

**Hamburg New York Land Development Corporation
Board of Directors Meeting
February 04, 2011
Room 7B - Hamburg Town Hall**

Present

Amy Ziegler
Marcella Fugle
Steve Walters
Tom Moses
Pattie Paul
Matt Dils
Mike Petrie

Excused

Norma Rusert-Kelly
Paul Pellicano

Guest

Craig Cwick

Executive Director

Michael J. Bartlett

- **Move** to open the Board of Directors meeting at 8:08 a.m.

- **Motion** to approve the minutes from the November 19, 2010 Board of Directors meeting.

Moved: Steve Walters

Seconded: Tom Moses

Ayes: Walters, Fugle, Moses, Ziegler, Paul, Dils, Petrie

Nays: None

Carried

- **Motion** to approve the October 2010 Treasurer's Report

Moved: Marcella Fugle

Seconded: Mike Petrie

Ayes: Moses, Fugle, Walters, Paul, Dils, Petrie, Ziegler

Nays: None

Carried

- **Motion** to approve the November 2010 Treasurer's Report

Moved: Matt Dils

Seconded: Pattie Paul

Ayes: Ziegler, Moses, Walters, Fugle, Paul, Dils, Petrie

Nays: None

Carried

- **Motion** to approve the December 2010 Treasurer's Report

Moved: Mike Petrie

Seconded: Marcella Fugle

Ayes: Walters, Paul, Fugle, Moses, Dils, Ziegler, Petrie

Nays: None

Carried

- **A memo from Brian McMahon**, Executive Director of the New York State Economic Development Council, giving a summary of Economic Development Highlights in Gov. Como's 2011-2012 State Budget was handed out. It was pointed out that the budget repeals the IDA cost-recovery tax going forward, but keeps the tax in place for IDA assessments through March 31, 2011. Our assessment is \$7054.37

SEQR RESOLUTION OF THE HAMBURG NEW YORK LAND DEVELOPMENT CORPORATION

Whereas, the Hamburg New York Land Development Corporation seeks to purchase 126+/- acres of property on Bay View Road, together with the improvements made thereon, which comprises the Lake Erie Industrial Park, and

Whereas, the subject property was the focus of a Generic Environmental Impact Statement for which positive SEQR Findings, were issued on August 24, 1999, and

Whereas, with the assistance of the Town of Hamburg Planning Department, the project was reviewed against the SEQR Findings and was found to be in conformance with those Findings, and

Whereas, any future development projects that would occur within the subject property would be required to undergo review against the SEQR Findings.

Now therefore be it resolved, that the Hamburg New York Land Corporation has determined that the purchase of the subject property is in conformance with the SEQR Findings and, in accordance with NYCRR Part 617.10 (d) (1) of the State Environmental Quality Review regulations, the proposed action will be carried out in conformance with the conditions and thresholds established for such actions in the Generic Environmental Impact Statement or its Findings statement and no further SEQR compliance is required.

Adopted: February 4, 2011

Moved: Matt Dils

Seconded: Steve Walters

Ayes: Ziegler, Paul, Fugle, Moses, Petrie, Dils, Walters

Nays: None

Carried

- **Due to the fact** the acreage actually purchased from Arcelor Mittal Steel was 3 acres less which reduced the total purchase price, a resolution amending the original resolution passed on November 30, 2010 reflecting these changes was acted on.

RESOLUTION OF THE HAMBURG NEW YORK LAND DEVELOPMENT CORPORATION AMENDING THE PRIOR RESOLUTION ADOPTED ON NOVEMBER 30, 2010 AUTHORIZING THE EXECUTION OF A PURCHASE CONTRACT WITH TECUMSEH REDEVELOPMENT INC FOR PROPERTY ON BAY VIEW ROAD IN THE TOWN OF HAMBURG

Whereas, the Hamburg New York Land Development Corporation together with the Town of Hamburg and the Town of Hamburg Industrial Development Agency have been negotiating for the purchase of an approximately 129 acre parcel of land located on Bay View Road in the Town of Hamburg with Arcelor Mittal Steel and Tecumseh Redevelopment Inc; and

Whereas, the Hamburg New York Land Development Corporation by resolution adopted on November 30, 2010 approved the execution of a proposed purchase contract with a purchase price of \$825,000; and

Whereas, as a result of negotiations, the parties have agreed to pay the same price per acre but only purchase approximately 126 acres with a price reduced to \$805,800.

NOW, THEREFORE, BE IT RESOLVED BY THE HAMBURG NEW YORK LAND DEVELOPMENT CORPORATION AS FOLLOWS:

1. The Chairman, Vice Chairman or Executive Director of the Hamburg New York Land Development Corporation are hereby authorized to execute a purchase offer for the above mentioned parcel at a purchase price of \$805,800 upon such additional terms as are approved by the Chairman, Vice Chairman or Executive Director in consultation with General Counsel for the Hamburg New York Land Development Corporation and to forward the required deposit.

2. This resolution shall take effect immediately

Adopted: February 4, 2011

Moved: Steve Walters

Ayes: Ziegler, Moses, Fugle, Paul, Dils, Walters, Petrie

Nays: None

Carried

Seconded: Mike Petrie

- **Motion** to adjourn at 8:19 a.m.

Moved: Tom Moses

Ayes: Walters, Ziegler, Fugle, Dils, Petrie, Moses, Paul

Nays: None

Carried

Seconded: Pattie Paul

Sincerely,

Michael J. Bartlett
Executive Director

**Hamburg New York Land Development Corporation
Board of Directors Meeting
April 08, 2011
Room 7B - Hamburg Town Hall**

Present

Amy Ziegler
Paul Pellicano
Steve Walters
Tom Moses
Pattie Paul
Matt Dils
Mike Petrie

Excused

Norma Rusert-Kelly
Marcella Fugle

Guest

Craig Cwick
Nathan Neill

Executive Director

Michael J. Bartlett

- **Move** to open the Board of Directors meeting at 8:25 a.m.

- **Motion** to approve the minutes from the February 04, 2011 Board of Directors meeting.

Moved: Mike Petrie

Seconded: Amy Ziegler

Ayes: Walters, Pellicano, Moses, Ziegler, Paul, Dils, Petrie

Nays: None

Carried

- **Motion** to approve the January 2011 Treasurer's Report

Moved: Matt Dils

Seconded: Pattie Paul

Ayes: Moses, Pellicano, Walters, Paul, Dils, Petrie, Ziegler

Nays: None

Carried

- **Motion** to approve the February 2011 Treasurer's Report

Moved: Matt Dils

Seconded: Steve Walters

Ayes: Ziegler, Moses, Walters, Pellicano, Paul, Dils, Petrie

Nays: None

Carried

- **The Board** was presented a resolution approving the borrowing of \$750,000 from the Town of Hamburg for the purchase of the Bayview/Rt 5 property from Arcelor Mittal Steel

All of the Board of Directors of Hamburg New York Land Development Corporation ("Company") hereby consents to the adoption of the following resolutions (the "Resolutions"):

WHEREAS, Company desires to obtain from the Town of Hamburg ("Lender") a loan in the principal amount of \$750,000.00 (the "Loan") to facilitate the acquisition of approximately 126 acres of land located on Bayview Road, Hamburg, New York ("Property"); and

RESOLVED, Michael J Bartlett and Craig M Cwick (each an "Officer") acting alone is hereby authorized on behalf of Company to enter into and perform the Loan from Lender; and it is further

RESOLVED, that in connection with the Loans, such Officer be, and each of them acting alone is hereby authorized to make, execute and deliver promissory notes, loan agreements, mortgages, and any other obligations, instruments, warrants, options, and documents of any kind or nature (and amendments to and modifications of any thereof) of Company, and to mortgage the Property and assign the Rents which may become due therefrom, for any and all such promissory notes, loan agreements, guaranty agreements, and any other obligations, instruments, warrants, options, and documents of Company to Lender in connection with the Loan; and it is further

RESOLVED, that the Loan shall contain the following terms (I) an interest rate of 2.0% per annum, (ii) a term of five (5) years, (iii) interest only payments due on the 31st day of December of each year during the term of the Loan and (iv) principal payments to be made upon sales of portions of the Property in amounts as required by the Lender; and it is further

RESOLVED, that the foregoing documents be in such form and content as such Officer executing the same shall approve, their approval to be conclusively evidenced by the execution thereof; and it is further

RESOLVED, that the actions of any such Officer of Company in incurring indebtedness to Lender heretofore for the account of Company, in executing any agreement or document relating thereto, in assigning or pledging any of Company's property for the payment thereof, or in doing any act authorized by these Resolutions be and are hereby ratified, confirmed, and approved; and it is further

RESOLVED, that these Resolutions shall have the force of a continuing agreement with Lender and shall be binding upon Company until a Resolution amending them shall have been duly and legally adopted and Lender shall have been furnished a certified copy; and it is further

RESOLVED, that any Officer of Company is hereby directed to certify to Lender a copy of these Resolutions, and to certify the names of the Officers authorized to execute the documents, together with specimens of their respective signatures; and it is further

RESOLVED, that the Officers of Company are, and each of them acting alone is, authorized on behalf of Company to execute and deliver any agreement, document or instrument, to take any action, and to make any filing necessary or appropriate to effectuate the foregoing resolutions.

Moved: Steve Walters

Seconded: Matt Dils

Ayes: Ziegler, Moses, Pellicano, Paul, Dils, Walters, Petrie

Nays: None

Carried

- The Board was given the following update in regards to the Bayview/Rt 5 land purchase:

* Loan documents have been reviewed by HNYLDC council, changes suggested and sent to Town's attorney for review.

* There is a need for a minor subdivision approval for approximately 3 acres Arcelor Mittal is retaining. The Town's Planning Board will act on the request on April 20th, 2011.

* We are waiting for an updated survey from Arcelor Mittal.

- **Audit** - Two opinions were discussed in regards the necessity of having a 2010 audit done for the Land Development Corporation. The first opinion is since we have not received our determination letter from the IRS regarding our request for tax exempt status, do nothing. The seconds opinion is to file for a 3 month extention beginning on May 15th, our filling deadline. The extension should give us time to receive our Determination letter from the IRS which will tell us how to file (most likely form 990). The Auditors are researching the issue further.

- **Motion** to adjourn at 8:34 a.m.

Moved: Mike Petrie

Seconded: Amy Ziegler

Ayes: Walters, Ziegler, Pellicano, Dils, Petrie, Moses, Paul

Nays: None

Carried

Sincerely,

Michael J. Bartlett
Executive Director

**Hamburg New York Land Development Corporation
Board of Directors Meeting
May 06, 2011
Room 7B - Hamburg Town Hall**

Present

Amy Ziegler
Paul Pellicano
Steve Walters
Norma Rusert Kelly
Pattie Paul
Matt Dils
Lou McDonald
Marcella Fugle

Excused

Tom Moses

Guest

Craig Cwick
Nathan Neill

Executive Director

Michael J. Bartlett

- **Move** to open the Board of Directors meeting at 8:22 a.m.

- **The Board discussed** establishing a policy for the sale and development of property being purchased from Arcelor Mittal. Highlights of a proposed policy submitted by Executive Director Bartlett include:

1. The policy will promote economic development, particularly job creation & retention.
2. The land will be sold at an attractive price.
3. The price can be adjusted as required taking into consideration restrictions imposed by the lender.
4. Companies will be required to advertise job opportunities in the Hamburg Sun and Front Page.

RESOLUTION OF THE HAMBURG NEW YOUR LAND DEVELOPMENT CORPORATION ESTABLISHING A POLICY FOR THE SALE AND DEVELOPMENT OF PROPERTY PURCHASED FROM ARCELOR MITTAL.

Moved: Amy Ziegler

Seconded: Matt Dils

Ayes: Walters, Rusert Kelly, Fugle, Paul, Pellicano, McDonald, Ziegler, Dils

Nays: None

Carried

- **The Board reviewed** a proposed mission statement and performance measurements that will be needed to meet PARIS reporting requirements.

- **Motion** to adopt the Hamburg New York Land Development Corporation Mission Statement and Performance Measurements as presented:

Moved: Amy Ziegler

Seconded: Norma Rusert Kelly

Ayes: Walters, Dils, Fugle, Paul, Pellicano, McDonald, Ziegler, Rusert Kelly

Nays: None

Carried

- **Motion** to approve the minutes from the April 8, 2011 Board of Directors meeting.

Moved: Steve Walters

Seconded: Amy Ziegler

Ayes: Walters, Pellicano, Rusert Kelly, Ziegler, Paul, Dils, McDonald, Fugle

Nays: None

Carried

- **Motion** to approve the March 2011 Treasurer's Report

Moved: Amy Ziegler

Seconded: Paul Pellicano

Ayes: Rusert Kelly, Pellicano, Walters, Paul, Dils, McDonald, Ziegler

Nays: None

Carried

- **Motion** to approve the April 2011 Treasurer's Report

Moved: Lou McDonald

Seconded: Amy Ziegler

Ayes: Ziegler, McDonald, Walters, Pellicano, Paul, Dils, Rusert Kelly

Nays: None

Carried

- **Motion** to adjourn at 8:32 a.m.

Moved: Norma Rusert Kelly

Seconded: Amy Ziegler

Ayes: Walters, Ziegler, Pellicano, Dils, McDonald, Paul, Rusert Kelly

Nays: None

Carried

Sincerely,

Michael J. Bartlett

Executive Director

**Hamburg New York Land Development Corporation
Board of Directors Meeting
June 03, 2011
Room 7B - Hamburg Town Hall**

Present

Amy Ziegler
Tom Moses
Steve Walters
Norma Rusert Kelly
Marcella Fugle

Excused

Matt Dils
Pattie Paul
Lou McDonald
Paul Pellicano

Guest

Craig Cwick
Nathan Neill

Executive Director

Michael J. Bartlett

- **Move** to open the Board of Directors meeting at 8:27 a.m.

- **Bayview/Rt 5 land purchase** - A breakdown of the costs associated with the purchase of the land located at Bayview Rd/Rt 5 was handed out. After applying the \$75,000 down payment and the \$750,000 loan from the Town, an additional \$8552.00 was paid by the LDC for pre-paid property taxes, filing fees, survey fees etc.

- **Insurance coverage** for the Bayview/Rt 5 property was discussed. A proposal from Lawley Insurance was reviewed which provides \$1 million in general liability insurance for the LDC at a cost of \$928.50. Quotes for additional (higher) liability coverage were reviewed but the Board felt the \$1million coverage would be sufficient.

- **Motion** to purchase a \$1 million general liability insurance policy to cover the property located at Bayview Rd/Rt 5 for a premium of \$928.50 to cover the period from 6-03-11 to 6-03-12.

Moved: Amy Ziegler

Ayes: Fugle, Moses, Rusert Kelly, Ziegler, Walters

Nays: None

Carried

Seconded: Steve Walters

- **Motion** to adjourn at 8:39 a.m.

Moved: Norma Rusert Kelly

Ayes: Walters, Ziegler, Moses, Fugle, Rusert Kelly

Nays: None

Carried

Seconded: Amy Ziegler

Sincerely,

Michael J. Bartlett
Executive Director

**Hamburg New York Land Development Corporation
Board of Directors Meeting
September 16, 2011
Room 7B - Hamburg Town Hall**

Present

Amy Ziegler
Tom Moses
Lou McDonald
Matt Dils
Marcella Fugle
Patti Paul

Excused

Norma Rusert Kelly
Paul Pellicano
Steve Walters

Guest

Craig Cwick

Executive Director

Michael J. Bartlett

- **Move** to open the Board of Directors meeting at 8:18 a.m.

- **Motion** to approve the minutes from the May 6, 2011 Board of Directors meeting.

Moved: Patti Paul

Seconded: Matt Dils

Ayes: Fugle, Moses, Ziegler, McDonald, Paul, Dils

Nays: None

Carried

- **Motion** to approve the minutes from the June 3, 2011 Board of Directors meeting.

Moved: Amy Ziegler

Seconded: Tom Moses

Ayes: Fugle, Moses, Ziegler, McDonald, Paul, Dils

Nays: None

Carried

- **Motion** to approve the May 2011 Treasurer's Report.

Moved: Marcella Fugle

Seconded: Amy Ziegler

Ayes: Moses, McDonald, Paul, Dils, Ziegler, Fugle

Nays: None

Carried

- **Motion** to approve the June 2011 Treasurer's Report.

Moved: Amy Ziegler

Seconded: Patti Paul

Ayes: McDonald, Fugle, Dils, Ziegler, Paul, Moses

Nays: None

Carried

- **Motion** to approve the July 2011 Treasurer's Report.

Moved: Amy Ziegler

Seconded: Marcella Fugle

Ayes: Dils, McDonald, Fugle, Moses, Paul, Ziegler

Nays: None

Carried

- **Motion** to approve the August 2011 Treasurer's Report.

Moved: Marcella Fugle

Seconded: Patti Paul

Ayes: Paul, Moses, Fugle, Ziegler, McDonald, Dils

Nays: None

Carried

- **Bayview/Rt 5-** Memorandum of Understanding, Access and Indemnity Agreement with Krog Corp. A proposed MOU between the Land Development and the Krog Corporation was discussed. The MOU has been reviewed by the LDC & Town attorneys and several changes they recommended were incorporated into the draft.. The Board expressed no concerns with the proposed MOU and Executive Director Bartlett will set up a meeting with the Krog Corp to review the changes.

- **Wendell-** A memo outlining the need for a Supplemental Generic Environmental Impact Statement (SGEIS) for the Bayview/Rt 5 property was discussed. The memo provided a methodology for completing an SGEIS that will update the outdated information in the existing Generic Environmental Impact Statement (GEIS), provide “pre-permitted designation” to the site under the newly-adopted Town Law and potentially help the Town in obtaining New York State Shovel Ready Certification for the site. Wendel’s estimated fee would be approximately \$7000-\$8000. No action was taken at this time.

- **IRS Tax Exempt Status-** Executive Director Bartlett passed out a letter to the Board from the IRS informing us they have determined the Hamburg New York Land Development Corporation is exempt from Federal Income Tax under section 501c-3 of the IRS Tax Code.

- **Motion** to adjourn at 8:35 a.m.

Moved: Amy Ziegler

Seconded: Patti Paul

Ayes: Ziegler, Moses, Fugle, Paul, Dils, McDonald

Nays: None

Carried

Sincerely,

Michael J. Bartlett
Executive Director

October 07, 2011
Robert Chesbro Conference Room

Present

Amy Ziegler
Tom Moses
Lou McDonald
Matt Dils
Steve Walters
Norma Rusert Kelly

Excused

Pattie Paul
Marcella Fugle
Stan Figiel

Guest

Craig Cwick

Executive Director

Michael J. Bartlett

- **Move** to open the Board of Directors meeting at 8:04 a.m.

- **Motion** to approve the minutes from the September 16, 2011 Board of Directors meeting.

Moved: Amy Ziegler

Seconded: Matt Dils

Ayes: Moses, Ziegler, McDonald, Walters, Rusert Kelly, Dils

Nays: None

Carried

RESOLUTION OF THE HAMBURG NEW YORK LAND DEVELOPMENT CORPORATION APPROVING THE MEMORANDUM OF UNDERSTANDING BETWEEN THE HAMBURG NEW YORK LAND DEVELOPMENT CORPORATION AND THE KROG CORP.

Moved: Steve Walters

Seconded: Amy Ziegler

Ayes: Moses, Ziegler, McDonald, Rusert Kelly, Dils, Walters

Nays: None

Carried

RESOLUTION OF THE HAMBURG NEW YORK LAND DEVELOPMENT CORPORATION APPROVING THE AGREEMENT WITH WENDEL IN CONNECTION WITH THE PREPARATION OF A SUPPLEMENTAL GENERIC ENVIRONMENTAL IMPACT STATEMENT AND OTHER MATTERS IN CONNECTION WITH THE DEVELOPMENT OF THE BAYVIEW PROPERTY

Moved: Lou McDonald

Seconded: Tom Moses

Ayes: McDonald, Walters, Dils, Ziegler, Rusert Kelly, Moses

Nays: None

Carried

- **Motion** to adjourn at 8:24 a.m.

Moved: Norma Rusert Kelly

Seconded: Matt Dils

Ayes: Ziegler, Moses, Walters, Rusert Kelly, Dils, McDonald

Nays: None

Carried

Sincerely,

Michael J. Bartlett
Executive Director

**Hamburg New York Land Development Corporation
Board of Directors Meeting
December 16, 2011
Robert Chesbro Conference Room**

Present

Amy Ziegler
Tom Moses
Lou McDonald
Matt Dils
Steve Walters
Norma Rusert Kelly
Patti Paul

Excused

Marcella Fugle
Stan Figiel

Guest

Craig Cwick
Nathan Neill

Executive Director

Michael J. Bartlett

- **Move** to open the Board of Directors meeting at 8:33 a.m.

- **Executive Director Bartlett** informed the Board that it has been requested by the people working on the Towns pre-permitted application to come up with a name for the property owned by the LDC located at Bayview Road and Route 5. After a short discussion it was agreed to name the site the Lake Erie Commerce Center.

- **Motion** to approve the naming of the property owned by the HNYLDC located at Bayview Road and Route 5 as the Lake Erie Commerce Center.

Moved: Amy Ziegler

Ayes: Walters, Moses, McDonald, Dils, Paul, Ziegler, Rusert Kelly

Nays: None

Carried

Seconded: Norma Rusert Kelly

- **Motion** to adjourn at 8:36 a.m.

Moved: Amy Ziegler

Ayes: Ziegler, Moses, Walters, Rusert Kelly, Dils, McDonald, Paul

Nays: None

Carried

Seconded: Norma Rusert Kelly

Sincerely,

Michael J. Bartlett
Executive Director