

Niagara County Industrial Development Agency

Niagara County Center for Economic Development • 6311 Inducon Corporate Drive, Ste. 1 • Sanborn, NY 14132

NCIDA/NCDC/NADC FINANCE & AUDIT COMMITTEE AGENDA

Date: Wednesday, March 10, 2021

Time: 8:00 a.m.

Place: Niagara County Center for Economic Development

6311 Inducon Corporate Drive

Sanborn, NY 14132

via conference call 716-439-7740 enter 8763# and pin 1234#

NCIDA Finance & Audit Committee Members:

_____ Kevin McCabe, Chairperson

_____ William L. Ross

_____ Scott Brydges

Copies to:

_____ Mark Onesi

_____ Jerald I. Wolfgang

_____ Clifford Scott

_____ Robert B. Cliffe

_____ Mary Lynn Candella

_____ Jason Krempa

_____ Susan Langdon, Executive Director

_____ Andrea Klyczek, Assistant Director

_____ Michael S. Dudley, Finance Manager

_____ Caroline Caruso, Accounting Associate

_____ Susan Barone, Project Manager

_____ Mark J. Gabriele, Agency Counsel

Due to the Novel Coronavirus (COVID-19) Emergency and State and Federal bans on large meetings or gatherings and pursuant to Governor Cuomo's Executive Order 220.1 issued on March 12, 2020 suspending the Open Meetings Law, the Niagara County Industrial Development Agency, the Niagara County Development Corporation and the Niagara Area Development Corporation ("Agency") Board and Committee Meetings scheduled for March 10, 2021 will be held electronically via conference call. Members of the public may listen to the Board meeting by logging into the meeting using number 716-439-7740 enter 8763# and pin 1234#. Minutes of the Board Meeting will be transcribed and posted on the Agency's website.

1.0 Meeting Called to Order - K. McCabe

2.0 Roll Call – S. Barone

3.0 Approval Finance & Audit Committee Meeting Minutes - K. McCabe

3.1 February 10, 2021

4.0 NCIDA Finance & Audit Committee Reports

4.1 Audit Report – *Lumsden & McCormick, CPAs*

4.2 Agency Payables – *K. McCabe*

4.3 MTD and YTD Budget Variance Report – *K. McCabe*

4.4 Project Closing Summary Report – *M. Gabriele*

5.0 Reaffirm Finance & Audit Committee Charter – *K. McCabe*

6.0 Adjournment – *K. McCabe*

NCIDA/NCDC/NADC AUDIT/FINANCE COMMITTEE MEETING MINUTES

Date: Wednesday, February 10, 2021
Time: 8:45 a.m.
Place: Niagara County Center for Economic Development
Conference Call 439-7740

NCIDA/NCDC/NADC Audit/Finance Committee Members:

Kevin McCabe, Chairperson	Present
William L. Ross, Member	Present
Scott Brydges, Member	Excused

Other Board Members Present:

Mark Onesi
Robert B. Cliffe
Jason Krempa

Staff Present:

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

1.0 Meeting Called to Order

Mr. McCabe called the meeting to order at 8:45 a.m.

2.0 Roll Call

Ms. Barone called the roll; a quorum was established.

3.0 Approval of Audit Committee Meeting Minutes

3.1 October 21, 2020

Mr. McCabe stated that he had reviewed the meeting minutes and he made a motion for approval; Mr. Ross seconded the motion. The motion passed.

4.0 Agency Payables

4.1 November 2020

Mr. McCabe stated that he reviewed the monthly payables and he made a motion to recommend approval of the Payables to the Board Members at the Regular Board Meeting; Mr. Ross seconded the motion. The motion passed.

4.2 December 2020

Mr. McCabe stated that he reviewed the monthly payables and he made a motion to recommend approval of the Payables to the Board Members at the Regular Board Meeting; Mr. Ross seconded the motion. The motion passed.

4.3 January 2021

Mr. McCabe stated that he reviewed the monthly payables and he made a motion to recommend approval of the Payables to the Board Members at the Regular Board Meeting; Mr. Ross seconded the motion. The motion passed.

5.0 MTD and YTD Budget Variance Reports

5.1 November 2020

Mr. McCabe stated that he reviewed the reports and he made a motion to recommend approval of the Payables to the Board Members at the Regular Board Meeting; Mr. Ross seconded the motion. The motion passed.

5.2 December 2020

Mr. McCabe stated that he reviewed the reports and he made a motion to recommend approval of the Payables to the Board Members at the Regular Board Meeting; Mr. Ross seconded the motion. The motion passed.

5.3 January 2021

Mr. McCabe stated that he reviewed the reports and he made a motion to recommend approval of the Payables to the Board Members at the Regular Board Meeting; Mr. Ross seconded the motion. The motion passed.

6.0 Project Closing Summary Report

Mr. Gabriele reported that the Vincent Properties project in the City of Lockport closed and they also entered into a host community agreement with the City of Lockport. It seems all parties are happy with the results. The company thanks the agency for all their help and support in regards to the project.

As far as the Stavatti project, we executed the documents the end of December, but we are waiting for approval and release of the documents for purposes of closing the transaction. Mr. Gabriele stated he had been in contact with them on a weekly basis and yesterday advised them that there is a March 1st tax status deadline here in Niagara County.

He explained that it has been a policy of the Agency that we will not close any project any day after 10 to 12 days from the end of the month because if we miss any required recordings and services on these projects, it can be a detrimental effect on the project itself and come back at counsel and the agency because judicial intervention, putting it as if it was served before that time does not work.

Mr. Gabriele informed them they have until February 18th. A majority of the documents will have to be redone because there is certain timing required for service on the state and local level based on the execution date. As of yesterday, they do believe it will close by the 18th of February. The company did receive a fairly substantial allocation of power for the project. However, as with agency benefits and the power benefits, unless they build it and use it, they do not get the benefits.

7.0 Adjournment

Hearing no other comments, Mr. McCabe made a motion, seconded by Mr. Ross to adjourn the meeting. The meeting adjourned at 8:54 a.m.

Respectfully Submitted:

Reviewed by:

Susan L. Barone
Project manager

Susan C. Langdon
Executive Director

Niagara County Industrial Devel. Agency
Check Register
For the Period From Feb 1, 2021 to Feb 28, 2021

Filter Criteria includes: Report order is by Date.

Check #	Date	Payee	Cash Account	Amount
29194	2/2/21	360 PSG.com	10001.100	60.00
29195	2/2/21	Cintas Corporation LOC. 067P	10001.100	87.64
29196	2/2/21	County of Niagara	10001.100	50.58
29197	2/2/21	Gabriele & Berrigan, P.C.	10001.100	25,133.20
29198	2/2/21	THE HARTFORD	10001.100	211.89
29199	2/2/21	M&T Bank	10001.100	181.96
29200	2/2/21	National Grid	10001.100	545.51
29201	2/2/21	Niag Cnty Dept of Economic Development	10001.100	58.62
29202	2/2/21	Pitney Bowes Global Financial Services	10001.100	189.42
29203	2/9/21	Gabriele & Berrigan, P.C.	10001.100	5,000.00
29204	2/9/21	Professional Janitorial Services, Inc.	10001.100	793.17
29205	2/9/21	H. SICHERMAN & CO., INC.	10001.100	1,658.50
2006	2/9/21	Aquarium of Niagara	10660.100	370,000.00
2/11/21	2/11/21	PAYCHEX, INC.	10001.100	67.35
2/12/21	2/12/21	NYS DEFERRED COMPENSATION PLAN	10001.100	932.03
29206	2/17/21	CoStar Realty Information, Inc.	10001.100	217.31
29207	2/17/21	County of Niagara	10001.100	1,022.00
29208	2/17/21	Independent Health	10001.100	1,998.27
29209	2/17/21	PURCHASE POWER	10001.100	150.00
29210	2/17/21	SAM'S CLUB/SYNCHRONY BANK	10001.100	58.82
29211	2/24/21	Gabriele & Berrigan, P.C.	10001.100	2,340.00
29212	2/24/21	Guardian	10001.100	227.46
29213	2/24/21	International Economic Dev. Council	10001.100	660.00
29214	2/24/21	Niagara Gazette Lockport Union Sun	10001.100	205.98
29215	2/24/21	STAPLES CONTRACT & COMMERCIAL	10001.100	38.01
2/25/21	2/25/21	PAYCHEX, INC.	10001.100	60.90
2/26/21	2/26/21	NYS DEFERRED COMPENSATION PLAN	10001.100	875.03
Total				412,823.65

NCIDA - MTF - Operating Fund
Check Register
For the Period From Feb 1, 2021 to Feb 28, 2021

Filter Criteria includes: Report order is by Date.

Check #	Date	Payee	Cash Account	Amount
2981	2/2/21	Niagara Falls Water Board	10001.600	358.16
2982	2/9/21	National Grid	10001.600	21.02
2983	2/17/21	VERIZON	10001.600	120.60
Total				499.78

NCIDA VIP-MTF Operating
Check Register
For the Period From Feb 1, 2021 to Feb 28, 2021

Filter Criteria includes: Report order is by Date.

Check #	Date	Payee	Cash Account	Amount
4461	2/2/21	H.W.BRYK & SONS, INC.	10001.600	364.55
4462	2/2/21	DAVIS-ULMER Sprinkler Co.	10001.600	1,887.00
4463	2/2/21	Frontier	10001.600	184.68
4464	2/2/21	National Grid	10001.600	288.47
4465	2/9/21	National Grid	10001.600	80.84
4466	2/9/21	Professional Janitorial Services, Inc.	10001.600	219.42
4467	2/17/21	Edwards Vacuum, LLC	10001.600	485.00
4468	2/17/21	Modern Disposal Services, Inc.	10001.600	164.10
4469	2/17/21	County of Niagara	10001.600	574.66
4470	2/17/21	Town of Wheatfield	10001.600	46.90
Total				<u>4,295.62</u>

NCDC - CDBG/HUD - RLF
Check Register
For the Period From Feb 1, 2021 to Feb 28, 2021

Filter Criteria includes: Report order is by Date.

Check #	Date	Payee	Cash Account	Amount
181	2/24/21	Niagara Gazette Lockport Union Sun	10200-300	<u>190.20</u>
Total				<u><u>190.20</u></u>

Niag. Cnty Dev. Corp. - Micro RLF
Check Register
For the Period From Feb 1, 2021 to Feb 28, 2021

Filter Criteria includes: Report order is by Date.

Check #	Date	Payee	Cash Account	Amount
2040	2/2/21	Gabriele & Berrigan P.C.	10004.400	<u>183.20</u>
Total				<u><u>183.20</u></u>

NIAG ECONOMIC DEV FUND
Check Register
For the Period From Feb 1, 2021 to Feb 28, 2021

Filter Criteria includes: Report order is by Date.

Check #	Date	Payee	Cash Account	Amount
1324	2/24/21	Gabriele & Berrigan P.C.	10000-200	<u>195.00</u>
Total				<u><u>195.00</u></u>

Niagara Industrial Incubator Associates
Check Register
For the Period From Feb 1, 2021 to Feb 28, 2021

Filter Criteria includes: Report order is by Date.

Check #	Date	Payee	Cash Account	Amount
1168	2/2/21	H.W. Bryk & Sons, Inc.	10000.100	220.00
1169	2/2/21	National Fuel	10000.100	142.85
1170	2/2/21	Niagara Falls Water Board	10000.100	602.42
1171	2/9/21	National Grid	10000.100	437.03
1172	2/24/21	Gabriele & Berrigan, P.C.	10000.100	390.00
Total				1,792.30

NIAGARA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

BUDGET VARIANCE REPORT AS OF February 28, 2021

UN-AUDITED STATEMENT FOR INTERNAL MANAGEMENT USE ONLY

	Current Month Actual	Current Month Budget	Year To Date Actual	Year To Date Budget	Year To Date Variance	Total Budget
<u>Operating Revenues</u>						
Project Administrative Fees	\$ 258,750.00	\$ 64,309.00	\$ 341,300.00	\$ 73,231.00	268,069.00	\$ 543,976.00
Project Application Fees	2,250.00	1,000.00	2,250.00	2,000.00	250.00	12,000.00
NEDF RLF Administrative Fee	4,166.67	4,166.67	8,333.34	8,333.34	0.00	50,000.00
Administrative Fees - Other	7,400.00	7,400.00	7,400.00	7,400.00	0.00	42,668.00
Interest Earnings	97.43	148.92	207.48	297.84	(90.36)	1,787.00
Training Room Income	0.00	11.67	0.00	23.34	(23.34)	140.00
Distrib From Niag. Ind. Suites	0.00	0.00	0.00	0.00	0.00	100,000.00
Distributions From Affiliates	0.00	0.00	0.00	0.00	0.00	80,000.00
Distribution from VIP MTF	0.00	0.00	0.00	0.00	0.00	150,000.00
Total Operating Revenues	272,664.10	77,036.26	359,490.82	91,285.52	268,205.30	980,571.00
<u>Operating Expenses</u>						
Salaries	22,336.16	25,453.92	55,629.67	63,634.80	(8,005.13)	330,901.00
Benefits	2,793.13	3,329.25	5,570.07	6,658.50	(1,088.43)	39,951.00
Retirement Benefits	5,331.42	5,331.42	10,662.84	10,662.84	0.00	63,977.00
Payroll Taxes	1,737.84	1,950.52	4,313.91	4,861.91	(548.00)	25,314.00
Unemployment Taxes	108.51	163.48	247.05	336.63	(89.58)	443.00
Consultants	2,500.00	2,500.00	5,000.00	5,000.00	0.00	30,000.00
Assistant Director	5,412.00	5,412.00	10,824.00	10,824.00	0.00	64,944.00
Legal Services	5,000.00	5,000.00	35,133.20	10,000.00	25,133.20	60,000.00
Accounting Services	6,000.00	6,000.00	6,000.00	6,000.00	0.00	18,900.00
Accounting Services - NADC	1,000.00	1,000.00	1,000.00	1,000.00	0.00	2,000.00
Marketing	937.31	1,833.33	1,214.62	3,666.66	(2,452.04)	22,000.00
Printing	0.00	125.00	0.00	250.00	(250.00)	1,500.00
Office Supplies	38.01	208.33	38.01	416.66	(378.65)	2,500.00
Postage	150.00	68.00	489.42	1,106.00	(616.58)	3,344.00
Telephone & Fax	91.56	91.67	183.12	183.34	(0.22)	1,100.00
Internet Service	123.85	231.67	279.66	463.34	(183.68)	2,780.00
Common Area Charges	680.00	623.08	1,360.00	1,246.16	113.84	7,477.00
Energy	1,418.82	1,524.00	2,986.33	3,306.00	(319.67)	15,140.00
Conference & Travel	59.14	250.00	209.14	500.00	(290.86)	3,000.00
Employee Training	0.00	83.33	0.00	166.66	(166.66)	1,000.00
Insurance Expense	1,480.00	1,580.25	2,960.00	3,160.50	(200.50)	18,963.00
Library & Membership	0.00	87.27	1,585.00	1,672.27	(87.27)	2,545.00
General Office	421.14	824.33	1,011.79	1,648.66	(636.87)	9,892.00
Repairs & Maintenance	847.34	1,188.67	1,782.85	2,377.34	(594.49)	14,264.00
Computer Support	0.00	666.67	0.00	1,333.34	(1,333.34)	8,000.00
Public Hearings	0.00	16.67	0.00	33.34	(33.34)	200.00
Furniture & Equipment Purchase	0.00	166.67	0.00	333.34	(333.34)	2,000.00
Other Expense	0.00	83.33	0.00	166.66	(166.66)	1,000.00
Total Operating Expenses	58,466.23	65,792.86	148,480.68	141,008.95	7,471.73	753,135.00
Net Operating Income/<Loss>	214,197.87	11,243.40	211,010.14	(49,723.43)	260,733.57	227,436.00
<u>Non-Operating Revenue & Expense</u>						
Grant Rev- City NF Initiative	370,000.00	370,000.00	370,000.00	370,000.00	0.00	1,796,250.00
Grant Sub-City NF Initiative	370,000.00	370,000.00	370,000.00	370,000.00	0.00	1,796,250.00
Net Non-Operating Income/<Loss>	0.00	0.00	0.00	0.00	0.00	0.00
Total Net Income/<Loss>	\$ 214,197.87	\$ 11,243.40	\$ 211,010.14	(\$ 49,723.43)	260,733.57	\$ 227,436.00

NIAGARA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

Balance Sheet
February 28, 2021

ASSETS

Current Assets		
Cash - Checking	\$	140,088.87
Petty Cash		300.00
Mmkt Acct. - M&T Bank		1,587,599.14
Cash - First Response		5,134.16
Cash - City of N.F.		827.01
Mmkt Acct. - Cataract Tourism		4,001,888.75
Accts Rec - Public Hearings		1,454.38
Accounts rec. - Fees/Var.		258,750.00
Accounts Rec. EDA - RLF		10,100.33
A/R EDA - RLF 2020 Grant		20,567.72
Due To/From Micro RLF		10,833.29
Accounts Rec - NEDF		8,333.34
Due To/From VIP - MTF		441,272.24
Due From NCDC CDBG/HUD		10,833.42
Due To/Due From NADC		406.56
Due To/From MTF Operating		102,780.95
Prepaid Insurance		<u>16,429.19</u>
 Total Current Assets		 6,617,599.35
Other Assets		
Deferred Outflows		105,908.00
Investment in NHA		<u>342,500.00</u>
 Total Other Assets		 448,408.00
Fixed Assets		
Furniture & Equipment		199,360.75
Furn & Fixtures - Fed purchase		5,861.08
Accum Dep. - Furn & Equip		(198,952.59)
Accum Dep. - F&F Fed Purch		<u>(5,861.00)</u>
 Total Fixed Assets		 408.24
 Total Assets		 <u>\$ 7,066,415.59</u>

LIABILITIES AND NET ASSETS

Current Liabilities		
NYS Retirement W/H 414(H)	\$	250.02
Accrued Retirement		10,662.84
Deferred Rev. - First Repsonse		5,134.16
Def. Rev. - City of N.F.		4,002,715.76
Accounts Payable		22,454.45
Acct. Payable - Niag. County		<u>10,824.00</u>
 Total Current Liabilities		 4,052,041.23
Long-Term Liabilities		
Pension Liability		80,244.00
Deferred Inflows of Resources		<u>30,743.00</u>
 Total Long-Term Liabilities		 <u>110,987.00</u>
 Total Liabilities		 4,163,028.23
Net Assets		
Fund Balance - Operating Fund		2,692,377.22
Net Income		<u>211,010.14</u>
 Total Net Assets		 <u>2,903,387.36</u>
 Total Liabilities & Net Assets		 <u>\$ 7,066,415.59</u>

**Niagara County Industrial
Development Agency
Aged Payables
As of February 28, 2021**

Vendor ID Vendor	Invoice #	Amount Due
CARUSO Caroline M. Caruso	1/5/2021 - 2/25/2021	59.14
cin Cintas Corporation #782	5373064;6653585	87.64
LUM Lumsden & McCormick, LLP	176244 176239	6,000.00 1,000.00
NATGRID National Grid	39004 2/21	518.82
tim Time Warner Cable	Feb 2021	123.85
Report Total		<u>7,789.45</u>

Adjusting Journal Entries

Estimated Jan 2021 Legal Fees	5,000.00
Estimated Feb 2021 Legal Fees	5,000.00
Estimated Jan 2021 Copier usage	250.00
Estimated Feb 2021 Copier usage	250.00
Estimated Jan-Feb 2021 Telephone	60.00
Estimated Feb 2021 Niagara County Electric	300.00
Estimated Feb 2021 Niagara County Gas	600.00
Estimated Feb 2021 Cleaning service	705.00
Estimated Feb 2021 Consulting	2,500.00
	<u>22,454.45</u>

NIAGARA COUNTY INDUSTRIAL DEVELOPMENT AGENCY

3/3/2021

**Project Income - 2021
Lease/Lease Back and Bonds**

Closed 2021	Project Type	Total Project Amount	IDA Project Amount	Fees	Application Fee	Amount Received to Date	Date Received	Balance Due	Date Closed
Vincent Properties, Inc.	L/L Back	6,650,000	6,100,000	61,000	1,000	62,000	1/12/21	-	1/4/2021
DLC Diversified Holdings, LLC(Dominick Cili	L/L Back	2,500,000	2,230,000	21,550	1,000	22,550	1/19/21	-	1/14/21
Hotel Niagara Development, LLC	No assistance provided.				1,000	1,000	6/4/18	-	
Olcott Yacht Club Inc.	Sales Tax & Mtg Tax Only	456,000	450,000	0	250	250	2/16/21	-	2/10/21
Stavatti Aerospace Ltd.	L/L Back	25,875,000	25,875,000	258,750	1,000	130,355	3/3/21	129,395	2/18/21

TOTAL				<u>341,300</u>	<u>4,250</u>	<u>216,155</u>		<u>-</u>	
				Fees received in prior year	-	-			
				Total fees received to date in 2021	<u>341,300</u>				
				Total 2021 Budgeted Fees	<u>543,976</u>				
				Balance of Budgeted Fees	<u>202,676</u>				

Projected 2021	Project Type	Total Project Amount	IDA Project Amount	Anticipated Fees	Application Fee	Amount Received to Date	Date Received	Anticipated Balance Due	Inducement Expiration
Merani Hotel Group	Sales Tax Only	22,500,000	20,286,000	75,000	1,000	1,000	3/13/19	75,000	11/30/21
The Niagara Club	L/L Back	3,036,700	2,872,000	28,720	1,000	1,000	1/3/19	28,720	8/31/21
Iskalo 1 East Avenue LLC	L/L Back	6,057,760	4,100,000	41,000	1,000	1,000	7/28/20	41,000	9/30/21
Trek Inc.	Sales Tax Only	8,235,000	6,500,000	65,000	1,000	1,000	2/16/21	65,000	2/28/22
Cerrone Estate Properties, LLC	L/L Back	1,780,000	1,750,000	17,500	1,000	1,000	2/3/21	17,500	2/28/22

TOTAL				<u>227,220</u>	<u>5,000</u>	<u>5,000</u>		<u>227,220</u>	<u>0</u>
TOTAL - Projected Income 2021				<u>568,520</u>	<u>9,250</u>	<u>221,155</u>		<u>227,220</u>	<u>129,395</u>

Projected 2022	Project Type	Total Project Amount	IDA Project Amount	Anticipated Fees	Application Fee	Amount Received to Date	Date Received	Anticipated Balance Due	Inducement Expiration
TOTAL				<u>0</u>	<u>0</u>	<u>0</u>		<u>0</u>	<u>0</u>

* Pending Board Approval

**Cataract Tourism Fund
Grant Program**

Grantee Name	Grant Awards	Outst'd'g Awards	Approval Date	Disbursement Date	Disbursement Amount	Offer Expiration	Project Description
Niagara County Dept. of Economic Development	37,667	0	10/11/2017	1/23/2018	37,667		Feasibility study for Niagara Falls area multi-use facility
Niagara Aquarium Foundation	88,147	0	2/14/2018	7/15/2019	88,147		Jellyfish exhibit and equipment
The Tourism Research Entrepreneurship Center (TReC)	176,600	0	8/8/2018	6/2/2020	176,600		Buildout, audio/visual equipment and network connectivity hardware
Niagara Aquarium Foundation	16,717	0	2/12/2020	10/21/2020	16,717		Renovations to second floor event room
Niagara Falls Center for Tourism LLC	1,000,000	1,000,000	6/12/2019	To Be Disbursed	0	5/31/2021	Construction of an indoor family entertainment center and outdoor improvements
Red Star Builders, LLC (The Niagara Club)	523,250	523,250	7/10/2019	To Be Disbursed	0	11/30/2020	Rooftop bar and lounge, banquet space, virtual entertainment lounge & Spot Coffee
Niagara Aquarium Foundation	370,000	0	8/14/2019	2/9/2021	370,000		Interactive touch pools adjacent to main entrance of the Aquarium
The Center for Kashmir, Inc.	273,000	273,000	8/12/2020	To Be Disbursed	0	8/31/2021	Renovations to vacant church for a museum of art and culture for kashmir
To Date Sub-Total	2,485,381	1,796,250			689,131		
Grant Fund Cash Balance as of 2/28/2021	4,002,715.76						
Less: Outstanding Awards	(1,796,250.00)						
Available for awarding grants	2,206,465.76						
Grant Fund Balance	-						
Grant Funding from NYS 11/22/2016	1,600,000.00						
Grant Funding from NYS 10/16/2017	1,440,000.00						
Grant Funding from NYS 10/12/2018	1,600,000.00						
Bank Interest	51,890.02						
Bank Fees	(43.26)						
Grant Disbursements	(689,131.00)						
Grant Fund Balance	4,002,715.76						

NIAGARA COUNTY INDUSTRIAL DEVELOPMENT AGENCY ("NCIDA")

FINANCE & AUDIT COMMITTEE CHARTER

This Charter shall also serve as the charter for the Financial & Audit Committee of the Niagara County Industrial Development Agency ("Agency"), upon approval by the Board of the corporation.

ARTICLE I Core Functions

The core functions of the Financial & Audit Committee are set forth include: (i) providing assistance to members of the Agency in fulfilling their fiduciary responsibilities relating to accounting, reporting and regulatory compliance practices; (ii) maintaining, by way of regularly scheduled meetings, a direct line of communication between the members of the Agency and the Agency's independent accountants and auditors to provide for exchanges of views and information; (iii) maintaining, as appropriate, a direct line of communication between the members of the Agency and the governmental authorities having audit authority or fiscal oversight of the Agency; (iv) approving the budget of the Agency for submission to the Board; (v) approving and/or directing the transfers of moneys under the budget; and (vi) recommending to the Board the level of cash reserves and the level of fund balances of the Agency.

ARTICLE II Composition

Members of the Financial & Audit Committee shall be appointed in accordance with the Bylaws. The Board shall designate one member of the Financial & Audit Committee to serve as chair of the Financial & Audit Committee. Each member of the Financial & Audit Committee shall serve for a term of one (1) year and until his or her successor shall be appointed and qualified.

At least three members of the Financial & Audit Committee must be an "independent member" within the meaning of, and to the extent required by, Section 2825 of the New York Public Authorities Law, as amended from time to time. Financial & Audit Committee members shall be prohibited from being an employee of the Agency or an immediate family member of an employee of the Agency. Members of the Financial & Audit Committee shall not engage in any private business transactions with the Agency or receive compensation from any private entity that has material business relationships with the Agency, or be an immediate family member or an individual that engages in private business transactions with the Agency or receives compensation from an entity that has material business relationships with the Agency. In addition, Financial & Audit Committee members who are members of the Agency shall comply

with the conflict of interest provisions applicable to public officers under Article 18 of the New York General Municipal Law.

ARTICLE III Committee Meetings

The Financial & Audit Committee will meet a minimum of twice each calendar year (at least once prior to the commencement of the annual audit process and once after completion of the annual audit process). Additional meetings may be necessary or appropriate to adequately fulfill the obligations and duties outlined in this Charter. All committee members are expected to attend each meeting, in person or via videoconference. The Financial & Audit Committee may invite other individuals, such as members of management, auditors or other technical experts to attend meetings and provide pertinent information, as necessary.

Meeting notices and agendas will be prepared for each meeting and provided to Financial & Audit Committee members by electronic or regular mail at least five (5) days in advance of the scheduled meeting. A quorum of the Finance & Audit Committee shall consist of a majority of the members then serving on the Finance & Audit Committee. The affirmative vote of a majority of the members then serving on the Finance & Audit Committee shall constitute an act of the Financial & Audit Committee. Minutes of all meetings shall be recorded by the Secretary or any Assistant Secretary of the Agency. All meetings shall comply with the requirements of the Open Meetings Law.

ARTICLE IV Committee Responsibilities

The Finance & Audit Committee shall have responsibilities related: (a) the independent auditor and annual financial statements; (b) oversight of management's internal controls, compliance and risk assessment practices; (c) special investigations and whistleblower policies; (d) miscellaneous issues related to the financial practices of the Agency; and (e) shall review proposals for the issuance of debt by the Agency and make recommendations regarding such proposed debt issuance.

A. Independent Auditors and Financial Statements

The Finance & Audit Committee shall:

- (i) Recommend to the Board the hiring of independent auditors, establish the compensation to be paid to the auditors retained by the Agency and provide oversight of the audit services provided by the independent auditor.
- (ii) Establish procedures for the engagement of the independent auditor to provide permitted audit services. The Agency's independent auditor shall be prohibited from providing non-audit services unless having received previous written approval from the Finance & Audit Committee. Non-

audit services include tasks that directly support the Agency's operations, such as (a) bookkeeping or other services related to the accounting records or financial statements of the Agency; (b) financial information systems design and implementation; (c) appraisal or valuation services, fairness opinions, or contribution-in-kind reports; (d) actuarial services; (e) internal audit outsourcing services; (f) management functions or human resource services; (g) broker or dealer, investment advisor, or investment banking services; and (h) legal services and expert services unrelated to the audit function.

- (iii) Review and approval the Agency's audited financial statements, associated management letter and all other auditor communications.
- (iv) Review significant accounting and reporting issues, including complex or unusual transactions and management decisions, and recent professional and regulatory pronouncements, and understand their impact on the financial statements of the Agency.
- (v) Meeting with the Agency's independent auditor at least annually to discuss the financial statements of the Agency, and on an as-needed basis to discuss any significant issues that may have surfaced during the course of the audit.
- (vi) Review and discuss any significant risks reported in the independent audit findings and recommendations and assess the responsiveness and timeliness of management's follow-up activities pertaining to the same.

B. Internal Controls, Compliance and Risk Assessment

The Finance & Audit Committee shall review management's assessment of the effectiveness of the Agency's internal controls and review the actions taken by management on the independent accountants' and auditors' suggestions for correcting weaknesses, if any, in the Agency's internal controls, regulatory compliance, organizational structure and operations, and if applicable, any weaknesses noted.

C. Special Investigations

The Finance & Audit Committee shall:

- (i) Ensure that the Agency has an appropriate confidential mechanism for individuals to report suspected fraudulent activities, allegations of corruption, fraud, criminal activity, conflicts of interest or abuse by the directors, officers or employees of the Agency or any persons having business dealings with the Agency or breaches of internal control.
- (ii) Develop procedures for the receipt, retention, investigation and/or referral of complaints concerning accounting, internal controls and auditing.

- (iii) Request and oversee special investigations as needed and/or refer specific issues to the Board or appropriate committee of the Board for further investigation.

D. Other Responsibilities

The Finance & Audit Committee shall obtain information and training needed to enhance the committee members' understanding of the role of the independent auditor, the risk management process, internal controls and a certain level of familiarity in financial reporting standards and processes.

E. Debt Issuance

The Finance & Audit Committee shall review proposals for the issuance of debt and make recommendations regarding such proposed debt issuance.

ARTICLE V
Committee Reports

The Finance & Audit Committee shall:

- A. Report its actions and recommendations to the Board at each regular meeting of the Board following a meeting of the Finance & Audit Committee and when otherwise requested by the Board;
- B. Report to the Board, at least annually, regarding any proposed changes to this Charter;
- C. Provide a self-evaluation of the Finance & Audit Committee's functions to the Board on an annual basis; and
- D. Report to the Board on a periodic basis, at least annually, the findings of its independent auditors. These reports shall include careful consideration of the actions taken by management on the independent auditors' suggestions for correcting weaknesses, if any, in the Agency's internal controls, regulatory compliance, organizational structure and operations. These reports may include the adequacy of the audit effort by the Agency's independent auditors, the financial and regulatory compliance reporting decisions of management, the adequacy of disclosure of information essential to a fair presentation of the financial affairs and regulatory compliance efforts of the Agency, and the organization and quality of the Agency's system of management and internal accounting controls.

ARTICLE VI
Amendments

This Charter may be amended upon affirmative vote of a majority of the Board of the Agency.