



6122 South Park Avenue
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**Hamburg Industrial Development Agency
Board of Directors Meeting
June 25, 2020, 6:00pm
Hamburg Town Hall Room, 7A (in-person)
or
Via Zoom Teleconferencing – due to the COVID 19 Pandemic**

Present

Janet Plarr - Zoom
Tom Moses – in person
Davis Podkulski – Zoom
Bob Hutchison - in person
Cam Hall – in person
Robert Reynolds - Zoom
Andy Palmer – in person
Norma Rusert-Kelly – in person
Wence Valentin - in person

Excused

Guests

Jennifer Strong, Neill & Strong - in person
Mary Doran, HIDA – in person

Executive Director

Sean Doyle – in person

Moment of silence in honor of Craig Cwick and Paul Becker, both passed away recently. Craig was a previous member of the HIDA Board and attorney of the HDC for many years. Director Doyle had worked with Paul. Paul was instrumental in bringing business into the Village of Hamburg.

-Motion to open the board meeting at 6:03pm Director Doyle.

Moved: Tom Moses

Seconded: Wence Valentin

Ayes: Moses, Hutchison, Hall, Podkulski, Plarr, Reynolds, Palmer, Rusert-Kelly, Valentin

Nays: none

Carried

-Pledge of Allegiance

- Roll Call

-Motion to approve the May 2020 board meetings minutes.

Moved: Cam Hall

Seconded: Norma Rusert-Kelly

Ayes: Moses, Hutchison, Hall, Podkulski, Plarr, Reynolds, Palmer, Rusert-Kelly, Valentin

Nays: none

Carried

Treasurer, Bob Reynolds, gave an update on the financials. He noted the expense of \$4,500 for the 2019 audit and payroll and benefits were approximately \$8,400 for the month of May. Currently \$57,000 down from projected budget however income is expected over the summer months for projects previously approved but delayed closing due to COVID.

-Motion to approve the May 2020 Treasurer Report.

Moved: Norma Rusert-Kelly **Seconded:** Andy Palmer

Ayes: Moses, Hutchison, Hall, Podkulski, Plarr, Reynolds, Palmer, Rusert-Kelly, Valentin

Nays: none

Carried

Executive Director Update:

-Projects are slow to close due to the pandemic. Erie Wind and E-One are two projects approved in December of 2019 but have not yet closed. Erie Wind started title work a few weeks ago. Bob Reynolds asked if it was just Hamburg's that is slow to close or if Erie Wind is slow to close on the projects with the ECIDA and Lackawanna too. Director Doyle stated he spoke with the ECIDA they have the same delay, it is across the board. Action is needed before the end of 2020 or the agreement could potentially fall apart.

-The Town of Hamburg's new Comprehensive Plan should be out shortly.

-The Southtowns Regional Chamber of Commerce held an online panel discussion on getting confidence back in the business community and the resources available to business. The panel consisted of Director Doyle, and representatives from M&T Bank and Howard Hanna. The Chamber is also holding a Chicken BBQ fundraiser on July 3rd.

-Director Doyle's regularly scheduled meeting with the Supervisor is back on the calendar.

-Director Doyle and Mary Doran attended the New York State Economic Development Council's webinar this past Wednesday and Thursday some of the topics included; active legislation, new prevailing wage law, board member training and COVID response efforts. Director Doyle will forward the recorded link of the conference to the board.

-The Village Economic Development Committee resumed their meetings.

-Pitch Hamburg certificates for the 501 (c) (3) have been filed and are official. It is moving along quietly due to the pandemic. Participating businesses had to focus on their own issues for the last few months.

Executive Director – New Business

-RGDM is refinancing and because they have a PILOT it needs board approval. Director Doyle went over the following proposed resolution:

RESOLUTION OF THE TOWN OF HAMBURG INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE EXECUTION AND DELIVERY OF A GAP MORTGAGE IN THE PRINCIPAL AMOUNT OF \$433,936.18 AND A MORTGAGE CONSOLIDATION, MODIFICATION ANDEXTENSION AGREEMENT IN THE PRINCIPAL AMOUNT OF \$785,000.00 AND OTHER SECURITY DOCUMENTS REQUIRED IN CONNECTION WITH IN THE REFINANCING OF 2012 RGDM, LLC PROJECT

WHEREAS, the Town of Hamburg Industrial Development Agency (the "Agency") by resolution adopted on July 20, 2012 (the "Inducement Resolution") with respect to the acquisition and equipping by the Lessee as agent for the Agency through a lease with mortgage transaction of a multi-tenant manufacturing/ warehousing facility consisting of the construction of an approximately 15,000 square foot building on an approximately .67 acre parcel of land located at 5640 Maelou Drive in the Town of Hamburg and the acquisition and installation of machinery and equipment required in connection therewith, all for a manufacturing and warehousing facility, for lease to the Agency and subsequent leaseback to the Lessee for sublease to other tenants (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 October 1, 2012, between RGDM, LLC, LLC as lessor, and the Agency, as lessee, (the "Lease to Agency") and leased the Facility back to RGDM, LLC pursuant to a certain Leaseback Agreement, dated as of October 1, 2012, between the Agency, as lessor, and RGDM, LLC, as lessee, (the "Leaseback Agreement"); and

WHEREAS, the Agency has now received a request for the Agency's consent to the execution and delivery by the Agency of a Gap Mortgage in the principal amount of \$433,936.18 and a Mortgage Consolidation, Modification and Extension Agreement in the principal amount of \$785,000.00 to Evans Bank, N.A. by RGDM, LLC and approved by an appropriate officer of the Agency (the "Mortgages"); and

WHEREAS, the facility will remain an multi-tenant manufacturing/ warehousing facility; accordingly, there will be no change in the Payment in Lieu of Taxes ("PILOT") Provisions attached as Exhibit C to the Leaseback Agreement; and

NOW, THEREFORE BE IT RESOLVED AS FOLLOWS:

Section 1. The Agency hereby consents to and authorizes the execution and delivery of a Gap Mortgage and a Mortgage Consolidation, Modification and Extension Agreement between Evans Bank N.A. and RGDM, LLC with respect to the Lease to Agency and the Leaseback Agreement.

Section 2. The Agency approves the execution and delivery of a Gap Mortgage in the principal amount of \$433,936.18. and a Mortgage Consolidation, Modification and Extension in the amount of \$785,000.00 from the Agency and RGDM, LLC in an amount to Evans Bank, NA. and approved by an officer of the Agency, and the execution and delivery of the Mortgages between RGDM, LLC and the Agency, and other ancillary documents required to be executed, if any, in connection therewith.

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. The Chairman, Vice Chairman, Treasurer, Secretary, Assistant Secretary, Executive Director or other officer of the Agency are hereby authorized to execute and deliver the

Mortgages, and such other agreements as may be desirable or required in connection with the re-financing of such transaction. The execution and delivery of each such agreement by said officer shall be conclusive evidence of due authorization and approval.

Section 5. The Chairman, Vice Chairman, Treasurer, Secretary, Assistant Secretary, Executive Director or other officer of the Agency are hereby designated the authorized representative of the Agency, and each of them is hereby authorized and directed to execute and deliver any and all papers, instruments, opinions, certificates, affidavits or other documents to do and cause to be done any and all acts and things necessary or proper for the carrying out of this resolution.

Section 6. RGDM LLC, agrees that it will pay all Agency Administrative Fees and legal fees due at closing.

Section 7. This resolution shall take effect immediately.

-It does not change the current PILOT on the project.

-**Motion** to approve the RGDM Gap Mortgage Resolution

Moved: Andy Palmer **Seconded:** Wence Valentin
Ayes: Hutchison, Hall, Podkulski, Plarr, Reynolds, Palmer, Rusert-Kelly , Valentin, Moses
Nays: none
Abstained: Tom Moses
Carried

-**Motion** to move into Executive Session for personnel matters at 6:23pm

Moved: Andy Palmer **Seconded:** Bob Hutchison
Ayes: Moses, Hutchison, Hall, Podkulski, Plarr, Reynolds, Palmer, Rusert-Kelly, Valentin
Nays: none
Carried

-**Motion** to move out of Executive Session with no action taken at 6:37pm

Moved: Wence Valentin **Seconded:** Norma Rusert-Kelly
Ayes: Moses, Hutchison, Hall, Podkulski, Plarr, Reynolds, Palmer, Rusert-Kelly, Valentin
Nays: none
Carried

-Motion to authorize Andy Palmer to execute the employment contract extending the term of Sean Doyle as Executive Director of the Hamburg Development Companies effective July 1, 2020.

Moved: Bob Hutchison

Seconded: Cam Hall

Ayes: Moses, Hutchison, Hall, Podkulski, Plarr, Reynolds, Palmer, Rusert-Kelly, Valentin

Nays: none

Carried

The vote was unanimous. Director Doyle thanked the board. He is excited for the future and what can be accomplished in the next 3 years.

-Motion to adjourn at 6:40pm

Moved: Janet Plarr

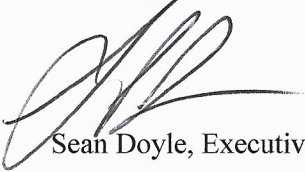
Seconded: Davis Podkulski

Ayes: Moses, Hutchison, Hall, Podkulski, Plarr, Reynolds, Palmer, Rusert-Kelly, Valentin

Nays: none

Carried

Sincerely,



Sean Doyle, Executive Director

**The next meeting will be Tuesday, July 28th – 7:30am
(Tentative location - Blasdell Village Hall, subject to change)**