



6122 South Park Avenue
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www.HamburgIDA.com

**Hamburg Industrial Development Agency
Board of Directors Meeting
March 17, 2021, 7:30am
Zoom Teleconferencing only – due to the COVID 19 Pandemic**

Present

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

Excused

Guests

Jennifer Strong, Neill & Strong
Mary Doran, HIDA

Executive Director

Sean Doyle

-Pledge

-Roll Call

-Motion to open the board meeting at 7:31am.

Moved: Norma Rusert-Kelly

Seconded: Tom Moses

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

Nays: none

Carried

-Motion to approve the February 2021 board meeting minutes.

Moved: Bob Reynolds

Seconded: Cam Hall

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

Nays: none

Carried

Treasurer, Bob Reynolds, gave an update on the financials. The HIDA received \$6,200 in administrative fees. Notable expenses of \$455.52 for office expenses \$674.00 for public hearings. A deficit of \$4,363.07 for the month of February and an account balance of \$629,457.78 as of February 28, 2021.

-Motion to approve the February 2021 Treasurer Report.

Moved: Wence Valentin

Seconded: Bob Hutchison

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

Nays: none

Carried

Executive Director Update:

-A draft of the annual audit has been prepared, will review with the Audit Committee and present to the board at the April meeting.

-Mary has been working on the PARIS reports due at the end of the month. Thank you for getting your board surveys back in a timely fashion they have been sent to the ABO as part of our reporting requirement.

-The following project closings are in the works:

- E-One Expansion
- 290 Lake Street
- K&H Industries
- Bayview Road Associates

-The local economy is picking up, there is a lot more activity including an expanding manufacturing facility on Jeffery Boulevard and the Norfolk site is under contract with a local company. Another company is interested in building a warehouse for air purification equipment and Doyle is still working with Key Energy in Blasdell. There is also momentum on the land at the corner of Soles and South Park, may have information for April board meeting. Carwell is currently going thru the design and development phase for their recently purchased property at the Lake Erie Commerce Center.

-The timing to fill out the Town's Comprehensive Plan Survey is coming to an end, if you haven't already done please complete and circulate.

-PITCH Hamburg, getting bank accounts set up and ready to start fundraising. They are using a virtual platform; Openofficetime.com. The program is starting to build momentum; the goal is support 3 new companies this year. If anyone on this board is interested in joining in on a meeting or getting involved please let Sean know.

-Doyle is part of the local IDA's leadership group. Need to make sure there is support in Albany in the absence of lobbying consultant Calabrese. The board agreed on the following points:

- Best day to lobby is Tuesday and make sure the meetings are prearranged.
- Go in a group for a better impact and the ability to spread out to a multitude of representatives.
- No debating the issues, present a common message and talking points.
- Wait until after the state budget is completed to go – May.
- Make sure we have the support of local representatives, (WNY delegation) drop newsletters/meeting minutes off at their offices keeping them informed of current projects.

New Business:

Annual Meeting – Committee Assignments

-Motion to Elect the Executive Committee members Andrew Palmer, Chair; Robert Hutchison , Vice Chair; Cameron Hall, Secretary and Robert Reynolds, Treasurer for a term ending January 19, 2022.

Moved: Janet Plarr

Seconded: Wence Valentin

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

Nays: none

Carried

-Motion to Elect Audit committee members Palmer, Podkulski and Reynolds to the committee for a term ending January 19, 2022.

Moved: Norma Rusert-Kelly

Seconded: Bob Hutchison

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

Nays: none

Carried

-Motion to Elect Governance committee members Hall, Hutchison and Podkulski to the committee for a term ending January 19, 2022.

Moved: Bob Reynolds

Seconded: Janet Plarr

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

Nays: none

Carried

-Motion to Elect Finance committee members Palmer, Reynolds, to the committee for a term ending January 19, 2022.

Moved: Norma Rusert-Kelly

Seconded: Davis Podkulski

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

Nays: none

Carried

-Motion to designate the Hamburg Sun & The Buffalo News and the media outlets for the Hamburg Industrial Development Agency.

Moved: Janet Plarr

Seconded: Tom Moses

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

Nays: none

Carried

-Board members need to complete annual sexual harassment training. Mary will send a link out to all board members with a training video. It is also acceptable for a board member to complete the training thru their employment. Please forward a completed certificate of training to Mary.

-Sharma is refinancing to take advantage of lower interest rates. There is no new money. Doyle read the following resolution to the board:

RESOLUTION OF THE TOWN OF HAMBURG INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE EXECUTION AND DELIVERY OF A MORTGAGE MODIFICATION, ASSIGNMENT OF RENT , SECURITY AGREEMENT AND FIXTURE FILING IN A PRINCIPAL AMOUNT NOT TO EXCEED \$3,746,366.00 AND AN ASSIGNMENT OF RENTS AND LEASES AND OTHER ANCILLARY DOCUMENTS REQUIRED IN CONNECTION WITH IN THE REFINANCING OF 2015 SHARMA DEVELOPMENT, LLC PROJECT

WHEREAS, Sharma Development, LLC (the "Lessee") and Premier Ambulatory Services Development Company LLC (the "Sublessee") have entered into negotiations with the officials of the Town of Hamburg Industrial Development Agency (the "Agency") with respect to the acquisition and equipping by the Agency through a lease with mortgage or lease only transaction of an Article 28 licensed ambulatory surgery center consisting of the acquisition by the Lessee of an approximately 12 acre parcel of land located at 2816 Pleasant Avenue in the Town of Hamburg by the Lessee, the construction of a single story approximately 22,306 square foot building thereon by the Lessee, as agent for the Agency, for lease by the Lessee to the Agency for sublease by the Agency to the Lessee for sub-sublease to the Sublessee and the acquisition and installation of machinery and equipment required in connection therewith by the Sublessee, as agent for the Agency, for sale to the Sublessee pursuant to an installment sale transaction, all for an Article 28 licensed ambulatory surgery center which will provide space for various medical specialties, (the "Project")

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 March 1, 2017, between SHARMA DEVELOPMENT, LLC as lessor, and the Agency, as lessee, (the "Lease to Agency") and leased the Facility back to SHARMA DEVELOPMENT, LLC pursuant to a certain Leaseback Agreement, dated as of March 1, 2017, between the Agency, as lessor, and SHARMA DEVELOPMENT 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 Mortgage, Modification, Assignment of Rent , Security Agreement and Fixture filing in a principal amount not to exceed \$3,746,366 and an Assignment of Rents and Leases and other ancillary documents to M&T Bank, N.A. by SHARMA DEVELOPMENT, LLC and approved by an appropriate officer of the Agency (the "Mortgages"); and

WHEREAS, the facility will remain licensed ambulatory surgery center; 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 Mortgage, Modification, Assignment of Rent , Security Agreement and Fixture filing in a principal amount not to exceed \$3,746,366 and an Assignment of Rents and Leases and other ancillary documents M&T Bank N.A. and SHARMA DEVELOPMENT, LLC with respect to the Lease to Agency and the Leaseback Agreement.

Section 2. 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 3. 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 4. 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 5. SHARMA DEVELOPMENT LLC, agrees that it will pay all Agency Administrative Fees and legal fees due at closing.

Section 7. This resolution shall take effect immediately.

Adopted: March 17, 2021

Bob Reynolds asked if there is a fee associated with the refinance, yes a \$500.00 refinance fee.

Motion to approved the Sharma refinance

Moved: Andy Palmer

Seconded: Norma Rusert-Kelly

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

Nays: none

Carried

Doyle noted the proposed amendment to the HIDA by-laws which was included in the meeting packet. It's a requirement to give board members 30 day notice to review therefore it can be put on an agenda for a formal vote in April. The proposed changes are to further organize public meetings and the ability for the public to speak.

Andy Palmer stated it was a good change to the policy and thanked Janet Plarr for her input in suggesting the change.

Doyle said the state may change the meetings back to in person attendance with the COVID numbers going down and more individuals getting vaccinated. If that is the case Doyle is proposing continuing to maintain Zoom as a method for public communication. An individual would have to contact our office to get the link/authorization.

-Motion to adjourn at 7:59am

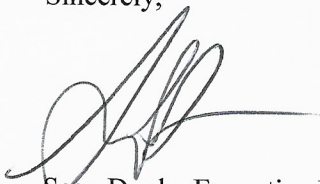
Moved: Norma Rusert-Kelly **Seconded:** Janet Plarr

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

Nays: none

Carried

Sincerely,



Sean Doyle, Executive Director

Next meeting April 21st 7:30am, Blasdell Village Hall