

**Genesee County Economic Development Center
Meeting Agenda**

Thursday, September 1, 2022
Location: 99 MedTech Drive, Innovation Zone

PAGE #	<p>1.0 Call to Order 4:00 pm</p> <p>1.1 Enter Executive Session 4:00 pm Motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105 for the following reasons: 1. The medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation. 2. Discussions regarding proposed, pending or current litigation.</p> <p>1.2 Enter Public Session 4:40pm</p> <p>2.0 Chairperson’s Report & Activities 4:40pm</p> <p>2.1 Upcoming Meetings: Next Scheduled Board Meeting: Thursday, October 6th at 4 p.m. Audit & Finance Committee Meeting; Tuesday, October 4th at 8:30 a.m. STAMP Committee Meeting; Wednesday, October 5th at 8 a.m.</p> <p>2.2 Agenda Additions / Deletions / Other Business **Vote</p> <p>2.3 Minutes: July 21, 2022 and August 4, 2022 **Vote</p> <p>3.0 Report of Management – 4:45pm</p> <p>3.1 NEXgistics – Final Resolution **Vote – C. Suozzi</p> <p>3.2 GLOW With Your Hands Update – C. Suozzi / J. Krencik</p> <p>3.3 Trousdale I and II Consent to Assign **Vote – M. Masse</p> <p>4.0 Audit & Finance Committee – M. Gray 5:00pm</p> <p>4.1 July 2022 Financial Statements **Vote</p> <p>4.2 2023 GCEDC Budget **Vote</p> <p>4.3 Consulting Assistance on Local Labor Reporting **Vote</p> <p>5.0 Governance & Nominating Committee – C. Yunker 5:10pm</p> <p>5.1 Nothing at this time.</p> <p>6.0 STAMP Committee – P. Zeliff 5:10pm</p> <p>6.1 Sale of Topsoil Approval **Vote</p> <p>6.2 Part 182 Permit Preparation and Mitigation Plan **Vote</p> <p>6.3 Phase II Archeological Work **Vote</p> <p>7.0 Employment & Compensation Committee – T. Bender 5:20pm</p> <p>7.1 Nothing at this time.</p> <p>8.0 Housing Committee – P. Battaglia 5:20pm</p> <p>8.1 Nothing at this time.</p> <p>9.0 Other Business 5:20pm</p> <p>9.1 Nothing at this time.</p> <p>10.0 Adjournment 5:20pm</p>
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**GCEDC Board Meeting
Thursday, July 21, 2022
Location: 99 MedTech Drive, Innovation Zone
8:00 AM**

GCEDC MINUTES

Attendance

Board Members: M. Clattenburg, C. Yunker, P. Battaglia, C. Kemp, M. Gray
Staff: M. Masse, S. Hyde, L. Casey, J. Krencik, P. Kennett, C. Suozzi
Guests: A. Walters (Phillips Lytle), M. Fitzgerald (Phillips Lytle)
Absent: P. Zelif, T. Bender

1.0 Call to Order

M. Gray called the meeting to order at 8:04 a.m. in the Innovation Zone.

1.1 Enter Executive Session

P. Battaglia made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 8:04 a.m. for the following reasons:

1. Discussions regarding proposed, pending, or current litigation.

The motion was seconded by C. Yunker and approved by all members present.

1.2 Enter Public Session

P. Battaglia made a motion to enter back into public session at 8:18 a.m., seconded by M. Clattenburg and approved by all members present.

2.0 Chairman's Report & Activities

2.1 Upcoming Meetings:

Next Scheduled Board Meeting: Thursday, August 4th at 3:00 p.m. (*Change in time due to GLOW Corporate Cup*)

Audit & Finance Committee Meeting: Tuesday, August 2nd at 8:30 a.m.

STAMP Committee Meeting: Wednesday, August 3rd at 8:00 a.m.

2.2 Agenda Additions / Deletions / Other Business – Nothing at this time.

3.0 Report of Management

3.1 Nothing at this time.

4.0 Audit & Finance Committee

4.1 Nothing at this time.

5.0 Governance & Nominating Committee – C. Yunker

5.1 Nothing at this time.

6.0 STAMP Committee – P. Zeliff

6.1 SEQR Update Approval – On July 7, 2022 the GCEDC Board tabled the agenda item “SEQR Update Approval” to allow the Tonawanda Seneca Nation additional time to submit comments related to SEQR. To date, no comments were received, and M. Masse stated that it is important to note that comments have been received in the past relative to SEQR updates. The GCEDC has taken a hard look at all potential impacts. Included with the meeting materials, was a detailed memo of the SEQR update. Details are as follows: On March 1, 2012, as Lead Agency under SEQR, the GCEDC Board approved the Findings Statement that concluded the GEIS process for the STAMP project. Since that time, there have been a number of changes to STAMP that weren't anticipated at the time SEQR was completed in 2012, a number of changes were made to the Project including changes to the STAMP master plan including an expansion of the footprint of STAMP, demolition of additional houses along Crosby Road, construction of a new municipal water system to serve the residents of the Town of Alabama, and construction of a new sewer force main to discharge wastewater from STAMP to the Village of Medina wastewater treatment plant, twelve miles north of the STAMP Site, as well as the reroute of on-site powerlines to the western edge of the STAMP Site. In July of 2016 the Agency adopted an Amended Findings Statement to the FGEIS approving the 2016 Project Modifications in accordance with the requirements of the GEIS and SEQR; and in August of 2019, the Agency again considered certain infrastructure modifications to the Project. The Agency circulated a notice of intent to re-establish itself as lead agency pursuant to SEQR; and there were additional Project modifications reviewed in 2019 and 2020 including all actions necessary to undertake the following:

- a) Construction of a wastewater treatment facility (“**WWTF**”) on the STAMP Site within the utility infrastructure area to treat the sanitary wastewater generated by STAMP’s manufacturing and other tenants. The WWTF will not treat the manufacturing tenants’ process wastewater, rather, the tenants will treat their own process wastewaters directly before discharging to the main pump station wet well. The main pump station will then pump the combined flows through a proposed force main (“**Force Main**”) to a new discharge point to be located on Oak Orchard Creek in the Town of Shelby, Orleans County, New York. While the design of the WWTF was updated, the GEIS included an analysis of the impacts for a previous design of a WWTF on the STAMP Site.
- b) Construction of the Force Main which involves the installation of approximately 44,750 linear feet of sanitary force main, metering vaults, and maintenance manholes along the same route as the previously analyzed Medina Force Main. Most of the installation of sewer related infrastructure will be along public roads via a combination of open cut method and directional drill methods. The Force Main will convey up to six (6) million gallons per day (“**MGD**”) of treated wastewater from the STAMP Site to a new discharge in Oak Orchard Creek. In connection with the Agency’s review of the prior WWTF design, the construction of a force main was also considered and analyzed in the STAMP Environmental Record.

- c) A new water main ("**Water Main**") of approximately 23,000 linear feet to be installed along the Lewiston Road right of way between the Genesee County line with Niagara County and the STAMP Site. The new water main will bring up to six (6) MGD of water from the Niagara County Water District ("**NCWD**") to the STAMP Site. The layout of the water main system has been extended; however, the STAMP Environmental Record includes an analysis of the impacts for the construction of a new municipal water system to serve the residents of the Town of Alabama and provide water service to the STAMP Site.

- d) The development of an approximate 20-acre parcel located immediately north of STAMP for the siting of a new substation to service the STAMP Site ("**Substation**"). The landlocked parcel lies between the STAMP Site and a utility corridor which houses the Empire Pipeline and a 345 KV Power Line which will ultimately supply power to STAMP tenants. This parcel is located to the west of the intersection of Lewiston Road (NYS Route 77) and Crosby Road in the Town of Alabama and is bounded by the Empire Pipeline/345 KV Power Line utility corridor to the north, hedgerows to the east and south, and woods and brush to the west. The STAMP Environmental Record includes an analysis of the impacts of minor expansions of the STAMP Site as well as the impacts for the demand for energy for the Project, and potential infrastructure improvements relating to the same.

In August of 2020, the Agency adopted an Amended Findings Statement to the FGEIS approving the 2020 Project Modifications listed above in accordance with the requirements of the GEIS and SEQR; and the Agency has elected to undertake an updated review of the WWTF, Force Main, Substation, and Powerline Reroute ("**Project Infrastructure**") with respect to this additional environmental analysis (the "**2022 SEQR Update**"); and in June of 2022, the Agency circulated a notice of intent to re-establish itself as lead agency pursuant to SEQR for purposes of undertaking the 2022 SEQR Update; and all involved agencies consented, or did not respond and were deemed to have consented, to the Agency acting as lead agency and thus, the Agency has properly been established as the lead agency for purposes of these infrastructure improvements.

To aid the Agency in evaluating what actions are required relative to the Project Infrastructure and all the additional environmental analysis regarding same work to comply with SEQRA pursuant to the STAMP GEIS, the Agency has completed, received and/or reviewed several documents that are available at an online repository. The link was sent out to the Board separately.

After a thorough analysis of the Environmental Information and potential environmental impacts associated with the Project Infrastructure reveals that, while the Project Infrastructure is not addressed or not adequately addressed in the STAMP GEIS, and the Project Infrastructure exceeds thresholds set forth in the STAMP GEIS, the Environmental Information demonstrates that the Project Infrastructure will not result in any potential significant adverse environmental impacts, and this, pursuant to the STAMP GEIS, a Negative Declaration should be prepared pursuant to 6 N.Y.C.R.R. § 617.10(d)(3);

Therefore it is appropriate that the Agency issue a negative declaration pursuant to 6 N.Y.C.R.R. § 617.10(d)(3) for the Project Infrastructure.

Fund commitment: None.

C. Yunker made a motion to accept the SEQR update that results in the issuance of a negative declaration pursuant to 6 6 N.Y.C.R.R. § 617.10(d)(3) for the Project Infrastructure; the motion was seconded by M. Clattenburg. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeliff -	Absent
M. Clattenburg -	Yes	M. Gray -	Yes
C. Kemp -	Yes		

The item was approved as presented.

7.0 Employment & Compensation – T. Bender

7.1 Nothing at this time.

8.0 Housing Committee – P. Battaglia

8.1 Nothing at this time.

9.0 Other Business

9.1 Nothing at this time.

10.0 Adjournment

As there was no further business, C. Yunker made a motion to adjourn at 8:22 a.m., which was seconded by M. Clattenburg and passed unanimously.



**GCEDC Board Meeting
Thursday, August 4, 2022
Location: 99 MedTech Drive, Innovation Room
3:00 PM**

GCEDC MINUTES

Attendance

Board Members: C. Yunker, P. Battaglia, C. Kemp, P. Zeliff
Staff: L. Farrell, M. Masse, S. Hyde, L. Casey, J. Krencik, P. Kennett, C. Suozzi
Guests: G. Torrey (GGLDC Board Member), R. Gaenzle (Harris Beach/Conference Call),
D. Cunningham (GGLDC Board Member), J. Tretter (GGLDC Board Member), S.
Noble-Moag (GGLDC Board Member), T. Felton (GGLDC Board Member), S.
Northman (NEXgistics), C. Potter (NEXgistics) B. Quinn (The Daily News), M.
Fitzgerald (Phillips Lytle/Conference Call), R. Crossen (Town of Alabama
Supervisor)
Absent: M. Gray, M. Clattenburg, T. Bender

1.0 Call to Order

P. Zeliff called the meeting to order at 3:03 p.m. in the Innovation Zone.

Presentation – NEXgistics – Nexgistics is a fast-growing third-party logistics provider specializing in consumer electronics, sporting and outdoor goods, e-bikes and related productions with operations in New York and Nevada.

S. Northman provided an overview of NEXgistics' \$17.6 million project. They plan to build a 140,000 square-foot facility on 30 acres of vacant land in the Town of Pembroke. The company currently leases buildings at two separate western New York locations, and desires to construct a centrally located distribution center and national headquarters at a site suitable for future growth. The company plans to retain the 21 full-time equivalent positions currently employed in NY and add 3 FTEs.

B. Quinn, S. Northman, and C. Potter left the meeting at 3:09 p.m.

M. Fitzgerald joined the meeting at 3:10 p.m.

1.1 Enter Executive Session

C. Yunker made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 3:10 p.m. for the following reasons:

1. The medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation.
2. Discussions regarding proposed, pending, or current litigation.

The motion was seconded by P. Battaglia and approved by all members present.

R. Gaenzle joined the meeting at 3:15 p.m. via conference call.

R. Crossen left the meeting at 3:16 p.m.

M. Fitzgerald left the meeting at 3:42 p.m.

1.2 Enter Public Session

P. Battaglia made a motion to enter back into public session at 3:42 p.m., seconded by C. Yunker and approved by all members present.

2.0 Chairman’s Report & Activities

2.1 Upcoming Meetings:

Next Scheduled Board Meeting: Thursday, September 1st at 4:00 p.m.

Audit & Finance Committee Meeting: Tuesday, August 30th at 8:30 a.m.

STAMP Committee Meeting: Wednesday, August 31st at 8:00 a.m.

C. Yunker briefly left the meeting at 3:42 p.m. With his departure there was no quorum temporarily. Therefore, the Board began to discuss agenda item 3.3 – “Workforce Development Update”, which did not require a vote.

3.3 Workforce Development Update – Included with Board materials was a workforce development update PowerPoint that C. Suozzi developed. He stated that John Jakubowski’s contract ends August 14, 2022 and he plans to retire when it terminates. C. Suozzi also provided an overview of Genesee F.A.S.T. The acronym stands for **F**ood Processing, **A**dvanced Manufacturing, **S**killed Trades and **T**echnicians. Genesee F.A.S.T aims to *unite* groups that have historically worked independently to advance and promote workforce development. The Genesee F.A.S.T. team, championed by C. Suozzi, has representation from GCC/Best Center, the GLOW Workforce Development Board, Genesee Valley BOCES, Rochester Technology & Manufacturing Association, and other partners. They meet monthly and their efforts are seen in the metrics shown on page 34 of the Workforce Development Update PowerPoint.

C. Yunker returned to the meeting at 3:45 p.m.

2.2 Agenda Additions / Deletions / Other Business – Nothing at this time.

2.3 Minutes: July 7, 2022.

C. Yunker made a motion to accept the minutes from July 7, 2022; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeff -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

3.0 Report of Management

3.1 Ivy Village Corp. – Final Resolution – Ivy Village Corp is planning to construct a market-rate adult patio home development on 16 acres in the Village of Le Roy.

The proposed \$3.72 million project is for the construction of the initial 10 duplex residences (20 units total) of a planned three-phase development (60 units total). The first phase buildings will total 35,312 sq. ft.

Ivy Village Corp's proposed project meets the recommendations of recent studies by LaBella Associates and The Rockefeller Institute of Government, which identified housing availability as a critical element to fully realize the benefits of Genesee County's economic development strategy. LaBella Associates reported that 4,800 new units are needed in the next 20 years across multiple sectors, including rental units and single-family homes.

Ivy Village Corp is requesting assistance from the GCEDC in the form of a property tax abatement (\$603,169) using our Market Rate Housing PILOT (20 + Units) schedule which averages 61.5% savings over 20 years, a sales tax abatement (\$172,800), and a mortgage tax exemption (\$29,760).

A public hearing was held on July 26, 2022. No written or oral comments were received.

See the Statement of Compliance of Project Criteria listed in the Uniform Tax Exemption Policy (UTEP), attached to the minutes for additional Project details and Board approvals.

Resolution No. 08/2022 - 01

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON JULY 26, 2022, WITH RESPECT TO THE IVY VILLAGE CORP. (THE "COMPANY") PROJECT (THE "PROJECT"); (ii) MAKING A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA; (iii) APPOINTING THE COMPANY AS AGENT OF THE AGENCY; (iv) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION, RECONSTRUCTION, RENOVATION AND EQUIPPING OF THE PROJECT, (B) A REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A TAX AGREEMENT AND (C) A MORTGAGE RECORDING TAX EXEMPTION AS AUTHORIZED BY THE LAWS OF NEW YORK STATE; AND (v) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, TAX AGREEMENT, MORTGAGE AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

P. Battaglia made a motion to accept Final Resolution #08/2022-01, accepting the incentives as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeliff -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

3.2 NEXgistics – Initial Resolution – NEXgistics is seeking to develop a 140,000 square-foot facility on Vision Parkway in the Town of Pembroke.

NEXgistics is a fast-growing third-party logistics provider specializing in consumer electronics, sporting and outdoor goods, e-bikes and related productions with operations in New York and Nevada.

The company currently leases buildings at two separate western New York locations, and desires to construct a centrally located distribution center and national headquarters at a site suitable for future growth. Following a multi-state site search, NEXgistics is seeking to build their facility on 30 acres of vacant land currently under contract for the project.

The \$17.6 million project in Pembroke will enable the company to retain the 21 full-time equivalent positions currently employed in NY and add 3 FTE.

NEXgistics is requesting assistance from the GCEDC with a sales tax exemption estimated at \$812,000, a property tax abatement estimated at \$1,116,360 based on incremental increase in assessed value via new traditional PILOT, and a mortgage tax exemption estimated at \$154,650.

M. Masse stated that this resolution is different from other initial resolutions in that the Board is finding that that based on NEXgistics' application, the project will result in the removal of a facility or a commercial, industrial, or manufacturing plant of the Company from one area of the State. However, it is necessary to discourage them from moving their project outside New York state.

Resolution No. 08/2022 - 02

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") (i) ACCEPTING AN APPLICATION OF NEXGISTICS LLC WITH RESPECT TO A CERTAIN PROJECT, (ii) AUTHORIZING A PUBLIC HEARING WITH RESPECT TO THE PROJECT, AND (iii) DESCRIBING THE FORMS OF FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY WITH RESPECT TO THE PROJECT.

P. Battaglia made a motion to accept Initial Resolution #08/2022-02, authorizing the acceptance of the application and scheduling of a public hearing; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeliff -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

4.0 Audit & Finance Committee

P. Battaglia stated that the Audit and Finance Committee met on Tuesday, August 2, 2022. They began the meeting and entered executive session. However, the Committee adjourned the meeting at the conclusion of the executive session because a member of the Committee had left and there was no

longer a quorum. The agenda items were discussed and reviewed in detail, but no formal recommendations or votes were made by the Committee because there was no quorum.

4.1 May 2022 Revised Financial Statements - L. Farrell stated that there was a month end journal entry which needed to be fixed in May. The entry adjusted cash and an income item by about \$2,000. Since the entry adjusted cash, L. Farrell brought the change forward for review and approval.

The revised financial statements for May were reviewed by the Committee, but no formal recommendation was made because there was no quorum.

P. Battaglia made a motion to approve the May 2022 Revised Financial Statements as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

4.2 June 2022 Financial Statements – L. Farrell reviewed the June 2022 financial statements with the Board. The following was noted:

- There is normal monthly activity for June.
- Two GURFs, which are requests to ESD to expend grant funds that are held in imprest cash accounts, were submitted, and approved. Therefore, restricted cash decreased and there is grant income of about \$219,000 in June.

The June financial statements were reviewed by the Committee, but no formal recommendation was made because there was no quorum.

P. Battaglia made a motion to approve the June 2022 Financial Statements as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

4.3 2023 Budget Timeline – L. Farrell stated that the budget does not have to be submitted into PARIS until November 1, but the County requires the GCEDC to submit the 2023 budget by September 9, 2022. L. Farrell reviewed the budget worksheets and first draft of the budget in detail with the Committee. The Audit and Finance Committee will do a final review of the budget at its next meeting. P. Battaglia stated that any Board members that are not on the Audit & Finance Committee, but that would like to take a deeper look at the budget, are welcome to contact L. Farrell to set up a meeting to do so.

5.0 Governance & Nominating Committee – C. Yunker

5.1 Local Labor Policy – Any project that builds a facility with a capital investment greater than \$5 million and any solar project more than 5 MW is required to comply with the Local Labor Policy. At the July 7th Governance and Nominating Meeting, the committee members agreed that requiring companies to pay for an outside consultant to perform the inspections, monitoring and waiver processing for the duration of the construction of the project is the appropriate and cost-effective way to manage this process. An upfront estimate will be provided to the customer as part of the application and the fee will be held in escrow to pay for these monitoring expenditures. Any funds that are not expended will be refunded to the customer.

A redlined version of the policy did not go through the Governance and Nominating Committee, but the Committee previously stated that the changes could come directly to the Board for review and approval.

C. Yunker made a motion to approve the changes to the Local labor Policy; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeliff -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

6.0 STAMP Committee – P. Zeliff

6.1 Easement Approvals – In conjunction with the installation of the force main from the STAMP site to the direct discharge point at Oak Orchard Creek, there are several easements needed. The following payment is needed for three easements:

1. Permanent Easement 14 - \$500
2. Permanent Easement 11 - \$1,000
3. Permanent Easement 12 - \$1,500

Fund Commitment: \$3,000 from the \$33 million.

This item was recommended for approval by the Committee.

P. Zeliff made a motion to approve the easements as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeliff -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

6.2 SEQR Update Approval – An updated resolution was included with the Board meeting materials that addresses the most recent comments received by the Nation related to the SEQR update. The GCEDC has taken a hard look at all potential impacts posed by the project infrastructure.

Fund commitment: None.

This item was recommended for approval by the Committee.

P. Zelif made a motion to approve the SEQR update that results in the issuance of a negative declaration pursuant to 6 6 N.Y.C.R.R. § 617.10(d)(3) for the Project Infrastructure as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

6.3 Keeler Change Order – In conjunction with the construction of the lay down area to be utilized by National Grid for the power line reroute, Keeler Construction is seeking a change order to cover the increase in costs of the project that have occurred. This project was originally scheduled to be completed in February but had to be postponed due to issues with the NYSDEC. The Keeler contract was for the construction and installation of the hold and haul tank as well as the lay down area. These two bids were issued as one contract. At this point in time CPL feels that the hold and haul contract will come in under the construction amount but the laydown area will be over. The change order will only be on the net overage of the total contract after combining the two.

Fund Commitment: \$15,000 from the agency operating funds.

This item was recommended for approval by the Committee.

P. Zelif made a motion to approve the Keeler Construction change order in the amount of \$15,000.00 as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

6.4 Saratoga Associates Invoices – The GCEDC Board previously approved proposals from Saratoga Associates to prepare visual assessments for various projects at STAMP. We received invoicing that exceeds what was approved for these proposals. Work for a proposal that did not come before the Board was completed by Saratoga Associates. They completed visual renderings for the request to the Town of Alabama to increase the height requirement from 110 to 150. Therefore, M. Masse is seeking an increase of \$1,839.75 in the approval amounts for the Saratoga Associates contracts.

Fund Commitment: An increase of \$1,839.75 for the Saratoga Associates Contracts.

The Committee did not make a recommendation because the agenda item was tabled.

C. Yunker made a motion to approve an increase of \$1,839.75 for the Saratoga Associates contracts; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

6.5 UB Proposal for Site Work Observation – The GCEDC has requested a quote from UB for site work observation services related to earth work for the power line reroute and the substation construction. This quote is on a per day basis with an estimated time frame of 10 weeks to complete the earth work for the power line reroute and the substation area.

Fund Commitment: Not to exceed \$31,870 to be included in the \$33 million.

This item was recommended for approval by the Committee.

C. Kemp made a motion to approve the UB contract not to exceed \$31,870.00 as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

7.0 Employment & Compensation – T. Bender

7.1 Nothing at this time.

8.0 Housing Committee – P. Battaglia

8.1 Nothing at this time.

9.0 Other Business

9.1 Nothing at this time.

10.0 Adjournment

As there was no further business, P. Battaglia made a motion to adjourn at 4:06 p.m., which was seconded by C. Yunker and passed unanimously.



Project Name: Ivy Village Corp (Leroy)

Board Meeting Date: July 7, 2022

STATEMENT OF COMPLIANCE OF PROJECT CRITERIA LISTED IN UNIFORM TAX EXEMPTION POLICY (UTEP)

PROJECT DESCRIPTION:

Ivy Village Corp is planning to construct a market-rate adult patio home development on 16 acres in the Village of Le Roy.

The proposed \$3.72 million project is for the construction of the initial 10 duplex residences (20 units total) of a planned three-phase development (60 units total). The first phase buildings will total 35,312 sq. ft.

Ivy Village Corp's proposed project meets the recommendations of recent studies by LaBella Associates and The Rockefeller Institute of Government, which identified housing availability as a critical element to fully realize the benefits of Genesee County's economic development strategy. LaBella Associates reported that 4,800 new units are needed in the next 20 years across multiple sectors, including rental units and single-family homes.

Ivy Village Corp is requesting assistance from the GCEDC in the form of a property tax abatement (\$603,169) using our Market Rate Housing PILOT (20 + Units) schedule which averages 61.5% savings over 20 years, a sales tax abatement (\$172,800), and a mortgage tax exemption (\$29,760).

Criteria #1 – The Project pledges to create and/or retain quality, good paying jobs in Genesee County.

Project details: The project is planning on creating 2 direct jobs between \$20-\$30 per hour.

Board Discussion: None.

P. Battaglia made a motion to concur with Criteria #1; the motion was seconded by C. Yunker.

Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zeliff -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

Board Concurrence: YES NO If no, state justification:

Criteria #2- Completion of the Project will enhance the long -term tax base and/or make a significant capital investment.

Project details: The project will enhance long term tax base with an investment of \$3,720,000 and building 20 market-rate residential units totaling 35,312 sq. ft.

Board Discussion: None.

C. Yunker made a motion to concur with Criteria #2; the motion was seconded by C. Kemp. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

Board Concurrence: YES NO **If no, state justification:**

Criteria #3- The Project will contribute towards creating a “livable community” by providing a valuable product or service that is underserved in Genesee County.

Project details: The project will contribute towards a “livable community” as increasing the capacity of market-rate housing is outlined in Labella’s housing study of Genesee County 2018 report.

Board Discussion: None.

C. Yunker made a motion to concur with Criteria #3; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

Board Concurrence: YES NO **If no, state justification:**

Criteria #4: The Board will review the Agency’s Fiscal and Economic Impact analysis of the Project to determine if the Project will have a meaningful and positive impact on Genesee County. This calculation will include the estimated value of any tax exemptions to be provided along with the estimated additional sources of revenue for municipalities and school districts that the proposed project may provide.

The Fiscal impacts (discounted value) on Local Benefits totals \$3,548,409 (\$3,246,278 indirect payroll and \$338,131 to the public in tax revenues). See attached MRB Cost Benefit Calculator.

Project details: For every \$1 of public benefit the company is investing \$6 into the local economy

Board Discussion: None.

P. Battaglia made a motion to concur with Criteria #4; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

Board Concurrence: YES NO **If no, state justification:**

Criteria #5: The Project is included in one of the Agency’s strategic industries: Agri-Business and Food Processing, Manufacturing, Advanced Manufacturing and Nano-Enabled Manufacturing, Life Sciences and Medical Device.

Project details: N/A

Board Discussion: None.

Criteria #6: The Project will give a reasonable estimated timeline for the completion of the proposed project.

Project details: The project is planning to begin construction in Fall of 2022 and be operational within 18 months

Board Discussion: None.

C. Yunker made a motion to concur with Criteria #6; the motion was seconded by P. Battaglia. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
T. Bender -	Absent	P. Zelif -	Yes
M. Clattenburg -	Absent	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

Board Concurrence: YES NO **If no, state justification:**

GCEDC Opportunity Summary

Created On: 9/1/2022

msr
8/26/22

Customer Information

Potential Customer:	Nexgistics	Opportunity Type:	Attraction
Proj. St. Address:	Vision Parkway	Opportunity Product:	Property Sales & Mortgage Recording Taxes Only
City/Town/Village:	Town of Pembroke//	Type of Project:	Attraction
Proj. Description:	Nexgistics Pembroke 140K SQ FT 2022	New Jobs:	3 ✓
Total Capital Investment:	\$17,600,000	Retained Jobs:	21 ✓
Incentive Amount:	\$2,083,010	School District:	Pembroke
Benefited Amount:	\$17,600,000	PILOT Applicable:	Increase in assessed value of land and/or other buildings (pre-project value of land and or buildings excluded)

Project Information

Organization:	GCEDC
Opportunity Source:	3rd Party Professional Date of Public Hearing: 8/22/2022
Initial Acceptance Date:	8/4/2022 Inducement Date: 9/1/2022

Opportunity Summary: Nexgistics is seeking to develop a 140,000 square-foot facility on Vision Parkway in the Town of Pembroke.

Nexgistics is a fast-growing third-party logistics provider specializing in consumer electronics, sporting and outdoor goods, e-bikes and related productions with operations in New York and Nevada.

The company currently leases buildings at two separate western New York locations, and desires to construct a centrally located distribution center and national headquarters at a site suitable for future growth. Following a multi-state site search, Nexgistics is seeking to build their facility on 30 acres of vacant land currently under contract for the project.

The \$17.6 million project in Pembroke will enable the company to retain the 21 full-time equivalent positions currently employed in NY and add 3 FTE.

Nexgistics is requesting assistance from the GCEDC with a sales tax exemption estimated at \$812,000, a property tax abatement estimated at \$1,116,360, and a mortgage tax exemption estimated at \$154,650.

Economic Impact: For every \$1 of public benefit the company is investing \$7 into the local economy

Project Detail (Total Capital Investment)

Building Cost (Construction):	\$16,500,000	Capital Improvements:	\$0
Equipment (non-taxable):	\$100,000	Equipment (Taxable) / Other Proj Investment:	\$250,000 ✓
Land Cost (Real Estate):	\$750,000		
Total Capital Investment:	\$17,600,000		

Estimated Benefits Provided

Sales Tax Exempt:	\$812,000	Tax Exempt Bond:	\$0
Mortgage Tax Exempt:	\$154,650	Land Sale Subsidy:	\$0
Property Tax Exempt:	\$1,116,360		
Total Estimated Tax Incentives Provided:	\$2,083,010		
Total Amount Finance:	\$17,600,000 ✓		

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7/27/

Client Company Investment Project Financial Assistance PROPOSAL

Figures on this Worksheet are estimates only and are subject to change

Company: NEXgistics - Pembroke
Date: 7/26/22
Start Date:
non-mfg equipment \$250,000
building cost \$16,500,000
 \$10,150,000 60% bldg cost + non mfg equipt
 \$15,465,000
 \$7,000,000
 140,000 sq ft Assessed \$/sq/ft 50.00

1 Year View	3 Year View	Project Lifetime
\$ 17,600,000	\$ 812,000	\$ 812,000
\$ 10,150,000	\$ 154,650	\$ 154,650
\$ 15,465,000		
\$ 7,000,000		

Applicable GCEDC Products:
Financial Assistance: Cost Reduction Through Tax Savings: Sale/Leaseback (SLB):
 Sales Tax Exemption (Savings): 8.00% \$ 812,000 \$ 812,000 \$ 812,000
 Mortgage Tax Exemption (Savings): 1.00% \$ 154,650 \$ 154,650 \$ 154,650
 Real Property Tax Abatement (PILOT): 40%
 Average Abatement (savings %) over project life 40%
 PILOT Term in years 10
 Gross Property Tax Costs \$ 26.58 \$ 186,060 \$ 558,180 \$
 Payment Schedule (% Real Property Taxes Paid) 60%
 Net Required Property Tax Payments per PILOT \$ \$ \$ \$
 PILOT Real Property Tax Savings (Next taxable year) \$ 186,060 \$ 558,180 \$ 1,116,360
 Total Tax Savings via Sale/Leaseback (SLB): \$ 1,152,710 \$ 1,524,830 \$ 2,083,010

Financing: Cost Reduction via low cost financing (below prime rate):
Revolving Loan Fund (RLF):
 Loan Factors: \$ \$ \$ \$ RLF APR Prime + 1%
 Interest Rate Savings: \$ \$ \$ \$
Gross Cost Savings via GCEDC programs:
 \$ 1,152,710 \$ 1,524,830 \$ 2,083,010

Participation Fees (Costs):
 GCEDC Application Fee (non-refundable): \$ 250
 GCEDC Project Fee (% Total Project Cost): 1.25% \$ 220,000
 Legal Fees: SLB (Contract Development, Documentation, Filing fees) \$ 20,500
 Legal Fees: RLF (Contract Development, Documentation, Filing fees):
 Total Participation Fees: \$ 240,750

Summary:
 Total Costs Savings / Benefits via GCEDC programs(after participation f \$ 911,960 \$ 1,284,080 \$ 1,842,260
 Total Benefits as % Total Project Cost: 5% 7% 10%
 Return on Investment (ROI) = Net Savings / Participation Fees: 379% 533% 765%

National Grid Total Savings \$ 250,000 \$ 2,092,260

NOTE: PILOT REAL PROPERTY TAX ABATEMENT EFFECTIVE DATE DEPENDS UPON DATE OF SALE LEASE BACK (SLB) CLOSING COMPARED TO MUNICIPALITIES TAXABLE STATUS DATE.
 1) IF SLB CLOSING PRIOR TO TAXABLE STATUS DATE - PILOT WILL BE EFFECTED IN FOLLOWING TAXABLE YEAR AND CURRENT YEAR TAX BILLS WILL BE ADJUSTED ACCORDINGLY.
 2) IF SLB CLOSING IS SUBSEQUENT TO MUNICIPALITIES TAXABLE STATUS DATE - THERE WILL BE A 12 MONTH DELAY IN PILOT IMPLEMENTATION.
 PLEASE PLAN CASH FLOW NEEDS ACCORDINGLY!

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		Gross Property Tax Per Year		Pembroke			
		\$ 186,060				\$ 1.32	
						To be paid 100%	
Year of Exemption	% of Paid Taxes	Net Savings	Municipalities Tax to be Paid	Total	Fire District fee		
1	20%	\$148,848	\$ 37,212	\$186,060	\$ 9,240		
2	20%	\$148,848	\$ 37,212	\$186,060	\$ 9,240		
3	20%	\$148,848	\$ 37,212	\$186,060	\$ 9,240		
4	30%	\$130,242	\$ 55,818	\$186,060	\$ 9,240		
5	30%	\$130,242	\$ 55,818	\$186,060	\$ 9,240		
6	30%	\$130,242	\$ 55,818	\$186,060	\$ 9,240		
7	50%	\$93,030	\$ 93,030	\$186,060	\$ 9,240		
8	50%	\$93,030	\$ 93,030	\$186,060	\$ 9,240		
9	70%	\$55,818	\$ 130,242	\$186,060	\$ 9,240		
10	80%	\$37,212	\$ 148,848	\$186,060	\$ 9,240		
Total	40%	\$1,116,360	\$744,240	\$1,860,600	\$ 92,400		

Genesee County Industrial Development Agency

MRB Cost Benefit Calculator



Date: August 4, 2022
 Project Title: NEXgistics
 Project Location: Vision Parkway, Pembroke, NY 14036

Economic Impacts

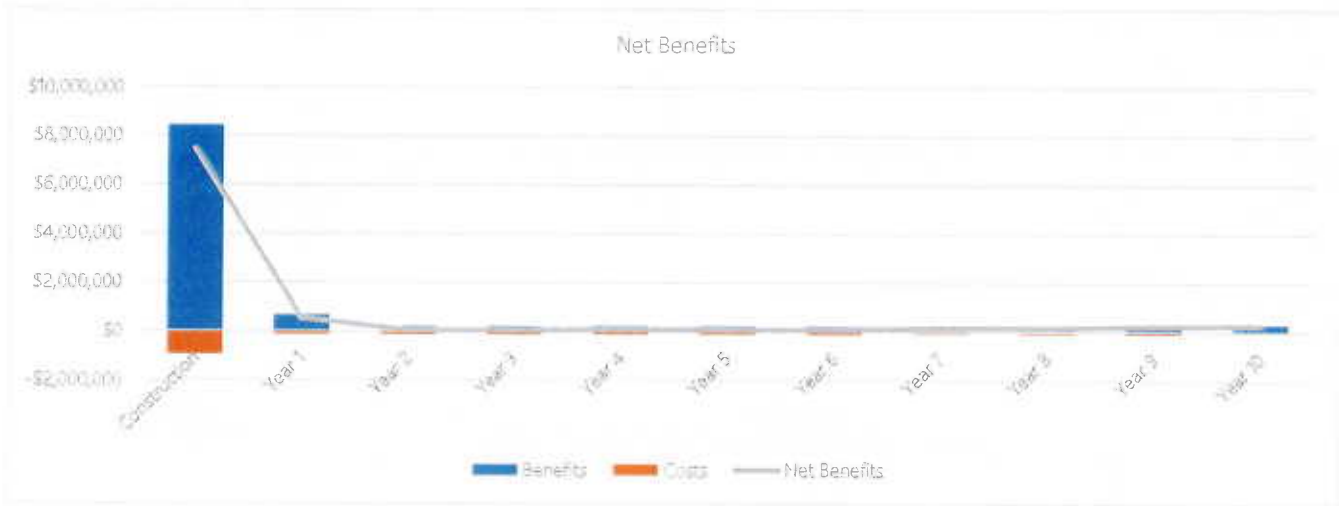
Summary of Economic Impacts over the Life of the PILOT

Project Total Investment
 \$17,600,000

		Temporary (Construction)		
		Direct	Indirect	Total
Jobs		81	24	105
Earnings		\$6,841,552	\$1,148,007	\$7,989,559
Local Spend		\$16,544,000	\$4,119,739	\$20,663,739

		Ongoing (Operations)		
		Aggregate over life of the PILOT		
		Direct	Indirect	Total
Jobs		3	1	4
Earnings		\$1,228,200	\$283,202	\$1,511,402

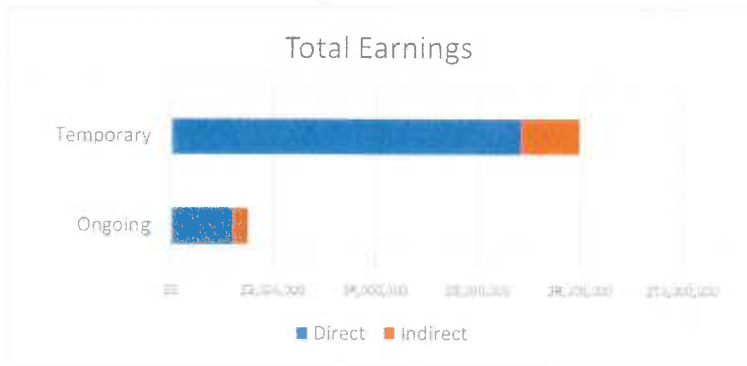
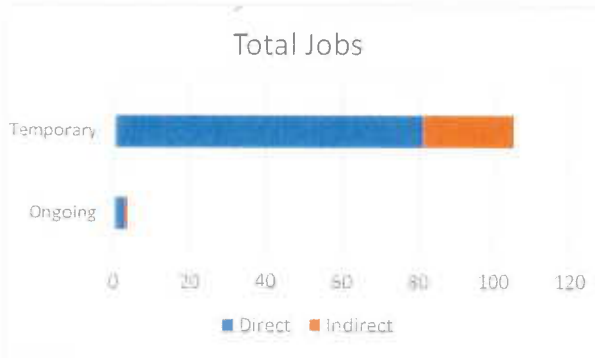
Figure 1



Net Benefits chart will always display construction through year 10, irrespective of the length of the PILOT.

Figure 2

Figure 3



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Fiscal Impacts



Cost-Benefit Analysis Tool powered by MRB Group

Estimated Costs of Exemptions

	Nominal Value	Discounted Value*
Property Tax Exemption	\$1,116,360	\$1,020,820
Sales Tax Exemption	\$812,000	\$812,000
Local Sales Tax Exemption	\$406,000	\$406,000
State Sales Tax Exemption	\$406,000	\$406,000
Mortgage Recording Tax Exemption	\$154,650	\$154,650
Local Mortgage Recording Tax Exemption	\$77,325	\$77,325
State Mortgage Recording Tax Exemption	\$77,325	\$77,325
Total Costs	\$2,083,010	\$1,987,470

State and Local Benefits

	Nominal Value	Discounted Value*
Local Benefits	\$10,898,260	\$10,629,026 ✓
To Private Individuals	<u>\$10,000,962</u>	<u>\$9,835,384</u> ✓
Temporary Payroll	\$7,989,559	\$7,989,559
Ongoing Payroll	\$1,511,402	\$1,355,629
Other Payments to Private Individuals	\$500,000	\$490,196
To the Public	<u>\$897,298</u>	<u>\$793,641</u> ✓
Increase in Property Tax Revenue	\$738,392	\$645,226
Temporary Jobs - Sales Tax Revenue	\$55,927	\$55,927
Ongoing Jobs - Sales Tax Revenue	\$10,580	\$9,489
Other Local Municipal Revenue	\$92,400	\$82,999
State Benefits	\$494,050	\$485,950
To the Public	<u>\$494,050</u>	<u>\$485,950</u>
Temporary Income Tax Revenue	\$359,530	\$359,530
Ongoing Income Tax Revenue	\$68,013	\$61,003
Temporary Jobs - Sales Tax Revenue	\$55,927	\$55,927
Ongoing Jobs - Sales Tax Revenue	\$10,580	\$9,489
Total Benefits to State & Region	\$11,392,310	\$11,114,975

Benefit to Cost Ratio

	Benefit*	Cost*	Ratio
Local	\$10,629,026	\$1,504,145	7:1
State	\$485,950	\$483,325	1:1
Grand Total	\$11,114,975	\$1,987,470	6:1

*Discounted at 2%

Additional Comments from IDA

Does the IDA believe that the project can be accomplished in a timely fashion? Yes

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7/27/22

MRB Cost Benefit Calculator

Genesee County Industrial Development Agency

Date
 Project Title
 Project Location

Construction Phase - Project Assumptions

Project Costs
 Enter total project costs:
 Local Construction Spending*
 % of locally sourced materials and labor:
 In-region construction spending:

Construction Economic Impacts

Industry	NAICS	% of Total Investment	Investment by Type
Industrial Building Construction	236210	100%	\$16,544,000
(Not Applicable)	0		\$0
(Not Applicable)	0		\$0
		100%	\$16,544,000

Most projects will only have one line related to construction type.

Operation Phase - Project Assumptions

Jobs and Earnings from Operations

Year 1 - Enter NAICS

NAICS	Count	Per Job Annual Earnings	Total Earnings	
General Warehousing and Storage	493110	3	\$35,000	\$105,000
0				\$0
0				\$0
0				\$0
0				\$0
0				\$0
Total	3			\$105,000

Year 2

NAICS	Count	Per Job Annual Earnings	Total Earnings	
General Warehousing and Storage	493110	3	\$41,600	\$124,800
0				\$0
0				\$0
0				\$0
0				\$0
0				\$0
Total	3			\$124,800

Year 3+ (Full Employment)

NAICS	Count	Per Job Annual Earnings	Total Earnings	
General Warehousing and Storage	493110	3	\$41,600	\$124,800
0				\$0
0				\$0
0				\$0
0				\$0
0				\$0
Total	3			\$124,800

Fiscal Impact Assumptions

Estimated Costs of Incentives

Sales Tax Exemption	<input type="text" value="4.00%"/>	Value	<input type="text" value="\$812,000"/>	PILOT Term (Years)	<input type="text" value="10"/>
Local Sales Tax Rate	<input type="text" value="4.00%"/>		<input type="text" value="\$406,000"/>	Escalation Factor	<input type="text" value="0%"/>
State Sales Tax Rate	<input type="text" value="4.00%"/>		<input type="text" value="\$406,000"/>	Discount Factor	<input type="text" value="2%"/>
Mortgage Recording Tax Exemption			<input type="text" value="\$154,650"/>		
Local	<input type="text" value="0.50%"/>		<input type="text" value="\$77,325"/>		
State	<input type="text" value="0.50%"/>		<input type="text" value="\$77,325"/>		
Total Costs		<input type="text" value="\$2,083,010"/>	<small>(includes PILOT exemption, calculated below)</small>		

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7/27

Project Name: NEXgistics

Board Meeting Date: August 4, 2022

STATEMENT OF COMPLIANCE OF PROJECT CRITERIA LISTED IN UNIFORM TAX EXEMPTION POLICY (UTEP)

PROJECT DESCRIPTION:

Nexgistics is seeking to develop a 140,000 square-foot facility on Vision Parkway in the Town of Pembroke.

Nexgistics is a fast-growing third-party logistics provider specializing in consumer electronics, sporting and outdoor goods, e-bikes and related productions with operations in New York and Nevada.

The company currently leases buildings at two separate western New York locations, and desires to construct a centrally located distribution center and national headquarters at a site suitable for future growth. Following a multi-state site search, Nexgistics is seeking to build their facility on 30 acres of vacant land currently under contract for the project.

The \$17.6 million project in Pembroke will enable the company to retain the 21 full-time equivalent positions currently employed in NY and add 3 FTE.

Nexgistics is requesting assistance from the GCEDC with a sales tax exemption estimated at \$812,000, a property tax abatement estimated at \$1,116,360 based on incremental increase in assessed value via new traditional PILOT, and a mortgage tax exemption estimated at \$154,650.

Criteria #1 – The Project pledges to create and/or retain quality, good paying jobs in Genesee County.

Project details: The project is planning on creating 3 direct jobs between \$31,200-40,000 annual plus benefits.

Board Discussion:

Board Concurrence: YES NO If no, state justification:

Criteria #2- Completion of the Project will enhance the long -term tax base and/or make a significant capital investment.

Project details: The project will enhance long term tax base with an investment of \$17,600,000 and 140,000 sq. ft.

Board Discussion:

Board Concurrence: YES NO If no, state justification:

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Criteria #3- The Project will contribute towards creating a “livable community” by providing a valuable product or service that is underserved in Genesee County.

Project details: N/A

Board Discussion:

Board Concurrence: YES NO If no, state justification:

Criteria #4: The Board will review the Agency’s Fiscal and Economic Impact analysis of the Project to determine if the Project will have a meaningful and positive impact on Genesee County. This calculation will include the estimated value of any tax exemptions to be provided along with the estimated additional sources of revenue for municipalities and school districts that the proposed project may provide.

The Fiscal impacts (discounted value) on Local Benefits totals \$10,629,026 (\$9,835,384 in payroll and \$793,641 to the public in tax revenues). See attached MRB Cost Benefit Calculator.

Project details: For every \$1 of public benefit the company is investing \$7 into the local economy

Board Discussion:

Board Concurrence: YES NO If no, state justification:

Criteria #5: The Project is included in one of the Agency’s strategic industries: Agri-Business and Food Processing, Manufacturing, Advanced Manufacturing and Nano-Enabled Manufacturing, Life Sciences and Medical Device.

Project details: N/A

Board Discussion:

Criteria #6: The Project will give a reasonable estimated timeline for the completion of the proposed project.

Project details: The project is planning to begin construction in early 2023 and be operational within 12 months

Board Discussion

Board Concurrence: YES NO If no, state justification:

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8/26/22

FINAL RESOLUTION
(NEXgistics LLC Project)

A regular meeting of the Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center was convened on Thursday, September 1, 2022.

The following resolution was duly offered and seconded, to wit:

Resolution No. 09/2022 - _____

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON AUGUST 22, 2022, WITH RESPECT TO THE NEXGISTICS LLC (THE "COMPANY") PROJECT (THE "PROJECT"); (ii) MAKING A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA (AS DEFINED BELOW); (iii) APPOINTING THE COMPANY AS AGENT OF THE AGENCY; (iv) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION, RECONSTRUCTION, RENOVATION AND EQUIPPING OF THE PROJECT, (B) A REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A TAX AGREEMENT AND (C) A MORTGAGE RECORDING TAX EXEMPTION AS AUTHORIZED BY THE LAWS OF THE STATE OF NEW YORK; AND (v) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, TAX AGREEMENT, MORTGAGE AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York (the "State"), as amended, and Chapter 565 of the Laws of 1970 of the State of New York, as amended (hereinafter collectively called the "Act"), the **GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY d/b/a GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER** (the "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, **NEXGISTICS LLC**, for itself or on behalf of an entity formed or to be formed by it or on its behalf (the "Company") has submitted an application (the "Application") to the Agency, a copy of which is on file with the Agency, requesting the Agency's assistance with respect to a certain project (the "Project") consisting of: (i) the acquisition by the Agency of a leasehold or other interest in approximately 30 acres of real property located at Allegheny Road, Town of Pembroke, Genesee County, New York (the "Land", being more particularly identified as a portion of tax parcel No. 15.-1-23.113); (ii) the planning, design and construction of an approximately 140,000 square foot facility to be leased by a to be formed real estate holding

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company to the Company for operation as a distribution center, along with related site and utility improvements, curbage, sidewalks, landscaping, stormwater retention and related improvements (the "Improvements"); and (iii) the acquisition by the Company in and around the Improvements of certain items of machinery, equipment and other tangible personal property (the "Equipment"; and, together with the Land and the Improvements, the "Facility"); and

WHEREAS, it is contemplated that the Agency will (i) designate the Company as agent of the Agency for the purpose of undertaking the Project pursuant to a project agreement (the "Project Agreement"), (ii) negotiate and enter into a lease agreement (the "Lease Agreement"), a leaseback agreement (the "Leaseback Agreement"), a tax agreement (the "Tax Agreement") and related documents with the Company, (iii) take or title to or a leasehold interest in the Land, the Improvements, the Equipment and personal property constituting the Project (once the Lease Agreement, the Leaseback Agreement and the Tax Agreement have been negotiated), and (iv) provide financial assistance to the Company in the form of (a) a sales and use tax exemption for purchases and rentals related to the acquisition, construction and equipping of the Project, (b) a partial real property tax abatement structured through the Tax Agreement, and (c) a mortgage recording tax exemption as authorized by the laws of the State (collectively, the "Financial Assistance"); and

WHEREAS, on August 4, 2022, the Agency adopted a resolution (the "Initial Resolution") pursuant to which the Agency (i) accepted the Application of the Company, (ii) directed that a public hearing be held, and (iii) described the forms of financial assistance being contemplated by the Agency with respect to the Project; and

WHEREAS, pursuant to Section 859-a of the Act, on Monday, August 22, 2022, at 10:00 a.m., the Agency held a public hearing with respect to the Project and the proposed Financial Assistance being contemplated by the Agency (the "Public Hearing") whereat interested parties were provided a reasonable opportunity, both orally and in writing, to present their views. (A copy of the Notice of Public Hearing published and forwarded to the affected taxing jurisdictions at least ten (10) days prior to said Public Hearing are attached hereto as Exhibit A); and

WHEREAS, pursuant to the New York State Environmental Quality Review Act, Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto at 6 N.Y.C.R.R. Part 617, as amended (collectively referred to as "SEQRA"), the Agency must satisfy the applicable requirements set forth in SEQRA, as necessary, prior to making a final determination whether to undertake the Project; and

WHEREAS, pursuant to Article 18-A of the Act the Agency desires to adopt a resolution approving the Project and the Financial Assistance (as defined below) that the Agency is contemplating with respect to the Project; and

WHEREAS, the Project Agreement, the Lease Agreement, the Leaseback Agreement, the Tax Agreement and related documents will be negotiated and presented to the President/CEO, Chair, Vice Chair and/or Senior Vice President of Operations of the Agency for approval and execution subject to adoption of the resolutions contained herein.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE GENESEE

COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER AS FOLLOWS:

Section 1. The Company has presented an Application in a form acceptable to the Agency. Based upon the representations made by the Company to the Agency in the Application, the Agency hereby finds and determines that:

(A) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(B) It is desirable and in the public interest for the Agency to appoint the Company as its agent for purposes of acquiring, constructing and equipping the Project; and

(C) The Agency has the authority to take the actions contemplated herein under the Act; and

(D) The action to be taken by the Agency will induce the Company to develop the Project, thereby increasing employment opportunities in Genesee County, New York and otherwise furthering the purposes of the Agency as set forth in the Act; and

(E) The Project will result in the removal of a facility or commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Project located within the State; and the Agency hereby finds that, based on the Application and the Company's certifications therein, to the extent occupants are relocating from one plant or facility to another, the Project is reasonably necessary to discourage the Project occupants from removing such other plant or facility to a location outside the State and/or is reasonably necessary to preserve the competitive position of the Project occupants in their respective industries; and

(F) The Town of Pembroke Planning Board (the "Board") has conducted a review of the Project pursuant to Article 8 of the Environmental Conservation Law and 6 N.Y.C.R.R. Part 617 (collectively referred to as "SEQRA"). The Board issued a Negative Declaration on August 24, 2022 (the "Negative Declaration"), determining that the Project does not pose a potential significant adverse environmental impact. The Agency, having reviewed the materials presented by the Company, including, but not limited to, the Full Environmental Assessment Form and the Negative Declaration, further determines that the Project does not pose a potential significant adverse environmental impact and thus ratifies the Negative Declaration previously issued by the Board pursuant to 6 N.Y.C.R.R. Part 617.7. A copy of the Negative Declaration issued by the Board is attached hereto as **Exhibit B**.

Section 2. The Public Hearing held by the Agency on Monday, August 22, 2022, at 10:00 a.m., concerning the Project and the Financial Assistance was duly held in accordance with the Act, including but not limited to the giving of at least ten (10) days published notice of the Public Hearing (such notice also provided to the Chief Executive Officer of each affected tax

jurisdiction), affording interested parties a reasonable opportunity, both orally and in writing, to present their views with respect to the Project.

Section 3. The Agency is hereby authorized to provide to the Company the Financial Assistance in the form of (a) a sales and use tax exemption for purchases and rentals related to the acquisition, construction, reconstruction, renovation and equipping of the Project, (b) a partial real property tax abatement structured through the Tax Agreement and (c) a mortgage recording tax exemption as authorized by the laws of the State.

Section 4. Based upon representations and warranties made by the Company in the Application, the Agency hereby authorizes and approves the Company, as its agent, to make purchases of goods and services relating to the Project, that would otherwise be subject to State and local sales and use tax in an amount up to **\$10,150,000**, which result in State and local sales and use tax exemption benefits ("Sales and Use Tax Exemption Benefits") not to exceed **\$812,000**. The Agency agrees to consider any requests by the Company for an increase to the amount of Sales and Use Tax Exemption Benefits authorized by the Agency upon being provided with appropriate documentation detailing the additional purchases of property or services.

Section 5. Pursuant to Section 875(3) of the Act, the Agency may recover or recapture from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, any Sales and Use Tax Exemption Benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, is not entitled to the Sales and Use Tax Exemption Benefits; (ii) the Sales and Use Tax Exemption Benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project; (iii) the Sales and Use Tax Exemption Benefits are for property or services not authorized by the Agency as part of the Project; or (iv) the Sales and Use Tax Exemption Benefits are taken in cases where the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project. As a condition precedent of receiving Sales and Use Tax Exemption Benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, shall (i) cooperate with the Agency in its efforts to recover or recapture any Sales and Use Tax Exemption Benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands.

Section 6. Subject to the Company executing the Project Agreement and the delivery to the Agency of a binder, certificate or other evidence of liability insurance policy for the Project satisfactory to the Agency, the Agency hereby authorizes the Company to proceed with the acquisition, construction and equipping of the Project and hereby appoints the Company as the true and lawful agent of the Agency: (i) to acquire, reconstruct, renovate and equip the Project; (ii) to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agent for the Agency with the authority to delegate such agency, in

whole or in part, to agents, subagents, contractors, and subcontractors of such agents and subagents and to such other parties as the Company chooses; and (iii) in general, to do all things which may be requisite or proper for completing the Project, all with the same powers and the same validity that the Agency could do if acting in its own behalf; *provided, however*, the Project Agreement shall expire on **December 31, 2024** (unless extended for good cause by the President/CEO of the Agency) if the Lease Agreement, the Leaseback Agreement and the Tax Agreement contemplated have not been executed and delivered.

Section 7. The President/CEO, Chair, Vice Chair and/or Senior Vice President of Operations of the Agency are hereby authorized, on behalf of the Agency, to negotiate and enter into (A) the Project Agreement, (B) the Lease Agreement, pursuant to which the Company leases the Project to the Agency, (C) the related Leaseback Agreement, pursuant to which the Agency leases its interest in the Project back to the Company, and (D) the Tax Agreement; *provided, however*, (i) the rental payments under the Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project and (ii) the terms of the Tax Agreement are consistent with the Agency's Uniform Tax Exemption Policy or the procedures for deviation have been complied with.

Section 8. The President/CEO, Chair, Vice Chair and/or Senior Vice President of Operations of the Agency are hereby authorized, on behalf of the Agency, to execute, deliver and record the Mortgage securing an aggregate principal amount not to exceed **\$15,465,000**, and any security agreement, UCC-1 Financing Statements and all documents reasonably contemplated by these resolutions or required by any lender identified by the Company (the "Lender") to assist with the undertaking of the Project, the acquisition of the Facility and/or the finance or re-finance the Facility or equipment and other personal property and related transactional costs (hereinafter, with the Project Agreement, Lease Agreement, Leaseback Agreement, Tax Agreement and the Mortgage, collectively called the "Agency Documents"); and, where appropriate, the Secretary or Assistant Secretary of the Agency is hereby authorized to affix the seal of the Agency to the Agency Documents and to attest the same, all with such changes, variations, omissions and insertions as the President/CEO, Chair, Vice Chair and/or Senior Vice President of Operations of the Agency shall approve, the execution thereof by the President/CEO, Chair, Vice Chair and/or Senior Vice President of Operations of the Agency to constitute conclusive evidence of such approval; provided in all events recourse against the Agency is limited to the Agency's interest in the Project.

Section 9. The Agency is hereby authorized to provide the Company with an exemption from mortgage recording taxes as permitted by New York State law in an amount not to exceed One Hundred Fifty-Four Thousand Six Hundred Fifty and 00/100 Dollars (**\$154,650.00**).

Section 10. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of

the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 11. These Resolutions shall take effect immediately upon adoption.

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

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
Peter Zelif	[]	[]	[]	[]
Matthew Gray	[]	[]	[]	[]
Paul Battaglia	[]	[]	[]	[]
Craig Yunker	[]	[]	[]	[]
Todd Bender	[]	[]	[]	[]
Chandy Kemp	[]	[]	[]	[]
Marianne Clattenburg	[]	[]	[]	[]

The Resolutions were thereupon duly adopted.

SECRETARY'S CERTIFICATION
(NEXgistics LLC Project)

STATE OF NEW YORK)
COUNTY OF GENESEE) SS.:

I, the undersigned Secretary of the Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center (the "Agency"), including the resolution contained therein, held on September 1, 2022, with the original thereof on file in the offices of the Agency, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this ___ day of _____, 2022.

Secretary

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Exhibit A

Notice Letter, Notice of Public Hearing,
Affidavit of Publication of *The Batavia Daily News*
and Minutes of Public Hearing

[Attached Hereto]



**NOTICE LETTER
(NEXgistics LLC Project)**

August 8, 2022

VIA CERTIFIED MAIL

To: Chief Executive Officers of
Affected Taxing Jurisdiction Listed on Attached Schedule A

Re: Genesee County Industrial Development Agency d/b/a Genesee County
Economic Development Center and NEXGistics LLC

Public Hearing

Ladies and Gentlemen:

On Monday, August 22, 2022 at 10:00 a.m., local time, at the Pembroke Town Hall, 1145 Main Road, Town of Pembroke, New York 14036, the Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center (the "Agency") will conduct a public hearing regarding the above-referenced project. Enclosed is a copy of the Notice of Public Hearing describing the project and the financial assistance being contemplated by the Agency. The Notice has been submitted to *The Batavia Daily News* for publication.

You are welcome to attend such hearing at which time you will have an opportunity to review the project application and present your views, both orally and in writing, with respect to the project. We are providing this notice to you, pursuant to the New York General Municipal Law Section 859-(a), as the chief executive officer of an affected tax jurisdiction within which the project is located.

The Agency will provide additional access to the public hearing by broadcasting the public hearing in real time online at <https://vimeo.com/737627057>.

Very truly yours,

GENESEE COUNTY INDUSTRIAL
DEVELOPMENT AGENCY d/b/a
GENESEE COUNTY ECONOMIC
DEVELOPMENT CENTER

Enclosure

Schedule A

Chief Executive Officers
of Affected Tax Jurisdictions

Via Certified Mail

Tracking #7017-1070-0000-4273-1240

Genesee County Manager
Genesee County Courthouse
Old Courthouse
7 Main Street
Batavia, New York 14020

Via Certified Mail

Tracking #7017-1070-0000-4273-1257

Genesee County Legislature
Attn: Chairman
Old Courthouse
7 Main Street
Batavia, New York 14020

Via Certified Mail

Tracking #7017-1070-0000-4273-1264

Town of Pembroke
Attn: Town Supervisor
1145 Main Road
Corfu, New York 14036

Via Certified Mail

Tracking #7017-1070-0000-4273-1271

Pembroke Central School District
Attn: Board of Education President
8750 Alleghany Road
Corfu, New York 14036

Via Certified Mail

Tracking #7017-1070-0000-4273-1288

Pembroke Central School District
Attn: Superintendent
8750 Alleghany Road
Corfu, New York 14036

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York General Municipal Law will be held by the Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center (the "Agency") on Monday, August 22, 2022 at 10:00 a.m., local time, at the Pembroke Town Hall, 1145 Main Road, Town of Pembroke, New York 14036, in connection with the following matter:

NEXGISTICS LLC, a Delaware limited liability company, for itself or on behalf of an entity formed or to be formed by it or on its behalf (the "Company") has submitted an application (the "Application") to the Agency, a copy of which is on file with the Agency, requesting the Agency's assistance with respect to a certain project (the "Project") consisting of: (i) the acquisition by the Agency of a leasehold or other interest in approximately 30 acres of real property located at Allegheny Road, Town of Pembroke, Genesee County, New York (the "Land", being more particularly identified as a portion of tax parcel No. 15.-1-23.113); (ii) the planning, design and construction of an approximately 140,000 square foot facility to be leased by a to-be-formed real estate holding company to the Company for operation as a distribution center, along with related site and utility improvements, curbage, sidewalks, landscaping, stormwater retention and related improvements (the "Improvements"); and (iii) the acquisition by the Company in and around the Improvements of certain items of machinery, equipment and other tangible personal property (the "Equipment"; and, together with the Land and the Improvements, the "Facility").

The Agency will acquire title to, or a leasehold interest in, the Facility and lease the Facility back to the Company. The Company will operate the Facility during the term of the lease. At the end of the lease term, the Company will purchase the Facility from the Agency, or if the Agency holds a leasehold interest, the leasehold interest will be terminated. The Agency contemplates that it will provide financial assistance (the "Financial Assistance") to the Company in the form of sales and use tax exemptions, a mortgage recording tax exemption, consistent with the policies of the Agency, and a partial real property tax abatement.

A representative of the Agency will be at the above-stated time and place to present a copy of the Company's project Application and hear and accept written and oral comments from all persons with views in favor of or opposed to or otherwise relevant to the proposed Financial Assistance.

The Agency will provide additional access to the public hearing by broadcasting the public hearing in real time online at <https://vimeo.com/737627057>.

Dated: August 11, 2022

GENESEE COUNTY INDUSTRIAL
DEVELOPMENT AGENCY D/B/A
GENESEE COUNTY ECONOMIC
DEVELOPMENT CENTER

AFFIDAVIT OF PUBLICATION

Batavia Daily News

State of New York,

County of, Jefferson,

The undersigned is the authorized designee of **Batavia Daily News**, a **Daily** Newspaper published in **Genesee** County, **New York**. I certify that the public notice, a printed copy of which is attached hereto, was printed and published in this newspaper on the following dates:

August 11, 2022

This newspaper has been designated by the County Clerk of **Genesee** County, as a newspaper of record in this county, and as such, is eligible to publish such notices.



Signature

Elliot T. Putnam

Printed Name

Subscribed and sworn to before me,

This 11 day of August 2022



Notary Signature

Notary Public Stamp



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AFFIDAVIT OF PUBLICATION

Batavia Daily News

GENESEE COUNTY

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York General Municipal Law will be held by the Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center (the "Agency") on Monday, August 22, 2022 at 10:00 a.m., local time, at the Pembroke Town Hall, 1145 Main Road, Town of Pembroke, New York 14036, in connection with the following matter:

NEXGISTICS LLC, a Delaware limited liability company, for itself or on behalf of an entity formed or to be formed by it or on its behalf (the "Company") has submitted an application (the "Application") to the Agency, a copy of which is on file with the Agency, requesting the Agency's assistance with respect to a certain project (the "Project") consisting of: (i) the acquisition by the Agency of a leasehold or other interest in approximately 30 acres of real property located at Allegheny Road, Town of Pembroke, Genesee County, New York (the "Land", being more particularly identified as a portion of tax parcel No. 15.-1-23.113); (ii) the planning, design and construction of an approximately 140,000 square foot facility to be leased by a to-be-formed real estate holding company to the Company for operation as a distribution center, along with related site and utility improvements, curbage, sidewalks, landscaping, stormwater retention and related improvements (the "Improvements"); and (iii) the acquisition by the Company in and around the Improvements of certain items of machinery, equipment and other tangible personal property (the "Equipment"; and, together with the Land and the Improvements, the "Facility").

The Agency will acquire title to, or a leasehold interest in, the Facility and lease the Facility back to the Company. The Company will operate the Facility during the term of the lease. At the end of the lease term, the Company will purchase the Facility from the Agency, or if the Agency holds a leasehold interest, the leasehold interest will be terminated. The Agency contemplates that it will provide financial assistance (the "Financial Assistance") to the Company in the form of sales and use tax exemptions, a mortgage recording tax exemption, consistent with the policies of the Agency, and a partial real property tax abatement.

A representative of the Agency will be at the above-stated time and place to present a copy of the Company's project Application and hear and accept written and oral comments from all persons with views in favor of or opposed to or otherwise relevant to the proposed Financial Assistance.

The Agency will provide additional access to the public hearing by broadcasting the public hearing in real time online at <https://vimeo.com/737627057>.

Dated: August 11, 2022

GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY
D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER

3.1

REPORT OF THE GENESSEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY'S PUBLIC HEARING OF NEXGISTICS LLC., HELD ON MONDAY, AUGUST 22, 2022 10:00 A.M. AT THE PEMBROKE TOWN HALL, 1145 MAIN ROAD, PEMBROKE, NEW YORK, GENESSEE COUNTY, NEW YORK

I. ATTENDANCE

Chris Suozzi, VP of Business and Workforce Development – GCEDC
Jim Krencik, Director of Marketing and Communications - GCEDC
Krista Galdun, Operations Assistant – GCEDC

II. CALL TO ORDER

The public hearing of NEXgistics LLC. was opened at 10:00 a.m. at Pembroke Town Hall, 1145 Main Road, in Pembroke, New York, Genesee County, New York.

A notice of this public hearing describing the project was published in the Batavia Daily News, a copy of which is attached and is an official part of this transcript.

III. PROJECT SUMMARY

Nexgistics is seeking to develop a 140,000 square-foot facility on Vision Parkway in the Town of Pembroke. Nexgistics is a fast-growing third-party logistics provider specializing in consumer electronics, sporting and outdoor goods, e-bikes and related productions with operations in New York and Nevada.

The company currently leases buildings at two separate western New York locations, and desires to construct a centrally located distribution center and national headquarters at a site suitable for future growth. Following a multi-state site search, Nexgistics is seeking to build their facility on 30 acres of vacant land currently under contract for the project.

The \$17.6 million project in Pembroke will enable the company to retain the 21 full-time equivalent positions currently employed in NY and add 3 FTE.

Nexgistics is requesting assistance from the GCEDC with a sales tax exemption estimated at \$812,000, a property tax abatement estimated at \$1,116,360 based on incremental increase in assessed value via new traditional PILOT, and a mortgage tax exemption estimated at \$154,650.

IV. COMMENTS

J. Krencik began the public hearing by providing a summary of the above-outlined project. He then stated the purpose and guidelines for the public hearing. The purpose of the public hearing is to solicit comments and feedback from the public regarding the proposed incentives on the above outlined project. There were no written comments received ahead of time to be included with the written record.

There was no public comment.

V. ADJOURNMENT

As there were no other comments, the public hearing was closed at 10:10 a.m.

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**Genesee County Industrial Development Agency
d/b/a Genesee County Economic Development Center**

NEXgistics, LLC

**Public Hearing – Monday, August 22, 2022
10:00 AM**

**Pembroke Town Hall
1145 Main Road, Pembroke, NY**

Print First & Last Name	Representing <small>Leave blank if you prefer</small>	Email <small>Will be used to contact you with additional info - leave blank if preferred</small>	Please check if you would like to speak
Chris Suzzi	GCEDC		
Jim Krencik	GCEDC		
Knista Galder	GCEDC		

Exhibit B

Negative Declaration of Town of Pembroke Planning Board

[Attached Hereto]

Full Environmental Assessment Form
Part 3 - Evaluation of the Magnitude and Importance of Project Impacts
and
Determination of Significance

Part 3 provides the reasons in support of the determination of significance. The lead agency must complete Part 3 for every question in Part 2 where the impact has been identified as potentially moderate to large or where there is a need to explain why a particular element of the proposed action will not, or may, result in a significant adverse environmental impact.

Based on the analysis in Part 3, the lead agency must decide whether to require an environmental impact statement to further assess the proposed action or whether available information is sufficient for the lead agency to conclude that the proposed action will not have a significant adverse environmental impact. By completing the certification on the next page, the lead agency can complete its determination of significance.

Reasons Supporting This Determination:

To complete this section:

- Identify the impact based on the Part 2 responses and describe its magnitude. Magnitude considers factors such as severity, size or extent of an impact.
- Assess the importance of the impact. Importance relates to the geographic scope, duration, probability of the impact occurring, number of people affected by the impact and any additional environmental consequences if the impact were to occur.
- The assessment should take into consideration any design element or project changes.
- Repeat this process for each Part 2 question where the impact has been identified as potentially moderate to large or where there is a need to explain why a particular element of the proposed action will not, or may, result in a significant adverse environmental impact.
- Provide the reason(s) why the impact may, or will not, result in a significant adverse environmental impact
- For Conditional Negative Declarations identify the specific condition(s) imposed that will modify the proposed action so that no significant adverse environmental impacts will result.
- Attach additional sheets, as needed.

Determination of Significance - Type 1 and Unlisted Actions

SEQR Status: Type 1 Unlisted

Identify portions of EAF completed for this Project: Part 1 Part 2 Part 3

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Upon review of the information recorded on this EAF, as noted, plus this additional support information

and considering both the magnitude and importance of each identified potential impact, it is the conclusion of the Planning Board of the Town of Pembroke _____ as lead agency that:

A. This project will result in no significant adverse impacts on the environment, and, therefore, an environmental impact statement need not be prepared. Accordingly, this negative declaration is issued.

B. Although this project could have a significant adverse impact on the environment, that impact will be avoided or substantially mitigated because of the following conditions which will be required by the lead agency:

There will, therefore, be no significant adverse impacts from the project as conditioned, and, therefore, this conditioned negative declaration is issued. A conditioned negative declaration may be used only for UNLISTED actions (see 6 NYCRR 617.d).

C. This Project may result in one or more significant adverse impacts on the environment, and an environmental impact statement must be prepared to further assess the impact(s) and possible mitigation and to explore alternatives to avoid or reduce those impacts. Accordingly, this positive declaration is issued.

Name of Action: NEXgistics Site Plan Review

Name of Lead Agency: Town of Pembroke Planning Board

Name of Responsible Officer in Lead Agency: Dave Knupfer

Title of Responsible Officer: Chairmen

Signature of Responsible Officer in Lead Agency:  | Date: 8-24-2022

Signature of Preparer (if different from Responsible Officer) _____ Date: _____

For Further Information:

Contact Person: Jim Wolbert

Address: 1145 Main Rd.

Telephone Number: 585-599-1209

E-mail: zoning-codes@townofpembroke.org

For Type 1 Actions and Conditioned Negative Declarations, a copy of this Notice is sent to:

Chief Executive Officer of the political subdivision in which the action will be principally located (e.g., Town / City / Village of)

Other involved agencies (if any)

Applicant (if any)

Environmental Notice Bulletin: <http://www.dec.ny.gov/enb/enb.html>

PRINT FULL FORM

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SUPPLEMENTAL PROJECT AUTHORIZING RESOLUTION

(Trousedale Solar, LLC Project – Assignment Authorization)

A regular meeting of the Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center convened on Thursday, September 1, 2022 at 3:00 p.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. 2022 - __

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE “AGENCY”) (i) AUTHORIZING AN ASSIGNMENT REQUEST RECEIVED FROM TROUSDALE SOLAR, LLC (THE “COMPANY”) IN CONNECTION WITH A CERTAIN PROJECT (AS MORE FULLY DESCRIBED BELOW) TO BE UNDERTAKEN BY THE AGENCY AND THE COMPANY; AND (ii) AUTHORIZING THE EXECUTION AND DELIVERY OF DOCUMENTS WITH RESPECT TO SAME.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 565 of the Laws of 1970 of the State of New York, as amended (hereinafter collectively called the “Act”), the **GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY d/b/a GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER** (the “Agency”) was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, pursuant to a Final Resolution adopted on August 5, 2021 (the “Authorizing Resolution”), the Agency appointed TROUSDALE SOLAR, LLC (the “Company”), as agent of the Agency to undertake a certain Project (the “Project”) consisting of: (i) the acquisition by the Agency of a leasehold interest in certain real property located at Ellicott Street Road in the Town of Batavia, New York (the “Land”, being more particularly described as a portion of tax parcel No. 20.-1-10.112, as may be subdivided); (ii) the planning, design, construction and operation of a 5MWac PV solar electrical generation system, including panel foundations, inverters, transformers, interconnect wiring, utility connections, sitework, landscaping, fencing, security and related improvements (collectively, the “Improvements”); (iii) the acquisition of and installation in and around the Land and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the “Equipment” and, collectively with the Land and the Improvements, the “Facility”); and

WHEREAS, as of the date of the Company’s Application for Financial Assistance (the “Original Application”), the Original Application was submitted by and through NYGB-CCRD Borrower, LLC as the original owner of the Company (the “Original Company Parent”); and

WHEREAS, pursuant to a certain Membership Interest Purchase Agreement, by and between the Original Company Parent and DG New York CS, LLC (“DG New York”), the

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Original Company Parent anticipates assigning 100% of its membership interest in the Company to DG New York (the "Assignment"); and

WHEREAS, the Company has requested the Agency's approval of the Assignment.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY d/b/a GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER AS FOLLOWS:

Section 1. Based upon the representations made by the Company, the Agency hereby consents to, authorizes and approves the Assignment subject to the terms and conditions set forth herein.

Section 2. The Agency's consent and approval of the Assignment is subject to payment by the Company of all costs and fees of the Agency in connection with review, consideration and authorization of the Assignment.

Section 3. The President/CEO, Chair, Vice Chair and/or Senior Vice President of Operations of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver any documents and agreements necessary to effectuate the Assignment, with such changes as shall be approved by the President/CEO, Chair, Vice Chair and/or Senior Vice President of Operations and counsel to the Agency upon execution.

Section 4. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 5. These Resolutions shall take effect immediately upon adoption.

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

	Yea	Nay	Absent	Abstain
Peter Zeliff	[]	[]	[]	[]
Matthew Gray	[]	[]	[]	[]
Paul Battaglia	[]	[]	[]	[]
Craig Yunker	[]	[]	[]	[]
Todd Bender	[]	[]	[]	[]
Chandy Kemp	[]	[]	[]	[]
Marianne Clattenburg	[]	[]	[]	[]

The Resolution was thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF GENESEE) SS:

I, the undersigned Secretary of Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center (the "Agency"), including the resolution contained therein, held on September 1, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this ___ day of _____, 2022.

Secretary

[SEAL]

SUPPLEMENTAL PROJECT AUTHORIZING RESOLUTION
(Trousdale Solar II, LLC Project – Assignment Authorization)

A regular meeting of the Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center convened on Thursday, September 1, 2022 at 3:00 p.m.

The following resolution was duly offered and seconded, to wit:

Resolution No. 2022 - __

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") (i) AUTHORIZING AN ASSIGNMENT REQUEST RECEIVED FROM TROUSDALE SOLAR II, LLC (THE "COMPANY") IN CONNECTION WITH A CERTAIN PROJECT (AS MORE FULLY DESCRIBED BELOW) TO BE UNDERTAKEN BY THE AGENCY AND THE COMPANY; AND (ii) AUTHORIZING THE EXECUTION AND DELIVERY OF DOCUMENTS WITH RESPECT TO SAME.

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 565 of the Laws of 1970 of the State of New York, as amended (hereinafter collectively called the "Act"), the **GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY d/b/a GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER** (the "Agency") was created with the authority and power to own, lease and sell property for the purpose of, among other things, acquiring, constructing and equipping industrial, manufacturing and commercial facilities as authorized by the Act; and

WHEREAS, pursuant to a Final Resolution adopted on August 5, 2021 (the "Authorizing Resolution"), the Agency appointed TROUSDALE SOLAR II, LLC (the "Company"), as agent of the Agency to undertake a certain Project (the "Project") consisting of: (i) the acquisition by the Agency of a leasehold interest in certain real property located at Ellicott Street Road in the Town of Batavia, New York (the "Land", being more particularly described as a portion of tax parcel No. 20.-1-10.111, as may be subdivided); (ii) the planning, design, construction and operation of a 4MWac PV solar electrical generation system, including panel foundations, inverters, transformers, interconnect wiring, utility connections, sitework, landscaping, fencing, security and related improvements (collectively, the "Improvements"); (iii) the acquisition of and installation in and around the Land and Improvements by the Company of machinery, equipment, fixtures and other items of tangible personal property (the "Equipment" and, collectively with the Land and the Improvements, the "Facility"); and

WHEREAS, as of the date of the Company's Application for Financial Assistance (the "Original Application"), the Original Application was submitted by and through NYGB-CCRD Borrower, LLC as the original owner of the Company (the "Original Company Parent"); and

WHEREAS, pursuant to a certain Membership Interest Purchase Agreement, by and between the Original Company Parent and DG New York CS, LLC ("DG New York"), the

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Original Company Parent anticipates assigning 100% of its membership interest in the Company to DG New York (the "Assignment"); and

WHEREAS, the Company has requested the Agency's approval of the Assignment.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY d/b/a GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER AS FOLLOWS:

Section 1. Based upon the representations made by the Company, the Agency hereby consents to, authorizes and approves the Assignment subject to the terms and conditions set forth herein.

Section 2. The Agency's consent and approval of the Assignment is subject to payment by the Company of all costs and fees of the Agency in connection with review, consideration and authorization of the Assignment.

Section 3. The President/CEO, Chair, Vice Chair and/or Senior Vice President of Operations of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver any documents and agreements necessary to effectuate the Assignment, with such changes as shall be approved by the President/CEO, Chair, Vice Chair and/or Senior Vice President of Operations and counsel to the Agency upon execution.

Section 4. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 5. These Resolutions shall take effect immediately upon adoption.

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

	Yea	Nay	Absent	Abstain
Peter Zeliff	[]	[]	[]	[]
Matthew Gray	[]	[]	[]	[]
Paul Battaglia	[]	[]	[]	[]
Craig Yunker	[]	[]	[]	[]
Todd Bender	[]	[]	[]	[]
Chandy Kemp	[]	[]	[]	[]
Marianne Clattenburg	[]	[]	[]	[]

The Resolution was thereupon duly adopted.

STATE OF NEW YORK)
COUNTY OF GENESEE) SS:

I, the undersigned Secretary of Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center (the "Agency"), including the resolution contained therein, held on September 1, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this ___ day of _____, 2022.

Secretary

[SEAL]

Genesee County Economic Development Center
 July 2022 Dashboard
 Balance Sheet - Accrual Basis

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	<u>7/31/22</u>	<u>6/30/22</u>	[Per Audit] <u>12/31/21</u>
ASSETS:			
Cash - Unrestricted	\$ 7,481,622	\$ 7,194,475	\$ 7,339,508
Cash - Restricted ^{(A)(1)}	8,399,853	8,395,176	11,674,315
Cash - Reserved ^(B)	793,620	793,452	792,739
Cash - Subtotal	16,675,095	16,383,103	19,806,562
Grants Receivable ⁽²⁾	58,968	57,143	65,327
Accounts Receivable ⁽³⁾	32,879	96,748	337,456
Deposits	2,832	2,832	2,832
Prepaid Expense(s) ⁽⁴⁾	19,349	33,487	42,651
Loans Receivable - Current	57,209	56,617	52,489
Total Current Assets	16,846,332	16,629,930	20,307,317
Land Held for Dev. & Resale ⁽⁵⁾	20,494,870	20,313,412	19,467,282
Furniture, Fixtures & Equipment	71,257	71,257	71,257
Total Property, Plant & Equip.	20,566,127	20,384,669	19,538,539
Less Accumulated Depreciation	(68,910)	(68,856)	(68,528)
Net Property, Plant & Equip.	20,497,217	20,315,813	19,470,011
Loans Receivable- Non-current ^(Net of \$47,429 Allow. for Bad Debt)	162,232	167,052	195,885
Other Assets	162,232	167,052	195,885
TOTAL ASSETS	37,505,781	37,112,795	39,973,213
DEFERRED OUTFLOWS OF RESOURCES			
Deferred Pension Outflows ⁽¹⁰⁾	597,836	597,836	597,836
Deferred Outflows of Resources	597,836	597,836	597,836
LIABILITIES:			
Accounts Payable ⁽⁶⁾	4,381	4,267	548,813
Loan Payable - Genesee County - Current ⁽⁷⁾	305,000	305,000	295,000
Accrued Expenses	42,735	32,626	29,545
Unearned Revenue ⁽⁸⁾	8,189,014	8,191,042	10,993,355
Total Current Liabilities	8,541,130	8,532,935	11,866,713
Loans Payable - ESD ⁽⁹⁾	5,196,487	5,196,487	5,196,487
Loan Payable - Genesee County - Noncurrent ⁽⁷⁾	2,825,000	2,825,000	3,130,000
Aggregate Net Pension Liability ⁽¹⁰⁾	2,612	2,612	2,612
Total Noncurrent Liabilities	8,024,099	8,024,099	8,329,099
TOTAL LIABILITIES	16,565,229	16,557,034	20,195,812
DEFERRED INFLOWS OF RESOURCES			
Deferred Pension Inflows ⁽¹⁰⁾	791,742	791,742	791,742
Deferred Inflows of Resources	791,742	791,742	791,742
NET ASSETS	\$ 20,746,646	\$ 20,361,855	\$ 19,583,495

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Significant Events:

1. Restricted Cash - Includes cash deposited by ESD into imprest accounts related to the \$8M and \$33M STAMP grants. Expenditures out of these accounts are pre-authorized by ESD. Also included are funds received from the County per a Water Supply Agreement, to be put towards water improvements located in the Town of Alabama and the Town of Pembroke and other Phase II improvements as identified by the County. These funds are being used to pay for qualifying expenditures.
2. Grants Receivable - National Grid grants support marketing and development activities for STAMP and the LeRoy Food & Tech Park.
3. Accounts Receivable - Econ. Dev. Program Support Grant, MedTech Centre Property Management, etc.
4. Prepaid Expense(s) - General Liability, Cyber, D&O, Life, long-term and short-term disability insurance, and property insurance.
5. Land Held for Dev. & Resale - Additions are related to STAMP development costs.
6. Accounts Payable - e3communications expenses, dental insurance and interest earned on imprest accounts that will be remitted to ESD.
7. Loan Payable - Genesee County (Current & Noncurrent) - Per a Water Supply Agreement with Genesee County, the County remitted \$4M to the GCEDC to put towards water improvements located in the Town of Alabama and the Town of Pembroke and other Phase II improvements as identified by the County. GCEDC started making annual payments to the County of \$448,500 beginning in January 2020.
8. Unearned Revenue - Interest received in advance; Genesee County contribution received in advance; Funds received from municipalities to support park development; Funds received to support workforce development; ESD Grant funds to support STAMP development, not actually earned until eligible expenditures are incurred.
9. Loans Payable - ESD - Loans from ESD to support STAMP land acquisition and related soft costs.
10. Deferred Pension Outflows / Aggregate Net Pension Liability / Deferred Pension Inflows - Accounts related to implementation of GASB 68.

(A) Restricted Cash = Municipal Funds, RLF #2 Funds, Grant Funds Received in Advance.

(B) Reserved Cash = RLF #1 Funds (defederalized).

**Genesee County Economic Development Center
July 2022 Dashboard
Profit & Loss - Accrual Basis**

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	Month to Date		YTD		2022	2022
	<u>7/31/22</u>	<u>7/31/21</u>	<u>2022</u>	<u>2021</u>	Board Approved <u>Budget</u>	YTD % <u>of Budget</u>
<u>Operating Revenues:</u>						
Genesee County	\$ 19,459	\$ 19,459	\$ 136,215	\$ 136,214	\$ 233,513	58%
Genesee County - WFD	2,083	-	14,583	-	-	N/A
Fees - Projects	39,625	285,750	342,843	307,750	411,500	83%
Fees - Services	7,099	6,961	49,694	48,728	85,192	58%
Interest Income on Loans	227	274	1,672	2,001	2,744	61%
Rent	-	2,190	16,393	12,906	21,071	78%
Common Area Fees - Parks	-	-	373	355	360	104%
Grants (1)	3,825	500	3,306,105	4,212,871	8,891,710	37%
GGLDC Grant- Econ. Dev. Program Support	25,000	25,000	175,000	175,000	300,000	58%
GCFC Grant - Econ. Dev. Program Support	328,388	-	328,388	-	-	N/A
Land Sale Proceeds	67,500	-	67,500	-	-	N/A
BP ² Revenue	-	-	3,532	701	27,454	13%
Other Revenue	568	-	1,125	1,907	5,000	23%
Total Operating Revenues	493,774	340,134	4,443,423	4,898,433	9,978,544	45%
<u>Operating Expenses</u>						
General & Admin	101,483	102,218	820,855	735,776	1,506,112	55%
Professional Services	1,500	1,755	41,516	25,155	108,500	38%
Site Maintenance/Repairs	-	-	2,683	2,681	39,500	7%
Property Taxes/Special District Fees	-	-	3,518	4,597	2,690	131%
BP ² Expense	-	-	-	-	-	N/A
PIF Expense	-	-	43,296	35,042	143,157	30%
CBA Pass Through	-	-	-	-	-	N/A
Site Development Expense (2)	2,000	395,114	2,371,137	3,941,020	2,371,247	100%
Cost of Land Sales	5,775	-	5,775	-	-	N/A
Real Estate Development (3)	181,458	-	1,027,588	686,587	6,082,253	17%
Balance Sheet Absorption	(181,458)	-	(1,027,588)	(686,587)	-	N/A
Total Operating Expenses	110,758	499,087	3,288,780	4,744,271	10,253,459	32%
Operating Revenue (Expense)	383,016	(158,953)	1,154,643	154,162	(274,915)	
<u>Non-Operating Revenue (Expense)</u>						
Other Interest Income	1,775	603	8,508	5,038	5,500	155%
Total Non-Operating Revenue (Expense)	1,775	603	8,508	5,038	5,500	155%
Change in Net Assets	384,791	(158,350)	1,163,151	159,200	\$ (269,415)	
Net Assets - Beginning	20,361,855	12,193,305	19,583,495	11,875,755		
Net Assets - Ending	\$ 20,746,646	\$ 12,034,955	\$ 20,746,646	\$ 12,034,955		

Significant Events:

1. Grants - YTD includes \$448K Community Benefit Agreement payment dedicated to STAMP by sourcing debt service payments to the County; PIF from RJ Properties (Liberty Pumps) supports Apple Tree Acres Infrastructure improvements; PIF from Yancey's Fancy supports Infrastructure Fund Agreement with the Town of Pembroke; National Grid grant supports marketing and development activities for STAMP: ESD \$33M & \$8M Grants support STAMP engineering, environmental, legal, infrastructure, etc.
2. Site Development Expense - Installation of, or improvements to, infrastructure that is not owned by the GCEDC, or will be dedicated to a municipality in the foreseeable future, is recorded as site development expense when costs are incurred.
3. Real Estate Development Costs - Includes STAMP development costs.

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Genesee County Economic Development Center
 July 2022 Dashboard
 Statement of Cash Flows

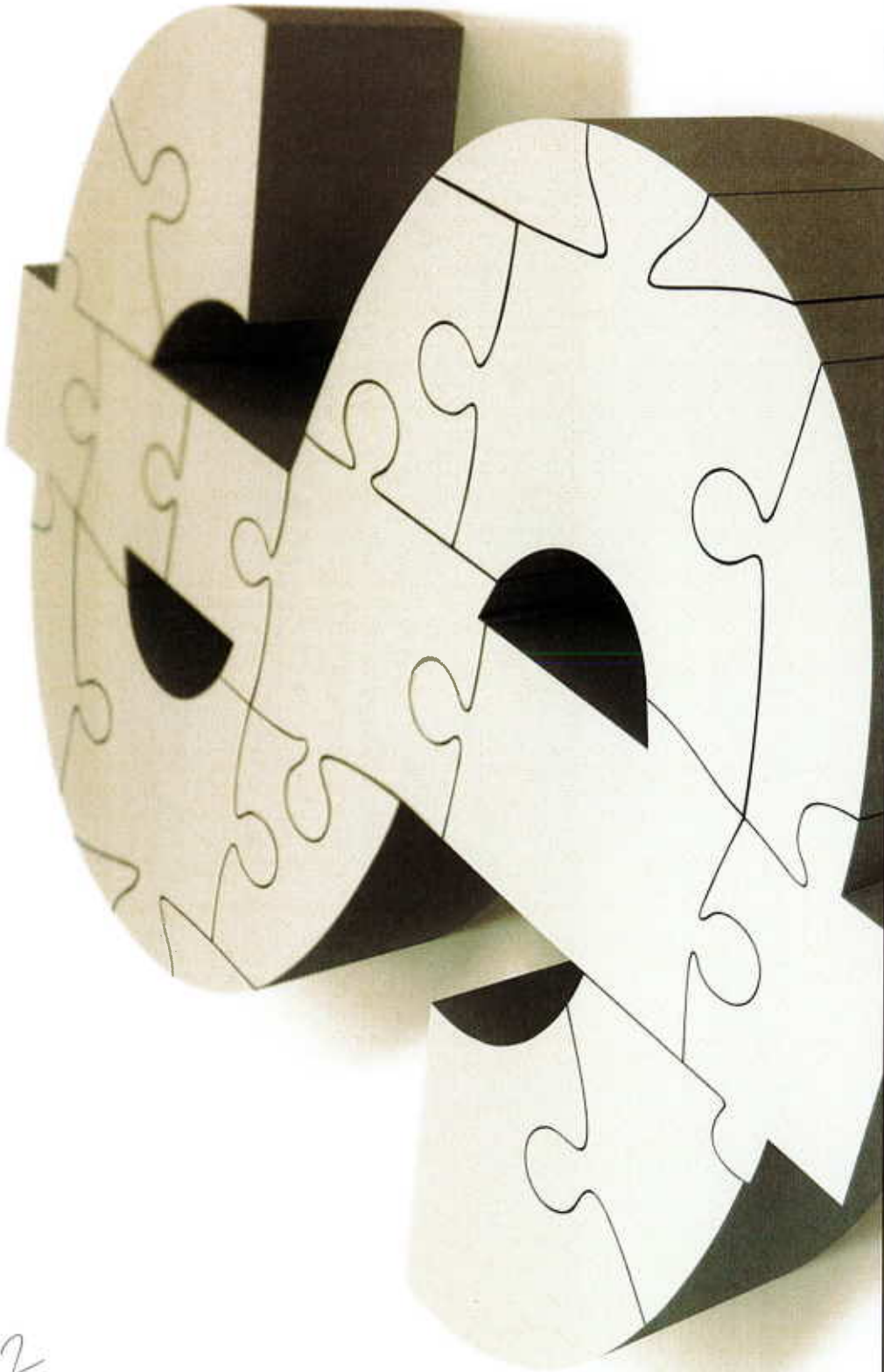
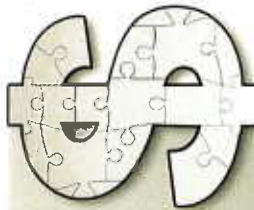
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	July 2022	YTD
CASH FLOWS PROVIDED (USED) BY OPERATING ACTIVITIES:		
Genesee County	\$ 21,542	\$ 172,341
Fees - Projects	39,625	659,243
Fees - Services	21,297	42,595
Interest Income on Loans	199	1,426
Rent	-	18,802
Common Area Fees - Parks	-	373
Grants	-	506,326
BP ² Revenue	-	3,532
GGLDC Grant - Economic Development Program Support	75,000	150,000
GCFC Grant - Economic Development Program Support	328,388	328,388
Land Sale Proceeds - Net	61,725	61,725
Other Revenue	568	1,125
Repayment of Loans	4,228	28,933
General & Admin Expense	(77,486)	(803,644)
Professional Services	(1,500)	(52,333)
Site Maintenance/Repairs	-	(2,683)
Site Development	(2,000)	(2,510,062)
Property Taxes/Special District Fees	-	(3,518)
PIF Expense	-	(43,296)
Improv/Additions/Adj to Land Held for Development & Resale	(181,458)	(1,404,228)
Net Cash (Provided) Used By Operating Activities	290,128	(2,844,955)
CASH FLOWS USED BY NONCAPITAL FINANCING ACTIVITIES:		
Principal Payments on Loan	-	(295,000)
Net Cash Used By Noncapital Financing Activities	-	(295,000)
CASH FLOWS PROVIDED BY INVESTING ACTIVITIES:		
Interest Income (Net of Remittance to ESD)	1,864	8,488
Net Change in Cash	291,992	(3,131,467)
Cash - Beginning of Period	16,383,103	19,806,562
Cash - End of Period	\$ 16,675,095	\$ 16,675,095
RECONCILIATION OF NET OPERATING REVENUE TO NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES:		
Operating Revenue	\$ 383,016	\$ 1,154,643
Depreciation Expense	54	382
Decrease in Operating Accounts/Grants Receivable	62,044	310,936
Decrease in Prepaid Expenses	14,138	23,302
Decrease in Loans Receivable	4,228	28,933
Increase in Land Held for Development & Resale	(181,458)	(1,027,588)
Increase (Decrease) in Operating Accounts Payable	25	(544,412)
Increase in Accrued Expenses	10,109	13,190
Decrease in Unearned Revenue	(2,028)	(2,804,341)
Total Adjustments	(92,888)	(3,999,598)
Net Cash Provided (Used) By Operating Activities	\$ 290,128	\$ (2,844,955)

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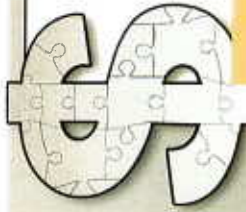
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4.2



2023 Budget

Overview of Budget Assumptions
August 30, 2022

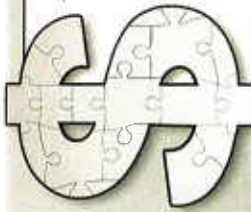


4.2

Budget Timeline

Genesee County Economic Development Center

- June/July ✓ Planning Assumptions / Preliminary Inputs
- Aug 2 Budget Workshop - Audit & Finance Committee Meeting
*Review / Discuss Budget Assumptions and Preliminary Inputs
- Aug 30 Audit & Finance Committee Review of Draft Budget & Recommendation
- Sept 1 Board Review & Approval
- Sept 9 Submission to Genesee County Manager
- By Nov 1 Budget to ABO/Post on GCEDC Web Site

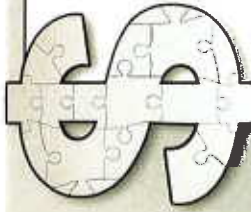


4.2

Departments

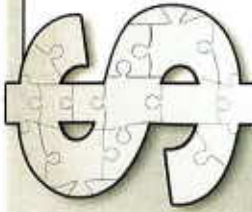
- ❖ Operations
- ❖ Revolving Loan Fund
- ❖ Real Estate Development & Mgmt
 - Apple Tree Acres, OATKA Hills, LeRoy Food & Tech Park
- ❖ STAMP
- ❖ Workforce Development
- ❖ GAIN! Loan Fund
- ❖ Batavia Pathway to Prosperity Fund

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Operations

- ❖ County contribution included in preliminary budget at 2022 level (\$233,513).
- ❖ Balance of funding needed will be primarily generated by GCEDC project origination fee revenue.
 - ❖ Budgeted Project Origination Fees (Total = \$450k)
 - ❖ Appropriated Fund Balance – Carry over of cash from project origination fees collected in previous years (\$433,119).
 - ❖ Controlled expenditures; reduced expenditures where possible.
 - ❖ We have been covering funding gaps with grants from the GGLDC to support the Economic Development Program as well as property management transfers from GGLDC's MedTech Centre.
- ❖ GGLDC's Strategic Investment Analysis assumes \$300k for 2023 support of the overall Economic Development Program. GGLDC Board approval and commitment pending.
 - ❖ Continuous increases in compliance requirements by New York State.
 - ❖ Significant increases in the complexity of our business – GCEDC, GGLDC, GAB LLC, GCFC & the STAMP Project. In 2021, formed Water and Sewer Works Transportation Corps.
- ❖ J-Rental Land Sale – 2022 Cash Carryover Allocation = \$139,945.

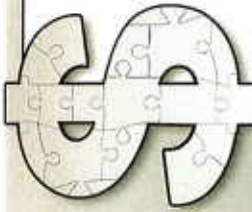


4.2

Operations - Continued

- ❖ Expenditure Assumptions:
 - ❖ Base employee wages – Includes 5% increase and an additional placeholder.
 - ❖ Employer contribution to NYS Retirement System projected at the following percentages of wages for the Dec. 2022 invoice.
 - ❖ 12.9% for Tier 4
 - ❖ 11% for Tier 5
 - ❖ 8.1% for Tier 6
 - ❖ An increase of 12.01% to the premium for our current health insurance plan has been included. The Notice of Proposed Premium Rate Change letter that was received reflects this level of an increase. This is Univera's requested premium rate change. This request is an average and the actual rate increasing may be less or slightly higher. Currently, all 8 full-time employees are participating in the GCEDC's group health insurance plan.
 - ❖ Allowed for a 6% increase in insurance premiums for all current policies.

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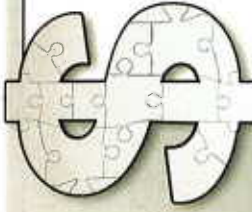


4.2

RLF #1

- ❖ No active loans.
- ❖ Loans continue to be made with terms of 3-10 years. Loans carry a variable rate of interest (Prime with a 3% floor, readjusted annually in January).
- ❖ Funds were deemed de-federalized in 2009.
- ❖ Cash Balance @ 6/30/22 = \$793,187
- ❖ Cash Due From Other Funds @ 6/30/22 = \$104,482
- ❖ Loans Receivable Balance @ 6/30/22 = \$0

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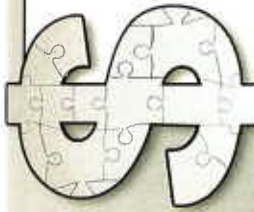


4.2

Real Estate Development & Management

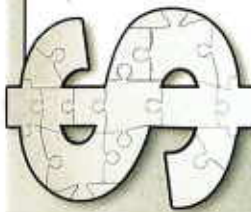
- ❖ Parks owned by GCEDC:
 - ❖ Apple Tree Acres (Bergen)
 - ❖ Oatka Hills (LeRoy)
 - ❖ LeRoy Food & Tech Park (LeRoy)
 - ❖ STAMP (Alabama) – Accounted for in a separate fund dedicated to this project.
- ❖ PILOT Increment Financing (PIF) payments:
 - ❖ Genesee County Legislature, Town of Bergen and Byron-Bergen School District committed funds to support an Apple Tree Acres Infrastructure Fund.
 - ❖ Genesee County Legislature, Town of Pembroke and Pembroke School District committed funds to support expansion of the Corfu Wastewater Treatment Plant.
- ❖ No land sales included in budget – conservative.
- ❖ Full sales efforts continue for all parks.

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STAMP

- ❖ Base operating activity for STAMP has been included (insurance, utilities, maintenance, special district fees).
- ❖ Any project activity at STAMP and corresponding investment of fee and land sale revenue will be presented as an overlay on a case by case basis.
- ❖ The projected balances of the \$33M and \$8M Empire State Development grants have been included as grant revenue and grant expense.
- ❖ Empire Pipeline CBA payments support development at STAMP (pays debt service to the County).

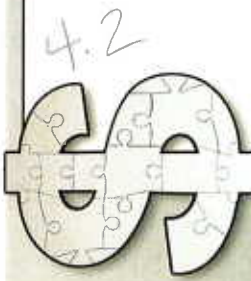


4.2

Workforce Development

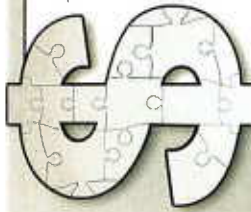
- ❖ Cash on hand in the Workforce Development Fund is anticipated to be spent in 2023 toward Workforce Development Initiatives.
- ❖ Genesee County has committed \$25,000 towards workforce development initiatives for 2022. This is anticipated to continue through 2023.

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GAIN! Loan Fund

- ❖ In 2016, the GCEDC entered into an agreement whereby the GCEDC is acting as a sub-recipient to the Genesee/Finger Lakes Regional Planning Council (G/FLRPC) for a portion of a \$3,000,000 ESD grant. Under the agreement with G/FLRPC, the GCEDC is authorized to administer a GAIN! Loan Fund for the purpose of lending funds to eligible agricultural businesses in Genesee County.
- ❖ 5 loans currently active.
- ❖ Cash Balance @ 6/30/22 = \$191,607
- ❖ Loan Receivable Balance @ 6/30/22 = \$271,098



4.2

Batavia Pathway to Prosperity Fund

- ❖ The Batavia Pathway to Prosperity Capital and Reinvestment Fund (BP2) intermunicipal agreement was put into place in 2016 between the City of Batavia, Genesee County, the Batavia City School District, the Batavia Development Corporation and the GCEDC.
- ❖ The fund will be capitalized by a portion of new City PILOT payments, County PILOT payments and School PILOT payments on all projects that utilize a PILOT agreement within the City of Batavia.
- ❖ The BP2 funds will be used for infrastructure improvements for future economic and brownfield redevelopment investments targeted within the City's designated BOA.
- ❖ Projected 2023 deposits into this fund include 50% of all PILOT payments made by 12 companies located in the City of Batavia.

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Genesee County Economic Development Center

Consolidated
Interfund Activity Eliminated

Approved:

	A	B	C	D	E
	2023 Budget	2022 Budget	% Change from 2022 Budget	Projected at 12/31/22	% Change from 2022 Projected
1 Revenues					
2 GENESEE COUNTY - OPS	\$233,513	\$233,513	0 %	\$233,513	0 %
3 GENESEE COUNTY CONT WFD OPS	\$25,000	\$0	N/A	\$25,000	0 %
4 ORIGINATION FEE - OPS	\$450,000	\$375,000	20 %	\$671,468	(33) %
5 APPLICATION FEE - OPS	\$2,000	\$2,000	0 %	\$2,000	0 %
6 CONSULTING FEES - GRANTS - OPS	\$0	\$0	N/A	\$0	N/A
7 FEES SERVICES GGLDC - OPS	\$87,146	\$85,192	2 %	\$85,192	2 %
8 ANNUAL ADMIN FEES - OPS	\$35,000	\$34,500	1 %	\$28,000	25 %
9 FEES: TRAINING CONTRIB. - WFD	\$0	\$0	N/A	\$0	N/A
10 INTEREST INCOME - OPS	\$3,000	\$2,500	20 %	\$5,000	(40) %
11 BANK INTEREST INCOME - RLF#1	\$1,000	\$1,000	0 %	\$1,000	0 %
12 INTEREST INCOME - RED	\$900	\$1,000	(10) %	\$1,000	(10) %
13 INTEREST INCOME - STAMP	\$1,000	\$1,000	0 %	\$2,500	(60) %
14 INTEREST INCOME CBA STAMP	\$0	\$0	N/A	\$9	(100) %
15 INTEREST INCOME - WFD	\$0	\$0	N/A	\$0	N/A
16 INTEREST INC-WFD RES	\$0	\$0	N/A	\$0	N/A
17 INTEREST INCOME - GLF	\$0	\$0	N/A	\$216	(100) %
18 INTEREST INCOME - BP2	\$0	\$0	N/A	\$11	(100) %
19 PROGRAM / LOAN INTR - RLF#1	\$0	\$0	N/A	\$0	N/A
20 PROGRAM / LOAN INTR - GLF	\$2,170	\$2,744	(21) %	\$2,744	(21) %
21 RENT INCOME - I/Z OPS	\$0	\$0	N/A	\$0	N/A
22 RENT INCOME - RED	\$9,485	\$4,410	115 %	\$9,485	0 %
23 CAM RED ATA	\$380	\$360	5 %	\$373	2 %
24 RENT INCOME - STAMP	\$23,425	\$16,661	41 %	\$23,425	0 %
25 MISC - OPS	\$0	\$0	N/A	\$557	(100) %
26 MISC ANNUAL MEETING - OPS	\$5,000	\$5,000	0 %	\$0	N/A
27 MISC - RED GAB	\$0	\$0	N/A	\$0	N/A
28 EC DEV GRANT GGLDC - OPS	\$300,000	\$300,000	0 %	\$300,000	0 %
29 EC DEV GRANT GCFC - OPS	\$0	\$0	N/A	\$328,388	(100) %
30 NG GRANT - OPS	\$0	\$0	N/A	\$0	N/A
31 NG GRANT - RED LER	\$0	\$0	N/A	\$0	N/A
34 PIF GRANT INC- RED ATA	\$24,680	\$22,876	8 %	\$21,884	13 %
35 ESD GRANT - \$33M STAMP	\$2,000,000	\$7,100,000	(72) %	\$12,997,597	(85) %
36 ESD GRANT - \$8M STAMP	\$2,000,000	\$1,200,000	67 %	\$1,025,719	95 %
37 NATIONAL GRID - STAMP	\$0	\$0	N/A	\$12,993	(100) %
38 GRANT CBA - STAMP	\$448,553	\$448,553	0 %	\$448,553	0 %
39 NATIONAL FUEL GRANT - WFD	\$0	\$0	N/A	\$0	N/A
40 GRANT INC/MUNIC - RED BETP	\$0	\$0	N/A	\$0	N/A
41 GRANT INC/MUNIC - RED LER	\$0	\$0	N/A	\$0	N/A
42 GRANT - GLF	\$0	\$0	N/A	\$0	N/A
46 LAND SALE PROCEEDS RED ATA	\$0	\$0	N/A	\$67,500	N/A
47 LAND SALE PROCEEDS STAMP	\$0	\$0	N/A	\$0	N/A
48 BP2 INCOME	\$52,819	\$27,454	92 %	\$23,447	125 %
50 Total Revenues	\$5,972,242	\$10,123,989	(41) %	\$16,422,419	(64) %
54 Expenses					
55 PAYROLL - OPS	\$868,250	\$817,494	6 %	\$802,293	8 %
56 F/B PHONE ALLOWANCE - OPS	\$3,000	\$3,000	0 %	\$3,000	0 %
57 BENEFITS - OP MEDICARE	\$13,200	\$12,305	7 %	\$12,116	9 %
58 BENEFITS - OP- BILLING	\$2,700	\$2,500	8 %	\$2,500	8 %
59 BENEFITS - OP- DENTAL	\$1,965	\$1,965	0 %	\$1,907	3 %
60 BENEFITS - OP- FICA	\$46,950	\$44,517	5 %	\$43,613	8 %
61 BENEFITS - OP- HEALTH INS	\$108,855	\$104,156	5 %	\$97,183	12 %

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Genesee County Economic Development Center

Consolidated
Interfund Activity Eliminated

62 BENE -OP- MED BUY BACK PMTS	\$0	\$0	N/A	\$0	N/A
63 BENEFITS - OP- VISION INS	\$748	\$748	0 %	\$726	3 %
64 BENEFITS - OP- FSA / MRA / HSA	\$29,400	\$29,400	0 %	\$29,400	0 %
65 BENEFITS - OP- LTD DISABILITY	\$2,128	\$2,224	(4) %	\$2,026	5 %
66 BENEFITS - OP- LIFE INSURANCE	\$570	\$528	8 %	\$536	6 %
67 BENEFITS - OP- NYS DISABILITY	\$127	\$165	(23) %	\$102	25 %
68 BENEFITS - OP- WORKERS COMP	\$4,500	\$5,000	(10) %	\$1,953	130 %
69 UNEMPLOYMENT INSURANCE - OPS	\$3,000	\$3,000	0 %	\$2,700	11 %
70 NYS RET. ANNUAL CONT - OPS	\$90,000	\$119,000	(24) %	\$90,000	0 %
71 PENSION EXP - OPS	\$0	\$0	N/A	\$0	N/A
72 INSURANCE - OPS	\$9,150	\$14,000	(35) %	\$14,366	(36) %
73 D&O INSURANCE - OPS	\$9,005	\$5,850	54 %	\$8,494	6 %
74 CYBER LIABILITY INSURANCE OPS	\$6,000	\$5,000	N/A	\$4,557	32 %
75 INSURANCE SITES - RED	\$850	\$800	6 %	\$798	7 %
76 INSURANCE - STAMP	\$2,350	\$4,000	(41) %	\$2,172	8 %
77 UTILITIES - OPS	\$6,500	\$6,000	8 %	\$6,000	8 %
78 UTILITIES - OPS IZ	\$3,000	\$3,000	0 %	\$3,000	0 %
79 UTILITIES - RED	\$0	\$0	N/A	\$0	N/A
80 UTILITIES - STAMP	\$500	\$1,000	(50) %	\$400	25 %
81 DEPRECIATION - OPS	\$655	\$0	N/A	\$655	0 %
82 TELECOM / INTERNET / PHONE- OPS	\$8,000	\$9,000	(11) %	\$7,696	4 %
83 RENT - OPS	\$19,400	\$18,960	2 %	\$18,956	2 %
84 RENT - STAMP	\$0	\$0	N/A	\$2,000	(100) %
85 POSTAGE - OPS	\$1,500	\$1,500	0 %	\$1,500	0 %
86 DUES/SUBSCRIPTIONS - OPS	\$96,000	\$97,000	(1) %	\$97,000	(1) %
87 CONFERENCE/MEETINGS - OPS	\$34,000	\$34,000	0 %	\$15,000	127 %
88 CONFERENCE/MEETINGS - NG STAMP	\$0	\$0	N/A	\$1,000	N/A
89 PROF SERVICES - OPS	\$46,500	\$45,500	2 %	\$45,500	2 %
90 PROF SERVICES LLR - OPS	\$47,120	\$0	N/A	\$38,635	22 %
91 PROF SERVICES - RED LEROY	\$0	\$0	N/A	\$0	N/A
92 GOV RELATIONS - OPS	\$51,000	\$51,000	0 %	\$18,000	183 %
93 PROF SERVICES - RLF#1	\$0	\$0	N/A	\$0	N/A
94 PROF SERVICES - RED ATA	\$0	\$0	N/A	\$0	N/A
95 PROF SERVICES - \$33M STAMP	\$0	\$8,750	N/A	\$8,750	N/A
96 PROF SERVICES / MARKETING - WFD	\$62,000	\$12,000	417 %	\$0	N/A
97 TRAVEL/VEHICLE - OPS	\$35,000	\$42,000	(17) %	\$35,000	0 %
98 TRAVEL - STAMP	\$0	\$0	N/A	\$0	N/A
99 TRAVEL - LODG - STAMP NG	\$0	\$0	N/A	\$3,643	(100) %
100 MARKETING PROGRAM - OPS	\$90,000	\$96,000	(6) %	\$80,000	13 %
101 MARKETING PROGRAM - NG STAMP	\$0	\$0	N/A	\$8,350	(100) %
102 MARKETING - WFD	\$0	\$0	N/A	\$0	N/A
103 SUPPLIES/MATERIALS - OPS	\$4,000	\$4,000	0 %	\$4,000	0 %
104 MAINT /REPAIR / CLEANING - OPS	\$28,500	\$28,500	0 %	\$28,500	0 %
105 MAINTENANCE/REPAIR - RED	\$2,500	\$2,500	0 %	\$2,500	0 %
106 MAINTENANCE/REPAIR - RED ATA	\$0	\$1,500	(100) %	\$0	N/A
107 MAINT /REPAIR - STAMP	\$7,000	\$7,000	0 %	\$5,810	20 %
108 SITE DEVELOPMENT - RED BETP	\$0	\$0	N/A	\$0	N/A
109 SITE DEVELOPMENT - RED LER	\$0	\$0	N/A	\$0	N/A
110 SITE DEVELOPMENT - RED ATA	\$0	\$0	N/A	\$0	N/A
111 SITE DEVELOPMENT - STAMP	\$0	\$0	N/A	\$41,288	(100) %
112 SITE DEVELOPMENT - \$4M STAMP	\$0	\$0	N/A	\$16,762	(100) %
113 SITE DEVELOPMENT - \$8M STAMP	\$0	\$105,866	N/A	\$105,866	(100) %
114 SITE DEVELOPMENT - \$33M STAMP	\$0	\$2,242,945	N/A	\$2,242,945	(100) %
115 FURNITURE/EQUIP - OPS	\$15,000	\$15,000	0 %	\$15,000	0 %
116 MISC - OPERATE	\$0	\$0	N/A	\$482	(100) %
117 MISC - RED LER	\$0	\$0	N/A	\$0	N/A
118 CEO's DISCRETNRY FUND- OPS	\$3,000	\$3,000	0 %	\$3,000	0 %
119 CLOSING COSTS - RED ATA	\$0	\$0	N/A	\$0	N/A
120 CLOSING COSTS - RED LER	\$0	\$0	N/A	\$0	N/A
121 CLOSING COSTS - STAMP	\$0	\$0	N/A	\$0	N/A

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Genesee County Economic Development Center

Consolidated
Interfund Activity Eliminated

122 COST OF SALES - RED ATA	\$0	\$0	N/A	\$5,775	N/A
123 COST OF SALES - STAMP	\$0	\$0	N/A	\$0	N/A
124 SALES PARTNER FEES - OPS	\$0	\$0	N/A	\$1,125	(100) %
125 FEES - OPS	\$0	\$0	N/A	\$210	(100) %
126 FEES - RED LEROY	\$0	\$0	N/A	\$0	N/A
127 FEES -STAMP	\$0	\$0	N/A	\$250	N/A
128 FEES - COUNTY \$4M STAMP	\$0	\$110	N/A	\$110	N/A
129 FEES - \$8M STAMP	\$0	\$300	N/A	\$300	(100) %
130 FEES - \$33G STAMP	\$0	\$0	N/A	\$110	N/A
133 SPECIAL DISTRICT FEES- RED OATKA	\$65	\$50	30 %	\$58	12 %
135 SPECIAL DISTRICT FEE - STAMP	\$2,000	\$1,880	6 %	\$2,653	(25) %
138 DEV COSTS - RED ATA	\$0	\$0	N/A	\$0	N/A
139 LAND AQUISITION - STAMP \$33M	\$0	\$0	N/A	\$0	N/A
140 CLOSING COSTS - STAMP	\$0	\$0	N/A	\$0	N/A
141 P/S - RED BETP	\$0	\$0	N/A	\$0	N/A
144 P/S ENG/ENVIRO/ARCHEO- STAMP \$33M	\$0	\$12,915	N/A	\$12,915	(100) %
145 P/S ENG/ENVIRO/ARCHEO- STAMP \$8M	\$0	\$660,069	N/A	\$660,069	(100) %
146 P/S LEGAL - STAMP \$8M	\$0	\$178,700	N/A	\$178,700	(100) %
147 P/S LEGAL - STAMP \$33M	\$0	\$3,096	N/A	\$3,096	(100) %
148 P/S APPR/SURVEY/TITLE-STAMP	\$0	\$0	N/A	\$0	N/A
149 P/S APPR/SURVEY/TITLE- \$33M STAMP	\$0	\$20,070	N/A	\$20,070	(100) %
150 P/S WATER/SEWER - STAMP	\$0	\$0	N/A	\$2,273,225	(100) %
151 P/S WATER/SEWER - \$33M STAMP	\$0	\$4,772,530	N/A	\$10,668,127	(100) %
152 P/S WATER/SEWER - \$8M STAMP	\$0	\$80,785	N/A	\$80,785	(100) %
153 P/S OTHER - RED LER	\$0	\$0	N/A	\$6,500	N/A
154 P/S OTHER - STAMP	\$0	\$0	N/A	\$6,310	(100) %
155 P/S OTHER - \$33M STAMP	\$0	\$39,584	N/A	\$39,584	(100) %
156 BSA - DEV COSTS RED ATA	\$0	\$0	N/A	(\$9,900)	N/A
157 BSA - DEV COSTS RED LER	\$0	\$0	N/A	(\$6,500)	N/A
158 BSA DEV COSTS - STAMP	\$0	\$0	N/A	(\$14,190,381)	(100) %
159 PIF EXPENSE - RED BETP	\$127,226	\$120,281	6 %	\$104,845	21 %
160 PIF EXPENSE - RED ATA	\$24,680	\$22,876	8 %	\$21,884	13 %
161 GRANT EXP ESD \$33M - STAMP	\$2,000,000	\$0	N/A	\$0	N/A
162 GRANT EXP ESD \$8M - STAMP	\$2,000,000	\$174,280	1048 %	\$0	N/A
165 BP2 EXPENSE	\$17,244	\$0	N/A	\$0	N/A
166					
167 Total Expenses	\$6,219,548	\$10,393,404	(40) %	\$4,021,807	55 %
171					
172 Net Profit / (Loss)	(\$247,306)	(\$269,415)	(8) %	\$12,400,612	(102) %
173					
176 Cash from Prev. Yr Rev. Collected in Current Yr	\$0	\$279,645			
177 Appropriated Fund Balance	\$433,119	\$0			
178 J-Rental Land Sale - Cash Carry Over Allocation	\$139,945	\$139,945			
179 NET PROFIT / (LOSS) w/ Cash Adjustments	\$325,758	\$150,175			

Land Sales	
2018 J-Rental Land Sale Proceeds	\$304,941
Closing Costs	(\$9,519)
Net Proceeds	295,422
2019 Allocation	(155,477)
Balance Forward	139,945
2020 Allocation	0
Balance Forward	139,945
2021 Allocation	0
Balance Forward	139,945
2022 Allocation	0
Balance Forward	139,945
2023 Allocation	(139,945)
Balance Forward	0

Appropriated Fund Balance	
Plug Power - 2021 Project Origination Fee	\$2,908,874
2023 Budget Allocation	(\$433,119)
Balance Forward	\$2,475,755

* \$113,808 was used for 2020 budget purposes, but cash transfer was not

* \$139,945 was used for 2021 budget purposes, but cash transfer was not

* \$139,945 was used for 2022 budget purposes, but cash transfer was not

4.2

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GCEDC
Audit & Finance Committee Meeting Report
August 30, 2022

Consulting assistance on local labor policy reporting and conformity for projects

At the October 1, 2019 meeting, the GCEDC staff presented a sample proposal from Loewke Brill Consulting Group, Inc. on how they could assist companies that will have to report to the GCEDC under the local labor reporting requirements, including assistance with waiver requests and finding local contractors to bid their projects.

The GCEDC Staff had requested a quote for the costs related to a project in the Ag Park. A copy of the application for incentives were sent to Loewke Brill for them to calculate the fee. They submitted the following:

\$9,170 - 12 Inspections (\$225 per visit), 12 Monthly Reports (\$460 per month), 1 time set up fee (\$950)

The time period was determined by what the projects listed for the duration of construction in their applications. GCEDC staff has the following recommendation which is consistent with prior approvals:

1. The GCEDC will pay for the set up fee, monthly inspections and reporting, not to exceed the construction timeline in the application. If it runs over that the company should be responsible.
2. The company will pay for any waiver requests that get submitted and sent to the Board for consideration (estimated at two waivers at \$230 per waiver).

Fund Commitment: \$9,170 (if waivers are needed \$9,630).

Committee Action Request: Recommend to the full Board to move forward with a proposal from Loewke Brill Consulting a project in Pembroke. This will be the last project that the GCEDC will pay these costs for. Going forward any new projects will be subject to the new policy of making a deposit to cover all of the costs associated with the local labor inspection process.

4.3

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Mark Masse

**STAMP Committee
August 31, 2022**

STAMP sale of topsoil from the laydown area

Discussion: In conjunction with the construction of the lay down area to be utilized by National Grid for the power line reroute, Keeler Construction is completion the construction work. As a result of this work there will be approximately 10,000 cubic yards of topsoil that will be stockpiled on the site. In order to construct the WWTF in the future, this topsoil will need to be moved or sold. Keeler would like to purchase 1,000 cubic yards of the topsoil at \$3.50 per cubic yard. This appears to be within the market rate.

Fund Commitment: None.

Board Action Request: Approval of sale of topsoil to Keeler Construction Inc. at \$3.50 per cubic yard.

6.1

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Part 182 Take Permit preparation and mitigation plan

Discussion: In December and January the GCEDC updated its studies for the endangered and threatened species of winter raptors per the NYSDEC's request. The result of that study showed a few winter raptors at the site and the NYSDEC is determining if the STAMP site would be qualified habitat for those birds. If the NYSDEC takes Jurisdictional Determination over that habitat, the GCEDC would need to complete a Part 182 incidental take permit to impact that habitat for potential development. CC Environment & Planning had a previously approved proposal to complete that process. A Part 182 permit was prepared for the substation, laydown area/WWTF and power line reroute as well as the proposed mitigation area and plan for implementation.

CC Environmental is now submitting an amendment to that original proposal for an additional \$42,750 that will cover the Part 182 permit application and proposed mitigation for the remainder of the STAMP site.

Fund Commitment: \$42,750 to be covered under the \$8 million.

Committee Action request: Recommend approval to the full Board the proposal for CC Environment and Planning.



CC Environment & Planning

Sheila S. Hess
Principal Ecologist/CEO

August 24, 2022

Genesee County Economic Development Center
Attn: Mark Masse, VPO
99 MedTech Drive, Suite 106
Batavia, NY 14020

Re: Amendment to STAMP Part 182 Take Permit and Environmental Services Contract

Dear Mark:

As discussed, this letter serves as a proposed amendment to the STAMP Part 182 Take Permit and Environmental Services Contract agreement executed on March 4, 2022, between CC Environment & Planning and Genesee County Economic Development Center (attached for reference).

This amendment reflects a proposal to extend the contract budget to allow work to continue work under both tasks identified in the original agreement. Task 1 is for the incidental take permit including winter raptor surveys which are anticipated to begin in November 2022, spring grassland bird surveys if required in 2023, and Part 182 clearance of STAMP. Task 2 is for general environmental review and permitting as needed. These tasks are further defined in the original agreement attached. An amended not to exceed for Task 1 is \$32,750. An amended not to exceed budget for Task 2 is \$10,000. This contract continues to be structured as a not to exceed and will be billed based on time and expenses incurred at the rate of the original agreement. This amendment letter does not otherwise alter the purpose or specific provision of the original agreement.

ACCEPTANCE

The signatures below indicate acceptance of this amendment as stated above.

Sincerely,

Sheila S. Hess, Principal Ecologist/CEO
CC Environment & Planning

For Genesee County Economic Development Center:

Signature of Authorized Representative

Date

Enclosure

6.2

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CC Environment & Planning

Sheila S. Hess
Principal Ecologist/CEO

February 24, 2022

Genesee County Economic Development Center
Attn: Mark Masse, VPO
99 MedTech Drive, Suite 106
Batavia, NY 14020
Via Email: mmasse@gcedc.com

Re: Short-eared Owl and Northern Harrier Part 182 Take Permit and Environmental Services Proposal

Dear Mark:

As discussed, I am submitting the following proposal for CC Environment & Planning to provide services for the development, submission, and review of an incidental take permit application for short-eared owl and northern harrier at the STAMP (Science & Technology Advanced Manufacturing Park) Site in the Town of Alabama, Genesee County, NY as per NYS Department of Environmental Conservation (NYSDEC) Endangered and Threatened Species Regulations ([6 NYCRR Part 182](#)). In addition, this proposal includes ongoing services for general environmental review and permitting.

This Letter Agreement (hereinafter referred to as "Agreement") is a proposal for consulting services by CC Environment & Planning (hereinafter named as "Contractor") for Genesee County Economic Development Center (hereinafter referred to as "Client"). This agreement shall commence upon signature. The following services and terms of the Agreement between the Client and Contractor are as follows:

Scope of Services

A. Incidental Take Permit

1. Incidental Take Permit Application, including:
 - a. Project description and need, species and habitat description at STAMP
 - b. Alternatives analysis, avoidance and minimization strategies
 - c. Assessment of the extent of unavoidable impacts to listed species or their habitats
 - d. Implementation agreement
2. Mitigation Plan, including
 - a. Measures to minimize and mitigate impacts to listed species by providing a net conservation benefit
 - b. Data and information to ensure taking does not impact species' survival or recovery in NY
 - c. Proposed method for monitoring the effectiveness of the plan
3. Review of regulations; meetings with NYSDEC and Tech Team.
4. Coordination of application review including response to requests for additional information and application/plan revisions; final permit review and submittal.

B. General Environmental Review and Permitting

Schedule and Fee

Project activities will commence immediately upon receipt of a signed contract. This contract is proposed as a time and materials with a not to exceed estimated budget for Task A (Incidental Permit) of \$21,050 and Task B (General Environmental Services) of \$10,000. Invoices will be submitted monthly based on the 2022 rate sheet in Attachment A.

Conditions

The Contractor guarantees the quality of this work. Once this offer is accepted payments are to be made at times specified upon presentation on an invoice by Contractor. However, the Client and the Contractor may mutually decide to reschedule, postpone, or delay this project as needed without penalty and without time limit, subject only to mutually agreeable time frames in the future.

Assumptions

The proposed schedule and fee for this project are based on the following assumptions:

1. The Client and the project team will provide appropriate, timely access to contacts and information and provide requested feedback necessary to complete the scope of services as scheduled.
2. All parties will make every effort to ensure timely answers to questions as related to the scope of services and progress.
3. All parties will inform each other immediately of any unforeseen changes, new developments, or other issues that affect and influence this project so necessary adjustments can be made.
4. Adjustments to the total fee based on unforeseen circumstances, an adjusted timeline, or additional services outside the stated scope will require negotiation and written consent of both parties. This includes any additional monitoring of listed species that may be required by NYSDEC during the application period.

ACCEPTANCE

If this proposal meets with your approval, please countersign below, and return one copy for our records. If you have any questions, please contact me.

Sincerely,



Sheila S. Hess, Principal Ecologist/CEO
CEO CC Environment & Planning

AUTHORIZATION

CC Environment & Planning is hereby authorized by Genesee County Economic Development Center to proceed with the services described and in accordance with the terms and conditions proposed herein.



Genesee County Economic Development Center



Date



CC Environment & Planning

CC ENVIRONMENT & PLANNING
BILLING RATES
CALENDAR YEAR 2022

Employee Type	Hourly Rate
Principal Ecologist	\$180.00
Senior Environmental Scientist/Planner	\$135.00
Environmental Scientist/Planner	\$115.00
Graphic Designer/GIS Analyst	\$105.00
Environmental Technician	\$80.00
Office/Administrative Assistant	\$72.00
Intern	\$55.00
Travel/Materials	At Cost
Outside Contracted Services	Cost plus 10%

Phase II archeological work

Discussion: In February of 2020, the GCEDC awarded a contract to complete the Phase IB archeological work on recently acquired acreage to determine if any additional archeological work would be required. This work was completed and a report of findings and recommendation for additional work was submitted to the USACE and the Seneca Nation for review and comment. The GCEDC has received the comments back and is ready to proceed with the next scope of work as approved by the USACE.

The proposal for this work is attached and from Deuel Archaeology who performed the Phase IB work on this site.

Fund Commitment: Not to exceed \$9,695 to Deuel Archeology to complete a Phase II Cultural Resource Investigation to be covered under the \$33 million.

Board Action Request: Approval of Phase II Cultural Resources Investigation contract for STAMP.

August 24, 2022

ATTN: Mark A. Masse, CPA

Senior Vice President of Operations
Genesee County Economic Development Center
99 MedTech Drive, Suite 106
Batavia, NY 14020

Phase II Site Evaluation of Locus 3 of the Crossen Indigenous Site for the Western New York Science & Technology Advanced Manufacturing Park (WNY STAMP), Town of Alabama, Genesee County, New York (NYSOPRHP No. 10PR01963).

SCOPE OF SERVICE

- Notify the Tonawanda Seneca Nation (TSN) and the New York State Office of Parks, Recreation and Historic Preservation (NYSOPRHP) of upcoming fieldwork in the event a representative wishes to observe, pursuant to the Programmatic Agreement.
- **Field Investigation – Part 1:** excavate 20 standard shovel test pits at 7.5-meter intervals in Locus 3 of the Crossen Indigenous Site; excavate two 1x1 meter test units; prepare plans and profiles of any features identified in the shovel test pits or 1x1 meter test units; photograph field conditions, field methodology, potential features, and any areas of prior ground disturbance.
- **Field Investigation – Part 2:** excavate eight radial STPs at 1-meter and 3-meter intervals around the potential chert flake identified in Locus 5 of the Crossen Indigenous Site; prepare plans and profiles of any features identified in the shovel test pits; photograph field conditions, field methodology, potential features, and any areas of prior ground disturbance.
- If potential human remains, Indigenous burial features and associated artifacts, or rectangular, coffin-sized soil stains are encountered, the NYSOPRHP's *Human Remains Discovery Protocol* and the *Haudenosaunee Human Remains Protocol* will be implemented; upon discovery of human remains, all work in the general area of discovery will stop immediately and the location will be secured and protected from damage and disturbance; human remains and associated artifacts will be left in place and not disturbed; the county coroner/medical examiner, local law enforcement, the NYSOPRHP, and the TSN will be notified immediately; any human remains will be left in place and protected from further disturbance until a plan for their avoidance or removal can be generated.
- Plot locations of shovel test pits, 1x1 meter test units, potential features, photographs, and prior ground disturbances on project maps.
- Artifacts will be collected for laboratory analysis. Modern debris and non-diagnostic historic period artifacts will be recorded in the field and re-deposited. Any artifacts collected will be cataloged, processed, analyzed, and temporarily stored in the laboratory facilities at DACRM. Pursuant to the Programmatic Agreement, ownership of the collection will be offered to the TSN. If the TSN does not desire to take ownership of the collection or any portion thereof, the collection or any portion thereof shall be transferred to a facility that meets the standards set forth in 36 CFR Part 79.
- Summarize the field investigation and artifact assemblage; use the data to contextualize the Crossen Indigenous Site.

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- Determine the National Register eligibility of the Crossen Indigenous Site.
- Submit an end-of-fieldwork letter to the NYSOPRHP and the TSN with the results and recommendations of the Phase II site evaluation.
- Update the NYSOPRHP site form for the Crossen Indigenous Site.
- Incorporate data from the field investigation into digital Phase II site report. Include a robust discussion of the possible relationship between the Crossen Indigenous Site and the STAMP 5 Site.
- Submit digital copy of the report to the NYSOPRHP and the TSN for review and comment.
- Provide a digital copy of the report to the GCEDC.

COST

The cost for the Phase II site evaluation is **\$9,695**, half of which (\$4,847.50) is due upon submission of the end-of-fieldwork letter. The remaining \$4,847.50 is due upon submission of the Phase II report.

NOTES

Phase II fieldwork will be scheduled as ground conditions permit. All archaeological work will be conducted in compliance with the *Standards for Cultural Resource Investigations* (NYAC 1994) adopted by the New York State Office of Parks, Recreation and Historic Preservation. If additional work is required beyond this scope, a scope of service increase will be submitted. To authorize the Phase II Site Evaluation, please return a signed copy of the proposal.

Name _____ Signature _____

Title _____

Firm/Agency _____ Date _____

Name Jeremy Deuel Signature 

Title Owner/Principal Investigator

Firm/Agency Deuel Archaeology & CRM Date 8/24/2022

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