

**Joint Governance Committee Meeting**

**Monday, March 13, 2023**

**ECIDA Offices**

**95 Perry Street, 4th Floor**

**Buffalo, New York 14203**

**Agenda**

1. Approval of Minutes – February 13, 2023 (Action) (Pages 2-\*3)
2. 2022 PAAA Annual Report (Action) (Pages 4-53)
3. Results of ECIDA’s 2022 Performance Measures (Action) (Pages 54-69)
4. ECIDA Mission Statement & 2023 Performance Measures (Action) (Pages 70-78)
5. 2022 Board of Directors Evaluation/Survey (Action) (Pages 79-83)
6. Governance Committee 2022 Self-Evaluation (Action) (Pages 84-87)
7. Adoption of ECIDA/RDC/ILDC Policies
  - a. Airborne Infectious Disease Policy (Action) (Pages 88-96)
8. Re-Adoption of ECIDA/RDC/ILDC Policies (Action Items)
  - a. Board Member Compensation, Reimbursement & Attendance Policy (Page 97)
  - b. Code of Ethics & Conflict of Interest Policy (Pages 98-103)
  - c. Defense & Indemnification Policy (Page 104)
  - d. ECIDA Employee Compensation Program (Pages 105-106)
  - e. Fee Structure Policy (For ECIDA & ILDC Only) (Page 107)
  - f. Governance Committee Charter (Pages 108-110)
  - g. Procurement Policy (Pages 111-115)
  - h. Property Disposition Guidelines (Pages 116-122)
  - i. Real Property Acquisition Policy (Pages 123-124)
  - j. Sexual Harassment Policy (Pages 125-133)
  - k. Statement of Duties & Responsibilities of the Board of Directors (Pages 134-136)
  - l. Statement of the Competencies & Personal Attributes Required of Board Members (Page 137)
  - m. Travel, Conferences, Meals & Entertainment Policy (Pages 138-143)
  - n. Whistleblower Policy and Procedures (Pages 144-146)
9. PARIS Report Update (informational)
10. Board Member PAAA Training Update (informational)
11. Adjourn

**MINUTES OF A MEETING OF THE  
JOINT GOVERNANCE COMMITTEE OF THE  
ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (ECIDA),  
BUFFALO & ERIE COUNTY REGIONAL DEVELOPMENT CORP. (RDC)  
AND  
BUFFALO & ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORP. (ILDC)**

**DATE:** February 13, 2023 at the Erie County Industrial Development Agency, 95 Perry Street, 4<sup>th</sup> Floor Conference Room, Buffalo, New York 14203

**PRESENT<sup>1</sup>:** Thomas Baines, Zachary Evans, Brenda McDuffie, Tyra Johnson, Kenneth Schoetz and David State

**EXCUSED:** Hon. Howard Johnson

**OTHERS PRESENT:** John Cappellino, President/CEO; Elizabeth A. O’Keefe, Vice President of Operations; Mollie Profic, Chief Financial Officer; Atiqah Abidi, Assistant Treasurer; Soma Hawramee, Compliance Portfolio Officer; Brian Krygier, Systems Analyst; Carrie Hocieniec, Operations Assistant and Robert G. Murray, Esq., General Counsel/Harris Beach PLLC

**GUESTS:** None.

There being a quorum present at 12:06 p.m., the Meeting of the Members of the Joint Governance Committee of the Erie County Industrial Development Agency (ECIDA), Buffalo and Erie County Regional Development Corporation (RDC) and the Buffalo and Erie County Industrial Land Development Corporation (ILDC) was called to order by its Chair, Ms. McDuffie.

**MINUTES**

The January 26, 2023 minutes of the joint meeting of the Governance Committee of the ECIDA, RDC and ILDC were presented. Upon motion made by Mr. Evans and seconded by Mr. Schoetz, the approval of the January 26, 2023 meeting minutes was unanimously carried.

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<sup>1</sup> Mr. State and Ms. McDuffie participated via video conference, and counted as present for quorum purposes, pursuant Section 103-A of the New York State Public Officer’s Law and the Agency’s Videoconferencing Participation Policy.

**REVIEW “ECIDA 2022 MISSION STATEMENT & PERFORMANCE MEASUREMENTS – RESULTS”**

Ms. O’Keefe reviewed the revisions to the Mission Statement and Performance Measurements made pursuant to the Governance Committee input from last month’s meeting. General discussion ensued.

**REVIEW “ECIDA 2023 MISSION STATEMENT & PERFORMANCE MEASUREMENTS – GOALS”**

Ms. O’Keefe reviewed the 2023 Mission Statement.

Ms. O’Keefe next reviewed the 2023 Performance Measurements, Goals and Results for 2023. General discussion ensued.

Ms. O’Keefe shared 2021-2022 Living Wage data with members. General discussion ensued.

There being no further business to discuss, Ms. McDuffie adjourned the meeting at 12:41 p.m.

Dated: February 13, 2023

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Elizabeth A. O’Keefe, Secretary

**ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
BUFFALO & ERIE COUNTY REGIONAL DEVELOPMENT CORP  
BUFFALO & ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORP**

**2022 ANNUAL REPORT**  
**(For purposes of Section 2800(2) of the Public Authorities Law)**



### **Description of the Agency:**

The Erie County Industrial Development Agency (ECIDA) is a public benefit corporation that provides tax incentives, financing programs, export assistance, land development and other economic development services to the City of Buffalo and Erie County, New York.

The ECIDA has two affiliated not-for-profit organizations as follows:

- 1) **Buffalo and Erie County Regional Development Corporation (RDC).** This is a lending corporation that administers two revolving loan funds (RLFs). The first was capitalized by an Economic Development Administration (EDA) grant with matching funds from the City of Buffalo. The EDA released its federal interest in this original (“Legacy”) RLF in 2021. The second RLF was capitalized by a 2020 EDA grant as part of the Coronavirus Aid, Relief, and Economic Security (CARES) Act.
- 2) **Buffalo and Erie County Industrial Land Development Corporation (ILDC).** The ILDC takes ownership of distressed properties in order to remediate and return them to productive use. The ILDC was restructured in 2009 to allow it to issue tax-exempt interest debt on behalf of Erie County to assist local not-for-profit organizations finance development projects at a lower cost. On behalf of Erie County, the ILDC also administers the Erie County Business Development Fund, a micro-loan program funded from HUD Community Development Block Grant sources.

These corporations are related since they are managed by the same personnel. The ECIDA and RDC share the same Board of Directors as their oversight body. The ILDC board is comprised of five members, three of whom are ECIDA Board members. None of these corporations is owned by another corporation.

### **Purpose of the Annual Report:**

As an industrial development agency, the ECIDA and its affiliates are required to comply with New York State’s Public Authorities Law. Under this Law, the ECIDA and its affiliates are required to submit a comprehensive annual report that includes information on:

1. Operations and accomplishments
2. Financial Reports
3. Mission Statement & Measurements
4. Bonds and notes outstanding
5. Compensation (for those earning \$100,000 +)
6. Projects undertaken during the year
7. Property Report
8. Code of Ethics
9. An assessment of internal control structure and effectiveness
10. Legislation that forms the statutory basis of the authority

11. Board structure
12. By-Laws
13. Listing of material changes in operations and programs
14. Four-year Financial Plan
15. Board Performance Evaluations
16. Assets/Services bought or sold without competitive bidding
17. Description of material pending litigation

In compliance with the Public Authorities Law, the following required information is presented for the fiscal year ended December 31, 2022.

**1. Operations & Accomplishments:**

A report on the 2022 operations and accomplishments of the ECIDA and its affiliates is posted on the ECIDA's website at <http://www.ecidany.com/about-us-corporate-reports>.

**2. Financial Reports:**

**i) Audited Financial Statements:**

The audited financial statements for the ECIDA and its affiliates are posted on the ECIDA's website at <http://www.ecidany.com/about-us-corporate-reports> while the financial statement certification is included on page 9.

The financial statements are audited on an annual basis by independent auditors, Lumsden McCormick, LLP. In their opinion, the financial statements present fairly, in all material respects, the financial position of the ECIDA and its affiliates as of December 31, 2022, and the changes in financial position and cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

**ii) Grants & Subsidy Programs:**

The ECIDA and its affiliates are recipients of various pass-through Federal, State and local grant programs that are utilized for land development, loan, and other economic development programs. Details of the various grants are outlined in the notes to the audited financial statements.

In accomplishing its mission, the ECIDA does not receive any operational funding or subsidies from Federal, State, County or local sources. Instead, the ECIDA relies primarily upon administrative fees charged to those businesses that utilize its products and services.

**iii) Operating & Financial Risks:**

The following outline some of the operating and financial risks that impact the ECIDA and its affiliates:

- New York State Legislation – The New York State Legislature can impose various restrictions on the ability of Industrial Development Agencies to provide tax incentives which could significantly impact the revenue of the ECIDA.
- Collectability of loans receivable – The RDC and ILDC operate various revolving loan programs and as such their financial results are impacted by the collectability of the related loans.
- Litigation – To provide various tax incentives or grants, the ECIDA takes a leasehold or ownership interest in various properties and is at times brought into various lawsuits that could impact the ECIDA’s financial results.
- Regulations – The ECIDA, RDC and ILDC are subject to various regulations including those imposed by the NYS Authorities Budget Office and the Federal Economic Development Administration. These regulations may increase the cost of compliance or impact the financial position of the Agency.
- Local economic conditions – Since the ECIDA relies upon fees generated from various projects that it assists, a reduction in the number and/or size of those projects would significantly impact the Agency’s revenues.

The ECIDA mitigates a portion of the above risks through prudent financial management, external legal guidance and comprehensive insurance coverage.

**iv) Current bond ratings:**

The ECIDA and ILDC act as conduits for tax-exempt bond financings by various not-for-profit and other eligible borrowers. As conduit bond issuers, the ECIDA and ILDC do not issue bonds on their own behalf and therefore are not rated by municipal bond rating agencies.

**v) Long-term liabilities including leases and employee benefit plans:**

The ECIDA has long-term liabilities that are recorded on its financial statements related to funds held on behalf of others under certain fiduciary arrangements as outlined in the notes to the ECIDA audited financial statements. The ECIDA does not have any long-term liabilities under employee benefit plans as ECIDA employees are not covered by any defined benefit pension plans or provided with any post-retirement benefits.

The ECIDA (as lessee) has a lease for its office space and three minor long-term leases for office equipment. The office lease is recognized as a right-to-use lease asset and lease liability in the audited financial statements.

**3. Mission Statement & Performance Measurements:**

The ECIDA’s Mission Statement & Measurements Report for 2022 is included in Attachment 1. This document was reviewed and approved by the Board at the March 23, 2022 Board meeting.

**4. Schedule of Bonds and Notes Outstanding:**

Attachment 2 summarizes the ECIDA’s and ILDC’s bonds and notes outstanding at December 31, 2022. The indebtedness shown on these schedules is conduit debt and is

**not** an obligation of the ECIDA, ILDC, Erie County or New York State. Neither the ECIDA nor the ILDC records the assets or liabilities resulting from completed bond and note issues in their accounts since their primary function is to facilitate the financing between the borrowing companies and the bond and note holders.

**5. Compensation Schedule:**

See Attachment 3 for a list of ECIDA employees who had a salary exceeding \$100,000 during 2022. Attachment 3A is a summary of benefits provided to those staff as per the New York State Public Authorities Reporting Information System (PARIS). Biographies for these individuals are posted on the ECIDA website at <http://www.ecidany.com/staff-directory>. Salaries and benefit information for other ECIDA staff are also reported under the PARIS system.

None of the directors of the ECIDA or its affiliates receive any compensation for their services as directors. None of the officers of the ECIDA or its affiliates receive any compensation for their services as officers beyond their compensation as employees. None of the ECIDA affiliates had any employees during 2022.

**6. Projects Undertaken by the Corporation during 2022:**

Attachment 4 details the tax-exempt bonds and tax abatements that were approved during 2022. Attachments 4A and 4B detail the loans that were funded in 2022 by the RDC and ILDC, respectively.

**7. Listing of Certain Property of the Corporation:**

Attachment 5 provides information regarding the real property holdings of the ECIDA and its affiliates. This listing excludes the hundreds of properties in which the ECIDA has technical title in order to convey certain tax or other benefits. The properties presented are those where the ECIDA and its affiliates have “real” beneficial ownership.

**8. Code of Ethics:**

The Corporation’s Code of Ethics is posted on the ECIDA’s website at <http://www.ecidany.com/about-us-corporate-policies>.

**9. Assessment of the Effectiveness of Internal Control Structure and Procedures:**

Management’s Assessment of the Effectiveness of Internal Controls of the ECIDA, RDC and ILDC is posted on the ECIDA’s website at <https://www.ecidany.com/about-us-corporate-reports>.

The ECIDA, RDC and ILDC’s independent auditors have conducted an audit of the internal control over financial reporting and their report is included in the audited financial statements posted on the ECIDA’s website at <https://www.ecidany.com/about-us-corporate-reports>.

## **10. Legislation that forms the Statutory Basis of the Authority:**

### **ECIDA**

Industrial development agencies (“IDAs”) are formed under Article 18-A of New York State General Municipal Law, as public benefit corporations. IDAs were created to actively promote, encourage, attract and develop job and recreational opportunities and economically-sound commerce and industry in cities, towns, villages and counties throughout New York State (the “State”). IDAs are empowered to provide financial assistance to private entities through tax incentives in order to promote the economic welfare, prosperity and recreational opportunities for residents of a municipality (“Benefited Municipality”).

Section 891a of the General Municipal Law outlines the composition of the Erie County IDA membership and additional powers granted to the ECIDA. A copy of this specific legislation can be found at the following address:

[http://public.leginfo.state.ny.us/LAWSSEAF.cgi?QUERYTYPE=LAWS+&QUERYDATA=\\$\\$GMU891-A\\$\\$@TXGMU0891-A+&LIST=LAW+&BROWSER=EXPLORER+&TOKEN=35134270+&TARGET=VIEW](http://public.leginfo.state.ny.us/LAWSSEAF.cgi?QUERYTYPE=LAWS+&QUERYDATA=$$GMU891-A$$@TXGMU0891-A+&LIST=LAW+&BROWSER=EXPLORER+&TOKEN=35134270+&TARGET=VIEW)

### **RDC & ILDC**

The RDC & ILDC are local development corporations which are formed and empowered to conduct certain projects pursuant to Not-For-Profit Corporation Law §1411. Distinguished from IDAs (which exist as public benefit corporations), LDCs are established as charitable corporations that are empowered to construct, acquire, rehabilitate and improve for use by others, industrial or manufacturing plants in the territory in which its operations are principally to be conducted (“Benefited Territory”) and to make loans. LDCs can provide financial assistance for the construction, acquisition, rehabilitation, improvement, and maintenance of facilities for others in its Benefited Territory. Specific LDC powers include the ability to: (i) disseminate information and furnish advice, technical assistance and liaison services to Federal, State and local authorities; (ii) to acquire by purchase, lease, gift, bequest, devise or otherwise, real or personal property; and (iii) to borrow money and to issue negotiable bonds, notes and other obligations. LDCs are empowered to sell, lease, mortgage or otherwise dispose of or encumber facilities or any real or personal property or any interest therein.

A copy of this specific legislation can be found at the following address:

[http://public.leginfo.state.ny.us/LAWSSEAF.cgi?QUERYTYPE=LAWS+&QUERYDATA=\\$\\$NPC1411\\$\\$@TXNPC01411+&LIST=LAW+&BROWSER=EXPLORER+&TOKEN=35134270+&TARGET=VIEW](http://public.leginfo.state.ny.us/LAWSSEAF.cgi?QUERYTYPE=LAWS+&QUERYDATA=$$NPC1411$$@TXNPC01411+&LIST=LAW+&BROWSER=EXPLORER+&TOKEN=35134270+&TARGET=VIEW)

## **11. Description of the Authority and its Board Structure:**

### **i) Names of Committees and Committee Members:**

The ECIDA and its affiliates operate several committees as outlined on the ECIDA website at <http://www.ecidany.com/about-us-board-committees>. Attachment 6 outlines the committee members.

**ii) Lists of Board Meetings & Attendance:**

A list of the various Board meetings and Board attendance is outlined on Attachment 7.

**iii) Description of major authority units, subsidiaries:**

The ECIDA and its affiliates do not have any subsidiaries.

**iv) Number of Employees:**

The ECIDA had 19 full-time employees and 1 part-time employee during 2022.

**v) Organizational Chart:**

The ECIDA's organizational chart is posted on the ECIDA's website at: [https://www.ecidany.com/documents/Press\\_Room/Organizational%20Chart%20-%20as%20of%20June%202019.pdf](https://www.ecidany.com/documents/Press_Room/Organizational%20Chart%20-%20as%20of%20June%202019.pdf)

**12. Bylaws:**

The Bylaws for the ECIDA and its affiliates are posted on the ECIDA's website at <http://www.ecidany.com/about-us-corporate-policies>.

**13. Listing of Material Changes in Operations and Programs:**

ECIDA, through its development arm ILDC, continued redevelopment work at Renaissance Commerce Park in Lackawanna, NY. Contracts for road construction and sewer and water line construction were awarded during 2022, to be funded with grants from Empire State Development (ESD) and the U.S. Economic Development Administration (EDA). Water and sewer engineering work continued during the year, with a \$700,000 grant from Erie County, as well as Shoreline Trail enhancements with support from the NYS Department of State. Uniland Development exercised a purchase option on an 8-acre parcel of land for a new construction commercial warehouse building after the success of their first building with land purchased in 2021. Ciminelli Real Estate Corporation also entered into an agreement to purchase an 11.5-acre parcel for new commercial construction. Funding from Erie County for wayfinding and entry signage was also secured during the year.

The ILDC continued work on the Agri-Business Park's Master Plan/GEIS in 2022, the ILDC's other major property in Evans, NY. This work is being completed with grant support from National Grid (\$354,000) and Erie County (\$230,000). A \$250,000 grant was also awarded by ESD to be used for building demolition, sewer, and roadway work.

ECIDA worked in conjunction with other local IDAs to approve an Amended and Restated Countywide IDA Uniform Tax Exemption Policy (UTEP). The UTEP maintains a baseline "Countywide Policy" for all IDAs within Erie County, and allows for each IDA to adopt unique requirements or policies specific to an individual IDA, if desired.

ECIDA also serves as the designated Planning Organization for the EDA, responsible for the development and implementation of a Comprehensive Economic Development Strategy (CEDS) for the region. A new CEDS must be prepared at least every five years for communities and organizations within the area to qualify for certain EDA funding. ECIDA worked in partnership with numerous local municipalities and other stakeholders to update the CEDS for 2022-2026. Key themes include infrastructure, business and industry support, quality of life, and regional collaboration.

The RDC continued to operate two revolving loan funds (RLFs) in 2022, providing favorable terms to businesses who may not qualify for traditional lending from banks. By the end of 2022, the RDC's funds available for lending dropped to approximately \$750,000, meaning that over \$21 million has been put to work in Erie County, NY.

ECIDA's and ILDC's Board approved a formal Fee Structure policy in 2022.

**14. Four-Year Financial Plan:**

A copy of the four-year financial plan is posted on the ECIDA's website at <https://www.ecidany.com/about-us-corporate-reports>.

**15. Board Performance Evaluations:**

The ECIDA, RDC and ILDC Boards of Directors conducted a Board Performance Evaluation in 2022 and forwarded the results to the Authority Budget Office. The surveys are not subject to disclosure under article six of the Public Officers Law.

**16. Assets/Services bought or sold without competitive bidding:**

Attachments 8, 8A, and 8B are Procurement Reports that are filed using PARIS for the ECIDA, RDC, and ILDC respectively. These reports outline the assets and services purchased through competitive and non-competitive bidding for all procurements in excess of \$5,000.

**17. Description of material pending litigation:**

The audited financial statements for the ECIDA, RDC, and ILDC outline any material pending litigation. The audited financial statements are posted on the ECIDA's website at <http://www.ecidany.com/about-us-corporate-reports>.

## **Certification Pursuant to Section 2800(3) of the Public Authorities Law**

Pursuant to Section 2800 (3) of the Public Authorities Law, each of the undersigned officers of Erie County Industrial Development Agency, Buffalo and Erie County Regional Development Corporation, and the Buffalo and Erie County Industrial Land Development Corporation does hereby certify with respect to the annual financial report of the Corporation (the "Annual Financial Report") posted on the ECIDA's website at <http://www.ecidany.com/about-us-corporate-reports> that based on the officer's knowledge:

1. The information provided in the Annual Financial Report is accurate, correct and does not contain any untrue statement of material fact;
2. Does not omit any material fact which, if omitted, would cause the financial statements contained in the Annual Financial Report to be misleading in light of the circumstances under which such statements are made; and
3. Fairly presents in all material respects the financial condition and results of operations of the Corporation as of, and for, the periods presented in such financial statements.

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John Cappellino  
President & CEO

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Mollie Profic  
Vice President/CFO



ECIDA Bonds

Id	Trustee	ProjectName	Bond Amount	Year Start Balance 2022	Year End Balance 2022	Principal Paid 2022	Interest Rate	Bond/Loan Number	Bond Maturity
2591	M&T Bank	Canisius High School	\$22,250,000	\$ 10,450,000	\$ 9,900,000	\$ 550,000	var	1012768	2/1/38
10216	U.S. Bank National Association	Medaille College 2013 Refund of ECIDA 2003 Bond	\$18,240,000	\$ 13,700,000	\$ 13,010,000	\$ 690,000	fixed	11943KBA9, 11943KBB7, 11943KBE1, 11943KBC5, 11943KBD3	2/16/35
10404	Zions Bancorporation	Marina Vista	\$13,300,000	\$ 12,957,964	\$ 12,768,730	\$ 189,234	fixed	CPC7068801, 7916	12/20/37
10758	Huntington National Bank	OAHS Tonawanda TC, LLC (Tonawanda Towers)	\$11,740,000	\$ -	\$ 11,740,000	\$ -	Fixed	1	10/1/1962
1062	M&T Bank	Niagara Maryland Development, LLC	\$2,500,000	\$ 420,000	\$ 215,000	\$ 205,000	var	295088FM5	6/1/23
2360	New York Housing Finance Agency	2009 Shoreline Apartments LLC	\$9,000,000	\$ 1,143,250	\$ 1,096,892	\$ 46,358	0.055	5003	11/30/41
10504	U.S. Bank National Association	Related Affordable/Elmwood Square Apartments	\$8,590,000	\$8,590,000	\$ 8,590,000	\$ -	1.846%, Fixed		2038
10140	M&T Bank	Joint Schools Construction Board 2012A Refinancing	\$209,540,000	\$95,185,000	\$ -	\$ 95,185,000	var.	G018	5/1/26
10194	M&T Bank	Joint Schools Construction Board 2013 Refund of 2009A Bonds	\$62,540,000	\$ 60,520,000	\$ 60,235,000	\$ 285,000	var	254	5/1/28
10291	M&T Bank	Joint Schools Construction Board (Refund of 2007A & 2008A bonds) - Series 2015A	\$236,975,000	\$ 160,470,000	\$ 140,925,000	\$ 19,545,000	var.	H378	2029
10342	M&T Bank	Joint Schools Construction Board Series 2016A (Refund of 2009A Bonds)	\$133,580,000	\$ 115,370,000	\$ 100,275,000	\$ 15,095,000	2.17		2031
10621	M&T Bank	Joint Schools Construction Board/City School District of the City of Buffalo -2021 series	\$109,135,000	\$109,135,000	\$ 103,935,000	\$ 5,200,000	Fixed		2032
10730	M&T Bank	Joint Schools Construction Board/City School District of the City of Buffalo - 2022 series	\$71,150,000	\$0	\$ 71,150,000	\$ -	Fixed		2026
1035	Huntington National Bank	Child & Family Services of Erie County	\$4,200,000	\$ 205,000	\$ -	\$ 205,000	var.	ERIENYCHL002 ; 5082022935	6/1/22
1036	Huntington National Bank	People, Inc.	\$13,685,000	\$ 60,000	\$ -	\$ 60,000	.0722; var	ERIENYPEOPLE; 5082023104	6/1/22
2516	Bank of New York Mellon	Our Lady of Victory Renaissance Corporation	\$11,860,000	\$ 7,305,000	\$ 6,805,000	\$ 500,000	0.053		4/1/32
				\$ 595,511,214	\$ 540,645,622				

Id	Bank	ProjectName	Bond Amount	Year Start Balance 2022	Year End Balance 2022	Principal Paid 2022	Interest Rate	Loan Number
10111	M&T Bank	Cantalician Center for Learning-Series A	\$9,525,000	\$5,378,333	\$ 4,953,333	\$425,000	var.	1034105
10398	M&T Bank	Medaille College 2018 Series Refunding of 2010 Bonds	\$9,350,000	\$ 9,150,000	\$ 9,045,000	\$105,000		
2758	UMB Bank	Enterprise Charter School	\$7,345,000	\$6,215,000	\$ 6,060,000	\$155,000	7.5	1032851
10371	M&T Bank	Tapestry Charter School	\$33,900,000	\$32,625,000	\$ 32,150,000	\$475,000		Series A - 123350-000 Series B - 123351-000
10399	Wilmington Trust	Global Concepts Charter School	\$6,185,000	\$ 5,525,000	\$ 5,290,000	\$235,000	4 & 5%	131876-000
10375	U.S. Bank	Charter School for Applied Technologies	\$22,995,000	\$19,355,000	\$18,340,000	\$1,015,000	Varies: 4.25%- 5.00%	220612000
10470	U.S. Bank	D'Youville College	\$48,205,000	\$47,405,000	\$ 46,525,000	\$880,000	Variable	
10296	M&T Bank	Canisius College of Buffalo, New York - Refund of 2004-2005 DASNY Bonds - Series 2015A	\$30,760,000	\$20,690,000	\$ 19,825,000	\$865,000	Libor rate: 1.3375	3233822
10296	M&T Bank	Canisius College of Buffalo, New York - Refund of 2004-2005 DASNY Bonds - Series 2015B	\$16,195,000	\$16,195,000	\$ 16,195,000	\$0	Libor rate: 1.4075	3233830
10290	The Bank of New York Mellon	Orchard Park CCRC, Inc. a/k/a Fox Run	\$44,490,000	\$36,975,000	\$ 35,550,000	\$1,425,000	1-5%	
10018	Key Bank	134 High Street, LLC	\$24,050,000	\$19,312,637	\$ -	\$19,312,637	1.9	2000 19408
10713	Key Government Finance, Inc.	134 High Street, LLC, Series 2022	\$19,635,847	\$0	\$ 19,023,082	\$ 612,765	2.92%	
10338	M&T Bank	854 Ellicott Street, LLC	\$44,328,500	\$41,332,249	\$ 35,384,328	\$5,947,921	2.95	99-6641368-3
10278	The Bank of New York Mellon	Catholic Health System	\$93,800,000	\$77,245,000	\$ 72,980,000	\$4,265,000	5	
				\$337,403,219	321,320,743.11			

**Erie County Industrial Development Agency**  
**Compensation Schedule**  
**Year Ended: December 31, 2022**

**ATTACHMENT 3**

The following employees had a base salary greater than \$100,000 in 2022:

Name	Title	Salary	Performance Compensation	Payroll Taxes*	Benefits	Total
John Cappellino	President & CEO	\$ 186,389	-	11,194	40,828	\$ 238,411
Elizabeth O'Keefe	Vice President - Operations	\$ 112,261	3,238	9,088	21,901	\$ 146,488
Mollie Profic	Vice President & CFO	\$ 110,627	3,191	8,959	36,646	\$ 159,423
Grant Lesswing	Director of Business Development	\$ 102,222	2,949	8,297	28,913	\$ 142,381

\* Represents Employer's Share of FICA taxes (Social Security & Medicare) & NYS Unemployment Insurance taxes

Annual Report for Erie County Industrial Development Agency

Fiscal Year Ending: 12/31/2022

Run Date: 03/03/2023  
Status: UNSUBMITTED  
Certified Date: N/A

Attachment #3A

Name	Title	Severance Package	Payment For Unused Leave	Club Memberships	Use of Corporate Credit Cards	Personal Loans	Auto	Transportation	Housing Allowance	Spousal / Dependent Life Insurance	Tuition Assistance	Multi-Year Employment	None of these benefits	Other
McDuffie, Brenda	Board of Directors									Insurance			X	
Nellis, Glenn	Board of Directors												X	
Poloncarz, Mark	Board of Directors												X	
Pridgen, Darius	Board of Directors												X	
Schoelz, Kenneth	Board of Directors												X	
Vukelic, Paul	Board of Directors												X	

**Staff**

Name	Title	Severance Package	Payment For Unused Leave	Club Memberships	Use of Corporate Credit Cards	Personal Loans	Auto	Transportation	Housing Allowance	Spousal / Dependent Life Insurance	Tuition Assistance	Multi-Year Employment	None of these benefits	Other
Cappellino, John	President & CEO									Insurance			X	
Lesswing, Grant	Director of Business Development												X	
O'Keefe, Elizabeth	Vice President of Operations												X	
Profic, Mollie	Vice President & Chief Financial Officer												X	

**Erie County Industrial Development Agency**  
 Projects Undertaken by the Corporation  
 Year Ended: December 31, 2022

Company	Projected Year 2 Jobs	Net Jobs Projected to be Created	Lease Project Amount	Tax Exempt Bond Amount	Date Approved
1 791 Washington Street, LLC	5	5	\$ 107,950,000		1/26/2022
2 Ellicott Townhomes	4	2	54,664,295	\$ 33,000,000	10/26/2022
3 Laborers Way 1	20	20	27,800,000		8/24/2022
4 Tonawanda Towers	3	0	25,040,720	13,000,000	10/26/2022
5 10 Dona Street; Renaissance 6, LLC	41	41	19,692,754		11/30/2022
6 Perry's Ice Cream	371	15	18,000,000		7/27/2022
7 Broadway Development & Management Group, LLC	5	5	12,500,000		1/26/2022
8 950 Broadway	34	34	11,653,862		9/28/2022
9 Warehouse #2 @132 Dingens	18	18	9,300,000		12/21/2022
10 380 Vulcan/Carrier Terminal Services, Inc.	7	3	7,145,000		7/27/2022
11 Alden NY Shop	82	15	5,225,000		12/21/2022
12 471 Elmwood Avenue	1	1	3,590,000		3/23/2022
13 A&A Union Road, LLC	14	2	3,110,729		7/27/2022
14 Arbor Multi-Family Lending	193	25	2,100,000		1/26/2022
15 Spaulding Business Park LLC	20	20	2,055,000		7/27/2022
16 Lactalis American Group, Inc.	360	27	1,436,697		1/26/2022
17 JSCB Series 2022A Refunding of 2012A Bonds	0	0		80,000,000	4/27/2022
<b>Total:</b>	1178	233	\$ 311,264,057	\$ 126,000,000	

**Buffalo & Erie County Regional Development Corporation**

Projects Undertaken by the Corporation (Loans)

Year Ended: December 31, 2022

<u>Company</u>	<u>Loan Amount</u>	<u>Date Closed</u>
1 Plastic Acquisitions, Inc.	\$ 1,500,000	3/4/2022
2 Upstate Builders Supply LLC	750,000	9/27/2022
3 Johnsons Taphouse, Inc.	600,000	12/20/2022
4 ABM Holdings 1 LLC dba Midland Machinery Co. Inc.	475,000	11/28/2022
5 Kishore Inc. dba Spice Bazaar	400,000	1/27/2022
6 ACB Operations, LLC	400,000	3/25/2022
Total	<u>\$ 4,125,000</u>	

## Buffalo & Erie County Industrial Land Development Corporation

Projects Undertaken by the Corporation (Loans)

Year Ended: December 31, 2022

<u>Company</u>	<u>Loan Amount</u>	<u>Date Closed</u>
1 Lakeshore Grooming Lounge	\$ 35,000	2/3/2022
2 Sweet Sip Juice Bar LLC-Joshua Chester	35,000	5/25/2022
3 CRS Painting	35,000	6/7/2022
4 M.A.C Fitness 100, LLC	35,000	6/8/2022
5 Twin Oak Trails LLC	35,000	6/14/2022
6 K&B Properties of WNY LLC	35,000	6/28/2022
7 Feelings Rock, Inc.	35,000	8/5/2022
8 Stack Burger LLC	35,000	8/9/2022
9 Wild Disc LLC	35,000	8/10/2022
10 Goshen Farms	35,000	12/21/2022
11 Davies Hillside Farms	35,000	12/22/2022
12 Robbyn Drake Consulting	30,000	6/8/2022
13 Til Death Tattoos of WNY-Derrick Buyea	15,000	3/28/2022
14 Rachacha Designs	5,000	9/16/2022
Total	\$ 435,000	

**Erie County Industrial Development Agency**  
**Property Report**  
**Year Ended: December 31, 2022**

Table 1. The following is a listing of all real property owned by the ECIDA and its affiliates at December 31, 2022.

Owner	Address and Location of Property	Full Description of Property	Estimated FMV of Property*
ECIDA	Gateway Trade Center - N.W. Hamburg Turnpike, Lackawanna, NY 14218	Commercial warehouse	\$ 1,215,000
ECIDA	143 Genesee Street, Buffalo, NY 14203	12,803 square foot office facility	1,800,000
ILDG	3445 River Road, Tonawanda, NY 14150	Vacant land	20,000
ILDG	1526 Eden Evans Center Road, Evans, NY 14006	237.99 acres of land w/4 commercial buildings	703,506
ILDG	2303 Hamburg Turnpike, Lackawanna, NY 14218	152.89 acres of vacant land w/19,368 s.f. building	\$ 1,619,331

Table 2. The following is a listing of personal property (with a fair market value ("FMV") in excess of \$5,000) and all real property that was disposed of during 2022.

Owner	Address and Location of Property	Full Description of Property	Estimated FMV* of Property	Name & Address of Purchaser	Date of Sale	Price Received
ILDG	Part of 2303 Hamburg Turnpike, Lackawanna, NY 14218	8.29 acres of vacant land (Parcel II-11)	\$ 153,365	The Uniland Partnership of Delaware, L.P. 100 Corporate Parkway, Suite 500 Amherst, NY 14226	7/14/2022	\$207,250

Table 3. The following is a listing of all real property that was acquired during 2022.

Owner	Address and Location of Property	Full Description of Property	Estimated FMV* of Property	Name & Address of Seller	Date of Purchase	Price Paid

Please note that the above listing excludes the hundreds of properties in which the ECIDA has technical title in order to convey certain tax or other benefits. The properties presented are those where the ECIDA has "real" beneficial ownership.

\* Based on assessed value (adjusted for tax equalization rate if applicable) or appraisal, if available.



**ECIDA/RDC/ILDC Board Committees**  
**(As of 12/31/22)**

Attachment #6

Key: E= ECIDA, R=RDC, I=ILDC

Name	Executive	Governance	Compensation	Finance & Audit	Nominating	Policy	Loan	Loan Write-Off
Denise Abbott						ER	ER	
Thomas Baines*		ERI						
April Baskin*						ER		
Penny Beckwith*				ERI				ERI
Diane Benczkowski					ERI			
Mark Blue			E			ER		
Byron Brown	ER					ER		
Allison DeHonney*				ERI				
Colleen Dipirro*						ER		
Joseph Emminger	ER						ER	
Zachary Evans*		ERI			ERI	ER	ER	
Dottie Gallagher			E		ERI			
Rebecca Gandour*							ER	
Howard Johnson		ERI						
Tyra Johnson-Hux		ERI						ERI
Brian Kulpa				ERI				
Nancy LaTulip*							ER	
Richard Lipsitz	ER		E		ERI	ER		
Denise McCowan								
Brenda McDuffie	ER	ERI	E			ER		
David McKinley*							ER	
Glenn Nellis	ER			ERI		ER		
Mark Poloncarz	ER		E		ERI			
Darius Pridgen	ER							ERI
Kenneth Schoetz		ERI	E		ERI			ERI
Laura Smith*						ER		
David State*		ERI				ER		

**ECIDA/RDC/ILDC Board Committees**

**(As of 12/31/22)**

Attachment #6

Key: E= ECIDA, R=RDC, I=ILDC

	Executive	Governance	Compensation	Finance & Audit	Nominating	Policy	Loan	Loan Write-Off
Lavon Stephens*						ER		
Michael Szukala*				ERI				
Michael Taylor*							ER	
John Tobia*						ER		
Paul Vukelic						ER		
William Witzleben*				ERI				ERI
Royce Woods*							ER	

\* Non-Board members

**2022 ECIDA AND AFFILIATES BOARD MEMBER MEETING LIST**  
X = ATTENDED

Attachment #7

Board	Member	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Notes
ECIDA	Denise Abbott	X	X	X		No Meeting	X	X	X	X	X	X	X	
	Hon. Diane Berneckowski	X	X		X		X	X				X	X	
	Rev. Mark Blue	X	X	X			X	X	X	X		X	X	
	Hon. Byron Brown				X		X		X					
	James Doherty													
	Hon. Joseph Emminger	X	X		X			X	X	X	X	X	X	
	Dottie Gallagher	X					X		X				X	
	Michael Hughes						X					X	X	Term began 06/22/2022.
	Hon. Howard Johnson	X	X	X	X		X	X	X	X	X	X	X	
	Tyra Johnson Hux	X	X	X	X		X	X	X	X	X	X	X	
	Hon. Brian Kulpa	X	X	X	X		X	X	X	X	X	X	X	
	Richard Lipsitz Jr.	X	X	X	X		X	X	X	X	X	X	X	
	Denise McCowan								X	X	X	X	X	Term began 7/27/2022.
	Brenda McDuffie	X	X	X	X		X	X	X	X	X	X	X	
	Hon. Glenn Nellis	X	X	X	X		X	X	X	X	X	X	X	
	Hon. Mark Poloncarz	X	X	X	X		X	X	X	X	X	X	X	
	Rev. Darius Pridgen	X	X	X	X		X	X	X	X	X	X	X	
	St. Denise Roche	X	X	X	X		X	X	X	X	X	X	X	Term ended 6/22/2022.
	Kenneth Scholtz	X	X		X		X	X	X	X	X	X	X	
	Paul Vukelic	X	X				X	X	X	X	X	X	X	
	Renee Wilson			X										Term ended 6/22/2022.
Board	Member	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Notes
RDC	Denise Abbott	No Meeting	No Meeting	3/23/22	4/27/22	No Meeting	No Meeting	7/27/22	No Meeting	9/28/22	10/26/22	11/30/22	12/21/22	
	Diane Berneckowski				X		X	X		X	X	X	X	
	Rev. Mark Blue			X			X	X		X	X	X	X	
	Hon. Byron Brown				X									
	James Doherty													
	Hon. Joseph Emminger				X		X	X		X	X	X	X	
	Dottie Gallagher			X									X	
	Michael Hughes											X	X	Term began 06/22/2022.
	Howard Johnson			X	X		X	X		X	X	X	X	
	Tyra Johnson Hux			X	X		X	X		X	X	X	X	
	Hon. Brian Kulpa			X	X		X	X		X	X	X	X	
	Richard Lipsitz			X	X		X	X		X	X	X	X	
	Denise McCowan									X	X	X	X	Term began 7/27/2022.
	Brenda McDuffie			X	X		X	X		X	X	X	X	
	Hon. Glenn Nellis			X	X		X	X		X	X	X	X	
	Hon. Mark Poloncarz			X	X		X	X		X	X	X	X	

**2022 ECIDA AND AFFILIATES BOARD MEMBER MEETING LIST**  
**X = ATTENDED**

Attachment #7

Board	Member	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Notes	
RDC	Rev. Darius Prigden	No Meeting	No Meeting	X	4/27/22	No Meeting	No Meeting	X	9/28/22	X	10/26/22	X	11/30/22	12/21/22	Term ended 6/22/2022.
	Sr. Denise Roche			X	X			X		X	X	X	X		Term ended 6/22/2022.
	Kenneth Schoetz				X			X			X	X	X		
	Pau Vukelic											X			
	Renee Wilson			X											Term ended 6/22/2022.
Board	Member	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Notes	
RDC	Denise Abbott	X	X			No Meeting	X	X	No Meeting	X	10/26/22	No Meeting	No Meeting		
	Hon. April Bastin	X			X		X	X		X					
	Hon. Byron Brown				X		X								
	Daniel Castle													Term began 11/30/2022.	
	Hon. Howard Johnson	X	X	X	X		X	X		X	X				
	Richard Lipsitz	X	X	X	X		X	X		X	X				
	Hon. Mark Poloncarz	X	X	X	X		X	X		X	X				
	Maria Whyre	X	X	X	X		X			X				Term ended 9/28/2022	

# ATTACHMENT 8

Procurement Report for Erie County Industrial Development Agency

Fiscal Year Ending: 12/31/2022

Run Date: 03/06/2023  
 Status: UNSUBMITTED  
 Certified Date : N/A

**Procurement Information:**

Question	Response	URL (if Applicable)
1. Does the Authority have procurement guidelines?	Yes	<a href="https://www.ecidany.com/about-us-corporate-policies">https://www.ecidany.com/about-us-corporate-policies</a>
2. Are the procurement guidelines reviewed annually, amended if needed, and approved by the Board?	Yes	
3. Does the Authority allow for exceptions to the procurement guidelines?	No	
4. Does the Authority assign credit cards to employees for travel and/or business purchases?	No	
5. Does the Authority require prospective bidders to sign a non-collusion agreement?	Yes	
6. Does the Authority incorporate a summary of its procurement policies and prohibitions in its solicitation of proposals, bid documents, or specifications for procurement contracts?	Yes	
7. Did the Authority designate a person or persons to serve as the authorized contact on a specific procurement, in accordance with Section 139-(2)(a) of the State Finance Law, "The Procurement Lobbying Act"?	Yes	
8. Did the Authority determine that a vendor had impermissible contact during a procurement or attempted to influence the procurement during the reporting period, in accordance with Section 139-(10) of the State Finance Law?	No	
8a. If Yes, was a record made of this impermissible contact?		
9. Does the Authority have a process to review and investigate allegations of impermissible contact during a procurement, and to impose sanctions in instances where violations have occurred, in accordance with Section 139-(9) of the State Finance Law?	Yes	

Procurement Report for Erie County Industrial Development Agency

Fiscal Year Ending: 12/31/2022

Run Date: 03/06/2023  
Status: UNSUBMITTED  
Certified Date : N/A

**Procurement Transactions Listing:**

<b>1.</b>	<b>Vendor Name</b>	Audacy Operations, Inc.	<b>Address Line1</b>	500 Corporate Parkway
	<b>Type of Procurement</b>	Other Professional Services	<b>Address Line2</b>	Suite 200
	<b>Award Process</b>	Authority Contract - Non-Competitive Bid	<b>City</b>	BUFFALO
	<b>Award Date</b>	9/1/2022	<b>State</b>	NY
	<b>End Date</b>	3/31/2023	<b>Postal Code</b>	14226
	<b>Fair Market Value</b>	\$8,050.00	<b>Plus 4</b>	
	<b>Amount</b>	\$8,050.00	<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$8,050.00	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Targeted local radio and social media advertising

<b>2.</b>	<b>Vendor Name</b>	Buffalo Business First	<b>Address Line1</b>	465 Main Street
	<b>Type of Procurement</b>	Other	<b>Address Line2</b>	
	<b>Award Process</b>	Non Contract Procurement/Purchase Order	<b>City</b>	BUFFALO
	<b>Award Date</b>		<b>State</b>	NY
	<b>End Date</b>		<b>Postal Code</b>	14203
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>		<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$40,082.50	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Targeted advertising campaigns in local weekly business publication and event sponsorships

Procurement Report for Erie County Industrial Development Agency

Fiscal Year Ending: 12/31/2022

Run Date: 03/06/2023  
Status: UNSUBMITTED  
Certified Date : N/A

<b>3.</b>	<b>Vendor Name</b>	Buffalo Niagara Manufacturing Alliance	<b>Address Line1</b>	683 Northland Avenue
	<b>Type of Procurement</b>	Other	<b>Address Line2</b>	
	<b>Award Process</b>	Non Contract Procurement/Purchase Order	<b>City</b>	BUFFALO
	<b>Award Date</b>		<b>State</b>	NY
	<b>End Date</b>		<b>Postal Code</b>	14211
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>		<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$7,500.00	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Annual sponsorship

<b>4.</b>	<b>Vendor Name</b>	Buffalo Niagara Partnership	<b>Address Line1</b>	257 W Genesee Street
	<b>Type of Procurement</b>	Other	<b>Address Line2</b>	Suite 600
	<b>Award Process</b>	Non Contract Procurement/Purchase Order	<b>City</b>	BUFFALO
	<b>Award Date</b>		<b>State</b>	NY
	<b>End Date</b>		<b>Postal Code</b>	14202
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>		<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$16,205.00	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Sponsorship for Diversity & Inclusion assessment, annual membership, event registrations

Procurement Report for Erie County Industrial Development Agency

Fiscal Year Ending: 12/31/2022

Run Date: 03/06/2023  
Status: UNSUBMITTED  
Certified Date : N/A

<b>5. Vendor Name</b>	Buffalo Urban Development Corporation	<b>Address Line1</b>	95 Perry Street
<b>Type of Procurement</b>	Other	<b>Address Line2</b>	Suite 404
<b>Award Process</b>	Non Contract Procurement/Purchase Order	<b>City</b>	BUFFALO
<b>Award Date</b>		<b>State</b>	NY
<b>End Date</b>		<b>Postal Code</b>	14203
<b>Fair Market Value</b>		<b>Plus 4</b>	
<b>Amount</b>		<b>Province/Region</b>	
<b>Amount Expended For Fiscal Year</b>	\$100,000.00	<b>Country</b>	United States
<b>Explain why the Fair Market Value Is Less than the Amount</b>		<b>Procurement Description</b>	Support for Buffalo's Race for Place initiative

<b>6. Vendor Name</b>	C&S Engineers	<b>Address Line1</b>	141 Elm Street, Suite 100
<b>Type of Procurement</b>	Consulting Services	<b>Address Line2</b>	
<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	BUFFALO
<b>Award Date</b>	3/8/2021	<b>State</b>	NY
<b>End Date</b>		<b>Postal Code</b>	14203
<b>Fair Market Value</b>		<b>Plus 4</b>	
<b>Amount</b>	\$215,987.00	<b>Province/Region</b>	
<b>Amount Expended For Fiscal Year</b>	\$40,651.50	<b>Country</b>	United States
<b>Explain why the Fair Market Value Is Less than the Amount</b>		<b>Procurement Description</b>	Planning, environmental, financial and design services for public sanitary sewer and water line extensions at Renaissance Commerce Park.



Procurement Report for Erie County Industrial Development Agency

Fiscal Year Ending: 12/31/2022

Run Date: 03/06/2023  
Status: UNSUBMITTED  
Certified Date : N/A

<b>7.</b>	<b>Vendor Name</b>	Construction Trades Staffing, Inc.	<b>Address Line1</b>	PO Box 1108
	<b>Type of Procurement</b>	Staffing Services	<b>Address Line2</b>	3959 N. Buffalo Road
	<b>Award Process</b>	Authority Contract - Non-Competitive Bid	<b>City</b>	ORCHARD PARK
	<b>Award Date</b>	5/18/2021	<b>State</b>	NY
	<b>End Date</b>	10/17/2022	<b>Postal Code</b>	14127
	<b>Fair Market Value</b>	\$14,400.00	<b>Plus 4</b>	
	<b>Amount</b>	\$14,400.00	<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$14,400.00	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Direct hire placement fee.

<b>8.</b>	<b>Vendor Name</b>	Copier Fax Business Technologies, Inc.	<b>Address Line1</b>	465 Ellicott Street
	<b>Type of Procurement</b>	Commodities/Supplies	<b>Address Line2</b>	
	<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	BUFFALO
	<b>Award Date</b>	12/14/2018	<b>State</b>	NY
	<b>End Date</b>	12/14/2023	<b>Postal Code</b>	14203
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>	\$11,059.47	<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$11,059.47	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	DocuWare annual maintenance charges (\$7,010.00), and copier charges (\$4,039.47).

Procurement Report for Erie County Industrial Development Agency  
Fiscal Year Ending: 12/31/2022

Run Date: 03/06/2023  
Status: UNSUBMITTED  
Certified Date : N/A

<b>9.</b>	<b>Vendor Name</b>	DeLage Landen Financial Services, Inc.	<b>Address Line1</b>	PO Box 41602
	<b>Type of Procurement</b>	Technology - Hardware	<b>Address Line2</b>	
	<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	PHILADELPHIA
	<b>Award Date</b>	12/14/2018	<b>State</b>	PA
	<b>End Date</b>	2/28/2023	<b>Postal Code</b>	19101
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>	\$5,580.12	<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$5,580.12	<b>Country</b>	United States
	<b>Explain why the Fair Market Value Is Less than the Amount</b>		<b>Procurement Description</b>	Lease for office copiers.

<b>10.</b>	<b>Vendor Name</b>	Empire State Development Corporation	<b>Address Line1</b>	633 Third Avenue
	<b>Type of Procurement</b>	Other	<b>Address Line2</b>	
	<b>Award Process</b>	Authority Contract - Non-Competitive Bid	<b>City</b>	NEW YORK
	<b>Award Date</b>	3/7/2008	<b>State</b>	NY
	<b>End Date</b>	9/30/2023	<b>Postal Code</b>	10017
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>	\$191,269.22	<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$191,269.22	<b>Country</b>	United States
	<b>Explain why the Fair Market Value Is Less than the Amount</b>		<b>Procurement Description</b>	Rent for offices at 95 Perry Street.

Procurement Report for Erie County Industrial Development Agency

Fiscal Year Ending: 12/31/2022

Run Date: 03/06/2023  
Status: UNSUBMITTED  
Certified Date : N/A

<b>11. Vendor Name</b>	Freed Maxick CPAs, P.C.	<b>Address Line1</b>	424 Main Street, Suite 800
<b>Type of Procurement</b>	Financial Services	<b>Address Line2</b>	
<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	BUFFALO
<b>Award Date</b>	9/27/2017	<b>State</b>	NY
<b>End Date</b>	9/30/2022	<b>Postal Code</b>	14202
<b>Fair Market Value</b>		<b>Plus 4</b>	
<b>Amount</b>	\$30,500.00	<b>Province/Region</b>	
<b>Amount Expended For Fiscal Year</b>	\$30,500.00	<b>Country</b>	United States
<b>Explain why the Fair Market Value Is Less than the Amount</b>		<b>Procurement Description</b>	Audit services.

<b>12. Vendor Name</b>	Guardian	<b>Address Line1</b>	10 Hudson Yards
<b>Type of Procurement</b>	Other	<b>Address Line2</b>	
<b>Award Process</b>	Authority Contract - Non-Competitive Bid	<b>City</b>	NEW YORK
<b>Award Date</b>	1/1/2022	<b>State</b>	NY
<b>End Date</b>	12/31/2022	<b>Postal Code</b>	10001
<b>Fair Market Value</b>	\$20,518.80	<b>Plus 4</b>	
<b>Amount</b>	\$20,518.80	<b>Province/Region</b>	
<b>Amount Expended For Fiscal Year</b>	\$20,518.80	<b>Country</b>	United States
<b>Explain why the Fair Market Value Is Less than the Amount</b>		<b>Procurement Description</b>	Dental insurance for ECIDA employees.

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<b>13.</b>	<b>Vendor Name</b>	Harris Beach, PLLC	<b>Address Line1</b>	Larkin at Exchange
	<b>Type of Procurement</b>	Legal Services	<b>Address Line2</b>	726 Exchange Street, Suite 1000
	<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	BUFFALO
	<b>Award Date</b>	1/12/2009	<b>State</b>	NY
	<b>End Date</b>	5/1/2023	<b>Postal Code</b>	14210
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>	\$41,240.78	<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$41,240.78	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Legal services.

<b>14.</b>	<b>Vendor Name</b>	Highmark Blue Cross Blue Shield of WNY	<b>Address Line1</b>	257 W Genesee Street
	<b>Type of Procurement</b>	Other	<b>Address Line2</b>	Suite 100
	<b>Award Process</b>	Authority Contract - Non-Competitive Bid	<b>City</b>	BUFFALO
	<b>Award Date</b>	1/1/2022	<b>State</b>	NY
	<b>End Date</b>	12/31/2022	<b>Postal Code</b>	14202
	<b>Fair Market Value</b>	\$18,333.00	<b>Plus 4</b>	
	<b>Amount</b>	\$18,333.00	<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$18,333.00	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Health insurance for employees

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15.	Vendor Name	Independent Health	Address Line1	511 Farber Lakes Drive
	Type of Procurement	Other	Address Line2	
	Award Process	Authority Contract - Non-Competitive Bid	City	WILLIAMSVILLE
	Award Date	1/1/2022	State	NY
	End Date	12/31/2022	Postal Code	14221
	Fair Market Value	\$202,742.58	Plus 4	
	Amount	\$202,742.58	Province/Region	
	Amount Expended For Fiscal Year	\$202,742.58	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Health insurance for employees

16.	Vendor Name	Innovative Cloud Solutions, LLC	Address Line1	165 Montgomery Road
	Type of Procurement	Technology - Consulting/Development or Support	Address Line2	
	Award Process	Non Contract Procurement/Purchase Order	City	ALTAMONTE SPRINGS
	Award Date		State	FL
	End Date		Postal Code	32714
	Fair Market Value		Plus 4	
	Amount		Province/Region	
	Amount Expended For Fiscal Year	\$5,320.00	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Support and implementation of general ledger software

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17.	Vendor Name	Invest Buffalo Niagara	Address Line1	257 W. Genesee Street
	Type of Procurement	Other	Address Line2	Suite 600
	Award Process	Non Contract Procurement/Purchase Order	City	BUFFALO
	Award Date		State	NY
	End Date		Postal Code	14202
	Fair Market Value		Plus 4	
	Amount		Province/Region	
	Amount Expended For Fiscal Year	\$75,000.00	Country	United States
	Explain why the Fair Market Value Is Less than the Amount		Procurement Description	Membership investment

18.	Vendor Name	Layer 3 Technologies	Address Line1	1645 Lyell Avenue
	Type of Procurement	Technology - Software	Address Line2	
	Award Process	Purchased Under State Contract	City	ROCHESTER
	Award Date		State	NY
	End Date		Postal Code	14606
	Fair Market Value		Plus 4	
	Amount		Province/Region	
	Amount Expended For Fiscal Year	\$6,473.04	Country	United States
	Explain why the Fair Market Value Is Less than the Amount		Procurement Description	IT services subscription, multi-factor authentication software

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19.	Vendor Name	Leadership Buffalo	Address Line1	500 Seneca Street
	Type of Procurement	Other	Address Line2	Suite 304
	Award Process	Non Contract Procurement/Purchase Order	City	BUFFALO
	Award Date		State	NY
	End Date		Postal Code	14204
	Fair Market Value		Plus 4	
	Amount		Province/Region	
	Amount Expended For Fiscal Year	\$6,755.00	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Program tuition, membership dues

20.	Vendor Name	Lino Engineers, Inc.	Address Line1	690 Delaware Avenue
	Type of Procurement	Consulting Services	Address Line2	
	Award Process	Authority Contract - Competitive Bid	City	BUFFALO
	Award Date	1/26/2022	State	NY
	End Date		Postal Code	14209
	Fair Market Value		Plus 4	
	Amount	\$116,372.00	Province/Region	
	Amount Expended For Fiscal Year	\$8,988.00	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Consulting and planning services related to the Shoreline Trail Enhancement Project.

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<b>21. Vendor Name</b>	Loptr Security, LLC	<b>Address Line1</b>	574 Main Street
<b>Type of Procurement</b>	Technology - Software	<b>Address Line2</b>	Suite 201
<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	EAST AURORA
<b>Award Date</b>	2/1/2020	<b>State</b>	NY
<b>End Date</b>	1/31/2023	<b>Postal Code</b>	14052
<b>Fair Market Value</b>		<b>Plus 4</b>	
<b>Amount</b>	\$6,489.02	<b>Province/Region</b>	
<b>Amount Expended For Fiscal Year</b>	\$6,489.02	<b>Country</b>	United States
<b>Explain why the Fair Market Value Is Less than the Amount</b>		<b>Procurement Description</b>	Cyber security services and virtual security licensing renewal

<b>22. Vendor Name</b>	MRR Group	<b>Address Line1</b>	145 Culver Road, Suite 160
<b>Type of Procurement</b>	Consulting Services	<b>Address Line2</b>	
<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	ROCHESTER
<b>Award Date</b>	10/4/2021	<b>State</b>	NY
<b>End Date</b>	9/30/2022	<b>Postal Code</b>	14620
<b>Fair Market Value</b>		<b>Plus 4</b>	
<b>Amount</b>	\$85,000.00	<b>Province/Region</b>	
<b>Amount Expended For Fiscal Year</b>	\$69,190.00	<b>Country</b>	United States
<b>Explain why the Fair Market Value Is Less than the Amount</b>		<b>Procurement Description</b>	Economic development consulting/planning services for update of Comprehensive Economic Development Strategy (\$69,190.00), cost-benefit analysis tool (\$1,000.00)



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23.	Vendor Name	Management Recruiters of Williamsville	Address Line1	6790 Main Street, Suite 160
	Type of Procurement	Staffing Services	Address Line2	
	Award Process	Authority Contract - Non-Competitive Bid	City	WILLIAMSVILLE
	Award Date	4/5/2022	State	NY
	End Date	6/6/2022	Postal Code	14221
	Fair Market Value	\$14,629.00	Plus 4	
	Amount	\$14,629.00	Province/Region	
	Amount Expended For Fiscal Year	\$14,629.00	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Direct hire placement fee

24.	Vendor Name	Metropolitan Life Insurance Company	Address Line1	200 Park Avenue
	Type of Procurement	Other	Address Line2	
	Award Process	Authority Contract - Non-Competitive Bid	City	NEW YORK
	Award Date	5/1/2020	State	NY
	End Date	4/30/2023	Postal Code	10166
	Fair Market Value	\$12,244.74	Plus 4	
	Amount	\$12,244.74	Province/Region	
	Amount Expended For Fiscal Year	\$12,244.74	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Group term life insurance, long-term disability insurance and accidental death insurance for employees

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25.	Vendor Name	NYSIF Workers' Compensation	Address Line1	PO Box 5238
	Type of Procurement	Other Professional Services	Address Line2	
	Award Process	Non Contract Procurement/Purchase Order	City	NEW YORK
	Award Date		State	NY
	End Date		Postal Code	10008
	Fair Market Value		Plus 4	
	Amount		Province/Region	
	Amount Expended For Fiscal Year	\$6,603.35	Country	United States
	Explain why the Fair Market Value Is Less than the Amount		Procurement Description	Workers comp insurance premiums 12/29/22-12/29/23

26.	Vendor Name	New York State Economic Development Council (NYSDEC)	Address Line1	111 Washington Avenue
	Type of Procurement	Other	Address Line2	4th Floor
	Award Process	Non Contract Procurement/Purchase Order	City	ALBANY
	Award Date		State	NY
	End Date		Postal Code	12210
	Fair Market Value		Plus 4	
	Amount		Province/Region	
	Amount Expended For Fiscal Year	\$12,947.00	Country	United States
	Explain why the Fair Market Value Is Less than the Amount		Procurement Description	Sponsorships for events (\$6,000), membership dues (\$2,000), event registrations (\$4,947.00)

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27.	Vendor Name	Philadelphia Insurance Companies	Address Line1	P.O. Box 70251
	Type of Procurement	Other	Address Line2	
	Award Process	Authority Contract - Competitive Bid	City	PHILADELPHIA
	Award Date	12/31/2021	State	PA
	End Date	12/31/2022	Postal Code	19176
	Fair Market Value		Plus 4	
	Amount	\$81,117.62	Province/Region	
	Amount Expended For Fiscal Year	\$81,117.62	Country	United States
	Explain why the Fair Market Value Is Less than the Amount		Procurement Description	Directors & officers insurance, municipal package insurance, and general liability insurance for 2022 calendar.

28.	Vendor Name	Print2Web, LLC	Address Line1	25 John Glenn Drive, Suite 102
	Type of Procurement	Other Professional Services	Address Line2	
	Award Process	Non Contract Procurement/Purchase Order	City	AMHERST
	Award Date		State	NY
	End Date		Postal Code	14228
	Fair Market Value		Plus 4	
	Amount		Province/Region	
	Amount Expended For Fiscal Year	\$14,482.75	Country	United States
	Explain why the Fair Market Value Is Less than the Amount		Procurement Description	2022 & 2023 Calendars (\$8,250), 2021 Annual Report graphic design and printing (\$6,045), poster (\$187.75)

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29.	Vendor Name	The Buffalo News	Address Line1	PO Box 650
	Type of Procurement	Other	Address Line2	
	Award Process	Non Contract Procurement/Purchase Order	City	BUFFALO
	Award Date		State	NY
	End Date		Postal Code	14240
	Fair Market Value		Plus 4	
	Amount		Province/Region	
	Amount Expended For Fiscal Year	\$19,902.75	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Public hearing notices, subscriptions

30.	Vendor Name	W.B. Mason Co., Inc.	Address Line1	P.O. Box 981101
	Type of Procurement	Commodities/Supplies	Address Line2	
	Award Process	Non Contract Procurement/Purchase Order	City	BOSTON
	Award Date		State	MA
	End Date		Postal Code	02298
	Fair Market Value		Plus 4	
	Amount		Province/Region	
	Amount Expended For Fiscal Year	\$9,188.77	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Office supplies.

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31.	Vendor Name	W.H. Green & Associates	Address Line1	400 Quaker Road
	Type of Procurement	Other	Address Line2	
	Award Process	Authority Contract - Competitive Bid	City	EAST AURORA
	Award Date	12/31/2021	State	NY
	End Date	12/31/2022	Postal Code	14052
	Fair Market Value		Plus 4	
	Amount	\$23,641.00	Province/Region	
	Amount Expended For Fiscal Year	\$23,641.00	Country	United States
	Explain why the Fair Market Value Is Less than the Amount		Procurement Description	Umbrella and second excess liability coverage for 2022 calendar year

32.	Vendor Name	WNY Commercial Real Estate Services	Address Line1	477 Main Street
	Type of Procurement	Other Professional Services	Address Line2	
	Award Process	Authority Contract - Competitive Bid	City	BUFFALO
	Award Date	5/28/2013	State	NY
	End Date	6/30/2015	Postal Code	14203
	Fair Market Value		Plus 4	
	Amount	\$34,628.35	Province/Region	
	Amount Expended For Fiscal Year	\$34,628.35	Country	United States
	Explain why the Fair Market Value Is Less than the Amount		Procurement Description	Commission payment stemming from lease extension at ECIDA-owned building.

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<b>33.</b>	<b>Vendor Name</b>	Windstream	<b>Address Line1</b>	P.O. Box 9001013
	<b>Type of Procurement</b>	Telecommunication Equipment or Services	<b>Address Line2</b>	
	<b>Award Process</b>	Purchased Under State Contract	<b>City</b>	LOUISVILLE
	<b>Award Date</b>		<b>State</b>	KY
	<b>End Date</b>		<b>Postal Code</b>	40290
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>		<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$21,078.98	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Phone and Internet Services

<b>34.</b>	<b>Vendor Name</b>	World Trade Center Buffalo Niagara, Inc.	<b>Address Line1</b>	683 Northland Avenue
	<b>Type of Procurement</b>	Other	<b>Address Line2</b>	Suite 1109
	<b>Award Process</b>	Non Contract Procurement/Purchase Order	<b>City</b>	BUFFALO
	<b>Award Date</b>		<b>State</b>	NY
	<b>End Date</b>		<b>Postal Code</b>	14211
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>		<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$5,500.00	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	2021-2022 membership (\$4,000), event sponsorship (\$1,500)

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**Additional Comments**

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**Procurement Information:**

Question	Response	URL (if Applicable)
1. Does the Authority have procurement guidelines?	Yes	<a href="https://www.ecidary.com/about-us-corporate-policies">https://www.ecidary.com/about-us-corporate-policies</a>
2. Are the procurement guidelines reviewed annually, amended if needed, and approved by the Board?	Yes	
3. Does the Authority allow for exceptions to the procurement guidelines?	No	
4. Does the Authority assign credit cards to employees for travel and/or business purchases?	No	
5. Does the Authority require prospective bidders to sign a non-collusion agreement?	Yes	
6. Does the Authority incorporate a summary of its procurement policies and prohibitions in its solicitation of proposals, bid documents, or specifications for procurement contracts?	Yes	
7. Did the Authority designate a person or persons to serve as the authorized contact on a specific procurement, in accordance with Section 139-f(2)(a) of the State Finance Law, "The Procurement Lobbying Act"?	Yes	
8. Did the Authority determine that a vendor had impermissible contact during a procurement or attempted to influence the procurement during the reporting period, in accordance with Section 139-f(10) of the State Finance Law?	No	
8a. If Yes, was a record made of this impermissible contact?		
9. Does the Authority have a process to review and investigate allegations of impermissible contact during a procurement, and to impose sanctions in instances where violations have occurred, in accordance with Section 139-f(9) of the State Finance Law?	Yes	



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**Procurement Transactions Listing:**

1.	Vendor Name	Erie County IDA	Address Line1	95 Perry Street
	Type of Procurement	Staffing Services	Address Line2	Suite 403
	Award Process	Non Contract Procurement/Purchase Order	City	BUFFALO
	Award Date		State	NY
	End Date		Postal Code	14203
	Fair Market Value		Plus 4	
	Amount		Province/Region	United States
	Amount Expended For Fiscal Year	\$297,384.25	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Management fee to Erie County IDA for staffing services, rent, and expense reimbursement.

2.	Vendor Name	Freed Maxick CPAs, P.C.	Address Line1	424 Main Street, Suite 800
	Type of Procurement	Other Professional Services	Address Line2	
	Award Process	Authority Contract - Competitive Bid	City	BUFFALO
	Award Date	9/27/2017	State	NY
	End Date	8/31/2022	Postal Code	14202
	Fair Market Value		Plus 4	
	Amount	\$16,050.00	Province/Region	United States
	Amount Expended For Fiscal Year	\$16,050.00	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Independent audit services.

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<b>3.</b>	<b>Vendor Name</b>	Hurwitz & Fine, P.C.	<b>Address Line1</b>	1300 Liberty Building
	<b>Type of Procurement</b>	Legal Services	<b>Address Line2</b>	
	<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	BUFFALO
	<b>Award Date</b>	5/1/2019	<b>State</b>	NY
	<b>End Date</b>	5/1/2023	<b>Postal Code</b>	14202
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>	\$62,318.24	<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$62,318.24	<b>Country</b>	United States
	<b>Explain why the Fair Market Value Is Less than the Amount</b>		<b>Procurement Description</b>	Legal services related to lending activity.

Additional Comments

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**ATTACHMENT 8B**

**Procurement Information:**

Question	Response	URL (if Applicable)
1. Does the Authority have procurement guidelines?	Yes	<a href="https://www.ecidary.com/about-us-corporate-policies">https://www.ecidary.com/about-us-corporate-policies</a>
2. Are the procurement guidelines reviewed annually, amended if needed, and approved by the Board?	Yes	
3. Does the Authority allow for exceptions to the procurement guidelines?	No	
4. Does the Authority assign credit cards to employees for travel and/or business purchases?	No	
5. Does the Authority require prospective bidders to sign a non-collusion agreement?	Yes	
6. Does the Authority incorporate a summary of its procurement policies and prohibitions in its solicitation of proposals, bid documents, or specifications for procurement contracts?	Yes	
7. Did the Authority designate a person or persons to serve as the authorized contact on a specific procurement, in accordance with Section 139-f(2)(a) of the State Finance Law, "The Procurement Lobbying Act"?	Yes	
8. Did the Authority determine that a vendor had impermissible contact during a procurement or attempted to influence the procurement during the reporting period, in accordance with Section 139-f(10) of the State Finance Law?	No	
8a. If Yes, was a record made of this impermissible contact?		
9. Does the Authority have a process to review and investigate allegations of impermissible contact during a procurement, and to impose sanctions in instances where violations have occurred, in accordance with Section 139-(9) of the State Finance Law?	Yes	

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**Procurement Transactions Listing:**

1.	Vendor Name	Buffalo Business First	Address Line1	465 Main Street
	Type of Procurement	Other	Address Line2	
	Award Process	Non Contract Procurement/Purchase Order	City	BUFFALO
	Award Date		State	NY
	End Date		Postal Code	14203
	Fair Market Value		Plus 4	
	Amount		Province/Region	
	Amount Expended For Fiscal Year	\$21,747.50	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Event sponsorships and targeted advertising in local weekly business publication.

2.	Vendor Name	E & R General Construction Inc.	Address Line1	38 Saint David's Drive
	Type of Procurement	Design and Construction/Maintenance	Address Line2	
	Award Process	Authority Contract - Competitive Bid	City	WEST SENECA
	Award Date	4/27/2022	State	NY
	End Date		Postal Code	14224
	Fair Market Value		Plus 4	
	Amount	\$1,474,316.50	Province/Region	
	Amount Expended For Fiscal Year	\$349,013.65	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Construction of 1,550 feet of new roadway ("Road B") at Renaissance Commerce Park.

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<b>3.</b>	<b>Vendor Name</b>	Erie County Industrial Development Agency	<b>Address Line1</b>	95 Perry Street
	<b>Type of Procurement</b>	Staffing Services	<b>Address Line2</b>	Suite 403
	<b>Award Process</b>	Non Contract Procurement/Purchase Order	<b>City</b>	BUFFALO
	<b>Award Date</b>		<b>State</b>	NY
	<b>End Date</b>		<b>Postal Code</b>	14203
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>		<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$203,504.95	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Management fee to Erie County IDA for staffing services, expense reimbursement.

<b>4.</b>	<b>Vendor Name</b>	Foit Albert Associates	<b>Address Line1</b>	295 Main Street
	<b>Type of Procurement</b>	Design and Construction/Maintenance	<b>Address Line2</b>	Suite 200
	<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	BUFFALO
	<b>Award Date</b>	1/26/2022	<b>State</b>	NY
	<b>End Date</b>		<b>Postal Code</b>	14203
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>	\$287,400.00	<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$46,934.64	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Engineering, design, and resident engineer services for the construction of new roadways extending into Renaissance Commerce Park from the existing Ridge Road and/or Odell Street.

Procurement Report for Buffalo and Erie County Industrial Land Development Corporation

Fiscal Year Ending: 12/31/2022

Run Date: 02/24/2023  
Status: UNSUBMITTED  
Certified Date : N/A

<b>5.</b>	<b>Vendor Name</b>	Fort Albert Associates	<b>Address Line1</b>	295 Main Street
	<b>Type of Procurement</b>	Design and Construction/Maintenance	<b>Address Line2</b>	Suite 200
	<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	BUFFALO
	<b>Award Date</b>	7/28/2021	<b>State</b>	NY
	<b>End Date</b>		<b>Postal Code</b>	14203
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>	\$285,624.91	<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$262,074.84	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Engineering, design, and resident engineering services for the construction of new road ("Road B") at Renaissance Commerce Park.

<b>6.</b>	<b>Vendor Name</b>	Harris Beach, PLLC	<b>Address Line1</b>	Larkin at Exchange
	<b>Type of Procurement</b>	Legal Services	<b>Address Line2</b>	726 Exchange Street, Suite 1000
	<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	BUFFALO
	<b>Award Date</b>	1/12/2009	<b>State</b>	NY
	<b>End Date</b>	5/1/2023	<b>Postal Code</b>	14210
	<b>Fair Market Value</b>		<b>Plus 4</b>	
	<b>Amount</b>	\$53,303.01	<b>Province/Region</b>	
	<b>Amount Expended For Fiscal Year</b>	\$53,303.01	<b>Country</b>	United States
	<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Legal services (LLDC General Counsel) based on hourly rates.

Procurement Report for Buffalo and Erie County Industrial Land Development Corporation

Fiscal Year Ending: 12/31/2022

Run Date: 02/24/2023  
Status: UNSUBMITTED  
Certified Date : N/A

<b>7. Vendor Name</b>	Lackawanna City Treasurer	<b>Address Line1</b>	714 Ridge Road
<b>Type of Procurement</b>	Other	<b>Address Line2</b>	
<b>Award Process</b>	Non Contract Procurement/Purchase Order	<b>City</b>	LACKAWANNA
<b>Award Date</b>		<b>State</b>	NY
<b>End Date</b>		<b>Postal Code</b>	14218
<b>Fair Market Value</b>		<b>Plus 4</b>	
<b>Amount</b>		<b>Province/Region</b>	
<b>Amount Expended For Fiscal Year</b>	\$67,334.22	<b>Country</b>	United States
<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	City of Lackawanna sewer tax for the Renaissance Commerce Park property.

<b>8. Vendor Name</b>	Pinto Construction Services, Inc.	<b>Address Line1</b>	132 Dingens Street
<b>Type of Procurement</b>	Design and Construction/Maintenance	<b>Address Line2</b>	
<b>Award Process</b>	Authority Contract - Competitive Bid	<b>City</b>	BUFFALO
<b>Award Date</b>	12/22/2021	<b>State</b>	NY
<b>End Date</b>		<b>Postal Code</b>	14206
<b>Fair Market Value</b>		<b>Plus 4</b>	
<b>Amount</b>	\$139,860.00	<b>Province/Region</b>	
<b>Amount Expended For Fiscal Year</b>	\$31,500.00	<b>Country</b>	United States
<b>Explain why the Fair Market Value is Less than the Amount</b>		<b>Procurement Description</b>	Construction and installation of entry signage at main entrance of Renaissance Commerce Park.

Procurement Report for Buffalo and Erie County Industrial Land Development Corporation

Fiscal Year Ending: 12/31/2022

Run Date: 02/24/2023  
 Status: UNSUBMITTED  
 Certified Date : N/A

9.	Vendor Name	Turnkey Environmental Restoration	Address Line1	2558 Hamburg Turnpike
	Type of Procurement	Design and Construction/Maintenance	Address Line2	Suite 300
	Award Process	Authority Contract - Non-Competitive Bid	City	BUFFALO
	Award Date	5/1/2022	State	NY
	End Date		Postal Code	14218
	Fair Market Value	\$8,543.00	Plus 4	
	Amount	\$8,543.00	Province/Region	
	Amount Expended For Fiscal Year	\$8,543.00	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Temporary road repairs at Renaissance Commerce Park

10.	Vendor Name	Turnkey Environmental Restoration	Address Line1	2558 Hamburg Turnpike
	Type of Procurement	Other	Address Line2	Suite 300
	Award Process	Authority Contract - Non-Competitive Bid	City	BUFFALO
	Award Date	9/21/2021	State	NY
	End Date	10/31/2021	Postal Code	14218
	Fair Market Value	\$7,165.00	Plus 4	
	Amount	\$7,165.00	Province/Region	
	Amount Expended For Fiscal Year	\$7,165.00	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Mowing of 62.5 acres at Renaissance Commerce Park



Procurement Report for Buffalo and Erie County Industrial Land Development Corporation

Fiscal Year Ending: 12/31/2022

Run Date: 02/24/2023  
Status: UNSUBMITTED  
Certified Date : N/A

11.	Vendor Name	Wendel	Address Line1	375 Essjay Road
	Type of Procurement	Consulting Services	Address Line2	Suite 200
	Award Process	Authority Contract - Competitive Bid	City	WILLIAMSVILLE
	Award Date	12/16/2020	State	NY
	End Date		Postal Code	14221
	Fair Market Value		Plus 4	
	Amount	\$420,336.00	Province/Region	
	Amount Expended For Fiscal Year	\$61,821.41	Country	United States
	Explain why the Fair Market Value is Less than the Amount		Procurement Description	Erie County Agribusiness Park Master Plan/GEIS

Additional Comments

**Erie County Industrial Development Agency (ECIDA)  
Buffalo & Erie County Industrial Land Development Corp. (ILDC)  
Buffalo & Erie County Regional Development Corporation (RDC)**

***2022 Mission Statement and Performance Measurements with Results***

***Approval Date of Goals: March 23, 2022***

***Approval Date of Results: March 22, 2023***

**Purpose:**

The Public Authorities Law requires public authorities to develop and adopt a mission statement and to develop performance measures to assist them in determining how well they are carrying out their mission. The Authorities Budget Office (ABO) requires that all public authorities utilize the following format to annually review their mission statement and performance measures and publish a measurement report. This report is designed to satisfy these requirements.

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**Mission Statement:**

The mission of the Erie County IDA and its affiliates is to provide the resources that encourage investment, innovation, workforce development and international trade resulting in a successful business climate focused on growth, economic stability, job creation and retention for businesses and individuals which improves the quality of life for the residents of the region.

**Performance Goals, Measures & Results:**

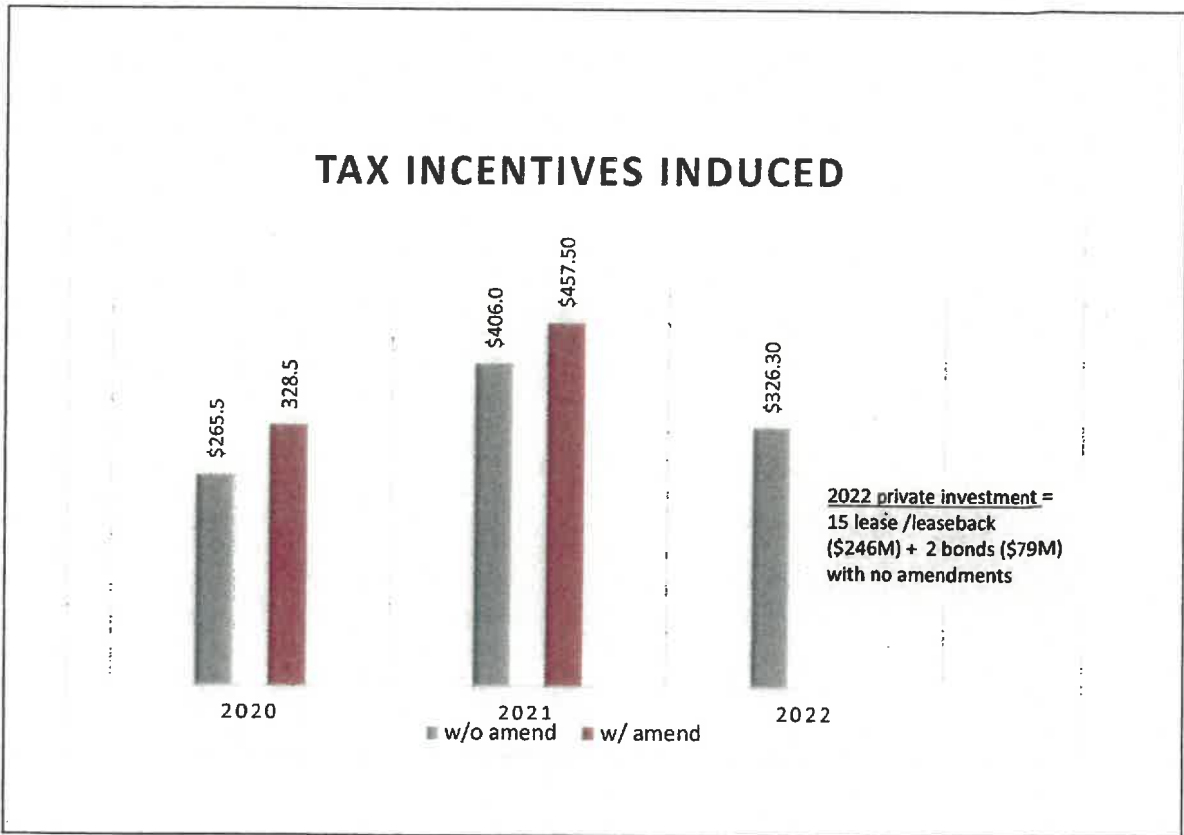
**Goal 1: To promote private investment & innovation:**

**Objective 1A: ECIDA:** Encourage private sector investment by providing incentives and other economic development services to spur eligible development projects.

**Measurement:** Value of new private investments from tax incentives

**Metric:** \$225 - \$250 M in private investment from approved tax incentives.

**Results:** A total of 17 projects with a total private investment amount = \$326.3M were approved (no amendments). This included tax incentives associated with 2 ECIDA bonds. In 2022 the ECIDA, along with the IDAs in Amherst, Clarence, Hamburg & Lancaster updated the Countywide Industrial Development Agency Uniform Tax Exemption Policy (UTEP) Changes made include restating PILOT schedules to better align the benefit period with the project timeline, adding alternative energy PILOT policies and a general update to various components of the UTEP that hadn't been updated in over a decade.

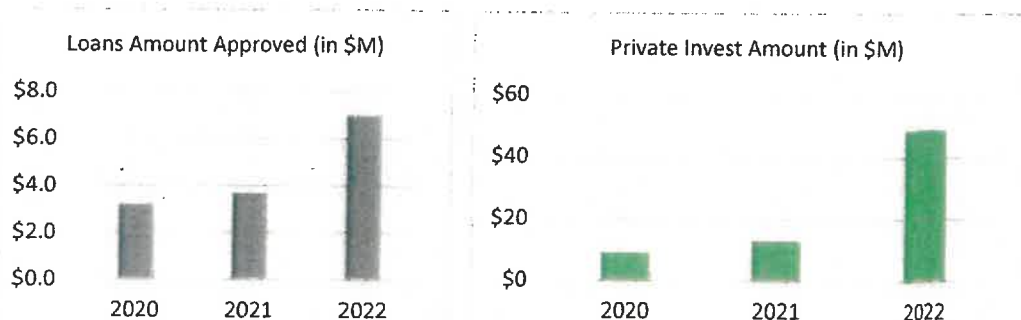


**Objective 1B:** RDC: Provide “gap financing” to spur the creation of new businesses and private-sector investment in working capital, machinery and equipment.

**Measurement:** Number of loans, \$ amount of loans and amount of private investment for loans approved

**Metric:** 8 – 10 Business loans approved for a total of \$3 M in new business loans with a private investment amount = \$8 M.

**Results:** In 2022, the RDC approved 9 loans from the Legacy Fund for \$6.98M with \$48.7M in private investment.

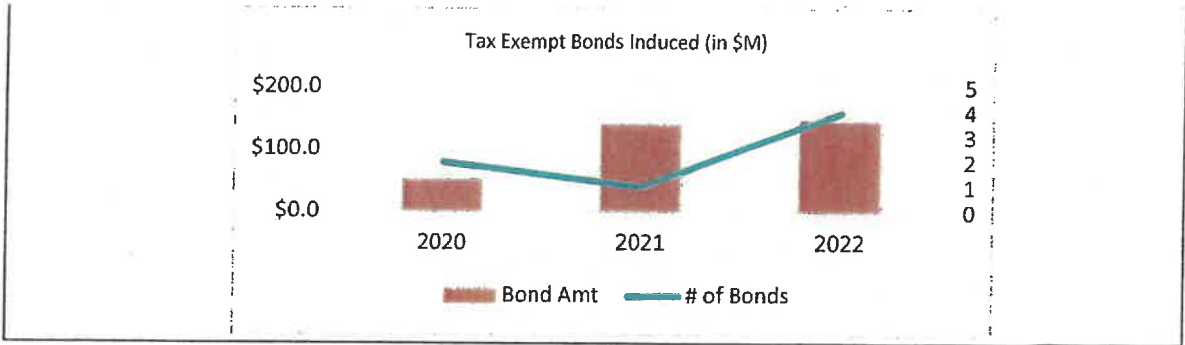


**Objective 1C:** ECIDA & ILDC: Assist non-profit and other eligible borrowers to obtain low-interest, tax-exempt bond financing.

**Measurement:** Value of private investments from low-interest financing provided to non-profit organizations

**Metric:** 1 -2 tax exempt bonds totaling \$30 – \$35 M

**Results:** 4 tax exempt bonds totaling \$146.6M were approved in 2022. An \$80M bond (Joint School Construction Board) accounts for 55% of the total approved. Two multi-family housing project bonds will allow for the renovation of 320 apartment units of which 250 units (78%) are Section 8 / 60% AMI.

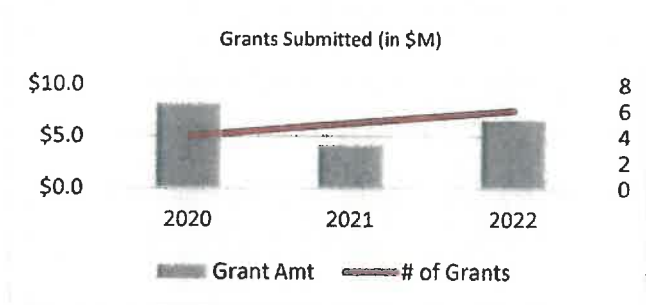


**Objective 1D: ECIDA & ILDC: Pursue state, federal and private funding opportunities to support priority projects & leverage private investment.**

**Measurement: Number and \$ amount of grant applications submitted**

**Metric: 4 – 5 grants submitted for \$1.5 - \$2 M.**

**Results:** 6 grant applications were submitted for a total of \$6.6 M. 2 grants have been awarded for \$48,000, 2 grants are pending approval (\$4.73M) and 2\* grants (\$1.83M) were not selected for funding. Additional Note: Currently the ECIDA is administering six grants totaling \$3.5M. Grant administration activities include: implementation, consultant selection, financial administration, and reporting (MWBE, status, final & closeout).



\*1 of 2 grants not selected for funding will be resubmitted for funding in 2023

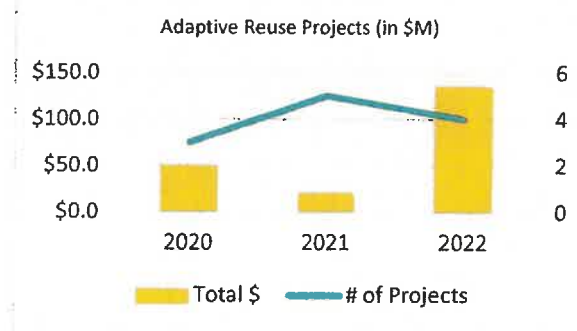
**Goal 2: To support business formation, job growth, and economic expansion targeting economically challenged and disadvantaged communities:**

**Objective 2A: ECIDA & ILDC: Support the re-investment in vacant, abandoned and underutilized buildings.\***

**Measurement: Number and investment value of adaptive re-use building projects**

**Metric: 5 - 6 adaptive reuse projects approved totaling \$150 - \$175 M**

**Result: Four adaptive reuse projects were approved with total private investment = \$ 135.7M. These projects will create a total of 296 apartment units of which 74 units (25%) will be available at 80% AMI (or below). All 4 projects are in distressed census tracts.**



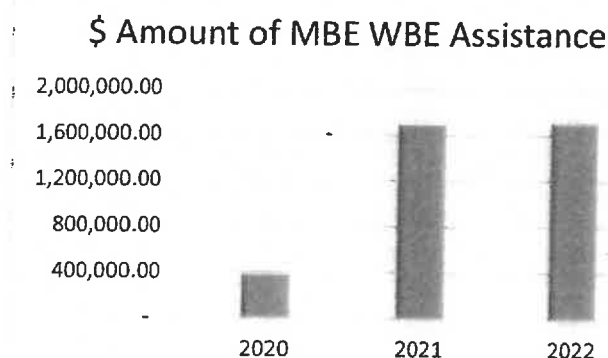
\*Three of the six grant applications submitted by the ECIDA (see objective 1D) directly support the revitalization of vacant / underutilized properties that are historic structures, located in the Village of Angola.

**Objective 2B: ECIDA & RDC: Support the creation and growth of small business and minority & women-owned businesses (MWBE).**

**Measurement: Number and \$ amount of MWBE business loans, tax incentives and PPE Reimbursement grants**

**Metric: \$250,000 in assistance to 5 – 7 MWBEs**

**Results: 5 MWBEs received assistance totaling over \$1.69M: 1 loan (\$400,000), 2 PPE grants (\$7,937) and 2 tax incentives (\$1.29M)**



**Objective 2C: ECIDA, ILDC & RDC: Formalize MBE/WBE procurement goal for Agency – Operational Purchases.**

**Measurement: Procurement goal \$ amount and % spent with MWBE vendors**

**Metric: Vendor Operational Purchases of \$18,000 / 30% MWBE: office supplies, catering, equipment leasing etc.**

**Results: A total of \$107,000 of operational purchases were identified (major categories were office supplies, IT services/hardware/software, and printing/marketing). Of that total, \$14,800 (13.8%) were from known M/WBEs. \$11,120 (10.4%) were from WBEs and \$3,680 (3.4%) were from MBEs. While ECIDA did not meet our 2022 goal, we did nearly triple our annual spend with an MBE office supply vendor and increase our overall spend with WBEs by 15%.**

**Objective 2D:** ECIDA, ILDC & RDC: Formalize MBE/WBE procurement goal for Agency– Other purchases.

**Measurement:** Procurement goal \$ amount and % spent with MWBE vendors

**Metric:** Meet 100% of the following measures - Professional services including 30% MWBE (25% MBE/ 5% WBE) for engineering/design, Construction service that includes 30% MWBE (25% MBE/ 5% WBE) for contract utilization and RFPs and/or bids scoring – that includes MWBE utilization and/or D&I initiatives valued at 10% of the scoring index

**Results:** Professional Services: 100% compliance: 2 RFP/bids issued in 2022 with value = \$ 169,400 included 30% MWBE have been awarded to vendors with commitment to 30% MWBE for a value of \$137,361.

Construction Services 100% compliance: 2 bids issued in 2022 with a value of \$6.5 million included 30% MWBE goal have been awarded to vendors with a commitment to 30% MWBE for a value of \$1,819,018.

RFPs and/or Bids Scoring: 100% of RFPs included scoring value = 10% for MBE/WBE commitment.

**Objective 2E:** ECIDA, ILDC & RDC: Create a formal diversity, equity & inclusion policy for the organization focusing on staff development and employment goals.

**Measurement:** Implement training re: Racial Equity

**Metric:** 1) Formalize Racial Equity training as part of online onboarding capabilities through new HR software and 2) provide two or more continuing educational / training opportunities for staff on DEI

**Results:** Training added as part of onboarding. For ECIDA's 2 hires in 2022: 1 completed D&I training, the 2<sup>nd</sup> (joined 4th Q) will receive D&I training in 2023. Two DEI trainings: ECIDA purchased a corporate pass for 6/16/22 BNP "D&I Symposium: DE&I at work" – attended by staff. Staff members also attended BNP's 10/18/22 "Get The Results: Employing DEI in WNY – 2022." The ECIDA funded a portion of the study and was a "Title Sponsor."



**Objective 2F: ECIDA: Support the creation and retention of jobs at all salary levels.**

**Measurement:** Total # and average \$ of jobs to be retained & created. For informational purposes include salary info re: management, professional, administrative, production, independent contractor and other.

**Metric:** Average salary\* for retained and created jobs at \$45,000 - \$50,000

**Results:** In 2022, the average salary for the 1,185 FT jobs (946 retained, 239 new) = \$69,849.

**2022 FULL TIME**

Category	# jobs	Salary w/o Fringe	Salary w/ Fringe
Management	322	\$102,650	\$125,274
Professional	306	\$65,260	\$82,583
Administrative	91	\$41,349	\$50,188
Production	452	\$53,109	\$71,038
Independent Contractor	0	\$0	\$0
Other	14	\$30,968	\$38,223
	1185		

In 2022, the average salary for the 81 PT jobs (23 retained, 58 new) = \$ 30,827

**2022 PART TIME**

Category	# jobs	Salary w/o Fringe	Salary w/ Fringe
Management	1	\$20,000	\$22,800
Professional	3	\$30,960	\$33,293
Administrative	11	\$23,434	\$27,160
Production	55	\$31,415	\$35,955
Independent Contractor	1	\$15,000	\$19,950
Other	10	\$25,500	\$28,815
	81		

**The total annual payroll amount = \$86M**

\*Average salary metric is based on historical data with consideration given to market adjustments (such as inflation, cost of living) and comparisons to County / City of Buffalo living wage data"

**Objective 2G: ECIDA, RDC & ILDC: Reach out to Erie County businesses to inform them of ECIDA and other business support services available.**

**Measurement: Number of business outreach attempts (including marketing communication efforts)**

**Metric: 20,000 business outreach contacts**

**Results: In 2022 business outreach contacts = 23,744. The outreach efforts include both direct business development contacts, event participation, presentations at sponsored & non sponsored events, and direct marketing communication activities (direct mailers, marketing email clicks and podcast listeners).**

**Objective 2H: ILDC: Support reinvestment in vacant and abandoned brownfield properties for the purpose of creating shovel-ready sites, new investment, and jobs.**

**Measurement: Number of acres of land redeveloped / in the process of redevelopment and public/private investment amounts**

**Metric: 400 acres of land under management**

**Results: Continued management & redevelopment of approx 490 acres of land: 250 acres vacant and/or brownfield and 240 acres of redevelopment for the Agribusiness Park. As a result of continued land sales and RFP offerings the overall acreage under ownership or management at Renaissance Commerce Park decreased from 250 acres to 175 acres as a result of property sales, to TMP, Uniland Dev and an RFP for Ciminelli Dev. 2022 investment, \$6.5 million of public investment and private investment of \$14.5 million - completion of construction of 8 Dona facility.**

- Construction of new water tower at Agri-business park to provide additional water service to the Town of Evans and the Agri-business Park
- Shoreline Trail Monument and Landscape Study Underway at RCP
- Consultant hired to study passive park feasibility
- Negotiated agreement for rail relocation for balance of business park II sites  
42 acres at RCP

- RFP awarded to Ciminelli Development for acquisition and development of up to 34 acres
- Began design work for Utility extensions at Ridge Road and Odell St
- Road B construction completed
- Sewer and Water Line Project Bid and Construction Underway
- TMP Ribbon Cutting
- 8 Dona Street Facility Substantially Completed, New Tenant to take occupancy in early 2023
- Closed on sale to Uniland Development for 2<sup>nd</sup> Spec. Building site 12 acres

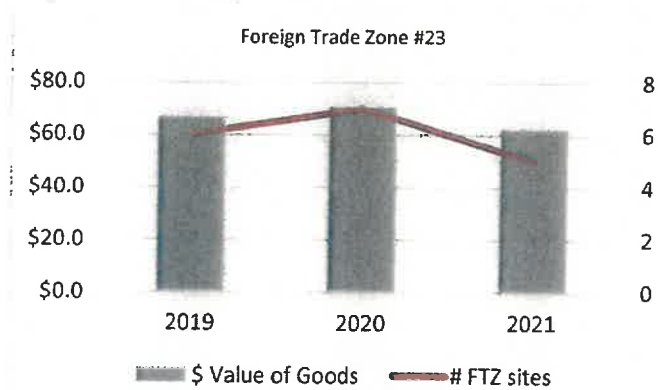
**Goal 3: To encourage international trade:**

**Objective 3A: ECIDA: Promote & support the use of Erie County's foreign trade zone (FTZ) to assist businesses in remaining globally competitive by reducing, eliminating or deferring import duties.**

**Measurement: Value of goods moving through FTZ #23 & # of FTZ activated sites**

**Metric: A total of 6 FTZ sites with goods valued at \$62 M moving through the zone.**

**Results: \$62.2M in goods moved through the FTZ in 2021.\* Active FTZ #23 sites decreased to 5 for 2021 due primarily to the shutdown of the Canadian Border and strict COVID protocols.**



\* due to FTZ reporting lag -- the prior year's results will be listed)

**Goal 4: Business Resiliency Post COVID:**

**Objective 4A:** ECIDA, RDC, ILDC: Assist Erie County businesses post COVID.

**Measurement:** Provide a roadmap for business resiliency

**Metric:** Approval of an Updated 2022 Community Economic Development Strategy (CEDs) that includes a Post COVID-19 Economic Recovery Response Addendum that will provide action steps for responding to the economic injury/disruption caused by the coronavirus pandemic

**Results:** The final 2022-2026 CEDs, including a resiliency & post-pandemic toolkit, was formally adopted by the ECIDA's Board of Directors on 7/27/22 and accepted by the U.S. Economic Development Administration (EDA) on 8/25/22. Economic and community resiliency is incorporated throughout the 2022 CEDs matrix, with several actions reinforcing resiliency through enhanced: Economic Vitality, Community Connectivity and Capacity Building. Additional resiliency related actions within the plan include: 1) repairing and modernizing infrastructure, 2) preparing a resilient workforce and 3) improving public transportation that enhances community connectivity.

**Objective 4B:** ECIDA RDC, ILDC: Support Small Businesses in Erie County Consortium Communities whose owners have low to moderate household incomes.

**Measurement:** Provide administrative support for the Erie County Microenterprise Loan and other programs funded by Community Development Block Grant funds

**Metric:** Approve 5-7 loans for \$150,000

**Results:** In 2022, the ILDC closed 14 micro enterprise loans for \$435,000 with \$152,551 in private investment. Six of the 14 loans (43%) were to Woman or Veteran owned businesses.

**Goal 5: To safeguard the public's investment by ensuring compliance and transparency with ECIDA Policies & Procedures, NYS Tax, EDA and ABO requirements:**

**Objective 5A: ECIDA: Client compliance with material terms including local labor, employment retention & creation, investment, pay equity and unpaid real property tax policies.**

**Measurement:** Analysis of quarterly employment & local labor reports, review of investment verifications, completion of pay equity audits by Erie County office of EEO and real property tax payments through the Erie County Commissioner of Real Property Services

**Metric:** 100% compliance

**Results:** Collected, reviewed and analyzed 102 employment reports on quarterly basis; 100% of client material terms reporting and filing were met including for the 3/31/23 ABO annual report. As a result of the pandemic, there were 10 companies that did not meet their employment requirement due to the pandemic. The Board passed a resolution providing relief from recapture procedures for those companies that demonstrated employment impacts from the pandemic and economic shutdown.

**Objective 5B: ECIDA: Client compliance with the New York State Sales and Use Tax program.**

**Measurement:** Review of clients' ST-340 forms and the amount of the sales tax savings approved by the Board of Directors to ensure that the amount of the sales tax savings that clients report does not exceed the board approved amounts

**Metric:** 100% client compliance

**Results:** Collected and analyzed 43 client ST-340 reports, finding 100% compliance for 3/31/23 reporting of clients not exceeding approved sales tax limits. Sales tax amounts exceeding approved limits were collected and submitted to NYS.

**Objective 5C: ECIDA, RDC & ILDC: Compliance with ABO's deadlines and regulatory requirements.**

**Measurement: Timely and accurate filing of the annual PARIS reports, budget and financial audits**

**Metric: 100% compliance**

**Results: The Agency is on track to meet filing requirements of the ABO's 3/31/23 reporting deadline**

**Objective 5D: ECIDA, RDC & ILDC: Board Member compliance with ABO regulatory requirements.**

**Measurement: Board completion of the annual Board of Directors Self Evaluation, execution of the Acknowledgement of Fiduciary Duties & Responsibilities forms, and completion of the required ABO board member training**

**Metric: 100% compliance**

**Results: The Agency is on track to meet filing requirements of the ABO's 3/31/23 reporting deadline**

**Objective 5E: RDC: Ensure proper controls and safeguards over the administration of the Revolving loan fund (RLF).**

**Measurement: Obtain the highest audit rating from the ECIDA designated auditors.**

**Metric: Receive a "satisfactory" rating on the RLF Audit**

**Results: The RDC received an unmodified opinion on the audit of compliance of the revolving loan fund.**

**Objective 5F: RDC: Ensure proper controls and safeguards over the administration of the new \$5 Mil EDA CARES Act revolving loan fund (RLF).**

**Measurement: Obtain the highest rating from the U.S. Dept of Commerce: Economic Development Administration (EDA) on the quality / health of the RLF administered by the RDC**

**Metric: Receive an "A" rating from the EDA.**

**Results: The disbursement period for this RLF ended June 30, 2022. EDA has not yet issued risk ratings for the CARES Act RLF.**



## **Governance Certification**

1. Have the board members acknowledged that they have read and understood the mission of the public authority?

Board of Directors response: Yes

2. Who has the power to appoint the management of the public authority?

Board of Directors response: The Board of Directors

3. If the Board appoints management, do you have a policy you follow when appointing the management of the public authority?

Board of Directors response: The Board has not adopted a written policy. However, the Board follows prudent and reasonable practices to appoint responsible individuals.

4. Briefly describe the role of the Board and the role of management in the implementation of the mission.

Board of Directors response: The role of the Board regarding the implementation of the public authority's mission is to provide strategic guidance, oversight, mission authorization, policy setting and validation of the authority's mission, performance measurements and results. The role of management is to collaborate with the Board in strategy development and to implement established programs, processes, activities and policies to achieve the public authority's mission.

5. Has the Board acknowledged that they have read and understood the responses to each of these questions?

Board of Directors response: Yes

**Erie County Industrial Development Agency (ECIDA)  
Buffalo & Erie County Industrial Land Development Corp. (ILDC)  
Buffalo & Erie County Regional Development Corporation (RDC)**

***2023 Mission Statement and Performance Measurements***

***Approval Date of Goals: March 22, 2023***

***Approval Date of Results: March 2024***

**Purpose:**

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**Performance Goals, Measures & Results:**

***Goal 1: To promote private investment & innovation:***

Objective 1A: ECIDA: Encourage private sector investment by providing incentives and other economic development services to spur eligible development projects.

Measurement: Value of new private investments from tax incentives

Metric: \$250 - \$275 M in private investment from approved tax incentives.

Results:

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Objective 1B: RDC: Provide "gap financing" to spur the creation of new businesses and private-sector investment in working capital, machinery and equipment.

Measurement: Number of loans, \$ amount of loans and amount of private investment for loans approved

Metric: 6-8 business loans totaling \$2 M with private investment = \$5 M. Currently, the RDC has limited lending capacity (majority of funds have been deployed). As of Jan '23, the RDC has approximately \$750k in funds to lend and expects this amount to increase due to monthly principal reflow = approx. \$200,000.

Results:

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Objective 1C: ECIDA & ILDC: Assist non-profit and other eligible borrowers to obtain low-interest, tax-exempt bond financing.

Measurement: Value of private investments from low-interest financing provided to non-profit organizations and qualified private activity bond projects.

Metric: 1 -2 tax exempt bonds totaling \$30 – \$35 M

Results:

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Objective 1D: ECIDA & ILDC: Pursue state, federal and private (grant) funding opportunities to support priority projects and leverage private investment. Administer projects that have received grant funding.

Measurement: Number and \$ amount of grant applications submitted. Number and \$ amount of grant funds under administration.

Metric: 4 – 5 grants submitted annually for \$1.5 - \$2 M. 2- 4 grants totaling \$1.5 – 2 M under administration.

Results:

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**Goal 2: To support business formation, job growth, and economic expansion targeting economically challenged and disadvantaged communities:**

Objective 2A: ECIDA & ILDC: Support the re-investment in vacant, abandoned, and underutilized buildings.

Measurement: Number and investment value of adaptive re-use building projects

Metric: 5 - 6 adaptive reuse projects approved totaling \$150 - \$175 M

Result:

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Objective 2B: ECIDA ILDC & RDC: Support the creation and growth of small business and minority & women-owned businesses (MWBE).

Measurement: Number and \$ amount of direct assistance through Agency product offerings to MWBEs (i.e. business loans, tax incentives). Procurement goal \$ amount and % spent with MWBE vendors for both operational and other purchases.

Metric: \$250,000 in direct assistance to 5 – 7 MWBEs. .

Vendor Operational Purchases of \$18,000 / 30% MWBE (i.e. office supplies, catering, equipment leasing).

Other Purchases: Meet 100% of the following: 1) Professional services including 30% MWBE for engineering/design, 2) Construction service that includes 30% MWBE for contract utilization and 3) RFPs and/or bids

scoring – that includes MWBE utilization and/or D&I initiatives valued at 10% of the scoring index

**Results:**

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**Objective 2C:** ECIDA, ILDC & RDC: Support diversity, equity & inclusion with a focus on staff development

**Measurement:** Provide training opportunities re: Racial Equity

**Metric:** Provide two or more continued educational / training opportunities for staff on DEI

**Results:**

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**Objective 2D:** ECIDA: Increase opportunities for minorities and woman to experience economic progress through tax incentive programs.

**Measurement:** Adoption of ECIDA Economic Inclusion PILOT

**Metric:** Obtain ECIDA Board approval of and begin implementation of Economic Inclusion PILOT Policy.

**Results:**

**Objective 2E:** ECIDA: Support the creation and retention of jobs at all salary levels.

**Measurement:** Total # and average \$ of jobs to be retained & created. For informational purposes include salary info re: management, professional, administrative, production, independent contractor and other

**Metric:** Average salary for retained and created jobs at \$50,000 - \$55,000

**Results:**

\*average salary metric is based on historical data with consideration given to market adjustments (i.e. inflation, cost of living) and comparisons to County/ City of Buffalo living wage data

(note: include average salaries in various job categories and the total payroll amount).

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**Objective 2F:** ECIDA, RDC & ILDC: Reach out to Erie County businesses to inform them of ECIDA and other business support services available.

**Measurement:** Number of business outreach attempts (including marketing communication efforts)

**Metric:** 20,000 business outreach contacts

**Results:**

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**Objective 2G:** ILDC: Support reinvestment in vacant and abandoned brownfield properties for the purpose of creating shovel-ready sites, new investment, and jobs.

**Measurement:** Number of acres of land redeveloped / in the process of redevelopment and public/private investment amounts

**Metric:** 350 acres of land under management

**Results:**

---

**Goal 3: To encourage international trade:**

**Objective 3A:** ECIDA: Promote & support the use of Erie County's foreign trade zone (FTZ) to assist businesses in remaining globally competitive by reducing, eliminating, or deferring import duties.

**Measurement:** Value of goods moving through FTZ #23 and # of FTZ activated sites

**Metric:** A total of 6 Active FTZ Sites with goods valued at \$62 million moving through the zone.

**Results:**

(note: due to FTZ reporting lag – the prior year's results will be listed)

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**Goal 4: Regional & Business Resiliency:**

**Objective 4A:** ECIDA, RDC, ILDC: Assist businesses throughout Erie County.

**Measurement:** Provide a roadmap for business resiliency.

**Metric:** Implement the Updated 2022 Community Economic Development Strategy (CEDS) that includes a Post COVID-19 Economic Recovery Response Addendum that will provide action steps for responding to the economic injury/disruption caused by the coronavirus pandemic

**Results:**

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**Objective 4B:** ECIDA RDC, ILDC: Support Small Businesses in Erie County Consortium Communities whose owners have low to moderate household incomes.

**Measurement:** Provide administrative support for the Erie County Microenterprise Loan and other programs funded by Community Development Block Grant funds

**Metric:** Approve 5-7 loans for \$160,000, which represents the remaining funds available for lending from the Erie County Microenterprise Loan program. The ECIDA will continue to service, support and market the lending program to the eligible consortium communities.

**Results:**

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**Goal 5: To safeguard the public's investment by ensuring compliance and transparency with ECIDA Policies & Procedures, NYS Tax, EDA and ABO requirements:**

**Objective 5A:** ECIDA: Client compliance with material terms including local labor, employment retention & creation, investment, pay equity and unpaid real property tax policies.

**Measurement:** Collection and analysis of quarterly employment & local labor reports for all active projects, review of investment verifications, facilitate completion of pay equity audits by Erie County office of EEO and real property tax payments through the Erie County Commissioner of Real Property Services

**Metric:** 100% compliance

**Results:**

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**Objective 5B:** ECIDA: Client compliance with the NYS Sales and Use Tax program.

**Measurement:** Monitor and review of clients' ST-340 reporting forms against the amount of the sales tax savings approved by the Board of Directors to ensure that the amount of the sales tax savings that clients report does not exceed the board approved amounts.

**Metric:** 100% client compliance

**Results:**

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**Objective 5C:** ECIDA, RDC & ILDC: Compliance with ABO's deadlines and regulatory requirements.

**Measurement:** Timely and accurate filing of the annual PARIS reports, budget and financial audits

**Metric:** 100% compliance

**Results:**

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**Objective 5D: ECIDA, RDC & ILDC: Board Member compliance with ABO regulatory requirements.**

**Measurement: Board completion of the annual Board of Directors Self Evaluation, execution of the Acknowledgement of Fiduciary Duties & Responsibilities forms, and completion of the required ABO board member training**

**Metric: 100% compliance**

**Results:**

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**Objective 5E: ECIDA, ILDC & RDC: Ensure proper controls and safeguards over the financial reporting and assets of the organizations.**

**Measurement: Annual independent audit reports of all entities.**

**Metric: Audit opinions and management letter.**

**Results:**

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**Objective 5F: RDC: Ensure proper controls and safeguards over the administration of the new \$5 Mil EDA CARES Act revolving loan fund (RLF).**

**Measurement: Obtain the highest rating from the U.S. Dept of Commerce: Economic Development Administration (EDA) on the quality / health of the RLF administered by the RDC**

**Metric: Receive an "A" rating from the EDA.**

**Results:**

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## **Governance Certification**

1. Have the board members acknowledged that they have read and understood the mission of the public authority?

Board of Directors response: Yes

2. Who has the power to appoint the management of the public authority?

Board of Directors response: The Board of Directors

3. If the Board appoints management, do you have a policy you follow when appointing the management of the public authority?

Board of Directors response: The Board has not adopted a written policy. However, the Board follows prudent and reasonable practices to appoint responsible individuals.

4. Briefly describe the role of the Board and the role of management in the implementation of the mission.

Board of Directors response: The role of the Board regarding the implementation of the public authority's mission is to provide strategic guidance, oversight, mission authorization, policy setting and validation of the authority's mission, performance measurements and results. The role of management is to collaborate with the Board in strategy development and to implement established programs, processes, activities and policies to achieve the public authority's mission.

5. Has the Board acknowledged that they have read and understood the responses to each of these questions?

Board of Directors response: Yes

**2022 ECIDA Summary Results of Confidential Evaluation of Board Performance**

<b>Criteria</b>	<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
	<b>#</b>	<b>#</b>	<b>#</b>	<b>#</b>
Board members have a shared understanding of the mission and purpose of the Authority.	10	1		
The policies, practices and decisions of the Board are always consistent with this mission.	10	1		
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	9	2		
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	10	1		
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	10		1	
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	9	1	1	
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	10	1		
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	8	3		
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	10	1		
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.	10	1		
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	11			
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	10	1		
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	10		1	
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.	11			
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.	10	1		
Board members demonstrate leadership and vision and work respectfully with each other.	11			

Name of Authority: **Erie County Industrial Development Agency**  
 Date Completed: **March 7, 2023**

**2022 RDC Summary Results of Confidential Evaluation of Board Performance**

<b>Criteria</b>	<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
	<b>#</b>	<b>#</b>	<b>#</b>	<b>#</b>
Board members have a shared understanding of the mission and purpose of the Authority.	10	1		
The policies, practices and decisions of the Board are always consistent with this mission.	10	1		
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	9	2		
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	10	1		
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	10		1	
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	9	1	1	
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	10	1		
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	8	3		
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	10	1		
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.	10	1		
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	11			
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	10	1		
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	10		1	
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.	11			
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.	10	1		
Board members demonstrate leadership and vision and work respectfully with each other.	11			

Name of Authority: **Buffalo & Erie County Regional Development Corporation**  
 Date Completed: **March 7, 2023**

**2022 ILDC Summary Results of Confidential Evaluation of Board Performance**

Criteria	Agree #	Somewhat Agree #	Somewhat Disagree #	Disagree #
Board members have a shared understanding of the mission and purpose of the Authority.	4	1		
The policies, practices and decisions of the Board are always consistent with this mission.	4	1		
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	3	2		
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	4	1		
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	4	1		
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	4	1		
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	4	1		
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	3	2		
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	3	2		
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.	4	1		
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	4	1		
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	4	1		
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	5			
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.	5			
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.	5			
Board members demonstrate leadership and vision and work respectfully with each other.	5			

Authority: **Buffalo & Erie County Industrial Land Development Corporation**  
 Date Completed: **March 7, 2023**

**2022 Comments to Summary Results of Confidential Evaluation of Board Performance**

<b>Criteria</b>	<b>Comments</b>
Board members have a shared understanding of the mission and purpose of the Authority.	ECIDA: The mission is reflected and reiterated in all the organization's work.  RDC: The mission is reflected and reiterated in all the organization's work as we review and act on products
The policies, practices and decisions of the Board are always consistent with this mission.	
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	ILDC: Seems that quorum is often hard to achieve, which may be an indication that not enough of the ILDC Board Members are committed to making the time to attend. The ILDC Board members are all very busy people, perhaps allowing them to designate an Alternate to vote their proxy may be a solution.
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	ECIDA: The opinions and actions by each board member is respected and welcomed.
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	ECIDA: Executive staff is always responsive to board member during and after and in between meetings.  RDC: Executive staff is always responsive to board members.
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.	
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	ECIDA/RDC: Committee members as well as any board member is welcome to attend board and committee meetings to encourage active communication.
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	RDC: Staff provides comprehensive information on all subjects to the board and counsel provides additional information and insight.
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.	
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.	

Board members demonstrate leadership and vision and work respectfully with each other.	
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Authority: Erie County Industrial Development Agency (ECIDA); Buffalo and Erie County Regional Development Corporation (RDC) and Buffalo & Erie County Industrial Land Development Corporation (ILDC)

Date Completed: March 7, 2023

**Erie County Industrial Development Agency (ECIDA), Buffalo and Erie County Regional Development Corporation (RDC), and Buffalo and Erie County Industrial Land Development Corporation (ILDC)**

**2022 Governance Committee Self-Evaluation**

**Responsibilities of the Governance Committee:**

The core responsibilities of the Governance Committee, as mandated under Section 2824(7) of the New York Public Authorities Law, are set forth in the Bylaws and include: (i) keeping the Board informed of current best governance practices; (ii) reviewing corporate governance trends; (iii) updating the Agency’s corporate governance principles; and (iv) advising those responsible for appointing members to the Board on the skills and experiences necessary required of potential Board members.

Governance Committee Self-Evaluation	Yes	No	Pen ding	Comments
1. Are the members of the Governance Committee appointed in accordance with the Bylaws and are individuals appointed to the Governance Committee knowledgeable, or have expressed a willingness to become knowledgeable, in matters pertaining to governance?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
2. Is each member of the Governance Committee an “independent member” within the meaning of, and to the extent required by, Section 2825 of the New York Public Authorities Law, as amended from time to time? Did Governance Committee members, who are members of the Agency, comply with the conflict of interest provisions applicable to public officers under Article 18 of the New York General Municipal Law?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
3. Did the Governance Committee meet a minimum of once (1) each calendar year?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	The Governance Committee met on 1/25/22, 2/22/22, and 6/2/22.
4. Were meeting notices and agendas prepared for each meeting and provided to Governance Committee members by electronic or regular mail at least five (5) days in advance of the scheduled meeting? Were minutes of all meetings recorded by the Secretary or any Assistant Secretary of the Agency? Did all meetings comply with the requirements of the Open Meetings Law?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	



Governance Committee Self-Evaluation	Yes	No	Pending	Comments
5. Did the Governance Committee develop the Agency's governance practices, which should address transparency, independence, accountability, fiduciary responsibilities and management oversight?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	See Questions #6-#9 below.
6. Did the Governance Committee develop a statement of the competencies and personal attributes required of Board members to assist those authorized to appoint members to the Board in identifying qualified individuals (it being acknowledged that membership in the Agency is determined pursuant to Section 891-a of the General Municipal Law)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	A Statement of the Competencies and Personal Attributes is posted on the ECIDA website. It was approved by the ECIDA Board of Directors on 2/16/10. Revisions to this document were not necessary in 2022.
7. Did the Governance Committee develop and recommend to the Board any revisions to the number and/or structure of Board committees?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	No additional committees were recommended by the Governance Committee in 2022.
8. Did the Governance Committee develop and provide recommendations to the Board regarding Board member education, including new member orientation and regularly scheduled Board member training to be obtained from state-approved trainers as required under Section 2824(2) of the New York Public Authorities Law?	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<p>New Board members attend an orientation session hosted by ECIDA staff and are provided with a New Member Orientation Manual.</p> <p>As of 12/31/22, 16 of 19 ECIDA/RDC Board members and 7 of 7 ILDC Board members have received the PAAA required training. All Board members who have not received the training received notifications throughout the year regarding PAAA training session dates.</p>
9. Did the Governance Committee develop, review and recommend to the Board the adoption and/or revisions to the following:  (i) the Agency's Code of Ethics.  (ii) written policies regarding conflicts of interest.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

Governance Committee Self-Evaluation	Yes	No	Pending	Comments
<p>(iii) written policies regarding the protection of whistleblowers from retaliation.</p> <p>(iv) equal opportunity and affirmative action policies.</p> <p>(v) written policies regarding procurement of goods and services, including policies relating to the disclosure of persons who attempt to influence the Agency's procurement process.</p> <p>(vi) written policies regarding the disposition of real and personal property and the acquisition of property.</p> <p>(vii) committee charters, including this Charter.</p> <p>(viii) any other policies or documents relating to the governance of the Agency, including rules and procedures for conducting the business of the Agency's Board, including the Agency's Bylaws. The Governance Committee will oversee the implementation and effectiveness of the Bylaws and other governance documents and recommend modifications to the Board as necessary or appropriate.</p>				<p>Items i) &amp; ii) are included in the ECIDA Code of Ethics and Conflict of Interest Policy. The Code was re-adopted by the full Board during its meeting on 3/23/22.</p> <p>(iii) In 2012, the Governance Committee approved a formal Whistleblower Policy. The Policy was re-adopted by the full Board during its meeting on 3/23/22.</p> <p>iv) The ECIDA's EEO policy is included in the Employee Handbook and the Procurement Policy.</p> <p>v) The ECIDA Procurement Policy was re-adopted by the full Board during its 3/23/22 meeting.</p> <p>vi) The ECIDA Property Disposition Guidelines were re-adopted by the full Board during its meeting on 3/23/22.</p> <p>vii) The ECIDA Governance Committee Charter was re-adopted by the full Board during its meeting on 3/23/22.</p> <p>viii) At its 3/14/22 meeting the Governance Committee reviewed and recommended the adoption of the Fee Structure Policy (ECIDA/ILDC). The policy was adopted by the full Board during its meeting on 3/23/22.</p>
<p>10. Did the Governance Committee:</p> <p>(i) report its actions and recommendations to the Board at each regular meeting of the Board following a meeting of the Governance Committee and when otherwise requested by the Board.</p>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<p>The Committee reports its actions and recommendations to the Board following each meeting.</p> <p>i) &amp; ii) As stated above, all policies/ guidelines referenced above were adopted or re-adopted by the Board on 3/23/22.</p>

Governance Committee Self-Evaluation	Yes	No	Pending	Comments
<p>(ii) report to the Board, at least annually, regarding any proposed changes to this Charter.</p> <p>(iii) provide a self-evaluation of the Governance Committee's functions to the Board on an annual basis.</p>				<p>iii) On 3/23/22, the Board was provided a status report to the Board.</p>

Governance Committee Self-Evaluation
<b>Other Self-Evaluation Notes</b>
<ol style="list-style-type: none"> <li>1) During its 1/25/22 and 2/22/22 Governance Committee meetings, the Governance Committee, ECIDA staff and counsel discussed the results of ECIDA's 2021 Performance Measures.</li> <li>2) During its 1/25/22 and 2/22/22 Governance Committee meetings, the Governance Committee, ECIDA staff and counsel discussed the ECIDA Mission Statement and 2022 Performance Measures.</li> <li>3) During the 6/2/22 Governance Committee meetings, the Governance Committee approved the proposed 1-year extension of the legal contracts proposed.</li> <li>4) Governance Committee meetings scheduled for 3/14/22 and 5/23/22 were not held due to lack of quorum.</li> </ol>



The purpose of this plan is to protect employees against exposure and disease during an airborne infectious disease outbreak. This plan goes into effect when an airborne infectious disease is designated by the New York State Commissioner of Health as a highly contagious communicable disease that presents a serious risk of harm to the public health. This plan is subject to any additional or greater requirements arising from a declaration of a state of emergency due to an airborne infectious disease, as well as any applicable federal standards.

*Employees should report any questions or concerns with the implementation this plan to the designated contact.*

This plan applies to all “employees” as defined by the New York State HERO Act, which means any person providing labor or services for remuneration for a private entity or business within the state, without regard to an individual’s immigration status, and shall include part-time workers, independent contractors, domestic workers, home care and personal care workers, day laborers, farmworkers and other temporary and seasonal workers. The term also includes individuals working for digital applications or platforms, staffing agencies, contractors or subcontractors on behalf of the employer at any individual work site, as well as any individual delivering goods or transporting people at, to or from the work site on behalf of the employer, regardless of whether delivery or transport is conducted by an individual or entity that would otherwise be deemed an employer under this chapter. The term does not include employees or independent contractors of the state, any political subdivision of the state, a public authority, or any other governmental agency or instrumentality.

As of the date of the publication of this document, while the State continues to deal with COVID-19 and a risk still exists, no designation is in effect at this time. Please check the websites of Departments of Health and Labor for up to date information on whether a designation has been put into effect, as any such designation will be prominently displayed. No employer is required to put a plan into effect absent such a designation by the Commissioner of Health.

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## I. RESPONSIBILITIES

This plan applies to all employees of Erie County Industrial Development Agency , and [all]/[the following work sites]:

95 Perry Street, Buffalo, NY 14203

This plan requires commitment to ensure compliance with all plan elements aimed at preventing the spread of infectious disease. The following supervisory employee(s) are designated to enforce compliance with the plan. Additionally, these supervisory employees will act as the designated contacts unless otherwise noted in this plan:

Name	Title	Location	Phone
Mollie Profic	CFO	95 Perry Street, Buffalo, NY 14203	716.362.8380
Beth OKeefe	Business Development Officer	95 Perry Street, Buffalo, NY 14203	716.362.8374

## II. EXPOSURE CONTROLS DURING A DESIGNATED OUTBREAK

### A. MINIMUM CONTROLS DURING AN OUTBREAK

During an airborne infectious disease outbreak, the following minimum controls will be used in all areas of the worksite:

- General Awareness:** Individuals may not be aware that they have the infectious disease and can spread it to others. Employees should remember to:
  - Maintain physical distancing;
  - Exercise coughing/sneezing etiquette;
  - Wear face coverings, gloves, and personal protective equipment (PPE), as appropriate;
  - Individuals limit what they touch;
  - Stop social etiquette behaviors such as hugging and hand shaking, and
  - Wash hands properly and often.
- “Stay at Home Policy”:** If an employee develops symptoms of the infectious disease, the employee should not be in the workplace. The employee should inform the designated contact and follow New York State Department of Health (NYSDOH) and Centers for Disease Control and Prevention (CDC) guidance regarding obtaining medical care and isolating.
- Health Screening:** Employees will be screened for symptoms of the infectious disease at the beginning of their shift. Employees are to self-monitor throughout their shift and report any new or emerging signs or symptoms of the infectious disease to the designated contact. An employee showing signs or symptoms of the infectious disease should be removed from the workplace and should contact a healthcare professional for instructions. The health screening elements will follow guidance from NYSDOH and CDC guidance, if available.

4. **Face Coverings:** To protect your coworkers, employees will wear face coverings throughout the workday to the greatest extent possible. Face coverings and physical distancing should be used together whenever possible. The face covering must cover the nose and mouth, and fit snugly, but comfortably, against the face. The face covering itself must not create a hazard, e.g. have features could get caught in machinery or cause severe fogging of eyewear. The face coverings must be kept clean and sanitary and changed when soiled, contaminated, or damaged.
5. **Physical Distancing:** Physical distancing will be followed as much as feasible. Avoid unnecessary gatherings and maintain a distance of at least six feet (or as recommended by the NYSDOH/CDC for the infectious agent) from each other. Use a face covering when physical distance cannot be maintained.

*In situations where prolonged close contact with other individuals is likely, use the following control methods: (Note to employer: Check off the controls you intend to use and add any additional controls not listed here.)*

- restricting or limiting customer or visitor entry;
- limiting occupancy;
- allowing only one person at a time inside small enclosed spaces with poor ventilation;
- reconfiguring workspaces;
- physical barriers;
- signage;
- floor markings;
- telecommuting;
- remote meetings;
- preventing gatherings;
- restricting travel;
- creating new work shifts and/or staggering work hours;
- adjusting break times and lunch periods;
- delivering services remotely or through curbside pickup;
  - convert internal & external in-person meetings to an online format whenever possible (comply with public meeting laws).
  - \_\_\_\_\_
  - \_\_\_\_\_

6. **Hand Hygiene:** To prevent the spread of infection, employees should wash hands with soap and water for at least 20 seconds or use a hand sanitizer with at least 60% alcohol to clean hands BEFORE and AFTER:
  - Touching your eyes, nose, or mouth;
  - Touching your mask;
  - Entering and leaving a public place; and
  - Touching an item or surface that may be frequently touched by other people, such as door handles, tables, gas pumps, shopping carts, or electronic cashier registers/screens.

Because hand sanitizers are less effective on soiled hands, wash hands rather than using hand sanitizer when your hands are soiled.

7. **Cleaning and Disinfection:** See Section V of this plan.
8. **“Respiratory Etiquette”:** Because infectious diseases can be spread by droplets expelled from the mouth and nose, employees should exercise appropriate respiratory etiquette by covering nose and mouth when sneezing, coughing or yawning.
9. **Special Accommodations for Individuals with Added Risk Factors:** Some employees, due to age, underlying health condition, or other factors, may be at increased risk of severe illness if infected. Please inform your supervisor or the HR department if you fall within this group and need an accommodation.

## B. ADVANCED CONTROLS DURING AN OUTBREAK

For activities where the Minimum Controls alone will not provide sufficient protection for employees, additional controls from the following hierarchy may be necessary. Employers should determine if the following are necessary:

1. Elimination: Employers should consider the temporary suspension or elimination of risky activities where adequate controls could not provide sufficient protection for employees.
2. Engineering Controls: Employers should consider appropriate controls to contain and/or remove the infectious agent, prevent the agent from being spread, or isolate the worker from the infectious agent. Examples of engineering controls include:
  - i. Mechanical Ventilation:
    - a. Local Exhaust Ventilation, for example:
      - Ventilated booths (lab hoods);
      - Kitchen Vents; and
      - Vented biosafety cabinets.
    - b. General Ventilation, for example:
      - Dedicated ventilation systems for cooking areas, malls, atriums, surgical suites, manufacturing, welding, indoor painting, laboratories, negative pressure isolation rooms;
      - Increasing the percentage of fresh air introduced into air handling systems;
      - Avoiding air recirculation;
      - Using higher-efficiency air filters in the air handling system;
      - If fans are used in the facility, arrange them so that air does not blow directly from one worker to another; and
  - ii. Natural Ventilation, for example:
    - Opening outside windows and doors to create natural ventilation; and
    - Opening windows on one side of the room to let fresh air in and installing window exhaust fans on the opposite side of the room so that they exhaust air outdoors. (*Note: This method is appropriate only if air will not blow from one person to another.*)
  - iii. Install automatic disinfection systems (e.g., ultraviolet light disinfection systems).
  - iv. Install cleanable barriers such as partitions and/or clear plastic sneeze/cough guards.
  - v. Change layout to avoid points or areas where employees may congregate (e.g., install additional timeclocks).



Subject to changes based on operations and circumstances surrounding the infectious disease, engineering controls that are anticipated to be used are listed in the following table:

Engineering Controls Utilized/Location:
The building is owned by Savarino - our contact is Julia Spitz, EVP. Julia has indicated that the facility is currently
using the highest grade filters compatible with HVAC system. Filters are changed quarterly. We have access to an outside door (patio
door) that can be opened to increase air flow from outside. Should any air quality concerns arise, the ability to work from home
remains as a viable option for staff.
<i>Note to Employer: One of the best ways to reduce exposure to infectious agents is to improve ventilation. The aim is to deliver more "clean air" into an occupied area and exhaust the contaminated air to a safe location. In some cases, the air may have to be filtered before it enters the work area and/or before it is exhausted. Direct the contaminated air away from other individuals and from the building's fresh air intake ports. Consult your ventilation system's manufacturer or service company to determine if improvements are possible for your system.</i>

3. "Administrative Controls" are policies and work rules used to prevent exposure. Examples include:

- Increasing the space between workers;
  - Slowing production speed to accommodate fewer workers at a time;
- Disinfecting procedures for specific operations;
  - Not shaking out soiled laundry;
- Employee training;
- Identify and prioritize job functions that are essential for continuous operations;
- Cross-train employees to ensure critical operations can continue during worker absence;
- Limit the use of shared workstations;
- Post signs reminding employees of respiratory etiquette, masks, handwashing;
- Rearrange traffic flow to allow for one-way walking paths;
- Provide clearly designated entrance and exits;
- Provide additional short breaks for handwashing and cleaning;
- Establishing pods or cohorts working on same shift;



Subject to changes based on operations and circumstances surrounding the infectious disease, the following specific administrative controls are anticipated to be used:

Administrative Controls Utilized/Location:
A subset of the administrative controls as noted above would be deployed as needed.

4. 10. Personal Protective Equipment (PPE) are devices like eye protection, face shields, respirators , , and gloves that protect the wearer from infection. PPE will be provided, used and maintained in a sanitary and reliable condition at no cost to the employee. The PPE provided to an employee will be based on a hazard assessment for the workplace.

PPE Required - Activity Involved/Location:
PPE as noted above would be required (as / if deemed necessary) at no cost to employees.

*1 The use of respiratory protection, e.g. an N95 filtering facepiece respirator, requires compliance with the OSHA Respiratory Protection Standard 29 CFR 1910.134 or temporary respiratory protection requirements OSHA allows for during the infectious disease outbreak.*

*2 Respirators with exhalation valves will release exhaled droplets from the respirators. Respirators are designed to protect the wearer. Surgical masks and face coverings, which are not respirators, are designed to protect others, not the wearer.*

**C. EXPOSURE CONTROL READINESS, MAINTENANCE AND STORAGE:**

The controls we have selected will be obtained, properly stored, and maintained so that they are ready for immediate use in the event of an infectious disease outbreak and any applicable expiration dates will be properly considered.

### III. HOUSEKEEPING DURING A DESIGNATED OUTBREAK

#### A. Disinfection Methods and Schedules

Objects that are touched repeatedly by multiple individuals, such as door handles, light switches, control buttons/levers, dials, levers, water faucet handles, computers, phones, or handrails must be cleaned frequently with an appropriate disinfectant. Surfaces that are handled less often, or by fewer individuals, may require less frequent disinfection.

The disinfection methods and schedules selected are based on specific workplace conditions.

The New York State Department of Environmental Conservation (NYSDEC) and the Environmental Protection Agency (EPA) have compiled lists of approved disinfectants that are effective against many infectious agents (see [dec.ny.gov](http://dec.ny.gov) and [epa.gov/pesticide-registration/selected-epa-registered-disinfectants](http://epa.gov/pesticide-registration/selected-epa-registered-disinfectants)). Select disinfectants based on NYSDOH and CDC guidance and follow manufacturer guidance for methods, dilution, use, and contact time.

#### B. Adjustments to Normal Housekeeping Procedures

Normal housekeeping duties and schedules should continue to be followed during an infectious disease outbreak, to the extent practicable and appropriate consistent with NYSDOH and/or CDC guidance in effect at the time. However, routine procedures may need to be adjusted and additional cleaning and disinfecting may be required.

Housekeeping staff may be at increased risk because they may be cleaning many potentially contaminated surfaces. Some housekeeping activities, like dry sweeping, vacuuming, and dusting, can resuspend into the air particles that are contaminated with the infectious agent. For that reason, alternative methods and/or increased levels of protection may be needed.

Rather than dusting, for example, the CDC recommends cleaning surfaces with soap and water before disinfecting them. Conducting housekeeping during “off” hours may also reduce other workers’ exposures to the infectious agent. Best practice dictates that housekeepers should wear respiratory protection. See [cdc.gov](http://cdc.gov) for more guidance.

C. If an employee develops symptoms of the infectious disease at work, it is ideal to isolate the area in accordance with guidance issued by NYSDOH or the CDC, before cleaning and disinfecting the sick employee’s work area. This delay will allow contaminated droplets to settle out of the air and the space to be ventilated.

D. As feasible, liners should be used in trash containers. Empty the containers often enough to prevent overflowing. Do not forcefully squeeze the air out of the trash bags before tying them closed. Trash containers may contain soiled tissue or face coverings.

### IV. INFECTION RESPONSE DURING A DESIGNATED OUTBREAK

If an actual, or suspected, infectious disease case occurs at work, take the following actions:

- Instruct the sick individual to wear a face covering and leave the worksite and follow NYSDOH/CDC guidance.
- Follow local and state authority guidance to inform impacted individuals.

### V. TRAINING AND INFORMATION DURING A DESIGNATED OUTBREAK

A. Mollie Profic or Beth O’Keefe will verbally inform all employees of the existence and location of this Plan, the circumstances it can be activated, the infectious disease standard, employer policies, and employee rights under the HERO Act. (Note: training need not be provided to the following individuals: any individuals working for staffing agencies, contractors or subcontractors on behalf of the employer at any individual work site, as well as any individual delivering goods or transporting people at, to or from the work site on behalf of the employer, where delivery or transport is conducted by an individual or entity that would otherwise be deemed an employer under this chapter)



## **VII. RETALIATION PROTECTIONS AND REPORTING OF ANY VIOLATIONS**

No employer, or his or her agent, or person, , acting as or on behalf of a hiring entity, or the officer or agent of any entity, business, corporation, partnership, or limited liability company, shall discriminate, threaten, retaliate against, or take adverse action against any employee for exercising their rights under this plan, including reporting conduct the employee reasonably believes in good faith violates the plan or airborne infectious disease concerns to their employer, government agencies or officials or for refusing to work where an employee reasonably believes in good faith that such work exposes him or her, other workers, or the public to an unreasonable risk of exposure, provided the employee, another employee, or representative has notified the employer verbally or in writing, including electronic communication, of the inconsistent working conditions and the employer's failure to cure or if the employer knew or should have known of the consistent working conditions.

Notification of a violation by an employee may be made verbally or in writing, and without limitation to format including electronic communications. To the extent that communications between the employer and employee regarding a potential risk of exposure are in writing, they shall be maintained by the employer for two years after the conclusion of the designation of a high risk disease from the Commissioner of Health, or two years after the conclusion of the Governor's emergency declaration of a high risk disease. Employer should include contact information to report violations of this plan and retaliation during regular business hours and for weekends/other non-regular business hours when employees may be working.

**Erie County Industrial Development Agency (“ECIDA”),  
Buffalo and Erie County Regional Development Corporation  
 (“RDC”), and Buffalo and Erie County Industrial Land  
Development Corporation (“ILDC”)**

**BOARD MEMBER COMPENSATION, REIMBURSEMENT AND  
ATTENDANCE POLICY**

This Compensation, Reimbursement and Attendance Policy is adopted in accordance with Section 2824 of the Public Authorities Law and applies to all directors of the Erie County Industrial Development Agency (ECIDA) and its affiliates: Buffalo and Erie County Regional Development Corporation (RDC), Buffalo and Erie County Industrial Land Development Corporation (ILDC), and any other affiliated entities that may hereafter be established by ECIDA (hereinafter collectively referred to as the “Agency”) upon approval by the respective Boards of each corporation.

Pursuant to and in accordance with Sections 856 and 891-a of the General Municipal Law of the State of New York and this Policy, the members of the board of the Erie County Industrial Development Agency and its affiliates (the “Board”) shall serve without salary but may be reimbursed for reasonable expenses incurred in the performance of Agency duties in accordance with the Agency’s Travel, Conferences, Meals and Entertainment Policy. Reimbursements for any expenses shall be reviewed and approved by the Board Chair. Provided, however, if the Board Chair is seeking the reimbursement allowed herein then such reimbursement shall be subject to the approval by the Chair of the Audit Committee.

The members of the Board shall be available as required to perform the operations of the Agency and as set forth within the By-Laws of the Agency, as may be amended, restated or revised by the Board from time to time. Said members of the Agency shall put forth their best efforts to perform their respective duties as outlined in the By-Laws of the Agency and any other directives of the Board relating to same.

Re-adopted this 22nd day of March 2023 by the respective Boards of each corporation referenced above.

**Erie County Industrial Development Agency (“ECIDA”),  
Buffalo and Erie County Regional Development Corporation  
 (“RDC”), and Buffalo and Erie County Industrial Land  
 Development Corporation (“ILDC”)**

**CODE OF ETHICS & CONFLICT OF INTEREST POLICY**

This Code of Ethics is adopted upon approval by the respective Boards of each corporation in accordance with Section 2824 of the Public Authorities Law and applies to all members, directors, committee members, officers and employees of the Erie County Industrial Development Agency (ECIDA) and its affiliates: Buffalo and Erie County Regional Development Corporation (RDC), Buffalo and Erie County Industrial Land Development Corporation (ILDC) and any other affiliated entities that may hereafter be established by ECIDA (hereinafter collectively referred to as the “Agency”).

This Code of Ethics shall serve as a guide for official conduct and is intended to enhance the ethical and professional performance of the Agency’s members, directors, officers and employees and to preserve public confidence in the Agency’s mission.

**ARTICLE I  
Conflicts of Interest**

A conflict of interest is a situation in which the financial, familial, or personal interests of a member, director, officer or employee come into “actual” or “perceived” conflict with their duties and responsibilities with the Agency.

“Perceived” conflicts of interest are situations where there is the appearance that a member, director, officer or employee can personally benefit from actions or decisions made in their official capacity, or where a member, director, officer or employee may be influenced to act in a manner that does not represent the best interests of the Agency. The perception of a conflict may occur if circumstances would suggest to a reasonable person that a member, director, officer or employee may have a conflict.

“Actual” conflicts of interest are situations where a member, director, officer or employee can personally benefit from actions or decisions made in their official capacity, or where a member, director, officer or employee is influenced to act in a manner that does not represent the best interests of the Agency.

Except for Prohibited Conflicts of Interest as set forth in Article V herein, Perceived and Actual conflicts of interest should be treated in the same manner for purposes of disclosure under Article IV herein.

## **ARTICLE II**

### **Standards of Conduct**

1. No member, director, officer or employee of the Agency should accept other employment which will impair their independence of judgment in the exercise of their official duties.
2. No member, director, officer or employee of the Agency should accept employment or engage in any business or professional activity which will require them to disclose confidential information which they have gained by reason of their official position or authority.
3. No member, director, officer or employee of the Agency should disclose confidential information acquired by them in the course of their official duties nor use such information to further their personal interests.
4. No member, director, officer or employee of the Agency should use or attempt to use their official position to secure unwarranted privileges or exemptions for themselves or others; provided, however, nothing herein shall prohibit any business or enterprise in which such member, director, officer or employee may have a financial interest from obtaining financial assistance provided that the Prohibited Conflicts of Interest provisions of Article V herein are not violated.
5. No member, director, officer or employee of the Agency should engage in any transaction as representative or agent of the Agency with any business entity in which they have a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of their official duties; provided, however, nothing herein shall prohibit any business or enterprise in which such member, director, officer or employee may have a financial interest from obtaining financial assistance provided that the Prohibited Conflicts of Interest provisions of Article V herein are not violated.
6. No member, director, officer or employee of the Agency should by their conduct give reasonable basis for the impression that any person can improperly influence them or unduly enjoy their favor in the performance of their official duties, or that they are affected by the kinship, rank, position or influence of any party or person.
7. Each member, director, officer and employee of the Agency should abstain from making personal investments in enterprises which they have reason to believe may be directly involved in decisions to be made by them or which will otherwise create substantial conflict between their duty in the public interest and their private interest; provided, however, nothing herein shall prohibit any business or enterprise in which such member, director, officer or employee may have a financial interest from obtaining financial assistance provided that the Prohibited Conflicts of Interest provisions of Article V herein are not violated,



8. Each member, director, officer or employee of the Agency should endeavor to pursue a course of conduct which will not raise suspicion among the public that they are likely to be engaged in acts that are in violation of his or her trust.

Notwithstanding anything contained in this Article II to the contrary, nothing shall prohibit any member, director, officer or employee of the Agency from acquiring property adjacent to or otherwise proximate to the lands in which the Agency has an interest, provided that such acquisition is not based upon the use of confidential information obtained by such member, director, officer or employee of the Agency in his capacity with the Agency as determined by such member, director, officer or employee after consultation with the Ethics Officer and counsel to the Agency.

### **ARTICLE III**

#### **Gifts**

Pursuant to and in accordance with Section 805-a of the General Municipal Law, no member, director, officer or employee of the Agency shall directly or indirectly, solicit any gift, or accept or receive any gift having a value of seventy-five dollars or more under circumstances in which it could reasonably be inferred that the gift was intended to influence such individual, or could reasonably be expected to influence such individual, in the performance of the individual's official duties or was intended as a reward for any official action on the individual's part. Inferences that gifts having a value of less than seventy-five dollars can influence or reward members, directors, officers or employees of the Agency is deemed to be unreasonable.

### **ARTICLE IV**

#### **Procedures for Disclosing a Conflict of Interest**

Except for Prohibited Conflicts of Interest as set forth in Article V below, all members, directors, officers or employees of the Agency shall adhere to the following procedures:

1. All members, directors, officers and employees shall examine their specific facts and circumstances giving rise to the question of a conflict in order to determine:
  - (i) whether such member, director, officer or employee can personally benefit from the actions or decisions made in their official capacity (i.e. Actual Conflict); or
  - (ii) whether a member, director, officer or employee is influenced to act in a manner that does not represent the best interests of the Agency (i.e. Actual Conflict); or
  - (iii) whether a reasonable person would conclude that such member, director, officer or employee may have a conflict (i.e. Perceived Conflict). In determining whether a reasonable person would conclude that there is a conflict, such member, director, officer or employee must assess the



materiality within the context of the specific facts and circumstances. Provided that the event giving rise to the question of a conflict is material within the context of the specific facts and circumstances, then it would be reasonable for a person to conclude that there may be a conflict.

2. All Actual and Perceived conflicts of interest shall be disclosed in writing to the Ethics Officer as soon as practicable after learning of the Actual or Perceived conflict of interest. The written disclosure must (i) identify the matter before the Agency, (ii) identify the Standard of Conduct in question and (iii) contain sufficient facts and circumstances in order to accurately convey the extent of the member's, director's, officer's or employee's interest in such matter. In addition, in the event a member of the board of directors of the Agency has a conflict, he or she shall verbally disclose the conflict during a public session of a board meeting at which the matter creating the conflict appears on the agenda. Such verbal disclosure shall be recorded in the minutes of the meeting and be made part of the public record.

3. The member, director, officer or employee with the conflict of interest shall recuse themselves and refrain from participating in all discussions or decisions on the matter creating the conflict. In addition, in the event a member of the board of directors of the Agency has a conflict, he or she shall, in addition to the foregoing, abstain from voting on such matter creating the conflict.

4. The member, director, officer or employee with the conflict of interest shall refrain from directly or indirectly attempting to influence the discussions, decisions, deliberations or vote on the matter giving rise to such conflict.

## **ARTICLE V Prohibited Conflicts**

General Municipal Law ("GML") Article 18 regulates financial conflicts of interest of members, directors, officers and employees of the Agency. Therefore, notwithstanding any other provision contained in this Policy, financial conflicts of interest shall be governed solely by this Article V.

Prohibition: No member, director, officer or employee shall have a direct or indirect financial interest in a contract with the Agency where such member, director, officer or employee has some form of control over the contract ("Prohibited Interest").

No Cure: Disclosure, recusal, and abstention will not cure a Prohibited Interest. In order to avoid a violation of a "Prohibited Interest" the contract may not be acted upon or the member, director, officer or employee would have to resign.

Violations: Any member, director, officer or employee who is determined to have "willfully and knowingly" violated the Prohibited Interest provisions of Article 18 of the GML may be found guilty of a misdemeanor. In addition, the contract, if willfully entered into, may be determined "null, void and wholly unenforceable"

Exceptions: Article 18 of the GML provides fifteen exceptions to the Prohibited Interest provision. One of the more commonly claimed exceptions comes into play when the member, director, officer or employees (“officials”) interest in the contract is prohibited solely by reason of the official’s employment with the entity that has the contract with the Agency. This exception applies provided: (a) the official’s compensation from the private employer is not contingent upon the contract between the employer and the Agency and (b) the official’s duties for the private employer do not directly involve the procurement, preparation or performance of any part of the contract. [Note: This exception does not cover an Agency official who is a director, partner, member, or shareholder of the private employer]. The second most commonly claimed exception is where the official has an interest in a contract that was entered into with the Agency prior to the time the official was elected or appointed as such member, director, officer or employee of the Agency. Provided, however, this exception does not authorize the renewal of any such contract.

Disclosure of Exception: Disclosure of Interest that falls within one of the Exceptions: The official is required to publicly disclose the nature and extent of his or her prospective, existing or subsequently acquired interest in any actual or proposed contract. The disclosure must be made in writing and must be placed, in its entirety, in the official record. The official must recuse him or herself from participating in any discussion or action on the contract.

Notification of Potential Conflict due to a Financial Interest: Every member, director, officer or employee shall immediately notify the Agency’s Ethics Officer of any potential conflict of interest due to a direct or indirect financial interest in any matter coming before the Agency where such member, director, officer or employee has the power or duty to negotiate, prepare, authorize or approve the matter before the Agency. The Ethics Officer shall review the potential financial conflict of interest pursuant to the provisions of Article 18 of the GML in consultation with Agency counsel.

## **ARTICLE VI**

### **Penalties**

Any employee that fails to comply with this Policy may be subject to termination. In addition, any member, director, officer or employee that fails to comply with this Policy may be penalized in a manner provided for in law.

## **ARTICLE VII**

### **Ethics Officer**

The Agency’s Board shall designate an officer, member, director or employee of the Agency to serve as the Ethics Officer of the Agency. In the event of a vacancy, the Agency Board Chair shall serve as the Ethics Officer until such time as the Agency Board appoints a successor.

The Ethics Officer shall report to the Board. The Ethics Officer shall have the powers and duties set forth below, and such other powers and duties as may be prescribed by the Board:

1. Advise in confidence each member, director, officer or employee of the Agency who seeks guidance regarding ethical behavior and conflicts of interest.
2. Review matters concerning ethics and conflicts of interest and advise the Agency accordingly.
3. Receive and record disclosures of conflicts of interest.
4. Receive and investigate complaints about possible violations of this Code of Ethics. Dismiss complaints found to be without substance.
5. Report to the governance committee.
6. Prepare investigative reports when deemed appropriate of his or her findings to be submitted for action by the President/CEO or the Board.
7. Seek consultation and guidance from counsel to the Agency, the Agency's governance committee, or any appropriate New York State agency.

#### **ARTICLE VIII Whistleblower Policy**

In accordance with Title 12 of Article 9 of the Public Authorities Law, the Agency adopted a Whistleblower Policy to afford certain protections to individuals who, in good faith, report violations of the Agency's Code of Ethics or other instances of potential wrongdoing within the Agency. The Policy provides Agency members, directors, officers and employees with a confidential means to report credible allegations of misconduct, wrongdoing, or unethical behavior and to protect those individuals, when acting in good faith, from personal or professional retaliation. The Policy is provided and is accessible to all members, directors, officers and employees of the Agency and is reviewed annually by the Agency's Governance Committee. For additional information on this Policy, see "Whistleblower Policy & Procedures" on the ECIDA website.

#### **ARTICLE IX Implementation; Annual Review**

This Code of Ethics shall be provided to all members, directors, officers and employees of the Agency upon commencement of employment or appointment and shall be reviewed annually by the Agency's Governance Committee.

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.

**Erie County Industrial Development Agency (“ECIDA”),  
Buffalo and Erie County Regional Development Corporation  
 (“RDC”), and Buffalo and Erie County Industrial Land  
 Development Corporation (“ILDC”)**

**DEFENSE AND INDEMNIFICATION POLICY**

This Defense and Indemnification Policy is adopted in accordance with Section 2824 of the Public Authorities Law and applies to all members, directors, committee members, officers and employees of the Erie County Industrial Development Agency (ECIDA) and its affiliates: Buffalo and Erie County Regional Development Corporation (RDC), Buffalo and Erie County Industrial Land Development Corporation (ILDC), and any other affiliated entities that may hereafter be established by ECIDA (hereinafter collectively referred to as the “Agency”) upon approval by the respective Boards of each corporation.

The Agency shall indemnify all members and directors of the Board of the Agency and each committee member, officer and employees thereof, in the performance of their duties, and to the extent authorized by the Board, each other person authorized to act for the Agency or on its behalf, in accordance with the By-Laws or to the extent permitted by law.

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.

## **ECIDA EMPLOYEE COMPENSATION PROGRAM**

### **Introduction**

The ECIDA hereby adopts a written protocol for determining employee compensation including eligibility criteria for bonus compensation. The compensation program includes employee base compensation, COLA, bonus, and related fringe benefit casts (collectively, the "Employee Compensation Program").

### **Employee Compensation Program Procedures**

A preliminary budget for employee compensation, including base compensation and any recommended salary adjustments, together with fringe benefits, COLA and bonus compensation shall be established annually by the Management Team or CEO, as applicable. Base compensation and salary adjustments shall be determined after taking into consideration the existing compensation ranges and fringe benefit programs and appropriate economic, geographic, and competitive salary ranges and fringe benefits for comparable positions in the region and with respect to New York State IDA's in particular. The Management Team or CEO, as applicable, will also consider the experience of the individual, the ECIDA's budget constraints, and other appropriate discretionary factors in establishing the individual base compensation will be considered. Employee compensation is subject to the overall profitability and economic stability of the ECIDA.

The preliminary budget shall then be submitted to the Audit Committee and Board of Directors for approval in advance of each calendar year. This procedure is consistent with past practice and will continue to be followed.

### **Performance Evaluation for Bonus Award**

The ECIDA has adopted Performance Evaluation procedures for each position with certain benchmarks for performance. Eligibility for bonus compensation will be determined on the basis of meeting a minimum threshold rating set forth below based on the specific Performance Evaluation Benchmarks designed for the particular position or employee's measurable objectives for strategic goals. The Performance Evaluation Benchmarks for each employee's position will be established in advance of each year.

### **Performance Evaluation Ratings:**



If an employee of the ECIDA achieves an overall rating in the range of "Unacceptable" or "Needs Improvement" then the employee will not be eligible for any bonus compensation.

If an employee of the ECIDA achieves an overall rating of "Fully Satisfactory" then the employee will be eligible for bonus compensation up to 3% of that employee's base salary.

If an employee of the ECIDA achieves an overall rating of "Excellent" then the employee will be eligible for bonus compensation up to 6% of that employee's base salary.

If an employee of the ECIDA achieves an overall rating of "Outstanding" then the employee will be eligible for bonus compensation up to 9% of that employee's base salary.

### **Bonus Award Determination**

An award of bonus compensation is subject to an overall determination by the Management Team or CEO, as applicable, of determining that a minimum eligibility rating has been achieved and, in consultation with the Chair of the ECIDA Board of Directors, determining whether the overall profitability and economics of the ECIDA are at appropriate levels for expending the additional compensation earned, together with the ECIDA achieving its overall performance goals.

As an inducement to continued and faithful service to the ECIDA, only an employee who has been employed for the entire Plan Year will be eligible for the bonus award earned. At the discretion of the Management Team or CEO, as applicable, an employee who has not completed a full Plan Year may be eligible for a pro rated bonus based on the employee's hire date. An employee must be an active employee as of the date of the award's approval and distribution to receive the bonus.

### **Effective Date**

The effective date for the Employee Compensation Program is the date of its adoption by the ECIDA Board of Directors. The first Plan year will be based on the period June 1, 2007 — December 31, 2007, and each succeeding calendar year thereafter (the "Plan Year").

### **Amendment**

This Plan may be modified or terminated as the Board of Directors may determine.

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.

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

**PROJECT ADMINISTRATIVE FEE AND EXPENSE SCHEDULE**

PRODUCT	AGENCY/ILDC FEE AND DUE DATE
Sales Tax Benefit Mortgage Tax Benefit PILOT Benefit  ** Or any Project that receives a PILOT Benefit	<ul style="list-style-type: none"> <li>• \$1000 application fee</li> <li>• 1.25% of the total benefitted project amount</li> <li>• Due Date(s): 50% of fee due earlier of 60-days within date of approving resolution, or issuance of Project Agreement, remaining 50% of fee due upon earlier of inducement anniversary date, mortgage closing date, or lease/leaseback transaction closing date</li> </ul>
Sales Tax Benefit Mortgage Tax Benefit	<ul style="list-style-type: none"> <li>• \$1,000 application fee</li> <li>• Fee equals the sum of (i) 1% on sales taxable component (50% of construction budget plus amount of sales taxable materials and equipment) and (ii) ½ of 1% on difference between mortgage benefit amount and sales taxable component.</li> <li>• Due Date(s): 50% due on date of issuance of the Project Agreement, remaining 50% due upon earlier to occur of inducement anniversary date or mortgage closing date</li> </ul>
Sales Tax Benefit	<ul style="list-style-type: none"> <li>• \$1,000 application fee</li> <li>• 1% of sales taxable component</li> <li>• Due Date: Entire fee is due upon issuance of Project Agreement</li> </ul>
Mortgage Tax Benefit	<ul style="list-style-type: none"> <li>• \$1000 application fee</li> <li>• 50% of the Mortgage Tax Benefit amount</li> <li>• Due Date: At mortgage closing</li> </ul>
New Tax-Exempt Bond Issuance	<ul style="list-style-type: none"> <li>• \$1,000 Application Fee</li> <li>• 1% of bond amount</li> <li>• Due Date: Entire fee due at closing</li> </ul>
Tax-Exempt Bond Refunding	<ul style="list-style-type: none"> <li>• \$1,000 application fee</li> <li>• ½ of 1% of refunded amount, plus 1% of new money amount, if any</li> <li>• Due Date: Entire fee due at closing</li> </ul>
Additional Fees	<p>The applicant is responsible for and shall pay all reasonable costs to the Agency/ILDC, including without limitation, Agency/ILDC counsel fees, incurred in connection with the Project including costs incurred in the following instances:</p> <ul style="list-style-type: none"> <li>• the project application is withdrawn at any time following submission or after an initial inducement or bond resolution relating to the project</li> <li>• the project expires without extension,</li> <li>• the project does not close for any reason</li> </ul>
Other	<p>The Agency/ILDC President/CEO, in consultation with the Agency/ILDC Chair, is authorized to adjust/revise the aforementioned fee schedule on an individual project by project basis for unique or otherwise outstanding projects.</p>

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.

**Erie County Industrial Development Agency (“ECIDA”), Buffalo  
and Erie County Regional Development Corporation (“RDC”), and  
Buffalo and Erie County Industrial Land Development Corporation (“ILDC”)**

**GOVERNANCE COMMITTEE CHARTER**

In addition to the Erie County Industrial Development Agency (“ECIDA”), this Charter shall serve as the charter for the Governance Committees of the Buffalo and Erie County Regional Development Corporation (“RDC”), and Buffalo and Erie County Industrial Land Development Corporation (“ILDC”), (hereinafter collectively referred to as the “Agency”) upon approval by the respective Boards of each corporation.

**ARTICLE I**

**Establishment of Governance Committee;  
Core Responsibilities**

The Board of Directors of the Agency authorized the establishment of the Governance Committee by amendment to the Agency’s bylaws (“Bylaws”). The Bylaws sets forth the composition and basic responsibilities of the Governance Committee.

The core responsibilities of the Governance Committee, as mandated under Section 2824(7) of the New York Public Authorities Law, are set forth in the Bylaws and include: (i) keeping the Board informed of current best governance practices; (ii) reviewing corporate governance trends; (iii) updating the Agency’s corporate governance principles; and (iv) advising those responsible for appointing members to the Board on the skills and experiences necessary required of potential Board members.

**ARTICLE II**

**Composition of the Governance Committee**

The members of the Governance Committee shall be appointed in accordance with the Bylaws. Individuals appointed to the Governance Committee should be knowledgeable, or have expressed a willingness to become knowledgeable, in matters pertaining to governance. The Board shall designate one member of the Governance Committee to serve as chair of the Governance Committee. Each member of the Governance Committee shall serve for a term of one (1) year and until his or her successor shall be appointed and qualified.

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



members who are members of the Agency shall comply with the conflict of interest provisions applicable to public officers under Article 18 of the New York General Municipal Law.

### **ARTICLE III** **Committee Meetings**

The Governance Committee will meet a minimum of once (1) each calendar year. Additional meetings may be necessary or appropriate to adequately fulfill the obligations and duties outlined in this Charter. All committee members are expected to attend each meeting in person or via videoconference.

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

### **ARTICLE IV** **Committee Duties and Responsibilities**

To accomplish the objectives of good governance and accountability, the Governance Committee has the following responsibilities as set forth below:

A. The Board of Directors has delegated to the Governance Committee the responsibility to review, develop, draft, revise or oversee policies and practices for which the Governance Committee has specific expertise, as follows:

(i) Develop the Agency's governance practices, which should address transparency, independence, accountability, fiduciary responsibilities and management oversight;

(ii) Develop a statement of the competencies and personal attributes required of Board members to assist those authorized to appoint members to the Board in identifying qualified individuals (it being acknowledged that membership in the Agency is determined pursuant to Section 891-a of the General Municipal Law);

(iii) Develop and recommend to the Board any revisions to the number and/or structure of Board committees;

(iv) Develop and provide recommendations to the Board regarding Board member education, including new member orientation and regularly scheduled Board member training to be obtained from state-approved trainers as required under Section 2824(2) of the New York Public Authorities Law;

(v) Examine ethical and conflicts of interest; and

(vi) Perform full Board self-evaluations.

B. The Governance Committee shall develop, review and recommend to the Board the adoption and/or revisions to the following:

- (i) the Agency's Code of Ethics;
- (ii) written policies regarding conflicts of interest;
- (iii) written policies regarding the protection of whistleblowers from retaliation;
- (iv) equal opportunity and affirmative action policies;
- (v) written policies regarding procurement of goods and services, including policies relating to the disclosure of persons who attempt to influence the Agency's procurement process;
- (vi) written policies regarding the disposition of real and personal property and the acquisition of property;
- (vii) committee charters, including this Charter; and
- (viii) any other policies or documents relating to the governance of the Agency, including rules and procedures for conducting the business of the Agency's Board, including the Agency's Bylaws. The Governance Committee will oversee the implementation and effectiveness of the Bylaws and other governance documents and recommend modifications to the Board as necessary or appropriate.

#### **ARTICLE V** **Committee Reports**

The Governance Committee shall:

- A. report its actions and recommendations to the Board at each regular meeting of the Board following a meeting of the Governance Committee and when otherwise requested by the Board;
- B. report to the Board, at least annually, regarding any proposed changes to this Charter; and
- C. provide a self-evaluation of the Governance Committee's functions to the Board on an annual basis.

#### **ARTICLE VI** **Amendments**

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

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.

**Erie County Industrial Development Agency (“ECIDA”), Buffalo and Erie County Regional Development Corporation (“RDC”), Buffalo and Erie County Industrial Land Development Corporation (“ILDC”)**

**PROCUREMENT POLICY**

**A. Introduction**

1. Applicability – This Procurement Policy (“Policy”) shall apply to the Erie County Industrial Development Agency (“ECIDA”) and its affiliated corporations: Buffalo and Erie County Regional Development Corporation (“RDC”), Buffalo and Erie County Industrial Land Development Corporation (“ILDC”) and any other affiliated entities that may be established by the ECIDA (hereinafter collectively referred to as the “Agency”) upon approval by the respective Board of Directors or Members of the Agency.
2. Scope – In accordance with Article 18-A of the General Municipal Law (the “GML”), Section 104-b of the GML, and the Public Authorities Accountability Act of 2005, the Agency is required to adopt procurement policies which will apply to the procurement of goods and services paid for by the Agency for its own use and account.
3. Purpose – Pursuant to Section 104-b of the GML, the primary objectives of this Policy are to assure the prudent and economical use of public monies in the best interests of the taxpayers of the County of Erie, to facilitate the acquisition of goods and services of maximum quality at the lowest possible cost under the circumstances and to guard against favoritism, improvidence, extravagance, fraud and corruption.

**B. Procedures**

1. Solicitation Procedures for the Purchase of Commodities, Equipment, Goods or Services.
  - a. Up to \$5,000 per instance – The discretion of the Chairperson or chief executive officer of the Agency or authorized designee.
  - b. Greater than \$5,000 to \$20,000 per instance – Documented verbal quotations or written/fax/email quotations from at least three vendors.
  - c. Greater than \$20,000 per instance – Written Request for Proposal.
  - d. Notwithstanding the foregoing, should cumulative procurements pursuant to paragraphs a or b above exceed \$50,000 per calendar year for a single vendor, the Agency shall be required to prepare a Written Request for Proposal for such procurements.

2. Exceptions. Alternative proposals or quotations shall not be required for procurements made through or with respect to:
  - a. New York State or Erie County Contracts – when the Agency is able to procure commodities, equipment, goods or services through New York State or Erie County contracts, it is unnecessary to obtain quotations or bids;
  - b. State Finance Law Section 175-b (from agencies for the blind or severely handicapped);
  - c. Correction Law Section 186 (articles manufactured in correctional institutions);
  - d. Emergency Procurements – an emergency exists if the delay caused by soliciting quotes would endanger health, welfare, property or an economic development opportunity. Approval of the Chief Executive Officer is necessary, which shall be documented and shall also include a description of the facts giving rise to the emergency.
  - e. Sole Source Procurements – A “sole source” means a situation where (i) there is only one possible source from which to produce goods and/or services available in the marketplace, (ii) no other goods and/or services provide substantially equivalent or similar benefits, and (iii) considering the benefits, the cost to the Agency is reasonable.
  - f. Utilities and Affiliate Transactions – The purchase of utilities and inter-affiliate transactions are excepted from alternative proposal/quotation requirements.
  - g. Unavailability of three (3) vendors who are able or willing to provide a quote.

3. Basis for the Award of Contracts.

Contracts will be awarded to the lowest responsible dollar offeror who meets the specifications therefor, except in circumstances that the Agency determines justify an award to other than the lowest responsible dollar offeror. In making any such determination, the Agency may consider relevant factors including, without limitation:

- a. Delivery requirements
- b. Quality requirements
- c. Quantity requirements

- d. Past vendor performance and/or experience
- e. The unavailability of three or more vendors who are able or willing to quote on a procurement.
- f. It may be in the best interests of the Agency to consider only one vendor who has previous expertise with respect to a particular procurement.
- g. If the contemplated contract furthers the Agency's goal of advancing opportunities for a Minority Business Enterprise (MBE)<sup>1</sup> and/or a Women Business Enterprise (WBE)<sup>2</sup> and for purposes herein, the abbreviation "MWBE" shall mean a Minority or Women Owned Business Enterprise) or if the contemplated contract meets the Agency's MWBE procurement goals as set forth in Section C of this Policy.
- h. Any procurement excepted from the alternative proposal/quotation requirements as set forth in subdivision 2 of this Section B, and the procurement of professional services in Section F of this Policy.

4. Documentation

- a. A record of all solicitations for alternative proposals or quotations, the response (if applicable), and any determinations pursuant thereto shall be maintained in the procurement file.
- b. For each procurement by the Agency the chief executive officer of the Agency or authorized designee shall set forth in writing the category of procurement that is being made and what method of procurement is specified.
- c. Whenever an award is made to other than the lowest responsible dollar offeror the reasons for doing so shall be set forth in writing and maintained in the procurement file.

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<sup>1</sup> Under Article 15-A of the New York Executive Law, an MBE is a business enterprise in which at least fifty-one percent (51%) is owned, operated and controlled by citizens or permanent resident aliens who are meeting the ethnic definitions listed below:

- Black: Persons having origins from any of the Black African racial groups.
- Hispanic: Persons of Mexican, Puerto Rican, Dominican, Cuban, Central or South American descent of either Native American or Latin American origin, regardless of race.
- Asian-Pacific: Persons having origins from the Far East, Southeast Asia or the Pacific Islands.
- Asian-Indian Subcontinent: Persons having origins from the Indian subcontinent.
- Native American or Alaskan Native: Persons having origins in any of the original peoples of North America.

<sup>2</sup> Under Article 15-A of the New York Executive Law, a WBE is a business enterprise in which at least fifty-one percent (51%) is owned, operated and controlled by citizens or permanent resident aliens who are women.

- d. Whenever the specified number of quotations cannot or will not be secured, the reasons for this shall be indicated in writing and maintained in the procurement file.

**C. Erie County Businesses and Minority & Women Owned Enterprises.**

It is the preference of the Agency to provide opportunities for the purchase of goods and services from (i) business enterprises located in Erie County and (ii) certified MWBEs. To that end, the Agency will utilize available lists of MWBE firms certified by Erie County and/or the State of New York and will solicit bids and proposals from such businesses by notifying them of opportunities to submit proposals and bids for goods and services.

Additionally, the Agency shall, from time to time, establish reasonable and attainable MWBE utilization goals for the procurement of goods and services for direct Agency use, to be based on a percentage of applicable Agency procurements.

The Agency shall, from time to time, also establish reasonable and attainable MWBE goals when procuring certain professional services, as more particularly described within the Agency's "Professional Services RFP Process and Policy", as amended from time to time. In instances where the Agency solicits professional services through a scored RFP or RFQ process the Agency shall, as part of the scoring index, consider a respondent's MWBE status, utilization, and/or the respondent's policies, practices and institutional commitments to advance and promote diversity and inclusion.

Such MWBE goals shall be reviewed and adjusted from time to time in order to advance the overall goals of the Agency.

**D. Preferred Source Procurement**

In accordance with Section 162(4) of State Finance Law, the Agency seeks to purchase goods and services from veterans, not-for-profit organizations that serve and employ people who are blind and severely handicapped, and from correctional industry programs if they meet the Agency's needs.

**E. Effect on Other Procurement Requirements.**

Where the procurement of a specific good or service is to be accomplished using funds other than the funds of the Agency and such funding sources specify different or more restrictive procurement requirements than are provided for in this Policy, the procurement requirements of the funding source will supersede the requirements of this Policy. Toward this end, the Agency will follow the procurement standards as set forth in 2 CFR Part 200 for any procurements utilizing federal funds unless otherwise superseded by the specific federal award agreement.

**F. Professional Services.**

Contracts for professional services involve the application of specialized expertise, the use of professional judgment, or a high degree of creativity. Professional services include services which require special education and/or training, license to practice or are creative in nature. Examples are: lawyers, doctors, accountants, and engineers. Furthermore, professional service contracts often involve a relationship of personal trust and confidence. Procurement of professional services below \$20,000 is not subject to the solicitation procedures contained in Section B(1) of this Policy. Procurement of professional services greater than \$20,000 is subject to the existing "Professional Services RFP Process and Policy" as amended from time to time. Specific professional services not otherwise identified within the "Professional Services RFP Process and Policy" are hereby deemed to be so included, as appropriate.

**G. Procurement of Insurance.**

Procurement of Insurance Brokerage services is subject to this Policy as a professional service. Notwithstanding the foregoing actual insurance policies procured are not subject to requirements of this Policy.

**H. Procurement Lobbying Law.**

In accordance with Chapter 1 of the Laws of 2005, generally referred to as the "Procurement Lobbying Law", the Agency shall implement the provision of such Procurement Lobbying Law for any contract or other agreement for an article of procurement involving an estimated annualized expenditure in excess of \$15,000.

**I. Unintentional Failure to Comply.**

The unintentional failure to comply with the provisions of Section 104-b of the GML shall not be grounds to void action taken or give rise to a cause of action against the Agency or any officer thereof.

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.

**Property Disposition Guidelines  
of the  
Erie County Industrial Development Agency (“ECIDA”),  
Buffalo and Erie County Regional Development Corporation  
 (“RDC”), Buffalo and Erie County Industrial Land  
Development Corporation (“ILDC”)**

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The Erie County Industrial Development Agency (“ECIDA”) and each ECIDA Affiliate (as defined herein) (hereinafter collectively referred to as the “Agency”) are required by Section 2896 of the Public Authorities Law to adopt by resolution comprehensive guidelines regarding the use, awarding, monitoring and reporting of contracts for the disposal of Property (as defined herein). The following guidelines (“Guidelines”) are adopted upon approval by the respective Boards or Members of each corporation pursuant to such requirement and are applicable with respect to the use, awarding, monitoring and reporting of all Property Disposition Contracts which are entered into by the Agency.

**ARTICLE I  
DEFINITIONS**

1. “Contracting Officer” shall mean an officer or employee of ECIDA appointed by resolution of the Board of Directors or Members of the ECIDA and each ECIDA Affiliate to be responsible for the disposition of Property of ECIDA and each ECIDA Affiliate.
2. “Dispose” or “disposal” or “disposition” shall mean the transfer of title or any other beneficial interest in Property from ECIDA or an ECIDA Affiliate to any unrelated third party.
3. “ECIDA Affiliate” shall mean the following organizations:
  - (i) Buffalo and Erie County Regional Development Corporation;
  - (ii) Buffalo and Erie County Industrial Land Development Corporation;
  - (iii) such other affiliated entities of ECIDA as may hereafter be established by ECIDA and which are determined to be subject to the requirements of Section 2896 of the Public Authorities Law.



4. "Property" shall mean personal property in excess of Five Thousand Dollars (\$5,000.00) in value, real property, or any other legally transferable interest in such property, to the extent that such interest may be conveyed to another person for any purpose, excluding an interest securing a loan or other financial obligation of another party.

5. "Property Disposition Contracts" shall mean written agreements for the sale, lease, transfer or other disposition of Property from ECIDA or an ECIDA Affiliate to any unrelated third party.

6. "Real Property" shall mean real property and interests therein.

## **ARTICLE II**

### **APPOINTMENT AND DUTIES OF CONTRACTING OFFICER**

#### **A. Appointment**

The Contracting Officer shall be an officer or employee of ECIDA appointed by the Board of Directors or Members of the ECIDA and each ECIDA Affiliate who is responsible for the supervision and direction over the custody, control and disposition of Property and responsible for ECIDA's compliance with and enforcement of these Guidelines. The Contracting Officer is the Treasurer/Chief Financial Officer of ECIDA.

#### **B. Duties**

The duties of the Contracting Officer shall include the following:

1. Maintaining adequate inventory controls and accountability systems for all Property under the control of ECIDA and each ECIDA Affiliate.

2. Periodically conducting an inventory of Property to determine which Property may be disposed of.

3. Preparing an annual written report of all Property of ECIDA and each ECIDA Affiliate. Each report shall include a list of all Real Property, a full description of all real and personal property disposed of during the reporting period, the price received and the name of the purchaser for all Property sold during each reporting period. Each report shall be completed and delivered to the New York State Comptroller, the Director of the Budget, the Commissioner of General Services and the New York State Legislature no later than ninety (90) days following the completion of the fiscal year of ECIDA and each ECIDA Affiliate.

4. Disposing of Property as promptly as possible in accordance with these Guidelines, as directed by ECIDA or the applicable ECIDA Affiliate.

**ARTICLE III**  
**PROPERTY DISPOSITION REQUIREMENTS**

**A. Method of Disposition**

Subject to such exceptions and/or requirements set forth in these Guidelines, in the event that ECIDA or an ECIDA Affiliate determines to dispose of any of its Property, ECIDA or the ECIDA Affiliate (as applicable) shall endeavor to dispose of such Property for at least the fair market value of the Property. The disposition of Property may be made by sale, exchange, or transfer, for cash, credit or other Property, with or without warranty, and upon such terms and conditions as are determined by ECIDA or the applicable ECIDA Affiliate to be appropriate and reasonable and consistent with these Guidelines. Provided, however, no disposition of real property shall be made unless an appraisal of the value of such property has been made by an independent appraiser and included in the record of the transaction.

**B. Award and Approval of Property Disposition Contracts**

1. Compliance with Guidelines; Approval Requirements. All dispositions of Property shall be conducted in accordance with these Guidelines by or under the supervision of the Contracting Officer, subject to approval of the Board of Directors or Members of the ECIDA or the applicable ECIDA Affiliate where appropriate.

2. Disposition by Public Bid.

(a) All Property Disposition Contracts may be made only after publicly advertising for bids, unless the criteria set forth in Article III(B)(3) below has been satisfied for such contracts to be made by negotiation or public auction.

(b) Whenever public advertising for bids is required, (i) the advertisement for bids shall be made at such time prior to the disposal or contract, through such methods, and on such terms and conditions, as shall permit full and free competition consistent with the value and nature of the Property; (ii) all bids shall be publicly disclosed at the time and place stated in the advertisement; and (iii) the award shall be made with reasonable promptness by notice to the responsible bidder whose bid, conforming to the invitation for bids, will be most advantageous to ECIDA, the applicable ECIDA Affiliate and New York State, price and other factors considered.

(c) Any public bid for the disposition of Property may be rejected, refused, or declined by ECIDA or the applicable ECIDA Affiliate on any basis or ground allowable at law.

3. Disposition by Negotiated Sale/Public Auction. The following dispositions are exempt and excepted from the public bidding requirements set forth above in Article III(B)(2) and may be consummated through a negotiated sale or by public auction:

(a) Circumstances permitted for below FMV Disposition. The circumstances that would permit a below FMV disposition as set forth in Article III(B)(5)(a)(i),(ii) and (iii) below regardless of whether the disposition is above, at or below FMV.

(b) Disposition of Certain Personal Property. ECIDA and each ECIDA Affiliate may dispose of personal property where such personal property involved has qualities separate from the utilitarian purpose of such property, such as artistic quality, antiquity, historical significance, rarity or other quality of similar effect, that would tend to increase its value, or if the personal property is to be sold in such quantity that, if it were to be disposed of through public advertisement and bidding, would adversely affect the state or local market for such personal property.

(c) Disposition of Low FMV Property. ECIDA and each ECIDA Affiliate may dispose of Property the fair market value of which does not exceed Fifteen Thousand Dollars (\$15,000.00).

(d) Disposition Following Receipt of Unacceptable Bid Prices. ECIDA and each ECIDA Affiliate may dispose of Property where the bid prices received by ECIDA or the applicable ECIDA Affiliate after public advertising are not commercially reasonable (either as to all or some part of the Property) as determined by ECIDA or the applicable ECIDA Affiliate in its sole discretion.

(e) Disposition to a Political Subdivision. ECIDA and each ECIDA Affiliate may dispose of Property to New York State or any political subdivision of New York State.

(f) Disposition Authorized by Law. ECIDA and each ECIDA Affiliate may dispose of Property where such disposition is otherwise authorized by law.

4. Reporting Requirements Regarding Negotiated Dispositions.

(a) Preparation of Written Statements. The Contracting Officer shall prepare a written statement explaining the circumstances of each negotiated disposition of Property involving any of the following:

- (i) the negotiated disposition of personal property which has an estimated fair market value in excess of Fifteen Thousand Dollars (\$15,000.00);

- (ii) the negotiated disposition of Real Property that has an estimated fair market value in excess of One Hundred Thousand Dollars (\$100,000.00);
- (iii) the negotiated disposition of Real Property that will be disposed of by lease if the estimated annual rent over the term of the lease is in excess of \$15,000; or
- (iv) the negotiated disposition of Real Property or real and related personal property where the same will be disposed of by exchange, regardless of value, or any Property any part of the consideration for which is Real Property.

(b) Submission of Written Statements. Written statements prepared pursuant to Article III(B)(4) shall be submitted to the New York State Comptroller, the Director of the Budget, the Commissioner of General Services and the State Legislature no later than ninety (90) days prior to the date on which the disposition of Property is expected to take place. The Contracting Officer shall maintain a copy of all written statements at ECIDA's principal office.

5. Below Fair Market Value Dispositions.

(a) ECIDA and each ECIDA Affiliate may dispose of Property for less than the fair market value of the Property where:

- (i) Transferee is a government or public entity and terms of transfer require ownership and use to remain with the government or public entity; or
- (ii) Purpose of transfer is within the purpose, mission or statute of the ECIDA or each applicable ECIDA Affiliate; or
- (iii) Written notification to the Governor, Speaker, and Temporary President. Such notification is subject to denial. Denial by Governor is in the form of a certification. Denial by the legislature is in the form of a resolution. Denial must be made within 60 days of receiving notification during January through June. Provided no denial, then authority may effectuate transfer. If legislature receives the notification in July through December, then legislature may take 60 days from January 1 of the following year. However, a local may obtain local approval from the chief executive and legislature of the political subdivision in lieu of the notification to the Governor, Speaker and Temporary President provided the local authority's enabling legislation

provides for such approval and the property was obtained by the authority from the political subdivision.

(b) Board and Public Notice. If a below FMV transfer is proposed, the following information is required to be provided to the ECIDA board or each applicable ECIDA Affiliate's board and to the public:

- (1) Description of Asset;
- (2) Appraisal of the FMV of the asset;
- (3) Description of the purpose of the transfer, the kind and amount of the benefit to the public resulting from the transfer such as jobs and wages created or preserved;
- (4) Value received compared to FMV;
- (5) Names of private parties to the transaction and value received;
- (6) Names of private parties that have made an offer, the value of offer, and purpose for which the asset would have been used.

(c) Board Determination. The board of the ECIDA or applicable ECIDA Affiliate must make a written determination that there is no reasonable alternative to the proposed below-market transfer that would achieve the same purpose of such transfer.

## **ARTICLE IV**

### **GENERAL PROVISIONS**

#### **A. Annual Review and Submission of Guidelines**

These Guidelines shall be annually reviewed and approved by the Board of Directors or Members of the ECIDA and each ECIDA Affiliate. On or before the 31<sup>st</sup> day of March of each year, the Contracting Officer shall file (for itself and on behalf of each ECIDA Affiliate) a copy of the most recently reviewed and adopted Guidelines with the New York State Comptroller, and shall post the Guidelines on ECIDA's website. Guidelines posted on ECIDA's website shall be maintained at least until the Guidelines for the following year are posted on ECIDA's website.

#### **B. Effect of Awarded Contracts**

These Guidelines are intended for the guidance of the officers, members, directors and employees of ECIDA and the ECIDA Affiliates only. Nothing contained herein is intended or shall be construed to confer upon any person, firm or corporation any right, remedy, claim or benefit under, or by reason of, any requirement or provision hereof, or be deemed to alter, affect the validity of, modify the terms of or impair any contract or agreement made or entered into in violation of, or without compliance with, these Guidelines. Without limiting the generality of the preceding sentence, any deed, bill of

sale, lease, or other instrument executed by or on behalf of ECIDA or an ECIDA Affiliate, purporting to transfer title or any other interest in Property shall be conclusive evidence of compliance with these Guidelines insofar as concerns title or other interest of any bona fide grantee or transferee who has given valuable consideration for such title or other interest and has not received actual or constructive notice of lack of compliance with these Guidelines prior to the closing.

**C. Exemption for Certain ECIDA Transactions**

These Guidelines shall not be applicable to any agreements or arrangements involving the provision by ECIDA of “financial assistance” as such term is defined in Section 854(14) of the New York General Municipal Law (i.e. property dispositions serving solely as a conduit for providing financial assistance).

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.

**Erie County Industrial Development Agency (“ECIDA”),  
Buffalo and Erie County Regional Development Corporation  
 (“RDC”), and Buffalo and Erie County Industrial Land  
 Development Corporation (“ILDC”)**

**Real Property Acquisition Policy**

Section 2824(1)(e) of the Public Authorities Law requires local authorities to adopt a written policy governing the acquisition of real property. The following policy ("Policy") is hereby adopted upon approval by the respective Boards of Directors or Members of each corporation pursuant to such requirement and shall be applicable with respect to the acquisition of real property and any interests therein ("Real Property") by the Erie County Industrial Development Agency ("ECIDA") and its affiliates: Buffalo and Erie County Regional Development Corporation (“RDC”); Buffalo and Erie County Industrial Land Development Corporation (“ILDC”); and such other affiliates as may hereafter be established by the ECIDA and which are determined to be subject to the requirements of Section 2824(1)(e) of the Public Authorities Law (an "ECIDA Affiliate") (hereinafter collectively referred to as the “Agency”).

**A. Acquisition of Real Property**

Real Property may be acquired by the Agency for use, development, resale, leasing or other uses designated by the Agency. The Agency may lease Real Property for use, subleasing or other uses designated by the Agency.

The purpose of each acquisition of Real Property by the Agency shall be to further one or more purposes of the Agency as authorized under the Agency’s enabling legislation, certificate of incorporation, by-laws or a resolution adopted by the Board of Directors or Members of the Agency, or for a purpose otherwise permitted under applicable state law.

Prior to each acquisition of Real Property, the Agency will conduct such due diligence as it deems appropriate in accordance with the particular circumstances of the proposed acquisition. Such due diligence may include, but is not limited to, Real Property appraisals and review and investigation of environmental, structural, title, pricing and other applicable matters.

**B. Approval of Real Property Acquisitions**

All acquisitions of Real Property shall be conducted in accordance with this Policy and applicable law. Proposed acquisitions of Real Property shall be presented to the Board of Directors of the Agency for approval or other appropriate action.

C. Exemption for Certain ECIDA Transactions

This Policy shall not be applicable to any agreements or arrangements involving the provision by ECIDA of "financial assistance" as such term is defined in Section 854(14) of the New York General Municipal Law.

D. Amendment of Policy

This Policy may be amended or modified at any time by the Board of Directors of the Agency.

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.



## New York Sexual Harassment Policy

### I. Introduction

The Erie County Industrial Development Agency (ECIDA) is committed to maintaining a workplace free from sexual harassment. Sexual harassment is a form of workplace discrimination. All employees are required to work in a manner that prevents sexual harassment in the workplace. This policy is one component of the Agency's commitment to a harassment-free and discrimination-free work environment.

Sexual harassment is against the law<sup>1</sup> and all employees have a legal right to a workplace free from sexual harassment. Employees are urged to report sexual harassment by filing a complaint internally with the ECIDA, with a government agency, or in court under federal, state or local antidiscrimination laws.

### II. Policy

This sexual harassment policy has several components:

- **Application.** This policy applies to all employees, applicants for employment, interns (paid or unpaid), non-employees<sup>2</sup> and persons conducting business, regardless of immigration status, with the ECIDA. In the remainder of this policy, the term "employees" refers to this collective group.
- **Sexual Harassment Prohibited.** Sexual harassment is prohibited. Sexual harassment is a form of employee misconduct and will not be tolerated. Any employee or other individual covered by this policy who engages in sexual harassment or retaliation will be subject to remedial and/or disciplinary action up to and including termination of their employment.
- **Retaliation Prohibited.** The Agency will not take an adverse employment action against any person covered by this policy who reports an incident of sexual harassment, provides information about an incident of sexual harassment, or otherwise assists in an investigation of a sexual harassment complaint. The Agency will not tolerate such retaliation against anyone who, in good faith, reports or provides information about suspected sexual harassment. Any employee of the Agency who retaliates against anyone involved in a sexual harassment investigation will be subjected to disciplinary action, up to and including termination. All employees, paid or unpaid interns, or non-employees working in the workplace who believe they have been subject to such retaliation should inform a supervisor, manager, or Mollie Profic, CFO/Human Resources Officer. All employees, paid or unpaid interns or non-employees who believe they have been a target of such retaliation may also seek relief in other available forums, as explained below in the section on Legal Protections.
- **Individual Liability for Sexual Harassment.** Sexual harassment is offensive, is a violation of Agency policy, is unlawful, and may subject the Agency to liability for harm to targets of sexual

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<sup>1</sup> While this policy specifically addresses sexual harassment, harassment because of and discrimination against persons of all protected classes is prohibited. In New York State, such classes include age, race, creed, color, national origin, sexual orientation, military status, sex, disability, marital status, domestic violence victim status, gender identity or expression, familial status, predisposing genetic characteristics, and criminal history.

<sup>2</sup> A non-employee is someone who is (or is employed by) a contractor, subcontractor, vendor, consultant, or anyone providing services in the workplace. Protected non-employees include persons commonly referred to as independent contractors, "gig" workers and temporary workers. Also included are persons providing equipment repair, cleaning services or any other services provided pursuant to a contract with the employer.

harassment. Sexual harassers may also be individually subject to liability. Employees of every level who engage in sexual harassment, including managers and supervisors who engage in sexual harassment or who allow such behavior to continue, will be penalized for such misconduct.

- **Investigation.** The Agency will conduct a prompt and thorough investigation that ensures due process for all parties, whenever management receives a complaint about sexual harassment or otherwise knows of possible sexual harassment occurring. The Agency will keep the investigation confidential to the extent possible. Effective corrective action will be taken whenever sexual harassment is found to have occurred. All employees, including managers and supervisors, are required to cooperate with any investigation of sexual harassment.
- **Reporting for Bystanders.** All employees, as well as any other individuals covered by this policy, are encouraged to report any behavior or conduct that violates this policy. The Agency will provide all employees a complaint form to report harassment and file complaints.
- **Reporting for Managers and Supervisors.** Managers and supervisors are **required** to report any sexual harassment complaint that they receive or any sexual harassment that they observe or become aware of to Mollie Profic, CFO/Human Resources Officer.

### III. Sexual Harassment

Sexual harassment is a form of sex discrimination and is unlawful under federal, state, and (where applicable) local law. Sexual harassment includes harassment on the basis of sex, sexual orientation, self-identified or perceived sex, gender expression, gender identity and the status of being transgender.

Sexual harassment is unlawful when it subjects an individual to inferior terms, conditions, or privileges of employment. Harassment need not be severe or pervasive to be unlawful, and can be any harassing conduct that consists of more than petty slights or trivial inconveniences. Sexual harassment includes unwelcome conduct which is either of a sexual nature or which is directed at an individual because of that individual's sex when:

- Such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile, or offensive work environment, even if the reporting individual is not the intended target of the sexual harassment;
- Such conduct is made either explicitly or implicitly a term or condition of employment; or
- Submission to or rejection of such conduct is used as the basis for employment decisions affecting an individual's employment.

A sexually harassing hostile work environment includes, but is not limited to, words, signs, jokes, pranks, intimidation, or physical violence which are of a sexual nature, or which are directed at an individual because of that individual's sex. Sexual harassment also consists of any unwanted verbal or physical advances, sexually explicit derogatory statements, or sexually discriminatory remarks made by someone which are offensive or objectionable to the recipient, which cause the recipient discomfort or humiliation, or which interfere with the recipient's job performance.

Sexual harassment also occurs when a person in authority tries to trade job benefits for sexual favors. This can include hiring, promotion, continued employment or any other terms, conditions or privileges of employment. This is also called in legal terms "quid pro quo" harassment.

Any employee who feels harassed should report so that any violation of this policy can be corrected promptly. Any harassing conduct, even a single incident, can be addressed under this policy.

### **Examples of sexual harassment:**

Although it is not possible to identify every act that constitutes sexual harassment, the following describes some types of acts that may be unlawful sexual harassment and that are strictly prohibited:

- Physical acts of a sexual nature, such as:
  - touching, pinching, patting, kissing, hugging, grabbing, brushing against another employee's body or poking another employee's body;
  - rape, sexual battery, molestation or attempts to commit these assaults.
- Unwanted sexual advances or propositions, such as:
  - requests for sexual favors accompanied by implied or overt threats concerning the target's job performance evaluation, a promotion, or other job benefits or detriments;
  - subtle or obvious pressure for unwelcome sexual activities.
- Sexually oriented gestures, noises, remarks, or jokes, or comments about a person's sexuality or sexual experience which create a hostile work environment.
- Sex stereotyping occurs when conduct or personality traits are considered inappropriate simply because they may not conform to other people's ideas or perceptions about how individuals of a particular sex should act or look.
- Sexual or discriminatory displays or publications anywhere in the workplace, such as:
  - Displaying emails, pictures, posters, calendars, graffiti, objects, promotional material, reading materials or other materials that are sexually demeaning or pornographic (this includes such sexual displays on workplace computers or cell phones and sharing these displays while in the workplace).
- Hostile actions taken against an individual because of that individual's sex, sexual orientation, gender identity and the status of being transgender, such as:
  - Interfering with, destroying or damaging a person's workstation, tools or equipment, or otherwise interfering with the individual's ability to perform the job;
  - Sabotaging an individual's work;
  - Bullying, yelling, name-calling.

### **Who can be a target of sexual harassment?**

Sexual harassment can occur between any individuals, regardless of their sex or gender. New York Law protects employees, paid or unpaid interns, and non-employees, including independent contractors, and those employed by companies contracting to provide services in the workplace. Harassers can be a superior, a subordinate, a coworker or anyone in the workplace including an independent contractor, contract worker, vendor, client, customer or visitor.

### **Where can sexual harassment occur?**

Unlawful sexual harassment is not limited to the physical workplace itself. It can occur while employees are traveling for business or at employer sponsored events or parties. Calls, texts, emails, and social media usage by employees can constitute unlawful workplace harassment, even if they occur away from the workplace premises, on personal devices or during non-work hours.

#### **IV. Retaliation**

Unlawful retaliation can be any action that could discourage a worker from coming forward to make or support a sexual harassment claim. Adverse action need not be job-related or occur in the workplace to constitute unlawful retaliation (e.g., threats of physical violence outside of work hours).

Such retaliation is unlawful under federal, state, and (where applicable) local law. The New York State Human Rights Law protects any individual who has engaged in "protected activity," which occurs when an individual has:

- made a complaint of sexual harassment either internally with the **ECIDA** or externally with any anti-discrimination agency;
- testified or assisted in a proceeding involving sexual harassment under the Human Rights Law or other anti-discrimination law;
- opposed sexual harassment by making a verbal or informal complaint to management or by simply informing a supervisor or manager of harassment;
- reported that another employee has been sexually harassed; or
- encouraged a fellow employee to report harassment.

Even if the alleged harassment does not turn out to rise to the level of a violation of law, the individual is protected from retaliation if the person had a good faith belief that the practices were unlawful. However, the retaliation provision is not intended to protect persons making intentionally false charges of harassment.

#### **V. Reporting Sexual Harassment**

Preventing sexual harassment is everyone's responsibility. The **ECIDA** cannot prevent or remedy sexual harassment unless it knows about it. Any employee, paid or unpaid intern or non-employee who has been subjected to behavior that may constitute sexual harassment is encouraged to report such behavior to a supervisor, manager or human resources. In addition, anyone who witnesses or becomes aware of potential instances of sexual harassment should report such behavior to a supervisor, manager, or human resources.

Reports of sexual harassment may be made verbally or in writing. A form for submission of a written complaint is attached to this Policy, and all employees are encouraged to use this complaint form. Employees who are reporting sexual harassment on behalf of other employees should use the complaint form and note that it is on another employee's behalf.

#### **VI. Supervisory Responsibilities**

All supervisors and managers who receive a complaint or information about suspected sexual harassment, observe what may be sexually harassing behavior or for any reason suspect that sexual harassment is occurring, **are required** to report such suspected sexual harassment to human resources.

Supervisors and managers who knowingly allow sexual harassment to occur and fail to report the sexual harassment to human resources will be subject to disciplinary action up to and including termination of their employment.

In addition to being subject to discipline if they engaged in sexually harassing conduct themselves, supervisors and managers will be subject to discipline for failing to report suspected sexual harassment or otherwise knowingly allowing sexual harassment to continue.

Supervisors and managers will also be subject to discipline for engaging in any retaliation.

## **VII. Complaint and Investigation of Sexual Harassment**

**All** complaints or information about sexual harassment will be investigated, whether that information was reported in verbal or written form. Investigations will be conducted in a timely manner and will be kept confidential to the extent possible.

An investigation of any complaint, information or knowledge of suspected sexual harassment will be prompt and thorough, commenced immediately and completed as soon as possible. All persons involved, including complainants, witnesses and alleged harassers will be accorded due process, as outlined below, to protect their rights to a fair and impartial investigation.

Any employee may be required to cooperate as needed in an investigation of suspected sexual harassment. The **ECIDA** will not tolerate retaliation against employees who file complaints, support another's complaint or participate in an investigation regarding a violation of this policy.

While the process may vary from case to case, investigations will generally be conducted in accordance with the following steps:

- Upon receipt of a complaint, the **ECIDA** will conduct an immediate review of the allegation(s) and take any interim actions (e.g., instructing the respondent to refrain from communications with the complainant) as appropriate. If the complaint is verbal, the **ECIDA** will encourage the individual to complete the "Complaint Form" in writing. If he or she refuses, the **ECIDA** will prepare a Complaint Form based on the verbal reporting.
- Obtain and preserve documents relevant to the allegation(s).
- Request and review all documents relevant to the allegation(s) including all electronic communications.
- Interview all parties involved, including any relevant witnesses.
- Create a written document of the investigation (such as a letter, memorandum or email) which contains the following:
  - A list of all documents reviewed, along with a detailed summary of relevant documents;
  - A list of names of those interviewed, along with a detailed summary of their statements;
  - A timeline of events;
  - A summary of prior relevant incidents, reported or unreported; and
  - The basis for the decision and final resolution of the complaint, together with any corrective action(s).
- Retain the written documentation and associated documents in a secure and confidential location.
- Promptly notify the individual who reported and the individual(s) about whom the complaint was made of the final determination and implement any corrective actions identified in the written document.
- Inform the individual who reported the right to file a complaint or charge externally as discussed in the next section of this policy.

## **VIII. Legal Protections and External Remedies**

Sexual harassment is not only prohibited by the **Erie County Industrial Development Agency (ECIDA)** but also by federal, state, and, where applicable, local law. In addition to the Agency's internal process, employees may choose to pursue legal remedies with the following governmental agencies. While a private attorney is not required to file a complaint with a governmental agency, you may seek the legal advice of an attorney.

In addition to those outlined below, employees in certain industries may have additional legal protections.

### **A. Civil Rights Act of 1964**

The United States Equal Employment Opportunity Commission (EEOC) enforces federal anti-discrimination laws, including Title VII of the 1964 federal Civil Rights Act (codified as 42 U.S.C. § 2000e et seq.). An individual can file a complaint with the EEOC anytime within 300 days of the harassment. There is no cost to file a complaint with the EEOC. The EEOC will investigate the complaint and determine whether there is reasonable cause to believe that discrimination has occurred, at which point the EEOC will issue a "right to sue" letter permitting the employee to file a complaint in federal court.

The EEOC does not hold hearings or award relief, but may take other action including pursuing cases in federal court on behalf of complaining parties. Federal courts may award remedies if discrimination is found to have occurred. In general, private employers must have at least 15 employees to come within the jurisdiction of the EEOC.

If an employee believes that they have been discriminated against at work, they can file a "charge of discrimination" with the EEOC. The EEOC has district, area, and field offices where complaints can be filed. Contact the EEOC by phone (1-800-669-4000) or email (info@eeoc.gov). The EEOC's website is [www.eeoc.gov](http://www.eeoc.gov).

### **B. New York State Human Rights Law (HRL)**

The Human Rights Law (HRL), codified as N.Y. Executive Law, art. 15, § 290 et seq., applies to all employers in New York State with regard to sexual harassment, and protects employees, interns (paid or unpaid), and non-employees, regardless of immigration status. A complaint alleging violation of the HRL may be filed either with the Division of Human Rights (DHR) or in New York State Supreme Court.

Complaints with the DHR may be filed any time **within three years** of the harassment. If an individual did not file at the DHR, they can sue directly in state court under the HRL **within three years** of the alleged harassment. An individual may not file with the DHR if they have already filed a HRL complaint in state court. If an individual filed an administrative complaint with the NYSDHR, the NYSDHR will file the complaint with the EEOC to preserve the right to proceed in federal court.

Complaining internally to the **ECIDA** does not extend your time to file with the DHR or in court. The three years is counted from the date of the most recent sexual harassment incident.

You do not need an attorney to file a complaint with the DHR and there is no cost to file with the DHR.

The DHR will investigate your complaint and determine whether there is probable cause to believe that sexual harassment has occurred. Probable cause cases are forwarded to a public hearing before an administrative law judge. If sexual harassment is found after a hearing, the DHR has the power to award relief, which varies but may include requiring your employer to take action to stop the harassment, or redress the damage caused, including paying of monetary damages, attorney's fees and civil fines.

The DHR's main office is at One Fordham Plaza, Fourth Floor, Bronx, New York 10458. You can also contact the NYSDHR by phone (1-888-392-3644) or email ([info@dhr.ny.gov](mailto:info@dhr.ny.gov)). The NYSDHR's website is [dhr.ny.gov/complaint](http://dhr.ny.gov/complaint). The website has a complaint form that can be downloaded, filled out, notarized and mailed to the NYSDHR. The website also contains contact information for the NYSDHR's regional offices.

### **C. Local Protections**

Many localities enforce laws protecting individuals from sexual harassment and discrimination. An individual should contact the county, city or town in which they live to find out if such a law exists. For example, employees who work in New York City may file complaints of sexual harassment with the New York City Commission on Human Rights. Contact their main office at Law Enforcement Bureau of the NYC Commission on Human Rights, 22 Reade Street, 1st Floor, New York, New York; call 311 or (212) 306-7450; or visit [www.nyc.gov/html/cchr/html/home/home.shtml](http://www.nyc.gov/html/cchr/html/home/home.shtml).

### **D. Contact the Local Police Department**

If the harassment involves unwanted physical touching, coerced physical confinement or coerced sex acts, the conduct may constitute a crime. Contact the local police department.

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.

# Complaint Form for Reporting Sexual Harassment ECIDA

New York State Labor Law requires all employers to adopt a sexual harassment prevention policy that includes a complaint form for employees to report alleged incidents of sexual harassment.

If you believe that you have been subjected to sexual harassment, you are encouraged to complete this form and submit it to Mollie Profic, CFO/Human Resources Officer, or John Cappellino, President via email or paper. You will not be retaliated against for filing a complaint.

If you are more comfortable reporting verbally or in another manner, your employer should complete this form, provide you with a copy and follow its sexual harassment prevention policy by investigating the claims as outlined at the end of this form.

For additional resources, visit: [ny.gov/programs/combating-sexual-harassment-workplace](http://ny.gov/programs/combating-sexual-harassment-workplace)

## Complainant Information

Name:

Home Address:

Work Address:

Home Phone:

Work Phone:

Job Title:

Email:

Select Preferred Communication Method:

## Supervisor Information

Immediate Supervisor's Name:

Title:

Work Phone:

Work Address:

## COMPLAINT INFORMATION

1. Your complaint of Sexual Harassment is made about:

Name:

Title:

Work Address:

Work Phone:

Relationship to you: [[Supervisor; Subordinate; Co-Worker; Other]]



2. Please describe what happened and how it is affecting you and your work. Please use additional sheets of paper if necessary and attach any relevant documents or evidence.

3. Date(s) sexual harassment occurred:

Is the sexual harassment continuing? [[Yes/No]]

4. Please list the name and contact information of any witnesses or individuals that may have information related to your complaint:

*\* The last question is optional, but may help the investigation.\**

5. Have you previously complained or provided information (verbal or written) about related incidents? If yes, when and to whom did you complain or provide information?

If you have retained legal counsel and would like us to work with them, please provide their contact information.

*I request that the **ECIDA** investigate this complaint of sexual harassment in a timely and confidential manner as outlined below and advise me of the results of the investigation.*

*Signature:*

*Date:*

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**I have received the New York State Sexual Harassment Policy and Complaint Form**

Employee Name (Printed) \_\_\_\_\_

Employee Name (Signature) \_\_\_\_\_

Date: \_\_\_\_\_

**ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
STATEMENT OF  
DUTIES AND RESPONSIBILITIES  
OF THE BOARD OF DIRECTORS**

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**ARTICLE I**

**Purpose**

The purpose of this Statement is to set forth the standards of conduct and responsibilities of the Erie County Industrial Development Agency (the "Agency") Board of Directors in furtherance of efficient operations so as to promote and assist economic development in the County of Erie and fulfill the purposes of the Agency as set forth in the General Municipal Law.

**ARTICLE II**

**Role and Expectations**

It is the responsibility of Board members to execute direct oversight of the Agency's Executive Director and other senior management in the effective and ethical management of the Agency. Board members are expected to understand, review and monitor the implementation of fundamental financial and management controls and operational decisions of the Agency. In executing their role, Board members shall adhere to the fiduciary duties of care and loyalty which they owe to the Agency.

- A. Duty of Care. A Board member must perform his or her duties, including those duties as a member of any committee of the Board upon which he or she may serve, in good faith and with that degree of care which an ordinarily prudent person in a like position would use under similar circumstances.
- B. Duty of Loyalty. Board members are bound by their duty of undivided and unqualified loyalty to the Agency, a duty which encompasses good faith efforts to insure that their personal profit is not at the expense of the Agency.
- C. Board members may exercise and fulfill these duties by:
  - 1. understanding the Agency's role in the economic development community;
  - 2. regularly attending and constructively participating in meetings of the Board and related committees;
  - 3. reviewing and understanding the materials provided in advance of meetings and any other materials provided to the Board from time to time;
  - 4. informing oneself prior to making decisions by utilizing material information reasonably available; and

5. remaining reasonably accessible to the senior management on specific issues which may not require the attention of the entire Board but where an individual Board member's insights may be helpful.

- D. Fiduciary Duty. In conformance with Section 2824(h) of the New York Public Authorities Law, at or about the time that each Board member is appointed to or otherwise becomes a member of the Agency, he or she must execute an Acknowledgement of Fiduciary Duties and Responsibilities in the form prescribed by the New York State Authorities Budget Office, unless otherwise required, in which the board member acknowledges that he or she understands his or her role and fiduciary responsibilities and acknowledges that he or she understands his or her duty of loyalty and care to the Agency and commitment to the Agency's mission and the public interest.

### **ARTICLE III**

#### **Board Member Conduct**

- A. Conflicts of Interest. Board members are required to conduct themselves in compliance with the conflict of interest requirements imposed upon members of industrial development agencies under Article 18 of the General Municipal Law and the requirements of the Agency's Code of Ethics.
- B. Personal Loans. Board members must refrain from accepting or approving any personal loan from the Agency.
- C. Decorum. Board members must not engage in conduct or make any public statement likely to prejudice the functions of the Agency or harm, defame or otherwise bring discredit upon the Agency.

### **ARTICLE IV**

#### **Required Filings**

Board members are required by New York Public Authorities Law Section 2825 to file annual financial disclosure statements with the Erie County Board of Ethics. A completed financial disclosure form covering the immediately preceding calendar year must be submitted to the Erie County Board of Ethics on or before May 15 of each year.

### **ARTICLE V**

#### **Training**

- A. All Board members appointed on or after January 13, 2006 must participate in State-approved training within one year of appointment.

- B. All Board members must participate in continuing training as may be required to remain informed of best practices, regulatory and statutory changes relating to the effective oversight of the management and financial activities of public authorities and to adhere to the highest standards of responsible governance.

**ARTICLE VI**  
**Agency Affiliates**

This Statement of Duties and Responsibilities shall also be applicable to the Boards of the Buffalo and Erie County Regional Development Corporation (“RDC”), and Buffalo and Erie County Industrial Land Development Corporation (“ILDC”) upon approval by the respective Boards of each corporation.

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.

## **Statement of the Competencies and Personal Attributes Required of Board Members**

### **Background:**

Under Article IV(A)(i1) of the Governance Committee Charter, the Governance Committee is required to "Develop a statement of the competencies and personal attributes required of Board members to assist those authorized to appoint members to the Board in identifying qualified individuals (it being acknowledged that membership in the Agency is determined pursuant to Section 891-a of the General Municipal Law)."

Under Section 891-a of the General Municipal Law, 14 of the 19 members of the ECIDA are automatically Board members by virtue of their election or appointment to various positions within the community. Therefore this statement only applies to the five members of the ECIDA who are jointly appointed by the Erie County Executive and the Chair of the Erie County Legislature.

### **Mandatory Attribute:**

Under Section 891-a of the General Municipal Law, the five jointly-appointed members of the ECIDA must represent the "business, labor and minority communities of Erie County"

### **Desirable Attributes:**

The following attributes are not required, but would be considered desirable:

- Experience starting or operating businesses
- Experience working with minority or women-owned firms
- Experience with economic development organizations
- Regional planning or International experience
- Lending or real estate experience
- College/University or Medical Industry experience
- Leadership or management experience
- Experience serving on other related Boards and Committees
- Financial or legal experience

### ***Personal Attributes of Board Members***

All board members should possess the following personal attributes:

- overall interest and enthusiasm in serving on the board
- level of integrity and lack of a conflict of interest
- time availability

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.

**Erie County Industrial Development Agency ("ECIDA"),  
Buffalo and Erie County Regional Development Corporation  
("RDC"), Buffalo and Erie County Industrial Land  
Development Corporation ("ILDC")**

**TRAVEL, CONFERENCES, MEALS AND ENTERTAINMENT POLICY**

**Objective:**

The purpose of this Travel, Conferences, Meals and Entertainment Policy (Policy) is to outline the policies and procedures the Erie County Industrial Development Agency and its affiliates will follow with respect to these and other related expenditures in accordance with Section 2824 of the Public Authorities Accountability Act of 2005.

**Applicability:**

This policy shall apply to the Erie County Industrial Development Agency ("ECIDA") and its affiliated corporations: Buffalo and Erie County Regional Development Corporation ("RDC"), Buffalo and Erie County Industrial Land Development Corporation ("ILDC"), and any other affiliated entities that may be established by the ECIDA (hereinafter collectively referred to as the "Agency") upon approval by the respective Boards of Directors and Members of the Agency. This policy shall apply to every director, member, officer and employee of the Agency.

**General Guidelines:**

It is the Agency's general policy to pay reasonable and necessary travel, conferences, meals and entertainment expenses incurred as a result of official business subject to the presentation of appropriate documentation.

Any exceptions or potential exceptions to this Policy must be submitted to the Chief Executive Officer ("CEO"; or in the case of the CEO to the Board Chair<sup>1</sup>) for approval.

**Section 1: Travel**

**1.1 Approval of Travel:**

Travel involving overnight accommodation or travel outside of Western New York and Southern Ontario requires the approval of the CEO (or the Board Chair in the case of the CEO).

**1.2 Personal Travel:**

Personal Travel is not reimbursable. This exclusion applies to personal travel which interrupts official travel, or precedes or follows a business trip.

Personal expenses are not reimbursable even when incurred while on an Agency trip. Examples of such excluded expenses are pet care, house, or child-care expenses and purchase or repair of personal luggage.

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<sup>1</sup> If the Board Chair benefited from the expenditure then the Audit Committee Chair will approve the exception. If both the Board Chair and Audit Committee Chair benefited from the expenditure then the full Board of the Agency must approve the exception.

### 1.3 Reimbursable Travel Expenses:

Where practical, employees should perform appropriate due diligence to obtain the lowest reasonable costs for travel expenses.

Transportation expenses shall be reimbursed based on an economical mode of transportation and the most commonly traveled route consistent with the authorized purpose of the trip.

Transportation tickets should be procured in advance in order to obtain any discounts offered by the carrier. Every reasonable effort should be made to cancel reservations on a timely basis to avoid no-show or late cancellation charges.

#### A. Automobile Travel

- (i) **Personal Vehicle.** Travelers may use their personal vehicle for business purposes if it is less expensive than renting a car, taking a taxi, or using alternative transportation, or if it saves time.

In most circumstances, mileage shall be computed as the distance traveled to the business destination. Mileage will be reimbursed at the prevailing IRS mileage rate reimbursement limits which are intended to cover the cost of fuel, depreciation, insurance, maintenance and other similar operating costs. Expenses related to the mechanical failure or accidents to personal cars are not reimbursable.

When utilizing a personal vehicle for business, travelers must maintain liability insurance on the vehicle in accordance with New York State requirements. The Agency may periodically request proof of insurance from such travelers.

- (ii) **Rental Cars.** A vehicle may be rented when renting would be more advantageous to the Agency than other means of commercial transportation, such as using a taxi. Advance reservations should be made whenever possible and a compact or economy model requested unless the itinerary, number of travelers or baggage support the choice of a larger vehicle. The traveler is responsible for obtaining the best available rate commensurate with the requirements of the trip. When the traveler uses a rental car also for a personal side trip, he or she is expected to pay the appropriate portion of both the per-diem and the mileage expense.

The Agency's insurance company currently provides liability and physical damage coverage if a vehicle is rented in the Agency's name in the U.S. or Canada. Therefore, if similar coverage is offered by the rental company, it should be declined in these circumstances.

- (iii) **Miscellaneous Automobile-related Expenses.** Charges for parking, ferries, bridges, tunnels, or toll roads while an individual is traveling on Agency business will be reimbursed.

#### B. Air Travel

Whenever practicable, travelers are expected to use tourist, economy, coach or "standard" accommodations for air travel. The Agency discourages more than three employees traveling on the same flight.

Travelers may retain Agency business frequent flyer mileage credits for personal use. However, air carrier selection cannot be biased by the traveler's frequent flyer affiliation. The lowest cost air travel should take precedence after considering departure/arrival times and number of stops.

**C. Surface Transportation Used in Lieu of Air Travel**

If advance approval has been obtained, a traveler may use surface transportation for personal reasons even though air travel is the appropriate mode of transportation. The cost of meals and lodging, parking, mileage, tolls, taxis, and ferries incurred while in transit by surface transportation may be reimbursed. Such costs shall not exceed the cost of airfare, based on the cost of regular coach fare available for the location of travel from a standard commercial air carrier plus transportation costs to and from the airport.

**D. Other Forms of Transportation**

Rail, shuttle, subway or bus transportation may be used if it is convenient and less expensive than alternative transportation or it saves time. If a traveler's destination is served by a regularly scheduled airline, the use of rail or bus transportation shall be reimbursed in accordance with the procedures specified under Surface Transportation in Lieu of Air Travel.

**E. Food and Lodging**

Lodging, meals, gratuities and related miscellaneous expenses while an individual is on travel status for the Agency will be reimbursed in their actual, reasonable amounts when properly documented. Gratuities should generally not exceed 20% of the total bill and are reimbursable if a restaurant receipt is submitted. Generally, hotel housekeeping gratuities are reimbursable up to \$5 per day. Accommodations are expected to be comfortable and appropriate to the particular purpose of the trip-not luxurious or extravagant. Wherever possible, the Agency's New York State sales tax exemption should be claimed. Tax exemption letters are available from the Finance Department.

**F. Miscellaneous Travel Expenses**

Examples of miscellaneous travel expenses that **are reimbursable** are the following:

- Reasonable tips for baggage handling, etc.
- Business telephone or internet calls and occasional, reasonable personal calls.
- Highway and bridge tolls.
- Necessary parking fees.
- Small supplies on an emergency basis
- Fees for visas, passports, and inoculations are allowable when they are a specific and necessary condition of fulfilling a work assignment.
- Cab gratuities, generally not exceeding 20% of the total cost of the cab ride.

**G. Travel Expenses Not Reimbursed**

Expenses that are **not reimbursable** include:

- Lost or stolen tickets, cash, or personal property.
- Fines.
- Accident insurance premiums (the Agency provides workers compensation and accidental death and disability insurance to employees).
- Child, pet or house-sitting expenses.



- Penalties or fees for cancellation or change of discounted tickets when the cancellation or change came about from personal rather than Agency choice.
- In-room movie or video game rentals.
- Hotel mini-bar charges.
- Dry cleaning (unless the Agency requests that the traveler extends their regularly scheduled trip or when the traveler is away from home for more than six days).
- All costs pertaining to spouses, partners or other non-Agency personnel accompanying the traveler
- Tobacco products

The above listings are not all-inclusive and items not listed will be reviewed on a case-by-case basis.

## **Section 2: Conferences and Seminars**

Reimbursement of conference and seminar fees and related hotel and meal expenses will be limited to those reasonable, necessary, approved expenses which are reported in an Expense Report with supporting receipts or documentation. The Agency will only reimburse reasonable meal and beverage expenses of guests when the purpose of the meeting is to discuss Agency business. If this is the case, the Agency requires that the traveler provide a listing of the guests whose costs are being reimbursed, their organization and title and the business purpose of the meeting.

If a conference registration fee includes an extra charge for social activities, such as site-seeing tours, golf outings, etc., these charges are considered personal expenses and will not be reimbursed.

## **Section 3: Dues of Professional or Technical Organizations**

Dues for approved memberships in professional or technical organizations are reimbursable when they are related to the employee's job responsibilities.

## **Section 4: Meals & Entertainment**

There are occasions when the Agency may provide meals and light refreshments to Board or committee members, officers, employees, guests or visitors to support the mission of the Agency. As with other Agency expenditures, authorized officials must exercise prudent business judgment in reviewing proposed expenditures for meals and light refreshments based on their reasonableness and benefit to the Agency and its mission of promoting general economic development in Erie County. In addition, such expenditures should be cost effective and in accordance with the best use of Agency administered funds.

Meals and entertainment costs of a spouse or partner will only be reimbursed if their presence serves a business purpose (such as if he or she has a significant role in the proceedings or makes an important contribution to the success of the event). Official functions to which spouses or partners are invited as a matter of protocol or tradition may be considered as bona fide business-related activities if their inclusion serves a legitimate business purpose.

### **4.1 Employee Morale-Building Activities Exception**

The cost of meals, light refreshments and entertainment for official employee morale-building activities that serve an Agency business purpose may be reimbursed as an exception to this Policy. Examples of such occasions include a gathering to honor a departing employee who is retiring or who

is separating from Agency employment, employee recognition receptions, annual staff picnics, and holiday gatherings. Employee gifts and/or celebrations for milestone anniversaries (ex. 10, 15, 20, 25, etc.) are also allowed. Celebrations and/or cakes for employee birthdays or for Agency interns are not reimbursable.

#### **4.2 Entertainment Expenses Not Reimbursed**

Expenses that are **not reimbursable** include:

- Entertainment expenses that are lavish or extravagant under the circumstances;
- Entertainment expenses for birthdays, weddings, anniversaries, or farewell gatherings (excluding the morale-building expenses referenced in section 4.1 above).
- Memberships/dues for private clubs, unless such membership is determined by the Board and/or Members to be appropriate for the conduct of Agency business in accordance with its corporate purposes.
- Adult entertainment

#### **Section 5: Advances**

Cash advances are not generally provided because individuals who travel regularly on Agency business are encouraged to use their personal credit cards to charge their travel expenses.

If hardship would result or for travelers without a personal credit card, cash advances can be obtained from the Finance department. To obtain an advance, the traveler must complete a "Request for Cash Advance" form which must be approved by both the CFO and CEO (or CFO and the Chair of the Audit Committee in the case of the CEO). Any excess of cash advances over allowable out-of-pocket costs must be promptly refunded to the Agency.

#### **Section 6: Reimbursement Approval**

Reimbursement may be requested as soon as the individual has made the expenditure, completed their Expense Report and had it approved. Expense Reports must be approved by the individual's Division Manager or the CEO (or Chair of the Audit Committee in the case of the CEO). The individual approving the Expense Report should not have personally benefited from the expenditure. If the Agency Chairperson benefited from the expenditure then the Audit Committee Chair must approve the Expense Report. If both the Agency Chairperson and the Audit Committee Chair benefited from the expenditure then the Board or Members of the Agency must approve the Expense Report.

In approving a request to reimburse an individual for expenditures authorized under this Policy, the approving authority must determine that:

- The expenditure serves a clear and necessary business purpose of benefit to the Agency and its mission of promoting general economic development in Erie County;
- The expenditure of funds is reasonable, cost effective, and in accordance with the best use of Agency administered funds;
- Any alternatives that would have been equally effective in accomplishing the desired objectives were considered.

Individuals may not approve the reimbursement of their own expenses. In addition, an employee shall not approve the expenses of an individual to whom he or she reports either directly or indirectly.

Original, dated receipts or bills are required for hotel, car rental and airline expenditures and for any other item of expense exceeding \$25. Other out-of-pocket expenses should be listed by date, type, and purpose on the traveler's Expense Report.

If a required receipt is lost or unavailable, a written explanation of the circumstances must accompany the reimbursement request.

#### **6.1 Expenses Charged directly to the Agency**

Certain expenses may be paid directly by the Agency through check, ACH or other direct payment methods. Examples include such items as airline tickets, rental cars, accommodation and seminar registration fees. The fact that certain allowable business expenses may be paid directly by the Agency does not relieve a traveler from complying with the substantiation requirements of this Policy (original receipts, airline tickets and other supporting documentation must be attached and details provided regarding any guest costs).

Fees for membership in credit card reward programs where the beneficiary of the rewards is the individual are not reimbursable.

### **Section 7: Expenses in Foreign Currency**

For expenses paid in foreign cash, the exchange rate at which the traveler bought the foreign currency applies, and a receipt for the purchase of that currency should be kept and attached to the Expense Report.

### **Section 8: Taxability of Reimbursements**

In general, where the individual supplies a detailed accounting of bona fide business expenses to the employer, the amounts reimbursed are not taxable income to the traveler. It is therefore in the traveler's interest to carefully follow the Agency's procedures for reporting and documenting expenses.

### **Section 9: Policy Exceptions**

On rare occasions, exceptions to this policy may be required. Exceptions may only be made with prior written approval by the ECIDA Board Chair or Vice Chair.

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.

**Erie County Industrial Development Agency ("ECIDA"), Buffalo and  
Erie County Regional Development Corporation ("RDC"), and Buffalo and  
Erie County Industrial Land Development Corporation ("ILDC")**

**WHISTLEBLOWER POLICY AND PROCEDURES**

**I. Introduction**

- a. **Applicability:** This Whistleblower Policy ("Policy") shall apply to the Erie County Industrial Development Agency ("ECIDA") and its affiliated corporations: Buffalo and Erie County Regional Development Corporation ("RDC"), Buffalo and Erie County Industrial Land Development Corporation ("ILDC"), and any other affiliated entities that may be established by the ECIDA (hereinafter collectively referred to as the "Agency") upon approval by the respective Board of Directors or Members of the Agency.
- b. **Scope:** In accordance with Title 12 of Article 9 of the Public Authorities Law, the Agency is required to adopt a policy to afford certain protections to individuals who, in good faith, report violations of the Agency's Code of Ethics or other instances of potential wrongdoing within the Agency.
- c. **Purpose:** This Policy provides Agency members, directors, committee members, officers, and employees with a confidential means to report credible allegations of misconduct, wrongdoing, or unethical behavior and to protect those individuals, when acting in good faith, from personal or professional retaliation.

**II. Definitions**

- a. **"Good Faith":** Information concerning potential wrongdoing is disclosed in "good faith" when the individual making the disclosure reasonably believes such information to be true and reasonably believes that it constitutes potential wrongdoing.
- b. **"Agency Employee":** All members, directors, committee members, officers, and staff employed at the Agency whether employed full-time or part-time, employed pursuant to a contract, employed temporarily, or employees who are on probation.
- c. **"Whistleblower":** Any Agency employee (as defined herein) who in good faith discloses information concerning wrongdoing by another Agency employee, or concerning the business of the Agency itself.
- d. **"Wrongdoing":** Any alleged corruption, fraud, criminal or unethical activity, misconduct, waste, conflict of interest, intentional reporting of false or misleading information, or abuse of authority engaged in by an Agency employee (as defined herein) that relates to the Agency.

- e. "Personnel action": Any action affecting compensation, appointment, promotion, transfer, assignment, reassignment, reinstatement or evaluation of performance.

### **III: Reporting Wrongdoing**

All Agency employees who discover or have knowledge of potential wrongdoing concerning board members, officers, or employees of the Agency; or a person having business dealings with the Agency; or concerning the Agency itself, shall report such activity in accordance with the following procedures:

- a. The Agency Employee shall disclose any information concerning wrongdoing either orally or in a written report to his or her supervisor, or to the Agency's ethics officer, general counsel, or human resources representative.
- b. All Agency Employees who discover or have knowledge of wrongdoing shall report such wrongdoing in a prompt and timely manner.
- c. The identity of the whistleblower and the substance of his or her allegations will be kept confidential to the best extent possible.
- d. The individual to whom the potential wrongdoing is reported shall investigate and handle the claim in a timely and reasonable manner, which may include referring such information to the Authorities Budget Office or an appropriate law enforcement agency where applicable.
- e. Should an Agency Employee believe in good faith that disclosing information within the Agency pursuant to Section 3(a) above would likely subject him or her to adverse personnel action or be wholly ineffective, the Agency Employee may instead disclose the information to the Authorities Budget Office or to an appropriate law enforcement agency, if applicable. The Authorities Budget Office's toll free number (1-800-560-1770) should be used in such circumstances.

### **IV: No Retaliation or Interference**

No Agency Employee shall retaliate against any whistleblower for the disclosure of potential wrongdoing, whether through threat, coercion, or abuse of authority; and, no Agency Employee shall interfere with the right of any other Agency employee by any improper means aimed at deterring disclosure of potential wrongdoing. Any attempts at retaliation or interference are strictly prohibited and:

- a. No Agency Employee who, in good faith, discloses potential violations of the Agency's Code of Ethics or other instances of potential wrongdoing shall suffer harassment, retaliation or adverse personnel action.

- b. All allegations of retaliation against a Whistleblower or interference with an individual seeking to disclose potential wrongdoing will be thoroughly investigated by the Agency.
- c. Any Agency Employee who retaliates against or attempts to interfere with any individual for having in good faith disclosed potential violations of the Agency's Code of Ethics or other instances of potential wrongdoing is subject to disciplinary action, which may include termination of employment.
- d. Any allegation of retaliation or interference will be taken and treated seriously and irrespective of the outcome of the initial complaint, will be treated as a separate matter.

#### **V: Other Legal Rights Not Impaired**

The Whistleblower Policy and Procedures set forth herein are not intended to limit, diminish or impair any other rights or remedies that an individual may have under the law with respect to disclosing potential wrongdoing free from retaliation or adverse personnel action.

- a. Specifically, these Whistleblower Policy and Procedures are not intended to limit any rights or remedies that an individual may have under the laws of the State of New York, including but not limited to the following provisions: Civil Service Law § 75-b, Labor Law § 740, State Finance Law § 191 (commonly known as the "False Claims Act"), and Executive Law § 55(1).
- b. With respect to any rights or remedies that an individual may have pursuant to Civil Service Law § 75-b or Labor Law § 740, any employee who wishes to preserve such rights shall, prior to disclosing information to a government body, have made a good faith effort to provide the appointing authority or his or her designee the information to be disclosed and shall provide the appointing authority or designee a reasonable time to take appropriate action unless there is imminent and serious danger to public health or safety. (See Civil Service Law § 75-b[2][b]; Labor Law § 740[3]).

#### **VI. Implementation**

This Whistleblower Policy shall be provided to all directors, officers, and employees of the Agency and shall be reviewed annually by the Agency's Governance Committee.

Re-adopted this 22<sup>nd</sup> day of March 2023 by the respective Boards of each corporation referenced above.