period	3,807,522	2,962,525
Cash - End of Period	\$ 3,939,171	\$ 3,939,171
RECONCILIATION OF OPERATING REVENUE		
TO NET CASH PROVIDED BY OPERATING ACTIVITIES:		
Operating Revenue	\$ 5,291	\$ 741,972
Adjustments:		
Depreciation Expense	16,174	145,575
Decrease (Increase) in Grants/Accounts Receivable	(1,662)	34,206
Decrease (Increase) in Other Current Assets	5,117	(13,512)
Decrease in Loans Receivable	16,113	181,536
Increase in Operating Accounts Payable	113,389	133,381
Decrease in Unearned Revenue	(270)	(101)
Total Adjustments	148,861	481,085
Net Cash Provided By Operating Activities	\$ 154,152	\$ 1,223,057

Genesee Gateway Local Development Corp.
September 2023 Dashboard
Balance Sheet - Accrual Basis

	GGLDC		GABLLC		COMBINED	
	9/30/23		9/30/23		9/30/23	Per Audit 12/31/2022
ASSETS:						
Cash - Unrestricted	\$ 740,851	\$ -	\$ -	\$ -	\$ 740,851	\$ 628,057
Cash - Restricted (A)	1,690,217	-	-	-	1,690,217	681,869
Cash - Reserved (B)	1,508,103	2,659,485	-	-	4,167,588	4,231,256
Cash - Subtotal	<u>3,939,171</u>	<u>2,659,485</u>	<u>-</u>	<u>-</u>	<u>6,598,656</u>	<u>5,541,182</u>
Grants Receivable	-	-	-	-	-	34,325
Accts Receivable - Current	9,162	-	-	-	9,162	9,043
Lease Receivable GASB - Current	509,788	13,445	-	-	523,233	523,233
Loans Receivable - Current	610,011	-	-	-	610,011	426,864
Other Current Assets	17,600	-	-	-	17,600	4,088
Total Current Assets	<u>5,085,732</u>	<u>2,672,930</u>	<u>-</u>	<u>-</u>	<u>7,758,662</u>	<u>6,538,735</u>
Land & Improvements	2,182,234	1,339,730	-	-	3,521,964	3,521,964
Buildings & Improvements	7,202,120	-	-	-	7,202,120	7,202,120
Furniture, Fixtures & Equipment	46,599	-	-	-	46,599	46,599
Total Property, Plant & Equip.	<u>9,430,953</u>	<u>1,339,730</u>	<u>-</u>	<u>-</u>	<u>10,770,683</u>	<u>10,770,683</u>
Less Accumulated Depreciation	<u>(2,493,738)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(2,493,738)</u>	<u>(2,348,163)</u>
Net Property, Plant & Equip.	<u>6,937,215</u>	<u>1,339,730</u>	<u>-</u>	<u>-</u>	<u>8,276,945</u>	<u>8,422,520</u>
Lease Receivable GASB - Noncurrent	2,453,344	108,914	-	-	2,562,258	2,562,258
Loans Receivable - Noncurrent	791,983	-	-	-	791,983	1,156,666
Equity Investment in GAB, LLC	2,562,240	-	(2,562,240)	-	-	-
Other Assets	<u>5,807,567</u>	<u>108,914</u>	<u>(2,562,240)</u>	<u>-</u>	<u>3,354,241</u>	<u>3,718,924</u>
TOTAL ASSETS	<u>17,830,514</u>	<u>4,121,574</u>	<u>(2,562,240)</u>	<u>-</u>	<u>19,389,848</u>	<u>18,680,179</u>
LIABILITIES:						
Accounts Payable	179,344	-	-	-	179,344	45,963
Unearned Revenue	40,833	-	-	-	40,833	40,934
Customer Deposit (1)	-	20,000	-	-	20,000	20,000
Security Deposits	109,944	-	-	-	109,944	109,944
Loans Payable - Current Portion	89,146	-	-	-	89,146	86,516
Bonds Payable - Noncurrent Portion	156,648	-	-	-	156,648	152,945
Total Current Liabilities	<u>575,915</u>	<u>20,000</u>	<u>-</u>	<u>-</u>	<u>595,915</u>	<u>456,302</u>
Loans Payable - Noncurrent Portion	2,024,746	-	-	-	2,024,746	2,091,939
Bonds Payable - Noncurrent Portion	2,222,539	-	-	-	2,222,539	2,351,872
Total Noncurrent Liabilities	<u>4,247,285</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>4,247,285</u>	<u>4,443,811</u>
TOTAL LIABILITIES	<u>4,823,200</u>	<u>20,000</u>	<u>-</u>	<u>-</u>	<u>4,843,200</u>	<u>4,900,113</u>
DEFERRED INFLOW OF RESOURCES						
Deferred Inflow - Leases	2,914,240	122,359	-	-	3,036,599	3,036,599
Total Deferred Inflow of Resources	<u>2,914,240</u>	<u>122,359</u>	<u>-</u>	<u>-</u>	<u>3,036,599</u>	<u>3,036,599</u>
EQUITY	<u>\$ 10,093,074</u>	<u>\$ 3,979,215</u>	<u>\$ (2,562,240)</u>	<u>\$ -</u>	<u>\$ 11,510,049</u>	<u>\$ 10,743,467</u>

Significant Events:

1. Customer Deposit GABLLC YTD - CH4Biogas.

(A) Restricted = DL Community Benefit Agreement (CBA) Funds, Plug Power Host Community Investment Funds, Security Deposits, USDA Debt Sinking Fund.
(B) Reserved = OCR loan repayments, Strategic Investment Funds, Economic Development Loan Funds, Batavia Micropolitan Area Redevelopment Loan Funds, Grant Funds.

Genesee Gateway Local Development Corp.
September 2023 Dashboard
Profit & Loss - Accrual Basis

	GGLDC		GABLLC		COMBINED	
	9/30/23		9/30/23	Eliminations	9/30/23	Combined YTD
<u>Operating Revenues:</u>						
Grants	\$ 82,363	\$	-	\$	82,363	\$ 1,495,660
Interest Income on Loans	3,706		-		3,706	25,493
Rent	64,235		1,273		65,508	577,611
Common Area Fees - Parks	-		-		-	6,858
Fees	-		-		-	4,250
Other Revenue	125		-		125	20,500
Total Operating Revenues	150,429		1,273	-	151,702	2,130,372
<u>Operating Expenses:</u>						
Operations & Maintenance	14,339		-		14,339	143,009
Professional Services	51,991		-		51,991	125,947
Econ. Dev. Program Support Grant	25,000		-		25,000	225,000
Grant Expense	37,634		-		37,634	715,703
Depreciation	16,174		-		16,174	145,575
Total Operating Expenses	145,138		-	-	145,138	1,355,234
Operating Revenue	5,291		1,273	-	6,564	775,138
<u>Non-Operating Revenues (Expenses):</u>						
Other Interest Income	11,381		9,607		20,988	106,215
Interest Expense	(12,290)		-		(12,290)	(114,771)
Total Non-Operating Rev (Exp)	(909)		9,607	-	8,698	(8,556)
Change in Net Assets	4,382		10,880	-	15,262	766,582
Net Assets - Beginning	10,088,692		3,968,335	(2,562,240)	11,494,787	10,743,467
Net Assets - Ending	\$ 10,093,074	\$	3,979,215	\$ (2,562,240)	\$ 11,510,049	\$ 11,510,049

2024 GGLDC CASH FLOW Plan (Sources / Uses of Funds)

- **\$6.6M Sources of Funds (Cash)**
 - 1/1/24 Beginning Cash = \$3.56M
 - \$819.6K NYS DOT Rail Grant – Genesee Valley Transportation Project [GVAB]
 - \$768K Rental Income [MTC Rents, GVAB Park and MTP land leases (including YSG / Batavia Solar), Gateway II ground lease, BETP CAM Charges]
 - \$392.2K Loan Repayments (P&I) [OCR, Ec. Dev. Loan Fund, Batavia Metropolitan Area Redevelopment Loan Fund]
 - \$93K Community Benefit Agreement – CNL Darien Lake (CBA) [Annual Payments end 2027] [BETP]
 - \$900K Host Benefit Agreement – Plug Power [Annual Payments end 4042] [STAMP]
 - \$10K NYS Office of Community Renewal (OCR) Grant – covers grant consulting services [Ops]
 - \$62.5K Bank Interest

- **\$2.7M Uses of Funds (Cash):**
 - **\$506.6K Operations** – Economic Development Program Support Grant, Workforce Development Initiatives, Audit/Tax/Grant Professional Services, Insurance, and Grant Expense for HP Hood & UNC Training
 - **\$1.8K Gateway II** – Site Maintenance, Special District Fees, and Insurance
 - **\$608.9K Buffalo East Tech Park** – Wastewater Treatment Facility Upgrades, Gravel Driveway/Path, Site Maintenance, Special District Fees, and Insurance
 - **\$829.2K Ag Park** – NYS DOT Rail Grant Pass-Through, Insurance, Site Maintenance
 - **\$5.5K Upstate Med & Tech Park** - Site Maintenance, Special District Fees
 - **\$754.8K Upstate MedTech Centre** – Building/Common Area Maintenance, Supplies, Utilities, Special District Fees, Property Management, Insurance, Debt Service, Brokerage Fees (Adecco), Restriping/Resurfacing Parking Lot, Partial Conversion to LED Lighting, Heating/Cooling Upgrades
 - **\$486 WNY STAMP** – Special District Fees, Insurance
 - **\$0K Economic Development Loan Fund**
 - **\$0K Batavia Metropolitan Area Redevelopment Loan Fund**

- **Year End Cash Balance: \$3.9M**
 - Includes \$704.8K Unrestricted Funds
 - Includes Restricted and Reserved Funds:
 - \$257.1K Reserved for Strategic Investments
 - \$926.1K Reserved Loan Funds
 - \$305.5K Restricted MTC Security Deposits & USDA Bond Sinking Fund
 - \$1.7M Restricted STAMP Host Benefit Agreement Funds

2024 GAB, LLC CASH FLOW Plan (Sources / Uses of Funds)

- **\$2.735M Sources of Funds (Cash)**
 - 1/1/24 Beginning Cash = \$2.66M (Reserved for Strategic Investments)
 - \$21.9K GVAB Park CAM Charges and Rent
 - \$50K Bank Interest

- **\$4.9K Uses of Funds (Cash):**
 - Special District Fees and Tax Filing Fee

- **Year End Cash Balance: \$2.73M** (Reserved for Strategic Investment Funds)

**GGLDC & GAB,LLC Consolidated
 4 Year Budget 2024 - 2027
 GGLDC BOARD APPROVED:**

	2024 Budget	2025 Budget	2026 Budget	2027 Budget
1 Revenues				
2 Bank Interest	112,500	115,875	119,351	122,932
3 Loan Interest	39,477	34,974	30,439	25,567 *
4 Rent / CAM Charges	789,950	813,502	837,805	862,784 *
5 Grant CBA - BETP	993,228	993,228	1,143,228	1,143,228 *
6 Grants Other	829,648	0	0	0 *
7				
8 Total Revenues	2,764,803	1,957,579	2,130,824	2,154,511
9				
10				
11 Expenses				
12 Insurance	64,229	66,156	68,141	70,185
13 Utilities	23,000	23,690	24,401	25,133
14 Depreciation	193,385	199,187	205,162	211,317
15 Economic Dev. Program Support Grant	300,000	300,000	300,000	300,000 *
16 Professional Services - Operations	49,000	50,470	51,984	53,544
17 Supplies	1,400	1,442	1,485	1,530
18 Miscellaneous Workforce Dev.	70,000	0	0	0 *
19 Site Maintenance	176,050	181,332	186,771	192,375
20 MTC Property Management	88,168	90,813	93,537	96,344
21 Fees & Permits	425	438	451	464
22 Property Taxes / Special District Fees	14,845	15,290	15,749	16,222
23 Interest Expense	144,639	144,625	136,005	127,275 *
24 Site Development	578,883	93,000	93,000	93,000 *
25 Grant Expense	869,648	0	0	0 *
26 Real Estate Development	70,000	50,000	50,000	50,000 *
27 Balance Sheet Absorption	(70,000)	(50,000)	(50,000)	(50,000) *
28				
29 Total Expenses	2,573,672	1,166,442	1,176,687	1,187,387
30				
31 Net Income	191,131	791,137	954,137	967,124

* 3% increase for most line items 2025-2027, unless shaded.

**GGLDC Consolidated
4 Year Budget 2024 - 2027
GGLDC BOARD APPROVED:**

	2024 Budget	2025 Budget	2026 Budget	2027 Budget
<u>1 Revenues</u>				
2 Bank Interest	62,500	64,375	66,306	68,295
3 Loan Interest	39,477	34,974	30,439	25,567 *
4 Rent / CAM Charges	767,988	790,881	814,506	838,786 *
5 Grant CBA	993,228	993,228	1,143,228	1,143,228 *
6 Grants Other	829,648	0	0	0 *
7				
8 Total Revenues	2,692,841	1,883,458	2,054,479	2,075,876
9				
10				
<u>11 Expenses</u>				
12 Insurance	64,229	66,156	68,141	70,185
13 Utilities	23,000	23,690	24,401	25,133
14 Depreciation	193,385	199,187	205,162	211,317
15 Economic Dev. Program Support Grant	300,000	300,000	300,000	300,000 *
16 Professional Services	49,000	50,470	51,984	53,544
17 Supplies	1,400	1,442	1,485	1,530
18 Miscellaneous Workforce Dev.	70,000	0	0	0 *
19 Site Maintenance	176,050	181,332	186,771	192,375
20 MTC Property Management	88,168	90,813	93,537	96,344
21 Fees & Permits	400	412	424	437
22 Property Taxes / Special District Fees	9,945	10,243	10,551	10,867
23 Interest Expense	144,639	144,625	136,005	127,275 *
24 Site Development	578,883	93,000	93,000	93,000 *
25 Grant Expense	869,648	0	0	0 *
26 Real Estate Development	70,000	50,000	50,000	50,000 *
27 Balance Sheet Absorption	(70,000)	(50,000)	(50,000)	(50,000) *
28				
29 Total Expenses	2,568,747	1,161,369	1,171,462	1,182,005
30				
31 Net Income	124,094	722,089	883,017	893,871

* 3% increase for most line items 2025-2027, unless shaded.

**GAB, LLC
4 Year Budget 2024 - 2027
GGLDC BOARD APPROVED:**

	2024 Budget	2025 Budget	2026 Budget	2027 Budget
¹ Revenues				
² Bank Interest	50,000	51,500	53,045	54,636
³ Loan Interest	0	0	0	0
⁴ Rent / CAM Charges	21,962	22,621	23,299	23,998
⁵ Grant CBA - BETP	0	0	0	0
⁶ Grants Other	0	0	0	0
⁷				
⁸ Total Revenues	71,962	74,121	76,344	78,635
⁹				
¹⁰				
¹¹ Expenses				
¹² Insurance	0	0	0	0
¹³ Utilities	0	0	0	0
¹⁴ Depreciation	0	0	0	0
¹⁵ Economic Dev. Program Support Grant	0	0	0	0
¹⁶ Professional Services	0	0	0	0
¹⁷ Supplies	0	0	0	0
¹⁸ Miscellaneous Workforce Dev.	0	0	0	0
¹⁹ Site Maintenance	0	0	0	0
²⁰ MTC Property Management	0	0	0	0
²¹ Fees & Permits	25	26	27	27
²² Property Taxes / Special District Fees	4,900	5,047	5,198	5,354
²³ Interest Expense	0	0	0	0
²⁴ Site Development	0	0	0	0
²⁵ Grant Expense	0	0	0	0
²⁶ Real Estate Development	0	0	0	0
²⁷ Balance Sheet Absorption	0	0	0	0
²⁸				
²⁹ Total Expenses	4,925	5,073	5,225	5,382
³⁰				
³¹ Net Income	67,037	69,048	71,120	73,253

* 3% increase for most line items 2025-2027, unless shaded.

Genesee Gateway Local Development Corp. (GGLDC)

Strategic Investments - SUMMARY

Fiscal Years 2023 - 2027

	2023	2024	2025	2026	2027	5 Yr Totals:	Comments	
Sources of Funds: Available for GGLDC Project Investments & Operations Support								
Opening GGLDC "Reserved for Strategic Investments" Cash Balances	3,529,601	3,016,405	2,822,706	2,592,364	2,362,022	3,529,601		
NYS Homes & Community Renewal Loan Repayments	294,020	274,345	146,800	146,800	146,800	1,008,765	Includes loan repayments from: HP Hood \$500K loan (March 2019); Freightliner \$234K loan (July 2019); HP Hood \$367K loan (Feb 2022); Upstate Niagara \$367K loan (Sept 2022) Reduced by due to/from activity (\$504K Gross Proceeds)	
Fancher 2022 Land Sale - Net Proceeds						-		
La Fermiere 2023 Land Sale - Deposit						-		
Other:						-		
Solar Projects - Funding for Workforce Development & Econ. Dev. Program Support	75,000					75,000	Solar projects agree to pay \$25K each at the completion of their projects to support Workforce Development Initiatives, along with the overall ED Program. 13 community solar projects have closed to date. [Funding from YSG Solar, RPNY Solar 6 and RPNY Solar 7 received in 2023.]	
Workforce Development Institute Grant						-	Supported Cornell in High School Initiative	
Genesee County Chamber of Commerce CDBG Loan Repayments						-	Represents actual collections only - opportunity for future loan payments to be received. One loan remaining. [Principal balance @ 9.30.23 - Kanaley \$9,260 (in collections)]	
Total Sources of Funds	3,898,621	3,290,750	2,969,506	2,739,164	2,508,822	4,613,366		
Uses: Strategic and Operational Investments:								
Real-Estate Development / Shovel-Ready Site Development Related:							5 Yr Totals:	Comments
Other Reserved Funds: Batavia Micropolitan Area Community Redevelopment Fund - Actual	(135,013)					(135,013)	\$500,000 Housing Directional investment repurposed to a committed investment for the purpose of establishing the Batavia Micropolitan Area Redevelopment Fund [\$100K loaned in 2014/\$150K loaned in 2017/\$120K loaned in May 2020/\$200K loaned in 2023]. [Amount reserved includes cash remaining from original \$500K commitment, plus interest earned on reserved funds.]	
Other Reserved Funds: Batavia Micropolitan Area Community Redevelopment Fund - Reserved						-		
Other Reserved Funds: Water Works Corp and Sewer Works Corp - Start-up Costs	(100,000)					(100,000)		\$50K transferred as of 9.30.23; Balance reserved.
Other Sewer Works Corp - Legal Exps Related to Force Main Easements	(90,000)					(90,000)		
Other Batavia Home Fund - Seed Funding	(100,000)					(100,000)		
Subtotal Real-Estate Development / Shovel-Ready Site Development	(425,013)					(425,013)		
Economic Development Program Support:								
Economic Development Program Grant (GGLDC to GCEDC)	(300,000)	(300,000)	(300,000)	(300,000)	(300,000)	(1,500,000)	Approvals necessary for 2024 forward.	

Genesee Gateway Local Development Corp. (GGLDC)

Strategic Investments - SUMMARY

Fiscal Years 2023 - 2027

	2023	2024	2025	2026	2027	5 Yr Totals:	Comments
LDC Operations Costs & Site Infrastructure Maint. (excluding MTC)	(85,000)	(85,000)	(85,000)	(85,000)	(85,000)	(425,000)	Memo Only - Funds insurance, mowing, Fire District fees/property taxes, GGLDC audit fee, legal fees and other misc operating expenses (unreimbursable H. Sicherman services, GABLLC operating expenses, etc).
Subtotal Investments in Economic Development Program	(385,000)	(385,000)	(385,000)	(385,000)	(385,000)	(1,925,000)	
Strategy, Workforce Development & Entrepreneurship:							
Edge Factor Membership Support / Mechatronics / STEM Activities Support / Other WFD Initiatives							The Board authorized commitment of 50% of the Pearl Solar funding toward Workforce Development Initiatives [\$25K committed in 2019].
BOCES - Purchase of Training Equipment & Working Capital	(25,855)					(25,855)	WFD Agreement with BOCES approved 3.25.21
Training - HP Hood & Upstate Niagara	(50,000)					(50,000)	WFD Agreements with HP Hood and Upstate Niagara approved 3.25.21
Workforce Development Reserve	(14,992)	(90,902)				(105,894)	Reserve of Cash on Hand from Solar Project funding committed o WFD; 13 community solar projects have closed to date; funding from seven committed to WFD. Funding from two was previously spent/committed. Includes training for Seneca Nation members.
Workforce Development Consultant		(30,000)	(30,000)	(30,000)	(30,000)	(120,000)	Placeholder for continued efforts for workforce development consultant as critical pillar to GCEDC/GGLDC Tech Based Economic Development Model. 2023 services are being contracted by the GCEDC, utilizing dedicated funds from Genesee County.
GLOW YMCA - Health Living Project	(100,000)					(100,000)	
Subtotal Workforce Development & Entrepreneurship Investments	\$ (190,847)	\$ (120,902)	\$ (30,000)	\$ (30,000)	\$ (30,000)	(401,749)	
Other Cash Activity:							
Common Area Charges - GVAB & BETP	\$ 6,858	\$ 6,858	\$ 6,858	\$ 6,858	\$ 6,858	34,290	
CH4BioGas - Right of First Refusal	\$ 20,000					20,000	
Land Lease Payments	\$ 31,000	\$ 31,000	\$ 31,000	\$ 31,000	\$ 31,000	155,000	
Internal (Borrowings) Repayments - thru date of worksheet	\$ -					-	
Interest Income	\$ 60,786					60,786	
Subtotal - Other	\$ 118,644	\$ 37,858	\$ 37,858	\$ 37,858	\$ 37,858	\$ 270,076	
Total Uses of Funds	(882,216)	(468,044)	(377,142)	(377,142)	(377,142)	(2,481,686)	
Cumulative Year-End Cash Balances	3,016,405	2,822,706	2,592,364	2,362,022	2,131,680	2,131,680	

3e

Updated through 9.30.23 [10.19.23]

Genesee Gateway Local Development Corp. (GGLDC)

Strategic Investments - SUMMARY

Fiscal Years 2023 - 2027

2023

2024

2025

2026

2027

5 Yr Totals:

Comments

Opportunities:

Genesee County Chamber of Commerce CDBG Loan Portfolio - Additional Repayments [Principal balance @ 9.30.23 - Kanaley \$9,260 (in collections)]

Additional Solar Projects w/ \$25K each committed to Workforce Development & Ec. Dev. Program Support

Land Sales:

- GVAB - CH4Biogas - 20 acres (\$1M)

- BETP - Fancher - 15 acres

Note - Plug Power Community Investment Agreement - \$900K/Year for 20 years - First payment received January 2023 [to be tracked separately]

GGLDC

Lezlie Farrell – Finance & Operations
Audit & Finance Committee Report
October 24, 2023

Cleaning Services

Discussion: During 2022, staff reached out to four cleaning companies to obtain quotes for 2023 cleaning services. Commercial Cleaning Services of Western New York, Inc. was awarded the contract.

Commercial Cleaning Services of Western New York, Inc., the current company being used, has been offering a competitive price and we are satisfied with the services. New quotes were not obtained for 2024 services. We anticipate getting quotes for cleaning services every three years.

Fund Commitment: Up to \$16,500, plus reimbursement for supplies; Med Tech Centre site maintenance; included in the proposed 2024 GGLDC Budget.

Action Requested: Staff is requesting a recommendation from the Committee to continue this contract for 2024 cleaning services at a cost not to exceed \$16,500 for the year, plus reimbursement for supplies.

Cleaning Quotes for 2023 Services

	Quote for Office Space (GCEDC)	Quote for Common Area (GGLDC)	Other Notes:
Pro-Kleen	\$1800.00 Per Month	\$3600.00 Per Month	Auto-Scrubber
**Commercial Cleaning Services of Western NY, Inc. (currently paying)	\$450.00 Per Month	\$1133.00 Per Month	Auto-Scrubber
Top Choice Cleaning Services	\$738.71 Per Month	\$1551.91 Per Month	Floor Machine
WNY Regional Cleaning Company		Not bidding on temporary accounts that take bids regularly.	

Cleaning Quotes for 2024 Services

**Commercial Cleaning Services of Western NY, Inc. (currently paying)	\$619.52 Per Month	\$1340.56 Per Month	Auto-Scrubber
---	--------------------	---------------------	---------------

** 10/10/2023

GCEDC Approval:

**Staff recommends Commercial Cleaning Services of Western NY, Inc. to continue services in 2024, not to exceed \$7,500.

GGLDC Approval:

**Staff recommends Commercial Cleaning Services of Western NY, Inc. to continue services in 2024, not to exceed \$16,500 plus cleaning and bathroom supplies.

GGLDC

Lezlie Farrell – Finance & Operations
Audit & Finance Committee Report
October 24, 2023

Commercial Cleaning Services of WNY, Inc. (Commercial Floor Maintenance Proposal)

Discussion: Commercial Cleaning Services of WNY, Inc. (CCS) has provided the GGLDC with a quote for waxing of the floors and cleaning of the tile/grout in the bathrooms. Although this expenditure is not over \$5,000, total payments to this company will be over \$5,000 when combined with the general cleaning services that the company already provides. The GGLDC approved a contract with Commercial Cleaning Services of WNY, Inc. for general cleaning services not to exceed \$14,500 for 2023. These additional services are \$1,199.64 (floor waxing) and \$495 (tile/grout cleaning). We have requested quotes for these services in the past, but this company has been offering a lower rate as a current customer. The quotes received are at the same rates as last year.

Fund commitment: The total expenditure for these services should not exceed \$1,700 and will be paid out of the GGLDC, under MedTech Center site maintenance. This amount is lower than what was budgeted for these services for 2023.

Board action request: Approval of the floor maintenance proposal with Commercial Cleaning Services with of WNY, Inc. not to exceed \$1,700.

4 Associate Drive
Oneonta, New York 13820
Phone: (607) 432-8700
Fax: (607) 432-5122
www.mmcpas.com



MOSTERT, MANZANERO & SCOTT, LLP
Certified Public Accountants

Deborah L. Mostert, CPA
Anthony T. Manzanero, CPA
Mary E. Manzanero, CPA
David E. Brownell, CPA
Jason L. Waite, CPA

October 12, 2023

Board of Directors and
Lezlie Farrell
Genesee Gateway Local Development Corporation
99 MedTech Drive, Suite 106
Batavia, NY 14020

We are pleased to confirm our understanding of the services we are to provide for the Genesee Gateway Local Development Corporation (GGLDC) for the year ended December 31, 2023.

Audit Scope and Objectives

We will audit the financial statements of the GGLDC, which comprise of the consolidated statement of net position as of December 31, 2023, and the related consolidated statement of revenues, expenses and changes in net position and consolidated statement of cash flows, including the disclosures to the financial statements, as of and for the year then ended. Accounting standards generally accepted in the United States of America provide for certain required supplementary information (RSI), such as management's discussion and analysis (MD&A), to supplement the GGLDC's basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. As part of our engagement, we will apply certain limited procedures to the GGLDC's RSI in accordance with auditing standards generally accepted in the United States of America (GAAS). These limited procedures will consist of inquiries of management regarding the methods of preparing the information and comparing the information for consistency with management's response to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We will not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance. The following RSI is required by GAAP and will be subjected to certain limited procedures, but will not be audited:

- Management's Discussion and Analysis

We have also been engaged to report on supplementary information other than RSI that accompanies GGLDC's financial statements. We will subject the following supplementary information to the auditing procedures applied in our audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS, and will provide an opinion on it in relation to the financial statements as a whole:

- Consolidating Statement of Net Position;
- Consolidating Statement of Revenues, Expenses and Changes in Net Position;
- Combining Statement of Net Position;
- Combining Statement of Revenues, Expenses and Changes in Net Position; and
- Schedule of Expenditures of Federal Awards.

Furthermore, we have been engaged to report on GGLDC's Compliance with the New York State Comptroller's Investment Guidelines for Public Authorities and Section 2925 of the New York State Public Authorities Law. We will issue a separate auditors' report which will provide an opinion on GGLDC's Compliance with Investment Guidelines for Public Authorities.

The objectives of our audit are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatements, whether due to fraud or error; and issue an auditors' report that includes our opinion about whether your financial statements are fairly presented, in all material respects, in conformity with GAAP, and report on the fairness of the supplementary information referred to in the second paragraph when considered in relation to the financial statements as a whole. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists. Misstatements, including omissions, can arise from fraud or error and are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment of a reasonable user made based on the financial statements. The objective also includes reporting on –

- Internal control over financial reporting and compliance with provisions of laws, regulations, contracts, and award agreements, noncompliance with which could have a material effect on the financial statements in accordance with *Government Auditing Standards*.
- Internal controls over compliance related to major programs and an opinion (or disclaimer of opinion) on compliance with federal statutes, regulations, and the terms and conditions of federal awards that could have a direct and material effect on each major program in accordance with the Single Audit Act Amendments of 1996 and Title 2 U.S. *Code of Federal Regulations* (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance).

Auditors' Responsibilities for the Audit of the Financial Statements

We will conduct our audit in accordance with GAAS; the standards for financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; the Single Audit Act Amendments of 1996; and the provisions of the Uniform Guidance, and will include test of accounting records, a determination of major program(s) in accordance with Uniform Guidance, and other procedures we consider necessary to enable us to express such opinions. As part of an audit in accordance with GAAS and *Government Auditing Standards*, we exercise professional judgment and maintain professional skepticism throughout the audit.

We will evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management. We will also evaluate the overall presentation of the financial statements, including the disclosures, and determine whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation. We will plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether from (1) errors, (2) fraudulent financial reporting, (3) misappropriation of assets, or (4) violations of laws or governmental regulations that are attributable to the entity or to acts by management or employees acting on behalf of the entity. Because the determination of waste and abuse is subjective, *Government Auditing Standards* do not expect auditors to perform specific procedures to detect waste or abuse in financial audits nor do they expect auditors to provide reasonable assurance of detecting waste or abuse.

Because of the inherent limitations of an audit, combined with the inherent limitation of internal control, and because we will not perform a detailed examination of all transactions, there is an unavoidable risk that some material misstatements or noncompliance may not be detected by us, even though the audit is properly planned and performed in accordance with GAAS and *Government Auditing Standards*. In addition, an audit is not designed to detect immaterial misstatements or violations of laws or governmental regulations that do not have a direct and material effect on the financial statements. However, we will inform the appropriate level of management of any material errors, fraudulent financial reporting, or misappropriation of assets that comes to our attention. We will also inform the appropriate level of management of any violations of laws or governmental regulations that come to our attention, unless clearly inconsequential. Our responsibility as auditors' is limited to the period covered by our audit and does not extend to any later periods for which we are not engaged as auditors.

We will also conclude, based on the audit evidence obtained, whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the GGLDC's ability to continue as a going concern for a reasonable period of time.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts, tests of the physical existence of inventories, and direct confirmation of receivables and certain other assets and liabilities by correspondence with selected customers, creditors, and financial institutions. We will request written representations from your attorneys as part of the engagement.

Our audit of financial statements does not relieve you of your responsibilities.

Audit Procedures – Internal Control

Our audit will include obtaining an understanding of the GGLDC and its environment, including internal control relevant to the audit, sufficient to identify and assess the risks of material misstatement of the financial statements whether due to error or fraud, and to design and perform audit procedures responsive to those risk and obtain evidence that is sufficient and appropriate to provide a basis for our opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentation, or the override of internal controls. Tests of controls may be performed to test the effectiveness of certain controls that we consider relevant to preventing and detecting errors and fraud that are material to the financial statements and to preventing and detecting misstatements resulting from illegal acts and other noncompliance matters that have a direct and material effect on the financial statements. Our tests, if performed, will be less in scope than would be necessary to render an opinion on internal control and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to *Government Auditing Standards*.

As required by the Uniform Guidance, we will also perform tests of controls over compliance to evaluate the effectiveness of the design and operation of controls that we consider relevant to preventing or detecting material noncompliance with compliance requirements applicable to each major federal award program. However, our tests will be less in scope than would be necessary to render an opinion on those controls and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to the Uniform Guidance.

An audit is not designed to provide assurance on internal control or to identify significant deficiencies or material weaknesses. Accordingly, we will express no such opinion. However, during the audit, we will communicate to management and those charged with governance internal control related matters that are required to be communicated under AICPA professional standards, *Government Auditing Standards*, and the Uniform Guidance.

Audit Procedures - Compliance

As part of obtaining reasonable assurance about whether the financial statements are free of material misstatement, we will perform tests of GGLDC's compliance with the provisions of applicable laws, regulations, contracts, agreements, and grants. However, the objective of our audit will not be to provide an opinion on overall compliance and we will not express such an opinion in our report on compliance issued pursuant to *Government Auditing Standards*.

The Uniform Guidance requires that we also plan and perform the audit to obtain reasonable assurance about whether the auditee has complied with federal statutes, regulations, and the terms and conditions of federal awards applicable to major programs. Our procedures will consist of tests of transactions and other applicable procedures described in the OMB *Compliance Supplement* for the types of compliance requirements that could have a direct and material effect on each of the GGLDC's major programs. For federal programs that are included in the Compliance Supplement, our compliance and internal control procedures will relate to the compliance requirements that the Compliance Supplement identifies as being subject to audit. The purpose of these procedures will be to express an opinion on the GGLDC's compliance with requirements applicable to each of its major programs in our report on compliance issued pursuant to the Uniform Guidance.

Other Services

We will assist in preparing the financial statements, schedule of expenditures of federal awards, and related notes of the GGLDC in conformity with U.S. generally accepted accounting principles and the Uniform Guidance based on information provided by you. These nonaudit services do not constitute an audit under *Government Auditing Standards* and such services will not be conducted in accordance with *Government Auditing Standards*. We will perform the services in accordance with applicable professional standards. The other services are limited to the financial statements, schedule of expenditures of federal awards, and related notes services previously defined. We, in our sole professional judgment, reserve the right to refuse to perform any procedure or take any action that could be construed as assuming management responsibilities.

You agree to assume all management responsibilities for the financial statements, schedule of expenditures of federal awards, and related notes, and any other nonaudit services we provide. You will be required to acknowledge in the management representation letter our assistance with preparation of the financial statements, the schedule of expenditures of federal awards, and related notes and that you have reviewed and approved the financial statements, the schedule of expenditures of federal awards and related notes prior to their issuance and have accepted responsibility from them. Further, you agree to oversee the nonaudit services by designating an individual, preferably from senior management, with suitable skill, knowledge, or experience; evaluate the adequacy and results of those services; and accept responsibility for them.

Responsibilities of Management for the Financial Statements

Our audit will be conducted on the basis that you acknowledge and understand your responsible for (1) designing, implementing, establishing, and maintaining effective internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, including internal controls over federal awards, and for evaluating and monitoring ongoing activities, to help ensure that appropriate goals and objectives are met; (2) following laws and regulations; (3) ensuring that there is reasonable assurance that government programs are administered in compliance with compliance requirements; and (4) ensuring that management and financial information is reliable and properly reported. Management is also responsible for implementing systems designed to achieve compliance with applicable laws, regulations, contracts, and grant agreements.

You are also responsible for the selection and application of accounting principles; for the preparation and fair presentation in the financial statements, schedule of expenditures of federal awards, and all accompanying information in conformity with the statutory basis of accounting, and for compliance with applicable laws and regulations (including federal statutes) and the provisions of contracts and grant agreements (including award agreements). Your responsibilities also include identifying significant contractor relationships in which the contractor has responsibility for program compliance and for the accuracy and completeness of that information.

Management is also responsible for making all financial records and related information available to us, and for the accuracy and completeness of that information. You are also responsible for providing us with (1) access to all information of which you are aware that is relevant to the preparation and fair presentation of the financial statements, (2) access to personnel, accounts, books, records, supporting documentation, and other information as needed to perform an audit under the Uniform Guidance, (3) additional information that we may request for the purpose of the audit, and (4) unrestricted access to persons within the GGLDC from whom we determine it necessary to obtain audit evidence. At the conclusion of our audit, we will require certain written representations from you about the financial statements; schedule of expenditures of federal awards; federal award programs; compliance with laws, regulations, contracts, and grant agreements; and related matters.

Your responsibilities include adjusting the financial statements to correct material misstatements and confirming to us in the representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements taken as a whole. You are responsible for the design and implementation of programs and controls to prevent and detect fraud, and for informing us about all known or suspected fraud affecting the government involving (1) management, (2) employees who have significant roles in internal control, and (3) others where the fraud could have a material effect on the financial statements. Your responsibilities include informing us of your knowledge of any allegations of fraud or suspected fraud affecting the government received in communications from employees, former employees, grantors, regulators, or others. In addition, you are responsible for identifying and ensuring that the GGLDC complies with applicable laws, regulations, contracts, agreements, and grants. Management is also responsible for taking timely and appropriate steps to remedy fraud and noncompliance with provisions of laws, regulations, contracts, and grant agreements, or abuse that we report. Additionally, as required by the Uniform Guidance, it is management's responsibility to evaluate and monitor noncompliance with federal statutes, regulations, and the terms and conditions of federal awards; take prompt action when instances of noncompliance are identified including noncompliance identified in audit findings; promptly follow up and take corrective action on reported audit findings; and prepare a summary schedule of prior audit findings and a separate corrective action plan. The summary schedule of prior audit findings should be available for our review.

You are responsible identifying all federal awards received and understanding and complying with the compliance requirements and for the preparation of the schedule of expenditures of federal awards (including notes and noncash assistance received, and COVID-19 related concepts, such as lost revenues, if applicable) in conformity with the Uniform Guidance. You agree to include our report on the schedule of expenditures of federal awards in any document that contains and indicates that we reported on the schedule of expenditures of federal awards.

You also agree to include the audited financial statements with any presentation of the schedule of expenditures of federal awards that include our report thereon. Your responsibilities include acknowledging to us in the written representation letter that (1) you are responsible for the presentation of the schedule of expenditures of federal awards in accordance with the Uniform Guidance, (2) you believe the schedule of expenditures of federal awards, including its form and content, is stated fairly in accordance with the Uniform Guidance, (3) the methods of measurement or presentation have not changed from those used in the prior period; and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the schedule of expenditures of federal awards.

You are also responsible for the preparation of the supplementary information, which we have been engaged to report on, in conformity with the statutory basis of accounting. You agree to include our report on the supplementary information in any document that contains and indicates that we have reported on the supplementary information. You also agree to include the audited financial statements with any presentation of the supplementary information that includes our report thereon. Your responsibilities include acknowledging to us in the written representation letter that (1) you are responsible for the presentation of the supplementary information in accordance with the other basis of accounting; (2) you believe the supplementary information, including its form and content, is fairly presented in accordance with the other basis of accounting, (3) the methods of measurement or presentation have not changed from those used in the prior period (or if they have changed, the reasons for such changes); and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the supplementary information.

Management is responsible for establishing and maintaining a process for tracking the status of audit findings and recommendations. Management is also responsible for identifying and providing report copies of previous financial audits, attestation engagements, performance audits, or other studies related to the objectives discussed in the Audit Scope and Objectives section of this letter. This responsibility includes relaying to us corrective actions taken to address significant findings and recommendations resulting from those audits, attestation engagements, performance audits or studies. You are also responsible for providing management's views on our current findings, conclusions, and recommendations, as well as your planned corrective actions for the report, and the timing and format for providing that information.

You agree to assume all management responsibilities relating to the financial statements, schedule of expenditures of federal awards, related notes, and any other nonaudit services we provide. You will be required to acknowledge in the management representation letter our assistance with preparation of the financial statements, schedule of expenditures of federal awards, and related notes and that you have reviewed and approved the financial statements, schedule of expenditures of federal awards, and related notes prior to their issuance and have accepted responsibility for them. Further, you agree to oversee the nonaudit services by designating an individual, preferably from senior management, with suitable skill, knowledge, or experience; evaluate the adequacy and results of those services; and accept responsibility for them.

Engagement Administration, Fees and Other

We understand that your employees will prepare all cash, accounts receivable, or other confirmations we request and will locate any documents selected for testing.

At the conclusion of the engagement, we will complete the appropriate sections of the Data Collection Form that summarizes our audit findings. It is management's responsibility to electronically submit the reporting package (including financial statements, schedule of expenditures of federal awards, summary schedule of prior audit findings, auditors' reports, and a corrective action plan) along with the Data Collection Form to the federal audit clearinghouse. We will coordinate with you the electronic submission and certification. The Data Collection Form and the reporting package must be submitted within the earlier of 30 calendar days after receipt of the auditors' report or nine months after the end of the audit period, unless a longer period is agreed to in advance by the cognizant or oversight agency for audits.

We will provide copies of our reports, upon request; however, management is responsible for distribution of the reports and the financial statements. Unless restricted by law or regulation, or containing privileged and confidential information, copies of our reports are to be made available for public inspection.

The audit documentation for this engagement is the property of Mostert, Manzanero & Scott, LLP and constitutes confidential information. However, pursuant to authority given by law or regulation, we may be requested to make certain audit documentation available to your funding sources or the U.S. Government Accountability Office for the purpose of quality review of the audit, to resolve audit findings, or to carry out oversight responsibilities. If requested, access to such audit documentation will be provided under the supervision of Mostert, Manzanero & Scott, LLP personnel. Furthermore, upon request we may provide photocopies of selected audit documentation to your funding source, the aforementioned parties. Those parties may intend, or decide, to distribute the photocopies or information contained therein to others, including other governmental agencies.

The audit documentation for this engagement will be retained for a minimum of six years after the report release is issued or for any additional period requested by the cognizant agency, oversight agency or pass-through entity. If we are aware that a federal awarding agency, pass-through entity, or auditee is contesting an audit finding, we will contact the party (ies) contesting the audit finding for guidance prior to destroying the audit documentation.

Jason L. Waite, CPA is the engagement partner and is responsible for supervising the engagement and signing the report or authorizing another individual to sign the report.

We estimate our fee for these services to be \$10,300 for the audit report. If a single audit is required, the fee is estimated to be \$12,800. This estimate is based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the audit. If significant additional time is necessary due to unforeseen circumstances which occur which would cause an increase in the scope of the audit or an unexpected increase in our audit work, we will discuss it with you and arrive at a new fee estimate before we incur the additional costs. Invoices are due upon presentation. Normally, fees will be billed on a monthly basis as work progresses.

Government Auditing Standards require that we provide you with a copy of our most recent external peer review report, any letter of comment, and any subsequent peer review and letters of comment received during the period contract. Our 2021 peer review report accompanies this letter.

If you intend to publish or otherwise reproduce the financial statements and make reference to our Firm name, you agree to provide us with printer's proofs or masters for our review and approval before printing. You also agree to provide us with a copy of the final reproduced material for our approval before it is distributed. It is agreed by Genesee Gateway Local Development Corporation and Mostert, Manzanero & Scott, LLP or any successor in interest that no claim by or on behalf of either party arising out of services rendered pursuant to this agreement shall be initiated more than three years after the date of the review report or one year after the date of termination of Mostert, Manzanero & Scott, LLP's services.

Reporting

We will issue written reports upon completion of our Single Audit. Our reports will be addressed to management of the GGLDC. Circumstances may arise in which our report may differ from its expected form and content based on the results of our audit. Depending on the nature of these circumstances, it may be necessary for us to modify our opinions or add an emphasis-of-matter or other-matter paragraph to our auditors' report, or if necessary, withdraw from this engagement. If our opinions are other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed opinions, we may decline to express opinions or withdraw from this engagement.

The *Government Auditing Standards* report on internal control over financial reporting and on compliance and other matters will state that (1) the purpose of the report is solely to describe the scope of testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance, and (2) the report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. The Uniform Guidance report on internal control over compliance will state that the purpose of the report on internal control over compliance is solely to describe the scope of testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Both reports will state that the report is not suitable for any other purpose.

We appreciate the opportunity to be of service to the Genesee Gateway Local Development Corporation and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you agree with the terms of our engagement as described in this letter, please sign the enclosed copy and return it to us.

Sincerely,

Mostert, Manzanero & Scott, LLP

Mostert, Manzanero & Scott, LLP

RESPONSE:

This letter correctly sets forth the understanding of the Genesee Gateway Local Development Corporation.

By: _____
Board Member Title Date

By: _____
Lezlie Farrell Title Date