

Erie County Industrial Development Agency
Annual Meeting of the Membership



April 27, 2022
at 12:00 p.m.

500 Seneca Street
4th Floor Conference Room
Buffalo, New York 14204

1.0 Call to Order

1.1 Call to Order Meeting of the Membership

2.0 Approval of Minutes:

2.1 Approval of Minutes of March 23, 2022 Meeting of the Membership (Action Item) (Pages 2-9)

3.0 Reports / Action Items / Information Items:

3.1 Financial Report (Informational) (Pages 10-13)

3.2 Finance & Audit Committee Update (Informational)

3.3 2022 Tax Incentive Induced/Closing Schedule (Informational) (Pages 14-15)

3.4 Nominating Committee Update (Pages 16-17)

a) Election of Officers/Committee Appointments (Action Item) (Pages 18-20)

3.5 Policy Committee Update (Informational) (Pages 21-24)

4.0 Inducement Resolution:

4.1 Workspport, Ltd. (Pages 25-69)

**ECIDA
Incentives**
\$103,562

**Private
Investment**
\$15,006,887

Municipality
West Seneca

5.0 Amendatory Inducement Resolution:

5.1 Assignment and Assumption Pollock Holdings, LLC (Simmer Crane) to Flatiron Crane Real Estate Company, LLC (Action Item) (Pages 70-73)

6.0 ECIDA Bond:

6.1 Refinancing of the Agency's School Facility Refunding Revenue Bond (City School District of the City of Buffalo Project), Series 2012A (Action Item) (Pages 74-105)

7.0 Compliance:

7.1 RPNY Solar 2, LLC/Bullis Road Solar Project – Local Labor Request (Action Item) (Pages 106-157)

8.0 Management Team Reports:

8.1

9.0 Adjournment - Next Meeting May 25, 2022 @ 12:00 p.m.

95 Perry Street, Suite 403 • Buffalo, New York 14203 • ph. 716.856.6525 • fx. 716.856.6754 • www.ecidany.com

**MINUTES OF THE MEETING
OF THE
MEMBERSHIP OF THE
ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY
(ECIDA or AGENCY)**

- DATE:** March 23, 2022
- LIVE STREAMED:** This meeting is being live-streamed and made accessible on the ECIDA's website at www.ecidany.com.
- PRESENT:** Denise Abbott, Rev. Mark E. Blue, Dottie Gallagher, Hon. Howard Johnson, Tyra Johnson, Hon. Brian Kulpa, Richard Lipsitz, Brenda W. McDuffie, Hon. Glenn R. Nellis, Hon. Mark C. Poloncarz, Hon. Darius G. Pridgen, Sister Denise Roche and Renee Wilson
- EXCUSED:** Hon. Diane Benczkowski, Hon. Bryon W. Brown, James Doherty, Hon. Joseph Emminger, Kenneth A. Schoetz and Paul Vukelic
- OTHERS PRESENT:** John Cappellino, President & CEO; Mollie Profic, Chief Financial Officer/Assistant Secretary; Beth O'Keefe, Vice President of Operations; Atiqah Abidi, Assistant Treasurer; Gerald Manhard, Chief Lending Officer/Assistant Secretary; Grant Lesswing, Director of Business Development; Andrew Federick, Business Development Officer; Brian Krygier, Director of Information Technology; Carrie Hocieniec, Operations Assistant; Robbie Ann McPherson, Director of Marketing & Communications, Sean Fallon, Project Manager; Pat Smith, Senior Bookkeeper; and Robert G. Murray, Esq., General Counsel/Harris Beach PLLC
- GUESTS:** Maria Whyte, Deputy County Executive, Erie County; Zachary Evans, Erie County; Lisa Hicks and Alex Carducci on behalf of the City of Buffalo; Karen Brown on behalf of the Buffalo Niagara Partnership and Matt Connors on behalf of 471 Elmwood Avenue, LLC

There being a quorum present at 12:02 p.m., the meeting of the members of the Erie County Industrial Development Agency (the "ECIDA" or "Agency"), was called to order by Chair McDuffie.

MINUTES

The minutes of the February 23, 2022 meeting of the members were presented. Mr. Nellis moved and Sister Denise seconded to approve of the minutes. Ms. McDuffie called for the vote and the minutes were unanimously approved.

REPORTS/ACTION ITEMS/INFORMATION ITEMS

Financial Report. Ms. Profic presented the February 2022 financial report. The balance sheet shows the month ended with total assets of \$30.3M (includes unrestricted cash of \$7.3M available for Agency operations) and net assets of \$20.8M. The monthly income statement shows net income of \$8,000 for February. Operating revenue of \$118,000 was below the monthly budget of \$100,000, due mainly to timing of administrative fees received during the month. Operating expenses of \$222,000 were about \$4,000 under budget. Under Special Project Grants, \$125,000 of grant revenue was received in February. After depreciation, there was net income of \$8,000 for the month. The year-to-date Income Statement shows revenues of \$289,000, including administrative fee revenue of \$154,000. We are at about half of our budget for the first two months of the year. Expenses of \$440,000 are \$20,000 below budget. Special project grant revenue nets to \$116,000. After depreciation, there is currently a net loss of \$55,000 for the year. Ms. McDuffie directed that the report be received and filed.

Finance and Audit Committee Update and Committee Self-Evaluation. Ms. Profic reviewed the memo summarizing the joint Finance & Audit Committee meeting held on March 16. Our auditors from Freed Maxick presented the draft 2021 audited financial statements. The three main points of the presentation were an unmodified (clean) opinion on the financial statements, there were no uncorrected audit adjustments, and there were no material weaknesses or significant deficiencies noted (no management letter comments). The Committee also reviewed and recommend the following for approval: 2021 Public Authorities Report, 2021 Investment Reports, Investment & Deposit Policy, Committee Charter, Committee Self-Evaluation, Management's Assessment of the Effectiveness of Internal Controls, and Corporate Credit Card Policy with no suggested changes.

The Committee Self-Evaluations were presented. Ms. Profic stated that each year the Committee completes a self-evaluation, based on the Committee Charter. In 2021, the Committee convened a total of five times and fulfilled its duties as documented.

Audited Financial Statements. Ms. Profic provided the draft 2021 audited financial statements and report to the Board, which documents the auditors' required communications on, a summary of accounting estimates made within the financials, some recently issued accounting standards, and the management letter noting no significant deficiencies or material weaknesses. Ms. Profic mentioned an unmodified opinion was issued on the statements. Significant estimates for ECIDA include depreciation of capital assets and account for investments. GASB Statement No. 87 regarding Leases will be effective for the 2022 reporting year, which has been in the works for a few years. The Representation Letter that she will sign once the audit is approved by the Board will be made a part of this final report. As a public authority, the Agency's financial statements are prepared based on Governmental Accounting Standards and include a Management's Discussion and Analysis section, which provides a condensed overview of the statements. The statements of net position (balance sheets), show total assets of \$30.9M at December 31, 2021, an increase of \$2.6M from 2020. Most of the Agency's assets are current, with cash being the largest portion at \$18.6M. This is consistent with 2020, and Ms. Profic noted that of that cash balance, \$7.8M is unrestricted. The largest increase from year to year was restricted cash under noncurrent assets. The \$2.6M increase reflects the contribution of PILOT payments into PIF funds, with ECIDA acting as the administrator of these funds. This increase in

restricted cash directly correlates to the increase in funds held on behalf of others, which at \$8.7M is also an increase of \$2.6M from 2020. The Agency's net position is allocated into three buckets: investment in capital assets, restricted, and unrestricted. While the total net position decreased from \$21.1M in 2020 to \$20.9M in 2021, she pointed out that the unrestricted portion of net assets actually increased by about \$95,000. This is a result of a \$201,000 decrease in net position in 2021 driven largely by a net loss in the UDAG fund, which reduced the restriction portion of net position. The statements of revenues, expenses and changes in net position (income statements) shows how we arrived at the decrease in net position. She also presented the income statement broken out by fund. In the general fund, operating revenues were \$3.3M, due mostly to \$2.4M of administrative fee revenue. We had one of our strongest financial years in recent memory in 2021, surpassing our administrative fee revenue budget by over \$600,000. General fund operating expenses were consistent at \$2.7M in 2021. Salaries and benefits decreased \$99,000 (-5%) due to lower employee benefit costs. General and administrative expenses increased \$82,000 (13%) due to increases in insurance costs, professional fees, and public notices. Before special project grants, there was operating income of \$568,000 in the general fund. Special project grants netted to \$561,000 of expenses in 2021. \$5.2M of the revenue and expense is EDA CARES Act funding passed through ECIDA to RDC. Ms. Profic noted this because ECIDA will also be subject to a single audit for this grant, as the award recipient. She will work with Freed Maxick to get that completed in the next couple of months. There were also \$559,000 of PPE grants disbursed in 2021. In the UDAG Fund, there were operating expenses of \$35,000, and \$183,000 of net special project expenses. So while there is an overall net loss of \$201,000 for the year, it is mainly a result of funds spent for assisting local businesses through the PPE Grant program. The cash flows statement detail the changes in cash from year to year. The remainder of the financials are the notes, and also supplementary information. These drafts were reviewed and discussed in detail with the Finance & Audit Committee on March 16, and they recommended approval to the Board.

Ms. Gallagher moved and Mr. Lipsitz seconded to approve of the 2021 Audited Financial Statements. Ms. McDuffie then called for the vote and the 2021 Audited Financial Statements were unanimously approved.

2021 Investment Report. Ms. Profic reviewed this report which is required by Public Authorities Law and includes ECIDA's investment guidelines, the results of our annual audit, and detail of investment income and fees for the year. One note that it is in draft form pending the date of the auditor's report and displays the accounts held by the Agency. The majority of cash accounts are restricted for the purposes listed. Investment Income of \$9,800 was earned on these accounts during 2021 (compared to \$50,000 in 2020), and no fees were paid. This report was reviewed by the Finance & Audit Committee at their March 16 meeting and recommended to the Board for approval.

Mr. Nellis moved and Ms. Abbott seconded to approve of the 2021 Investment Report. Ms. McDuffie then called for the vote and the 2021 Investment Report was unanimously approved.

Governance Committee. Ms. Profic presented a review of the most recently completed Governance Committee meeting. Ms. McDuffie directed that the report be received and filed.

2022 Tax Incentive Induced/Closing Schedule/Estimated Real Property Tax Impact. Ms. O’Keefe presented this report to the members. Ms. McDuffie directed that the report be received and filed.

Approval of Board Certification of RLF Plan CARES Act. Mr. Manhard discussed this matter with members.

Mr. Lipsitz moved and Ms. Wilson seconded to certify that the CARES ACT RLF is being operated consistent with the Loan Administrative Plan. Ms. McDuffie then called for the vote and the following resolution was unanimously approved.

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (THE “RLF BOARD” OR “AGENCY”) IN CONNECTION WITH AN ANNUAL CERTIFICATION TO BE MADE UNDER THE STANDARD TERMS AND CONDITIONS AND ADMINISTRATIVE MANUAL REQUIREMENTS OF THE FEDERAL ECONOMIC DEVELOPMENT ADMINISTRATION

Agreement to Authorize Execution and Delivery of Community Development Block Grant (CDBG) Sub-Recipient Agreement. Mr. Cappellino discussed this matter with members noting that the ECIDA will also sub-sub grant the RLF to the ILDC to administer the RLF.

Ms. Gallagher moved and Mr. Blue seconded to approve of the CDBG Sub-Recipient Agreement. Ms. McDuffie then called for the vote and the following resolution was unanimously approved.

RESOLUTION AUTHORIZING (i) THE ADOPTION, NEGOTIATION AND EXECUTION OF A SUB-RECIPIENT AGREEMENT BETWEEN THE COUNTY OF ERIE AND THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY RELATIVE TO THE CONTINUED RECEIPT AND ADMINISTRATION OF COMMUNITY DEVELOPMENT BLOCK GRANT FUNDS (“CDBG FUNDS”); (ii) AUTHORIZING THE ALLOCATION OF \$367,387 OF SUCH CDBG FUNDS TOWARDS THE AGENCY’S MICROENTERPRISE LOAN FUND; and (iii) AUTHORIZING THE SUB-SUBGRANT OF THE CDBG FUNDS TO THE BUFFALO AND ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORPORATION (“ILDC”) FOR ADMINISTRATION OF SAME IN A MANNER CONSISTENT WITH THE MICROENTERPRISE LOAN FUND

Approval of Assignment of Assumption of START-UP NY Affiliation Agreement and related License Agreements. Mr. Manhard discussed this matter with the members.

Mr. Lipsitz moved and Sister Denise seconded to approve of the Assignment and Assumption of the START-UP NY Affiliation Agreement and related License Agreements. Ms. McDuffie then called for the vote and the following resolution was unanimously approved.

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY CONSENTING TO AND AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS WITH RESPECT TO THE

ASSIGNMENT AND ASSUMPTION OF THE QUEEN CITY ENCORE LLC
START-UP NY PROGRAM PROJECT

Approval of Buffalo Niagara Partnership Diversity Equity and Inclusion Study Funding Request. Mr. Cappellino discussed this matter with the members. Ms. Brown, on behalf of the Buffalo Niagara Partnership (BNP), spoke on behalf of the BNP and its diversity equity and inclusion study. Ms. Gallagher recused herself from participating in discussing the project and stated she would abstain from voting on the proposal.

Mr. Pridgen moved and Mr. Poloncarz seconded to approve of the BNP diversity equity and inclusion study funding request, and the following resolution authorizing the funding of the BNP diversity equity and inclusion study funding request was then unanimously approved, with Ms. Gallagher abstaining.

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (“AGENCY”) TO ENTER INTO A FUNDING AGREEMENT FOR ECONOMIC DEVELOPMENT PURPOSES WITH THE BUFFALO NIAGARA PARTNERSHIP (“BNP”) IN THE AMOUNT OF \$15,000 TO SUPPORT THE BNP’S 2022 BNP DIVERSITY EQUITY AND INCLUSION STUDY

Policy Committee Update. Mr. Lipsitz provided a review of the most recently completed Policy Committee meeting. Ms. McDuffie directed that the report be received and filed.

INDUCEMENT RESOLUTION

471 Elmwood Group, LLC, 471 Elmwood Avenue, Buffalo, New York. Ms. O’Keefe reviewed this proposed sales tax exemption benefit project which consists of rehabilitation of the facility and the winterizing of the building through various joist replacements thus preventing further damage. This project will offer 5,500 sq. ft. of first floor commercial/retail space and 5,500 sq. ft. of second floor residential units with one unit being offered at 80% of AMI. Parking will be in the rear of the building.

At this point in time, Ms. Johnson joined the meeting.

As a condition precedent of receiving Financial Assistance, and as a material term or condition as approved by the Agency in connection with the Project, the Company covenants and agrees and understands that it must, subject to potential modification, termination and/or recapture of Financial Assistance for failure to meet and maintain the commitments and thresholds as described below, submit, on an annual basis or as otherwise indicated below through the conclusion of the later of two (2) years following either (i) the construction completion date, or (ii) the termination of the Agent Agreement, a certification, as so required by the Agency, confirming:

- (i) Investment Commitment- the total investment actually made with respect to the Project at the time of Project completion equals or exceeds \$3,051,500 (which represents the product of 85% multiplied by \$3,590,000, being the total project cost as stated in the Company’s application for Financial Assistance).

- (ii) Employment Commitment – that there is at least 1 existing full time equivalent (“FTE”) employee located at, or to be located at, the Facility as stated in the Company’s application for Financial Assistance (the “Baseline FTE”); and
 - the number of current FTE employees in the then current year at the Facility.
- (iii) Local Labor Commitment - that the Company adheres to and complies with the Agency’s Local Labor Workforce Certification Policy on a quarterly basis during the construction period.
- (iv) Equal Pay Commitment – that the Company adheres to and complies with the Agency’s Pay Equity Policy.
- (v) Unpaid Real Property Tax Policy Commitment – that the Company is compliant with the Agency’s Unpaid Real Property Tax Policy.

Mr. Poloncarz moved and Ms. Gallagher seconded to approve the Project. Ms. McDuffie then called for the vote and the following resolution was unanimously approved:

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY: (i) ACCEPTING THE APPLICATION OF 471 ELMWOOD GROUP, LLC, AND/OR INDIVIDUAL(S) OR AFFILIATE(S), SUBSIDIARY(IES), OR ENTITY(IES) FORMED OR TO BE FORMED ON ITS BEHALF (INDIVIDUALLY, AND/OR COLLECTIVELY, THE “COMPANY”) IN CONNECTION WITH A CERTAIN PROJECT DESCRIBED BELOW; (ii) RATIFYING THE SCHEDULING, NOTICING, AND CONDUCTING OF A PUBLIC HEARING IN CONNECTION WITH THE PROJECT; (iii) APPOINTING THE COMPANY, OR ITS DESIGNEE, AS ITS AGENT TO UNDERTAKE THE PROJECT; (iv) AUTHORIZING THE UNDERTAKING OF THE PROJECT TO PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF A SALES TAX EXEMPTION BENEFIT FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT, AND (vi) AUTHORIZING THE NEGOTIATION AND EXECUTION OF AN AGENT AND FINANCIAL ASSISTANCE PROJECT AGREEMENT, AND RELATED DOCUMENTS

REVIEW AND ADOPTION OF POLICIES, REPORTS AND COMMITTEE CHARTERS.

2021 Mission Statement, Performance Measures and Results. Ms. O’Keefe reviewed the 2021 Mission Statement and related results. Mr. Lipsitz moved and Mr. Nellis seconded to approve of the 2021 Mission Statement and results. Ms. McDuffie called for the vote and the 2021 Mission Statement and results were unanimously approved.

2022 Mission Statement and Performance Measures. Ms. O’Keefe reviewed the 2022 Mission Statement. Mr. Lipsitz moved and Mr. Nellis seconded to approve of the 2022 Mission Statement. Ms. McDuffie called for the vote and the 2022 Mission Statement and Performance Measures were unanimously approved.

2021 Public Authorities Report. Ms. Profic noted that as a Public Authority of the State of New York, ECIDA and its affiliates are required to comply with the NYS Public Authorities Law and submit a comprehensive annual report including information on several topics. Several of the items are covered by other documents, like the operations and accomplishments and financial statements, which are noted throughout the document. The Mission Statement & Performance Measurements are updated each year with actual results (and was just reviewed) and is part of this report. Many of the items included are standard from year to year and are also approved or re-adopted by the Board annually. Section 13 was updated for 2021 to include the work underway at ILDC-owned properties, ECIDA's COVID-19 PPE grant program and the loans made under the recently established CARES Act revolving loan fund. Attachments include outstanding bond information, salary & benefit information, projects undertaken by each entity, our Property Report, Board Member attendance, and the Procurement Reports for each entity. Once approved, Mr. Cappellino and Ms. Profic will sign the certification and the report will be posted to our website. This report was provided to the Governance Committee for review and reviewed by the Finance & Audit Committee at their meeting on March 16 and has been recommended to the Board for approval.

Mr. Lipsitz moved and Mr. Nellis seconded to approve of the 2021 Public Authorities Report. Ms. McDuffie called for the vote and the 2021 Public Authorities Report was unanimously approved.

Fee Structure Policy. Mr. Cappellino reviewed the Fee Structure Policy. Mr. Lipsitz moved and Mr. Nellis seconded to approve of the Fee Structure Policy. Ms. McDuffie called for the vote and the Fee Structure Policy was unanimously approved.

RE-ADOPT POLICIES AND CHARTERS

Ms. McDuffie noted that Items 5-20 on the agenda were reviewed by counsel, the Board Committees recommended no changes, and as such, the staff recommends that the policies and charters items numbered 5-20 be approved without any changes. Ms. Gallagher moved and Sister Denise seconded to approve of the various polices and charters as itemized below. Ms. McDuffie called for the vote and the following policies and charters were then unanimously approved:

- Board Member Compensation, Reimbursement & Attendance Policy
- Code of Ethics & Conflict of Interest Policy
- Corporate Credit Card Policy
- Defense & Indemnification Policy
- Employee Compensation Program
- Finance & Audit Committee Charter
- Governance Committee Charter
- Investment & Deposit Policy
- Procurement Policy
- Property Disposition Guidelines
- Real Property Acquisition Policy
- Sexual Harassment Policy

- Statement of Duties & Responsibilities of the Board of Directors
- Statement of the Competencies & Personal Attributes Required by Board Members
- Travel, Conferences, Meals & Entertainment Policy
- Whistleblower Policy and Procedures

MANAGEMENT TEAM REPORT

Mr. Cappellino presented the report. Ms. McDuffie directed that the report be received and filed.

There being no further business to discuss, Ms. McDuffie adjourned the meeting of the Agency at 12:57 p.m.

Dated: March 23, 2022

Gerald Manhard, Assistant Secretary

Erie County Industrial Development Agency
Financial Statements
As of March 31, 2022

ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY ("ECIDA")

Balance Sheet

March 31, 2022

	March 2022	February 2022	December 2021
ASSETS:			
Cash *	\$ 7,732,583	\$ 7,325,956	\$ 7,851,664
Restricted Cash & Investments *	19,479,787	19,522,121	19,656,732
Due from Affiliates	385,899	827,376	755,496
Due from Buffalo Urban Development Corp.	111,252	122,665	105,721
Other Receivables	164,082	174,853	35,629
Total Current Assets	<u>27,873,602</u>	<u>27,972,970</u>	<u>28,405,242</u>
Grants Receivable	721,214	738,473	863,473
Venture Capital Investments, net of reserves	506,886	506,886	506,886
Capital Assets	1,134,083	1,144,083	1,164,083
Total Long-Term Assets	<u>2,362,183</u>	<u>2,389,441</u>	<u>2,534,441</u>
TOTAL ASSETS	<u><u>\$ 30,235,785</u></u>	<u><u>\$ 30,362,412</u></u>	<u><u>\$ 30,939,684</u></u>
 LIABILITIES & NET ASSETS			
Accounts Payable & Accrued Exp.	\$ 185,360	\$ 158,158	\$ 452,629
Deferred Revenues	699,378	755,013	872,993
Funds Held on Behalf of Others	8,577,998	8,608,025	8,717,606
Total Liabilities	<u>9,462,736</u>	<u>9,521,196</u>	<u>10,043,228</u>
Net Assets	<u>20,773,049</u>	<u>20,841,216</u>	<u>20,896,455</u>
TOTAL LIABILITIES & NET ASSETS	<u><u>\$ 30,235,785</u></u>	<u><u>\$ 30,362,412</u></u>	<u><u>\$ 30,939,684</u></u>

* Cash and restricted cash is invested in checking accounts at M&T Bank. The maximum FDIC insured amount = \$250,000 with the remainder of the cash balance collateralized with government obligations by the financial institution.

ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY ("ECIDA")

Income Statement

Month of March 2022

	Actual vs. Budget		
	Actual	Budget	Variance
REVENUES:			
Administrative Fees, net of refunds	\$ 117,070	\$ 154,583	\$ (37,514)
Affiliate Management Fees	45,475	45,125	350
Interest Income - Cash & Investments	307	1,042	(735)
Rental Income	19,328	16,975	2,353
Other Income	4,190	7,083	(2,893)
Total Revenues	186,369	224,808	(38,439)
EXPENSES:			
Salaries & Benefits	\$ 165,270	\$ 169,542	\$ (4,272)
General Office Expenses	26,230	22,630	3,600
Building Operating Costs	16,119	20,312	(4,193)
Professional Services	52,429	19,633	32,796
Public Hearings & Marketing	19,323	5,000	14,323
Travel, Mileage & Meeting Expenses	1,996	2,917	(921)
Other Expenses	1,406	625	781
Total Expenses	282,773	240,658	42,114
SPECIAL PROJECT GRANTS:			
Revenues	\$ 53,880	\$ 80,945	\$ (27,065)
Expenses	(15,643)	(75,261)	59,618
	38,237	5,683	32,553
NET INCOME/(LOSS) BEFORE OTHER STRATEGIC INVESTMENTS & DEPRECIATION:			
	(58,167)	(10,167)	(48,000)
OTHER STRATEGIC INVESTMENTS AND INITIATIVES:			
Bethlehem Steel Industrial Park Grant	-	(8,333)	8,333
Angola Ag Park Grant	-	(8,333)	8,333
	-	(16,667)	16,667
NET INCOME/(LOSS) BEFORE DEPRECIATION:			
	(58,167)	(26,833)	(31,334)
Depreciation	(10,000)	(10,000)	-
NET INCOME/(LOSS):	\$ (68,167)	\$ (36,833)	\$ (31,334)

ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY ("ECIDA")

Income Statement

Year to Date: March 31, 2022

	Actual vs. Budget			Actual vs. Prior Year		
	Actual	Budget	Variance	Actual	Prior Year	Variance
REVENUES:						
Administrative Fees, net of refunds	\$ 271,298	\$ 463,750	\$ (192,452)	\$ 271,298	\$ 385,604	\$ (114,306)
Affiliate Management Fees	135,175	135,375	(200)	135,175	129,300	5,875
Interest Income - Cash & Investments	891	3,125	(2,234)	891	3,529	(2,638)
Rental Income	58,906	50,925	7,981	58,906	59,455	(549)
Other Income	9,190	14,750	(5,560)	9,190	7,293	1,898
Total Revenues	475,459	667,925	(192,466)	475,459	585,180	(109,721)
EXPENSES:						
Salaries & Benefits	488,306	508,625	(20,320)	488,306	439,992	48,314
General Office Expenses	77,111	67,890	9,221	77,111	74,298	2,813
Building Operating Costs	55,485	60,935	(5,450)	55,485	55,195	290
Professional Services	75,941	37,825	38,116	75,941	38,556	37,385
Public Hearings & Marketing	19,834	15,000	4,834	19,834	23,537	(3,703)
Travel, Mileage & Meeting Expenses	3,396	8,750	(5,354)	3,396	2,891	504
Other Expenses	3,064	1,875	1,189	3,064	1,312	1,752
Total Expenses	723,135	700,900	22,235	723,135	635,780	87,355
SPECIAL PROJECT GRANTS:						
Revenues	179,000	242,834	(63,834)	179,000	120	178,880
Expenses	(24,730)	(225,784)	201,053	(24,730)	(164,214)	139,483
	154,270	17,050	137,220	154,270	(164,094)	318,363
NET INCOME/(LOSS) BEFORE OTHER STRATEGIC INVESTMENTS & DEPRECIATION:						
	\$ (93,406)	\$ (15,925)	\$ (77,481)	\$ (93,406)	\$ (214,693)	\$ 121,287
OTHER STRATEGIC INVESTMENTS AND INITIATIVES:						
Zero Net Energy costs (Z7+)	\$ -	\$ (156,479)	\$ 156,479	\$ -	\$ -	\$ -
Bethlehem Steel Industrial Park Grant	-	(100,000)	100,000	-	(29,621)	29,621
Angola Ag Park Grant	-	(100,000)	100,000	-	(11,743)	11,743
Bethlehem Steel Industrial Park Grant Reimb	-	250,000	(250,000)	-	-	-
Buffalo Urban Development Corporation	-	(100,000)	100,000	-	-	-
Other Strategic Initiatives	-	(125,000)	125,000	-	-	-
	-	(331,479)	331,479	-	(41,364)	41,364
NET INCOME/(LOSS) BEFORE DEPRECIATION:						
	(93,406)	(347,404)	253,998	(93,406)	(256,057)	162,651
Depreciation	(30,000)	(30,000)	-	(30,000)	(30,000)	-
NET INCOME/(LOSS):	\$ (123,406)	\$ (377,404)	\$ 253,998	\$ (123,406)	\$ (286,057)	\$ 162,651

**MINUTES OF A JOINT MEETING OF THE NOMINATING COMMITTEES OF THE
ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (ECIDA)
BUFFALO AND ERIE COUNTY REGIONAL
DEVELOPMENT CORPORATION (RDC)
AND
BUFFALO AND ERIE COUNTY
INDUSTRIAL LAND DEVELOPMENT CORPORATION (ILDC)**

DATE: March 31, 2022

PRESENT: Rev. Mark E. Blue, Dottie Gallagher, Richard Lipsitz, Jr., Hon. Mark C. Poloncarz, Sister Denise Roche, and Kenneth A. Schoetz

EXCUSED: Howard Johnson and Renee Wilson

OTHERS PRESENT: John Cappellino, Chief Executive Officer; Mollie Profic, Chief Financial Officer/Assistant Secretary; Beth O’Keefe, Vice President of Operations; Brian Krygier, Director of Information Technology; Carrie Hocieniec, Operations Assistant; Robbie Ann McPherson, Director of Marketing & Communications and Robert G. Murray, Esq., Harris Beach PLLC/General Counsel

GUEST: None.

There being a quorum present at 12:02 p.m., the Meeting of the Members of the Joint Nominating Committee of the Erie County Industrial Development Agency, Buffalo and Erie County Regional Development Corporation and the Buffalo and Erie County Industrial Land Development Corporation was called to order by its Chair, Mr. Poloncarz.

MINUTES

The minutes of the May 18, 2021 Meeting of the Joint Nominating Committee were presented, and upon motion made by Sister Denise and seconded by Ms. Gallagher, approval of the minutes was unanimously carried.

PROPOSED COMMITTEE ASSIGNMENTS AND OFFICERS

Mr. Cappellino reviewed the entire slate of committee member appointments and officer position appointments, noting changes over the prior year’s appointments. General discussion ensued.

Mr. Lipsitz moved and Mr. Blue seconded to approve of the proposed committee member appointments and the officer position appointments as presented. Mr. Poloncarz called for the vote and the aforementioned motion was unanimously approved.

There being no further business to discuss, Mr. Poloncarz adjourned the meeting at 12:08 p.m.

Gerald Manhard, Assistant Secretary

2022-2023 ECIDA/RDC/ILDC Board Committees & Officers

Executive Committee ECIDA/RDC	<u>Current Committee Members</u>	<u>Proposed Committee Members</u>
7 Board members, President & CEO, as specified in By-Laws	Chair - Brenda McDuffie (Chair)	Chair - Brenda McDuffie (Chair)
	Vice Chair - Richard Lipsitz	Vice Chair - Richard Lipsitz
	County Executive - Hon Mark Poloncarz	County Executive - Hon Mark Poloncarz
	Mayor Buffalo – Hon. Byron Brown	Mayor Buffalo – Hon. Byron Brown
	Hon. Joseph Emminger (Chair, RDC Loan Committee)	Hon. Joseph Emminger (Chair, RDC Loan Committee)
	Glenn Nellis - (Representing the Finance & Audit Committee)	Glenn Nellis - (Representing the Finance & Audit Committee)
	Hon. Darius Pridgen (Chair, Loan Write- Off)	Hon. Darius Pridgen (Chair, Loan Write-Off)
	President & CEO John Cappellino [non- voting]	President & CEO John Cappellino [non-voting]

Nominating Committee ECIDA/RDC/ILDC	<u>Current Committee Members</u>	<u>Proposed Committee Members</u>
Number of members not specified in By-Laws 1 Meeting a Year	Hon. Mark Poloncarz (Chair)	Hon. Mark Poloncarz (Chair)
	Rev. Mark Blue	Hon. Diane Benczkowski
	Dottie Gallagher	Dottie Gallagher
	Hon. Howard Johnson	Richard Lipsitz
	Richard Lipsitz	Sister Denise Roche
	Sister Denise Roche	Ken Schoetz
	Ken Schoetz	Maria Whyte

Compensation Committee ECIDA	<u>Current Committee Members</u>	<u>Proposed Committee Members</u>
No by-law requirement 1-2 Meetings a Year	Hon. Mark Poloncarz (Chair)	Hon. Mark Poloncarz (Chair)
	Rev. Mark Blue	Rev. Mark Blue
	Dottie Gallagher	Dottie Gallagher
	Richard Lipsitz	Richard Lipsitz
	Sister Denise Roche	Brenda McDuffie
	Ken Schoetz	Sister Denise Roche
	Paul Vukelic	Ken Schoetz

Finance & Audit Committee ECIDA/RDC/ILDC	<u>Current Committee Members</u>	<u>Proposed Committee Members</u>
At least 3 Board members specified in By-Laws. Not less than 3 independent members per PAL. 3-4 Meetings a Year	Michael Szukala (Chair)	Michael Szukala (Chair)
	Penny Beckwith (M&T)	Penny Beckwith (M&T)
	Allison DeHoney	Allison DeHoney
	Brian Kulpa*	Brian Kulpa*
	Glenn Nellis*	Glenn Nellis*
	Paul Vukelic*	Renee Wilson*
	William Witzleben (M&T)	William Witzleben (M&T)

*Board members who fill seats required by By-laws
Nominating Committee Approved Date – 03/31/2022
Board Approved Date – 04/27/2022

2022-2023 ECIDA/RDC/ILDC Board Committees & Officers

Governance Committee ECIDA/RDC/ILDC	<u>Current Committee Members</u>	<u>Proposed Committee Members</u>
At least 3 Board members specified in By-Laws. Not less than 3 independent members per PAL. 1-2 Meetings a Year	Brenda McDuffie* (Chair)	Brenda McDuffie* (Chair)
	Hon. Howard Johnson*	Thomas Baines
	Tyra Johnson*	Hon. Howard Johnson*
	Hon. Mark Poloncarz	Tyra Johnson*
	Ken Schoetz	Ken Schoetz
	David State	David State
	Maria Whyte	Maria Whyte

Loan Committee ECIDA/RDC	<u>Current Committee Members</u>	<u>Proposed Committee Members</u>
By-Laws specify no more than 5 members of the Policy Committee plus 2 City members and 1 County member 6-12 Meetings a Year	Hon. Joseph Emminger (Chair)	Hon. Joseph Emminger (Chair)
	Denise Abbott	Denise Abbott
	[City 2] Rebecca Gandour	[City 2] Rebecca Gandour
	[Other] Nancy LaTulip	[Other] Nancy LaTulip
	[County 1] David McKinley (Community Bank N.A.)	[County 1] David McKinley (Community Bank N.A.)
	[Other] Michael Taylor (Pursuit Lending)	[Other] Michael Taylor (Pursuit Lending)
	[City 1] Royce Woods (Evans Bank)	[City 1] Royce Woods (Evans Bank)

Loan Write-off Committee ECIDA/RDC/ILDC	<u>Current Committee Members</u>	<u>Proposed Committee Members</u>
At least 3 Board members specified in By-Laws 1 Meeting a Year	Hon. Darius Pridgen* (Chair)	Hon. Darius Pridgen* (Chair)
	Penny Beckwith (M&T)	Penny Beckwith (M&T)
	Hon. Diane Benczkowski	Tyra Johnson*
	Tyra Johnson*	Sister Denise Roche
	Ken Schoetz*	Ken Schoetz*
	William Witzleben (M&T)	William Witzleben (M&T)

Policy Committee ECIDA/RDC	<u>Current Committee Members</u>	<u>Proposed Committee Members</u>
At least 3 Board members specified in By-Laws 10-12 Meetings a year	Richard Lipsitz* (Chair)	Richard Lipsitz* (Chair)
	Denise Abbott	Denise Abbott
	Hon. April Baskin	Hon. April Baskin
	Rev. Mark Blue*	Rev. Mark Blue*
	Hon. Byron Brown	Hon. Byron Brown
	Johanna Coleman	Johanna Coleman
	Colleen DiPirro	Colleen DiPirro
	Hon. William Krebs	Brenda McDuffie*
	Brenda McDuffie*	Glenn Nellis
	Glenn Nellis	Laura Smith
	Laura Smith	David State
	David State	Lavon Stevens
	Lavon Stephens	Hon. John Tobia
	Paul Vukelic	Paul Vukelic
Maria Whyte	Maria Whyte	

*Board members who fill seats required by By-laws
Nominating Committee Approved Date – 03/31/2022
Board Approved Date – 04/27/2022

2022-2023 ECIDA/RDC/ILDC Board Committees & Officers

OFFICERS	Current Officers			Proposed Officers		
	ECIDA	RDC	ILDC	ECIDA	RDC	ILDC
Chair	Brenda McDuffie		Hon. Mark Poloncarz	Brenda McDuffie		Hon. Mark Poloncarz
Vice Chair	Richard Lipsitz			Richard Lipsitz		
President & CEO	John Cappellino			John Cappellino		
Vice President	Mollie Profic, Beth O'Keefe			Mollie Profic, Beth O'Keefe		
Treasurer	Mollie Profic			Mollie Profic		
Assistant Treasurers	Jerry Manhard, Atiqa Abidi, Daryl Spulecki			Jerry Manhard, Atiqa Abidi, Daryl Spulecki		
Secretary	Karen Fiala			Beth O'Keefe		
Assistant Secretaries	Jerry Manhard, Jamee Lanthier			Jerry Manhard, Carrie Hocieniec		

OTHER DESIGNATED POSITIONS	Current Designated Positions	Proposed Designated Positions
Chief Financial Officer	Mollie Profic	Mollie Profic
Senior Accountant	Atiqa Abidi	Atiqa Abidi
Chief Lending Officer	Jerry Manhard	Jerry Manhard
Contracting Officer (required in Property Disposition Policy)	Mollie Profic	Mollie Profic
Electronic Records Retention Officer	Brian Krygier	Brian Krygier
Ethics Officer (required in Conflict of Interest Policy)	John Cappellino	John Cappellino
FOIL Officer	Karen Fiala	Robbie Ann McPherson
FOIL Appeals Officer	John Cappellino	John Cappellino
Human Resources Officers	Mollie Profic, Pat Smith	Mollie Profic, Pat Smith
Non-electronic Records Retention Officer	Carrie Hocieniec	Carrie Hocieniec

*Board members who fill seats required by By-laws
Nominating Committee Approved Date – 03/31/2022
Board Approved Date – 04/27/2022

**MINUTES OF A MEETING OF THE
POLICY COMMITTEE OF THE
ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

- DATE:** April 7, 2022
- LIVE STREAMED:** This meeting is being live-audio streamed and made accessible on the Agency's website at www.ecidany.com.
- PRESENT:** Denise Abbott; Hon. April Baskin; Rev. Mark E. Blue; Johanna Coleman; Colleen DiPirro; Richard Lipsitz, Jr.; Brenda W. McDuffie; Hon. Glenn R. Nellis; Laura Smith; Hon. John Tobia and Hon. Maria Whyte
- EXCUSED:** Hon. Bryon W. Brown; David J. State; Lavon Stephens and Paul Vukelic
- OTHERS PRESENT:** John Cappellino, President & CEO; Beth O'Keefe, Vice President of Operations; Mollie Profic, Chief Financial Officer; Atiqah Abidi, Assistant Treasurer; Grant Lesswing, Director of Business Development; Andrew Federick, Business Development Officer; Sean Fallon, Project Manager; Brian Krygier, Director of Information Technology; Carrie Hocieniec, Operations Assistant; Pat Smith, Senior Bookkeeper and Robert G. Murray, Esq., General Counsel/Harris Beach PLLC
- GUESTS:** Alex Carducci on behalf of the City of Buffalo; Steven Obadiah, Daniel Bobbett, William Hart on behalf of Workspport; Kevin Zanner on behalf of Hurwitz & Fine; Jeff Crabtree, Kristin Stroup on behalf of United Renewable Energy; Scott Shiokari on behalf of Renewable Properties and Zachary Evans on behalf of the County

There being a quorum present at 9:03 a.m., the Meeting of the Policy Committee was called to order by Mr. Lipsitz.

Mr. Lipsitz welcomed John Tobia, Supervisor of the Town of North Collins, as a new member to the Policy Committee.

MINUTES

The minutes of the March 3, 2022 Policy Committee meeting were presented. Upon motion made by Ms. Whyte to approve of the minutes, and seconded by Mr. Nellis, the aforementioned Policy Committee meeting minutes were unanimously approved.

PROJECT MATRIX

Mr. Cappellino reviewed the Agency's 2022 Tax Incentives Project Matrix. Mr. Lipsitz directed that the report be received and filed.

At this point in time, Ms. Smith joined the meeting.

PROJECT PRESENTATIONS

Workspport Ltd., 2500 N. America Drive, West Seneca, New York 14224. Ms. O'Keefe presented this proposed sales tax and mortgage recording tax benefits project involving the purchasing of an existing 222,000 sq. ft. facility for the manufacturing of both their conventional tonneau covers as well as to produce its newer products, including an advanced hard tonneau cover, a collapsible soft cover and the Terra Vis System.

Ms. O'Keefe confirmed that Workspport Ltd. is seeking \$103,562 in incentives including sales tax exemption and mortgage tax exemption benefits. Total payroll is projected at \$6,703,534 for the direct and indirect jobs created including 30 construction jobs. The resulting cost benefit is 1:67 so for every \$1 of incentives the community benefit is \$67 in payroll & tax revenue. For Erie County, every \$1 of incentives provides \$133 in community benefits.

Ms. Baskin stated her belief that the application is deficient with regard to its proposed use of MWBE labor contractors.

Mr. Bobbett, counsel to applicant, stated the company will be glad to work with Ms. Baskin and the Committee to help select MWBE contractors. Mr. Obadiah, spoke on behalf of the company, and confirmed it is soliciting proposals from MWBE contractors.

Ms. Whyte confirmed the Policy Committee MWBE working group is meeting again later this month continuing its efforts to develop an MWBE policy.

Ms. O'Keefe stated that in exchange for providing the sales and use tax and mortgage recording tax exemption benefits, the approval of this project will be conditioned upon adherence to certain material terms and conditions with respect to the potential modification, recapture and/or termination of financial assistance as follows:

Draft Recapture Material Terms

Condition	Term	Recapture Provision
Total Investment	At project completion	Investment amount equal to or greater than 85% of project amount. Total Project Amount = \$15,006,887 85% = \$12,755,854
Employment	Coincides with recapture period	Create 85% of Projected Jobs Projected = 11 FTE 85% = 9 Recapture Employment = 9
Local Labor	Construction Period	Adherence to policy including quarterly reporting
Pay Equity	Coincides with recapture period	Adherence to policy
Unpaid Tax	Coincides with recapture period	Adherence to policy
Recapture Period	2 years after project completion	Recapture of state and local sales taxes and mortgage recording tax

Mr. Blue moved and Ms. Coleman seconded to recommend the project as proposed be forwarded to the members of the ECIDA for approval. Mr. Lipsitz called for the vote and the project was then unanimously approved.

RPNY SOLAR 2, LLC/BULLIS ROAD SOLAR PROJECT-LOCAL LABOR REQUEST

Mr. Cappellino reviewed a memorandum provided to Policy Committee members describing the project and its required use of, and actual use of, local labor, attempts to find local laborers, and the request by the Company for a waiver from the 90% local labor use requirement as it was only able to use 87.72% local labor. Mr. Cappellino reviewed the Local Labor Policy waiver circumstances permitting use of less than 90% local labor due to documented lack of workers meeting the local labor area requirements.

Mr. Shiokari spoke on behalf of the company. General discussion ensued.

Mr. Lipsitz concluded that the Company has demonstrated and exhibited significant and thorough efforts to find local laborers.

Mr. Tobia thanked the Company for its significant efforts to find and utilize local labor.

Ms. Smith moved and Mr. Blue seconded to recommend that the Agency board of directors grant the requested waiver.

Ms. Whyte spoke in favor of the Agency's thoughtful consideration of the evolving application of the use of local labor policy in support of renewable energy projects.

Mr. Lipsitz called for the vote and the waiver recommendation was unanimously approved.

MWBE UPDATE

Mr. Cappellino provided an update to Committee members.

There being no further business to discuss, Mr. Lipsitz adjourned the meeting at 9:42 a.m.

Dated: April 7, 2022

Gerald Manhard, Assistant Secretary

Workspport
\$ 15,006,887
PRIVATE INVESTMENT INDUCEMENT RESOLUTION

ELIGIBILITY

- NAICS Section – 441310

COMPANY INCENTIVES

- Approximately \$72,625 in sales tax savings
- Up to 3/4 of 1% of the final mortgage amount estimated at \$30,937

JOBS & ANNUAL PAYROLL

- Current Jobs: 0
- Annual Payroll: \$ 0
- Projected new jobs: 11 FTE (6 FT, 10 PT)
- Est. salary/yr. of jobs created: \$58,333(FT), \$42,000 (PT)
- Construction Jobs: 30

PROJECTED COMMUNITY BENEFITS*

- Term: 2 yrs from project completion
 - NET Community Benefits: \$ 7,048,712
 - Spillover Jobs: 33
- Total Payroll: \$ 6,703,534

INCENTIVE COST / COMMUNITY BENEFIT RATIO (discounted at 2%)*

Incentives: \$ 103,562

Community Benefit: \$ 6,930,599

Cost: Benefit Ratio

- 1:67

Project Title: Workspport – West Seneca

Project Address 2500 N America Dr, West Seneca, NY 14224
(West Seneca Central School District)

Agency Request

A sales tax and mortgage recording tax in connection with renovation and equipping of a portion of a 222,000 sq ft facility for manufacturing, warehousing, and office use.

Land & Building Acquisition	\$ 8,125,000
Renovation	\$ 1,300,000
Manufacturing Equipment	\$ 5,276,887
Non- Manufacturing Equipment	\$ 180,000
Soft Costs/Other	\$ 125,000
Total Project Cost	\$15,006,887
85%	\$12,755,854

Company Description

Workspport Ltd was founded in 2011 with a passion for making products better, simpler and more beautiful bringing innovation to an innovation-less market. Starting as a producer of tonneau covers for pickup trucks, Workspport has evolved to position itself as an innovator in its space. Over the past 5 years Workspport has been working on its hybrid energy system, TerraVis, a portable solar powered generation system capable of forming personal microgrids for pickup trucks. Developing the technology that makes up the TerraVis system is the first step in the Company’s strategy to increase its market share through innovation in the automotive and clean tech sectors. Currently, Workspport’s top shareholders, in order include: Steven Rossi (15.3%) and Prasad Kikkani (12.12%).

Project Description

Workspport currently operates in North America with its corporate HQ in Ontario Canada. Workspport is in the process of onshoring their production from Yantian China to West Seneca, NY with a plan to purchase an existing currently idle 222,000 sq ft facility. At this facility, the company plans to manufacture both their conventional tonneau covers as well as to produce its newer products, including an advanced hard tonneau cover, a collapsible soft cover and the TerraVis System – its most highly anticipated product to date. This product is expected to drastically minimize electric pickup truck owners’ reliance on the grid, which Workspport feels is becoming dangerously over relied upon. The company plans to add 6 FT and 10 PT jobs. A tenant employing 3 FT workers, will operate from the facility during their short-term lease (expiring 12/31/22).

* Cost Benefit Analysis Tool powered by MRB Group

Economic Impact: Inform Analytics Cost-Benefit Analysis

The Erie County Industrial Development Agency uses the Cost Benefit Analysis Tool powered by MRB Group to assess the economic impact of a project applying for incentives. A Cost-Benefit Analysis is required by Section 859-a (5)(b) of General Municipal Law. For the complete Cost Benefit Analysis – please see the attached MRB Cost Benefit Calculator.

Cost: Incentives

COSTS	Tax Exemption	Amount
	Property	
	Sales	72,625
	Mortgage Recording	30,937
	Total	103,562
	Discounted at 2%	103.562

Benefit: Projected Community Benefit*

BENEFITS	Region	Recipient	Revenue Type	\$ Amount **
	Erie County	Individuals	Payroll Construction	4,333,516
			Payroll Permanent	2,304,523
		Public	Property Taxes	0
			Sales Taxes & Other Municipal	65,491
	New York State	Public	Income Taxes	298,712
			Sales Taxes	46,467
			Total Benefits to EC + NYS***	7,048.712
			Discounted at 2%	6,930,599

* Cost Benefit Analysis Tool powered by MRB Group **includes direct & indirect \$ over project period ***may not sum to total due to rounding

Discounted Cost	\$ 103,562
Discounted Benefit	\$6,930,599
Ratio	1:67

Conclusion: The Cost Benefit for this project is: 1:67. For every \$1 in costs (incentives), this project provides \$ 67 in benefits (payroll & tax revenue). **Note: For Erie County, every \$1 in costs (incentives) provides \$133 in benefits to the community.**

Draft Recapture Material Terms

Condition	Term	Recapture Provision
Total Investment	At project completion	Investment amount equal to or greater than 85% of project amount. Total project amount = \$15,006,887 85% = \$12,755,854
Employment	Coincides with 10-year PILOT	Maintain Base = Create 85% of Projected Projected = 11 FTE 85% = 9 Recapture Employment = 9
Local Labor	Construction period	Adherence to policy including quarterly reporting
Pay Equity	Coincides with recapture period	Adherence to Policy
Unpaid Tax	Coincides with recapture period	Adherence to Policy
<u>Recapture Period</u>	2 years after project completion	Recapture of mortgage recording, state and local sales taxes

Recapture applies to:

State and Local Sales Taxes
Mortgage Recording Tax

Recapture

Pursuant to New York State General Municipal Law, the agency shall modify, recover, recapture or terminate any financial assistance taken by the company that is in violation of the GML.

At completion of the project company must certify i) total investment amount is equal to \$12,755,854 or greater than 85% of the anticipated project amount; ii) company has created 11 FTE, iii) confirm adherence to local labor policy during construction and iv) its adherence to unpaid tax/pay equity policies for recapture term.

Project ECIDA History

- 3/21/22: Public hearing held.
- 4/27/22: Type II Action: no SEQR review required.
- 4/27/22: Lease/Leaseback Inducement Resolution presented to the Board of Directors

Erie County Industrial Development Agency

MRB Cost Benefit Calculator



Date: March 18, 2022
 Project Title: Workspout
 Project Location: 2500 North America Drive, West Seneca, NY 14224

Economic Impacts

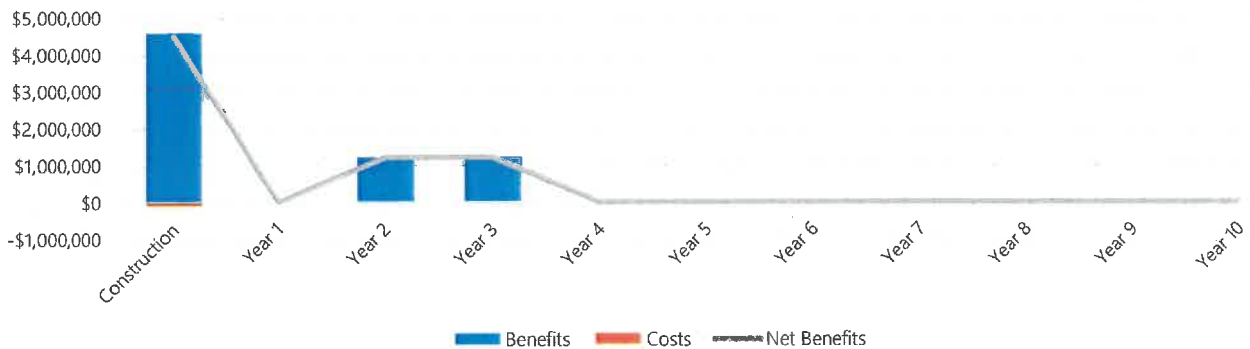
Summary of Economic Impacts over the Life of the PILOT
 Project Total Investment
 \$15,006,887

		Temporary (Construction)		
		Direct	Indirect	Total
Jobs		30	27	56
Earnings		\$2,792,655	\$1,540,861	\$4,333,516
Local Spend		\$6,753,099	\$4,781,169	\$11,534,268

		Ongoing (Operations)		
		Direct	Indirect	Total
Jobs		11	6	17
Earnings		\$1,283,326	\$1,021,200	\$2,304,526

Figure 1

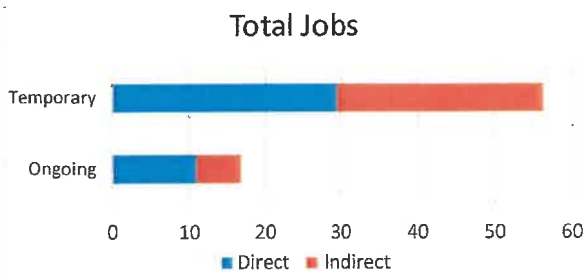
Net Benefits



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

Figure 2

Figure 3



Fiscal Impacts

Estimated Costs of Exemptions

	Nominal Value	Discounted Value*
Property Tax Exemption	\$0	\$0
Sales Tax Exemption	\$72,625	\$72,625
Local Sales Tax Exemption	\$39,425	\$39,425
State Sales Tax Exemption	\$33,200	\$33,200
Mortgage Recording Tax Exemption	\$30,937	\$30,937
Local Mortgage Recording Tax Exemption	\$10,312	\$10,312
State Mortgage Recording Tax Exemption	\$20,625	\$20,625
Total Costs	\$103,562	\$103,562

State and Local Benefits

	Nominal Value	Discounted Value*
Local Benefits	\$6,703,534	\$6,591,204
To Private Individuals	\$6,638,043	\$6,526,839
Temporary Payroll	\$4,333,516	\$4,333,516
Ongoing Payroll	\$2,304,526	\$2,193,323
Other Payments to Private Individuals	\$0	\$0
To the Public	\$65,491	\$64,365
Increase in Property Tax Revenue	\$0	\$0
Temporary Jobs - Sales Tax Revenue	\$36,022	\$36,022
Ongoing Jobs - Sales Tax Revenue	\$19,156	\$18,232
Other Local Municipal Revenue	\$10,313	\$10,110
State Benefits	\$345,178	\$339,396
To the Public	\$345,178	\$339,396
Temporary Income Tax Revenue	\$195,008	\$195,008
Ongoing Income Tax Revenue	\$103,704	\$98,700
Temporary Jobs - Sales Tax Revenue	\$30,335	\$30,335
Ongoing Jobs - Sales Tax Revenue	\$16,132	\$15,353
Total Benefits to State & Region	\$7,048,712	\$6,930,599

Benefit to Cost Ratio

	Benefit*	Cost*	Ratio
Local	\$6,591,204	\$49,737	133:1
State	\$339,396	\$53,825	6:1
Grand Total	\$6,930,599	\$103,562	67:1

*Discounted at 2%

Additional Comments from IDA

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

**WORKSPORT: EVALUATIVE CRITERIA
MANUFACTURING/WAREHOUSE/DISTRIBUTION**

Wage Rate (above median wage for area)	Worksport will be creating 6 FT and 10 PT jobs (11 FTE): Avg wage FT: \$58K/ PT: \$42K
Regional Wealth Creation (% sales/customers outside area)	100% of estimated sales outside the area: <ul style="list-style-type: none"> • 3% outside Erie County but in NYS • 93% outside NYS • 4% outside USA
In Region Purchases (% of overall purchases)	4% of purchases of annual supplies, raw materials, and vendor services to be purchased from firms within Erie County.
Research & Development Activities	No research & development activities are planned for this site.
Investment in Energy Efficiency	Combined with an energy incentive from NYPA (application in process), all production machines being purchased will be new, energy-efficient machines consuming partially green electricity.
Locational Land Use Factors, Brownfields or Locally Designated Development Areas	The production facility is within an M1 Manufacturing District of West Seneca.
LEED/Renewable Resources	N/A
Retention/Flight Risk	The company's other site options include Ontario, Mexico and northern USA
MBE/WBE Utilization	Worksport has amassed a team consisting mostly of people of color and women thus far. Company plans to utilize local hiring boards including the WIB to hire a diverse pool of candidates and will utilize MWBE certified business lists for County & State to identify contractors for this project. They will work with general contractors with MWBE policies.
Workforce Access – Proximity to Public Transportation	The facility is located in close proximity to NFTA bus route #2.

Additional Note: Letter of Support provided by Gary Dickson, Town Supervisor (W. Seneca)

DATE OF INDUCEMENT: 4/27/22

PILOT Worksheet: Estimate of Real Property Tax Abatement Benefits* and Percentage of Project Costs financed from Public Sector sources**

**** The PILOT Worksheet will be: (i) completed by IDA Staff based upon information contained within the Application, and (ii) provided to the Applicant for ultimate inclusion as part of this completed Application.**

PILOT Estimate Table Worksheet-Workspport

Dollar Value of New Construction & Renovation Costs	Estimated New Assessed Value of Property Subject to IDA*	County Tax Rate/1000	Local Tax Rate (Town/City/Village)/1000	School Tax Rate/1000
\$1,300,000	1,314000**	12.870886	21.888533	45.681571

*Apply equalization rate to value

**Value shown is the current assessed value of the property at 2500 North America Dr, W Seneca. Project costs are limited to renovation with no additional sq ft planned and likely no/little affect on property value. Workspport is planning to investigate 485b through the Town of W Seneca. No ECIDA PILOT being contemplated.

***** Estimates provided are based on current property tax rates and assessment value (current as of date of application submission) and have been calculated by IDA staff**

Percentage of Project Costs financed from Public Sector Table Worksheet:

Total Project Cost	Estimated Value of PILOT	Estimated Value of Sales Tax Incentive	Estimated Value of Mortgage Tax Incentive	Total of Other Public Incentives (Tax Credits, Grants, ESD Incentives, etc.)
\$15,006,887	n/a	\$72,625	\$30,937	NYPA, ESD and 485b benefits are TBD.

Calculate %

(Est. PILOT + Est. Sales Tax+ Est. Mortgage Tax+ Other)/Total Project Costs: 0.7%

MBE/WBE Utilization



ECIDA encourages applicants to utilize MBE/WBE contractors for their projects. Describe your company's internal practices that promote MBE/WBE hiring and utilization:

Workspport has an anti-discrimination policy that combats hiring biases by instructing those in hiring positions to not discriminate against a candidate's race, gender, sex, nationality, age, disabilities, religion, etc. Workspport's current staff consists mostly of women and minority groups, as Workspport solely focuses on a candidates' ability to complete his or her work.

Workspport applies the same hiring logic to its contractors and intends to do so in the USA as well. Workspport intends to focus on hiring general contractors that have their own strong women and minority vendor policies, and it intends to find women and minority-led contractors through whatever available job boards and contractor postings are available, such as the Workforce Investment Board.

TOWN OF WEST SENECA



Gary A. Dickson
Supervisor's Office

TOWN SUPERVISOR
Gary A. Dickson
TOWN COUNCIL
Joseph J. Cantafio
Jeffrey A. Piekarec
Susan K. Kims
Robert J. Breidenstein

March 16, 2022

Mr. John Cappellino
Chief Executive Officer
Erie County Industrial Development Agency 95 Perry Street, Suite 403
Buffalo NY 14203

Re: Workspport Ltd

Dear Mr. Cappellino,

The Town of West Seneca supports the application by Workspport Ltd for their project located at 2500 North America Drive, West Seneca. This facility will be used to manufacture truck covers and for light shipping. The added employment and eventual increased property taxes will benefit the town. If you have any questions, please do not hesitate to contact me.

A handwritten signature in black ink, appearing to read "Gary A. Dickson", is written over the typed name.

Gary A. Dickson
Town Supervisor
Town of West Seneca
1250 Union Road
West Seneca, NY 14224
716-558-3203
gdickson@twsnny.org

PUBLIC HEARING SCRIPT

**Workspport Ltd. and/or Individual(s) or
Affiliate(s), Subsidiary(ies), or Entity(ies)
formed or to be formed on its behalf
Project**

Public Hearing to be held on March 21, 2022 at 9:00 a.m.,
at the Town of West Seneca Community Center & Library, Community Room,
1300 Union Road, West Seneca, New York 14224

ATTENDANCE:

Grant Lesswing – ECIDA
Susan Kims – West Seneca Resident
Cheri Forsythe – WSCC

☒ 1. WELCOME: Call to Order and Identity of Hearing Officer.

Hearing Officer: Welcome. This public hearing is now open; it is 9:05 a.m. My name is Andrew Federick. I am the Business Development Officer of the Erie County Industrial Development Agency, and I have been designated by the Agency to be the hearing officer to conduct this public hearing. This public hearing is being live-streamed and made accessible on the Agency’s website at www.ecidany.com.

☒ 2. PURPOSE: Purpose of the Hearing.

Hearing Officer: We are here to hold the public hearing on the Workspport, Ltd. and/or Individual(s) or Affiliate(s), Subsidiary(ies), or Entity(ies) formed or to be formed on its behalf project. The transcript of this hearing will be reviewed and considered by the Agency in determination of this project. Notice of this hearing appeared in The Buffalo News on Friday, March 11, 2022.

☒ 3. PROJECT SUMMARY: Description of Project and Contemplated Agency Benefits.

Hearing Officer: The proposed project (the "Project") consists of: (i) the acquisition by the Agency of a leasehold interest in certain property located on 2500 N. America Drive, Town of West Seneca, Erie County, New York (the "Land"), (ii) the renovation on the Land of an approximately 222,000 square-foot facility to be utilized for manufacturing, warehousing and offices with extra space/acres to allow for expansion in the future (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 proposed financial assistance contemplated by the Agency includes New York State and local sales and use tax exemption benefits and mortgage recording tax exemption benefits (in compliance with Agency's uniform tax exemption policy).

4. FORMAT OF HEARING: Review rules and manner in which the hearing will proceed.

Hearing Officer: All those in attendance are required to register by signing the sign-in sheet at the front of the room; you will not be permitted to speak unless you have registered. Everyone who has registered will be given an opportunity to make statements and/or comments on the Project.

If you have a written statement or comment to submit for the record, you may leave it at this public hearing, submit it on the Agency's website or deliver it to the Agency at 95 Perry Street, Suite 403, Buffalo, New York 14203. The comment period closes on April 26, 2022. There are no limitations on written statements or comments.

5. PUBLIC COMMENT: Hearing Officer gives the Public an opportunity to speak.

Hearing Officer: If anyone is interested in making a statement or comment, please raise your hand, state your name and address; if you are representing a company, please identify the company. I request that speakers keep statements and/or comments to 5 minutes, and if possible, 3 minutes.

Hearing Officer: Note that no one in attendance wished to make a statement or comment.

6. ADJOURNMENT:

As there were no further statements and/or comments, the Hearing Officer closed the public hearing at 9:08 a.m.

**SIGN IN SHEET
PUBLIC HEARING**

March 21, 2022 at 9:00 a.m., at the Town of West Seneca Community Center & Library,
Community Room, 1300 Union Road, West Seneca, New York 14224
regarding:

**Workspport Ltd. and/or Individual(s) or Affiliate(s),
Subsidiary(ies), or Entity(ies) formed or to be formed on its behalf**

Project Location: 2500 N. America Drive, Town of West Seneca, Erie County, New York

Name	Company and/or Address	X box to speak/ comment
Grant Lesswing	ECIDA 95 Perry Street, Suite 403 Buffalo, New York 14203	
Susan Kims		
Cheri Forsythe	WSCC 1300 Union Road West Seneca, New York 14224	

Workspport Ltd is a manufacturer of tonneau covers – the covers that sit on the top of pickup truck beds to protect the bed’s contents from environmental and physical damage as well as theft. Workspport has manufactured its goods in China while operating from Canada since its current ownership began in 2011, but it is now looking to bring its manufacturing to the USA; specifically, Workspport sees itself making a home for itself in West Seneca, NY.

In the interest of lowering production costs, freight costs, and exposure to geopolitical risks, Workspport sees North American manufacturing as the logical evolution of our company. As international ocean freight, trucking, and last mile delivery prices all keep rising, we need to cut costs where possible in order to maintain competitive. By on-shoring manufacturing, not only will we be able to lower many of our production and freight costs, but we will have direct supervision over our manufacturing process, which is critical towards our sustainable growth and maintenance of our current and developing business relationships.

We have sought manufacturing facilities in Ontario, northern Mexico, and northern USA – each presenting their own pros and cons. We see the northern USA as the best mix of low production costs, low taxes, and close proximity to our current network of distributors, personnel, and third-parties. New York, specifically, is a fantastic location given Workspport’s 3PL distributor in Buffalo and close proximity to Workspport’s Canadian office. And while the location is great, the building itself is even better; 222,000 square feet is enough room to not only begin production but also to grow into over several years. We already know several renovation projects we will need to complete, including a few large ones that will be dealt with over the next few years. For the most part, however, the building already has what we’re looking for: ample manufacturing room, offices, truck doors, and even an Automated Storage/Retrieval System. The building is in a fantastic location and will meet our needs for many years to come.

The facility we are seeking to purchase is expected to cost \$8.125M (approximately, as a potential and slight discount is still being discussed). Workspport has already invested \$1.28M into manufacturing equipment and machinery, and we intend to invest an additional \$4M over the next few years into building repairs – primarily the roof and the Automated Storage/Retrieval System. Aside from those two big projects, we intend to invest \$700k into building renovations in year 1 and an additional \$600k into building renovations in subsequent years. These costs aggregate to more than \$15M. Between our mortgage and local intended year 1 spends, we would greatly benefit from mortgage and sales tax incentives. Such incentives would greatly benefit our financial health and allow us to invest more readily into renovations and repairs – investing right back into the greater Erie County community. Further, lower costs would allow us to grow more quickly, allowing us to hire more part time and full time workers for our new facility.

Given the higher costs we face as a publicly traded company approaching its growth stage, we have enough money to begin operations but not enough to comfortably and sustainably invest in best-in-class employees, contractors, and third-party services. Without adequate sales tax incentives, we will invest in ourselves and employees at a slower rate than we otherwise would. Whether or not we receive incentives, we intend to make West Seneca our new home. We’ve had the pleasure of working with many of you in the ECIDA as well as members of the Town of West Seneca. Steven Rossi and Christopher Bernaudo had

a great time visiting your town last month, and our employees and shareholders are all excited for this great opportunity. We thank you for considering us for your incentives program, and we hope to get to know you and other West Seneca and Erie County organizations much better in proceeding years.

Thank you,

A handwritten signature in black ink, consisting of several overlapping loops and a long horizontal tail extending to the right.

ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

INDUCEMENT RESOLUTION

**WORKSPORT LTD., AND/OR INDIVIDUAL(S) OR AFFILIATE(S),
SUBSIDIARY(IES), OR ENTITY(IES) FORMED OR TO BE FORMED ON ITS
BEHALF**

A regular meeting of the Erie County Industrial Development Agency was convened on Wednesday, April 27, 2022 at 12:00 p.m.

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

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY: (i) ACCEPTING THE APPLICATION OF WORKSPORT LTD., AND/OR INDIVIDUAL(S) OR AFFILIATE(S), SUBSIDIARY(IES), OR ENTITY(IES) FORMED OR TO BE FORMED ON ITS BEHALF (INDIVIDUALLY, AND/OR COLLECTIVELY, THE "COMPANY") IN CONNECTION WITH A CERTAIN PROJECT DESCRIBED BELOW; (ii) RATIFYING THE SCHEDULING, NOTICING, AND CONDUCTING OF A PUBLIC HEARING IN CONNECTION WITH THE PROJECT; (iii) APPOINTING THE COMPANY, OR ITS DESIGNEE, AS ITS AGENT TO UNDERTAKE THE PROJECT; (iv) AUTHORIZING THE UNDERTAKING OF THE PROJECT TO PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES TAX EXEMPTION BENEFIT FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT, AND (B) A MORTGAGE RECORDING TAX EXEMPTION BENEFIT FOR FINANCING RELATED TO THE PROJECT; AND (v) AUTHORIZING THE NEGOTIATION AND EXECUTION OF A LEASE AGREEMENT, LEASEBACK AGREEMENT, AN AGENT AND FINANCIAL ASSISTANCE PROJECT AGREEMENT, AND RELATED DOCUMENTS

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 293 of the Laws of 1970 of the State of New York, as amended (collectively, the "Act"), the ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (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 civic, industrial, manufacturing, commercial and other facilities as authorized by the Act; and

WHEREAS, WORKSPORT LTD. or on behalf of an affiliated entity formed or to be formed (the "Company") has submitted an application to the Agency (the "Application") requesting the Agency's assistance with a certain project (the "Project") consisting of: (i) the acquisition by the Agency of a leasehold interest in certain property located on 2500 N. America Drive, Town of West Seneca, Erie County, New York (the "Land"), (ii) the renovation on the Land of an approximately 222,000 square-foot facility to be utilized for manufacturing,

warehousing and offices with extra space/acres to allow for expansion in the future (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 its agent for the purpose of undertaking the Project pursuant to an Agent and Financial Assistance Project Agreement (the “Agent Agreement”), (ii) negotiate and enter into a lease agreement (the “Lease Agreement”) and related leaseback agreement (the “Leaseback Agreement”) with the Company, pursuant to which the Agency will retain a leasehold interest in the Land, the Existing Improvements, the Improvements, the Equipment and personal property constituting the Facility; and (iii) provide Financial Assistance to the Company in the form of (a) an exemption benefit from all New York State and local sales and use taxes for purchases and rentals related to the Project with respect to the qualifying personal property included in or incorporated into the Facility or used in the acquisition, construction, reconstruction and/or renovation, rehabilitation or equipping of the Facility, and (b) a mortgage recording tax exemption benefit for the financing related to the Project, (collectively, the sales and use tax exemption benefit and the mortgage recording tax exemption benefit are hereinafter collectively referred to as the “Financial Assistance”); and

WHEREAS, pursuant to General Municipal Law Section 859-a, on March 21, 2022, at 9:00 a.m., at the Town of West Seneca Community Center & Library, Community Room, 1300 Union Road, West Seneca, New York, 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; and

WHEREAS, pursuant to Article 18-A of the Act, the Agency desires to adopt a resolution describing the Project and the Financial Assistance that the Agency is contemplating with respect to the Project.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY 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 Company’s application and any other correspondence submitted by the Company to the Agency, public hearing comments, if any, Agency Policy Committee review of and recommendations related to the Project and its April 27, 2022 resolution to approve the Project subject to the terms and conditions as described herein, the Policy Committee and Agency board member review of the Project’s cost benefit ratio, the costs of incentives so applied for, the anticipated new tax revenues to be generated by the Project, as well as the Project’s contemplated community benefits, and Agency board member review, discussion, and consideration of same, 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/or renovating 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 and/or retaining employment opportunities in Erie County, New York and otherwise furthering the purposes of the Agency as set forth in the Act; and

(E) The Project will not result in the removal of a civic, commercial, industrial, or manufacturing plant of the Company or any other proposed occupant of the Project from one area of the State of New York (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 Company's application, 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, to the extent occupants are relocating from one plant or facility to another in another area of the State, the Agency has complied with the Intermunicipal Movement procedures as required in the Countywide Industrial Development Agency Uniform Tax Exemption Policy; and

(F) The Agency has assessed all material information included in connection with the Application necessary to afford a reasonable basis for the decision by the Agency to provide Financial Assistance for the Project as described herein; and

(G) The Agency has prepared a written cost-benefit analysis satisfactorily identifying the extent to which the Project will create or retain permanent, private sector jobs, the estimated value of any tax exemption to be provided, the amount of private sector investment generated or likely to be generated by the Project, the likelihood of accomplishing the Project in a timely fashion, and the extent to which the Project will provide additional sources of revenue for municipalities and school districts, and any other public benefits that might occur as a result of the Project; and

(H) The Company has provided a written statement confirming that the Project as of the date of the Application is in substantial compliance with all provisions the Act; and

(I) The Project involves a "Type II action" as said term is defined in under the State Environmental Quality Review Act ("SEQRA") and therefore no other determination or procedures under SEQRA are required; and

(J) The Project qualifies for Agency Financial Assistance as it meets the Agency's evaluative criteria established by the Agency as required under General Municipal Law Section 859-a(5), as evidenced by the following:

(i) *Wage Rate (above median wage for area):* Workspport will be creating 6 FT and 10 PT jobs (11 FTE) with average wages as follows: Avg. wage FT: \$58,333 and Avg. wage PT: \$42,000.

(ii) *Regional Wealth Creation (% sales/customers outside area):* 100% of estimated sales outside the area: 3% outside Erie County; 93% are outside NYS and 4% outside U.S.

(iii) *In Region Purchases (% of overall purchases):* 4% of purchases of annual supplies, raw materials and vendor services to be purchased from firms within Erie County.

(iv) *Research and Development Activities:* No research and development activities are planned for this site.

(v) *Investment in Energy Efficiency:* Combined with an energy incentive from NYPA (application in process), all production machines being purchased will be new, energy-efficient machines consuming partially green electricity.

(vi) *Locational Land use Factors, Brownfields or Locally Designating Development Areas:* The production facility is within an M1 Manufacturing District of West Seneca.

(vii) *LEED/Renewable Resources:* N/A

(viii) *Retention/Flight Risk:* The company's other site options include Ontario, Mexico and other sites in the USA (not exclusively in NYS).

(ix) *MBE/WBE Utilization:* See MBE/WBE response within the Company's application, the attached Utilization worksheet supplied by Workspport and their accompanying EEO and Anti-Discrimination Policy.

(x) *Workforce Access-Proximity to Public Transportation:* The facility is located in close proximity to NFTA bus route #2.

Section 2. The Agency hereby authorizes the undertaking of the Project and the provision of the Financial Assistance to the Company as described herein.

Section 3. Subject to the Company executing an Agent Agreement and the delivery to the Agency of a binder, certificate or other evidence of insurance 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, construct and/or 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 authority to appoint the Company to act as agent of the Agency, if said appointment is not duly made, as herein expressed, shall expire one year from the date of this resolution (unless extended for good cause by the Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer, and/or the Assistant Treasurer).

A. Financial Assistance. With respect to the foregoing, and based upon the representations and warranties made by the Company in its application for Financial Assistance, the Agency hereby:

(i) authorizes and approves the Company, as its agent, to make purchases of goods and services relating to the Project and that would otherwise be subject to New York State and local sales and use tax in an amount estimated up to \$830,000, and, therefore, the value of the sales and use tax exemption benefits (“sales and use tax exemption benefits”) authorized and approved by the Agency cannot exceed \$72,625, however, the Agency may consider any requests by the Company for increases 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; and

(ii) authorizes and approves that the value of the mortgage recording tax exemption benefit (“mortgage recording tax exemption benefits”) shall not exceed \$30,937.

B. Terms and Conditions of Financial Assistance. Pursuant to Section 875(3) of the New York General Municipal Law, and per the policies of the Agency, 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 New York State and local sales and use tax exemption benefits, and/or mortgage recording 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 New York State and local sales and use tax exemption benefits; (ii) the New York State and local 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 New York State and local sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the Project; (iv) the Company has made a material false statement on its application for Financial Assistance; (v) the New York State and local sales and use tax exemption benefits and/or mortgage recording 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 the Investment Commitment, the Employment Commitment, and/or the Local Labor Commitment,

said commitments, as described below, being a material term or condition to use property or services in the manner approved by the Agency in connection with the Project; and/or (vi) the New York State and local sales and use tax exemption benefits, and/or mortgage recording tax exemption benefits, are taken in cases where the Company fails to comply with the Equal Pay Commitment and/or the Unpaid Real Property Tax Policy Commitment, as described below, being 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 Financial Assistance, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, must cooperate with the Agency in its efforts to recover or recapture any Financial Assistance, and promptly pay over any such amounts to the Agency that the Agency demands.

(C) Commitments. As an additional condition precedent of receiving Financial Assistance, and as a material term or condition as approved by the Agency in connection with the Project, the Company covenants and agrees and understands that it must, subject to potential modification, termination and/or recapture of Financial Assistance for failure to meet and maintain the commitments and thresholds as described below, submit, on an annual basis or as otherwise indicated below through the conclusion of the later of two (2) years following either (i) the construction completion date, or (ii) the termination of the Agent Agreement, a certification, as so required by the Agency, confirming:

- (i) Investment Commitment- the total investment actually made with respect to the Project at the time of Project completion equals or exceeds \$12,755,854 (which represents the product of 85% multiplied by \$15,006,887, being the total project cost as stated in the Company's application for Financial Assistance).
- (ii) Employment Commitment – that there are at least 9 existing full time equivalent (“FTE”) employees located at, or to be located at, the Facility as stated in the Company's application for Financial Assistance (the “Baseline FTE”); and
 - the number of current FTE employees in the then current year at the Facility; and
 - that within two (2) years of Project completion, the Company has maintained and created FTE employment at the Facility equal to 9 FTE employees [being the product of 85% multiplied by 11 (being the 11 new FTE employee positions proposed to be created by the Company as stated in its Application)]. In an effort to confirm and verify the Company's employment numbers, the Agency requires that, at a minimum, the Company provide employment data to the Agency on a quarterly basis, said information to be provided on the Agency's “Quarterly Employment Survey” form to be made available to the Company by the Agency.
- (iii) Local Labor Commitment - that the Company adheres to and complies with the Agency's Local Labor Workforce Certification Policy on a quarterly basis during the construction period.

- (iv) Equal Pay Commitment – that the Company adheres to and complies with the Agency’s Pay Equity Policy.
- (v) Unpaid Real Property Tax Policy Commitment – that the Company is compliant with the Agency’s Unpaid Real Property Tax Policy.

Section 4. Subject to the terms of this Inducement Resolution, the Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer and/or the Assistant Treasurer, are hereby authorized, on behalf of the Agency, to negotiate, execute and deliver (A) an Agent Agreement, (B) the Lease Agreement whereby the Company leases the Project to the Agency, (C) the related Leaseback Agreement whereby the Agency leases the Project back to the Company, and (E) related documents; provided, however, that (i) the rental payments under the Leaseback Agreement to the Company 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.

Section 5. Subject to the terms of this Inducement Resolution, the Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer and/or the Assistant Treasurer, are hereby authorized, on behalf of the Agency, to negotiate, execute and deliver any mortgage, assignment of leases and rents, 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”) up to a maximum principal amount necessary to undertake the Project, acquire the Facility and/or finance or refinance acquisition and Project costs or equipment and other personal property and related transactional costs (hereinafter, with the Lease Agreement, Leaseback Agreement, and related documents, collectively called the “Agency Documents”); and, where appropriate, the Secretary or the 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 Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer and/or the Assistant Treasurer of the Agency shall approve, the execution thereof by the Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer and/or the Assistant Treasurer 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 6. 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 negotiate, 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 7. The provision by the Agency of Financial Assistance with respect to the Project as described herein is subject to the execution and delivery of the Agency’s Administrative Fee Agreement (the “Fee Agreement”) and payment by the Company of an

administrative fee calculated in accordance with the Fee Agreement, all within sixty (60) days of the date of this resolution. In the event the Agency has not received the executed Fee Agreement and the appropriate fee within such sixty (60) day period, this resolution shall become automatically null and void and of no further effect and the Agency shall have no liability to the Company hereunder or otherwise, unless extended in the discretion of the Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer, or the Assistant Treasurer for good cause shown.

Section 8. This resolution shall take effect immediately, and shall expire one (1) year from the date hereof unless extended for good cause by the Chair, the Vice Chair, the President/Chief Executive Officer, the Vice President, the Chief Financial Officer/Treasurer, or the Assistant Treasurer.

Dated: April 27, 2022



Workspport

Instructions and Insurance Requirements Document

Section I: Applicant Background Information

Please answer all questions. Use "None" or "Not Applicable" where necessary. Information in this application may be subject to public review under New York State Law.

Applicant Information - Company Receiving Benefit

Project Name	West Seneca
Project Summary	Workspport Ltd. is a publicly-traded manufacturer and seller of tonneau covers. Tonneau covers are either soft (vinyl) or hard (metal, typically aluminum) covers that sit firmly on the top of a truck bed to protect a truck bed's contents from theft and environmental/physical damage. Workspport operates primarily in North America and, as such, is in the process of onshoring production from Yantian China to West Seneca, NY. There, we are purchasing an existing, currently idle 222,000 square foot production facility to manufacture both our conventional tonneau covers as well as our highly-anticipated Terravis COR and SOLIS, which are products designed to harness and store solar energy and even feed that energy into the primary battery of an EV - increasing EV mileage.
Applicant Name	Steven Obadiah
Applicant Address	123 W Nye LN STE
Applicant Address 2	129
Applicant City	Carson City
Applicant State	Nevada
Applicant Zip	89706
Phone	(516) 508-6190
Fax	
E-mail	sobadiah@workspport.com
Website	https://workspport.com/
NAICS Code	441310

Business Organization

Type of Business	Public Corporation
Year Established	2011
State in which Organization is established	Nevada

Individual Completing Application

Name	Steven Obadiah
Title	Business Development Manager

Address 13130 Whistler Mountain Rd
Address 2
City Delray Beach
State Florida
Zip 33446
Phone (516) 508-6190
Fax
E-Mail sobadiah@workspport.com

Company Contact (if different from individual completing application).

Name
Title
Address
Address 2
City
State
Zip
Phone
Fax
E-Mail

Company Counsel

Name of Attorney Will Hart
Firm Name Carmel, Milazzo & Feil LLP
Address 55 W 39th St
Address 2 18th floor
City New York
State New York
Zip 10018
Phone (212) 658-0458
Fax
E-Mail whart@cmfilp.com

Benefits Requested (select all that apply).

Exemption from Sales Tax Yes
Exemption from Mortgage Tax Yes
Exemption from Real Property Tax No
Tax Exempt Financing* No

* (typically for not-for-profits & small qualified manufacturers)

Applicant Business Description

Describe in detail company background, history, products and customers. Description is critical in determining eligibility. Also list all stockholders, members, or partners with % ownership greater than 20%.

Workspport Ltd has been in operations since 2011. It began as a tonneau cover manufacturer with manufacturing operations located in China. Over the proceeding years, Workspport partnered with several private labels as well as distributors, driving revenue up through 2019. Its product line included soft and hard tonneau covers, albeit not many variations. Workspport was traded on the Over-The-Counter market for several years, and it raised a lot of capital in 2021 through several equity deals, including one that allowed Workspport to uplist onto the Nasdaq market. During 2020 and 2021, Workspport focused on reengineering its products to enhance user experience as well as lower production/shipping costs. Additionally, Workspport began searching for manufacturing facilities in North America, seeking to automate and onshore much of its manufacturing process. It has now found a building in West Seneca, NY, in which it can host much of its manufacturing - automating basic tasks while creating jobs for production floor workers, technicians, and more. Currently, Workspport's top shareholders, in order, include: Steven Rossi - 15.3% Prasad Bikkani - 12.12% Leonite Capital LLC - 8.41% Wesley Van De Wiel - 8.31% Directors (including William Caragol, Ambassador Ned L. Siegel, and Craig Loverock) - 15.66% Workspport has consulting agreements with consultants and advisors, some of which include equity payments. Workspport will now begin producing in New York its newer products, including an advanced hard tonneau cover, a collapsable soft cover, and the Terravis System - it's most highly-anticipated product to date. The Terravis System includes a tonneau cover with solar panels on it as well as a portable power station, transforming ICE vehicles to microgrids while increasing the mileage of EVs. This product is expected to drastically minimize electric pickup truck owners' reliance on the grid, which Workspport feels is becoming dangerously over-relied upon.

Estimated % of sales within Erie County	0 %
Estimated % of sales outside Erie County but within New York State	3 %
Estimated % of sales outside New York State but within the U.S.	93 %
Estimated % of sales outside the U.S.	4 %

(*Percentage to equal 100%)

For your operations, company and proposed project what percentage of your total annual supplies, raw materials and vendor services are purchased from firms in Erie County?

4

Describe vendors within Erie County for major purchases

PPE suppliers, building contractors, building inspectors

Section II: Eligibility Questionnaire - Project Description & Details

Project Location

Address of Proposed Project Facility

2500 N America Dr, West Seneca, NY 14224

Town/City/Village of Project Site

West Seneca

School District of Project Site

West Seneca Central School District

Current Address (if different)

Current Town/City/Village of Project Site (if different)

SBL Number(s) for proposed Project

146800 135.09-3-1.12

What are the current real estate taxes on the proposed Project Site

117,288

If amount of current taxes is not available, provide assessed value for each.

Land

\$ 0

Building(s)

\$ 0

If available include a copy of current tax receipt.

Are Real Property Taxes current at project location?

Yes

If no please explain

*The ECIDA has an unpaid tax policy and you will be required to certify all taxes and PILOTS are current.

Does the Applicant or any related entity currently hold fee title or have an option/contract to purchase the Project site?

Yes

If No, indicate name of present owner of the Project Site

Does Applicant or related entity have an option/contract to purchase the Project site?

Yes

Describe the present use of the proposed Project site (vacant land, existing building, etc.)

Existing manufacturing facility, not in use

Provide narrative and purpose of the proposed project (new build, renovations) square footage of existing and new construction contemplated and/or equipment purchases. Identify specific uses occurring within the project. Describe any and all tenants and any/all end users: (This information is critical in determining project eligibility)

Workspport is a manufacturer of tonneau covers and innovator of clean energy power solutions for mobile power grids and electric vehicles. Tonneau covers are soft (vinyl) or hard (metal, typically aluminum) covers that sit firmly on truck beds to protect goods within the truck bed from theft and environmental/physical damage. The building is a 222,000 square foot facility. This facility is meant for us to grow into, as we want to be able to manufacture in West Seneca for the long foreseeable future. We only intend to use 36% of the facility for manufacturing, currently. Another 14% and 11% will be used for warehousing and offices, respectively. The remaining 39% is extra space/acres that we plan on growing into, which would include expanding the facility and paying for additional renovations in a few years. For now, we will be investing in basic renovations and potentially expensive repairs as needed (like the roof, for example). We already purchased all the necessary production machinery for phase 1 of our production onshoring effort, and we will be transporting the machinery to the Seneca facility after ownership of the building is transferred. In addition to production machinery, we will need to purchase construction materials for building renovations and PPE as well as staffing, contracting, and general consulting services - most if not all of which will be sourced locally. We will use the building for manufacturing as well as minor shipping and receiving, but not distribution. We will be the only tenants, although we may lease out some space in the future. To operate the facility, by year 2 of the project, we plan to hire 1 plant manager, 2 health and safety coordinators, 1 factory floor supervisor, 2 manufacturing engineers, 1 shipping and receiving clerk, 1 facility maintenance technician, and 8 floor workers. 6 of those positions will be salaried, full-time positions. These are conservative employment numbers, and we expect them to increase sharply in the following years if our products gain the traction we believe they're capable of. We can only safely predict demand for our conventional tonneau covers. Our clean energy solution products could grow to be the dominating employment factor in our business's future.

Municipality or Municipalities of current operations

Ontario, Canada

Will the Proposed Project be located within a Municipality identified above?

No

Will the completion of the Project result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state OR in the abandonment of one or more plants or facilities of the project occupant located within the state?

No

If the Proposed Project is located in a different Municipality within New York State than that Municipality in which current operations are being undertaken, is it expected that any of the facilities in any other Municipality will be closed or be subject to reduced activity?

No

(If yes, you will need to complete the Intermunicipal Move Determination section of this application)

Is the project reasonably necessary to prevent the project occupant from moving out of New York State?

Yes

If yes, please explain and identify out-of-state locations investigated, type of assistance offered and provide supporting documentation available

We investigated a few facilities in Canada, but we strongly preferred a NY-based facility for logistical and price reasons. This is the only NY facility, however, that we have examined and like. So if we were not to move into this specific facility, we would continue looking for facilities in Ontario, northern US states, and Mexico.

Have you contacted or been contacted by other Local, State and/or Federal Economic Development Agencies?

Yes

If yes, please indicate the Agency and nature of inquiry below

Through Invest Buffalo Niagara, we made contact with Empire State Development and New York Power Authority for financial assistance and electricity incentives, respectively. The \$ amount for each assistance program cannot be determined at this time, as our applications are currently being reviewed.

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken by the Agency:

Even once we are profitable, we will be facing a highly-consolidated tonneau cover market in which the top competitor owns 16 brands, whereas we are only 1. We are also looking for any financial assistance in order to begin spending money to grow sustainably rather than heavily budget each of our spending channels, as we have enough money to begin operations but not enough to invest in best-in-class employees, contractors, and third-party services, which would be critical in our hiring and expansion efforts. Additionally, we truly believe that our Terravis System and NPEV system (non-parasitic electric vehicle charging station designed to provide EV owners green electricity, independent of the grid) will lower citizens' reliance on the grid and build a more sustainable future. We see this as a matter of when, not if. The more funding that we acquire now, the faster we can accelerate our production timelines and begin distributing our products across NA, bringing much-needed relief to municipalities' grids. NYC, for example, struggles to provide enough electricity to its residents on hot summer days. That shortcoming will only worsen as more people purchase electric vehicles, and we provide one of the few feasible solutions to this highly foreseeable problem. To summarize, New York state is a great target for a new facility for Workspport, logistically and in price. However, without this specific facility in West Seneca, Workspport would need to reassess its options, which include Ontarian, Mexican, and USA plants (preferably but not exclusively in NY State). Without this tax incentive, our budget will be constrained particularly hard in years 1 and 2 of the project, which will negatively impact our ability to hit the market hard with our products and decelerate our growth, both financially and in employment. With this incentive, we will be able to more quickly expand our facility and headcount - much of which will be high-salary and technical in nature should our clean energy products prove successful.

Describe the reasons why the Agency’s financial assistance is necessary, and the effect the Project will have on the Applicant’s business or operations. Focus on competitiveness issues, project shortfalls, etc... Your eligibility determination will be based in part on your answer (attach additional pages if necessary)

Workspport has a healthy balance sheet with \$25-30M in cash and cash equivalents with little to no debt. However, at least \$4M of this will be used as a downpayment on the West Seneca facility, and an additional \$11.5M will be used for the remainder of the principal payment, interest payments, manufacturing machinery (already purchased), renovations, PPE investments, etc. over the first 5 years of operations. We also have several third parties that we work with to promote our products, assist in R&D, and more, and these additional expenses are increasing our cash burn rate. We are facing all-time-high shipping prices, both internationally and for last-mile delivery, and those prices may very well further increase as a result of European tensions. As a result, we strongly hope to turn profitable this year or in 2023 in order to not burn through too much of our capital and find ourselves in an unfavorable or dangerous financial position, which would be detrimental to our growth. Even once we are profitable, we will be facing a highly-consolidated tonneau cover market in which the top competitor owns 16 brands, whereas we are only 1. We are also looking for any financial assistance in order to begin spending money to grow sustainably rather than heavily budget each of our spending channels, as we have enough money to begin operations but not enough to invest in best-in-class employees, contractors, and third-party services, which would be critical in our hiring and expansion efforts. Lastly, due to the above scenario, we need to find a relatively inexpensive facility to purchase and state/country from which to operate. Without financial incentives, it is possible that a Mexican facility would be less expensive, although of course less advantageous, logistically.

Please confirm by checking the box, below, if there is likelihood that the Project would not be undertaken but for the Financial Assistance provided by the Agency

No

If the Applicant is unable to obtain Financial Assistance for the Project, what will be the impact on the Applicant and Erie County?

Our production timelines will be lengthened, hurting our financial position and restricting our access to equity capital. For Erie County, jobs will likely be created at a slower pace after year 1. Or if not, we may need to invest less in other important areas within our business, which might indirectly hurt job growth across the entire company.

Will project include leasing any equipment?

No

If yes, please describe equipment and lease terms.

Site Characteristics

Is your project located near public transportation?

Yes

If yes describe if site is accessible by either metro or bus line (provide route number for bus lines)

It is a 6-minute walk from the 2 bus line.

Has a project related site plan approval application been submitted to the appropriate planning department?

No

If Yes, include the applicable municipality’s and/or planning department’s approval resolution, the related State Environmental Quality Review Act (“SEQR”) “negative declaration” resolution, if applicable, and the related Environmental Assessment Form (EAF), if applicable.

If No, list the ECIDA as an “Involved Agency” on the related EAF that will be submitted to the appropriate municipality and/or planning department for site plan approval.

Will the Project meet zoning/land use requirements at the proposed location?

Yes

Describe the present zoning/land use

The production facility is currently idle. It resides on plot M1 - 226, which is within an M1 Manufacturing District of West Seneca.

Describe required zoning/land use, if different

We will be manufacturing within the facility and transporting goods to our 3PL partner nearby, which is within the scope of the M1 Manufacturing District's zoning laws. We will be applying for a permit.

If a change in zoning/land use is required, please provide details/status of any request for change of zoning/land use requirements

Is the proposed Project located on a site where the known or potential presence of contaminants is complicating the development/use of the property?

No

If yes, please explain

Has a Phase I Environmental Assessment been prepared, or will one be prepared with respect to the proposed Project Site?

Yes

If yes, please provide a copy.

Have any other studies, or assessments been undertaken with respect to the proposed Project Site that indicate the known or suspected presence of contamination that would complicate the site's development?

No

If yes, please provide copies of the study.

If you are purchasing new machinery and equipment, does it provide demonstrable energy efficiency benefits?

Yes

If yes, describe the efficiencies achieved

Aside from one Emmegi Quadra L1 machine, all of the machines we are purchasing are new, efficient machines that run on electricity rather than any dirty energy fuel. Combined with an energy incentive we hopefully receive from NYPA, our production machines will be new, energy-efficient machines consuming partially green electricity.

You may also attach additional information about the machinery and equipment at the end of the application.

Does or will the company or project occupant perform research and development activities on new products/services at the project location?

No

If yes, include percentage of operating expenses attributed to R&D activities and provide details.

Select Project Type for all end users at project site (you may check more than one).

For purposes of the following, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

Will customers personally visit the Project site for either of the following economic activities? If yes with respect to either economic activity indicated below, you will need to complete the Retail section of this application.

Retail Sales	No	Services	No
---------------------	----	-----------------	----

Please check any and all end uses as identified below.

- | | | |
|---|---------------------------|-------------------------------------|
| Yes Acquisition of Existing Facility | No Assisted Living | No Back Office |
| No Civic Facility (not for profit) | No Commercial | No Equipment Purchase |
| No Facility for the Aging | No Industrial | No Life Care Facility (CCRC) |
| No Market Rate Housing | No Mixed Use | No Multi-Tenant |

5.) Manufacturing Equipment

\$ 5,276,887

6.) Infrastructure Work

\$ 0

7.) Non-Manufacturing Equipment: (furniture, fixtures, etc.)

\$ 180,000

8.) Soft Costs: (Legal, architect, engineering, etc.)

\$ 50,000

9.) Other Cost

\$ 75,000

Explain Other Costs Other costs is training over the span of first 5 years of operation. All above costs are over 5 year period. Breakdown attached in this application.

Total Cost \$ 15,006,887

Construction Cost Breakdown:

Total Cost of Construction	\$ 1,300,000 (sum of 2, 3, 4 and 6 in Project Information, above)
Cost of materials	\$ 650,000
% sourced in Erie County	100%

Sales and Use Tax:

Gross amount of costs for goods and services that are subject to State and local sales and use tax- said amount to benefit from the Agency's sales and use tax exemption benefit \$ 830,000

Estimated State and local Sales and Use Tax Benefit (product of 8.75% multiplied by the figure, above): \$ 72,625

** Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to undertake the total amount of investment as proposed within this Application, and that the estimate, above, represents the maximum amount of sales and use tax benefit that the Agency may authorize with respect to this Application. The Agency may utilize the estimate, above, as well as the proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered.

Project refinancing estimated amount, if applicable (for refinancing of existing debt only) \$ 0

Have any of the above costs been paid or incurred as of the date of this Application? Yes

If Yes, describe particulars: We already purchased the first \$1,276,887 of our production machinery as well as put \$400,000 down on the property

Sources of Funds for Project Costs:

Equity (excluding equity that is attributed to grants/tax credits): \$ 10,881,887

Bank Financing: \$ 4,125,000

Tax Exempt Bond Issuance (if applicable): \$ 0

Taxable Bond Issuance (if applicable): \$ 0

Public Sources (Include sum total of all state and federal grants and tax credits): \$ 0

Identify each state and federal grant/credit: (ie Historic Tax Credit, New Market Tax Credit, Brownfield, Cleanup Program, ESD, other public sources) 0

Total Sources of Funds for Project Costs: \$15,006,887
Have you secured financing for the project? No

Mortgage Recording Tax Exemption Benefit:

Amount of mortgage, if any that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/bridge financing). 4,125,000
Lender Name, if Known
Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage amount as indicated above multiplied by 3/4 of 1%): \$30,937

Real Property Tax Benefit:

Identify and describe if the Project will utilize a real property tax exemption benefit other than the Agency's PILOT benefit (485-a, 485-b, other): We're going to seek 485-b exemption with West Seneca

IDA PILOT Benefit: Agency staff will indicate the estimated amount of PILOT Benefit based on estimated Project Costs as contained herein and anticipated tax rates and assessed valuation, including the annual PILOT Benefit abatement amount for each year of the PILOT benefit and the sum total of PILOT Benefit abatement amount for the term of the PILOT as depicted in the PILOT worksheet in the additional document section.

Percentage of Project Costs financed from Public Sector sources: Agency staff will calculate the percentage of Project Costs financed from Public Sector sources based upon the Sources of Funds for Project Costs as depicted above. The percentage of Project Costs financed from public sector sources will be depicted in the PILOT worksheet in the additional document section.

ECIDA encourages applicants to utilize MBE/WBE contractors for their projects. Describe your company's internal practices that promote MBE/WBE hiring and utilization

Workspport's anti-discrimination policy requires all hiring to be based on merit, and hiring managers are expected to evaluate candidates equally regardless of name, race, sex, gender, age, disability, religion, or any other characteristic besides merit and skill. With this policy in place, we've amassed a team that is mostly people of color and women so far. For its USA hires, Workspport plans to utilize local hiring boards such as the Workforce Investment Board in order to hire a diverse pool of employees. We have also been supplied a couple of lists of MBE/WBE contractors in Erie county that we intend on utilizing when finding preferred contractors. These lists include the two below: <https://ny.newnycontracts.com/> <https://www3.erie.gov/eo/mbe-wbe-resource-list> Therefore, in addition to naturally having a list of contractors that heavily skews towards MBE/WBE contractors with the addition of the above links, Workspport also plans to prioritize third party teams and general contractors with their own women and minority vendor policies. Workspport believes in equal opportunity and recognizes that different classes of people have been afforded such opportunities to varying extents historically, so Workspport plans to do its part in ensuring those who have been systematically discriminated against have equal opportunities today.

Is project necessary to expand project employment?

Yes

Is project necessary to retain existing employment?

No

Will project include leasing any equipment?

No

If yes, please describe equipment and lease terms.

Employment Plan (Specific to the proposed project location)

The Labor Market Area consists of the following six counties: Erie, Niagara, Chautauqua, Cattaraugus, Wyoming and Genessee.

By statute, Agency staff must project the number of FTE jobs that would be retained and created if the request for Financial Assistance is granted. Agency staff will project such jobs over the TWO Year time period following Project completion. Agency staff converts PT jobs into

FTE jobs by dividing the number of PT jobs by two (2).

	Current # of jobs at proposed project location or to be relocated at project location	If financial assistance is granted – project the number of FT and PT jobs to be retained	If financial assistance is granted – project the number of FT and PT jobs to be created upon 24 months (2 years) after Project completion	Estimate number of residents of the Labor Market Area in which the project is located that will fill the FT and PT jobs to be created upon 24 months (2 years) after project completion **
Full time	0	0	6	6
Part time	0	0	10	10
Total	0	0	16	

Salary and Fringe Benefits for Jobs to be Retained and Created

Category of Jobs to be Retained and/or Created	# of Employees Retained and/or Created	Average Salary for Full Time	Average Fringe Benefits for Full Time	Average Salary for Part Time (if applicable)	Average Fringe Benefits for Part Time (if applicable)
Management	1	\$ 65,000	\$ 6,500	\$ 0	\$ 0
Professional	7	\$ 57,000	\$ 5,700	\$ 35,000	\$ 3,500
Administrative	0	\$ 0	\$ 0	\$ 0	\$ 0
Production	8	\$ 0	\$ 0	\$ 35,000	\$ 3,500
Independent Contractor	0	\$ 0	\$ 0	\$ 0	\$ 0
Other	0	\$ 0	\$ 0	\$ 0	\$ 0

** Note that the Agency may utilize the foregoing employment projections, among other items, to determine the financial assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to retain the number of jobs and create the number of jobs with respect to the Project as set forth in this Application.

Yes **By checking this box, I certify that the above information concerning the current number of jobs at the proposed project location or to be relocated to the proposed project location is true and correct.**

Employment at other locations in Erie County: (provide address and number of employees at each location):

Address			
Full time	0	0	0
Part time	0	0	0
Total	0	0	0

Payroll Information

Annual Payroll at Proposed Project Site upon completion

700,000

Estimated average annual salary of jobs to be retained (Full Time)

0

Estimated average annual salary of jobs to be retained (Part Time)

0

Estimated average annual salary of jobs to be created (Full Time)

58,333

Estimated average annual salary of jobs to be created (Part Time)

42,000

Estimated salary range of jobs to be created

From (Full Time)	45,000	To (Full Time)	65,000
From (Part Time)	42,000	To (Part Time)	42,000

Section III: Environmental Questionnaire

INSTRUCTIONS: Please complete the following questionnaire as completely as possible. If you need additional space to fully answer any question, please attach additional page(s).

General Background Information

Address of Premises

2500 N America Dr., West Seneca, NY 14224

Name and Address of Owner of Premises

2500 N America Dr., West Seneca, NY 14224

Describe the general features of the Premises (include terrain, location of wetlands, coastlines, rivers, streams, lakes, etc.)

The facility is located just north of Aurora Expy and a couple of blocks south of Buffalo Creek. The surrounding area is mostly vacant brush and tree-covered land in addition to other corporate facilities. The immediate property also contains 3.57 acres of wetlands, mostly isolated to a patch along the property's western front.

Describe the Premises (including the age and date of construction of any improvements) and each of the operations or processes carried out on or intended to be carried on at the Premises

The facility was built in 2004 for production and shipping purposes. The facility has not since been renovated. Workspart intends to manufacture and store goods in this facility, primarily, although it will also be utilizing the facility's 16 truck doors.

Describe all known former uses of the Premises

Production and shipping

Does any person, firm or corporation other than the owner occupy the Premises or any part of it?

No

If yes, please identify them and describe their use of the property

Have there been any spills, releases or unpermitted discharges of petroleum, hazardous substances, chemicals or hazardous wastes at or near the Premises?

No

If yes, describe and attach any incident reports and the results of any investigations

Has the Premises or any part of it ever been the subject of any enforcement action by any federal, state or local government entity, or does the preparer of this questionnaire have knowledge of: a) any current federal, state or local enforcement actions; b) any areas of non-compliance with any federal, state or local laws, ordinances, rules or regulations associated with operations over the past 12 months?

No

If yes, please state the results of the enforcement action (consent order, penalties, no action, etc.) and describe the circumstances

Has there been any filing of a notice of citizen suit, or a civil complaint or other administrative or criminal procedure involving the Premises?

No

If yes, describe in full detail

Solid And Hazardous Wastes And Hazardous Substances

Does any activity conducted or contemplated to be conducted at the premises generate, treat or dispose of any petroleum, petroleum-related products, solid and hazardous wastes or hazardous substances?

No

If yes, provide the Premises' applicable EPA (or State) identification number

Have any federal, state or local permits been issued to the Premises for the use, generation and/or storage of solid and hazardous wastes?

No

If yes, please provide copies of the permits.

Identify the transporter of any hazardous and/or solid wastes to or from the Premises

NA

Identify the solid and hazardous waste disposal or treatment facilities which have received wastes from the Premises for the past two (2) years

NA

Does or is it contemplated that there will occur at the Premises any accumulation or storage of any hazardous wastes on-site for disposal for longer than 90 days?

No

If yes, please identify the substance, the quantity and describe how it is stored

Discharge Into Waterbodies

Briefly describe any current or contemplated industrial process discharges (including the approximate volume, source, type and number of discharge points). Please provide copies of all permits for such discharges

NA

Identify all sources of discharges of water, including discharges of waste water, process water, contact or noncontact cooling water, and stormwater. Attach all permits relating to the same. Also identify any septic tanks on site

NA

Is any waste discharged into or near surface water or groundwaters?

No

If yes, please describe in detail the discharge including not only the receiving water's classification, but a description of the type and quantity of the waste

Air Pollution

Are there or is it contemplated that there will be any air emission sources that emit contaminants from the Premises?

No

If yes, describe each such source, including whether it is a stationary combustion installation, process source, exhaust or ventilation system, incinerator or other source

Are any of the air emission sources permitted?

No

If yes, attach a copy of each permit.

Storage Tanks

List and describe all above and under ground storage tanks at the Premises used to store petroleum or gasoline products, or other chemicals or wastes, including the contents and capacity of each tank. Please also provide copies of any registrations/permits for the tanks

NA

Have there been any leaks, spills, releases or other discharges (including loss of inventory) associated with any of these tanks?

No

If yes, please provide all details regarding the event, including the response taken, all analytical results or reports developed through investigation (whether internal or external), and the agencies which were involved

Polychlorinated Biphenyls ("PCB" or "PCBs") And Asbestos

Provide any records in your possession or known to you to exist concerning any on-site PCBs or PCB equipment, whether used or stored, and whether produced as a byproduct of the manufacturing process or otherwise.

Have there been any PCB spills, discharges or other accidents at the Premises?

No

If yes, relate all the circumstances

Do the Premises have any asbestos containing materials?

No

If yes, please identify the materials

Section IV: Facility Type - Single or Multi Tenant

Is this a Single Use Facility or a Multi-Tenant Facility?

Single Use Facility

For Single Use Facility

Occupant Name Worksport Ltd
Address 7299 E Danbro Crescent, Mississauga, ON L5N 6P8, Canada
Contact Person Steven Obadiah
Phone (888) 554-8789
Fax
E-Mail info@worksport.com
Federal ID # 65-0782227
SIC/NAICS Code 441310

SS

Section V: Tenant Information

PART 1 TO BE COMPLETED BY LESSEE (DEVELOPER)

Tenant Name

Sonwil Distribution

Property Address:

2500 N America Dr

City/Town/Village

West Seneca

The following information is an outline relative to the potential client and their proposed contract to sublease space in the above reference facility

Amount of space to be leased (square feet)

30,000

What percentage of the building does this represent?

20

Are terms of lease:

GROSS

If GROSS lease, please explain how Agency benefits are passed to the tenant

Lessee is not obligated to pay any additional expenses including real estate taxes, insurance (other than on the Lessee's personal property) liens, charges or expenses of any nature whatsoever in connection with the ownership and operation of the Premises. The Lessor shall be obligated to maintain the general exterior structure of the Premises and, in addition, shall maintain all major systems such as the heating, plumbing and electrical, and shall maintain the parking area and shall also provide snow removal and ground maintenance of the grounds and lands surrounding the Premises, except as hereinafter set forth. The Lessor will maintain, at their expense, casualty insurance insuring the leased Premises against loss by fire and negligence. The Lessee shall provide and maintain personal liability and property damage insurance as a lessee and will designate the Lessor as an "also named insured". The Lessee shall provide the Lessor with a copy of such insurance certification or policy prior to the effective date of this Lease, at least to the limits of \$2,000,000.00.

Estimated date of occupancy

12/31/2022

PART 2 TO BE COMPLETED BY PROPOSED TENANT

Company Name:

Sonwil Distribution

Local Contact Person:

Eric Enciso

Title:

President

Current Address:

Sonwil Distribution Center, Inc. 2732 Transit Rd. West Seneca NY 14224

Phone:

(716) 206-1800

Fax:

(716) 684-6996

E-Mail:

dcdimitroff@sonwil.com

Website:

www.sonwil.com

Company President/General Manager:

Eric Enciso

Number of employees moving to new project location:

Full-Time:

3

Part-Time:

0

Total:

3

Please describe briefly the nature of the business in which the proposed tenant is/will be engaged. This should include NAICS Code; type of business and products or services; percent of total sales in Erie County and the United States:

Warehousing & Distribution (NAICS code 4931). 85% of sales are generated from Erie County operations whereas the other 15% is revenue generated in other states.

Attach additional information as necessary.

History of Company (i.e. start-up, recent acquisition, publicly traded)

Privately held, under same Family ownership for 80 years

Please list the square footage which the proposed tenant will lease at the Project location

30,000

Please list the square footage which the proposed tenant leases at its present location(s)

70,000

Describe the economic reason for either the increase or decrease in leased space.

Sonwil has been leasing space from J&M Distributing Company Inc and will continue doing so under Workspport.

Will the project result in a relocation and/or abandonment of other tenant/user(s) facilities in Erie County, or New York State?

No

If owned, what will happen to the existing facility once vacated?

Sonwil also owns a building just up the road from 2500 N America Drive, so Sonwil will continue operating from their primary building even after vacating 2500 N America Drive.

If leased, when does lease expire?

12/31/1969

Are any of the proposed tenant's current operations located in facilities which have received an Industrial Development Agency benefit?

Yes

If yes, please provide details as to location, and amount of leased space, how long leased?

Sonwil did not receive ECIDA benefits at their N America Dr facility that they own. However, they did at one time receive benefits at their 315 Ship Canal Pkwy warehouse which expired in 2018 or 2019.

Section VI: Retail Determination

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

Please answer the following:

Will any portion of the project (including that portion of the costs to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

No

If yes, complete the Retail Questionnaire Supplement below. **If no, proceed to the next section.**

Section VII: Adaptive Reuse Projects

Adaptive Reuse is the process of adapting old structures or sites for new purposes.

Are you applying for tax incentives under the Adaptive Reuse Program?

No

Section VIII: Inter-Municipal Move Determination

The Agency is required by state law to make a determination that, if completion of a Project benefiting from Agency Financial Assistance results in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, Agency financial Assistance is required to prevent the project occupant from relocating out of the state, or is reasonably necessary to preserve the project occupant's competitive position in its respective industry.

Current Address

7299 E DANBRO CRESCENT

City/Town

Mississauga

State

Zip Code

L5N 6P8

Will the project result in the removal of an industrial or manufacturing plant of the Project occupant from one area of the state to another area of the state?

No

Will the project result in the abandonment of one or more plants or facilities of the Project occupant located within the state?

No

If Yes to either question, explain how, notwithstanding the aforementioned closing or activity reduction, the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry:

Does this project involve relocation or consolidation of a project occupant from another municipality?

Within New York State

No

Within Erie County

No

If Yes to either question, please, explain

Will the project result in a relocation of an existing business operation from the City of Buffalo?

No

If yes, please explain the factors which require the project occupant to relocate out of the City of Buffalo (For example, present site is not large enough, or owner will not renew leases etc.)

What are some of the key requirements the project occupant is looking for in a new site? (For example, minimum sq. ft., 12 foot ceilings, truck loading docs etc.)

Minimum of 70,000 square feet for production, alone. Location near Buffalo NY and Mississauga, ON is important.

If the project occupant is currently located in Erie County and will be moving to a different municipality within Erie County, has the project occupant attempted to find a suitable location within the municipality in which it is currently located?

<BLANK>

What factors have lead the project occupant to consider remaining or locating in Erie County?

Proximity to 3PL distributor and Canadian border and low commercial real estate costs relative to those in Ontario

If the current facility is to be abandoned, what is going to happen to the current facility that project occupant is located in?

Please provide a list of properties considered, and the reason they were not adequate. (Some examples include: site not large enough, layout was not appropriate, did not have adequate utility service, etc.) Please include full address for locations.

7299 E Danbro Crescent, Mississauga, Ontario L5N 6P8 was not big enough for our manufacturing needs. Other Ontarian locations are unattractively more expensive, and Mexican facilities are logistically too far.

Section IX: Senior Housing

IDA tax incentives may be granted to projects under the Agency's Senior Citizen Rental Housing policy when the project consists of a multi-family housing structure where at least 90% of the units are (or are intended to be) rented to and occupied by a person who is 60 years of age or older.

Are you applying for tax incentives under the Senior Rental Housing policy?

No



TO: ECIDA Board of Directors

DATE: April 27, 2022

REF: Assignment and Assumption of Pollack Holdings, LLC (dba Simmer Cranes) to Flatiron Cranes Real Estate Company, LLC

As part of the purchase of the assets for Pollock Holdings, LLC by Flatiron Cranes Real Estate Company, LLC on 12/17/21, the ECIDA Board is being asked to assign the remaining PILOT benefits to the purchaser.

BACKGROUND:

On June 17, 2013, the ECIDA Board approved incentives for Pollack Holdings, LLC (Pollack) for their \$1.7 M investment for the construction of a 20,000 sq ft manufacturing facility located at 365 Wheeler St., Tonawanda, NY. The incentives included sales tax, mortgage recording tax and a 10-year property tax abatement (PILOT). An amendatory inducement resolution was approved on June 18, 2014 to reflect an increase ECIDA benefits associated with the increase of the project's private investment to \$2.14 M. The PILOT agreement is in effect for the tax fiscal years 2017 through 2026.

During the term of the PILOT, Pollack has met the material terms for this project that include total investment, employment, and local labor.

The ECIDA was notified by a representative of Pollock Holdings of the purchase of assets by Flatiron Cranes Real Estate Company, LLC (Flatiron). Flatiron was provided with the requirements associated with the ECIDA PILOT. Subsequently Flatiron submitted a letter requesting an assignment / assumption of the Agent and Financial Assistance Agreement dated June 30, 2014.

The PILOT is currently in year 6 of a 10-year PILOT and the purchasing entity has agreed to comply with all the material terms including the labor commitment of **thirty-four (34) FTE employees**.

ACTION REQUESTED:

The Board action requested is to allow for the assignment and assumption of the Agent, Financial Assistance, Lease and Leaseback agreements to Flatiron Cranes Real Estate Company, LLC:

ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY
RESOLUTION

(Assignment of Pollock Holdings, LLC Project to Flatiron Crane Real Estate Company, LLC)

A regular meeting of the Erie County Industrial Development Agency was convened on Wednesday, April 27, 2022 at 12:00 p.m.

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

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE ASSIGNMENT OF AND ASSUMPTION BY POLLOCK HOLDINGS, LLC PROJECT TO FLATIRON CRANE REAL ESTATE COMPANY, LLC, OF THE EXISTING LEASE, LEASEBACK, AND PILOT AGREEMENT TOGETHER WITH ALL ASSOCIATED DOCUMENTS RELATING TO THE FACILITY LOCATED AT 365 WHEELER STREET, TONAWANDA, NEW YORK

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 293 of the Laws of 1970 of the State of New York, as amended (collectively, the "Act"), the ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (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 civic, industrial, manufacturing, commercial and other facilities as authorized by the Act; and

WHEREAS, to accomplish the purposes of the Act, and to provide certain tax exemptions and abatements to Pollock Holdings, LLC (the "Company") the Agency, on June 17, 2013 and amended on June 18, 2014, entered into a transaction relating to the Company undertaking a certain project (the "Project") consisting of: (i) the acquisition of a 4.86+/- acre parcel of land located at 365 Wheeler Street, City of Tonawanda, Erie County, New York (the "Land"), (ii) the construction of a 20,000+/- SF manufacturing facility (the "Improvements"), and (iii) the acquisition and installation by the Company of certain items of machinery, equipment and other tangible personal property to be utilized in the production, inspection, preventative maintenance, service, and parts for overhead indoor cranes and hoists (the "Equipment", and collectively with the Land and the Improvements, the "Facility"); and

WHEREAS, with respect to the foregoing, the Agency and the Company have entered a certain Agent and Financial Assistance Agreement dated as of June 30, 2014, and a Company Lease, Agency Lease Agreement, PILOT Agreement and an Environmental Compliance and Indemnification Agreement, and related documents, all dated as of September 22, 2014 (collectively, the "Agency Documents"); and

WHEREAS, Flatiron Crane Real Estate Company, LLC informed the Agency that effective as of December 17, 2021, the Company has sold the Facility to Flatiron Crane Real Estate Company, LLC (the "Assignee"), and that, pursuant to Section 6.3 of that certain Agency

Lease Agreement, the Company and Assignee have requested that the Agency approve of and consent to the conveyance of the Facility and assignment of the Agency Documents to the Assignee; and

WHEREAS, the Agency desires to approve of and consent to: (i) the conveyance of the Facility by the Company to the Assignee; (ii) the undertaking of the Assignment; and (iii) the execution and delivery of documents and agreements to effectuate the foregoing.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency hereby finds that the assignment and assumption of the Project as herein described constitutes a Type II Action, as defined within the State Environmental Quality Review Act (“SEQRA”) and regulations adopted pursuant thereto at 6 N.Y.C.R.R. Part 617.5(c)(32) whereby the assignment and assumption constitutes a transfer of leasehold rights with no material change in permitted conditions or activities and as such, no further action under SEQR is required.

Section 2. The Agency hereby consents to the conveyance of the Facility to the Assignee, and the assignment and assumption of the Agency Documents from Company to the Assignee, subject to (i) the Company, Assignee, and Agency entering into an appropriate Assignment and Assumption Agreement, and related documents, to be dated and effective as of no sooner than December 17, 2021, and (ii) the delivery to the Agency of a binder, certificate or other evidence of insurance for the Project satisfactory to the Agency. With respect to the foregoing, the Agency hereby authorizes and approves that the real property tax abatement benefits to be provided over the term of the PILOT Agreement be assigned to, and assumed by, the Assignee.

Section 3. The consent contained herein is further conditioned upon adherence by the Assignee to the policies of the Agency whereby the Agency may recover or recapture from the Assignee real property tax abatement benefits, or amend or terminate the partial abatement from real property taxes benefits if it is determined that: (i) the Company and/or Assignee has made a material false statement on its Application and/or (ii) the partial abatement from real property taxes benefits are taken in cases where the Assignee fails to comply, or cause to be complied with, with the Employment Commitment and/or the Equal Pay Commitment, as described below, being 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 the partial real property tax abatement benefits, the Assignee must cooperate with the Agency in its efforts to recover or recapture any real property tax abatement benefits, and promptly pay over any such amounts to the Agency that the Agency demands.

Section 4. As an additional condition precedent of receiving the real property tax abatement benefits, and as a material term or condition as approved by the Agency in connection with the assignment of the Project by the Company to the Assignee, the Assignee covenants and agrees and understands that it must, subject to potential modification, termination and/or recapture of real property tax abatement benefits for failure to meet and maintain the commitments and thresholds as described below, submit, on an annual basis or as otherwise

indicated below through the termination of the PILOT Agreement, a certification, as so required by the Agency, confirming:

- (i) Employment Commitment – that there are at least 34 existing full-time equivalent (“FTE”) employees located at the Facility; and
 - the number of current FTE employees in the then current year at the Facility; and
 - that, in an effort to confirm and verify the Assignee’s employment numbers, the Agency requires that, at a minimum, the Assignee provide, or cause to be provided, employment data to the Agency on a quarterly basis, said information to be provided on the Agency’s “Quarterly Employment Survey” form to be made available to the Assignee by the Agency.
- (ii) Equal Pay Commitment – that the Assignee adheres to and complies with the Agency’s Pay Equity Policy.

Section 5. Subject to the terms of this Resolution, the Chair, the President/Chief Executive Officer, the Chief Operating Officer, the Vice President, the Chief Financial Officer/Treasurer, and/or the Assistant Treasurer, are hereby authorized, on behalf of the Agency, to negotiate, execute and deliver any documents necessary and incidental to the assignment and assumption of the Project.

Section 6. 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 negotiate, 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. This resolution shall take effect immediately.

Dated: April 27, 2022

2022 REFUNDING OF SERIES 2012A
Joint Schools Construction Board
Briefing Memo
ECIDA Tax Exempt Financing

Pursuant to resolutions adopted from 2002 through 2021 the ECIDA authorized the issuance of its School Facility Revenue Bonds (City School District of the City of Buffalo Project) (the “Bonds”) in the aggregate principal amount not to exceed \$2,168,235,000 on behalf of the City of Buffalo and the City School District of the City of Buffalo and their agent, the Joint Schools Construction Board in order to finance various public school facilities and to assist in the acquisition, renovation, construction, reconstruction, improvement, equipping and furnishing of such public school facilities within the City in order to implement the comprehensive redevelopment of the City’s public schools.

Since 2003 the following bonds have been issued:

Issue Date	Series Name	Principal Amount	Purpose	Phase
9/16/03	Series 2003	\$180,335,000	New Money	I
12/22/04	Series 2004	\$310,125,000	New Money	II
8/23/07	Series 2007A	\$180,000,000	New Money	III-A
2/28/08	Series 2008A	\$173,225,000	New Money	III-B
11/19/09	Series 2009A	\$294,905,000	New Money	IV
6/15/11	Series 2011A	\$165,315,000	New Money	V
7/1/11	Series 2011B	\$112,560,000	Refunding	I-Refunding
4/19/12	Series 2012A	\$209,540,000	Refunding	II-Refunding
4/25/13	Series 2013A	\$62,540,000	Refunding	IV-Refunding
6/24/15	Series 2015A	\$236,975,000	Refunding	III-Refunding
10/12/16	Series 2016 A	\$133,580,000	Refunding	IV - Refunding
5/19/21	Series 2021A	\$80,320,000	Refunding	V - Refunding
5/19/21	Series 2021B	\$28,815,000	Refunding	I – Refunding of Refunding
		\$2,168,235,000		

The 2012A School Facilities Revenue Bonds can be refunded in the current market to provide debt service savings to the City School District. Based on market conditions as of the close of business on February 25, 2022, the present savings resulting from a refunding of up to \$75.6 million outstanding refunded Series 2012A bonds exceed \$4.8 million or 6% of the principal amount of the refunded Series 2012A School Facilities Revenue Bonds.

Pursuant to Chapter 403 of the Laws of 2008 of the State of New York, the refunding savings must be applied to qualified capital projects. The debt service savings are made possible as a result of the relatively lower level of interest in the current market, compared to the higher interest rates on the refunded Series 2012A School Facilities Revenue Bonds. The pricing of the refunding bonds is currently scheduled for May 11, 2022 and changes in the market conditions prior to the pricing could impact the refunding results. As such, the amount of savings and the amounts of bonds are necessarily preliminary and subject to change.

Tax Exempt Bond Refinancing Proposed:

Refunding of a portion of the Series 2012A School Facilities Revenue Bonds up to a maximum of \$80 million.

Anticipated financing savings: \$3.4 million in the District’s 2024 fiscal year.

“Putting children and families first to ensure high academic achievement for all.”

Closing of the transaction is expected to occur on May 18, 2022.

As is the case with all ECIDA issued bonds, they are not obligation of the ECIDA or the County.

NOTES: The underwriter and bond counsel have requested the Public Hearing notice be for \$85 million to ensure all closing, escrow, principal and other costs are covered.

“Putting children and families first to ensure high academic achievement for all.”

PUBLIC HEARING SCRIPT

City School District of the City of Buffalo Project

Public Hearing to be held on April 12, 2022 at 9:00 a.m.
at the offices of the Erie County Industrial Development Agency located at
95 Perry Street – Suite 403 in the City of Buffalo, Erie County, New York

ATTENDANCE

Geoffrey F. Pritchard – City School District of the City of Buffalo
Elizabeth O’Keefe – ECIDA

1. WELCOME: Call to Order and Identity of Hearing Officer.

Hearing Officer: Welcome. This public hearing is now open; it is 9:06 a.m. My name is Grant Lesswing. I am the Director of Business Development of the Erie County Industrial Development Agency (the “Agency”), and I have been designated by the Agency to be the hearing officer to conduct this public hearing. This public hearing is being live-streamed and made accessible on the Agency’s website at www.ecidany.com.

2. PURPOSE: Purpose of the Hearing.

Hearing Officer: Pursuant to and in accordance with Section 859-a and 859-b of the General Municipal Law of the State of New York, as amended, the Agency is conducting this public hearing in connection with a certain proposed project, as more fully described below (the “Project”), to be undertaken by the Agency for the benefit of the City School District of the City of Buffalo (the “District”).

The Agency published a Notice of Public Hearing with respect to the Project in The Buffalo News on March 30, 2022.

3. PROJECT SUMMARY: Description of Project and Contemplated Agency Benefits.

Hearing Officer: The Project shall consist of following to be undertaken by the Agency for the benefit of the District: (A) the refinancing of the Agency’s School Facility Revenue Bonds (City School District of the City of Buffalo Project), Series 2012A (the “Series 2012A Bonds”), which Series 2012A Bonds were issued on April 19, 2012 in the aggregate principal amount of \$209,540,000 to finance a project consisting of the acquisition, construction, renovation, reconstruction, improvements, equipping and furnishing of certain facilities of the District as the second phase of the Buffalo Schools Reconstruction Project (collectively, the “Facilities”); (B) the financing of all or a portion of the costs of the foregoing by the issuance of tax-exempt revenue bonds of the Agency in one or more issues or series in an aggregate principal amount sufficient to pay the cost of undertaking the Project, together with necessary incidental costs in connection therewith, in an aggregate principal amount not to exceed \$85,000,000 (the “Obligations”); and (C) the payment of a portion of the costs incidental to the issuance of the Obligations, including issuance costs of the Obligations and any reserve funds as may be necessary to secure the Obligations.

The Agency is considering whether (A) to undertake the Project, (B) to finance the Project by issuing, from time to time, the Obligations and (C) to use the proceeds of the

Obligations to pay the cost of undertaking the Project, together with necessary incidental costs in connection therewith.

If the Agency determines to proceed with the Project and the issuance of the Obligations, (A) the Facilities will be leased (with an obligation to purchase) or sold by the Agency to the District or its designee pursuant to an installment sale agreement, as amended (the "Agreement") requiring that the District or its designee make payments equal to debt service on the Obligations and make certain other payments and (B) the Obligations will be a special obligation of the Agency payable solely out of certain of the proceeds of the Agreement and certain other assets of the Agency pledged to the repayment of the Obligations. THE OBLIGATIONS SHALL NOT BE A DEBT OF THE STATE OF NEW YORK OR ERIE COUNTY, NEW YORK, AND NEITHER THE STATE OF NEW YORK NOR ERIE COUNTY, NEW YORK SHALL BE LIABLE THEREON.

The Agency has not yet made a determination pursuant to Article 8 of the Environmental Conservation Law (the "SEQR Act") regarding the potential environmental impact of the Project.

The Agency will at said time and place hear all persons with views on the location and nature of the Facilities or the proposed plan of financing the proposed Project by the issuance from time to time of the Obligations. A copy of the application filed by the District with the Agency with respect to the Project, including an analysis of the costs and benefits of the Project, is available for public inspection during business hours at the offices of the Agency. A transcript or summary report of the hearing will be made available to the members of the board of directors of the Agency.

It is anticipated that the members of the board of the Agency will approve of the issuance of the Obligations at its meeting on April 27, 2022.

4. FORMAT OF HEARING: Review rules and manner in which the hearing will proceed.

Hearing Officer: If you have a written statement or comment to submit for the record, please submit it on the Agency's website or mail to the Agency at 95 Perry Street, Suite 403, Buffalo, New York 14203. The comment period closes at 4:00 p.m. on April 26, 2022. There are no limitations on written statements or comments.

5. PUBLIC COMMENT: Hearing Officer gives the public an opportunity to speak.

Hearing Officer: Those interested in making a statement or comment will be called upon in the order that they registered for this meeting. Please begin by stating your name and address; if you are representing a company, please identify the company. I request that speakers keep statements and/or comments to no more than 5 minutes, and if possible, 3 minutes.

Good morning my name is Geoffrey Pritchard, I am the Chief Financial Officer for the Buffalo City School District. We are very pleased for this opportunity to refinance outstanding Joint School Construction Board debt with the ECIDA. This will be the 8th refunding of outstanding debt that we have done since 2011. Previous savings are close to \$130M and those savings allowed us to avoid issuing new debt since 2012. This 2012A debt to be refunded in an amount not to exceed \$85M and is expected to save us approximately \$3.6M which we will receive in the 2023/2024 school year. Our board is expected to approve the refinancing at our April 20th board meeting and the debt closing is expected to be in May of 2022.

6. ADJORNMENT. As there were no further statements and/or comments, the Hearing Officer closed the public hearing at 9:13 a.m.

SIGN IN SHEET FOR PUBLIC HEARING

Public Hearing to be held on April 12, 2022 at 9:00 a.m.
at the offices of the Erie County Industrial Development Agency
located at 95 Perry Street – Suite 403 in the City of Buffalo, Erie County, New York

City School District of the City of Buffalo Project

Project Location: See Exhibit A attached hereto.

Name	Company and/or Address	X box to speak/ comment
Geoffrey F. Pritchard	City School District of the City of Buffalo 708 City Hall Buffalo, New York 14202	X
Beth O’Keefe	ECIDA 95 Perry Street, Suite 403 Buffalo, New York 14203	

EXHIBIT A TO SIGN IN SHEET FOR PUBLIC HEARING

PROJECT LOCATION

BEST #6 – 414 S. Division Street
Futures Academy #37 – 295 Carlton Street
Houghton Academy #69 – 1725 Clinton Street
Drew Science Magnet E.C.C. #90 – 50 A Street
West Hertel Academy #94 – 489 Hertel Avenue
BAVPA #192 – 450 Masten Avenue
Hutchinson Central Technical High School #304 – 256 S. Elmwood Avenue
Bilingual Center #33 – 157 Elk Street
PS 048 at MLK #39 – 487 High Street
Early Childhood Center #82 – 230 Easton Avenue
BUILD Academy #92 – 340 Fougeron Street
Waterfront #95 – 95 Fourth Street
Lewis J. Bennett High School #363 – 2885 Main Street
All High Stadium – 50 Mercer Street

**BOND RESOLUTION
CITY SCHOOL DISTRICT OF THE
CITY OF BUFFALO PROJECT**

A regular meeting of Erie County Industrial Development Agency (the “Agency”) was convened in public session in the offices of the Agency located at 95 Perry Street – Suite 403, Buffalo, New York on April 27, 2022 at 12:00 o’clock p.m., local time.

The meeting was called to order by the (Vice) Chairperson of the board of directors of the Agency (the “Board of Directors”) and, upon roll being called, the following members of the Board of Directors were:

PRESENT:

Brenda McDuffie	Chairperson
Richard Lipsitz	Vice Chairperson
Denise Abbott	Member
Hon. Diane Benczkowski	Member
Rev. Mark Blue	Member
Hon. Byron Brown	Member
James Doherty	Member
Hon. Joseph Emminger	Member
Dottie Gallagher	Member
Hon. Howard Johnson	Member
Tyra Johnson	Member
Hon. Brian Kulpa	Member
Glenn Nellis	Member
Hon. Mark Poloncarz	Member
Hon. Darius Pridgen	Member
Sister Denise Roche	Member
Kenneth Schoetz	Member
Paul Vukelic	Member
Renee Wilson	Member

Each of the members of the board of directors of the Agency present participated in the meeting telephonically pursuant to Executive Order No. 202.1, as supplemented by subsequent Executive Orders, each as issued by New York State Governor Andrew M. Cuomo, suspending provisions of Article 7 of the Public Officers Law that require public in-person access to public meetings and authorizing board members to participate in said meetings by conference call or similar service.

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

John Cappellino	President and Chief Executive Officer
Mollie Profic	Vice President and Chief Financial Officer
Jerry Manhard	Chief Lending Officer/Assistant Secretary
Elizabeth O’Keefe	Vice President - Operations
Atiqa Abidi	Assistant Treasurer
Robert G. Murray, Esq.	Agency Counsel
Christopher C. Canada, Esq.	Bond Counsel

RESOLUTION OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE ISSUANCE OF REFUNDING BONDS TO REFUND ALL OR A PORTION OF THE SERIES 2012A BONDS WITH RESPECT TO ITS PROJECT FOR THE CITY SCHOOL DISTRICT OF THE CITY OF BUFFALO AND AUTHORIZING OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Erie County Industrial Development Agency (the “Agency”) is authorized under the laws of the State of New York, and in particular the New York State Industrial Development Agency Act, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended, and Chapter 293 of the 1970 Laws of New York, as amended (collectively, the “Act”), to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial and research facilities and thereby advance the job opportunities, general prosperity and economic welfare of the people of the State of New York (the “State”) and to improve their prosperity and standard of living; and

WHEREAS, pursuant to resolutions adopted on August 14, 2002, on September 11, 2002, as amended on October 16, 2002 and on June 11, 2003, and as amended and restated on November 10, 2004, and as further amended on April 11, 2005, June 11, 2007, July 9, 2007, January 17, 2008, October 19, 2009, May 16, 2011, March 26, 2012, March 25, 2013, May 20, 2015 and August 24, 2016, the Agency authorized the issuance from time to time of its School Facility Revenue Bonds (City School District of the City of Buffalo Project) (the “Bonds”) in the aggregate principal amount not to exceed \$1,450,000,000 on behalf of the City of Buffalo (the “City”) and the City School District of the City of Buffalo (the “District”), and their agent, the Joint Schools Construction Board (the “Joint Board”), in order to finance various public school facilities and to assist in the acquisition, renovation, construction, reconstruction, improvement, equipping and furnishing of such public school facilities (collectively, the “Facilities”) within the City in order to implement the comprehensive redevelopment of the City’s public schools (collectively, the “Project”); and

WHEREAS, on September 16, 2003, the Agency issued its \$180,335,000 aggregate principal amount of School Facility Revenue Bonds (City School District of the City of Buffalo Project), Series 2003 (the “Series 2003 Bonds”) pursuant to a resolution of the Agency adopted on September 11, 2002, as amended on October 16, 2002 and on June 11, 2003, to finance the acquisition, construction, renovation, reconstruction, improvement, equipping and furnishing of certain “educational facilities” (including personalty and fixtures within certain “educational facilities”) of the City and the District, as the first phase of the Project); and

WHEREAS, on December 22, 2004, the Agency issued its \$310,125,000 aggregate principal amount of School Facility Revenue Bonds (City School District of the City of Buffalo Project), Series 2004 (the “Series 2004 Bonds”) pursuant to a resolution of the Agency adopted on November 10, 2004, as amended on March 26, 2012, to finance the acquisition, construction, renovation, reconstruction, improvement, equipping and furnishing of certain facilities (collectively, the “Phase II Facilities”), as the second phase of the Project; and

WHEREAS, on August 3, 2007, the Agency issued its \$180,000,000 aggregate principal amount of School Facility Revenue Bonds (City School District of the City of Buffalo Project), Series 2007A (the “Series 2007A Bonds”) pursuant to a resolution of the Agency adopted on June 11, 2007, as amended on

May 20, 2015, to finance the acquisition, construction, renovation, reconstruction, improvement, equipping and furnishing of the Phase II Facilities (not financed from the proceeds of the Series 2004 Bonds) and a portion of certain facilities, as the first part of the third phase of the Project; and

WHEREAS, on February 28, 2008, the Agency issued its \$173,225,000 aggregate principal amount of School Facility Revenue Bonds (City School District of the City of Buffalo Project), Series 2008A (the “Series 2008A Bonds”) pursuant to a resolution of the Agency adopted on January 17, 2008, as amended on May 20, 2015, to finance the acquisition, construction, renovation, reconstruction, improvement, equipping and furnishing of a portion of certain facilities, as the second part of the third phase of the Project; and

WHEREAS, on November 19, 2009, the Agency issued its \$294,905,000 aggregate principal amount of School Facility Revenue Bonds (City School District of the City of Buffalo Project), Series 2009A (the “Series 2009A Bonds”) pursuant to a resolution of the Agency adopted on October 19, 2009, as amended on March 25, 2013 and on August 24, 2016, to finance the acquisition, construction, renovation, reconstruction, improvement, equipping and furnishing of certain facilities, as the fourth phase of the Project; and

WHEREAS, on June 15, 2011, the Agency issued its \$165,315,000 aggregate principal amount of School Facility Revenue Bonds (City School District of the City of Buffalo Project), Series 2011A (“Series 2011A Bonds”) pursuant to a resolution of the Agency adopted on May 16, 2011 to finance the acquisition, construction, renovation, reconstruction, improvement, equipping and furnishing of certain facilities, as the fifth phase of the Project; and

WHEREAS, on July 1, 2011, the Agency issued its \$112,560,000 aggregate principal amount of School Facility Refunding Revenue Bonds (City School District of the City of Buffalo Project), Series 2011B (the “Series 2011B Bonds”) pursuant to a resolution of the Agency adopted on May 16, 2011 to finance the acquisition, construction, renovation, reconstruction, improvement, equipping and furnishing of certain facilities, as the fifth phase of the Project; and

WHEREAS, on April 19, 2012, the Agency issued its \$209,540,000 aggregate principal amount of School Facility Refunding Revenue Bonds (City School District of the City of Buffalo Project), Series 2012A (the “Prior Bonds”) pursuant to a resolution of the Agency adopted on March 26, 2012 and an Amended and Restated Indenture of Trust (Series 2004 Project) dated as of April 1, 2012 (the “Series 2012A Indenture”) between the Agency and Manufacturers and Traders Trust Company, as trustee, to refund in whole the Series 2004 Bonds (the “Series 2012A Project”); and

WHEREAS, with respect to the Series 2012A Project, (i) the District leased the Phase II Facilities to the Agency pursuant to an Amended and Restated Ground Lease (Series 2004 Project) dated as of April 1, 2012 by and between the City and the District, as lessors, and the Agency, as lessee; and (ii) the Agency sold its leasehold interests in the Phase II Facilities to the District pursuant an Amended and Restated Installment Sale Agreement (Series 2004 Project) dated as of April 1, 2012 (the “Series 2012A Installment Sale Agreement”) between the Agency and the District; and

WHEREAS, on April 25, 2013, the Agency issued its \$62,540,000 aggregate principal amount of School Facility Refunding Revenue Bonds (City School District of the City of Buffalo Project), Series 2013A (the “Series 2013A Bonds”) pursuant to a resolution adopted on March 25, 2013, to refund in part the Series 2009A Bonds; and

WHEREAS, on June 24, 2015, the Agency issued its \$236,975,000 School Facility Revenue Refunding Bonds (City School District of the City of Buffalo Project), Series 2015A (the “Series 2015A

Bonds”) pursuant to a resolution adopted on May 20, 2015, to refund in whole the Series 2007A Bonds and Series 2008A Bonds; and

WHEREAS, on October 12, 2016, the Agency issued its \$133,580,000 School Facility Revenue Refunding Bonds (City School District of the City of Buffalo Project), Series 2016A (the “Series 2016A Bonds”) pursuant to a resolution adopted on August 24, 2016, to refund a portion of the Series 2009A Bonds; and

WHEREAS, on May 19, 2021, the Agency issued its \$80,320,000 School Facility Revenue Refunding Bonds (City School District of the City of Buffalo Project), Series 2021A (the “Series 2021A Bonds”) and its \$28,815,000 School Facility Revenue Refunding Bonds (City School District of the City of Buffalo Project), Series 2021B (the “Series 2021B Bonds”) pursuant to a resolution adopted on April 28, 2021, to refund in whole the Series 2011A Bonds and the Series 2011B Bonds; and

WHEREAS, the District has requested that the Agency issue a series of refunding bonds as additional bonds pursuant to the Series 2012A Indenture to refund in whole or in part the Series 2012A Bonds (the “Refunding Project”); and

WHEREAS, a notice of public hearing with respect to the Refunding Project, pursuant to Section 859-a of the Act, was printed in The Buffalo News on March 30, 2022; and

WHEREAS, pursuant to Section 859-a of the Act, the Agency conducted a public hearing with respect to the Refunding Project on April 12, 2022, a transcript of which is on file at the offices of the Agency; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law, Chapter 43-B of the Consolidated Laws of New York, as amended (the “SEQR Act”) and the regulations (the “Regulations”) adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively with the SEQR Act, “SEQRA”), the Agency must satisfy the requirements contained in SEQRA and the Regulations prior to making a final determination whether to undertake the Initial Project; and

WHEREAS, the Refunding Project appears to constitute a “Type II action” (as said quoted term is defined in the Regulations), and therefore it appears that no further determination or procedure under SEQRA is required with respect to the Refunding Project; and

WHEREAS, in accordance with Section 2824(8) of the Public Authorities Law of New York, the Finance & Audit Committee of the Agency reviewed the proposed issuance of certain series of Bonds for the Refunding Project at a meeting thereof on April 20, 2022, recommended that the Agency undertake the Project and proceed with the issuance thereof, and determined that it is in the best interest of economic development in Erie County for the Agency to issue the Refunding Bonds (as defined herein).

NOW THEREFORE, BE IT RESOLVED BY ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. Based upon the Agency’s review of the information provided by the District and other information as the Agency has deemed necessary and appropriate, the Agency hereby makes the following followings and determinations with respect to the Refunding Project:

(a) Pursuant to Section 617.5(c)(29) of the Regulations, the Refunding Project is a “Type II action” (as said quoted term is defined in the Regulations); and

(b) Therefore, the Agency hereby determines that no environmental impact statement or any other determination or procedure is required under SEQRA with respect to the Refunding Project.

Section 2. The Agency hereby authorizes the issuance of refunding bonds (the “Series 2022 Refunding Bonds”) in an aggregate principal amount not to exceed \$85,000,000 to refund all of a portion of the Prior Bonds. The principal amounts and maturities of the Series 2022 Refunding Bonds will be determined by a certificate of determination of an Agency officer.

Section 3. The execution and delivery, as applicable, of a first amendment to amended and restated installment sale agreement (amending the Series 2012A Installment Sale Agreement), a first supplemental indenture (amending and supplementing the Series 2012A Indenture), a tax regulatory agreement, an arbitrage certificate, a final offering document, a bond purchase agreement and refunding escrow trust agreements, each relating to the Series 2022 Refunding Bonds, and any other amendment or termination document which may be required or desirable to refund the Prior Bonds in whole or in part (collectively, the “Agency Documents”), to effect the purposes set forth in this resolution are hereby authorized. The Chairperson, Vice Chairperson, President and Chief Executive Officer, Chief Financial Officer, Vice President and Assistant Treasurer of the Agency are hereby authorized to execute, acknowledge and deliver each such Agency Document and to affix the seal of the Agency on each such Agency Document, as applicable, and attest the same. The execution and delivery of each such Agency Document by said officer shall be conclusive evidence of due authorization and approval.

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 or provided for by the provisions of the Agency Documents, and to execute and deliver all such additional 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 this resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Agency Documents binding upon the Agency.

Section 5. All covenants, stipulations, obligations and agreements of the Agency contained in this resolution and contained in the Agency Documents shall be deemed to be the covenants, stipulations, obligations and agreements of the Agency to the full extent authorized or permitted by law, and such covenants, stipulations, obligations and agreements shall be binding upon the Agency and its successors from time to time and upon any board or body to which any powers or duties affecting such covenants, stipulations, obligations and agreements shall be transferred by or in accordance with law. Except as otherwise provided in this resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Agency or the members thereof by the provisions of this resolution and the Agency Documents shall be exercised or performed by the Agency or by such members, officers, board or body as may be required by law to exercise such powers and to perform such duties. No covenant, stipulation, obligation or agreement herein contained or contained in any of the Agency Documents shall be deemed to be a covenant, stipulation, obligation or agreement of any member, officer, agent or employee of the Agency in his individual capacity, and neither the members of the Agency, nor any officer executing the Refunding Bonds shall be liable personally on the Refunding Bonds or be subject to any personal liability or accountability by reason of the issuance thereof.

Section 6. The officers of the Agency are hereby designated the authorized representatives of the Agency, and each of them is hereby authorized and directed to execute and deliver any and all papers, instruments, opinions, certificates, affidavits and other documents and to do and cause to be done

any and all acts and things necessary or proper for carrying out this resolution, the Agency Documents and the issuance from time to time of the Refunding Bonds.

Section 7. The Agency recognizes that due to the unusual complexities of the financings it may become necessary that certain of the terms approved hereby may require modifications which will not affect the intent and substance of the authorizations and approvals by the Agency herein. The Agency hereby authorizes the Chairperson, Vice Chairperson, President and Chief Executive Officer, Chief Financial Officer, Vice President and Assistant Treasurer of the Agency to approve modifications to the terms approved hereby which do not affect the intent and substance of this resolution. The approval of such modifications shall be evidenced by a certificate of determination of an Agency officer.

Section 8. The Agency hereby determines that the Refunding Project and the financing thereof by the Agency pursuant to the Act will promote and is authorized by and will be in furtherance of the policy of the State as set forth in the Act. The Agency further determines that:

(a) the Refunding Project shall not result in the removal of any facility or plant of the District or any other occupant or user of the Refunding Project from outside of Erie County (but within the State of New York) to within Erie County or in the abandonment of one or more facilities or plants of the District or any other occupant or user of the Phase II Facilities located within the State of New York (but outside of Erie County);

(b) no funds of the Agency shall be used in connection with the Refunding Project for the purpose of preventing the establishment of an industrial or manufacturing plant or for the purpose of advertising or promotional materials which depict elected or appointed government officials in either print or electronic media, nor shall any funds of the Agency be given in connection with the Refunding Project to any group or organization which is attempting to prevent the establishment of an industrial or manufacturing plant within the State of New York;

(c) the Refunding Project constitutes a qualified "project" under the Act; and

(d) the Refunding Project will serve the public purposes of the Act by preventing economic deterioration and promoting employment opportunities in the State.

Section 9. No covenant, stipulation, obligation or agreement contained in this resolution shall be deemed to be the covenant, stipulation, obligation or agreement of any member, director, agent or employee of the Agency in his or her individual capacity and neither the member or directors of the Agency nor any officer executing the Refunding Bonds shall be liable personally on the Refunding Bonds or be subject to any personal liability or accountability by reason of the issuance thereof. Neither the member, directors or officers of the Agency, nor any person executing the Refunding Bonds or other documents referred to above on behalf of the Agency, shall be liable thereon or be subject to any personal liability or accountability by reason of the execution, issuance or delivery thereof.

Section 10. The Refunding Bonds and the interest therein shall not be a debt of the State or Erie County or any political subdivision thereof (other than the Agency), and none of the State, Erie County nor any political subdivision thereof (other than the Agency) shall be liable thereon. The Refunding Bonds shall be issued solely for the purposes set forth in this resolution. The Refunding Bonds and the interest thereon shall constitute a special, limited obligation of the Agency payable solely from the revenues derived or to be derived from the lease or sale of the Phase II Facilities and from the enforcement of the security pledged to the payment of the Refunding Bonds.

Section 11. This resolution shall take effect immediately.

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

Brenda McDuffie	VOTING	_____
Richard Lipsitz	VOTING	_____
Denise Abbott	VOTING	_____
Hon. Diane Benczkowski	VOTING	_____
Rev. Mark Blue	VOTING	_____
Hon. Byron Brown	VOTING	_____
James Doherty	VOTING	_____
Hon. Joseph Emminger	VOTING	_____
Dottie Gallagher	VOTING	_____
Hon. Howard Johnson	VOTING	_____
Tyra Johnson	VOTING	_____
Hon. Brian Kulpa	VOTING	_____
Glenn Nellis	VOTING	_____
Hon. Mark Poloncarz	VOTING	_____
Hon. Darius Pridgen	VOTING	_____
Sister Denise Roche	VOTING	_____
Kenneth Schoetz	VOTING	_____
Paul Vukelic	VOTING	_____
Renee Wilson	VOTING	_____

The foregoing resolution was thereupon declared duly adopted.

[Remainder of page left blank intentionally]



JSCB Series 2022A Refunding Bonds

[Instructions and Insurance Requirements Document](#)

Section I: Applicant Background Information

Please answer all questions. Use "None" or "Not Applicable" where necessary. Information in this application may be subject to public review under New York State Law.

Applicant Information - Company Receiving Benefit

Project Name	School Facility Refunding Revenue Bonds (City School District of the City of Buffalo Project), Series 2022A
Project Summary	Current refunding of the remaining Series 2012A School Facility Revenue Bonds (City School District of the City of Buffalo Project) which were originally issued by the ECIDA on April 19, 2012.
Applicant Name	Geoffrey Pritchard
Applicant Address	The Buffalo Board of Education
Applicant Address 2	708 City Hall
Applicant City	Buffalo
Applicant State	New York
Applicant Zip	14202
Phone	(716) 816-3676
Fax	
E-mail	gpritchard@buffaloschools.org
Website	www.buffaloschools.org
NAICS Code	

Business Organization

Type of Business	Joint School Construction Board created by joint resolution of the City of Buffalo Common Council and the City of Buffalo School District pursuant to a provision of the City Charter and the NY Buffalo Schools Act
Year Established	1998
State in which Organization is established	New York

Individual Completing Application

Name	Geoffrey Pritchard
Title	Chief Financial Officer
Address	The Buffalo Board of Education
Address 2	708 City Hall

City Buffalo
State New York
Zip 14202
Phone (716) 816-3676
Fax
E-Mail gpritchard@buffaloschools.org

Company Contact (if different from individual completing application).

Name
Title
Address
Address 2
City
State
Zip
Phone
Fax
E-Mail

Company Counsel

Name of Attorney
Firm Name
Address
Address 2
City
State
Zip
Phone
Fax
E-Mail

Benefits Requested (select all that apply).

Exemption from Sales Tax	No
Exemption from Mortgage Tax	Yes
Exemption from Real Property Tax	No
Tax Exempt Financing*	Yes

* (typically for not-for-profits & small qualified manufacturers)

Applicant Business Description

Describe in detail company background, history, products and customers. Description is critical in determining eligibility. Also list all stockholders, members, or partners with % ownership greater than 20%.

Overseeing the construction or reconstruction of new or renovated educational facilities in the City or District and overseeing and arranging of financing cost thereof.

Estimated % of sales within Erie County	0 %
Estimated % of sales outside Erie County but within New York State	0 %
Estimated % of sales outside New York State but within the U.S.	0 %
Estimated % of sales outside the U.S.	0 %

(*Percentage to equal 100%)

For your operations, company and proposed project what percentage of your total annual supplies, raw materials and vendor services are purchased from firms in Erie County?

0

Describe vendors within Erie County for major purchases

Section II: Eligibility Questionnaire - Project Description & Details

Project Location

Address of Proposed Project Facility

See Attached List of Properties

Town/City/Village of Project Site

Buffalo

School District of Project Site

Buffalo School District

Current Address (if different)

Current Town/City/Village of Project Site (if different)

SBL Number(s) for proposed Project

What are the current real estate taxes on the proposed Project Site

If amount of current taxes is not available, provide assessed value for each.

Land

\$ 0

Building(s)

\$ 0

If available include a copy of current tax receipt.

Are Real Property Taxes current at project location?

No

If no please explain

N/A, all properties are currently exempt from real estate taxes.

*The ECIDA has an unpaid tax policy and you will be required to certify all taxes and PILOTS are current.

Does the Applicant or any related entity currently hold fee title or have an option/contract to purchase the Project site?

No

If No, indicate name of present owner of the Project Site

City of Buffalo holds current title

Does Applicant or related entity have an option/contract to purchase the Project site?

No

Describe the present use of the proposed Project site (vacant land, existing building, etc.)

Currently all facilities are used as public schools.

Provide narrative and purpose of the proposed project (new build, renovations) square footage of existing and new construction contemplated and/or equipment purchases. Identify specific uses occurring within the project. Describe any and all tenants and any/all end users: (This information is critical in determining project eligibility)

Current refunding of the remaining Series 2012A School Facility Revenue Bonds (City School District of the City of Buffalo Project) which were originally issued by the ECIDA on April 19, 2012 to refund the 2004 Bonds.

Municipality or Municipalities of current operations

City of Buffalo

Will the Proposed Project be located within a Municipality identified above?

Yes

Will the completion of the Project result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state OR in the abandonment of one or more plants or facilities of the project occupant located within the

state?

<BLANK>

If the Proposed Project is located in a different Municipality within New York State than that Municipality in which current operations are being undertaken, is it expected that any of the facilities in any other Municipality will be closed or be subject to reduced activity?

No

(If yes, you will need to complete the Intermunicipal Move Determination section of this application)

Is the project reasonably necessary to prevent the project occupant from moving out of New York State?

<BLANK>

If yes, please explain and identify out-of-state locations investigated, type of assistance offered and provide supporting documentation available

Have you contacted or been contacted by other Local, State and/or Federal Economic Development Agencies?

<BLANK>

If yes, please indicate the Agency and nature of inquiry below

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken by the Agency:

Describe the reasons why the Agency’s financial assistance is necessary, and the effect the Project will have on the Applicant’s business or operations. Focus on competitiveness issues, project shortfalls, etc... Your eligibility determination will be based in part on your answer (attach additional pages if necessary)

Tax-Exempt bonds originally were issued by the ECIDA to finance the cost of a portion of the project as mandated by the Buffalo Schools Act. as amended. Applicant is requesting the ECIDA to issue its tax-exempt refunding revenue bonds to refund in whole the remainder of its Series 2012A Bonds.

Please confirm by checking the box, below, if there is likelihood that the Project would not be undertaken but for the Financial Assistance provided by the Agency

No

If the Applicant is unable to obtain Financial Assistance for the Project, what will be the impact on the Applicant and Erie County?

NA

Will project include leasing any equipment?

No

If yes, please describe equipment and lease terms.

Site Characteristics

Is your project located near public transportation?

Yes

If yes describe if site is accessible by either metro or bus line (provide route number for bus lines)

Has a project related site plan approval application been submitted to the appropriate planning department?

Yes

If Yes, include the applicable municipality’s and/or planning department’s approval resolution, the related State Environmental Quality Review Act (“SEQR”) “negative declaration” resolution, if applicable, and the related Environmental Assessment Form (EAF), if applicable.

If No, list the ECIDA as an “Involved Agency” on the related EAF that will be submitted to the appropriate municipality and/or planning department for site plan approval.

Will the Project meet zoning/land use requirements at the proposed location?

Yes

Describe the present zoning/land use

No change as all properties are used for public school facilities.

Describe required zoning/land use, if different

NA

If a change in zoning/land use is required, please provide details/status of any request for change of zoning/land use requirements

NA

Is the proposed Project located on a site where the known or potential presence of contaminants is complicating the development/use of the property?

No

If yes, please explain

Has a Phase I Environmental Assessment been prepared, or will one be prepared with respect to the proposed Project Site?

No

If yes, please provide a copy.

Have any other studies, or assessments been undertaken with respect to the proposed Project Site that indicate the known or suspected presence of contamination that would complicate the site's development?

No

If yes, please provide copies of the study.

If you are purchasing new machinery and equipment, does it provide demonstrable energy efficiency benefits?

No

If yes, describe the efficiencies achieved

You may also attach additional information about the machinery and equipment at the end of the application.

Does or will the company or project occupant perform research and development activities on new products/services at the project location?

No

If yes, include percentage of operating expenses attributed to R&D activities and provide details.

Select Project Type for all end users at project site (you may check more than one).

For purposes of the following, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

Will customers personally visit the Project site for either of the following economic activities? If yes with respect to either economic activity indicated below, you will need to complete the Retail section of this application.

Retail Sales	No	Services	Yes
---------------------	----	-----------------	-----

Please check any and all end uses as identified below.

- | | | |
|--|---------------------------|-------------------------------------|
| No Acquisition of Existing Facility | No Assisted Living | No Back Office |
| No Civic Facility (not for profit) | No Commercial | No Equipment Purchase |
| No Facility for the Aging | No Industrial | No Life Care Facility (CCRC) |
| No Market Rate Housing | No Mixed Use | No Multi-Tenant |
| No Retail | No Senior Housing | No Manufacturing |
| No Renewable Energy | Yes Other | |
| | Public Schools | |

For proposed facility please include the square footage for each of the uses outlined below

If applicant is paying for FFE for tenants, include in cost breakdown.

Cost	% of Total Cost
-------------	------------------------

Manufacturing/Processing	square feet	\$	0	0%
Warehouse	square feet	\$	0	0%
Research & Development	square feet	\$	0	0%
Commercial	square feet	\$	0	0%
Retail	square feet	\$	0	0%
Office	square feet	\$	0	0%
Specify Other	square feet	\$	0	0%

If you are undertaking new construction or renovations, are you seeking LEED certification from the US Green Building Council?

No

If you answered yes to question above, what level of LEED certification do you anticipate receiving? (Check applicable box)

<BLANK>

Provide estimate of additional construction cost as a result of LEED certification you are seeking < BLANK >

Will project result in significant utility infrastructure cost or uses Yes

What is the estimated project timetable (provide dates).

Start date : acquisition of equipment or construction of facilities

5/18/2022

End date : Estimated completion date of project

5/18/2022

Project occupancy : estimated starting date of occupancy

5/18/2022

Capital Project Plan / Budget

Estimated costs in connection with Project

1.) Land and/or Building Acquisition

\$ 0 square feet acres

2.) New Building Construction

\$ 0 square feet

3.) New Building addition(s)

\$ 0 square feet

4.) Reconstruction/Renovation

\$ 0 square feet

5.) Manufacturing Equipment

\$ 0

6.) Infrastructure Work

\$ 0

7.) Non-Manufacturing Equipment: (furniture, fixtures, etc.)

\$ 0

8.) Soft Costs: (Legal, architect, engineering, etc.)

\$ 0

9.) Other Cost

\$ 80,000,000

Explain Other Costs Tax-exempt bonds originally were issued by the ECIDA to finance the of a portion of the project as mandated by the Buffalo Schools Act, as amended. Applicant is requesting the ECIDA to issue its tax-exempt refunding revenue bonds to refund in whole the 20

Total Cost \$ 80,000,000

Construction Cost Breakdown:

Total Cost of Construction \$ 0 (sum of 2, 3, 4 and 6 in Project Information, above)
Cost of materials \$ 0
% sourced in Erie County %

Sales and Use Tax:

Gross amount of costs for goods and services that are subject to State and local sales and use tax- said amount to benefit from the Agency's sales and use tax exemption benefit \$ 0
Estimated State and local Sales and Use Tax Benefit (product of 8.75% multiplied by the figure, above): \$ 0

** Note that the estimate provided above will be provided to the New York State Department of Taxation and Finance. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to undertake the total amount of investment as proposed within this Application, and that the estimate, above, represents the maximum amount of sales and use tax benefit that the Agency may authorize with respect to this Application. The Agency may utilize the estimate, above, as well as the proposed total Project Costs as contained within this Application, to determine the Financial Assistance that will be offered.

Project refinancing estimated amount, if applicable (for refinancing of existing debt only) \$ 0

Have any of the above costs been paid or incurred as of the date of this Application? Yes

If Yes, describe particulars:

Sources of Funds for Project Costs:

Equity (excluding equity that is attributed to grants/tax credits): \$
Bank Financing: \$ 0
Tax Exempt Bond Issuance (if applicable): \$ 80,000,000
Taxable Bond Issuance (if applicable): \$ 0
Public Sources (Include sum total of all state and federal grants and tax credits): \$ 0
Identify each state and federal grant/credit: (ie Historic Tax Credit, New Market Tax Credit, Brownfield, Cleanup Program, ESD, other public sources) 0
Total Sources of Funds for Project Costs: \$80,000,000
Have you secured financing for the project? No

Mortgage Recording Tax Exemption Benefit:

Amount of mortgage, if any that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/bridge financing).

Lender Name, if Known

Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage amount as indicated above multiplied by 3/4 of 1%): \$0

Real Property Tax Benefit:

Identify and describe if the Project will utilize a real property tax exemption benefit other than the Agency's PILOT benefit (485-a, 485-b, other):

IDA PILOT Benefit: Agency staff will indicate the estimated amount of PILOT Benefit based on estimated Project Costs as contained herein and anticipated tax rates and assessed valuation, including the annual PILOT Benefit abatement amount for each year of the PILOT benefit and the sum total of PILOT Benefit abatement amount for the term of the PILOT as depicted in the PILOT worksheet in the additional document section.

Percentage of Project Costs financed from Public Sector sources: Agency staff will calculate the percentage of Project Costs financed from Public Sector sources based upon the Sources of Funds for Project Costs as depicted above. The percentage of Project Costs financed from public sector sources will be depicted in the PILOT worksheet in the additional document section.

ECIDA encourages applicants to utilize MBE/WBE contractors for their projects. Describe your company's internal practices that promote MBE/WBE hiring and utilization

Is project necessary to expand project employment?

No

Is project necessary to retain existing employment?

No

Will project include leasing any equipment?

No

If yes, please describe equipment and lease terms.

Employment Plan (Specific to the proposed project location)

The Labor Market Area consists of the following six counties: Erie, Niagara, Chautauqua, Cattaraugus, Wyoming and Genessee.

By statute, Agency staff must project the number of FTE jobs that would be retained and created if the request for Financial Assistance is granted. Agency staff will project such jobs over the TWO Year time period following Project completion. Agency staff converts PT jobs into FTE jobs by dividing the number of PT jobs by two (2).

	Current # of jobs at proposed project location or to be relocated at project location	If financial assistance is granted – project the number of FT and PT jobs to be retained	If financial assistance is granted – project the number of FT and PT jobs to be created upon 24 months (2 years) after Project completion	Estimate number of residents of the Labor Market Area in which the project is located that will fill the FT and PT jobs to be created upon 24 months (2 years) after project completion **
Full time	0	0	0	0
Part time	0	0	0	0
Total	0	0	0	

Salary and Fringe Benefits for Jobs to be Retained and Created

Category of Jobs to be Retained and/or Created	# of Employees Retained and/or Created	Average Salary for Full Time	Average Fringe Benefits for Full Time	Average Salary for Part Time (if applicable)	Average Fringe Benefits for Part Time (if applicable)
---	---	-------------------------------------	--	---	--

Management	0	\$ 0	\$ 0	\$ 0	\$ 0
Professional	0	\$ 0	\$ 0	\$ 0	\$ 0
Administrative	0	\$ 0	\$ 0	\$ 0	\$ 0
Production	0	\$ 0	\$ 0	\$ 0	\$ 0
Independent Contractor	0	\$ 0	\$ 0	\$ 0	\$ 0
Other	0	\$ 0	\$ 0	\$ 0	\$ 0

** Note that the Agency may utilize the foregoing employment projections, among other items, to determine the financial assistance that will be offered by the Agency to the Applicant. The Applicant acknowledges that the transaction documents may include a covenant by the Applicant to retain the number of jobs and create the number of jobs with respect to the Project as set forth in this Application.

By checking this box, I certify that the above information concerning the current number of jobs at the proposed project location or to be relocated to the proposed project location is true and correct.

Employment at other locations in Erie County: (provide address and number of employees at each location):

Address			
Full time	0	0	0
Part time	0	0	0
Total	0	0	0

Payroll Information

Annual Payroll at Proposed Project Site upon completion

0

Estimated average annual salary of jobs to be retained (Full Time)

0

Estimated average annual salary of jobs to be retained (Part Time)

0

Estimated average annual salary of jobs to be created (Full Time)

0

Estimated average annual salary of jobs to be created (Part Time)

0

Estimated salary range of jobs to be created

From (Full Time) 0 **To (Full Time)** 0

From (Part Time) 0 **To (Part Time)** 0

Section III: Environmental Questionnaire

INSTRUCTIONS: Please complete the following questionnaire as completely as possible. If you need additional space to fully answer any question, please attach additional page(s).

General Background Information

Address of Premises

See list of Series 2012A project school facilities attached.

Name and Address of Owner of Premises

City of Buffalo

Describe the general features of the Premises (include terrain, location of wetlands, coastlines, rivers, streams, lakes, etc.)

Urban areas

Describe the Premises (including the age and date of construction of any improvements) and each of the operations or processes carried out on or intended to be carried on at the Premises

Public school facilities

Describe all known former uses of the Premises

same

Does any person, firm or corporation other than the owner occupy the Premises or any part of it?

No

If yes, please identify them and describe their use of the property

Have there been any spills, releases or unpermitted discharges of petroleum, hazardous substances, chemicals or hazardous wastes at or near the Premises?

No

If yes, describe and attach any incident reports and the results of any investigations

Has the Premises or any part of it ever been the subject of any enforcement action by any federal, state or local government entity, or does the preparer of this questionnaire have knowledge of: a) any current federal, state or local enforcement actions; b) any areas of non-compliance with any federal, state or local laws, ordinances, rules or regulations associated with operations over the past 12 months?

No

If yes, please state the results of the enforcement action (consent order, penalties, no action, etc.) and describe the circumstances

Has there been any filing of a notice of citizen suit, or a civil complaint or other administrative or criminal procedure involving the Premises?

No

If yes, describe in full detail

Solid And Hazardous Wastes And Hazardous Substances

Does any activity conducted or contemplated to be conducted at the premises generate, treat or dispose of any petroleum, petroleum-related products, solid and hazardous wastes or hazardous substances?

No

If yes, provide the Premises' applicable EPA (or State) identification number

Have any federal, state or local permits been issued to the Premises for the use, generation and/or storage of solid and hazardous wastes?

No

If yes, please provide copies of the permits.

Identify the transporter of any hazardous and/or solid wastes to or from the Premises

Identify the solid and hazardous waste disposal or treatment facilities which have received wastes from the Premises for the past two (2) years

Does or is it contemplated that there will occur at the Premises any accumulation or storage of any hazardous wastes on-site for disposal for longer than 90 days?

<BLANK>

If yes, please identify the substance, the quantity and describe how it is stored

Discharge Into Waterbodies

Briefly describe any current or contemplated industrial process discharges (including the approximate volume, source, type and number of discharge points). Please provide copies of all permits for such discharges

Identify all sources of discharges of water, including discharges of waste water, process water, contact or noncontact cooling water, and stormwater. Attach all permits relating to the same. Also identify any septic tanks on site

Is any waste discharged into or near surface water or groundwaters?

<BLANK>

If yes, please describe in detail the discharge including not only the receiving water's classification, but a description of the type and quantity of the waste

Air Pollution

Are there or is it contemplated that there will be any air emission sources that emit contaminants from the Premises?

No

If yes, describe each such source, including whether it is a stationary combustion installation, process source, exhaust or ventilation system, incinerator or other source

Are any of the air emission sources permitted?

No

If yes, attach a copy of each permit.

Storage Tanks

List and describe all above and under ground storage tanks at the Premises used to store petroleum or gasoline products, or other chemicals or wastes, including the contents and capacity of each tank. Please also provide copies of any registrations/permits for the tanks

Have there been any leaks, spills, releases or other discharges (including loss of inventory) associated with any of these tanks?

No

If yes, please provide all details regarding the event, including the response taken, all analytical results or reports developed through investigation (whether internal or external), and the agencies which were involved

Polychlorinated Biphenyls ("PCB" or "PCBs") And Asbestos

Provide any records in your possession or known to you to exist concerning any on-site PCBs or PCB equipment, whether used or stored, and whether produced as a byproduct of the manufacturing process or otherwise.

Have there been any PCB spills, discharges or other accidents at the Premises?

No

If yes, relate all the circumstances

Do the Premises have any asbestos containing materials?

No

If yes, please identify the materials

Section IV: Facility Type - Single or Multi Tenant

Is this a Single Use Facility or a Multi-Tenant Facility?

Single Use Facility

For Single Use Facility.

Occupant Name Buffalo School District

Address

Contact Person

Phone

Fax

E-Mail

Federal ID #

SIC/NAICS Code

SS

Section VI: Retail Determination

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

Please answer the following:

Will any portion of the project (including that portion of the costs to be financed from equity or other sources) consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

No

If yes, complete the Retail Questionnaire Supplement below. **If no, proceed to the next section.**

Section VII: Adaptive Reuse Projects

Adaptive Reuse is the process of adapting old structures or sites for new purposes.

Are you applying for tax incentives under the Adaptive Reuse Program?

No

Section VIII: Inter-Municipal Move Determination

The Agency is required by state law to make a determination that, if completion of a Project benefiting from Agency Financial Assistance results in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, Agency financial Assistance is required to prevent the project occupant from relocating out of the state, or is reasonably necessary to preserve the project occupant's competitive position in its respective industry.

Current Address

The Buffalo Board of Education

City/Town

Buffalo

State

New York

Zip Code

14202

Will the project result in the removal of an industrial or manufacturing plant of the Project occupant from one area of the state to another area of the state?

No

Will the project result in the abandonment of one or more plants or facilities of the Project occupant located within the state?

No

If Yes to either question, explain how, notwithstanding the aforementioned closing or activity reduction, the Agency's Financial Assistance is required to prevent the Project from relocating out of the State, or is reasonably necessary to preserve the Project occupant's competitive position in its respective industry:

Does this project involve relocation or consolidation of a project occupant from another municipality?

Within New York State

No

Within Erie County

No

If Yes to either question, please, explain

Will the project result in a relocation of an existing business operation from the City of Buffalo?

No

If yes, please explain the factors which require the project occupant to relocate out of the City of Buffalo (For example, present site is not large enough, or owner will not renew leases etc.)

What are some of the key requirements the project occupant is looking for in a new site? (For example, minimum sq. ft., 12 foot ceilings, truck loading docs etc.)

If the project occupant is currently located in Erie County and will be moving to a different municipality within Erie County, has the project occupant attempted to find a suitable location within the municipality in which it is currently located?

No

What factors have lead the project occupant to consider remaining or locating in Erie County?

If the current facility is to be abandoned, what is going to happen to the current facility that project occupant is located in?

Please provide a list of properties considered, and the reason they were not adequate. (Some examples include: site not large enough, layout was not appropriate, did not have adequate utility service, etc.) Please include full address for locations.

Section IX: Senior Housing

IDA tax incentives may be granted to projects under the Agency's Senior Citizen Rental Housing policy when the project consists of a multi-family housing structure where at least 90% of the units are (or are intended to be) rented to and occupied by a person who is 60 years of age or older.

Are you applying for tax incentives under the Senior Rental Housing policy?

No



MEMORANDUM

April 27, 2022

To: ECIDA Board of Directors

Re: RPNY SOLAR 2, LLC
Local Labor Policy Waiver Request

Project Background

In September of 2021 the ECIDA approved incentives for RPNY Solar 2, LLC (the “Company”), which proposed a small scale 4.5-megawatt community solar project to be located in the Town of Marilla, NY. A condition of the approval of the PILOT, sales tax, and mortgage recording tax exemption benefits requires adherence to the ECIDA Local Labor Policy and its specific requirement that “[a]t least 90% of all Project employees of the general contractor, subcontractor, or subcontractor to a subcontractor (collectively, the “Workers”) working on the Project Site must reside within the Local Labor Area.”¹ The project was estimated to create up to 40 construction jobs over the course of the installation. In addition to the ECIDA transaction, the Company has also entered into a Community Benefit Agreement with the Town of Marilla.

Local Labor Waiver Request:

Company representatives contacted the ECIDA regarding the Company’s inability to meet the Local Labor Policy requirements through the course of the construction. For the September 2021, December 2021 and March 2022 quarterly reporting periods they were able to attain on average an 87.72% local labor rate on the project(see chart). Although some of the construction workers were from outside of the 8-county local labor area, all were from upstate NY including several from adjacent counties.

The Company’s general contractor and sub-contractor made substantial efforts to recruit workers from the local labor area for the project, including outreaching efforts to 31 temporary employment agencies in the area, working with Workforce Buffalo Career Centers in the eight-county area as well as Workforce One Stop in Erie County, hosting a job Fair at the Marilla Town Ag Fair, and hosting a job fair at the Marilla Community Center. This was all in addition to posting job opportunities to various job boards and offering a signing bonus for the project.

¹ The Local Labor Area includes the counties of Erie, Niagara, Chautauqua, Cattaraugus, Allegany, Wyoming, Genesee, and Orleans.



Policy Discussion:

The Local Labor Policy contains a provision that permits the ECIDA to grant a waiver from the Local Labor Policy's 90% requirement under certain circumstances as so stated, below:

It is understood that at certain times, Workers residing within the Local Labor Area may not be available with respect to a Project. Under this condition, the Company is required to contact the Agency to request a waiver of the Local Labor Requirement (the "Local Labor Waiver Request") based on the following circumstances: (i) warranty issues related to installation of specialized equipment or materials whereby the manufacturer requires installation by only approved installers; (ii) specialized construction for which qualified Local Labor Area Workers are not available; or (iii) documented lack of Workers meeting the Local Labor Area requirement. The Agency shall evaluate the Local Labor Waiver Request and make its determination related thereto based upon the supporting documentation received with such waiver request.

The Company has provided documentation regarding its efforts to identify and hire local workers residing within the Local Labor Area, as well as additional information requested by ECIDA staff regarding the waiver request.

Requested Action:

The Company is seeking a waiver from the Local Labor Policy 90% requirement for the project.

Based upon the information provided by the Company as described herein, the Company's request for a waiver from the Local Labor Policy 90% requirement falls under two of the three permitted circumstances warranting a waiver from the Local Labor Requirement, being circumstances related to (ii) specialized construction for which qualified Local Labor Area Workers are not available, and circumstances related to (iii) documented lack of Workers meeting the Local Labor Area requirement, as described above.



RPNY SOLAR 2, LLC
Quarterly Local Labor Survey Results Chart

<u>Quarter</u>	<u>September 2021</u>	<u>December 2021</u>	<u>March 2022</u>
Total Employment	17	74	80
Out of Area	3	12	6

Total Local Labor 87.72%

Bullis Road Solar
\$ 6,389,343
PRIVATE INVESTMENT INDUCEMENT RESOLUTION

ELIGIBILITY

- NAICS Section – 221114

COMPANY INCENTIVES

- Approximately \$174,674 in sales tax savings
- Approximately \$389,527 in real property tax savings
- Up to 3/4 of 1% of the final mortgage amount estimated at \$ 32,332
-

JOBS & ANNUAL PAYROLL

- Current Jobs: 0
- Annual Payroll: \$0
- Projected new jobs:0
- Est. salary/yr. of jobs created: \$0
- Projected retained jobs:0
- Est. salary/yr. of jobs retained: \$0
- Total jobs after project completion: 0
- Construction Jobs: 40

PROJECTED COMMUNITY BENEFITS*

- Term: 25 YEARS
- NET Community Benefits: \$ 3,612,000
- Spillover Jobs: 15
- Total Payroll: \$ 2,838,000

INCENTIVE COST/COMMUNITY BENEFIT RATIO*

Incentives: \$ 596,533
 Community Benefit: \$ 3,612,000
 Cost: Benefit Ratio
 • 1: 7

Project Title: Bullis Road Solar
 Project Address 11061 Bullis Road, Marilla, NY 14037
 (Iroquois Central School District)

Agency Request

A sales tax, mortgage recording tax and real property tax abatement in connection with a small scale community solar project.

Land and/or Building Acquisition	\$ 72,331
New Building Construction	\$ 5,480,942
Soft Costs/Other	\$ 836,070

Total Project Cost \$ 6,389,343

85% \$ 5,430,942

Company Description

Renewable Properties (RP) specializes in developing and investing in small-scale utility solar and battery energy projects throughout the U.S. Led by experienced renewable energy professionals, RP works closely with communities, developers, landowners, utilities and financial institutions looking to invest in utility solar and battery energy systems. Renewable Properties was founded in March 2017 and is located in San Francisco, CA. The company currently has over 250 MW development pipeline across 9 states. The applicant for this project is RPNY Solar 2, LLC.

Project Description

The Bullis Road Solar project is a small-scale community solar project located on 22 acres of a 45 acre parcel of land in Marilla, NY. Renewable Properties, LLC has entered into an option to lease agreement with the owner to facilitate the development of this project. The project will generate approx. 4.5 MW of clean reliable solar energy when complete. The project will interconnect to NYSEG’s existing electrical distribution system. The power generated from this facility will be sold directly to consumers via the state’s community Distributed Generation program allowing customers to directly offset their energy use with local solar power while saving money on their electric bills. Electricity generated from the project will power roughly 1,015 homes per year. The project will utilize approx. 10,800 solar modules and 36 string inverters which convert the sun’s energy into useable AC power.

* Inform Analytics/Center for Governmental Research

Economic Impact: Inform Analytics Cost-Benefit Analysis

The Erie County Industrial Development Agency uses Inform Analytics, a widely-recognized modeling tool from the Center for Governmental Research, to assess the economic impact of a project applying for incentives. This cost:benefit ratio is assessed via a Cost-Benefit Analysis, as is required by Section 859-a (5)(b) of General Municipal Law. For the complete Cost Benefit Analysis – please see the attached Inform Analytics Projected Community Benefits and Community Cost Benefit Analysis.

Cost: Incentives

COSTS	Tax Exemption	Amount
	Property	389,527
	Sales	174,674
	Mortgage Recording	32,332
	Total	596,533
	Discounted at 2%	527,000

Benefit: Projected Community Benefit*

BENEFITS	Region	Recipient	Revenue Type	\$ Amount (in Mil)**
	Erie County	Individuals	Payroll Construction	\$2,838,000
			Payroll Permanent	
		Public	Property Taxes	610,000
			Sales Taxes	46,000
	New York State	Public	Income Taxes	139,000
			Sales Taxes	40,000
				Total Benefits to EC + NYS***
			Discounted at 2%****	3,672,000

includes direct & indirect \$ over project period *may not sum to total due to rounding **** not discounted as only temporary jobs

Discounted Cost \$ 527,000
 Discounted Benefit \$ 3,672,000
 Ratio 1:7

Conclusion: The Cost Benefit for this project is: 1:7. For every \$1 in costs (incentives), this project provides \$7 in benefits (payroll & tax revenue). **Note: For Erie County, every \$1 in costs (incentives) provides \$8 in benefits to the community.**

New Tax Revenue Estimated

Current Yearly Taxes	Estimated New Assessed Value	Additional County Revenue over abatement period	Additional Local Revenue Over abatement period	New Yearly Taxes Upon Expiration of Abatement Period
\$0	\$ 720,000	\$ 151,597	\$ 497,016	\$ 41,033
Combined Tax Rate: \$56.99				

* Inform Analytics/Center for Governmental Research

Draft Recapture Material Terms

Condition	Term	Recapture Provision
Total Investment	At project completion	Investment amount equal to or greater than 85% of project amount. Total project amount = \$ 6,389,343 85% = \$ 5,430,942
Local Labor	Construction period	Adherence to policy including quarterly reporting
Unpaid Tax	Coincides with 25-year PILOT	Adherence to Policy
<u>Recapture Period</u>	Coincides with 25-year PILOT	Real Property Taxes State & Local Sales Taxes Mortgage Recording Taxes

Recapture applies to:

State and Local Sales Taxes
Real Property Tax
Mortgage Recording Tax

Recapture

Pursuant to New York State General Municipal Law, the agency shall modify, recover, recapture or terminate any financial assistance taken by the company that is in violation of the GML.

At completion of the project company must certify i) total investment amount is equal to or greater than 85% of the anticipated project amount; ii) confirm adherence to local labor policy during construction and iv) its adherence to unpaid tax policy for recapture term.

Project ECIDA History

- 09/20/2021 - Public hearing held.
- 09/22/2021 - Inducement Resolution presented to Board of Directors approving financial assistance and adopting/ratifying Town of Marilla Negative Declaration in accordance with SEQRA.
- 09/22/2021 - Lease/Leaseback Inducement Resolution presented to the Board of Directors

Renewable Properties, LLC

879 Sanchez Street
San Francisco, CA 94114
www.renewprop.com



February 8, 2022

John Cappellino
President and CEO
Erie County Industrial Development Agency
95 Perry St, Suite 403
Buffalo, NY 14203

RE: Local Labor Waiver Request for RPNY Solar 2, LLC

Dear Mr. Cappellino:

On September 22, 2021, the Erie County Industrial Development Agency (ECIDA) adopted an Inducement Resolution accepting RPNY Solar 2, LLC's application for a Payment-in-Lieu-of-Taxes Agreement and application for Financial Assistance to support the financing and construction of the Bullis Road solar project in the Town of Marilla (the "Project").

Pursuant to Section 3(B)(ii) of the Inducement Resolution, RPNY Solar 2, LLC agreed to adhere to the "Local Labor Commitment" and to comply with "...the Agency's Local Labor Workforce Certification Policy on a quarterly basis during the construction period¹." The terms of this commitment are further set forth in the IDA Application for Financial Assistance, Applicant Certification for Local Labor Workforce, Equal Pay, and Unpaid Property Tax Certification ("Certification") signed by RPNY Solar 2, LLC on May 26, 2021. Section I of the Certification requires that "[a]t least 90% of all Project employees of the general contractor, subcontractor, or subcontractor to a subcontractor (collectively, the "Workers") working on the Project Site must reside within the Local Labor Area²."

Despite the good faith efforts described below, RPNY Solar 2, LLC has attained an average 84% of locally based workforce to date. As we near our anticipated Commercial Operation Date (March 17, 2022) and construction efforts begin to wind down, it does not appear our general contractor will be able to achieve the 90% local labor threshold.

Our general contractor and its subcontractors have made substantial efforts prior to the start of the Project's construction phase in Q3 of 2021 to hire workers in the eight counties comprising the Project's Local Labor Area. Efforts to meet the 90% local labor requirement have included:

¹ Local Labor Utilization Reports were submitted to ECIDA on October 28, 2021, and January 14, 2022, for quarters ending September 30, 2021 and December 31, 2021, respectively.

² ECIDA defines the local labor area as "individuals residing in Erie County, Niagara County, Chautauqua County, Cattaraugus County, Allegany County, Wyoming County, Genesee County, and Orleans County."



1. Performing outreach to and working with 31 temporary employment agencies in the area since the beginning of the Project. These agencies informed the Project's subcontractors that they had been and continued to be low on overall candidates but would do the best they could to identify workers residing in the Local Labor Area;
2. Conducting outreach to Workforce Buffalo to ensure that job opportunities for the Project were posted at the Career Centers at each of the eight counties in the Local Labor Area as well as the Workforce Buffalo One Stop Center in Erie County;
3. Publishing job postings on Craigslist and Indeed;
4. Setting up a booth at the Marilla Town Ag Fair the weekend of September 18-19 with a poster, flyers for the job fair, and application information as well as free treats for passersby in coordination with the Marilla Town Supervisor;
5. Hosting a job fair in the Marilla Community Center on September 29-30. Posters, yard signs and flyers were posted around town in advance; and
6. Offering signing bonuses to new hires.

Despite these efforts, the Project's workforce for the construction reporting periods ending September 30, 2021 and December 31, 2021 did not fully achieve the 90% local labor requirement. As reported in the attached Local Labor Utilization Report for the quarter ending September 30, 2021, 62 of 74 workers, or 84% of all workers in this reporting period, resided in the Local Labor Area. To achieve the 90% benchmark, 67 total workers during this period would have needed to reside in the Local Labor Area—a difference of just 5 workers. Notably, 7 workers during this reporting period are residents of Monroe County, a county immediately adjacent to the Local Labor Area and closer in proximity to the Town of Marilla than other locations within the Project's Local Labor Area³. For the Project's second reporting period ending December 31, 2021, 14 of 17 workers, or 82% of workers in this reporting period, resided in the Local Labor Area. Sixteen of the workers in this reporting period would need reside in the Local Labor Area in order to meet the 90% benchmark, a difference of 2 workers. The three workers who resided outside of the Local Labor Area were from other areas of upstate New York. We believe it is noteworthy that the Project was able to achieve 91% and 93%, respectively, of the ECIDA's Local Labor Area requirements. Further, all workers hired and working during these reporting periods were upstate New York residents, and to date a total of 91 construction jobs have been generated which has furthered the ECIDA's mission of job creation.

We also attribute the following factors outside the control and influence of both RPNY Solar 2 and our general contractor as impacting the Project's ability to meet the 90% Local Labor Area utilization goal:

³ The City of Rochester is approximately 65 miles from the Town of Marilla. By contrast, the City of Jamestown, located in Chautauqua County, is approximately 80 miles from Town of Marilla, and the Town of Alfred, located in Allegany County, is approximately 73 miles away from the Town of Marilla.



1. The availability of candidate workers with minimum skill sets has been found to be quite low in general. Furthermore, the pool of candidates with specialized skills required for some mechanical and electrical trades is particularly low, and restricting eligibility to the eight counties has further hampered availability.
2. The boom in the solar market, particularly in New York State, created a high demand for construction labor, and this compounded the limited supply of workers.
3. Worker willingness to perform manual labor outdoors in frigid temperatures is considered a contributing factor.

Based on the labor market and other factors outlined above, and combined with the good faith effort we have made to overcome these challenges and substantial compliance with the Agency's Local Labor Workforce Certification Policy, we respectfully request that ECIDA grant a waiver from the Local Labor Policy pertaining to the Bullis Road solar project.

Please let us know if any additional information is needed to evaluate this request.

Sincerely,

A handwritten signature in black ink, appearing to read "A. Halimi", written in a cursive style.

Aaron Halimi
President, RPNY Solar 2, LLC



Attachments:

1. IDA Application for Financial Assistance dated May 26, 2021
2. Local Labor Utilization Report for Quarter Ending September 30, 2021
3. Local Labor Utilization Report for Quarter Ending December 31, 2021

LOCAL LABOR UTILIZATION REPORT
VERIFIED QUARTERLY EMPLOYMENT REQUEST
 To be filed at initiation of construction and for each quarter
 (ending on March 31, June 30, Sept. 30 and Dec. 31)
 Must be filed within 10 business days of each quarter



SELECT REPORTING PERIOD March June September December

Owner Name: RPNY Solar 2 LLC

Project Address: 11061 Bullis Road, Marilla NY 14102

Phone (B): _____ Phone (cell): 909-967-6971

Fax: _____ e-mail: scott@renewprop.com

**COMPLETE FOR ALL CONSTRUCTION CONTRACTORS WHO ARE WORKING OR WHO HAVE
 WORKED ON THE SITE IN THE PREVIOUS QUARTER**

Vendor Name: United Renewable Energy, LLC

Vendor Address: 5895 Shiloh Road, Ste 104, Alpharetta, GA 30005

Phone (B): _____ Phone (cell): 770-235-7829

Fax: _____ e-mail: AP@u-renew.com

List # of Employees residing in each:

Zip Code	County	# of Employees
14714	Allegany, NY	1
14739	Allegany, NY	3
14777	Allegany, NY	1
14806	Allegany, NY	1
14813	Allegany, NY	3
14880	Allegany, NY	1
14895	Allegany, NY	1
14706	Cattaraugus, NY	1
14719	Cattaraugus, NY	2
14737	Cattaraugus, NY	1
14760	Cattaraugus, NY	4
14770	Cattaraugus, NY	2
14779	Cattaraugus, NY	1
14738	Chautauqua, NY	2
14004	Erie, NY	7
14030	Erie, NY	1
14052	Erie, NY	1
14075	Erie, NY	1
14111	Erie, NY	1
14127	Erie, NY	2
14206	Erie, NY	1
14207	Erie, NY	1
14215	Erie, NY	2
14218	Erie, NY	2
14219	Erie, NY	1

14220	Erie, NY	2
14221	Erie, NY	1
14227	Erie, NY	1
14036	Genesee, NY	2
13620	Lewis, NY	1
14464	Monroe, NY	2
14604	Monroe, NY	1
14609	Monroe, NY	3
14623	Monroe, NY	1
14067	Niagara, NY	1
14094	Niagara, NY	1
14105	Niagara, NY	3
14120	Niagara, NY	1
13069	Oswego, NY	1
13320	Oswego, NY	1
14521	Seneca, NY	1
13669	St Lawrence, NY	1
14009	Wyoming, NY	3
14040	Wyoming, NY	1
14427	Wyoming, NY	1
14530	Wyoming, NY	1

CHECK IF CONSTRUCTION IS COMPLETE CHECK IF THIS IS YOUR FINAL REPORT

CONSTRUCTION HAS NOT YET STARTED ON THIS PROJECT

Contractor Signature:  **Jakky Tucker, Business Operations Manager**

Send Completed Form(s) to: ECIDA - Attn: Carrie Hocieniec, Administrative Coordinator, 95 Perry Street, Suite 403, Buffalo, New York 14203 or via email at: chocieni@ecidany.com

LOCAL LABOR UTILIZATION REPORT
VERIFIED QUARTERLY EMPLOYMENT REQUEST
 To be filed at initiation of construction and for each quarter
 (ending on March 31, June 30, Sept. 30 and Dec. 31)
 Must be filed within 10 business days of each quarter



SELECT REPORTING PERIOD March June September December

Owner Name: RPNY Solar 2 LLC

Project Address: 11061 Bullis Road, Marilla NY 14102

Phone (B): _____ Phone (cell): 909-967-6971

Fax: _____ e-mail: scott@renewprop.com

**COMPLETE FOR ALL CONSTRUCTION CONTRACTORS WHO ARE WORKING OR WHO HAVE
 WORKED ON THE SITE IN THE PREVIOUS QUARTER**

Vendor Name: United Renewable Energy, LLC

Vendor Address: 5895 Shiloh Road, Ste 104, Alpharetta GA 30005

Phone (B): _____ Phone (cell): 770-235-7829

Fax: _____ e-mail: jakky@u-renew.com / AP@u-renew.com

List # of Employees residing in each:

Zip Code	County	# of Employees
14880	Allegany	1
14813	Allegany	1
14052	Erie	1
14215	Erie	1
14075	Erie	1
14207	Erie	1
14215	Erie	1
14218	Erie	1
14221	Erie	1
14227	Erie	1
14760	Cattaraugus	1
14779	Cattaraugus	1
14719	Cattaraugus	1
14094	Niagara	1
13620	Lewis	1
13069	Oswego	1
13320	Otsego	1

CHECK IF CONSTRUCTION IS COMPLETE CHECK IF THIS IS YOUR FINAL REPORT

CONSTRUCTION HAS NOT YET STARTED ON THIS PROJECT

Contractor Signature:  Jakky Tucker, Business Operations Manager

Send Completed Form(s) to: ECIDA - Attn: Carrie Hocieniec, Administrative Coordinator, 95 Perry Street, Suite 403, Buffalo, New York 14203 or via email at: chocieni@ecidany.com

**LOCAL LABOR UTILIZATION REPORT
 VERIFIED QUARTERLY EMPLOYMENT REQUEST
 To be filed at initiation of construction and for each quarter
 (ending on March 31, June 30, Sept. 30 and Dec. 31)
 Must be filed within 10 business days of each quarter**



SELECT REPORTING PERIOD March June September December

Owner Name: RPNY Solar 2 LLC

Project Address: 11061 Bullis Road, Marilla NY 14102

Phone (B): _____ Phone (cell): 909-967-6971

Fax: _____ e-mail: scott@renewprop.com

**COMPLETE FOR ALL CONSTRUCTION CONTRACTORS WHO ARE WORKING OR WHO HAVE
 WORKED ON THE SITE IN THE PREVIOUS QUARTER**

Vendor Name: United Renewable Energy, LLC

Vendor Address: 5895 Shiloh Road, Ste 104, Alpharetta GA 30005

Phone (B): _____ Phone (cell): 770-235-7829

Fax: _____ e-mail: jakky@u-renew.com


List # of Employees residing in each:

Zip Code	County	# of Employees
14004	Erie, NY	6
14006	Erie, NY	2
14009	Wyoming, NY	1
14011	Wyoming, NY	1
14012	Niagara, NY	1
14013	Genesee, NY	1
14036	Chautauqua, NY	1
14042	Cattaraugus, NY	3
14052	Erie, NY	1
14057	Erie, NY	1
14067	Niagara, NY	1
14081	Chautauqua, NY	1
14085	Erie, NY	1
14086	Erie, NY	1
14092	Niagara, NY	1
14127	Erie, NY	3
14136	Chautauqua, NY	2
14150	Erie, NY	2
14169	Erie, NY	1
14208	Erie, NY	1
14211	Erie, NY	2

14212	Erie, NY	1
14213	Erie, NY	2
14214	Erie, NY	1
14217	Erie, NY	1
14218	Erie, NY	2
14219	Erie, NY	1
14220	Erie, NY	1
14221	Erie, NY	2
14224	Erie, NY	1
14225	Erie, NY	1
14227	Erie, NY	1
14301	Niagara, NY	1
14420	Monroe, NY	2
14437	Allegany, NY	1
14437	Livingston, NY	1
14445	Genesee, NY	1
14482	Genesee, NY	1
14530	Wyoming, NY	2
14559	Monroe, NY	1
14569	Wyoming, NY	2
14624	Monroe, NY	1
14701	Cattaraugus, NY	1
14719	Cattaraugus, NY	1
14727	Allegany, NY	1
14727	Cattaraugus, NY	1
14737	Cattaraugus	1
14738	Chautauqua, NY	2
14739	Allegany, NY	1
14760	Cattaraugus, NY	2
14770	Cattaraugus, NY	1
14777	Allegany	1
14779	Cattaraugus, NY	3
14786	Allegany, NY	1
14895	Allegany, NY	2
16731	Sullivan	1

CHECK IF CONSTRUCTION IS COMPLETE CHECK IF THIS IS YOUR FINAL REPORT

CONSTRUCTION HAS NOT YET STARTED ON THIS PROJECT

Contractor Signature:  Kristin Stroup, Project Manager

Send Completed Form(s) to: ECIDA - Attn: Carrie Hocieniec, Administrative Coordinator, 95 Perry Street, Suite 403, Buffalo, New York 14203 or via email at: chocieni@ecidanv.com

Renewable Properties, LLC
879 Sanchez Street
San Francisco, CA 94114
www.renewprop.com



March 7, 2022

John Cappellino
President and CEO
Erie County Industrial Development Agency
95 Perry St, Suite 403
Buffalo, NY 14203

RE: Local Labor Waiver Request for RPNY Solar 2, LLC – Response to Comments

Dear Mr. Cappellino:

On February 10, 2022, RPNY Solar 2, LLC via Renewable Properties, LLC (RP) submitted a waiver request to the Erie County Industrial Development Agency (ECIDA) for relief from local labor requirements associated with our Payment In Lieu of Tax (PILOT) agreement for the Bullis Road Solar Project (Project). This letter responds to a list of follow up questions requested by the ECIDA via email from John Cappellino to Aaron Halimi on February 14, 2022. For ease of review, this letter repeats each of ECIDA's questions in numerical order with RP's response provided in *italics*.

1. Specific details regarding the minimum skill sets that you were requiring and unable to find.

Our Engineering, Procurement, and Construction (EPC) Contractor, United Renewable Energy (URE) found it most difficult to fulfill the generalist labor category, "Solar Installer / Skilled Laborer." The skills required for this category of work, supported by the attached documentation, are as follows:

- *Construction background;*
- *Must be mechanically inclined;*
- *Able to mount aluminum racks and panels on the racks;*
- *Experience bolting and using screw guns and socket wrenches.*

Specific experience or additional skills sought included:

- *Solar experience preferred;*
- *Electrical wiring of solar array (AC and DC);*
- *Heavy equipment operation.*

As discussed below, most of the electricians (journeymen/women, licensed electricians, foremen/women, etc. were full-time employees of the EPC's subcontractor and were from the surrounding "local" region.



On the other hand, only the foremen/women from the civil and mechanical subcontractors were full-time employees; the bulk of the civil and mechanical workers, considered to be of the generalist category, were to be sourced from temporary labor agencies and trained in the specific tasks required. Specifically, training included assembly of the racking system and installation of solar panels. The skillset required / job requisition for the "Solar Installer / Skilled Laborer" was posted via multiple forms of media. Attachment A of this submittal provides a copy of this job description as written by URE, which was used during the early project phase for outreach to County job boards and at the URE-hosted job fair.

These contract laborers were directly sourced and contracted by URE's subcontractors using staffing agencies like "360 Staffing", "HardHat Workforce Solutions", "Aerotek", etc. URE partnered with one such agency in the area called Cedar Park Group, based on recommendations from the civil and mechanical subcontractors, in carrying out a job fair and outreach activities in the early phase of the project. The anecdotal information contained herein is due to this partnership as well as the information provided by URE's subcontractors.

Attachment B contains a sample of the job postings made by temporary agencies hired by URE's subcontractors from August 2021 through January 2022, detailing the skillset required. These postings were listed on online job boards including: Craigslist, Jobs.com, Indeed.com, and Zip Recruiter.

- 2. A list of the specialty skills in the mechanical and electrical trades that you highlighted in your correspondence that presented challenges in finding candidates would be helpful.**

Please refer to Attachments A and B referenced above.

It is common for the civil and mechanical installation work of solar construction projects to be sourced primarily from temporary employment agencies, since (i) the work requires only basic skills and experience in construction, and, in the case of the mechanical scope, (ii) a large workforce concentrated over a relatively short period of time. This structure provides benefits for the local community as it both creates employment and builds skills that may create future additional employment opportunities and higher pay. On the other hand, the work of solar electrical installation, and commercial/high-voltage electrical work in general requires specialist skills. Most electrical subcontractors have a fully trained, permanent workforce with proven abilities in this field. While there are electrical companies in the eight-county area that specialize in solar installation, URE was not able to find one for the Bullis Project that was available to take on the project at this time of year. The solar market has been booming, particularly in Erie County, and fourth-quarter projects are often the hardest to staff up because they are in direct competition with projects started earlier in the year that have targets to be completed by end-year. Therefore, URE hired an electrical company based out of Rochester that committed to using its staff from the



eight-county area. Ultimately, over the course of the project, URE was able to meet the 90% local labor requirement for the electrical trade. The challenge has been for the trades dependent on temporary labor.

One of the drawbacks of reliance on temporary labor is that turnover is high and reliability is often an issue. Engaging workers with previous solar experience is preferred over training “green” workers because such workers understand the requirements of the work and are more likely to show up consistently and reliably. Poor performance and high turnover lead to errors and rework, with consequent impacts on the project budget and schedule. The boom in the solar market in the area of Erie County restricted the number of experienced laborers that were available, according to the employment agencies, and the other contributing factors (e.g. pandemic-related government relief) for historically low temporary employment described in our previous letter were also understood to play a role.

In summary, the specific experience sought that has had the biggest impact on manpower rates has been previous solar experience for the mechanical trade.

- 3. Any written or anecdotal evidence of candidates turning down positions due to work environment concerns, etc. as mentioned in your letter.**

*Unfortunately, URE is unable to provide any written evidence of this fact, but the onset of wintry conditions (freezing temperatures, snow, and ice) in December has had a direct effect on the number of workers that have shown up to the job site. The logs from URE’s construction management software, Procore, provide an overview of the correlation between manpower of their mechanical subcontractor and recorded weather conditions in **Attachment C**. On top of the local labor requirements, this has further constrained the availability of workers during the last three months.*

- 4. Please forward along any additional supporting information documenting the outreach efforts you listed in your correspondence that you would like the Agency to consider (i.e.: listing of the employment agencies contacted).**

***Attachment D** includes a list of the employment agencies contacted by URE’s subcontractors.*

As mentioned in our response to question one above and documented in Attachment B, outreach efforts to obtain locally based labor included various forms of media. URE worked with local staffing agency Cedar Park Group, who, along with URE’s subcontractors and their additional agencies, posted to various online job/career forums. URE also hosted a job fair, and promoted the project employment at a local agricultural fair, as described below.

5. **Copies of any job postings, copies of any announcements etc. for the job fairs conducted in Marilla.**

On September 19 and 29, 2021 respectively, URE attended the Marilla Town Agricultural Fair and hosted a job fair at the Marilla Community Center. Attachment E includes the flyers and some photos associated with these events. Additionally, the Attachment includes a copy of the job application that was used at the fair via an I-pad / computer so that interested parties could sign up on the spot.

6. **Any additional information that you would like the agency to consider in documenting the outreach activities undertaken.**

As noted in each of the job postings and the job fair materials, wage offering for the generalist labor category ranged up to \$23 per hour (depending on experience) and URE included a \$250 signing bonus at their job fair, which unfortunately did not generate the desired result.

7. **Please confirm the schedule for completion of the project, based on your correspondence it is indicated that construction activities at the site will be completed by March 17th**

Currently the project schedule anticipates completion of construction during the first week of April 2022, after which commissioning and testing will commence. It should be noted that there is risk of delay primarily due to weather and freezing temperatures affecting the rate of productivity on site.

Please let us know if any additional information is needed to evaluate this request.

Sincerely,



Aaron Halimi
President, RPNY Solar 2, LLC



Attachments:

1. **Attachment A – URE Solar Job Opening**
2. **Attachment B – Bullis Rd Job Postings**
3. **Attachment C – Weather Effects on Labor**
4. **Attachment D – URE Email Listing Employment Agencies**
5. **Attachment E – Job Fairs**

Attachment A

URE Solar Job Opening

Job Opening

Solar Installer / Skilled Laborer

Job Type:

Full Time / Temporary
October – December
Near Buffalo, NY

Responsibilities:

Work closely with project foreman as part of a team on the start to finish construction of a solar farm. Opportunity to assist with build the racking, installing modules or electrical installation. Staff will maintain a safe work environment in accordance with OSHA Safety Standards. Construction includes follow procedures to building racking, mount solar panels or assist with electrical items.

Qualifications:

- Construction background.
- Solar experience preferred, but potential for training for someone interested in a career in solar.
- Ability to work outside in varying weather conditions.
- Must be able to perform physical activities with no limits on bending, stooping, walking, standing and ability to lifting capacity up to 75lbs.
- Reliable transportation required.

Contact:

Please forward a copy of your resume/experience and your county of residence to info@u-renew.com

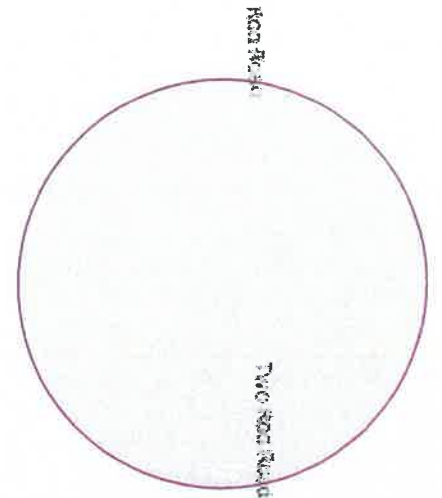
Attachment B
Bullis Rd Job Postings

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Posted 6 days ago on: 2021-09-02 18:57

Contact Information:

Solar Installers & Skilled Laborers (Marilla)



compensation: **Up to \$23/hr**

employment type: **full-time**

360 Industrial Services is looking for a Solar Installers/ Skilled Laborers. We offer our employees a safe working environment, great working conditions and room for advancement. We value our employees, so we offer a competitive salary and a comprehensive benefits package.

Position: Solar Installer / Skilled Laborer

Location: Marilla, NY 14102

Start date ASAP!

Position Requirements

- Construction background
- Solar experience proffered

Pay Rates

- \$23.00 -\$18.00 / hour DOE

Benefits Include:

- Heath Insurance
- Great communication
- Weekly pay

QR Code Link to This Post



- 401K
- Seasonal Logo Wear

<https://www.360industrialservices.com/employees/join-our-team/>
Call 617-468-6360

We are always looking for individuals with the talent and skills required to contribute to our continued growth and success. For more information about our company go to our website at <http://www.360industrialservices.com/>

* labor * laborer* racking * modules * solar * panel * posts * wiring * electrician * general * entry level * construction * mechanic * mechanical * farming * farm * no experience * outdoor * career * combiner * inverter * operator * on the job training * building * safety * mw * carpenter * welder * drywall * painter * metal



Solar Installers & Skilled Laborers - 37080252

360 Industrial Services · Marilla, NY (On-site)

Full-time · Entry level

501-1,000 employees · Staffing and Recruiting

See recent hiring trends for 360 Industrial Services. [Try Premium for free](#)

No longer accepting applications

About the job

This job is sourced from a job board. [Learn more](#)

360 Industrial Services is seeking solar farm laborers for a solar project in Marilla, NY. Ideal candidates have prior solar farm experience on posts, tilts, tables, and modules but we are also looking for skilled laborers or other skills in construction and related outdoor type work. Looking to start or enhance your career? Solar is a great line of work to do just that. Join the 360 Industrial team and expect great communication, weekly pay, benefits, 401k and more! Pay: \$19/hr to \$21/hr Requirements-

Prior work on solar farm of TMW or more is desired.-

Ideal candidate is mechanically inclined.-

Ability to walk and stand long durations throughout the day.-

Ability to bend over and pick up items.-

Ability to work outdoors in variable weather conditions.-

Ability to lift up to 50 pounds. If you are interested in this position please apply with a resume that lists your previous solar experience or related work experience. We look forward to hearing from you! Apply here! <https://www.360industrialservices.com/employees/join-our-team/>-

labor * laborer * racking * modules * solar * panel * posts * wiring * electrician * general * entry level * construction * mechanic * mechanical * farming * farm * no experience * outdoor * career * combiner * inverter * operator * on the job training * building * safety * mw * carpenter * welder * drywall * painter * metal

[See less ^](#)

Set alert for similar jobs

Solar Installer, Marilla, NY ·

Set alert

Pay range unavailable

Salary information is not available at the moment

Are you interested in salary information for this job? Yes / No

About the company



360 Industrial Services
5,303 followers

Follow

Staffing & Recruiting · 501-1,000 employees · 112 on LinkedIn

Industrial Services has over 60 years of industrial skilled staffing and construction experience. We take great pride in building relationships with our clients and our employees.

Let's be honest, people do business with people they know and trust. Are you a contractor looking for a long term partnership with a skilled staffing firm?

Are you a contractor looking to be more profitable and more productive? Do you want to decrease your companies safety and liability exposure?

Do you want to increase profits and productivity and separate yourself from your competition?

We have an elite traveling work force that is willing to travel "ALL AROUND" the nation. Whether you are working on a longer-term new construction project or a short term shut down, we can assist in completing the job on time and under budget.

job title, keywords or company

city, province, or region

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JOB TYPE

- [Internship](#)
- [Permanent](#)
- [Volunteer](#)
- [Temporary](#)
- [Contract](#)
- [Subcontract](#)
- [New Grad](#)
- [Part time](#)

SOLAR LABORER



CEDAR PARK MED - Marilla, NY | Fri, 14 Jan 2022 19:26:03 GMT

Job Information

Job Title : Solar Laborer
 Company name : CEDAR PARK MED
 Location : Marilla, NY, USA
 Source : Indeed

Driver's License (Preferred). Candidates are expected to be prepared for the elements and will be expected to work in all weather conditions. Safety is a priority and all applicants will be expected to adhere to OSHA Safety Standards. Must have experience bolting and using screw guns, and socket wrenches.

For more information please click the link below

[View or apply to job](#)

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Upload your resume - Let employers find you

solar jobs in Marilla, NY Page 1 of 36 jobs

Project Manager
 Montante Companies
 Buffalo, NY
 Estimated \$58K - \$73.4K a year Full-time 8 hour shift
 Easily apply
 This primary tasks of this position will focus on supporting material procurement, solar array construction, subcontractor management, ensuring compliance with...
 13 days ago

North East Regional Inverter Solar Technician
 Mountain Ridge Energy Service, LLC
 Buffalo, NY
 \$20 - \$32 an hour Full-time 8 hour shift
 Easily apply Responsive employer
 Knowledge of solar and/or alternative energy markets is preferred.
 Duties include but are not limited to: commissioning, troubleshooting, repairing, and...
 6 days ago

Solar Laborer
 CEDAR PARK MED
 Marilla, NY
 Estimated \$34.5K - \$43.7K a year Full-time 8 hour shift
 Easily apply Responsive employer
 Must be able to mount aluminum racks and panels on the racks.
 Must have experience bolting and using screw guns, and socket wrenches.
 3 days ago

Plant Technician II
 AVANGRID 3.5
 New York State
 Increase professional knowledge of turbine or solar equipment, including safety regulations.
 Increase professional knowledge of turbine or solar equipment...
 304 days ago

Sales Support Specialist
 HIRell LLC
 New York State
 \$60,000 - \$90,000 a year Full-time
 Easily apply
 3-5 Years' experience in the electrical power industry, or similar industry experience.
 100% system reliability with advanced cybersecurity are our utopian...
 5 days ago

Solar Installer / Skilled Laborer Travelers
 360 Industrial Services 3.5
 New York State
 \$17 - \$20 an hour Temporary 8 hour shift

Solar Laborer
 CEDAR PARK MED
 Marilla, NY
 Full-time
 Responded to 75% or more applications in the past 30 days, typically within 1 day.
 Apply now

Job details
 Job Type Full-time
 Number of hires for this role 4

Qualifications

- High school or equivalent (Preferred)
- Construction: 1 year (Preferred)
- US work authorization (Preferred)

Indeed's salary guide

- Not provided by employer
- \$34.5K to \$43.7K per year is Indeed's estimated salary for laborer at CEDAR PARK MED in Marilla, NY.

Full Job Description
 Cedar Park Group is looking to hire Solar Panel Installers / Laborers for immediate openings!
 SHIFT: 7 AM - 3:30 PM
 Join our professional team and work in a safe environment. We know our employees are the most important part of making any job successful! Your safety is our first priority. Come join our team, get on the roster, and enjoy steady well-paying work.
 Requirements:
 Must be mechanically inclined
 Must be able to mount aluminum racks and panels on the racks
 Must have experience bolting and using screw guns, and socket wrenches
 Must have reliable transportation and all PPE
 Must be in good physical condition with no limits on bending, stooping, walking, standing and ability to lift up to 75lbs.

Pay is based on experience.
 Candidates are expected to work as a team to quickly complete the projects they are on. Safety is a priority and all applicants will be expected to adhere to OSHA Safety Standards. Candidates are expected to be prepared for the elements and will be expected to work in all weather conditions.

Qualified candidates, please submit your resume for immediate consideration.
 Job Type: Full-time

Schedule:
 8 hour shift

Education:
 High school or equivalent (Preferred)

Experience:
 Construction: 1 year (Preferred)
 Solar Technicians: 1 year (Preferred)

Work Location: One location

3 days ago
 If you require alternative methods of application or screening, you must approach the employer directly to request this as indeed is not responsible for the employer's application process.

Report job

Solar Installers - Laborers

Cedar Park Group Marilla, NY

🕒 Posted: over a month ago 🕒 Full-Time

Job Description

Cedar Park Group is looking to hire Solar Installers / Laborers for immediate openings!

SHIFT: 7 AM - 3:30 PM

Join our professional team and work in a safe environment. We know our employees are the most important part of making any job successful! Your safety is our first priority. Come join our team, get on the roster, and enjoy steady well-paying work

Requirements:

- Must be mechanically inclined
- Must be able to mount aluminum racks and panels on the racks
- Must have experience bolting and using screw guns, and socket wrenches
- Must have reliable transportation and all PPE
- **Must be in good physical condition with no limits on bending, stooping, walking, standing and ability to lift up to 75lbs.**

Pay is based on experience.

Candidates are expected to work as a team to quickly complete the projects they are on. Safety is a priority and all applicants will be expected to adhere to OSHA Safety Standards. Candidates are expected to be prepared for the elements and will be expected to work in all weather conditions.

Qualified candidates, please submit your resume for immediate consideration.

Cedar Park Group

Address

Marilla, NY

USA

Industry

Construction

[View all jobs at Cedar Park Group](#)

[🚩 Report Job](#)

What solar Where Buffalo, NY Find Jobs Advanced job search

Date Posted Remove View details Salary Estimate Job Type Occupation Location Company Experience Level

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Sort by: relevance - date

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new Laborers - Solar Project CEDAR PARK GROUP 1.5 Buffalo, NY

Easily apply Responsive employer

- Must be able to mount aluminum racks and panels on the racks. Must have experience bolting and using screw guns, and socket wrenches.

Just posted More...

Solar Field Manager

SunLife Power

United States

\$100,000 - \$300,000 a year

Easily apply Urgently hiring

- 6+ months of solar experience. FLEXIBLE Schedule (work your own hours) Build a team under you and get paid off THEIR SALES**.

Active 3 days ago

Laborers - Solar Project

CEDAR PARK GROUP 1.5 Buffalo, NY

Buffalo, NY

Full-time, Temporary

Responded to 75% or more applications in the past 30 days, typically within 1 day

Apply Now

Job details

Job Type

Full-time

Temporary

Number of hires for this role

Qualifications

- Construction Experience: 1 year (Preferred)

Full Job Description

Cedar Park Group is looking to hire Solar Panel Installers / Laborers for immediate openings! SHIFT: 7 AM - 3:30 PM

Join our professional team and work in a safe environment. We know our employees are the most important part of making any job successful. Your safety is our first priority. Come join our team, get on the roster, and enjoy steady well-paying work.

Requirements:

- Must be mechanically inclined. Must be able to mount aluminum racks and panels on the racks. Must have experience bolting and using screw guns, and socket wrenches. Must have reliable transportation and all PPE. Must be in good physical condition with no limits on bending, scooping, walking, standing and ability to lift up to 75lbs.

Pay is based on experience.

Candidates are expected to work as a team to quickly complete the projects they are on. Safety is a priority and all applicants will be expected to adhere to OSHA Safety Standards. Candidates are expected to be prepared for the elements and will be expected to work in all weather conditions.

Qualified candidates, please submit your resume for immediate consideration.

Job Types: Full-time, Temporary

Schedule:

- 8 hour shift
- Monday to Friday

Experience:

- Construction Experience: 1 year (Preferred)

Work Location:

- One location

Work Remotely:

- No

Just posted

If you require alternative methods of application or screening, you must approach the employer directly to request this as Indeed is not responsible for the employer's application process.



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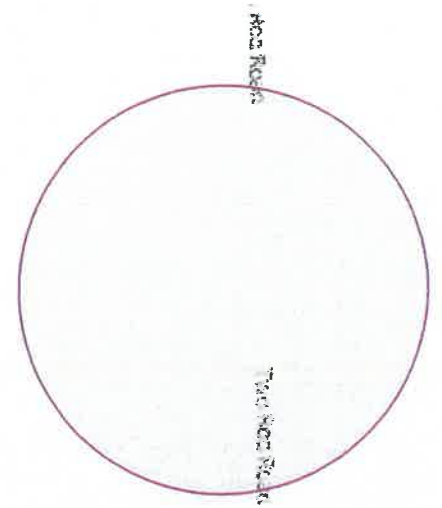
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Posted 6 days ago on: 2021-09-02 18:57

Contact Information:

Solar Installers & Skilled Laborers (Marilla)



compensation: **Up to \$23/hr**

employment type: **full-time**

360 Industrial Services is looking for a Solar Installers/ Skilled Laborers. We offer our employees a safe working environment, great working conditions and room for advancement. We value our employees, so we offer a competitive salary and a comprehensive benefits package.

Position: Solar Installer / Skilled Laborer

Location: Marilla, NY 14102

Start date ASAP!

Position Requirements

- Construction background
- Solar experience proffered

Pay Rates

- \$23.00 -\$18.00 / hour DOE

Benefits Include:

- Heath Insurance
- Great communication
- Weekly pay

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- 401K
- Seasonal Logo Wear

<https://www.360industrialservices.com/employees/join-our-team/>

Call 617-468-6360

We are always looking for individuals with the talent and skills required to contribute to our continued growth and success. For more information about our company go to our website at <http://www.360industrialservices.com/>

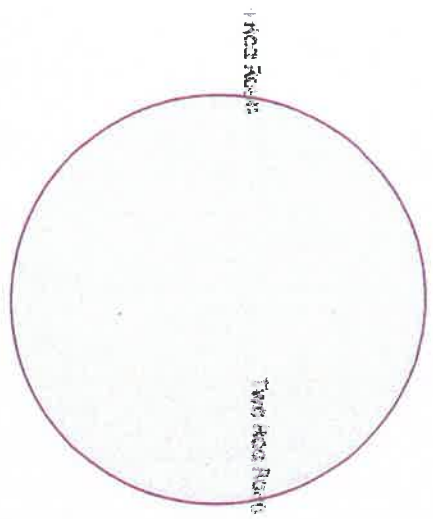
* labor * laborer* racking * modules * solar * panel * posts * wiring * electrician * general * entry level * construction * mechanic * mechanical * farming * farm * no experience * outdoor * career * combiner * inverter * operator * on the job training * building * safety * mw * carpenter * welder * drywall * painter * metal

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Posted 6 days ago on: 2021-09-02 12:52

Contact Information:

Solar Labor Installers



compensation: DOE up to \$21/hr
employment type: full-time

Cedar Park Group is looking to hire Laborers for immediate openings on a Solar Panel Project.

Solar Panel Installation experience is a plus but not required.

Join our professional team and work in a safe environment. We know our employees are the most important part of making any job successful! Your safety is our first priority. Come join our team, get on the roster, and enjoy steady well-paying work.

Requirements:

- Must be mechanically inclined
- Must be able to mount aluminum racks and panels on the racks
- Must have experience bolting and using screw guns, and socket wrenches
- Must have reliable transportation and all PPE
- Must be in good physical condition with no limits on bending, stooping, walking, standing, and ability to lift up to 75lbs.
- Pay is based on experience.

Candidates are expected to work as a team to quickly complete the projects they are on. Safety is a priority and all applicants will be expected to adhere to OSHA Safety Standards. Candidates are expected to be prepared for the elements and will be expected to work in all weather conditions.

Qualified candidates, please submit your resume for immediate consideration. Email ashlee at cedarparkgroup.com.

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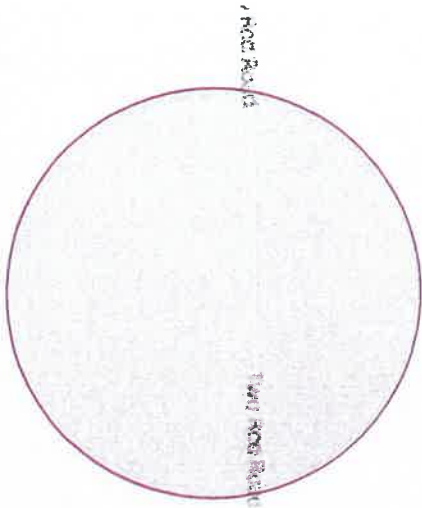
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Posted 26 days ago on: 2021-08-13 14:43

Contact Information:

Solar Panel Installer



compensation: DOE up to \$21/hr

employment type: full-time

Cedar Park Group is looking to hire Laborers for immediate openings on a Solar Panel Project.

Solar Panel Installation experience is a plus but not required.

Shift: 7AM - 3:30PM

Join our professional team and work in a safe environment. We know our employees are the most important part of making any job successful! Your safety is our first priority. Come join our team, get on the roster, and enjoy steady well-paying work.

Requirements:

Must be mechanically inclined

Must be able to mount aluminum racks and panels on the racks

Must have experience bolting and using screw guns, and socket wrenches

Must have reliable transportation and all PPE

Must be in good physical condition with no limits on bending, stooping, walking, standing, and ability to lift up to 75lbs.

Pay is based on experience.

Candidates are expected to work as a team to quickly complete the projects they are on. Safety is a priority and all applicants will be expected to adhere to OSHA Safety Standards. Candidates are expected to be prepared for the elements and will be expected to work in all weather conditions.

Qualified candidates, please submit your resume for immediate consideration

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Posted 8 days ago on: 2021-08-31 14:40

Contact Information:

Solar Panel Installers / Laborers (Buffalo and Surrounding Areas)

compensation: hourly pay / paid weekly

employment type: full-time

non-profit organization



Collective Solar is looking to hire Solar Panel Installers / Laborers for immediate openings! Prior construction experience preferred but willing to train someone who has an interest in the solar field. Great pay and experience in growing field. Our foot print is all of New York State so please get in touch with us if your seeking permanent full time employment with a company that rewards you for hard work. Educational opportunities are available after 3 months of employment.

Basic Requirements:

Must be mechanically inclined

Must be able to mount aluminum racks and panels on the racks

Must have experience using hand tools; drill, impact gun, basic hand tools, reading a measuring tape

Must have all PPE on first day; Hard Hat, Gloves, Safety Glasses, Safety Boots, Safety Vest

Must be in good physical condition with no limits on bending, stooping, walking, standing and ability to lift up to 75lbs.

MUST have reliable transportation to site each day

Safely climbing ladders 5-6 Feet

Leaving job sites clean and orderly

(Other duties as necessary)

QR Code Link to This Post



Additional Experience:

Electrical wiring of solar array (AC and DC)

Heavy Equipment Operation
Pay is based on experience.

Candidates are expected to work as a team to quickly complete the projects they are on. Safety is a priority and all applicants will be expected to adhere to OSHA Safety Standards. Candidates are expected to be prepared for the elements and will be expected to work in all weather conditions.

Please submit your resume for immediate consideration

**** ESPECIALLY INTERESTED IN SPEAKING WITH ANYONE LIVING IN ERIE COUNTY**

NO PHONE CALLS PLEASE

Job Type: Full-time

Pay: \$15.00 - \$20.00 per hour depending on your experience

Attachment D

URE Email Listing Employment Agencies

From: kstroup@u-renew.com
Sent: Friday, January 14, 2022 11:47
To: 'Scott Shiokari'
Cc: 'Brian Madigan'; 'Louis Kraham'; Amber Penland; Chris Brehm; Jeff Crabtree
Subject: Bullis: Summary of local labor efforts
Attachments: labor counts.xlsx

Hi Scott,

Following is a summary of our efforts (both URE and our subcontractors) to drum up local labor and meet the 90% requirement for the Bullis Project.

1. Outreach to multiple temp staffing agencies in the area. The ones that have provided workers have primarily included Cedar Park Group, Squarefoot Construction Staffing, 360 Industries, and Hard Hat. However, here is a list of the agencies that were contacted from the beginning of the project:

- Eastern Staffing Recruiting
- Staffing Solutions of WNY
- Express Employment Professionals
- SPS Temporary
- Superior Staffing Resources
- Construction Trade Staffing
- Arcold Search Group
- Remedy Staffing
- Durham Staffing
- Asture Staffing
- Square Foot Tradesman
- Express Employment Professional
- Adecco
- 360 Industrial Services
- Local Electrical Unions
- Boces
- Job Corps
- Cedar Park
- Trillium
- Hard Hat
- Aerotech
- Kelly Services
- Staffworks
- WL Staff Services
- Staff Works CNY
- People Ready
- Manpower
- Career Guide Placement Services
- Staff Buffalo LLC
- SelectOne
- WNY Works Staffing Placement Inc

The feedback our subs got from these agencies was that they were and continue to be low on candidates overall, but would do the best they could with the 8-county requirement. Job postings were also made on Craigslist and Indeed. Our hope was that when the Covid unemployment benefit was phased out in the fall, the number of candidates would increase. Unfortunately, that has not been the case. It may be that the continuation of rent relief was part of the challenge.

2. URE hosted a job fair over September 29-30 at the Marilla Community Center. We asked Cedar Park Group to join us, to assist with signing up interested candidates. We made posters and offered a signing bonus. Yard signs and flyers were posted around town. Unfortunately, we had just two people show up: One of the workers who was already working on the site and was interested in staying longer, and a mother who was looking for work for her son.
3. We set up a booth at the Marilla Town Ag Fair the weekend of September 18-19 with a poster, flyers for the job fair, and application information, as well as free treats for passersby. This was in cooperation with Marilla Town Supervisor, Skip.
4. We reached out to Workforce Buffalo to ensure we were posting the job opportunities widely at the county Career Centers. They put us in touch with each of the counties, which we can document if need be. We shared a written job description that the counties posted in their Career Centers and it was also posted at the Workforce Buffalo One Stop Center in Erie County.

Unfortunately, none of these efforts has resulted in achieving an adequate workforce size that could achieve the project schedule in particular for the racking and module installation, or to meet the 90% requirement.

As I mentioned to you yesterday, it is not clear to me how ECIDA will calculate the 90% achievement over the reporting quarters. I have attached a spreadsheet showing the numbers that were reported for September (82%) and will need to be submitted today (84%) for the quarter ended Dec. 31, to meet the reporting deadline. We have calculated that to achieve a 90% local labor percentage we would need to get at least 40 additional local persons on site based on our 84% achievement to date, to counterbalance the supervisors who are from outside of the 8-county area.

Please let me know if you need any additional information.

Thanks and best regards,
Kris

--

Kristin Stroup
Project Manager
United Renewable Energy, LLC
5895 Shiloh Rd., Ste. 104, Alpharetta, GA 30005

M 720-339-1642
kstroup@u-renew.com
skype: kkstroup

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Attachment E

Job Fairs

UNITED RENEWABLE ENERGY LLC
PHILIP'S SOLAR PROJECT

SOLAR JOB FAIR

**\$250 SIGNING
BONUS**

SEPTEMBER
29TH & 30TH
9AM - 6PM

MARILLA
COMMUNITY
CENTER

For inquiries email
info@u-renew.com



Recruiting workers for a variety of
positions for short-term work.

Apply for a great opportunity to gain skills in
commercial solar installation.

Hiring from the following

counties:

Allegheny
Cattaraugus
Chautauqui
Erie
Genesee
Niagara
Orleans
Wyoming

United Renewable Energy, LLC
Bullis Solar Project

Solar Job Fair 2021

Recruiting for a variety of positions for short-term work. Apply for a great opportunity to gain skills in commercial solar installation.

September 30th
9 AM to 6 PM
Marilla Community Center
1810 Two Rod Rd, Marilla, NY

For inquiries and consideration, email your resume/experience & your county of residence to info@u-renew.com









Job application form - Bullis Solar

Solar Installer / Skilled Laborer

Job Type:

Full Time / Temporary

October – December

Near Buffalo, NY

Responsibilities:

Work closely with project foreman as part of a team on the start to finish construction of a solar farm. Opportunity to assist with build the racking, installing modules or electrical installation. Staff will maintain a safe work environment in accordance with OSHA Safety Standards. Construction includes follow procedures to building racking, mount solar panels or assist with electrical items.

Qualifications:

- * Construction background.
- * Solar experience preferred, but potential for training for someone interested in a career in solar.
- * Ability to work outside in varying weather conditions.
- * Must be able to perform physical activities with no limits on bending, stooping, walking, standing and ability to lifting capacity up to 75lbs.
- * Reliable transportation required.



kstroup@u-renew.com (not shared) [Switch account](#)



* Required

Name *

First and last name



Your answer

Email *

Your answer

Phone number *

Your answer

Address *

Your answer

County of residence *

- Niagara
- Orleans
- Erie
- Genesee
- Wyoming
- Chautauqua
- Cattaraugus
- Allegany
- Other

Please list any/all construction experience that you have *

Your answer

When are you able to start work? *

- As soon as possible
- In two weeks
- In one month
- Will provide notice once offer is extended

Any questions or comments?

Your answer

Submit

Clear form

Never submit passwords through Google Forms.

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Google Forms

ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY

RESOLUTION

RPNY SOLAR 2, LLC – Use of Local Labor Waiver

A regular meeting of the Erie County Industrial Development Agency was convened on Wednesday, April 27 at 12:00 p.m.

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

RESOLUTION AUTHORIZING A WAIVER OF THE LOCAL LABOR WORKFORCE CERTIFICATION POLICY AS APPLICABLE TO THE RPNY SOLAR 2, LLC PROJECT

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 293 of the Laws of 1970 of the State of New York, as amended (collectively, the “Act”), the ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (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 civic, industrial, manufacturing, commercial and other facilities as authorized by the Act; and

WHEREAS, on September 22, 2021, the Agency authorized the provision of certain financial assistance to RPNY SOLAR 2, LLC (“RPNY”) in the form of a real property tax abatement abatement, a sales and use tax exemption benefit and a mortgage recording tax exemption benefit (the “RPNY Financial Assistance”) with respect to RPNY’s application for financial assistance submitted to the Agency for its project (the “RPNY Project”) consisting of: (i) the acquisition by the Agency of a leasehold interest in approximately 22 acres of real property located at 11061 Bullis Road in the Town of Marilla, New York (the “Land”, being more particularly described as a portion of tax parcel No. 139.000-12-14.000, as may be subdivided); (ii) the planning, design, construction and operation of a 4.5 MW 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 (iv) entering into a straight lease transaction (within the meaning of subdivision (15) of Section 854 of the Act), pursuant to which the Agency will retain a leasehold interest in the Facility for a period of time and sublease such interest in the Facility back to the Company; and

WHEREAS, as a condition precedent of receiving the RPNY Financial Assistance the Agency required that RPNY comply with and adhere to the Agency’s Local Labor Workforce Certification Policy; and

WHEREAS, adherence to the Local Labor Workforce Certification Policy was memorialized in that certain Agent and Financial Assistance Project Agreement dated as of October 18, 2021, by and between the Agency and RPNY; and

WHEREAS, the Local Labor Workforce Certification Policy requires that at least 90% of all project employees of the general contractor, subcontractor, or subcontractor to a subcontractor (collectively, the “Workers”) working on the RPNY Project must reside within the Local Labor Area consisting of the counties of Erie, Niagara, Chautauqua, Cattaraugus, Allegany, Wyoming, Genesee, and Orleans (the “Local Labor Area”); and

WHEREAS, the Local Labor Workforce Certification Policy recognizes that at certain times, Workers residing within the Local Labor Area may not be available and under this condition, RPNY is permitted to request a waiver from the Local Labor Area based upon the following circumstances: (i) warranty issues related to installation of specialized equipment or materials whereby the manufacturer requires installation by only approved installers, (ii) specialized construction for which qualified Local Labor Area Workers are not available, or (iii) documented lack of Workers meeting the Local Labor Area requirement; and

WHEREAS, on February 8, 2022, RPNY provided written correspondence to the Agency (the “RPNY Correspondence”) informing the Agency that the RPNY general contractor has had difficulty meeting the 90% local labor workforce requirement, describing its good faith efforts that it deployed to identify and employ local laborers, documenting its local labor workforce for each of the calendar quarters during which the RPNY Project was under construction, confirming that for the September 2021, December 2021, and March 2022 quarterly reporting periods that it was able to attain on average an 87.72% local labor rate, and requesting that the Agency grant a waiver from the Local Labor Policy due to demonstrated lack of availability of local labor area candidates, the boom in the solar market creating high demand for construction labors that has compounded the limited supply of workers, and a lack of worker willingness to perform manual labor outdoors in frigid temperatures; and

WHEREAS, the RPNY Correspondence also documented RPNY’s thorough and sustained efforts to identify, locate, and recruit local labor including performing outreach and working with 31 temporary employee agencies in the area, conducting outreach with Workforce Buffalo to ensure job postings in the Local Labor Area, publishing job posting on Craigslist and Indeed, hosting job fairs in the Town of Marilla, and offering signing bonuses to new hires; and

WHEREAS, on April 4, 2022, Agency staff and the Company met with the Agency’s Policy Committee to review and discuss the RPNY Correspondence and the RPNY request for a waiver from the Local Labor Policy 90% requirement, said waiver request fitting within two of the three permitted circumstances warranting a waiver from the Local Labor Requirement, being (i) circumstances related to specialized construction for which qualified Local Labor Area Workers are not available, and (ii) circumstances related to documented lack of workers meeting the Local Labor Area requirement, and whereat the Policy Committee unanimously resolved to recommend that the Agency grant the requested waiver as herein described.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. The Agency finds that RPNY is requesting that the Agency grant a waiver from the Agency's Local Labor Workforce Certification Policy based on two of the three permissible exceptions to the use of local labor being: (i) specialized construction for which qualified Local Labor Area Workers are not available; and (ii) documented lack of workers meeting the Local Labor Area requirement.

Section 2. Based upon representations and materials provided by RPNY, Agency staff review and consideration of same, and the Policy's Committee recommendation to grant the Local Labor Area Policy waiver, the Agency confirms there is a lack of local construction workers specialized in solar project installation and confirms that RPNY has documented a lack of local workers meeting the Local Labor Area requirement.

Section 3. The Agency hereby approves of the RPNY request for a waiver of the Local Labor Area Policy as herein described based on (i) specialized construction for which qualified Local Labor Area Workers are not available; and (ii) documented lack of workers meeting the Local Labor Area requirement.

Section 4. This resolution shall take effect immediately.

Dated: April 27, 2022