



**Buffalo and Erie County Industrial Land Development Corporation  
Joint Annual Board of Directors Meeting & Annual Meeting of the Members  
April 26, 2023  
At 12:30 p.m.**

**701 Ellicott Street, Center of Excellence in Bioinformatics and Life Sciences (CBLS)  
The Event Space/Conference Room B2-205, located on the 2nd floor, Buffalo, New York 14203**

- 1.0 Call to Order**
- 2.0 Approval of Minutes**
  - 2.1 Approval of the March 22, 2023 Minutes of the Meeting of the Membership (Action Item) (Pages 2-6)
- 3.0 Reports / Action Items / Information Items:**
  - 3.1 Financial Report (Informational) (Pages 7-10)
  - 3.2 Loan Status Report (Informational) (Page 11)
  - 3.3 Annual Report of Directors (Informational) (Page 12)
  - 3.4 Nominating Committee Update
    - a) Election of Officers/Committee Appointments (Action Item) (Pages 13-15)
  - 3.5 Environmental Consultant Approval (Action Item) (Pages 16-18)
  - 3.6 Property Disposition Discussion
- 4.0 Management Team Reports:**
  - 4.1
- 5.0 Adjournment- Next Meeting May 31, 2023**

**MINUTES OF THE MEETING OF THE  
THE BOARD OF DIRECTORS  
OF THE BUFFALO AND ERIE COUNTY  
INDUSTRIAL LAND DEVELOPMENT CORPORATION  
(ILDC)**

**DATE AND PLACE:** March 22, 2023, at the Center of Excellence in Bioinformatics and Life Sciences (CBLIS), 701 Ellicott Street, The Event Space/Conference Room B2-205, located on the 2nd floor, Buffalo, New York 14203.

**PRESENT:** Denise Abbott, Hon. Daniel Castle, Hon. Howard Johnson, Richard Lipsitz, Jr. and Hon. Mark C. Poloncarz

**EXCUSED:** April Baskin and Hon. Byron W. Brown

**OTHERS PRESENT:** John Cappellino, President & CEO; Beth O’Keefe, Vice President of Operations/Secretary; Mollie Profic, Chief Financial Officer; Atiqa Abidi, Assistant Treasurer; Gerald Manhard, Chief Lending Officer; Grant Lesswing, Director of Business Development; Andrew Federick, Business Development Officer; Soma Hawramee, Compliance Portfolio Manager; Brian Krygier, Director of Information Technology; Carrie Hocienec, Operations Assistant/Assistant Secretary; Laurie Hendrix, Administrative Coordinator; Robbie Ann McPherson, Director of Marketing & Communications and Robert G. Murray, Esq., General Counsel/Harris Beach PLLC

**GUESTS:** Zachary Evans and Andrew McLaren on behalf of Erie County; Josh Veronica on behalf of Buffalo Niagara Partnership; Dale Shoemaker on behalf of Investigative Post; Jonathan Epstein on behalf of the Buffalo News and Jim Fink on behalf of Business First.

There being a quorum present at 1:12 p.m., the Meeting of the Board of Directors of the Buffalo and Erie County Industrial Land Development Corporation was called to order its Chair, Mr. Poloncarz.

**MINUTES**

Ms. Abbott moved and Mr. Castle seconded to approve of the February 22, 2023 minutes. Mr. Poloncarz called for the vote and the minutes were unanimously approved.

## REPORTS / ACTION ITEMS / INFORMATION ITEMS

Financial Report. Ms. Profic presented the February financial reports. The balance sheet shows the ILDC ended the month with total assets of \$18.8M. Grants receivable of \$10.2M represent amounts awarded by several sources, the largest being Buffalo Billion II funds from Empire State Development. Liabilities of \$10.6M is deferred grant revenue. Net assets total \$7.2M. The February income statement shows \$1,700 of revenue, \$18,500 of expenses and \$1,400 of special project expenses, netting to a \$18,000 net loss in February. The year to date income statement shows revenues of \$3,600 and expenses of \$34,000. Special project expenses of \$75,000 lead to a net loss of \$105,000 so far in 2023. Mr. Poloncarz directed that the report be received and filed.

Finance and Audit Committee Update. Ms. Profic introduced Michael Szukala, Chair of Finance & Audit Committee. Mr. Szukala summarized the memorandum regarding the joint Finance & Audit Committee meeting held on March 16. Our auditors from Lumsden McCormick presented the draft 2022 audited financial statements, which will be reviewed shortly. 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 items listed under #2-#7 for approval or re-adoption: 2022 Public Authorities Report, 2022 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-Evaluation was presented. Each year the Committee completes a self-evaluation, as required by the Committee Charter. Essentially, did the Committee fulfill its duties per the Committee Charter? Comments in the rightmost column give some detail of the Committee activity throughout the year, and there are additional notes in the Board package. In 2022, the Committee convened a total of five times and fulfilled its duties as documented. Mr. Poloncarz directed that the report be received and filed.

Audited Financial Statements. Ms. Profic reviewed the draft 2022 audited financial statements, required communications, and management letter. Lumsden's required communications with those charged with governance, which documents the auditors' responsibility related to the financial statement audit, notes that there were no matters of concern that arose related to the significant risks identified, a summary of accounting estimates made within the financials, that there were no uncorrected audit adjustments, and no disagreements with management. The most significant estimates for ILDC are the depreciation of capital assets and the allowance for uncollectible accounts. Ms. Profic advised an unmodified opinion was issued on the statements. The management letter noted no significant deficiencies or material weaknesses. The Representation Letter will be signed once the audit is approved by the Board. The draft financial statements were reviewed. As a component unit of Erie County, the ILDC'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 balance sheets showed total assets of \$18.9M as of December 31, 2022, compared to \$17.6M at the end of 2021. Current assets increased \$1.9M, due mainly to an increase in grants receivable. Land held for sale decreased from \$7.2M to \$6.9M due to the sale of 8 acres at Renaissance Commerce Park. Liabilities increased \$1.8M, again due mainly to an increase in unearned revenue associated with grants awarded but not yet spent/earned. There was a decrease in net position of \$513,000. The statements of revenues, expenses, and changes in net position (income statements) detail the change in net position for the year. The operating loss of \$934,000 was driven by increased expenses and a loss on the sale of land. This occurred because the book value of the land sold exceeded the sale price, which can be common for entities like ILDC due to the costs involved in acquiring and remediating land. Operating expenses of \$956,000 increased due mainly to a \$482,000 provision for uncollectible loans under the Microloan program. Most of these microloans have a forgiveness component if a certain amount of principal is paid as agreed. What this provision for uncollectible loans does is recognize the best-case scenario, where borrowers are repaying 50% or 60% of their loan and the rest being forgiven. Special project grants include income and expenses related to grants, including \$1.3M from ESD and \$89,000 from EDA related to road construction and sewer and water work at RCP, as well as \$463,000 sub granted from Erie County for new loans in the Microloan fund. Grant expenses include \$104,000 returned to ECIDA's UDAG fund from the sale of land at Renaissance Commerce Park and \$1.4M of other grant costs related to RCP. Overall there was a decrease in net position of \$513,000 in 2022, compared to an increase of \$820,000 in 2021. The cash flows statements detail the changes in cash each year. The remainder of the financials are the notes and supplementary information, which show the balance sheet and income statement at the fund level. These drafts were reviewed and discussed in detail with the Finance & Audit Committee on March 16th, and they recommended approval to the Board. We will continue to work with Lumsden McCormick to file IRS Form 990.

Ms. Abbott moved and Mr. Lipsitz seconded to approve of the 2022 Audited Financial Statements. Mr. Poloncarz then called for the vote and the 2022 Audited Financial Statements were unanimously approved.

2022 Investment Report. Ms. Profic advised this report is required by Public Authorities Law and includes ILDC's investment guidelines, the results of the annual audit of these guidelines, and detail of investment income and fees for the year. There was \$1,100 of investment income earned on the accounts during 2022 and no fees were paid. This report was reviewed by the Finance & Audit Committee at their March 16<sup>th</sup> meeting and recommended to the Board for approval.

Mr. Lipsitz moved and Mr. Johnson seconded to approve of the 2022 Investment Report. Mr. Poloncarz then called for the vote and the 2022 Investment Report was unanimously approved.

Governance Committee Update: Mr. Cappellino provided the Committee with an update. Mr. Poloncarz directed that the report be received and filed.

ILDC Loan Status Report. Mr. Manhard provided this report to Committee members. Mr. Poloncarz directed that the report be received and filed.

## **REVIEW AND ADOPTION OF POLICIES, REPORTS AND COMMITTEE CHARTERS.**

2022 Mission Statement, Performance Measures and Results. Ms. Profic reviewed the 2022 Mission Statement and related results. Mr. Lipsitz moved and Mr. Johnson seconded to approve of the 2022 Mission Statement and results. Mr. Poloncarz called for the vote and the 2022 Mission Statement and results were unanimously approved.

2023 Mission Statement and Performance Measures. Ms. Profic reviewed the 2023 Mission Statement and performance measures. Mr. Lipsitz moved and Mr. Johnson seconded to approve of the 2023 Mission Statement and performance measures. Mr. Poloncarz called for the vote and the 2023 Mission Statement and Performance Measures were unanimously approved.

2022 Public Authorities Report. Ms. Profic reviewed 2022 Public Authorities Annual Report. 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 note throughout the document. The third item, Mission Statement & Performance Measurements, is updated each year with actual results (and was just reviewed). 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 2022 to update the work underway at ILDC-owned properties, the UTEP and CEDS updates during the year, and RDC's lending activity. 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 I will sign the certification and the report will be posted to our website. This report was reviewed by the Governance Committee at their March 13<sup>th</sup> meeting and the Finance & Audit Committee at their March 16<sup>th</sup> meeting and has been recommended to the Board for approval.

Mr. Lipsitz moved and Mr. Johnson seconded to approve of the 2022 Public Authorities Report. Mr. Poloncarz called for the vote and the 2022 Public Authorities Report was unanimously approved.

Airborne Infectious Disease Policy. Ms. Profic stated this is a required policy under the NYS HERO Act. The ILDC chose to use the DOL's template to establish a documented plan, which includes overall responsibilities, exposure controls, housekeeping, infection response, and the like. While the exposure prevention plan is not currently in effect, this is a policy the ILDC must have in place should it be necessary to implement the plan in the future. It will be reviewed at least annually to ensure that it is kept up-to-date with applicable guidance. This policy was

reviewed by the Governance Committee on March 13<sup>th</sup> and recommended to the Board for approval.

Mr. Lipsitz moved and Mr. Johnson seconded to approve of the Airborne Infectious Disease Policy. Mr. Poloncarz called for the vote and the Airborne Infectious Disease Policy was unanimously approved.

## **RE-ADOPT POLICIES AND CHARTERS**

Mr. Poloncarz noted that Items 5-22 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 5-22 be approved without any changes. Mr. Castle moved and Ms. Abbott seconded to approve of the various polices and charters as itemized below. Mr. Poloncarz 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
- Fee Structure Policy
- Finance & Audit Committee Charter
- Governance Committee Charter
- Investment & Deposit Policy
- Procurement Policy
- Professional Services RFP Process and 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

There being no further business to discuss, Mr. Poloncarz adjourned the meeting at 1:10 p.m.

Dated: March 22, 2023

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Elizabeth A. O'Keefe, Secretary

**Industrial Land Development Corp.**  
**Financial Statements**  
As of March 31, 2023

**INDUSTRIAL LAND DEVELOPMENT CORPORATION ("ILDC")**

**Balance Sheet**

March 31, 2023

	March 2023	February 2023	December 2022
<b>ASSETS:</b>			
Restricted Cash *	\$ 1,291,398	\$ 1,184,421	\$ 1,255,405
Grants Receivable	10,212,072	10,212,072	10,212,072
Loans Receivable, net	533,019	542,401	559,404
Prepaid Expenses	31,500	31,500	31,500
Prepaid Acquisition Costs	693,255	692,934	692,934
Total Loan Assets	<u>12,761,244</u>	<u>12,663,328</u>	<u>12,751,316</u>
Capital Assets	6,174,610	6,174,218	6,174,218
 Total Assets	<u><u>\$ 18,935,854</u></u>	<u><u>\$ 18,837,547</u></u>	<u><u>\$ 18,925,534</u></u>
<b>LIABILITIES &amp; NET ASSETS:</b>			
Accounts Payable	\$ 642	\$ 421	\$ 824,129
Due to/(from) ECIDA	1,216,865	1,020,642	179,722
Other Liabilities	10,378,690	10,572,106	10,572,025
Total Liabilities	<u>11,596,198</u>	<u>11,593,169</u>	<u>11,575,876</u>
Restricted Fund Balance	<u>7,339,657</u>	<u>7,244,377</u>	<u>7,349,658</u>
Total Liabilities & Net Assets	<u><u>\$ 18,935,854</u></u>	<u><u>\$ 18,837,547</u></u>	<u><u>\$ 18,925,534</u></u>

<b>Loan Portfolio Summary:</b>	<b>March 2023</b>	February 2023	December 2022
# of Loans	<u><u>36</u></u>	<u><u>36</u></u>	<u><u>36</u></u>

\* Cash is invested in interest bearing accounts at M&T Bank.  
The maximum FDIC insured amount is \$250,000 with the remainder collateralized with government obligations by the financial institution.



**INDUSTRIAL LAND DEVELOPMENT CORPORATION ("ILDC")**

**Income Statement**

Month of March 2023

	<b>Actual vs. Budget</b>		
	<b>Actual</b>	<b>Budget</b>	<b>Variance</b>
<b>REVENUES:</b>			
Interest Income - Loans	\$ 1,861	\$ 1,083	\$ 777
Grant Income - Microloan Program	-	11,667	(11,667)
Proceeds from (Cost of) Land Sales	-	25,000	(25,000)
Interest Income - Cash & Inv.	275	17	258
Total Revenues	<u>2,135</u>	<u>37,767</u>	<u>(35,631)</u>
<b>EXPENSES:</b>			
Management Fee - ECIDA	\$ -	\$ 15,833	\$ (15,833)
Provision for Loan Losses	-	1,250	(1,250)
Professional Services	2,287	5,417	(3,130)
General Office Expenses	-	17	(17)
Other Expenses	3,008	3,581	(574)
Total Expenses	<u>5,295</u>	<u>26,098</u>	<u>(20,803)</u>
<b>SPECIAL PROJECT GRANTS:</b>			
Industrial Land Park - ESD	107,520	217,696	(110,176)
Industrial Land Park - ECIDA	70,765	5,833	64,931
Angola Ag Park - ECIDA Grant	29,680	8,333	21,347
Other grant revenue	-	23,609	(23,609)
Industrial Land Park grant reimbursement	-	(12,500)	12,500
Industrial Land Park costs	(195,413)	(223,529)	28,116
Angola Ag Park costs	(59)	(8,333)	8,275
Other grant expenses	-	(24,775)	24,775
	<u>98,438</u>	<u>(13,667)</u>	<u>112,105</u>
<b>NET INCOME/(LOSS):</b>	<u>\$ 95,279</u>	<u>\$ (1,998)</u>	<u>\$ 97,277</u>

\* Represents an allocation of salary and benefit costs from the ECIDA based on time charged to ILDC. The amount booked is currently based on 2023 budget.

**INDUSTRIAL LAND DEVELOPMENT CORPORATION ("ILDC")**

**Income Statement**

Year to Date: March 31, 2023

	Actual vs. Budget			Actual vs. Prior Year		
	Actual	Budget	Variance	Actual	Prior Year	Variance
<b>REVENUES:</b>						
Interest Income - Loans	\$ 4,902	\$ 3,250	\$ 1,652	\$ 4,902	\$ 1,579	\$ 3,323
Grant Income - Microloan Program	-	35,000	(35,000)	-	35,000	(35,000)
Proceeds from (Cost of) Land Sales	-	75,000	(75,000)	-	-	-
Other Income	-	-	-	-	134,050	(134,050)
Interest Income - Cash & Inv.	820	50	771	820	23	796
<b>Total Revenues</b>	<b>5,722</b>	<b>113,300</b>	<b>(107,577)</b>	<b>5,722</b>	<b>170,652</b>	<b>(164,930)</b>
<b>EXPENSES:</b>						
Management Fee - ECIDA	\$ 31,600	\$ 47,500	(15,900)	\$ 31,600	\$ 130,000	\$ (98,400)
Provision for Loan Losses	-	3,750	(3,750)	-	-	-
Professional Services	2,287	16,250	(13,963)	2,287	7,818	(5,531)
General Office Expenses	(0)	50	(50)	(0)	686	(686)
Other Expenses	5,748	10,744	(4,996)	5,748	(120)	5,868
<b>Total Expenses</b>	<b>39,635</b>	<b>78,294</b>	<b>(38,659)</b>	<b>39,635</b>	<b>138,384</b>	<b>(98,749)</b>
<b>SPECIAL PROJECT GRANTS:</b>						
Industrial Land Park - ESD	107,520	653,088	(545,567)	107,520	-	107,520
Industrial Land Park - ECIDA	70,765	17,500	53,265	70,765	-	70,765
Angola Ag Park - ECIDA Grant	29,680	25,000	4,680	29,680	-	29,680
Other grant revenue	-	70,826	(70,826)	-	20,981	(20,981)
Industrial Land Park grant reimbursement	-	(37,500)	37,500	-	-	-
Industrial Land Park costs	(267,080)	(670,588)	403,507	(267,080)	(75,791)	(191,290)
Angola Ag Park costs	(2,919)	(25,000)	22,081	(2,919)	(2,389)	(530)
Other grant expenses	-	(74,326)	74,326	-	(20,981)	20,981
	<b>23,911</b>	<b>(41,000)</b>	<b>64,911</b>	<b>23,911</b>	<b>(78,180)</b>	<b>102,091</b>
<b>NET INCOME/(LOSS):</b>						
	<b>\$ (10,002)</b>	<b>\$ (5,994)</b>	<b>\$ (4,007)</b>	<b>\$ (10,002)</b>	<b>\$ (45,911)</b>	<b>\$ 35,909</b>

\* Represents an allocation of salary and benefit costs from the ECIDA based on time charged to ILDC. The amount booked is currently based on 2023 budget.



## Loan Status Report March 2023

<b><u>ILDC Loans Approved Since Last Meeting</u></b>	<b><u>Municipality</u></b>	<b><u>Amount</u></b>
Buffalo Firewood (firewood)	Springville	\$35,000
<b><u>ILDC Loans Closed Since Last Meeting</u></b>	<b><u>Municipality</u></b>	<b><u>Amount</u></b>
None		
<b><u>Loans in Closing Process</u></b>	<b><u>Municipality</u></b>	<b><u>Amount</u></b>
Buffalo Firewood (firewood)	Springville	\$35,000
<b><u>Loans in the Pipeline</u></b>	<b><u>Municipality</u></b>	<b><u>Amount</u></b>
1	Grand Island	\$35,000

<b><u>2023 - Loans Closed</u></b>	<b><u>YTD Loan Total</u></b>	<b><u>Jobs to be Created</u></b>	<b><u>Retained Jobs</u></b>
0	0	0	0

## Loan Portfolio Performance

**Past Due Loans:**

<b><u>Loan</u></b>	<b><u>Outstanding Balance</u></b>	<b><u>Amount Past Due</u></b>	<b><u>Days Past Due</u></b>	<b><u>Comments</u></b>
NONE				

**Portfolio Delinquency Rate** (Past Due Outstanding Loan Balance *divided by* Portfolio Balance):

\$0 / \$1,087,842     0% Delinquency Rate (36 Loans)

**ILDC Funds Available to Lend:     \$160,000**



## MEMORANDUM

**TO:** Buffalo & Erie County Industrial Land Development Corporation Members  
**FROM:** Mollie Profic, CFO  
**SUBJECT:** Annual Report of Directors  
**DATE:** April 26, 2023

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Under Section 519 of the New York State Not-for-profit Corporation Law, ILDC is required to present an annual report at its annual member meeting. The annual report is to include 1) information on the assets and liabilities of ILDC as of the end of the prior fiscal year, 2) the principal changes in assets and liabilities during the prior fiscal year, 3) the revenue or receipts of ILDC during the prior fiscal year, 4) the expenses or disbursements of ILDC during the prior fiscal year and 5) The number of members of ILDC as of the date of the report, together with a statement of increase or decrease in the number of members during the prior fiscal year and a statement of the place where the names and places of residence of the current members may be found.

The audited financial statements were approved by ILDC's Board of Directors at their March 22, 2023 meeting and were presented to the ILDC members in order to satisfy the first four requirements noted above. A copy of the audited financial statements can be located at <http://www.ecidany.com/about-us-corporate-reports>.

In satisfaction of the final requirement of the NYS Not-for-profit Corporation Law, ILDC has 1 membership position at April 26, 2023 which is the same as reported at the prior year's annual meeting. The name of the member of ILDC may be found at: <http://www.ecidany.com/about-us-board-of-directors> while the places of residence of current board members may be found at the ILDC offices at 95 Perry Street, Suite 403, Buffalo, New York 14203.

## 2023-2024 ECIDA/RDC/ILDC Board Committees & Officers

<b>Executive Committee ECIDA/RDC</b>	<b><u>Current Committee Members</u></b>	<b><u>Proposed Committee Members</u></b>
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]

<b>Finance &amp; Audit Committee ECIDA/RDC/ILDC</b>	<b>Current Committee Members</b>	<b>Proposed Committee Members</b>
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*	Denise McCowan*
	Denise McCowan*	Glenn Nellis*
	Glenn Nellis*	Paul Vukelic*
	William Witzleben (M&T)	William Witzleben (M&T)

<b>Governance Committee ECIDA/RDC/ILDC</b>	<b>Current Committee Members</b>	<b>Proposed Committee Members</b>
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)
	Thomas Baines	Thomas Baines
	Zachary Evans	Zachary Evans
	Hon. Howard Johnson*	Michael Hughes
	Tyra Johnson*	Brian Kulpa
	Ken Schoetz	Howard Johnson
	David State	Tyra Johnson*
		Ken Schoetz*
	David State	

\*Board members who fill seats required by By-laws  
Nominating Committee Approved Date – 04/14/2023  
Board Approved Date – 04/26/2023

## 2023-2024 ECIDA/RDC/ILDC Board Committees & Officers

<b>Loan Committee ECIDA/RDC</b>	<b>Current Committee Members</b>	<b>Proposed Committee Members</b>
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)

<b>Loan Write-off Committee ECIDA/RDC/ILDC</b>	<b>Current Committee Members</b>	<b>Proposed Committee Members</b>
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)
	Tyra Johnson*	Tyra Johnson*
	Ken Schoetz*	Ken Schoetz*
	William Witzleben (M&T)	William Witzleben (M&T)

<b>Nominating Committee ECIDA/RDC/ILDC</b>	<b>Current Committee Members</b>	<b>Proposed Committee Members</b>
No by-law requirement  1 Meeting a Year	Hon. Mark Poloncarz (Chair)	Hon. Mark Poloncarz (Chair)
	Hon. Diane Benczkowski	Hon. Diane Benczkowski
	Zachary Evans	Zachary Evans
	Dottie Gallagher	Richard Lipsitz
	Richard Lipsitz	Ken Schoetz
	Ken Schoetz	

<b>Compensation Committee ECIDA</b>	<b>Current Committee Members</b>	<b>Proposed Committee Members</b>
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	Michael Hughes
	Brenda McDuffie	Richard Lipsitz
	Ken Schoetz	Brenda McDuffie
	*Vacant	Ken Schoetz

\*Board members who fill seats required by By-laws  
Nominating Committee Approved Date – 04/14/2023  
Board Approved Date – 04/26/2023

## 2023-2024 ECIDA/RDC/ILDC Board Committees & Officers

<b>Policy Committee ECIDA/RDC</b>	<b>Current Committee Members</b>	<b>Proposed Committee Members</b>
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*	A.J. Baynes
	Hon. Byron Brown	Rev. Mark Blue*
	Zachary Evans	Hon. Byron Brown
	Brenda McDuffie*	Zachary Evans
	Glenn Nellis	Dr. Susan McCartney
	Laura Smith	Brenda McDuffie*
	David State	Glenn Nellis
	Lavon Stephens	Laura Smith
	Hon. John Tobia	David State
	Paul Vukelic	Lavon Stephens
	*Vacant	Hon. John Tobia
	*Vacant	Paul Vukelic

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

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

\*Board members who fill seats required by By-laws  
Nominating Committee Approved Date – 04/14/2023  
Board Approved Date – 04/26/2023



MEMORANDUM  
April 26, 2023

To: Members of the Board of Directors of the Buffalo and Erie County Industrial Land Development Corporation

Re: Miscellaneous Engineering, Planning and Environmental Services

**Background:**

In December 2022 the ILDC/ECIDA issued a Request for Qualifications (RFQ) for qualified environmental service firms to assist the agencies in due diligence efforts in connection with the purchase and redevelopment of brownfield and various property sites in Erie County. The ECIDA and the ILDC own several properties and buildings which may require various engineering, planning and general environmental services on a as needed basis. The properties include several land parcels ranging in size from 10 acres to 240 acres, some of which are in the NYS Brownfield Cleanup Program.

In response to the RFQ the ILDC received proposals from five (5) engineering and consulting firms. The proposals were reviewed and scored by a Steering Committee, made up of stakeholders from ILDC, ECIDA and Erie County. Two firms, Liro and C&S Companies were recommended based on their experience and expertise regarding environmental, general planning and engineering services.

The proposed contract with Liro and C&S Companies would be for a three-year term to be billed on an hourly rate basis. Engagements would be determined on an as needed basis. Examples of services may include, review of property disposition and acquisitions, assist with compliance and reporting relating to the NYS DEC Brownfields program, review and or prepare SEQRA documentation, perform Phase 1 environmental reviews and site inspections, technical assistance for preparation of grant proposals and other miscellaneous services.

**Requested Action ILDC:**

Seeking approval to enter into a contract with Liro and C&S Companies to provide general planning, environmental and engineering services in support of the ILDC's land development efforts for a three term to on an as needed basis.



**BUFFALO AND ERIE COUNTY INDUSTRIAL LAND  
DEVELOPMENT CORPORATION**

**RESOLUTION**

A meeting of the Buffalo and Erie County Industrial Land Development Corporation was convened on Wednesday, April 26, 2023 at 12:30 p.m.

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

RESOLUTION OF THE BUFFALO AND ERIE COUNTY INDUSTRIAL  
LAND DEVELOPMENT CORPORATION (“ILDC”) AUTHORIZING  
THE ILDC TO ENTER INTO A CONTRACT WITH THE LIRO GROUP  
AND C&S COMPANIES FOR THE PROVISION OF GENERAL  
PLANNING, ENVIRONMENTAL AND ENGINEERING SERVICES IN  
SUPPORT OF THE ILDC’S CONTINUING LAND DEVELOPMENT  
EFFORTS IN ERIE COUNTY

**WHEREAS**, the ILDC is authorized and empowered by Section 1411 of the Not-for-Profit Corporation Law of the State of New York, as amended, to relieve and reduce unemployment, promote and provide for additional and maximum employment, better and maintain job opportunities in Erie County and to lessen the burdens of government and act in the public interest; and

**WHEREAS**, the ILDC owns several hundred acres of real property within Erie County, some of which are in the NYS Brownfield Cleanup Program, and has acquired and owns such real property for purposes of repurposing, reusing, and redeveloping such real property in accordance with the ILDC’s powers and purposes and ultimately for the benefit of the residents of Erie County; and

**WHEREAS**, relative to same, the ILDC may require various engineering, planning and general environmental services on an as needed basis in assist in its real property acquisition and redevelopment efforts, including, but not limited to, review of property disposition and acquisitions, assistance with compliance and reporting relating to the NYS DEC Brownfield Cleanup Program, review and or preparation of documentation related to the New York State Environmental Quality Review Act (“SEQRA”), perform Phase 1 and Phase II environmental site assessments and reviews, technical assistance for preparation of grant proposals and other miscellaneous services (the “Required Services”); and

**WHEREAS**, in December 2022, the ILDC, in a manner consistent with its Procurement Policy, issued a Request for Qualifications (RFQ) for qualified environmental service firms to assist with the Required Services, and various due diligence efforts in connection with its current ownership of and anticipated future purchase and redevelopment of various property sites in Erie County; and

**WHEREAS**, in response to the RFQ, the ILDC received quality proposals from five (5) engineering and consulting firms, which were reviewed and scored by a Steering

Committee comprised of stakeholders from the ILDC, the Erie County Industrial Development Agency, and Erie County; and

**WHEREAS**, after considering the submitted proposals, the Steering Committee recommended two firms, with offices within Erie County, to provide the Required Services to the ILDC based on their experience and expertise in environmental, general planning and engineering services, being The Liro Group (“Liro”) and C&S Companies (“C&S”), and

**WHEREAS**, the ILDC desires to enter into a contract with Liro and C&S for a three-year term to provide the Required Services, and to be billed on an hourly rate basis consistent with the RFQ and the Liro and C&S RFQ response submittals.

**NOW THEREFORE BE IT RESOLVED BY THE MEMBERS OF THE BUFFALO AND ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORPORATION AS FOLLOWS:**

Section 1. Based upon a review of the Liro and C&S RFQ responses, the representations made by Liro and C&S to the ILDC, the Steering Committee recommendation, and subject to the terms of this 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 ILDC, to negotiate and execute a contract with Liro and C&S for the Required Services, to be billed at an hourly rate, and any appropriate change or scope additions as approved by the Chief Executive Officer, in consultation with the ILDC Board Chair.

Section 2. The officers, employees, and agents of the ILDC are hereby authorized and directed for and in the name and on behalf of the ILDC to do all acts and things required and to execute and deliver all such checks, 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 so acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the ILDC with all of the terms, covenants and provisions of the documents executed for and on behalf of the ILDC.

Section 3. Any and all actions heretofore taken or authorized by the ILDC and/or its officers, employees and agents with respect to this resolution are hereby ratified, approved and confirmed in all aspects.

Section 4. These Resolutions shall take effect immediately.

Dated: April 26, 2023