

REGULAR NCIDA/NCDC/NADC BOARD MEETING

DATE: March 22, 2023

TIME: 9:00 a.m.

**PLACE: Niagara County Center for Economic Development
6311 Inducon Corporate Drive
Sanborn, NY 14132**

1.0 Meeting Called to Order

The annual meeting of the Niagara County Industrial Development Agency was called to order by Chairperson Onesi at 9:00 a.m.

2.0 Roll Call

Mark A. Onesi, Chairperson	Present
Kevin McCabe, 2 nd Vice Chairperson	Present
William L. Ross, Secretary	Present
Scott Brydges, Assistant Secretary	Present
Robert B. Cliffe, Member	Present
Jason Krempa, Member	Present
Clifford Scott, Member	Present
Maria V. Lopez, Member	Excused

3.0 Introduction of Guests

Jonathan Epstein, Buffalo News
Jim Fink, Business First
Robert Creenan, Niagara Gazette
Mike Scheer, Investigative Post
Seth Hennard, Lumsden McCormick CPA
Matthew Cronmiller, Lumsden McCormick CPA
Mark Storch, Peak Development Partners, LLC
Byron DeLuke, Montante Group

Staff Present:

Susan C. Langdon, Executive Director
Andrea Klyczek, Assistant Director
Michael S. Dudley, Finance Manager
Caroline Caruso, Accounting Associate
Susan Barone, Project Manager
Julie Lamoreaux, Administrative Assistant
Mark J. Gabriele, Agency Counsel

4.0 Pledge of Allegiance

Mr. Krempa let the pledge of allegiance.

5.0 Approval of Meeting Minutes

5.1 Regular NCIDA/NCDC/NADC – February 8, 2023

Mr. Ross motioned to approve the meeting minutes; Mr. Krempa seconded the motion. The motion passed.

6.0 Committee Reports

6.1 Finance & Audit Committee

6.1.1 Audit Report – Lumsden & McCormick CPAs

A representative from Lumsden & McCormick, Matthew Cronmiller joined the Audit Committee meeting earlier in the day to give an overview, and summarization for the 2022 annual audits. The committee members were given copies of the presentation which summarized all of the Agency audits for FYE December 31, 2022.

Mr. Cronmiller summarized the audits, and stated that all were clean and with no findings or material weaknesses. There were no findings which means the audit was unmodified which reflects fiscal responsibility on part of the Agency.

Mr. Cliffe made a motion to approve the 2022 Audit Report; Mr. Brydges seconded the motion. The motion passed.

6.1.2 Agency Payables

Mr. McCabe stated that he reviewed the monthly payables and found them to be in order.

Mr. McCabe made a motion to approve the February 2022 agency payables; Mr. Ross seconded the motion. The motion passed.

6.1.3 Budget Variance Report

Mr. McCabe stated that he had reviewed all the budget variance reports and found them to be in order.

Mr. McCabe made a motion to approve the February 2022 budget variance; Mr. Brydges seconded the motion. The motion passed.

6.2 Governance Committee

6.2.1 Annual Board Evaluations

Mr. Gabriele explained that under the Public Authorizes Accountable Act (PAAA), the Board of Directors of the Agency is required annually to complete a self-evaluation. Questionnaires were sent to all Board members and then summarized. The Board Evaluations are filled out anonymously.

A summary of the evaluations was in the agenda packet for the Board Members' review. Mr. Gabriele stated that the Board needed to accept and approve the evaluations so they may be placed on our website.

Mr. Cliffe motioned to approve the Summary of the Annual Board Evaluations; Mr. Ross seconded the motion. The motion passed.

7.0 Annual Meetings of the NCIDA, NCDC, and NADC

7.1 Election of Chairperson

The Chairperson turned the meeting over to Mark Gabriele, Agency Counsel. Mr. Gabriele stated that at this time, the Agency would accept nominations for Chairperson of the NCIDA, NCDC, and NADC.

Mr. Ross nominated Mark Onesi, Mr. McCabe seconded the nomination. After asking for any additional nominations, hearing none, Mr. Gabriele closed the nominations. Mr. Gabriele then requested that the Secretary cast one vote for Mr. Onesi as the Chairperson.

Mr. Ross motioned to approve Mark Onesi as the Chairman of the Board; Mr. McCabe seconded the motion. The motion passed.

7.2 Election of Officers

At this time, Chairman Onesi set forth a proposed slate of officers for the NCIDA, NCDC, and the NADC as below:

7.2.1	First Vice Chairperson	Kevin McCabe
7.2.2	Second Vice Chairperson	Jason Krempa
7.2.3	Secretary	William L. Ross
7.2.4	Assistant Secretary	Scott Bridges
7.2.5	Treasurer	Susan Langdon

Hearing no other nominations, Mr. Onesi then requested that the Secretary cast one vote for each officer set forth above.

7.3 Appointment of Committee Members and Committee Chairpersons

Chairman Onesi then appointed the following Committee Members and Chairpersons.

7.3.1 Finance & Audit Committee

Chairperson Kevin McCabe
Robert B. Cliffe
Scott Brydges

7.3.2 Governance Committee

Chairperson, William L. Ross
Clifford Scott
Maria Lopez

7.3.3 NCDC Loan/Micro Grant Committee

Mark Onesi, NCIDA Board Chairman
Jason Krempa, NCIDA Board Member
Michael Taylor, Pursuit Lending
Vacancy, Accountant
Eric C. Tudor, Coldwell Bank Meridian
Kevin McMullen, Small Business Owner
Susan Langdon, NCIDA Executive Director

7.3.4 Cataract Tourism Fund Committee

Honorable Robert G. Ortt, NYS Senator – 62nd District
Honorable Angelo J. Morinello, NYS Assembly – 145th District
Mayor Robert Restaino, City of Niagara Falls
Mark Onesi, NCIDA Chairman
William L. Ross, NCIDA Board Member
Paul Brown, President, NC Building Trades Council
Susan C. Langdon, NCIDA Executive Director

7.4 Ratify Board Meeting Dates/Time

7.4.1 Second (2nd) Wednesday of the Month

Mr. Onesi stated the regular meeting day and time. Mr. Krempa made motion to accept the regular Board Meeting dates, seconded by Mr. McCabe; the motion passed.

7.5 Reaffirm Committee Charters

7.5.1 Finance & Audit Committee Charter

Mr. Gabriele stated the Finance & Audit Committee has recommended the reaffirmation of the Finance & Audit Committee Charter.

Mr. Krempa made a motion to accept the charter, Mr. Brydges seconded the motion. The motion passed.

7.5.2 Governance Committee Charter

Mr. Gabriele stated the Governance Committee has recommended the reaffirmation of the Governance Committee charter.

Mr. Cliffe made a motion to accept the charter, Mr. Krempa seconded the motion. The motion passed.

7.6 Reaffirm Mission Statement

Mr. Gabriele stated the Mission Statement has not changed in the last year.

Mr. Krempa made a motion to reaffirm the Mission Statement; Mr. Brydges seconded the motion. The motion passed.

7.7 Reaffirm Uniform Tax Exempt Policy

Mr. Gabriele explained the Board must annually reaffirm the Uniform Tax Exempt Policy.

Mr. Krempa made a motion to reaffirm the Uniform Tax Exempt Policy, Mr. Scott seconded the motion. The motion passed.

7.8 Niagara Industrial Incubator Associates (“NIIA”)

7.8.1 Appointment of Susan Langdon

Mr. Gabriele explained that this is an appointment by Chairman Onesi for the NIIA reappointment of Susan Langdon to represent the Agency’s interest as a partner with the NFTA.

7.9 Niagara Industrial Incubator Company (“NIIC”)

Mr. Gabriele explained that this is an appointment by Chairman Onesi for the NIIC reappointment of Susan Langdon to represent the Agency’s interest as a partner with the NFTA for the property on Niagara Falls Boulevard.

7.10 Niagara Economic Development Fund (“NEDF”)

7.10.1 Appointment of Susan Langdon

Mr. Gabriele explained that this is an appointment by Chairman Onesi for the NEDF reappointment of Susan Langdon to which the Agency as the Administrator and Trustee of that Fund.

7.11 Risk Assessment and Risk Management Letter

Mr. Dudley advised that a Risk Assessment and Management letter was provided to the Board as an annual disclosure requirement with PARIS reporting.

Mr. Ross made a motion to accept the Risk Assessment and Risk Management letter; Mr. McCabe seconded the motion. The motion passed.

7.12 NCIDA Real Property Assessment

Mr. Dudley advised that an NCIDA Real Property Assessment was provided to the Board as an annual disclosure requirement with PARIS reporting.

Mr. McCabe made a motion to accept the Real Property Assessment; Mr. Brydges seconded the motion. The motion passed.

7.13 Annual Investment Reports

Mr. Dudley stated that Annual Investment Reports for NCIDA, NCDC, and NADC were provided to the Board as an annual disclosure requirement with PARIS reporting.

Mr. Scott made a motion to accept the Annual Investments Reports; Ms. Cliffe seconded the motion. The motion passed.

7.14 Reaffirm Administrative Policies for 2022

Mr. Gabriele explained the Board must reaffirm the Administrative Policies as required by PAAA. No changes have been made to these policies since last year.

Mr. Ross made a motion to reaffirm the Administrative Policies for 2022; Mr. McCabe seconded the motion. The motion passed.

7.15 2022 Annual Report Summaries

Mr. Gabriele noted the NCIDA, NCDC, and the NADC Annual Report Summaries for 2021 were included in the Board packet for review.

Motion to accept the annual report summaries was made by Mr. Krempa, seconded by Mr. Brydges. The motion passed.

7.16 2022 Annual Measurement Reports

Mr. Gabriele stated the NCIDA, NCDC, and NADC Annual Measurement Reports for 2021 were included in the Board packet for review.

Motion to accept the annual measurement reports was made by Mr. Brydges, seconded by Mr. Cliffe. The motion passed.

8.0 Unfinished Business

8.1 Niacet Corporation

Ms. Klyczek stated that a Public Hearing was held February 27, 2023 at 2:00 p.m. at the Niagara Falls City Hall, 745 Main Street, Room 117, Niagara Falls, New York 14302. She added that the Mayor did follow up in support of this project.

8.1.1 Final Resolution

RESOLUTION OF THE NIAGARA COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) UNDERTAKE A CERTAIN PROJECT FOR THE BENEFIT OF NIACET CORPORATION AND/OR AN INDIVIDUAL(S) OR AFFILIATE, SUBSIDIARY, OR ENTITY FORMED OR TO BE FORMED ON ITS BEHALF (AS MORE FULLY DEFINED BELOW); (ii) DETERMINE THAT THE PROJECT WILL NOT HAVE A SIGNIFICANT EFFECT ON THE ENVIRONMENT; (iii) NEGOTIATE AND EXECUTE A LEASE AGREEMENT, LEASEBACK AGREEMENT, PAYMENT-IN-LIEU-OF-TAX AGREEMENT, PILOT MORTGAGE AND RELATED DOCUMENTS: AND (iv) PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT, (B) PARTIAL ABATEMENT OF REAL PROPERTY TAXES RELATED TO THE PROJECT; AND (C) A MORTGAGE RECORDING TAX EXEMPTION FOR THE MORTGAGE RELATED TO THE PILOT AGREEMENT.

Mr. Ross made a motion to approve the Final Resolution; Mr. McCabe seconded the motion.

The question of the approval of the Resolution as duly put to a vote on roll call, which resulted as follows:

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Kevin McCabe	x			
William L. Ross	x			
Maria V. Lopez				x
Robert Cliffe	x			
Scott Brydges	x			
Clifford Scott	x			
Jason Krempa	x			
Mark Onesi	x			

The Resolution was thereupon duly adopted.

8.2 Peak Development Partners, LLC

Ms. Klyczek stated that a Public Hearing was held February 28, 2023 at 2:00 p.m.at the City of North Tonawanda City Hall, 216 Payne Avenue, North Tonawanda, NY 14120. Mayor Tylec was in attendance, there were no comments made.

8.2.1 Final Resolution

RESOLUTION OF THE NIAGARA COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) UNDERTAKE A CERTAIN PROJECT FOR THE BENEFIT OF PEAK DEVELOPMENT PARTNERS, LLC AND/OR AN INDIVIDUAL(S) OR AFFILIATE, SUBSIDIARY, OR ENTITY FORMED OR TO BE FORMED ON ITS BEHALF (AS MORE FULLY DEFINED BELOW); (ii) DETERMINE THAT THE PROJECT WILL NOT HAVE A SIGNIFICANT EFFECT ON THE ENVIRONMENT; (iii) NEGOTIATE AND EXECUTE A LEASE AGREEMENT, LEASEBACK AGREEMENT, PAYMENT-IN-LIEU-OF-TAX AGREEMENT, PILOT MORTGAGE AND RELATED DOCUMENTS: AND (iv) PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT, (B) A MORTGAGE RECORDING TAX EXEMPTION FOR THE FINANCING RELATED TO THE PROJECT; AND (C) A PARTIAL ABATEMENT OF REAL PROPERTY TAXES RELATED TO THE PROJECT, AND (D) A MORTGAGE RECORDING TAX EXEMPTION FOR THE MORTGAGE RELATED TO THE PILOT AGREEMENT.

Mr. Krempa made a motion to approve the Final Resolution; Mr. Scott seconded the motion.

The question of the approval of the Resolution as duly put to a vote on roll call, which resulted as follows:

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Kevin McCabe	x			
William L. Ross	x			
Maria V. Lopez				x
Robert Cliffe	x			
Scott Brydges	x			
Clifford Scott	x			
Jason Krempa	x			
Mark Onesi	x			

The Resolution was thereupon duly adopted.

8.3 Chase Commons LLC

Ms. Klyczek stated that there was a Public Hearing on March 1, 2023 at 2:00 p.m. at Lockport City Hall, One Locks Plaza, Lockport, NY 14094. There were no comments made.

8.3.1 Final Resolution

RESOLUTION OF THE NIAGARA COUNTY INDUSTRIAL DEVELOPMENT AGENCY (i) UNDERTAKE A CERTAIN PROJECT FOR THE BENEFIT OF CHASE COMMONS LLC AND/OR AN INDIVIDUAL(S) OR AFFILIATE, SUBSIDIARY, OR ENTITY FORMED OR TO BE FORMED ON ITS BEHALF (AS MORE FULLY DEFINED BELOW); (ii) DETERMINE THAT THE PROJECT WILL NOT HAVE A SIGNIFICANT EFFECT ON THE ENVIRONMENT; (iii) NEGOTIATE AND EXECUTE A LEASE AGREEMENT, LEASEBACK AGREEMENT, PAYMENT-IN-LIEU-OF-TAX AGREEMENT, PILOT MORTGAGE AND RELATED DOCUMENTS: AND (iv) PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT, (B) A MORTGAGE RECORDING TAX EXEMPTION FOR THE FINANCING RELATED TO THE PROJECT; AND (C) A PARTIAL ABATEMENT OF REAL PROPERTY TAXES RELATED TO THE PROJECT, AND (D) A MORTGAGE RECORDING TAX EXEMPTION FOR THE MORTGAGE RELATED TO THE PILOT AGREEMENT.

Mr. McCabe made a motion to approve the Final Resolution; Mr. Brydges seconded the motion.

The question of the approval of the Resolution as duly put to a vote on roll call, which resulted as follows:

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Kevin McCabe	x			
William L. Ross	x			
Maria V. Lopez				x
Robert Cliffe	x			
Scott Brydges	x			
Clifford Scott	x			
Jason Krempa	x			
Mark Onesi	x			

The Resolution was thereupon duly adopted.

9.0 New Business

9.1 Prospect Pointe Hotel LLC

Mr. Gabriele stated that Prospect Pointe Hotel LLC has submitted an application to the agency requesting an Assignment and Assumption of an existing project in Niagara Falls currently owned by Maid of the Mist Hospitality LLC. He noted the Pilot has a short time left, however, it is the Agency’s understanding that Prospect Point Hotel LLC is assuming responsibility.

9.1.1 Assignment and Assumption

RESOLUTION OF THE NIAGARA COUNTY INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE ASSIGNMENT OF AND ASSUMPTION OF THE MAID OF THE MIST HOSPITALITY, LLC PROJECT TO PROSPECT POINTE HOTEL LLC INCLUDING THE ORIGINAL LEASE, LEASEBACK, PILOT AGREEMENT, TOGETHER WITH ALL ASSOCIATED DOCUMENTS RELATING TO THE FACILITY CURRENTLY RECEIVING BENEFITS FROM THE AGENCY.

Mr. Krempa made a motion to approve the Assignment and Assumption; Mr. Cliffe seconded the motion. The motion passed.

The question of the approval of the Resolution as duly put to a vote on roll call, which resulted as follows:

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Kevin McCabe	x			
William L. Ross	x			
Maria V. Lopez				x
Robert Cliffe	x			
Scott Brydges	x			
Clifford Scott	x			
Jason Krempa	x			
Mark Onesi	x			

The Resolution was thereupon duly adopted.

9.2 Cataract Grant Fund

9.2.1 Hammer & Crown BC

Ms. Klyczek stated that the Cataract Grant Fund Committee met on March 7, 2023, and unanimously supported the Hammer & Crown Brewpub. The company will be a full service brewpub and restaurant located on 3rd Street. The total project cost is \$220,000, the company is requesting \$33,000. The bar and dining area will be removed and furnished with new booths, tables, stools, fixtures, and an alarm system. They will also be adding an outdoor patio space that will be home to a beer garden with communal seating. Following the meeting, the Mayor did submit a statement of support for this project.

9.2.1 Hammer & Crown BC

RESOLUTION AUTHORIZING A GRANT TO THE HAMMER & CROWN BREWING COMPANY RELATING TO A FULL- SERVICE BREW PUB PROJECT

Mr. Ross made a motion to approve the Cataract Fund Grant Request; Mr. McCabe seconded the motion. The motion passed.

The question of the approval of the Resolution as duly put to a vote on roll call, which resulted as follows:

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Kevin McCabe	x			
William L. Ross	x			
Maria V. Lopez				x
Robert Cliffe	x			
Scott Brydges	x			
Clifford Scott	x			
Jason Krempa	x			
Mark Onesi	x			

The Resolution was thereupon duly adopted.

9.2.2 TM Montante Development

Ms. Klyczek stated that the Cataract Fund Grant Committee met on March 7, 2023, to discuss the TM Montante Development Project. The project includes re-development of existing buildings with a single user, Radio Niagara, as the tenant at 500 3rd Street. The project will contain ground floor restaurant, bar, and game space, as well as a second story boutique hotel and conference space. The total project cost is \$6,434,064. The eligible project cost is \$6,284,064, the amount requested is \$942,609. The committee did support the project requesting that in 6 months, TM Montante come back and update the committee with respect to the remainder of the cost that are yet to be identified.

9.2.2 TM Montante Development

RESOLUTION AUTHORIZING A GRANT TO THE TM MONTANTE DEVELOPMENT LLC ON BEHALF OF ITSELF AND/OR AN ENTITY FORMED OF TO BE FORMED RELATING TO THE ESTABLISHMENT A RADIO NIAGARA DESTINATION PROJECT

Mr. Scott made a motion to approve the Cataract Fund Grant Request; Mr. Krempa seconded the motion. The motion passed.

The question of the approval of the Resolution as duly put to a vote on roll call, which resulted as follows:

	<u>Yea</u>	<u>Nay</u>	<u>Abstain</u>	<u>Absent</u>
Kevin McCabe	x			
William L. Ross	x			
Maria V. Lopez				x
Robert Cliffe	x			
Scott Brydges	x			
Clifford Scott	x			
Jason Krempa	x			
Mark Onesi	x			

The Resolution was thereupon duly adopted.

10.0 Agency Counsel

There were no comments from agency counsel at this time

11.0 Information Items

There were no information items at this time.

12.0 Any Other Matters the Board Wishes to Discuss

There were no matters that the Board wished to discuss.

13.0 Next Regular NCIDA/NCDC/NADC Meeting:

DATE: April 12, 2023
TIME: ** 9:00 a.m. **
PLACE: Niagara County Center for Economic Development

14.0 Adjournment

Mr. Onesi made a motion to adjourn; Mr. Ross seconded the motion. He meeting adjourned at 9:30 a.m.

Respectfully Submitted: Reviewed By: Approved By:

Julie Lamoreaux
Administrative Assistant

Susan C. Langdon
Executive Director

William L. Ross
Secretary