

### Hamburg Industrial Development Agency Board of Directors Meeting MEETING AGENDA

Wednesday, June 21, 2023, 7:30 AM Blasdell Village Hall, Court Room, 121 Miriam Avenue, Blasdell, New York

Join Zoom Meeting
<a href="https://us02web.zoom.us/j/85621954900?pwd=bVRuNDdwVTcySEZFNHczU2pxV2VrZz09">https://us02web.zoom.us/j/85621954900?pwd=bVRuNDdwVTcySEZFNHczU2pxV2VrZz09</a>

Meeting ID: 856 2195 4900

Passcode: 14075

- 1. Roll Call
- 2. Reading and Approval of May 2023 Minutes
- 3. Report of the Treasurer May Treasurer Report
- Executive Director Update

#### **New Business**

- Fisher Rental Properties consent to mortgage
- · Resolution to Adopt Standard Project Agent Agreement
- Tour of Key Capture Energy June 23rd at 2:00pm, rsvp to Mary

#### **Unfinished Business**

- PARIS Employment Reporting and company
- · Agency Policies tabled for further review at last board meeting:
  - · Recapture Policy with Material Terms
  - · Combined Fee Schedule
- 2023 Sexual Harassment Training proof of training to Mary
- Privilege of the Floor
- Executive Session
- Adjournment

Next meeting: July 19, 2023 7:30 AM Blasdell Village Hall



6122 South Park Avenue Hamburg, New York 14075 716.648.4145 www.HamburgIDA.com

#### Hamburg Industrial Development Agency **Board of Directors Meeting** May 17, 2023, 7:30am Blasdell Village Hall

Present

Excused

Guests

Bob Reynolds

Cam Hall

Jennifer Strong, Neill & Strong

Tom Moses

Wence Valentin

Mary Doran, HIDA

Davis Podkulski

Jamel Perkins

Bob Hutchison

**Executive Director** 

Janet Plarr Andy Palmer

Sean Doyle

#### THERE IS NO VIDEO / VOICE RECORD OF THE MEETING DUE TO TECHNICAL ISSUE

#### - Pledge of Allegiance

#### -Roll Call

-Motion to open the board meeting at 7:46am

Moved: Bob Reynolds

Seconded: Andy Palmer

Ayes: Moses, Podkulski, Hutchison, Plarr, Palmer, Reynolds

Navs: none Carried

-Motion to approve the April 2023 board meeting minutes

Moved: Janet Plarr

Seconded: Tom Moses

Ayes: Moses, Podkulski, Hutchison, Plarr, Palmer, Reynolds

Nays: none Carried

Treasurer, Bob Reynolds, gave an update on the financials. April had income of \$1,541.08 and notable expenses of \$4,500 the annual audit, \$1,025.97 media equipment and \$11,017.44 for payroll. Expenses for the month totaled \$18,066.56. Expenses over income resulted in -\$16,525.48 and total liabilities and equity equal \$989,560.48.

Additionally Bob stated the Audit Committee met after the last board meeting and reviewed the 2022 audit. There are no issues or concerns to report.

-Motion to approve the April 2023 Treasurer Report

Moved: Andy Palmer

Seconded: Janet Plarr

Ayes: Moses, Podkulski, Hutchison, Plarr, Palmer, Revnolds

Navs: none Carried

#### **Executive Director Update:**

- Everything has been completed and submitted to the appropriate parties for the 2022 Audit
- -K&H, Staub, and Mission Hills are still not closed. Construction on Mission Hills should be starting soon.
- -Allied CPA's completed the HIDA filing for the Employee Retention Credit and it has been submitted to the IRS for a refund of approximately \$20,000.
- -Project activity; local not for profit is emerging in Hamburg working with them on bond financing. The HIDA has done bond financing in the past with Hilbert College. Cedarland Development has an application in process for the Gateway building. Doyle stated he is continuing to receive calls of interest on 0 Lakeshore Road.
- -HUB zone designation application has moved from the SBA to the governor's office.
- -PITCH Event at Hilbert is May 31<sup>st</sup>.
- -HDC has one active application in process and two additional applications pending. The program has become more appealing because of the lower interest rate.
- -CARES Grant is wrapping up with a final Public Hearing at the Town of Hamburg Board meeting on May 22<sup>nd</sup> at 7pm. Doyle will present on the impact of jobs and investment in the community.

#### **New Business**

-COVID waivers and extensions, Doyle stated the Executive Committee reviewed the current policy as the pandemic has officially ended. The board discussed adding fees to the schedule for project delays. As supply chain issues have lessened a discussion should be had with applicants about a committed project completion date or face additional fees. This gives the developer a timeline and understood target date as well as consequences.

Other IDA's let projects go beyond the 1 year mark. The board, all in agreement, stated they want the financing and fees of all projects to be closed within the first year. It can consider initiating an 18 month sales tax letter instead of the typical 12 month or this can be handled on a project by project basis as larger projects generally need additional time. Sales tax extensions can be granted after the project has closed. Currently the HIDA does not charge for a sales tax extension. The board also discussed adding a nominal fee (\$300) to the schedule for sales tax extensions to cover the labor and paperwork involved.

The board continued to discuss at length and agreed an amended fee schedule is necessary. The topic will be tabled until the next board meeting. Doyle will amend the schedule and bring back to the board for a vote in June.

-Motion to table COVID waivers and extensions as unfinished business until June 2023 Board meeting.

Moved: Bob Reynolds Seconded: Janet Plarr Ayes: Moses, Podkulski, Hutchison, Plarr, Palmer, Reynolds

Nays: none Carried

-Project employment, Doyle stated the 2022 annual survey distributed to active HIDA projects and reported to the ABO showed 5 companies not fulfilling their employment commitment. The companies were sent notices with a 30 day period for response. The HIDA had granted a grace period for employment numbers through COVID.

The HIDA recapture notice is vague in a sense the board can decide what it wants to do. The board will revisit the recapture policy for possible changes. Additionally, it was agreed to give the said companies a 6 month notice, until December of 2023, to get their employment numbers in order with their committed numbers.

-Doyle read the following resolution for Johnson's Taphouse.

RESOLUTION OF THE TOWN OF HAMBURG INDUSTRIAL DEVELOPMENT AGENCY EXTENDING THE INDUCEMENT PERIODAND THE SALES TAX PERIOD FOR RPJ HOLDINGS, LLC ("LESSEE") and JOHNSON'S TAPHOUSE, INC. ("SUBLESSEE") PROJECT, UNTIL November 17, 2023.

WHEREAS, RPJ Holdings, LLC (the "Lessee") has entered into negotiations with the officials of the Town of Hamburg Industrial Development Agency (the "Agency") with respect to the construction, installation and equipping of an approximately 17,490 square foot brewing and distilling facility at 0 Lakeshore Drive in the Town of Hamburg for lease to the Agency and subsequent Leaseback to the Lessee and further sublease to JOHNSON TAPHOUSE, INC. (or related entity) (the "Sublessee") who will be the sole tenant (the "Project"); and

WHEREAS, the Town of Hamburg Industrial Development Agency (the "Agency") by resolution adopted on November 17, 2021 approved assistance for the Project; and

WHEREAS, there has been delay in the construction of the Project, due to anticipated construction timelines; and

NOW, THEREFORE, BE IT RESOLVED BY THE AGENCY AS FOLLOWS:

- 1. The Agency does hereby extend the sales tax period for the Lessee from May 17, 2023 through November 17, 2023.
- 2. This resolution shall take effect immediately.

Doyle stated the project is moving along and is projected to open this summer.

-Motion to approve the above sales tax extension to RJP Holdings/Johnson's Taphouse.

Moved: Andy Palmer Seconded: Bob Reynolds Ayes: Moses, Podkulski, Hutchison, Plarr, Palmer, Reynolds

Nays: none

-Motion to approve the revised Sexual Harassment Policy with the state law changes implemented as of May 17, 2023.

Moved: Janet Plarr Seconded: Davis Podkulski Ayes: Moses, Podkulski, Hutchison, Plarr, Palmer, Reynolds

Nays: none Carried

- -Motion to re-adopt the Town of Hamburg HIDA polices as of May 17, 2023:
  - · Diversity & Inclusion Policy
  - · Recapture Policy with Material Terms
  - · Employee Compensation Program

- · Data Gathering Procedure
- · Countywide UTEP
- · Combined Fee Schedule
- · Access to Agency Records
- · Local Labor Policy
- · Memorandum of Understanding with Countywide Policy
- -Moved: Bob Reynolds Seconded: Andy Palmer
- -Motion by Reynolds to amend the policies being renewed removing Combined Fee Schedule and Recapture Policy as these are going to be further reviewed by the board and approve the remaining policies.

Moved: Janet Plarr Seconded: Andy Palmer Ayes: Moses, Podkulski, Hutchison, Plarr, Palmer, Reynolds

Nays: none Carried

-Motion to approve the renewal of the remaining policies as of May 17, 2023.

Moved: Bob Reynolds Seconded: Janet Plarr Ayes: Moses, Podkulski, Hutchison, Plarr, Palmer, Reynolds

Nays: none Carried

- \* Reminder to the board annual sexual harassment training is required by law for all board members. Training thru current employer is acceptable please forward the HIDA proof of completion.
- -Privilege of the Floor no comments
- -Motion to adjourn at 8:33am

Moved: Janet Plarr Seconded: Bob Reynolds Ayes: Moses, Podkulski, Hutchison, Plarr, Palmer, Reynolds

Nays: none Carried

Sincerely,

Sean Doyle, Executive Director

# Town of Hamburg Industrial Development Agency Treasurer's Report

As of May 31, 2023

	May 31, 23	Dec 31, 22
ASSETS		
Current Assets		
Checking/Savings		
Cash		
Cash-Checking	25,246.01	6,521.18
Cash-Savings	705,012.10	816,472.57
CD Mature 4/2023	250,000.00	250,000.00
Total Cash	980,258.11	1,072,993.75
Total Checking/Savin	980,258.11	1,072,993.75
Total Current Assets	980,258.11	1,072,993.75
TOTAL ASSETS	980,258.11	1,072,993.75
LIABILITIES & EQUITY Equity		
Opening Balance Eq	499,980.27	499,980.27
Retained Earnings	573,013.48	565,034.84
Net Income	-92,735.64	7,978.64
Total Equity	980,258.11	1,072,993.75
TOTAL LIABILITIES & EQ	980,258.11	1,072,993.75

# Town of Hamburg Industrial Development Agency Treasurer's Report

May 2023

	May 23	Jan - May 23
Ordinary Income/Expense		
Income Interest Earnings	1,789.04	8,547.21
Interest Earnings CD	2,189.54	2,719.86
Refund	0.00	198.83
Total Income	3,978.58	11,465.90
Gross Profit	3,978.58	11,465.90
Expense		
Business Expenses		
Meetings/luncheons	55.33	676.38
Mileage	107.42	523.66
Total Business Expenses	162.75	1,200.04
Cell Phone Complete Payroll	83.33	416.65
Employer Payroll Taxes	775.41	5,042.25
Payroll and Benefits	10,085.10	56,275.43
Processing Payroll	116.94	800.62
Total Complete Payroll	10,977.45	62,118.30
Grants	0.00	25,000.00
Legal & Professional Services Audit	0.00	4 500 00
Legal & Professional Services - Other	625.00	4,500.00 625.00
Total Legal & Professional Services	625.00	5,125.00
Membership Dues	0.00	
Office Expenses	0.00	5,000.00
Office Equipment	19.54	1,045.51
Postage	0.00	180.23
Subscriptions	0.00	198.04
Supplies	16.88	231.52
Office Expenses - Other	0.00	-2.45
Total Office Expenses	36.42	1,652.85
Payroll Expenses/Insurance	1,396.00	2,390.70
Public Hearings	0.00	68.00
Sponsorship	0.00	450.00
Training	0.00	780.00
Total Expense	13,280.95	104,201.54
Net Ordinary Income	-9,302.37	-92,735.64
Net Income	-9,302.37	-92,735.64

# Fisher Rental Properties, LLC 5175 Southwestern Boulevard Hamburg, New York 14075

June 7, 2023

FedEx

Town of Hamburg Industrial Development Agency 6122 South Park Avenue Hamburg, New York 14075

To Whom It May Concern:

Re: Request for Consent to Mortgage

I am the Manager of Fisher Rental Properties, LLC (the "Company"), which is the owner of vacant land and certain real property located at 5175 Southwestern Boulevard, Hamburg, New York (collectively, the "Premises"). On or about December 1, 2008, a PILOT was placed on the Premises and according to the terms of the Lease and Leaseback Agreements, the current tax benefits are going to expire on December 31, 2024.

The Premises was part of a refinancing transaction (the "Finance Transaction") that closed on February 7, 2023. Although the Finance Transaction has already closed, the recording of the loan documents were to be filed post-closing. I hereby request on behalf of the Company that the Hamburg Industrial Development Agency (the "Agency") consent to the Finance Transaction by executing that certain mortgage and assignment of rents pursuant to the Lease and Leaseback Agreements. Notwithstanding the foregoing, the Company will provide the Agency with such documentation and information as the Agency may request under the Lease and Leaseback Agreements in connection with its review of the Finance Transaction.

If you have any questions about the Finance Transaction or need anything further with respect to the requested consent, please feel free to reach out to Amy J. Fitch at 716-848-1384 or via e-mail at <u>AFitch@hodgsonruss.com</u>. We look forward to hearing from you.

Very truly yours,

/s/ Keith A. Fisher

Keith Fisher, as Manager

cc: Christofer C. Fattey, Esq. Amy J. Fitch, Esq. RESOLUTION OF THE TOWN OF HAMBURG INDUSTRIAL DEVELOPMENT AGENCY CONSENTING TO A MORTGAGE AND A GENERAL ASSIGNMENT OF RENTS IN AN AMOUNT NOT TO EXCEED \$2,500,000.00 IN CONNECTION WITH THE REFINANCING OF THE 2008 FISHER RENTAL PROPERTIES LLC PROJECT

WHEREAS, to accomplish the purposes of the Act, the Agency induced FISHER RENTAL PROPERTIES LLC a limited liability company to commence with the construction of an approximately 18,000 square foot building on an approximately 7.87 acre parcel of land located at 5173 Southwestern Boulevard, Hamburg, New York and the acquisition and installation of machinery and equipment required in connection therewith for lease to the Agency to be subleased to the Lessee for sub-sublease to the Fisher Moving & Storage, Inc. and Niagara Scenic Tours, Inc., all for the operation of a commercial storage, repair and office facility and in furtherance of said purpose the Agency adopted its Inducement Resolution on October 16, 2007 and amended the same of August 26, 2008 authorizing the Project; and

WHEREAS, pursuant to such Inducement Resolution, the Agency acquired a leasehold interest in the Facility pursuant to a certain Lease to Agency, dated as of December 1, 2008, between FISHER RENTAL PROPERTIES LLC as lessor, and the Agency, as lessee, (the "Lease to Agency") and leased the Facility back to FISHER RENTAL PROPERTIES LLC. pursuant to a certain Leaseback Agreement, dated as of December 1, 2008, between the Agency, as lessor, and FISHER RENTAL PROPERTIES LLC, as lessee, (the "Leaseback Agreement");

WHEREAS, the Agency has now received a request for the Agency's consent to the execution and delivery by FISHER RENTAL PROPERTIES LLC, of a Mortgage and a General Assignment of Rents in an amount not to exceed \$2,500,000.00 to M&T BANK. (the "Mortgage Documents");

WHEREAS, the facility will remain a commercial storage, repair and office facility; accordingly, there will be no change in the Payment in Lieu of Taxes ("PILOT") Provisions attached as Exhibit C to the Leaseback Agreement.

#### NOW, THEREFORE BE IT RESOLVED AS FOLLOWS:

Section 1. The Agency hereby consents to the execution and delivery of a Mortgage and a General Assignment of Rents, with respect to the Lease to Agency and the Leaseback Agreement.

Section 2. The execution and delivery of the Mortgage Documents in the form approved by the Chairman, Vice Chairman, Executive Director, or Assistant Secretary is hereby authorized. The appropriate officers of the Agency are hereby authorized to execute, seal, acknowledge and deliver such Certificate. The execution and delivery of the Mortgage Documents shall be conclusive evidence of due authorization and approval.

Section 3. The Agency determines that the PILOT provisions shall remain unchanged as there is no change in use or in the occupancy of the Facility.

Section 4. FISHER RENTAL PROPERTIES LLC agrees that it will pay all Agency Administrative Fees and legal fees due at closing.

Section 5. This resolution shall take effect immediately.

Adopted:	June 21, 2023
Accepted:	June, 2023
FISHER RE	NTAL PROPERTIES, LLC
By Name: Title:	

#### APPENDIX C

#### 2008 FISHER RENTAL PROPERTIES, LLC PROJECT

#### PAYMENTS IN LIEU OF TAXES

It is recognized that under the provisions of the Act, the Agency is required to pay no real estate taxes upon any of the property acquired by it or under its jurisdiction or control or supervision or upon its activities. Except as otherwise provided herein and in Section 4.4, while the Facility is being used in accordance with the Act and this Agreement, the provisions of this paragraph with respect to payments in lieu of real estate taxes shall be applicable. Until the commencement of the tax fiscal year of the appropriate taxing authority subsequent to the first tax status date on which the Agency is the owner of record of the Facility, Fisher Rental Properties, LLC (the "Lessee") shall continue to pay all appropriate taxing authorities all taxes due. Thereafter, the Lessee shall pay to the Town of Hamburg (Town), County of Erie (County) and the Hamburg Central School District (School District) and in lieu of exempted taxes the following amounts:

#### WITH RESPECT TO THE CELL TOWER CURRENTY REFERRED TO AS SBL # 170.00-3-16.3/A

- A. To the Town of Hamburg, c/o Director of Finance, 6100 South Park Avenue, Hamburg, New York 14075, no later than February 15<sup>th</sup> of each year, commencing with the Town=s fiscal year 2010, an amount equal to the Town taxes which would be due, were there no such exemption, based upon the assessed valuation of such Cell Tower.
- B. To the County, c/o Erie County Department of Taxation and Finance, 95 Franklin Street, Buffalo, New York 14202, no later than February 15th of each year, commencing with the County=s fiscal year 2010, an amount equal to the County taxes which would be due, were there no such exemption, based upon the assessed valuation of such Cell Tower.
- C. To the School District, c/o Business Office, Hamburg School District, 5305 Abbott Road, Hamburg, New York 14075, no later than October 15th of each year, commencing with the School District=s 2009-2010 fiscal year, an amount equal to the School District taxes which would be due, were there no such exemption, based upon the assessed valuation of such Cell Tower

# WITH RESPECT TO THE BALANCE OF THE FACILITY REALTY CURRENTLY REFERRED TO AS SBL # 170.00-3-16.3

- A. To the Town of Hamburg, c/o Director of Finance, 6100 South Park Avenue, Hamburg, New York 14075, no later than February 15th of each year,
- Commencing in 2010, an amount equal to the Town taxes which would be due, were there no such exemption, based upon the value of the non-depreciable portion of the Facility Realty (assessed as land); and



### Hamburg New York Land Development Corporation Board of Directors Meeting MEETING AGENDA

Wednesday, June 21, 2023, 7:30 AM Blasdell Village Hall, Court Room, 121 Miriam Avenue, Blasdell, New York

Join Zoom Meeting
<a href="https://us02web.zoom.us/j/85621954900?pwd=bVRuNDdwVTcySEZFNHczU2pxV2VrZz09">https://us02web.zoom.us/j/85621954900?pwd=bVRuNDdwVTcySEZFNHczU2pxV2VrZz09</a>

Meeting ID: 856 2195 4900

Passcode: 14075

- Roll Call
- 2. Reading and Approval of May 2023 Minutes
- 3. Report of the Treasurer May Treasurer Report
- Executive Director Update

#### **New Business**

· No new business

#### **Unfinished Business**

- 0 Lakeshore Road due diligence update
- 5. Privilege of the Floor
- Executive Session
- Adjournment

Next meeting: July 19, 2023 7:30 AM Blasdell Village Hall





6122 South Park Avenue Hamburg, New York 14075 716.648.4145 www.HamburgIDA.com

#### Hamburg New York Land Development Corporation **Board of Directors Meeting** May 17, 2023, 7:30am Blasdell Village Hall

Present

Bob Reynolds

Tom Moses

Davis Podkulski **Bob Hutchison** 

Janet Plarr Andy Palmer Excused

Cam Hall Wence Valentin

Jamel Perkins

Guests

Jennifer Strong, Neill & Strong

Mary Doran, HIDA

**Executive Director** 

Sean Doyle

#### -Roll Call

-Motion to open the board meeting at 8:34am

Moved: Andy Palmer

Seconded: Bob Hutchison

Ayes: Moses, Podkulski, Hutchison, Palmer, Reynolds, Plarr

Nays: none Carried

-Motion to approve the April 2023 board meeting minutes

Moved: Bob Reynolds

Seconded: Janet Plarr

Ayes: Moses, Podkulski, Hutchison, Palmer, Reynolds, Plarr

Nays: none Carried

Treasurer, Bob Reynolds, gave an update on the financials. April had interest income of \$3,204.25 and expenses of \$3,750 for Audit and \$1,700 consulting fees for 0 Lakeshore Road. Balance on the accounts is \$1,661,240.59.

Additionally, Bob stated he met with the Audit Committee after the board meeting last month and there were no concerns or questions on the 2022 Audit.

-Motion to approve the April 2023 Treasurer Report

Moved: Davis Podkulski

Seconded: Janet Plarr

Ayes: Moses, Podkulski, Hutchison, Palmer, Reynolds, Valentin, Perkins, Plarr

Nays: none Carried

#### **Executive Director Update:**

- 0 Lakeshore Road, due diligence, Phase I and wetland delineation are complete. A small portion of the property had an area identified as wetland that can potentially affect future development. It does devalue the property slightly. Doyle went back to the seller to request a decrease in the purchase price. Additionally, mining was done on the parcel years ago Phase II of the due diligence has begun to identify what fill was used for the mining operation.
- -Motion to re-adopt the HNYLDC By-Laws as written.

Moved: Janet Plarr Seconded: Tom Moses Aves: Moses, Podkulski, Hutchison, Palmer, Reynolds, Plarr

Nays: none Carried

- -Privilege of the Floor no comments
- -Motion to adjourn at 8:43am

Moved: Tom Moses Seconded: Janet Plarr Ayes: Moses, Podkulski, Hutchison, Palmer, Reynolds, Plarr

Nays: none Carried

Sincerely,

Sean Doyle, Executive Director

Next meeting: June 21, 2023 7:30AM Blasdell Village Hall

10:51 AM 06/01/23 Accrual Basis

# Hamburg New York Land Development Corporation Treasurer's Report

As of May 31, 2023

	May 31, 23	Dec 31, 22
ASSETS		
Current Assets		
Checking/Savings		
cash		
cash-cash checking	2,264.36	3,161.64
Cash-Savings	1,410,401.44	1,402,713.32
CD Renew Mature 3/2024	250,000.00	250,000.00
Total cash	1,662,665.80	1,655,874.96
Total Checking/Savings	1,662,665.80	1,655,874.96
Total Current Assets	1,662,665.80	1,655,874.96
TOTAL ASSETS	1,662,665.80	1,655,874.96
LIABILITIES & EQUITY Equity		
Unrestricted Net Assets	1,655,874.96	1,654,412.87
Net Income	6,790.84	1,462.09
Total Equity	1,662,665.80	1,655,874.96
TOTAL LIABILITIES & EQUITY	1,662,665.80	1,655,874.96

# Hamburg New York Land Development Corporation Treasurer's Report

May 2023

	May 23	Jan - May 23
Ordinary Income/Expense Income		
Interest-Deposits	3,767.79	15,888.12
Interest Income CD	1,137.42	1,832.72
Total Income	4,905.21	17,720.84
Gross Profit	4,905.21	17,720.84
Expense		
Audit	0.00	3,750.00
Consultant Fees	3,480.00	5,180.00
Land Purchase	0.00	2,000.00
Total Expense	3,480.00	10,930.00
Net Ordinary Income	1,425.21	6,790.84
Net Income	1,425.21	6,790.84

Prepared By: MD on a