

TOWN OF AMHERST INDUSTRIAL DEVELOPMENT AGENCY
Minutes of the 433rd Meeting
February 18, 2011 – 8:30 am
Agency Offices, 4287 Main Street

The meeting of the above captioned Corporation was called to order by Chairman Fredrick A. Vilonen.

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| PRESENT: | Fredrick A. Vilonen Edward F. Stachura Stuart Shapiro Ayesha F. Nariman Robert M. Ciesielski James Allen, Executive Director Nathan Neill, Esq. Steven Sanders, Town Board Liaison |
| EXCUSED: | Aaron Stanley Randall L. Clark |
| GUESTS: | AIDA Staff Dave Tytka, Uniland Development John Yurtchuk, Matrix Development Jim Fink, Business First David Robinson, Buffalo News Thomas Schratz, HKC Business Association |

Chairman Vilonen reminded everyone that the meeting was being tape-recorded.

MINUTES

The minutes of the January 2011 meeting were approved as presented.

BILLS & COMMUNICATIONS

- I. **IDA Assessment Letter** – The Amherst IDA, along with every IDA in New York State, received a letter from the New York State Department of Taxation and Finance charging an administrative services assessment. The Agency's assessment is \$16,133.68 for 2010/11 and is due March 31, 2011. The letter states that Public Authorities Law Section 2975 establishes a Cost Recovery System under which Industrial Development Agency (IDA's) are assessed annually for the costs of unreimbursed services provided to them by New York State's central service agencies and the New York State Legislature. Copy attached.

- II. The Agency and Corporation received new guidelines on the **Compliance Review Process** from the Authorities Budget Office regarding Section 6(1)(a) of the Public Authorities Law.

The provision states that the Public Authorities Accountability Act and the Public Authorities Reform Act empower boards of directors to take the steps necessary to promote effective management, improve accountability and oversight, encourage transparent and full disclosure, and establish a culture of ethical behavior and personal responsibility. The Authorities Budget Office (ABO) was created, in part, to assess and enforce the compliance of public authorities

with these requirements and to review, analyze, and report on their operations, budgets and practices. Attached is the notice.

- III. The Agency and the Corporation received new guidelines on the **Enforcement Power of the Authorities Budget Office** regarding Section (6)(2)(f) and Section (6)(2)(g) of Title 2 of Public Authorities Law.

The provision provides public notice of the Authorities Budget Office's intent regarding its powers of enforcement. The 2009 Public Authorities Reform Act grants the Authorities Budget Office (ABO) the power to publicly warn and censure state and local authorities for non-compliance with the provisions of state law. The ABO may also recommend the suspension and dismissal of officers and/or boards of directors of public authorities under certain circumstances. Attached is the notice.

The Board agreed to discuss these later in the meeting when the Governance Committee would make its report.

TREASURER'S REPORT

The Treasurer's Report for January 2011 was approved as presented.

PUBLIC COMMENT

Thomas Schratz introduced himself to the board and informed them that he is the new President of Harlem, Kensington and Cleveland Business Group. He said he was looking forward to working with the Agency on future redevelopment efforts. He also noted that the vacant parcel located at Harlem and Kensington was of utmost concern to the HKC.

EXECUTIVE DIRECTOR'S REPORT

Executive Director Allen reported that the final draft of the zoning ordinances is being prepared for distribution.

Mr. Allen also informed the board that the next meeting of the ICIB was scheduled for March 1st. It is expected that the final recommendations to the Amherst Town Board will be completed at that time. Mr. Allen noted that the three school districts have participated in the preparation of the report.

Mr. Allen informed the board that he was invited to attend Governor Cuomo's speech held at Daemen College in January.

COMMITTEE REPORTS

Chairman Vilonen requested that due to the lengthy Governance Committee report, that this agenda item be moved to the last agenda item. The board agreed.

UNFINISHED BUSINESS

There was no Unfinished Business at this meeting.

NEW BUSINESS

AUTHORIZATION RESOLUTION

Preferred Equity Partners, LP - Company is requesting Agency consent to refinance a \$14,750,000 mortgage transaction which closed in December 2003. The project consisted of the construction and

equipping of a 50,000 square foot medical office facility for Excelsior Orthopaedic Center located at 3925 Sheridan Drive.

The refinancing will lower the current interest rate and removes personal loan guaranties.

The refinancing amount request is in an amount not to exceed \$15,000,000.

Liberty Bank will provide the new financing. The PILOT will not be affected by this transaction.

Upon a motion by Ayesha Nariman, seconded by Stuart Shapiro and unanimously carried, it was

RESOLVED, THAT THE TOWN OF AMHERST INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZE THE EXECUTION AND DELIVERY OF A MORTGAGE IN AN AMOUNT NOT TO EXCEED \$15,000,000 ALONG WITH AN AMENDED AND RESTATED LEASE AGREEMENT IN CONNECTION WITH THE (2011 PREFERRED EQUITY PARTNERS I, LLC PROJECT), AND FURTHER AUTHORIZE AND APPROVE THE EXECUTION AND DELIVERY OF SUCH OTHER DOCUMENTS AS MAY BE REQUIRED IN CONNECTION THEREWITH.

ELECTION OF OFFICERS

Agency Secretary cast as single ballot of the following officers:

Fredrick A. Vilonen – Chairman
Edward F. Stachura – Vice Chairman
Aaron Stanely – Treasurer
Stuart Shapiro – Secretary

Upon a motion by Robert Ciesielski, seconded by Ayesha Nariman and unanimously carried, it was

RESOLVED, THAT THE TOWN OF AMHERST INDUSTRIAL DEVELOPMENT AGENCY APPROVE THE SINGLE BALLOT BY NAMING FREDRICK VILONEN, CHAIRMAN; EDWARD STACHURA, VICE CHAIRMAN; AARON STANLEY, TREASURER; STUART SHAPIRO, SECRETARY.

COMMITTEE REPORTS

The Governance Committee informed the board that they had met on February 15th. The Committee informed the board that in addition to the Authorities Budget Office (ABO) notices discussed earlier in the meeting, there were several ABO items to review that required board action.

Deputy Director David Mingoia discussed with the board the ABO Policy Guidance Memo No 11-01 regarding the Compliance Review Process as well as the ABO Policy Guidance Memo 11-02 regarding Enforcement Powers of the Authorities Budge Office.

Mr. Mingoia then reviewed with the board ABO Policy Guidance Memo No 10-20 regarding the Public Authority Mission Statement and Measurement Report. Mr. Mingoia distributed staff recommendations for the mission statement and measurements for discussion purposes.

Stuart Shapiro noted that the Agency's current mission statement was adopted in 1991 and did not include any mention of employment opportunities as a result of the Agency's involvement in a project.

A lengthy discussion took place as to how to better define the Agency's mission and the appropriate measurement thereof.

Mr. Mingoia then reviewed with the Board ABO Policy Guidance Memo No 10-05 regarding the Annual Board of Directors Evaluation.

Again, a lengthy discussion took place regarding the requirement for the Annual Board of Directors Evaluation.

9:30 am – the Agency adjourned to open an Amherst Development Corporation meeting to discuss the recommendations of the Governance Committee regard these same issues.

9:40 am – the Agency re-opened the meeting to approve a revised mission statement and performance measurements.

Upon a motion by Ayesha Nariman, seconded by Stuart Shapiro, and unanimously carried, the following mission statement and performance measurements were approved:

Authority Mission Statement and Performance Measurements

Name of Public Authority: Town of Amherst Industrial Development Agency (AIDA)

Mission Statement: To promote economic diversity, employment opportunities and to broaden the tax base of the Town of Amherst in order to reduce the tax burden on homeowners, while helping to maintain and enhance a high quality living environment.

Date adopted: February 18, 2011

List of Performance Goals:

Goal #1: Promote private investment with focus on targeted industries and redevelopment

Measured by: (1) Value of new private investments from tax incentives for new and existing Town of Amherst companies; (2) Value of new private investment in existing sites and buildings in Enhancement Areas

Goal #2: Support implementation of elements of the Bicentennial Comprehensive Plan's economic development plan that maintain and enhance a high quality living environment

Measured by: (1) Number of collaboration efforts with Town of Amherst on redevelopment initiatives.

9:45 am – meeting adjourned.

