

BUFFALO ECONOMIC
RENAISSANCE CORPORATION

THE HON. BYRON W. BROWN
CHAIRMAN

Buffalo Economic Renaissance Corporation
Minutes of the BEREC Board of Directors Meeting

Date: November 19, 2008
Time: 12:00 PM
Place: 2nd Floor, 209 Conference Room

1.0 **Roll Call**

<u>Members Present</u>	<u>Members Absent</u>	<u>Staff</u>
Clifford Bell	Kevin Brady	Brian Reilly
Donna Brown	Mayor Brown	Divitta Alexander
Thomas Kucharski	Steve Casey	Michelle Barron
Carolyn Murray	Michael Kubala	Eric Gadley
Brian Davis	Frank Mesiah	Lorrie Abounader
Adam Walters	Miguel Santos	Wayne Kwiatkowski
Michael Welch		Talisha Thompson

2.0 **Reading of the Minutes** - Upon motion by Ms. Brown, seconded by Mr. Bell and unanimously carried the minutes of **October 20, 2008** were approved with amendments.

3.0 **Monthly Finance Report**- There is no monthly financial report to provide at this time.

4.0 **President's Report**

- A. **Real Estate**- Since last month, BEREC has not executed any new leases and no leases were renewed.
- B. **Empire Zone**- Mr. Reilly stated that the Empire Zone Boundary Revision has been submitted to Empire State Development (ESD) for approval, which approval has not yet been received.

He further stated that staff received an approval from the Empire Zone Program Director for two requests for Regionally Significant Projects: **RiverWright**, the ethanol facility along the Buffalo River and **API Heat Transfer**, a manufacturer that has decided to expand operations at its Cheektowaga facility instead of its facility in China.

- C. **Lending**- Mr. Reilly highlighted the following:

Loan(s) closed in October- Two loans closed in the month of October, they are as follows: Radioactive Cycles and Benchwarmer's Sports Bar, totaling \$250,000.



Loans approved pending Closing- There are fourteen (14) loans approved and not yet closed. They are as follows: **BUDC-AM&A's Warehouse Project, Dog Days of Buffalo, Club 31, Environmental Specialty Contractor, Trattoria Aroma, Valentina! Authentic Spanish Cuisine, Celerity, LLC, Chopafellaz Unisex Salon, Dimples Café, Flying Bison Brewing Company, Francesca's Italian Cuisine, Inc., Pellicano Meats & Produce, Printing Prep, Inc. and F & S Design**, totaling \$1,697,500.

Active Deals in Underwriting- There are nine (9) active deals, they are as follows: **Cedar's Bakery, FJF Development-448 Elmwood, Oliver's Restaurant, Pano's Restaurant, Ulrich's Tavern, Multi-Optix, Elmwood Small Animal Hospital, Pumpnick N' Pastry Shoppes and The Ink Spot**, totaling \$1,380,000.

D. **Business Development-** Mr. Reilly highlighted the following:

Commercial Area Revitalization Effort ("CARE") Program- To date, BEREC received 280 applications for participation in the CARE Program, 149 projects were awarded and 81% of awarded projects were completed.

Live Zone Program

University Sign & Storefront – Two (2) applications are pending
Masten Sign & Storefront - Five (5) applications received committee approval.
Ellicott Sign & Storefront – Processing applications for committee review and approval.

South & Connecticut Street Sign & Storefront Program – Continue to work with interested business owners.

Small Business Resource Centers

Apollo	Serviced 79 clients
South Buffalo	Serviced 25 clients
West Side	Serviced 49 clients

Entrepreneurial Assistance Program (EAP) – The 14th session is currently underway with 26 participants enrolled. The 15th session commenced September 16th with 20 students enrolled.

5.0 Action Items

- 5.1 **Beverly A. Gray Business Services Incubator Project Solar Panels Acquisition and Installation** - Submitted to the BEREC Board of Directors ("Board"), is a request to restructure the agreement with Weydman Electric Inc.

for electrical services in connection with the Beverly A. Gray Business Services Incubator Project (the "Weydman Contractor") as follows: 1. BEREC contract directly with the provider/installer of the solar roof panels (Solar Liberty Energy Systems Inc.) so that BEREC may receive the associated incentive offered by the New York State Energy and Research Development Authority, and 2. Reduce the amount of the Weydman Contract by the amount allocated to solar panel acquisition and installation.

In addition, BEREC is seeking authority from the BEREC Board of Directors to take all such action, provide all such information, expend or apply such BEREC funds, execute all documents, and exercise all such decision making as is in the discretion of the BEREC President, reasonably necessary to accomplish the above.

Upon motion by Mr. Kucharski, seconded by Mr. Bell and unanimously carried the above item was approved.

- 5.2 **Audit Committee Charter-** Submitted to the BEREC Board of Directors ("Board"), is a request to adopt the attached Audit Committee Charter effective immediately.

In addition, BEREC is seeking authority from the BEREC Board of Directors to take all such action, provide all such information, expend or apply such BEREC funds, execute all documents, and exercise all such decision making as is in the discretion of the BEREC President, reasonably necessary to facilitate the adoption of the above mentioned charter.

Upon motion by Ms. Murray, seconded by Ms. Brown and unanimously carried the above item was approved.

- 5.3 **2008-2009 Banking Resolution-** It is hereby resolved that any checks for which BEREC is the maker: 1. May be signed by any one officer of BEREC provided the check is in the amount of \$10,000 or less; and 2. Must be signed by two officers of BEREC in the event that the check is for more than \$10,000.00.

BEREC is requesting approval by the BEREC Board of Directors ("Board") to adopt the above banking resolution effective immediately.

Upon motion by Mr. Bell, seconded by Ms. Murray and unanimously carried, the above item was approved.

- 5.4 **Annual Appointment of Committee Members-** Submitted to the BEREC Board of Directors ("Board"), is a request to reappoint members (and Chair where noted) of the following BEREC committees until the 2009 annual meeting:

Large Business Loan Committee

1. Alfred Culliton - Erie County Industrial Development Agency, 275 Oak Street, Buffalo, New York
2. Karla Gadley - HSBC USA, National Association, One HSBC Center, 24th Floor, Buffalo, New York
3. Nancy LaTulip - Lake Shore Savings Bank, 3111 Union Road, Orchard Park, New York
4. William Leahy - Ellicott Development Company, 425 Woodside Avenue, Buffalo, New York
5. BERC Deputy of Business Development (currently Catherine Palko)

Small Business Loan Committee:*

1. Donna Brown
2. BERC Deputy of Business Development (ex officio member - currently Catherine Palko)
3. BERC Vice President of Neighborhood Economic Development (ex official member - currently Michelle Barron)
4. BERC General Counsel (ex officio member - currently Divitta Alexander)

Loan Review Committee:*

1. Donna Brown
2. BERC Deputy of Business Development (ex officio member - currently Catherine Palko)
3. BERC General Counsel (ex officio member - currently Divitta Alexander)

Eric Gadley, as Chief Lending Officer, shall be ex officio Chair (without voting rights) of all loan committees.

Audit Committee:

1. Miguel Santos - Committee Chair
2. Kevin Brady
3. Frank Mesiah

Finance Committee:

1. Kevin Brady - Committee Chair
2. Michael Kubala
3. Michael Welch

Governance Committee:

1. Adam Walters - Committee Chair
2. Clifford Bell
3. Donna Brown
4. Frank Mesiah
5. Miguel Santos

Real Estate Committee:

1. Clifford Bell - Committee Chair
2. Donna Brown
3. Thomas Kucharski
4. Carolyn Murray
5. Adam Walters
6. BERC Deputy of Business Development (ex officio member - currently Catherine Palko)

Commercial Area Revitalization Effort/Grant Committee

1. BERC Vice President of Neighborhood Economic Development (ex officio member and Chair - currently Michelle Barron)
2. BERC Chief Lending Officer (ex officio member - currently Eric Gadley)
3. Empire Zone Coordinator (ex officio member - currently Lorrie Abounader)
4. Richard Spula, Loan Officer
5. Daryl Spulecki, Loan Officer

Upon motion by Mr. Walters, seconded by Mr. Bell and unanimously carried the above item was approved.

- 5.5 **Real Property Acquisition Policy-** Submitted to the BERC Board of Directors ("Board"), is a request to adopt the attached real property acquisition policy effective immediately.

In addition, BERC is seeking authority from the BERC Board of Directors to take all such action, provide all such information, expend or apply such BERC funds, execute all documents, and exercise all such decision making as is in the discretion of the BERC President, reasonably necessary to implement adoption of the real property acquisition policy.

Upon motion by Mr. Kucharski, seconded by Mr. Davis and unanimously carried the above item was approved.

- 5.6 **Finance Committee Charter-** Submitted to the BERC Board of Directors ("Board"), is a request to adopt the attached Finance Committee Charter effective immediately.

In addition, BERC is seeking authority from the BERC Board of Directors to take all such action, provide all such information, expend or apply such BERC funds, execute all documents, and exercise all such decision making as is in the discretion of the BERC President, reasonably necessary to implement the finance committee charter.

Upon motion by Mr. Davis, seconded by Ms. Murray and unanimously carried the above item was approved.

- 5.7 **Cost Savings in Printing and Distribution of Publications Policy-** Submitted to the BERC Board of Directors ("Board"), is a request to adopt the attached cost savings in printing and distribution of publications policy effective immediately.

In addition, BERC is seeking authority from the BERC Board of Directors to take all such action, provide all such information, expend or apply such BERC funds, execute all such documents, and exercise all such decision making as is in the discretion of the BERC President, reasonably necessary to implement adoption of cost savings in printing and distribution of publications policy.

Upon motion by Mr. Bell, seconded by Mr. Walters and unanimously carried the above item was approved.

- 5.8 **2009 Board Calendar-** Informational- The Board was provided with a calendar for the 2009 monthly Board meetings.
- 5.9 **Resignation of First Deputy Mayor Steve M. Casey-** Informational - The Board was provided with a resignation letter from First Deputy Mayor Steve M. Casey.
- 5.10 **Beverly A. Gray Business Services Incubator** – Construction Budget provided for informational purposes.
- 5.11 **Beverly A. Gray Business Services Incubator** – Operating Budget provided for informational purposes
- 5.12 **Annual Appointment of Officers and Board Chair-** Submitted to the BERC Board of Directors ("Board"), is a request to reappoint Mayor Byron W. Brown as Chair of the BERC Board, and Brian Reilly as President, Thomas Kucharski as Vice President, Kevin Brady as Treasurer and Divitta Alexander as Secretary of BERC effective immediately.

Upon motion by Mr. Walters, seconded by Mr. Bell and unanimously carried the above item was approved.

6.0 **Committee Reports**


- 6.1 **Finance**
- 6.2 **Audit**
- 6.3 **Real Estate-** Mr. Bell stated that the committee discussed the Market Arcade commercial space, a tenant moving from a suburb into William Gaiter, and property situated on Genesee Street.
- 6.4 **Governance-** No meeting


7.0 **Old Business-** There was no old business to discuss.

8.0 **Executive Session-** Waived

9.0 Adjournment- Upon motion by Ms. Brown, seconded by Mr. Kucharski and unanimously carried the meeting adjourned at 1:00 P.M.

Respectfully submitted,

By: 
Talisha Thompson, Recording Secretary

Approved by: 
Divitta Alexander, Secretary of the Board