

**TOWN OF AMHERST INDUSTRIAL DEVELOPMENT AGENCY**

**Agenda – 503<sup>rd</sup> Meeting  
September 21, 2018-8:30 am**

**James J. Allen Boardroom  
Agency Offices – 4287 Main Street, Amherst, NY 14226**

1. Roll Call of Members
2. Reading and Approval of Minutes
3. Bills & Communications
4. Treasurer's Report
5. Public Comment
  - a. Speakers Limited to Three (3) Minutes
6. Executive Director's Report
7. Committee Reports
  - I. Nominating Committee
    - 2018 Slate of Officers
    - Committee Assignments
  - II. Governance Committee
    - Project Approval Process
8. Unfinished Business
9. New Business
  - I. Presentation from Invest Buffalo Niagara
  - II. KeyBank Business/Public Entity Depository Certificate (designated signers)
  - III. Assignment & Assumption of Sublease-3500 Sheridan LLC
10. Adjournment

**TOWN OF AMHERST INDUSTRIAL DEVELOPMENT AGENCY**  
**Minutes of the 502<sup>nd</sup> Meeting**  
**July 20, 2018 – 8:40 am**  
**James J. Allen Boardroom**  
**Agency Offices, 4287 Main Street**

PRESENT: Carlton N. Brock, Jr.  
Michele F. Marconi  
Steven Sanders  
E. Marshall Wood, Jr.  
Michael R. Szukala  
William M. Tuyn  
Hon. Timothy J. Drury  
David S. Mingoia, Executive Director  
Kevin J. Zanner, Hurwitz & Fine PC

GUESTS: AIDA Staff  
Judy Ferraro, resident  
Kathy Acquilina, resident  
Jim Fink, Business First  
Matt Drosendahl, Uniland Development Co.  
Kellena Kane, Uniland Development Co.  
Michael Montante, Uniland Development Co.  
Steve Watson, Buffalo News  
Sean Flury, Uniland Development Co.  
Jill Pawlik, Uniland Development Co.  
Alissa Shields, resident  
Jim Tricoli, resident

Chairman Carlton Brock called the meeting to order and reminded everyone that the meeting was being audio recorded.

**MINUTES**

The minutes of the May 2018 meeting were approved as presented.

**BILLS & COMMUNICATIONS**

There were no Bills & Communications presented at this meeting.

**TREASURER'S REPORT**

The Treasurer's Report for May and June 2018 were approved as presented.

8:43 am – Hon. Timothy J. Drury enters the meeting.

**PUBLIC COMMENT**

Amherst resident Judy Ferraro make comments regarding the Northtown Center Complex/Willowbrook Hospitality project. Mrs. Ferraro asked that the board not grant any subsidies for this project because she feels that the project does not qualify for them.

## **EXECUTIVE DIRECTOR'S REPORT**

The report of the Executive Director is attached to these minutes.

Board member Michele Marconi requested that Carl Calabrese of Masiello, Martucci & Calabrese Associates provide the Agency with an end-of-session report.

## **COMMITTEE REPORTS**

There were no Committee Reports presented at this meeting.

## **UNFINISHED BUSINESS**

There was no Unfinished Business presented at this meeting.

## **NEW BUSINESS**

### **I. Amended and Restated Shared Services Agreement – ADC and AIDA**

The Shared Services Agreement between the Town of Amherst Industrial Development Agency (AIDA) and the Town of Amherst Development Corporation (ADC), dated December 2009 was amended and restated to recognize that the ADC is contemplating an expanded role in economic development projects in the Town of Amherst that extend beyond the ADC's current limited role as an issuer of tax exempt and taxable bonds, note or other obligations on behalf of the Town of Amherst.

Michele Marconi made a motion to approve the Amended and Restated Shared Services Agreement between the Town of Amherst Industrial Development Agency and the Town of Amherst Development Corporation. Steven Sanders seconded the motion. Votes of aye were cast by Brock, Marconi, Sanders, Wood, Szukala, Tuyn and Drury. Motion to approve passed 7-0.

### **II. Authorization Resolution – Northtown Center Complex/Willowbrook Hospitality, LLC (an affiliate of Uniland Development Company)**

The project having a total cost of up to \$14,375,537, is for the construction and equipping of a 62,000 square foot, 105-room hotel located at 1615 Amherst Manor Drive, on land that is part of the Northtown Complex. The project is located within the Sweet Home Central School District.

The financial assistance being requested includes a sales tax exemption for project costs up to \$7,030,000. A mortgage tax exemption for a mortgage amount up to \$8,910,000 and real property tax abatement in accordance with the Agency's standard Uniform Tax Exemption policy.

Attached to these minutes is a detailed project description, along with a Cost Benefit Analysis of the project.

Kallena Kane of Uniland Development Company made a presentation to the board on the project. The presentation included information on why the applicant felt the board could make the findings that the project is a tourism destination project.

Upon completion of the Uniland presentation, the board had a lengthy discussion on the merits of the project along with making the findings that the project a tourism destination project. The board posed many questions to the Uniland representatives in attendance. Many of the questions involved the inclusion of Universal Design standards in the design and construction of the project to make the hotel more accessible to persons with disabilities.

Steven Sanders made a motion to amend the draft resolution for the project, under the Material Factors portion, the applicant will obtain isUD certification with a reasonable time following substantial completion of construction. Marshall Wood seconded the motion to amend. Votes of aye were cast by Brock, Marconi, Sanders, Wood, Szukala, Tuyn and Drury. Motion to approve the amended passed 7-0.

Steven Sanders made a motion to approve the resolution for the Northtown Center Complex/Willowbrook Hospitality, LLC project as amended. Michael Szukala seconded the motion. Vote of aye were cast by Brock, Sanders, Wood, Szukala, Tuyn and Drury. A vote of no was cast by Marconi. Motion to approve passed 6-1.

10:24 am – Carlton Brock made a motion to adjourn to Executive Session to discuss Executive Director David Mingoia's employment contract. Marshall Wood seconded the motion. Motion to approve adjournment to Executive Session passed 7-0.

10:46 am – The board came out of Executive Session.

10:46 am – Carlton Brock made a motion to adjourn the meeting. Steven Sanders seconded the motion. Motion to adjourn the meeting passed 7-0.

10:47 am – Meeting adjourned.

## **Executive Director's Report**

September 21, 2018

### **Planned Community/Transit Oriented Development/Mall Redevelopment**

There are two upcoming events in October we are sponsoring and participating in (flyers in Board Packet):

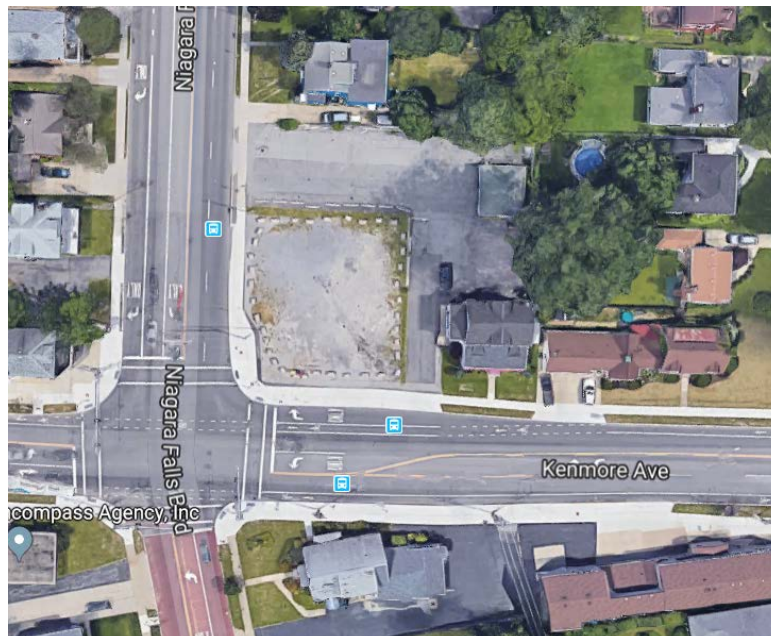
1. Congress for New Urbanism (CNU) – October 12-13<sup>th</sup>
2. Urban Land Institute (ULI) – October 31<sup>st</sup>

Both focus on development in Amherst/Williamsville. As a sponsor, we are allotted a number of free registrations. Any board member interested in attending please let us know and we will register you.

The CNU two-day event follows a charette format that involves touring of sites and participation in active visioning sessions on transforming those properties. We expect national level experts in town for this event. The ULI program is a breakfast featuring a national branding expert and local panel discussing the future of malls.

### **Kenmore/Niagara Falls Boulevard Redevelopment**

The Town is moving forward on acquiring and assembling 159 Niagara Falls Blvd and 143 Kenmore Avenue. 143 Kenmore was purchased while 159 Niagara Falls Blvd is in court as an eminent domain proceeding by the Town. If all goes well, the Town will own both parcels by the end of the year and assemble both and deed to our Development Corporation. We are starting to development an RFP to sell the property for redevelopment. It is envisioned that the redeveloped parcel will entail a 2-3 story mixed use building with a public space integrating the transit stop.



**Amherst Central Park – Local Waterfront Revitalization Plan**

The Waterfront Advisory Committee participated in walking tours of the nearly 1,000-acre area bounded by Sheridan Drive on the South, Millersport Highway and North Forest on the West and East and UB owned property on the North. Next steps include further defining the boundary and outlining a public participation plan.



### Day 1: Friday, October 12

- ULI Breakfast
- Tours of Amherst, New York with two areas of focus:
  - Planned community
  - Transit-oriented development
- Expert Speaker sessions
- Welcome Reception with Keynote Speakers:
  - Howard Zensky (Empire State Development)
  - James Howard Kunstler (Author and Critic)

### Day 2: Saturday, October 13

- Charette sessions
- Celebration of the CNU 22 legacy bus tour



Urban Land  
Institute

Western  
New York

#ULIWNYP



# ULI WNY PRESENTS: *MALL OF THE FUTURE*

## MILOS RESTAURANT

5877 Main Street  
Williamsville, New York 14221

### WEDNESDAY, OCTOBER 31, 2018

7:30 AM – 8:30 AM   Registration and Networking  
8:30 AM – 10:00 AM   Panel Discussion and Q&A

[+ REGISTER HERE](#)

[+ ADD TO CALENDAR](#)

EVENT PRICING:		
	MEMBERS	NON-MEMBERS
PRIVATE	\$30	\$40
PUBLIC	\$25	\$35
YOUNG LEADER	\$20	\$30
STUDENT	\$20	\$30

As online retailers continue to grow in popularity and consumer preferences change, traditional malls must adapt to major shifts in the retail landscape. With hundreds of shopping centers across the U.S. slated for redevelopment, questions about how to provide customers with their ideal experience are paramount for retail developers.

Join ULI WNY Women’s Leadership Initiative (WLI) in welcoming Sarah Kimes, a nationally recognized expert on the creation of branded environments. Learn how malls of the future are fostering new retail models that respond to changing consumer demands, and listen to a panel discussion with local stakeholders and experts rethinking the future of shopping malls in Western New York.

## MODERATOR

Maggie Hamilton Winship | Director of Strategic Planning | Town of Amherst, NY

[CLICK HERE TO READ  
MODERATOR’S BIO](#)

## SPEAKERS

**Sarah Kimes**  
Vice President - Brand  
Specialist  
CallisonRTKL

**Brian J. Kulpa**  
Town Supervisor  
Town of Amherst, NY

**Carl Montante Jr.**  
Vice President  
Uniland Development  
Company

**Mary L. Kamien**  
President  
Kamien Consulting  
Group, LLC

[CLICK HERE TO READ  
SPEAKERS’ BIOS](#)

## EVENT LEADER



Urban Land  
Institute

Western  
New York

For more information  
e-mail [newyork@uli.org](mailto:newyork@uli.org)



## **Committee Reports**

**Nominating Committee** – The committee solicited interest for the vacant Vice-Chair position for the Amherst IDA and Amherst Development Corporation from the membership. The current Treasurer expressed an interest in that vacancy, with another member then showing an interest in becoming Treasurer. The committee presents the following slate for consideration by the Board of Directors:

- Vice-Chair: Steven D. Sanders
- Treasurer: Michael R. Szukala

Included in this Board Packet is a Revised Organization Chart incorporating these changes. We have a vacancy on the Governance Committee that can be filled at the Board of Director's Meeting.

**Governance Committee** – The Governance Committee met in August to discuss the Vacant Board and Officer position and to review the Project Approval Process. During the several month analysis of the Northtown Hotel Project, it became apparent that improvements could be made to the public hearing and presentation portion of project review. The committee is suggesting the following guidelines for public hearings and presentations:

1. A notice of public hearing or presentation for all projects seeking incentives will be placed in the Amherst Bee and on Agency website.
2. A public hearing or presentation would generally be on the date of the Executive Committee as practicable.
3. The applicant would make a presentation on the project. This would be limited to 20-30 minutes.
4. Anyone else wishing to speak on the project would then be able to present to the Board and limited to 3 minutes. If there is a spokesperson that wishes to present on behalf of a number of people, then that person would be afforded additional time beyond the 3-minute limit, but no more time than is allotted the applicant.
5. The Board of Directors and Staff would be able to ask questions of the applicant and those speakers or comment on materials presented.

**TOWN OF AMHERST INDUSTRIAL  
DEVELOPMENT AGENCY  
REVISED ORGANIZATIONAL CHART  
2018**

**BOARD OF DIRECTORS**

Carlton N. Brock, Jr.	Chairman
Steven D. Sanders	Vice-Chairman
Michael R. Szukala	Treasurer
E. Marshall Wood, Jr.	Secretary
William W. Tuyn	Member
Honorable Timothy J. Drury	Member
Philip S. Meyer	Member

**ASSISTANT SECRETARIES**

Kevin J. Zanner  
Joseph M. Reynolds

**COMMITTEES**

**Executive Committee**

Carlton N. Brock, Jr.  
Steven D. Sanders  
Michael R. Szukala  
David S. Mingoia

**Audit/Finance Committee**

Michael R. Szukala - Chair  
Honorable Timothy J. Drury  
William W. Tuyn

**Governance Committee**

Carlton N. Brock, Jr. - Chair  
E. Marshall Wood, Jr.

**VACANT**

**EXECUTIVE STAFF**

David S. Mingoia, Executive Director/CEO  
[dmingoia@amherstida.com](mailto:dmingoia@amherstida.com)  
716.688.9000  
716.688.0205 (fax)



## Business/Public Entity Depository Certificate

**Company Name:** AMHERST INDUSTRIAL DEVELOPMENT  
**State of Organization:** NEW YORK  
**Principal Address of Business:** 4287 MAIN ST  
AMHERST NY 14226

**For purposes of this Certificate, "Company" shall refer to any of the entities or organizations listed below. "Officer" shall mean any officer or other duly-authorized representative.**

**SOLE PROPRIETORSHIP:** The undersigned hereby certifies that he/she is the sole owner of the above-named business with its principal place of business at the above address, which is a trade name used by the Company for the conduct of this business, and further certifies that the Company is an unincorporated form of business, and in consideration of the acceptance of the Company's depository accounts by the Bank, the undersigned hereby agrees to and adopts the resolutions below.

**PARTNERSHIP:** The undersigned hereby certifies that each of them is a duly authorized general partner of the above-referenced partnership, whether general or limited with its principal place of business at the above address; and in consideration of the acceptance of the Company's depository accounts by Bank, the Company hereby agrees to and adopts the resolutions below.

**LIMITED LIABILITY COMPANY:** The undersigned hereby certifies to that each is a member / manager of the above-named limited liability company, which is duly organized, validly existing and in good standing under the laws of the state of its organization, with its principal place of business at the above address, and further certifies that each of them is either (a) a member and the management of the Company is reserved to its members, or (b) a manager and the management of the Company is reserved to its managers, and in consideration of the acceptance of the Company's depository accounts by Bank, the Company hereby agrees to and adopts the resolutions below.

**CORPORATION:** The undersigned hereby certifies to Bank that she/he is the secretary of the above named corporation, including nonprofit corporations, which is duly organized, validly existing and in good standing under the laws of the state of its incorporation, with its principal place of business at the above address, and further certifies that the following is a true copy of the resolutions in full force and effect which were duly adopted at a meeting of the Board of Directors/Trustees of the Company, duly held pursuant to notice and at which a quorum was present and acting throughout, or by unanimous written action/consent of all members of the Board of Directors/Trustees, in accordance with applicable state laws; and said proceedings and the Resolution adopted thereby are in conformity with and do not in any respect contravene the provisions of applicable statutes, the Articles of Incorporation, Corporate Charter, Code of Regulations, or Bylaws of the Company.

**x PUBLIC ENTITY:** The undersigned hereby certifies that he/she is the secretary or other authorized officer of the board of trustees (or such other governing body as is authorized to designate depositories and to transact or delegate the authority to transact the banking business of the Public Entity) of the Public Entity, which is duly organized, validly existing and in good standing under the laws of the applicable governmental unit, political subdivision or instrumentality, with its principal place of business at the above address, and the undersigned further certifies that the following is a full and true copy of resolutions duly adopted at a meeting of the board of trustees or other governing body of the Public Entity in accord with and pursuant to the charter and organizational documents of the Public Entity and such resolution is now in full force and effect, and said proceedings and the Resolution adopted thereby are in conformity with and do not in any respect contravene the provisions of applicable statutes, regulations, administrative code or other document governing or in effect for the Public Entity.

**TRUST:** The undersigned hereby certifies that he/she is a duly appointed and authorized trustee of the above-referenced trust, or, in the case of corporate trustees, the duly authorized representative of that trustee, and that the appointment is current and in force, and further certifies that the trust instrument and applicable law authorize him/her to enter into this Certificate and other contractual obligations. In the event that there is more than one trustee, the undersigned certifies that he/she has the authority to act independently on behalf of the trust. The undersigned hereby affirms the provisions of the resolution below.

**UNINCORPORATED ASSOCIATION:** The undersigned hereby certifies that he/she is the secretary of the above-named unincorporated association or organization, and that the following is a full and true copy of resolutions duly adopted at a meeting of the membership, executive committee, directors, or trustees, the governing body of the Company, duly held pursuant to notice and at which a quorum was present and acting throughout, and the same are now in full force; and further certifies that the referenced governing body is the duly authorized body to adopt these resolutions and that these resolutions and the powers granted therein conform to the organizational documents of the Company now in force and effect, and that the Bank may conclusively assume that persons so certified to be signatories of the Company shall continue as such until receipt by the Bank of written notice to the contrary.

**RESOLVED:**

1. That Bank is designated a depository of this Company, and that any one of the following officers of the Company ("Authorized Officers") are authorized to open and close accounts ("Accounts") and to designate Signers (defined below) for Accounts opened with the Bank:

Authorized Officer Name	Authorized Officer Title	Authorized Officer Legal Signature
DAVID S. MINGOIA	EXECUTIVE DIRECTOR	
CARLTON N. BROCK JR.	CHAIRMAN	
STEVEN SANDERS	VICE-CHAIRMAN	
MICHAEL R. SZUKALA	TREASURER	

*If this entity has additional Authorized Officers enter Officer's information on page 4 and check here:* ☐

2. That funds deposited with Bank may be withdrawn by checks, drafts, or other orders issued in the name of the Company, signed by any one or more officers, members, managers, or partners of the Company or by any one or more persons, whether or not an officer, member, manager, or partner of the Company, identified on signature cards delivered to the Bank from time to time ("Signers") by any one of the Authorized Officers of the Company; that Bank may accept the instructions of any Signer for the transaction of all business in connection with said funds; and that the Bank may conclusively assume that each Signer shall continue as such until receipt by the Bank of written notice to the contrary, such notice to be given to each office of the Bank in which any account of this Company may be maintained.

3. That Bank is authorized to rely upon and to accept as genuine and authorized the facsimile signature of any Signer or such signatures that resemble facsimile signatures on any check, draft or other order, without any duty to determine the genuineness of the such facsimile signature or whether it was authorized by the Company.

4. That Bank is hereby authorized to honor, receive, and pay all such instruments when signed in accordance with this Resolution, without inquiry as to the circumstances of their issue or the disposition of their proceeds, whether drawn to the individual order of or tendered in payment of individual obligations of any Signer or of any other officer, employee or agent of Company, or otherwise.

5. That all checks, drafts, or other orders for the payment of money belonging to Company may be endorsed in blank, or otherwise, on behalf of Company, by a written or stamped endorsement, and Bank is authorized to honor and pay such instruments and also to receive the same for the individual credit of or in payment of the individual obligation of any Signer, or any other officer, employee or agent of Company, or any other holder, without inquiry as to the circumstances of endorsement or the disposition of the proceeds, and Company hereby guarantees to Bank the payment of all such instruments so received by Bank as well as those instruments deposited on behalf of Company for collection or credit without its endorsement appearing thereon; and that Bank may pay to any Signer or any other officer, employee or agent of Company the proceeds, in cash or otherwise, of any instrument referred to herein, signed or endorsed in the manner above indicated, whether the same be drawn on Bank, on another bank, or otherwise, and whether payable or endorsed to Company, bearer, Bank or otherwise.

6. That all present and future rules and regulations of Bank governing Accounts are hereby assented to and shall be binding upon Company; that any statements, unpaid items, canceled vouchers or checks may be delivered to Company by mailing the same to the last known address of the Company as shown by the records of the Bank or by delivering the same to any Signer, or any other officer, manager, member, partner, employee or agent of Company, and any and all such deliveries by Bank shall constitute good and valid deliveries to Company.

7. That any Signer is authorized and empowered to apply to Bank for the use of its night depository facilities, including automated teller machines, and in connection with such use to execute and deliver to Bank such agreements containing such terms and provisions as Bank may require, and in the event any such agreement contemplates that bags of Company found by Bank in any of its night depository receptacles are to be received and receipted for by Company, then any Signer is authorized and empowered to receive and receipt for any such bags and to (i) designate any person or persons who shall each be authorized to receive and receipt for any such bags; (ii) in writing revoke the authority of any persons so designated; and (iii) certify the name of each such designated person to Bank together with a specimen signature of such person.

8. That any Signer is hereby authorized to open safekeeping accounts, or give any instructions to the Bank for the transfer of funds and for the purchase, sale, delivery, exchange, or other disposition of any stocks, bonds, acceptances, certificates of deposit, or other securities and foreign exchange or the proceeds thereof, or purchase services to be performed or made available by Bank, and may execute and deliver to the Bank in connection therewith any appropriate agreement, contract, instrument, indemnity agreement, assignment, or endorsement in the name of the Company.

9. That Authorized Officers can execute and deliver, or authorize other officers or employees of the Company in writing to execute and deliver, agreements for cash management or other treasury services and bind the Company thereto.

10. That all controversies and questions regarding this Certificate shall be governed by and construed under the laws of the State of Ohio (without regard for conflict of law rules) and applicable federal law.

11. That this Certificate shall remain in full force and effect until written notice of amendment or rescission shall have been received by Bank, and that receipt of notice shall not affect action taken by the Bank prior to such receipt. That all previous authorizations for the signing and honoring of items are hereby ratified and continued in full force and effect. The Company agrees to indemnify and hold the Bank harmless from any and all claims, suits, judgments, losses, costs and expenses (including reasonable attorneys' fees) that Bank may incur as a result of the Bank continuing to act in pursuance of this Agreement.

**IN WITNESS WHEREOF, Company has signed below by a duly authorized officer.**

Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Authorized Officer

Printed Name: DAVID S. MINGOIA Title: EXECUTIVE DIRECTOR

**Authorized Officer and/or Authorized Officer's signature above has been identified/verified by an authorized representative of Bank:**

Signature: \_\_\_\_\_ Date: \_\_\_\_\_  
Bank Representative

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**Notarization required if document is not signed in the presence of a Bank employee.**

\*State of \_\_\_\_\_ )  
County of \_\_\_\_\_ ) ss.

The forgoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_ by \_\_\_\_\_  
Printed Name of Authorized Officer

Signature of Notary Public

My commission expires: \_\_\_\_\_



Tracy A. Lentsch, Paralegal  
tlentsch@magavern.com

Founded 1826

July 27, 2018

**Via Email and Regular Mail**

Mr. David Mingoia  
Town of Amherst Industrial Development Agency  
4287 Main Street  
Amherst, NY 14226

Re: Amherst Industrial Development Agency  
3500 Sheridan LLC  
3500 Sheridan Drive, Amherst, New York

Dear Mr. Mingoia:

We represent Westermeier & Martin Dental Care, PLLC, Northtowns Dental Care PLLC and 3500 Sheridan LLC in connection with the Assignment of Sublease at the property located at 3500 Sheridan Drive, Amherst, NY.

Since Northtowns Dental Care is a tenant on the property and 3500 Sheridan LLC is the landlord, we requested the consent from 3500 Sheridan LLC to assign the sublease from Northtowns to One Buffalo Dental Real Estate, LLC. Because 3500 Sheridan LLC has a Leaseback Agreement with the Amherst IDA, we are requesting your consent to said assignment and transfer of Northtown's Dental Care PLLC obligations under the Sublease to One Buffalo Dental Real Estate, LLC.

A copy of the Assignment and Assumption of Sublease, executed on behalf of Northtowns and a copy of the Landlord's Consent, executed on behalf of 3500 Sheridan LLC are enclosed. Please sign where indicated in Exhibit B, Agency's Consent and return Exhibit B in the enclosed envelope. Should you have any questions, please do not hesitate to contact the undersigned. Thank you.

Very truly yours,

MAGAVERN MAGAVERN GRIMM LLP

Tracy A. Lentsch

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Encls.  
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Cc: Richard A. Grimm, III, Esq.

1100 Rand Building, 14 Lafayette Square  
Buffalo, New York 14203  
Tel: 716-856-3500 Fax: 716-856-3390