GENESEE GATEWAY LOCAL DEVELOPMENT corp.

Meeting Agenda – Audit and Finance Committee
Genesee Local Development Corp.
Tuesday, October 27, 2020 -- 8:30 a.m.
Location: Electronically

Page #	Topic	Discussion Leader	Desired Outcome
	1. Call To Order – Enter Public Session Because of the Novel Coronavirus (COVID-19) Emergency and State and Federal bans on large meetings or gatherings and pursuant to Governor Cuomo's Executive Order 202.1 issued on March 12, 2020 suspending the Open Meetings Law, this Meeting is being held electronically via conference call / video conference instead of a public meeting open for the public to attend in person.	D. Cunningham	
	1a. Executive Session: Nothing at this time.	D. Cunningham	
	2. Chairman's Report & Activities	D. Cunningham	
	2a. Agenda Additions / Other Business		
2-5	2b. Minutes: September 29, 2020		Vote
	3. Discussions / Official Recommendations to the Board:		
6-10	3a. September 2020 Financial Statements	L. Farrell	Disc / Vote
11-13	3b. Strategic Investment Funds Analysis	L. Farrell	Discussion
14	3c. GGLDC 2021 Budget	L. Farrell	Disc / Vote
	3d. MedTech Centre Debt Re-pricing	L. Farrell	Discussion
15-17	3e. GGLDC 1+3 Budget	L. Farrell	Disc / Vote
	3f. GCEDC Economic Development Support Grant	L. Farrell	Disc / Vote
18-24	3g. Auditor Selection	L. Farrell	Disc / Vote
	3h. MedTech Centre Insurance Settlement	M. Masse	Disc / Vote
25	3i. Rest & Revive Additional 2-month Loan Deferral Request	M. Masse	Disc / Vote
26-171	3j. Formation of Water & Sewer Works Corp	M. Masse	Discussion
172-173	3k. Genesee County Mowing Contract	M. Masse	Disc / Vote
174	3l. MedTech SDNA	M. Masse	Discussion
	4. Adjournment	D. Cunningham	Vote

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GENESEE GATEWAY LOCAL DEVELOPMENT corp.

GGLDC Audit & Finance Committee Meeting

Tuesday, September 29, 2020

Location - Electronically

8:30 a.m.

MINUTES

ATTENDANCE

Committee Members:	D. Cunningham, T. Bender, T. Felton
Staff:	L. Farrell, M. Masse, L. Casey, P. Kennett, J. Krencik, S. Hyde, C. Suozzi
Guests:	A. Young (GCEDC Board Member), P. Zeliff (GCEDC/GGLDC Board Member), M. Gray (GCEDC Board Member)
Absent:	P. Battaglia

1. CALL TO ORDER / ENTER PUBLIC SESSION

D. Cunningham called the meeting to order at 9:08 a.m. via conference call / video conference.

Because of the Novel Coronavirus (COVID-19) Emergency and State and Federal bans on large meetings or gatherings and pursuant to Governor Cuomo's Executive Order 202.1 issued on March 12, 2020 suspending the Open Meetings Law, this Meeting is being held electronically via conference call / video conference instead of a public meeting open for the public to attend in person.

2. CHAIRMAN'S REPORT & ACTIVITES

2a. Agenda Additions / Other Business –

T. Bender made a motion to add Agenda item 3g as MedTech Centre Insurance Settlement; the motion was seconded by T. Felton. Roll call resulted as follows:

T. Felton - Yes
P. Battaglia - Absent
T. Bender - Yes
D. Cunningham - Yes

The item was added to the agenda.

2b. Minutes: September 1, 2020

T. Bender made a motion to recommend approval of the September 1, 2020 minutes; the motion was seconded by T. Felton. Roll call resulted as follows:

T. Felton - Yes
P. Battaglia - Absent
T. Bender - Yes
D. Cunningham - Yes

The item was approved as presented.

3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD:

3a. August 2020 Financial Statements- L. Farrell reviewed with the Committee the significant items of the August 2020 long form financial statements and noted the following:

- There are no significant changes to the balance sheet except for payables that are due to the EDC that are accrued monthly.
- On the balance sheet, there is $29,000 in unearned revenue under MedTech Centre which is the insurance proceeds received to cover the roof repair. This money has not been paid out or recognized as revenue.
- In the Batavia Micropolitan Area Revolving Loan Fund, Kego made a $110,000 loan payment in September, which will be reflected in next month's financial statements.
- In the Economic Development Loan Fund, all loans are on time. Rest and Revive is the only loan that has a deferral through September.

T. Felton made a motion to recommend to the full Board the approval of the August 2020 Financial Statements; the motion was seconded by T. Bender. Roll call resulted as follows:

T. Felton - Yes
P. Battaglia - Absent
T. Bender - Yes
D. Cunningham - Yes
The item was approved as presented.

3b. Budget Timeline – The 2021 Budget must be approved and entered into the NYS Public Authorities Reporting Information System (PARIS) online by November 1, 2020. L. Farrell reviewed the timeline to emphasize the need for a quorum at the next Board meeting, which will be held October 29, 2020. Board members are asked to notify staff if they have a conflict.

3c. GGLDC 2021 Budget Assumptions - L. Farrell presented the cash budgets to the Committee. Some of the significant items noted are as follows:

- The financial outlook for the remainder of 2020 was provided with the Committee meeting materials.
- For the GGLDC, the cash budget is completed first. It is then converted to accrual. The Authorities Budget Office requires the accrual budget to be entered into PARIS.
- In the operating fund, we anticipate collecting $100K ($25K per project) for economic development support grants from four solar projects. These funds will be placed into strategic investment funds. As part of the Strategic Investments Analysis discussion next month, we need to determine how much should be reserved for Workforce Development initiatives
- As of 8/31/20 there is $150,000 of CBA funds in the Buffalo East Tech Park fund. We anticipate spending these funds by the end of the year related to the intermunicipal agreement that is in place between the EDC, LDC and the Town of Pembroke for the Wastewater Treatment Facility Construction Expansion.
- As of 12/31/20 we anticipate having a balance of approximately $1.6M of operational cash for the GGLDC, of which approximately $350K are unrestricted MedTech Centre funds. Consolidated

with the GABLLC, we anticipate having a balance of approximately $2.2M of operational cash by the end of 2020.

L. Farrell then reviewed each fund in detail with the Committee. The significant items discussed are outlined in the comments section for each cash budget, included with Committee meeting materials.

L. Farrell asked Committee members to contact her if they have any other suggestions or questions regarding the drafted budget. L. Farrell shared that a final version of the 2021 budget will be brought forward at the next Audit & Finance Committee meeting for approval. Any changes made to the budget assumptions will be reviewed in detail at that time.

3d. Auditor Selection – This discussion mirrors the one that took place for the GCEDC where L. Farrell discussed with the Committee about whether to go out to bid for auditing services this year. It is required that the audit partner on the engagement is changed every five years. The auditing firm does not need to change, only the audit partner. David Brownell with Mostert, Manzanero & Scott, LLC has been the engagement partner on the GGLDC's audit for the last three years.

The Committee recommended that L. Farrell obtain an engagement letter from Mostert, Manzenaro & Scott, LLC for 2020 audit services. If there is not a significant increase in fees, the GGLDC will continue to use this firm and partner, David Brownell, for 2020 audit services.

The Committee also suggested that the staff should go out to bid for auditing services after David Brownell completes 5 years of audits as engagement partner.

3e. Insurance Renewal - This discussion mirrors the one that took place for the GCEDC. In 2019 and 2020, the GGLDC did not go out to bid for the Agency's insurance renewal. In 2018, Selective was the only company that submitted a proposal out of eleven insurance companies that were contacted.

The Committee recommended that the Agency should do an RFQ for insurance brokers. The selected broker will then request quotes from carriers for the January 1, 2021 insurance renewal.

3f. Land Lease Rates - M. Masse presented the land lease rates that were included in the Committee and Board packets. M. Masse stated that C. Yunker confirmed that the rates were still fair market rate.

T. Felton made a motion to recommend to the full Board approval of the land lease rates as presented; the motion was seconded by T. Bender. Roll call resulted as follows:

T. Felton - Yes
P. Battaglia - Absent
T. Bender - Yes
D. Cunningham - Yes
The item was approved as presented.

3g. MedTech Centre Insurance Settlement – The total construction and remediation costs for the water damage totaled $59,579.79. The final settlement from the insurance company totaled $55,110.26. The difference is due to depreciation.

Genesee Gateway Local Development Corporation
99 MedTech Drive, Batavia, New York 14020
Phone: 585-343-4866 Fax: 585-343-0848
Email: gcedc@gcedc.com Web: www.gcedc.com

T. Bender made a motion to recommend to the full Board the authorization to accept the insurance settlement of $55,110.26 pending legal review and to execute the Property Damage Release form; the motion was seconded by T. Felton. Roll call resulted as follows:

T. Felton - Yes
P. Battaglia - Absent
T. Bender - Yes
D. Cunningham - Yes
The item was approved as presented.

4. ADJOURNMENT

T. Felton made a motion to adjourn at approximately 9:43 a.m., seconded by T. Bender and passed unanimously.

Genesee Gateway Local Development Corp.
September 2020 Dashboard
Balance Sheet - Accrual Basis

	9/30/20	8/31/20	[Per Audit] 12/31/19
ASSETS:			
Cash - Unrestricted	$ 351,391	$ 341,142	$ 303,219
Cash - Restricted (A)	454,587	451,523	934,626
Cash - Reserved (B) (1)	1,135,591	1,005,303	1,158,480
Cash - Subtotal	1,941,569	1,797,968	2,396,325
Grants Receivable	-	4,646	4,646
Accounts Receivable	-	2,650	69
Loans Receivable - Current Portion	343,529	348,915	358,874
Other Current Assets (2)	2,180	2,616	872
Total Current Assets	**2,287,278**	**2,156,795**	**2,760,786**
Land Held for Dev. & Resale	3,492,374	3,492,374	3,489,854
Buildings & Improvements	7,202,120	7,202,120	7,202,120
Furniture, Fixtures & Equipment	43,600	43,600	43,600
Total Property, Plant & Equip.	10,738,094	10,738,094	10,735,574
Less Accumulated Depreciation	(1,907,908)	(1,891,502)	(1,760,244)
Net Property, Plant & Equip.	**8,830,186**	**8,846,592**	**8,975,330**
Loans Receivable - Noncurrent Portion (Net of $202,125 Allow for Bad Debt)	915,154	1,040,378	847,445
Equity Investment in Genesee Agri-Business, LLC (3)	3,220,240	3,220,240	3,220,240
Other Assets	**4,135,394**	**4,260,618**	**4,067,685**
Total Assets	**15,252,858**	**15,264,005**	**15,803,801**
LIABILITIES:			
Accounts Payable (4)	98,726	63,414	16,915
Unearned Revenue (5)	68,769	31,990	44,457
Security Deposits	108,680	108,680	108,680
Loans Payable - Current Portion	79,082	78,820	76,749
Bonds Payable - Current Portion	144,458	121,476	115,205
Total Current Liabilities	**499,715**	**404,380**	**362,006**
Loans Payable - Noncurrent Portion	2,281,854	2,288,564	2,341,460
Bonds Payable - Noncurrent Portion	2,722,026	2,759,586	2,850,337
Total Noncurrent Liabilities	**5,003,880**	**5,048,150**	**5,191,797**
Total Liabilities	**5,503,595**	**5,452,530**	**5,553,803**
EQUITY	$ **9,749,263**	$ **9,811,475**	$ **10,249,998**

Significant Events:

1. Cash Reserved - Kego made a $110K payment on their loan.
2. Other Current Assets - prepaid D & O Insurance.
3. Equity Investment in Genesee Agri-Business, LLC - ties to corresponding GAB, LLC financial statements.
4. Accounts Payable - Grant consulting expenses, grant for continuing Economic Development Program Support and MedTech Centre Property Management.
5. Unearned Revenue - MedTech Centre rent received in advance; Interest received in advance; LeRoy/Bergen America's Best Community grant funds received, but not yet expended/earned; MedTech Centre insurance claim for roof repairs received in advance.

(A) Restricted = Community Benefit Agreement (CBA) Funds, Security Deposits, USDA Debt Sinking Fund, Grant Funds

(B) Reserved = OCR loan repayments, Strategic Investment Funds, Economic Development Loan Funds, Batavia Micropolitan Area Redevelopment Loan Funds, Grant Funds.

Genesee Gateway Local Development Corp.
September 2020 Dashboard
Profit & Loss - Accrual Basis

	Month to Date		YTD		2020 Board Approved	2020 YTD %
	9/30/20	9/30/19	2020	2019	Budget	of Budget
Operating Revenues:						
Grants (1)	$ 6,804	$ -	$ 224,804	$ 721,990	$ 924,615	24%
Interest Income on Loans	2,524	2,336	17,351	21,623	24,986	69%
Rent	56,960	55,891	514,429	508,374	724,855	71%
Common Area Fees - Parks	-	-	500	-	500	100%
Fees	-	-	4,900	9,481	-	N/A
Other Revenue	-	-	2,544	2,028	-	N/A
Total Operating Revenues	66,288	58,227	764,528	1,263,496	1,674,956	
Operating Expenses:						
Operations & Maintenance (2)	56,368	12,627	137,495	88,304	161,169	85%
Professional Services	10,687	9,875	86,476	94,032	155,483	56%
Econ. Dev. Prog. Support Grant	25,000	25,000	225,000	225,000	300,000	75%
Site Development Expense	3,825	-	496,448	2,289	727,612	68%
Grant Expense	-	-	-	-	819,648	0%
Real Estate Dev. (Capitalized)	-	4,970	2,520	7,470	11,670	N/A
Buildings/Furniture/Equip. (Capitalized)	-	-	-	58,134	-	0%
Balance Sheet Absorption	-	(4,970)	(2,520)	(65,604)	(11,670)	N/A
Depreciation	16,406	16,398	147,664	147,574	196,788	75%
Total Operating Expenses	112,286	63,900	1,093,083	557,199	2,360,700	
Operating Revenue (Expense)	**(45,998)**	**(5,673)**	**(328,555)**	**706,297**	**(685,744)**	
Non-Operating Revenues (Expenses):						
Other Interest Income	262	2,094	9,014	16,047	9,250	97%
Interest Expense	(16,476)	(21,287)	(181,194)	(202,097)	(245,105)	74%
Total Non-Operating Exp.	(16,214)	(19,193)	(172,180)	(186,050)	(235,855)	
Change in Net Assets	(62,212)	(24,866)	(500,735)	520,247	$ (921,599)	
Net Assets - Beginning	9,811,475	10,218,066	10,249,998	9,672,953		
Net Assets - Ending	$ 9,749,263	$ 10,193,200	$ 9,749,263	$ 10,193,200		

Significant Events:

1. Grant Revenue YTD - $225K OCR grant supports loan to Freightliner.
2. Operations & maintenance - Includes MedTech Centre roof repairs caused by wind and water damage.

Genesee Gateway Local Development Corp.
September 2020 Dashboard
Statement of Cash Flows

	September 2020	YTD
CASH PROVIDED (USED) BY OPERATING ACTIVITIES:		
Grant Income	$ 11,450	$ 229,450
Interest Income on Loans	2,518	17,137
Rental Income	96,395	509,551
Common Area Fees - Parks	-	500
Fees	-	4,900
Other Revenue	-	31,948
Operations & Maintenance	(55,932)	(139,456)
Professional Services	(375)	(78,943)
Economic Development Program Support Grant	-	(150,000)
Site Development Expense	(3,825)	(496,448)
Improvements of Land Held for Dev. & Resale	-	(2,520)
Issuance of Loans	-	(438,000)
Repayment of Loans	130,610	385,636
Net Cash Provided (Used) By Operating Activities	180,841	(126,245)
CASH FLOWS USED BY CAPITAL & RELATED FINANCING ACTIVITIES:		
Principal Payments on Bonds & Loans	(21,026)	(156,331)
Interest Paid on Bonds & Loans	(16,476)	(181,194)
Net Cash Used By Capital & Related Financing Activities	(37,502)	(337,525)
CASH FLOWS PROVIDED BY INVESTING ACTIVITIES:		
Interest Income	262	9,014
Net Cash Provided By Investing Activities	262	9,014
Net Change in Cash	143,601	(454,756)
Cash - Beginning of Period	1,797,968	2,396,325
Cash - End of Period	$ 1,941,569	$ 1,941,569
RECONCILIATION OF OPERATING EXPENSE TO NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES:		
Operating Expense	$ (45,998)	$ (328,555)
Adjustments:		
Depreciation Expense	16,406	147,664
Increase in Land Held For Dev. & Resale	-	(2,520)
Decrease in Grants/Accounts Receivable	7,296	4,715
Decrease (Increase) in Other Current Assets	436	(1,308)
Decrease (Increase) in Loans Receivable	130,610	(52,364)
Increase in Operating Accounts Payable	35,312	81,811
Increase in Unearned Revenue	36,779	24,312
Total Adjustments	226,839	202,310
Net Cash Used By Operating Activities	$ 180,841	$ (126,245)

Genesee Gateway Local Development Corp.
September 2020 Dashboard
Balance Sheet - Accrual Basis

	GGLDC 9/30/20	GABLLC 9/30/20	Eliminations	COMBINED 9/30/20	COMBINED Per Audit 12/31/2019
ASSETS:					
Cash - Unrestricted	$ 351,391	$ -	$ -	$ 351,391	$ 303,219
Cash - Restricted (A)	454,587	-	-	454,587	934,626
Cash - Reserved (B)	1,135,591	590,370	-	1,725,961	1,425,731
Cash - Subtotal	1,941,569	590,370	-	2,531,939	2,663,576
Grants Receivable	-	-	-	-	4,646
Accts Receivable - Current	-	-	-	-	69
Loans Receivable - Current	343,529	-	-	343,529	358,874
Other Current Assets	2,180	-	-	2,180	872
Total Current Assets	**2,287,278**	**590,370**	-	**2,877,648**	**3,028,037**
Land & Improvements	3,492,374	3,117,305	-	6,609,679	6,611,365
Buildings & Improvements	7,202,120	-	-	7,202,120	7,202,120
Furniture, Fixtures & Equipment	43,600	-	-	43,600	43,600
Total Property, Plant & Equip.	10,738,094	3,117,305	-	13,855,399	13,857,085
Less Accumulated Depreciation	(1,907,908)	-	-	(1,907,908)	(1,760,244)
Net Property, Plant & Equip.	**8,830,186**	**3,117,305**	-	**11,947,491**	**12,096,841**
Loans Receivable - Noncurrent	915,154	-	-	915,154	847,445
Equity Investment in GAB, LLC	3,220,240	-	(3,220,240)	-	-
Other Assets	**4,135,394**	-	**(3,220,240)**	**915,154**	**847,445**
TOTAL ASSETS	**15,252,858**	**3,707,675**	**(3,220,240)**	**15,740,293**	**15,972,323**
LIABILITIES:					
Accounts Payable	98,726	-	-	98,726	20,135
Unearned Revenue	68,769	-	-	68,769	45,657
Security Deposits	108,680	-	-	108,680	108,680
Loans Payable - Current Portion	79,082	-	-	79,082	76,749
Bonds Payable - Noncurrent Portion	144,458	-	-	144,458	115,205
Total Current Liabilities	**499,715**	-	-	**499,715**	**366,426**
Loans Payable - Noncurrent Portion	2,281,854	-	-	2,281,854	2,341,460
Bonds Payable - Noncurrent Portion	2,722,026	-	-	2,722,026	2,850,337
Total Noncurrent Liabilities	**5,003,880**	-	-	**5,003,880**	**5,191,797**
TOTAL LIABILTIES	**5,503,595**	-	-	**5,503,595**	**5,558,223**
EQUITY	**$ 9,749,263**	**$ 3,707,675**	**$ (3,220,240)**	**$ 10,236,698**	**$ 10,414,100**

(A) Restricted = Community Benefit Agreement (CBA) Funds, Security Deposits, USDA Debt Sinking Fund, Grant Funds.

(B) Reserved = OCR loan repayments, Strategic Investment Funds, Economic Development Loan Funds, Batavia Micropolitan Area Redevelopment Loan Funds, Grant Funds

Genesee Gateway Local Development Corp.
September 2020 Dashboard
Profit & Loss - Accrual Basis

	GGLDC 9/30/20	GABLLC 9/30/20	Eliminations	COMBINED 9/30/20	COMBINED Combined YTD
Operating Revenues:					
Grants	$ 6,804	$ -	$ -	$ 6,804	$ 224,804
Interest Income on Loans	2,524	-	-	2,524	17,351
Rent	56,960	1,200	-	58,160	524,629
Common Area Fees - Parks	-	-	-	-	5,500
Fees	-	-	-	-	4,900
Other Revenue	-	-	-	-	2,544
Land Sale Proceeds (1)	-	-	-	-	335,158
Total Operating Revenues	66,288	1,200	-	67,488	1,114,886
Operating Expenses:					
Operations & Maintenance	56,368	-	-	56,368	149,816
Professional Services	10,687	-	-	10,687	86,476
Econ. Dev. Program Support Grant	25,000	-	-	25,000	225,000
Site Development Expense	3,825	-	-	3,825	496,448
Real Estate Development (Capitalized)	-	-	-	-	2,520
Balance Sheet Absorption	-	-	-	-	(2,520)
Cost of Sales	-	-	-	-	15,443
Depreciation	16,406	-	-	16,406	147,664
Total Operating Expenses	112,286	-	-	112,286	1,120,847
Operating Revenue (Expense)	**(45,998)**	**1,200**	-	**(44,798)**	**(5,961)**
Non-Operating Revenues (Expenses):					
Other Interest Income	262	72	-	334	9,753
Interest Expense	(16,476)	-	-	(16,476)	(181,194)
Total Non-Operating Rev (Exp)	(16,214)	72	-	(16,142)	(171,441)
Change in Net Assets	(62,212)	1,272	-	(60,940)	(177,402)
Net Assets - Beginning	9,811,475	3,706,403	(3,220,240)	10,297,638	10,414,100
Net Assets - Ending	$ 9,749,263	$ 3,707,675	$ (3,220,240)	$ 10,236,698	$ 10,236,698

Updated through 9.30.20 [10.19.20]

Genesee Gateway Local Development Corp. (GGLDC)

Strategic Investments - SUMMARY

Fiscal Years 2020 - 2024

	2020	2021	2022	2023	2024	5 Yr Totals:	Comments
Sources of Funds: Available for GGLDC Project Investments & Operations Support							
Opening GGLDC "Reserved for Strategic Investments" Cash Balances	927,224	817,090	613,957	352,948	519,547	927,224	
NYS Homes & Community Renewal Loan Repayments	214,203	177,798	147,220	147,220	127,545	813,986	Includes loan repayments from: First Wave Technologies, HP Hood ($500K loan disbursed in March 2019 to be repaid at $100K/year beginning in 2020) and Freightliner [$234K loan disbursed in July 2019 to be repaid monthly over 5 years].
Wellsville Carpet Town 2019 Land Sale - Net Proceeds						-	
Upstate Niagara 2020 Land Sale - Net Proceeds	322,971					322,971	
Other:							
Solar Projects - Funding for Workforce Development & Econ. Dev. Program Support						-	In 2019, Pearl Solar agreed to provide $50K at the completion of their projects to support Workforce Development Initiatives, along with the overall ED Program. Funding from additional projects pending.
Genesee County Chamber of Commerce CGBG Loan Repayments	10,914					10,914	Represents actual collections only - opportunity for future loan payments to be received.
Internal Borrowings/Repayments - Due to Strategic Investment Funds				127,608		127,608	Borrowed from and to be repaid to strategic investment funds; Majority used to repay loan from GCEDC related to BETP land purchase; Strategic investments will be reimbursed with future BETP land sale proceeds.
Total Sources of Funds	**1,475,312**	**994,888**	**761,177**	**627,776**	**647,092**	**2,202,703**	
Uses: Strategic and Operational Investments:							
Real-Estate Development / Shovel-Ready Site Development Related:						**5 Yr Totals:**	Comments
Other **Reserved Funds:** Batavia Micropolitan Area Community Redevelopment Fund - Actual	(120,000)					(120,000)	$500,000 Housing Directional investment repurposed to a committed investment for the purpose of establishing the Batavia Micropolitan Area Redevelopment Fund [$100K loaned in 2014/$150K loaned in 2017/$120K loaned in May 2020]. [Amount reserved includes cash remaining from original $500K commitment, plus interest earned on reserved funds.]
Other **Reserved Funds:** Batavia Micropolitan Area Community Redevelopment Fund - Reserved	(134,430)					(134,430)	
Other **Reserved Funds**: Shovel-Ready / MedTech Centre Reserve					(500,000)	(500,000)	Reserve established for future shovel-ready requirements @ MedTech Centre
Subtotal Real-Estate Development / Shovel-Ready Site Development	(254,430)	-	-	-	(500,000)	(754,430)	

Updated through 9.30.20 [10.19.20]

Genesee Gateway Local Development Corp. (GGLDC)

Strategic Investments - SUMMARY

Fiscal Years 2020 - 2024

	2020	2021	2022	2023	2024	5 Yr Totals:	Comments
Economic Development Program Support:							
Economic Development Program Grant (GGLDC to GCEDC)	(300,000)	(300,000)	(300,000)			(900,000)	Approvals necessary for 2021 forward
LDC Operations Costs & Site Infrastructure Maint. (excluding MTC)	(85,000)	(85,000)	(85,000)	(85,000)	(85,000)	(425,000)	Memo Only - Funds insurance, mowing, Fire District fees/property taxes, GGLDC audit fee and other misc operating expenses (unreimbursable H. Sicherman services, GABLLC operating expenses, etc).
Subtotal Investments in Economic Development Program	(385,000)	(385,000)	(385,000)	(85,000)	(85,000)	(1,325,000)	
Strategy, Workforce Development & Entrepreneurship:							
Edge Factor Membership Support / Mechatronics / STEM Activities Support / Other WFD Initiatives	(15,750)					(15,750)	The Board authorized commitment of 50% of the Pearl Solar funding toward Workforce Development Initiatives.
Workforce Development Consultant	(30,000)	(30,000)	(30,000)	(30,000)	(30,000)	(150,000)	Board authorized - continued efforts for workforce development consultant as critical pillar to GCEDC/GGLDC Tech Based Economic Development Model. Any eligible funding secured will be used to offset this appropriation/funding. [Contract runs Aug-Aug; Current contract ends Aug 2021; Future approvals necessary to extend commitment beyond current contract.].
Subtotal Workforce Development & Entrepreneurship Investments	$ (45,750)	$ (30,000)	$ (30,000)	$ (30,000)	$ (30,000)	(165,750)	
Other Cash Activity:							
Common Area Charges - GVAB & BETP	$ 5,500	$ 6,771	$ 6,771	$ 6,771	$ 6,771	32,584	
Land Lease Payments	$ 18,232	$ 27,298				45,530	
Internal (Borrowings) Repayments - thru date of worksheet	$ -					-	
Interest Income	$ 3,226					3,226	
Subtotal - Other	$ 26,958	$ 34,069	$ 6,771	$ 6,771	$ 6,771	$ 81,340	
Total Uses of Funds	**(658,222)**	**(380,931)**	**(408,229)**	**(108,229)**	**(608,229)**	**(2,163,840)**	
Cumulative Year-End Cash Balances	**817,090**	**613,957**	**352,948**	**519,547**	**38,863**	**38,863**	

Updated through 9.30.20 [10.19.20]

Genesee Gateway Local Development Corp. (GGLDC)

Strategic Investments - SUMMARY

Fiscal Years 2020 - 2024

	2020	2021	2022	2023	2024	5 Yr Totals:	Comments
Opportunities:							
DOL MedTech Centre Reserve ($500K) could be removed in the future.							
Grant funds to cover a portion of Workforce Development Consultant expenses.							
Genesee County Chamber of Commerce CDBG Loan Portfolio - Additional Repayments							
YSG Solar - Workforce Development & Ec. Dev. Program Support Funding ($25K)							
YSG Solar - Annual Lease Payments ($11K/yr)							
Six Additional Solar Projects w/ $25K each committed to Workforce Development & Ec. Dev. Program Support							
Land Sales - Approved:							
- Gateway II - Mega Properties ($337,500 Gross Proceeds)							
- GVAB - HP Hood ($1,128,500 Gross Proceeds)							
Land Sales - Potential/Pending:							
- Gateway GS, LLC (approx. 14 acres remaining - $466,000 Proceeds, Net of Purchase Credit for Roadway & Waterline)							
Risks:							
First Wave Technologies - Repayment of loan							
Note:							
Potential WFD activity to be discussed.							

2021 GGLDC CASH FLOW Plan (Sources / Uses of Funds)

- **$3.7M Sources of Funds (Cash)**
  - 1/1/21 Beginning Cash = $1.67M
  - $819.6K NYS DOT Rail Grant – Genesee Valley Transportation Project [GVAB]
  - $709.3K Rental Income [MTC Rents, GVAB Park and MTP land leases (including YSG Solar), Gateway II ground lease, BETP CAM Charges]
  - $319.6K Loan Repayments (P&I) [OCR, Ec. Dev. Loan Fund, Batavia Micropolitan Area Redevelopment Loan Fund]
  - $93K Community Benefit Agreement (CBA) [Annual Payments end 2027] [BETP]
  - $75K Workforce Development / Ec. Dev. Program Support Grants (YSG Solar, 3104 Batavia Solar and 3232 Batavia Solar)
  - $10K NYS Office of Community Renewal (OCR) Grant – H. Sicherman grant consulting services [Ops]
  - $4,800 Bank Interest

- **$2.1M Uses of Funds (Cash):**
  - **$378.6K Operations** – Economic Development Program Support Grant, Workforce Development Consultant and Initiatives, Audit/Tax/Grant Professional Services, and Insurance
  - **$6.25K Gateway II** – Site Maintenance, Special District Fees, and Insurance
  - **$114.6K Buffalo East Tech Park –** Wastewater Treatment Facility Upgrades, Gravel Driveway/Path, Site Maintenance, Special District Fees, and Insurance
  - **$827.6K Ag Park** – NYS DOT Rail Grant Pass-Through, Insurance, Site Maintenance
  - **$4.8K Upstate Med & Tech Park** - Site Maintenance, Special District Fees
  - **$609.4K Upstate MedTech Centre** – Building/Common Area Maintenance, Supplies, Utilities, Special District Fees, Property Management, Insurance & Debt Service
  - **$358 WNY STAMP** – Special District Fees, Insurance
  - **$150K Economic Development Loan Fund** – Fraser-Branche loan
  - **$0K Batavia Micropolitan Area Redevelopment Loan Fund**

- **Year End Cash Balance: $1.6M**
  - Includes $462.2K Unrestricted Funds
  - Includes Restricted and Reserved Funds:
    - $330K Reserved for Strategic Investments
    - $512.7K Reserved Loan Funds
    - $9.8K Restricted Workforce Development Funds
    - $298K Restricted MTC Security Deposits & USDA Bond Sinking Fund

2021 GAB, LLC CASH FLOW Plan (Sources / Uses of Funds)

- **$614.8K Sources of Funds (Cash)**
  - 1/1/21 Beginning Cash = $593.9K (Reserved for Strategic Investments)
  - $20.9K GVAB Park CAM Charges and rent

- **$12K Uses of Funds (Cash):**
  - Special District Fees and Tax Filing Fee

- **Year End Cash Balance: $602.8K** (Reserved for Strategic Investment Funds)

GENESEE GATEWAY LOCAL DEVELOPMENT CORP.
GCEDC's Real Estate & Development Affiliate

Draft

GGLDC & GAB,LLC Consolidated
4 Year Budget 2021 - 2024
GGLDC BOARD APPROVED: XXXXXX

	2021 Budget	2022 Budget	2023 Budget	2024 Budget	
Revenues					
Fees	0	0	0	0	
Bank Interest	4,800	4,944	5,092	5,245	
Loan Interest	23,724	12,507	8,357	4,857	*
Rent / CAM Charges	730,198	758,031	780,638	803,922	*
Miscelaneous	0	0	0	0	
Grant CBA - BETP	93,000	93,000	93,000	93,000	*
Grants Other	904,648	0	0	0	*
Total Revenues	1,756,370	868,482	887,087	907,024	
Expenses					
Insurance	26,155	26,940	27,748	28,581	
Utilities	22,000	22,660	23,340	24,040	
Depreciation	195,922	201,800	207,854	214,090	*
Telecommunications / Internet	1,000	1,030	1,061	1,093	
Economic Dev. Program Support Grant	300,000	300,000	300,000	300,000	*
Professional Services - Operations	43,000	44,290	45,619	46,987	
Professional Services - Workforce Dev.	30,000	30,900	31,827	32,782	
Supplies	1,400	1,442	1,485	1,530	
Site Maintenance	85,100	87,653	90,283	92,991	*
Miscelaneous Operations Workforce Dev.	0	0	0	0	
MTC Property Management	83,535	86,041	88,622	91,281	
Property Taxes / Special District Fees	22,199	22,865	23,551	24,257	
Interest Expense	168,156	160,504	152,598	144,605	*
Site Development	93,000	93,000	93,000	93,000	
Grant Expense	1,044,148	0	0	0	*
Fees	25	26	27	27	
Real Estate Development	20,000	5,000	5,000	0	*
Balance Sheet Absorption	(20,000)	(5,000)	-5,000	0	*
Total Expenses	2,115,640	1,079,150	1,087,013	1,095,264	
Net Income (Loss)	(359,270)	(210,668)	(199,926)	(188,240)	

* 3% increase for most line items 2021-2023, unless shaded.

GENESEE GATEWAY LOCAL DEVELOPMENT CORP.
GGEDC's Real Estate & Development Affiliate

Draft

GGLDC Conolidated
4 Year Budget 2021 - 2024
GGLDC BOARD APPROVED: XXXX

	2021 Budget	2022 Budget	2023 Budget	2024 Budget	
Revenues					
Fees	0	0	0	0	
Bank Interest	4,800	4,944	5,092	5,245	
Loan Interest	23,724	12,507	8,357	4,857	*
Rent / CAM Charges	709,287	736,493	758,454	781,072	*
Miscelaneous	0	0	0	0	
Grant CBA - BETP	93,000	93,000	93,000	93,000	*
Grants Other	904,648	0	0	0	*
Total Revenues	1,735,459	846,944	864,903	884,174	
Expenses					
Insurance	26,155	26,940	27,748	28,581	
Utilities	22,000	22,660	23,340	24,040	
Depreciation	195,922	201,800	207,854	214,090	
Telecommunications / Internet	1,000	1,030	1,061	1,093	
Economic Dev. Program Support Grant	300,000	300,000	300,000	300,000	*
Professional Services	43,000	44,290	45,619	46,987	
Professional Services - Workforce Dev.	30,000	30,900	31,827	32,782	
Supplies	1,400	1,442	1,485	1,530	
Site Maintenance	85,100	87,653	90,283	92,991	
Miscelaneous - Workforce Dev.	0	0	0	0	
MTC Property Management	83,535	86,041	88,622	91,281	
Property Taxes / Special District Fees	10,183	10,488	10,803	11,127	
Interest Expense	168,156	160,504	152,598	144,605	*
Site Development	93,000	93,000	93,000	93,000	*
Grant Expense	1,044,148	0	0	0	*
Fees	0	0	0	0	
Real Estate Development	20,000	5,000	5,000	0	*
Balance Sheet Absorption	(20,000)	(5,000)	(5,000)	0	*
Total Expenses	2,103,599	1,066,748	1,074,239	1,082,107	
Net Income (Loss)	(368,140)	(219,804)	(209,336)	(197,933)	

* 3% increase for most line items 2022-2024, unless shaded.

GENESEE GATEWAY LOCAL DEVELOPMENT CORP.
GGEDC's Real Estate & Development Affiliate

Draft

GAB,LLC
4 Year Budget 2021 - 2024
GGLDC BOARD APPROVED: XXXXXXX

	2021 Budget	2022 Budget	2023 Budget	2024 Budget
Revenues				
Bank Interest	0	0	0	0
Loan Interest	0	0	0	0
Rent / CAM Charges	20,911	21,538	22,184	22,850
Grant CBA - BETP	0	0	0	0
Grants Other	0	0	0	0
Total Revenues	20,911	21,538	22,184	22,850
Expenses				
Insurance	0	0	0	0
Utilities	0	0	0	0
Depreciation	0	0	0	0
Telecommunications / Internet	0	0	0	0
Economic Dev. Program Support Grant	0	0	0	0
Professional Services - Operations	0	0	0	0
Professional Services - Workforce Dev.	0	0	0	0
Supplies	0	0	0	0
Site Maintenance	0	0	0	0
Miscelaneous Operations Workforce Dev.	0	0	0	0
MTC Property Management	0	0	0	0
Property Taxes / Special District Fees	12,016	12,376	12,748	13,130
Interest Expense	0	0	0	0
Site Development	0	0	0	0
Grant Expense	0	0	0	0
Fees	25	26	27	27
Real Estate Development	0	0	0	0
Balance Sheet Absorption	0	0	0	0
Total Expenses	12,041	12,402	12,774	13,157
Net Income (Loss)	8,870	9,136	9,410	9,693

* 3% increase for most line items 2022-2024, unless shaded.

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MMS

MOSTERT, MANZANERO & SCOTT, LLP

Certified Public Accountants

Deborah L. Mostert, CPA
Anthony T. Manzanero, CPA
Mary E. Manzanero, CPA
David E. Brownell, CPA

October 9, 2020

Board of Directors
Genesee Gateway Local Development Corporation
99 MedTech Drive, Suite 106
Batavia, NY 14020

We are pleased to confirm our understanding of the services we are to provide for the Genesee Gateway Local Development Corporation (GGLDC) the year ended December 31, 2020. We will audit the financial statements of the GGLDC, which comprise of the consolidated statement of net position as of December 31, 2020 and the related consolidated statement of revenue, expenses and changes in net position and consolidated statement of cash flows, including the related notes to the financial statements, as of and for the year then ended. Accounting standards generally accepted in the United States of America provide for certain required supplementary information (RSI), such as management's discussion and analysis (MD&A), to supplement the GGLDC's basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. As part of our engagement, we will apply certain limited procedures to the GGLDC's RSI in accordance with auditing standards generally accepted in the United States of America. These limited procedures will consist of inquiries of management regarding the methods of preparing the information and comparing the information for consistency with management's response to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We will not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance. The following RSI is required by U.S. generally accepted accounting principles and will be subjected to certain limited procedures, but will not be audited:

- Management's Discussion and Analysis.

We have also been engaged to report on supplementary information other than RSI that accompanies GGLDC's financial statements. We will subject the following supplementary information to the auditing procedures applied in our audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America and will provide an opinion on it in relation to the financial statements as a whole:

- Combining Schedule of Net Positions;
- Combining Statement of Revenues, Expenses and Changes in Net Position;
- Combining Statement of Net Position; and
- Combining Statement of Revenues, Expenses and Changes in Net Positon.

Furthermore, we have been engaged to report on GCLDC's Compliance with the New York State Comptroller's Investment Guidelines for Public Authorities and Section 2925 of the New York State Public Authorities Law. We will issue a separate auditors' report which will provide an opinion on GCLDC's Compliance with Investment Guidelines for Public Authorities.

Audit Objectives

The objective of our audit is the expression of opinions about whether your financial statements are fairly presented, in all material respects, in conformity with U.S. generally accepted accounting principles and to report on the fairness of the supplementary information referred to in the second paragraph when considered in relation to the financial statements as a whole. Our audit will be conducted in accordance with auditing standards generally accepted in the United States of America and the standards for financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, and will include tests of your accounting records and other procedures we consider necessary to enable us to express such opinion. We will issue a written report upon completion of our audit of the GGLDC's financial statements. Our report will be addressed to the board of directors of the entity. We cannot provide assurance that unmodified opinions will be expressed. Circumstances may arise in which it is necessary for us to modify our opinions or add emphasis-of-matter or other-matter paragraphs. If our opinions on the financial statements are other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed opinions, we may decline to express opinions or issue reports, or may withdraw from this engagement.

We will also provide a report (which does not include an opinion) on internal control related to the financial statements and compliance with the provisions of applicable laws, regulations, contracts, and grant agreements, noncompliance with which could have a material effect on the financial statements as required by *Government Auditing Standards*. The report on internal control and compliance will each include a paragraph that states (1) that the purpose of the report is solely to describe the scope of testing of internal control over financial reporting and compliance, and the results of that testing, and not to provide an opinion on the effectiveness of internal control over financial reporting or compliance and (2) that the report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering internal control over financial reporting and compliance. The paragraph will also state that the report is not suitable for any other purpose. If during our audit we become aware that GGLDC is subject to an audit requirement that is not encompassed in the term of this engagement, we will communicate to management and those charged with governance that an audit in accordance with U.S. generally accepted auditing standards and the standards for financial audits contained in *Government Auditing Standards* may not satisfy the relevant legal, regulatory, or contractual requirements.

Audit Procedures – General

An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; therefore, our audit will involve judgment about the number of transactions to be examined and the areas to be tested. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We will plan and perform the audit to obtain reasonable rather than absolute assurance about whether the financial statements are free of material misstatement, whether from (1) errors, (2) fraudulent financing reporting, (3) misappropriation of assets, or (4) violations of laws or governmental regulations that are attributable to the entity or to acts by management or employees acting on behalf of the GGLDC. Because the determination of abuse is subjective, *Government Auditing Standards* do not expect auditors to provide reasonable assurance of detecting abuse.

Because of the inherent limitations of an audit, combined with the inherent limitations of internal control, and because we will not perform a detailed examination of all transactions, there is a risk that material misstatements or noncompliance may exist and not be detected by us, even though the audit is properly planned and performed in accordance with U.S. generally accepted auditing standards and *Government Auditing Standards*. In addition, an audit is not designed to detect immaterial misstatements or violations of laws or governmental regulations that do not have a direct and material effect on the financial statements or major programs. However, we will inform the appropriate level of management of any material errors, fraudulent financial reporting, or misappropriation of assets that comes to our attention. We will also inform the appropriate level of management of any violations of laws or governmental regulations that come to our attention, unless clearly inconsequential, and of any material abuse that comes to our attention. Our responsibility as auditors' is limited to the period covered by our audit and does not extend to any later periods for which we are not engaged as auditors.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts, tests of the physical existence of inventories, and direct confirmation of receivables and certain other assets and liabilities by correspondence with selected individuals, funding sources, creditors, and financial institutions. We will request written representations from your attorneys as part of the engagement, and they may bill you for responding to the inquiry. At the conclusion of our audit, we will also request certain written representations from you about the financial statements; compliance with laws, regulations, contracts, and grant agreements; and other responsibilities required by generally accepted auditing standards.

Audit Procedures – Internal Control

Our audit will include obtaining an understanding of the GGLDC and its environment, including internal control, sufficient to assess the risks of material misstatement of the financial statements and to design the nature, timing and extent of further audit procedures. Tests of controls may be performed to test the effectiveness of certain controls that we consider relevant to preventing and detecting errors and fraud that are material to the financial statements and to preventing and detecting misstatements resulting from illegal acts and other noncompliance matters that have a direct and material effect on the financial statements. Our tests, if performed, will be less in scope than would be necessary to render an opinion on the internal control and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to *Government Auditing Standards*.

An audit is not designed to provide assurance on internal control or to identify significant deficiencies or material weaknesses. However, during the audit, we will communicate to management and those charged with governance internal control related matters that are required to be communicated under AICPA professional standards and *Government Auditing Standards*.

Audit Procedures – Compliance

As part of obtaining reasonable assurance about whether the financial statements are free of material misstatement, we will perform tests of GGLDC's compliance with the provisions of applicable laws, regulations, contracts, agreements, and grant. However, the objective of our audit will not be to provide an opinion on overall compliance and we will not express such an opinion in our report on compliance issued pursuant to *Government Auditing Standards*.

Other Services

We will assist in preparing the financial statements and related notes of the GGLDC in conformity with U.S. generally accepted accounting principles based on information provided by you. These nonaudit services do not constitute an audit under *Government Auditing Standards* and such services will not be conducted in accordance with *Government Auditing Standards*. We will perform the services in accordance with applicable professional standards. The other services are limited to the financial statement services previously defined. We, in our sole professional judgment, reserve the right to refuse to perform any procedure or take any action that could be construed as assuming management responsibilities.

Management Responsibilities

Management is responsible for designing, implementing and maintaining effective internal controls, relevant to the preparation and fair presentation of financial statements that are free from material misstatement whether due to fraud or error, including evaluating and monitoring ongoing activities, to help ensure that appropriate goals and objectives are met; following laws and regulations; and ensuring that management and financial information is reliable and properly reported. Management is also responsible for implementing systems designed to achieve compliance with applicable laws, regulations, contracts, and grant agreements. You are also responsible for the selection and application of accounting principles; and for the preparation and fair presentation of the financial statements and all accompanying information in conformity with U.S. generally accepted accounting principles, and for compliance with applicable laws and regulations and the provisions of contracts and grant agreements.

Management is also responsible for making all financial records and related information available to us, and for the accuracy and completeness of that information. You are also responsible for providing us with (1) access to all information of which you are aware that is relevant to the preparation and fair presentation of the financial statements, (2) additional information that we may request for the purpose of the audit, and (3) unrestricted access to persons within the GGLDC from whom we determine it necessary to obtain audit evidence.

Your responsibilities include adjusting the financial statements to correct material misstatements and confirming to us in the representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented are immaterial, both individually or in the aggregate, to the financial statements taken as a whole.

You are responsible for the design and implementation of programs and controls to prevent and detect fraud, and for informing us about all known or suspected fraud or illegal acts affecting the government involving (1) management, (2) employees who have significant roles in internal control, and (3) others where the fraud or illegal acts could have a material effect on the financial statements. Your responsibilities include informing us of your knowledge of any allegations of fraud or suspected fraud affecting the government received in communications from employees, former employees, grantors, regulators, or others. In addition, you are responsible for identifying and ensuring that the entity complies with applicable laws, regulations, contracts, agreements and grants for taking timely and appropriate steps to remedy any fraud, illegal acts, violations of contracts or grant agreements, or abuse that we report.

You are responsible for the preparation of the supplementary information, which we have been engaged to report on, in conformity with U.S. generally accepted accounting principles. You agree to include our report on the supplementary information in any document that contains, and indicates that we have reported on the supplementary information. You also agree to include the audited financial statements with any presentation of the supplementary information that includes our report thereon. Your responsibilities include acknowledging to us in the written representation letter that (1) you are responsible for the presentation of the supplementary information in accordance with GAAP; (2) that you believe the supplementary information, including its form and content, is fairly presented in accordance with GAAP, (3) the methods of measurement or presentation have not changed from those used in the prior period (or if they have changed, the reasons for such changes); and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the supplementary information.

Management is responsible for establishing and maintaining a process for tracking the status of audit findings and recommendations. Management is also responsible for identifying or providing report copies of previous financial audits, attestation engagements, performance audits, or other studies related to the objectives discussed in the Audit Objectives section of this letter. This responsibility includes relaying to us corrective actions taken to address significant findings and recommendations resulting from those audits, attestation engagements, performance audits or other studies. You are also responsible for providing management's views on our current findings, conclusions, and recommendations, as well as your planned corrective actions, for the report, and for the timing and format for providing that information.

You agree to assume all management responsibilities relating to financial statements, related notes, and any other non-audit services we provide. You will be required to acknowledge in the management representation letter provided and our assistance with the preparation of the financial statements, and related notes and that you have evaluated the adequacy of our services and have reviewed and approved the results of the services, and have accepted responsibility for them. Further, you agree to oversee the nonaudit services by designating an individual, preferably from senior management, with suitable skill, knowledge, or experience; evaluate the adequacy and results of those services; and accept responsibility for them.

Engagement Administration, Fees and Other

We understand that your employees will prepare all cash, accounts receivable, and other confirmations we request and will locate any documents selected by us for testing. We will provide copies of our reports to the GGLDC; however, management is responsible for distribution of the reports and financial statements. Unless restricted by law or regulation, or containing privileged and confidential information, copies of our reports are to be made available for public inspection.

The audit documentation for this engagement is the property of Mostert, Manzanero & Scott, LLP and constitutes confidential information. However, pursuant to authority given by law or regulation, we may be requested to make certain audit documentation available to the U.S. Government Accountability Office for purposes of a quality review of the audit, to resolve audit findings, or to carry out oversight responsibilities. We will notify you of any such request. If requested, access to such audit documentation will be provided under the supervision of Mostert, Manzanero & Scott, LLP personnel. Furthermore, upon request, we may provide copies of selected audit documentation to these aforementioned parties. These parties may intend, or decide, to distribute the photocopies or information contained therein to others, including other governmental agencies.

The audit documentation for this engagement will be retained for a minimum of five years after the report release date or for any additional period requested by the regulator. If we are aware that a federal awarding agency or auditee is contesting an audit finding, we will contact the party(ies) contesting the audit finding for guidance prior to destroying the audit documentation.

David E. Brownell, CPA is the engagement partner and is responsible for supervising the engagement and signing the report.

Our fees for these services will be based on the actual time spent at our standard hourly rates. Our standard hourly rates vary according to the degree of responsibility involved and the experience level of the personnel assigned to your audit. Our invoices for these fees will be rendered each month as work progresses and are payable on presentation. Based on our preliminary estimates, the fee should approximate $10,000. If a single audit is required, the fee is estimated to be $11,700 and we will require you to sign an addendum to the engagement letter that covers items specific to a single audit. This estimate is based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the audit. If significant additional time is necessary, we will discuss it with you and arrive at a new fee estimate before we incur the additional costs.

If you intend to publish or otherwise reproduce the financial statements and make reference to our Firm name, you agree to provide us with printer's proofs or masters for our review and approval before printing. You also agree to provide us with a copy of the final reproduced material for our approval before it is distributed. It is agreed by Genesee Gateway Local Development Corporation and Mostert, Manzanero & Scott, LLP or any successors in interest that no claim by or on behalf of either party arising out of services rendered pursuant to this agreement shall be initiated more than three years after the date of the audit report or one year after the date of termination of Mostert, Manzanero & Scott, LLP's services.

We appreciate the opportunity to be of service to Genesee Gateway Local Development Corporation and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you agree with the terms of our engagements as described in this letter, please sign the enclosed copy and return it to us.

Sincerely,

Mostert, Manzanero & Scott, LLP

Mostert, Manzanero & Scott, LLP

RESPONSE:

This letter correctly sets forth the understanding of the Genesee Gateway Local Development Corporation.

By: _____
Board Member

Title: _____ Date: _____

By: _____
Management

Title: _____ Date: _____

Request for another two-month extension on revolving loan fund deferral

Discussion: The Rest & Revive Float Center had previously received a six-month deferral on their current loan with the GGLDC due to Covid-19. They reopened on June 15th and received multiple bookings for float sessions, however, those appointments were to redeem gift certificates purchased in late 2019. They lost 80% of their regular clients due to Covid-19. They are diligently working to book those regulars as well as pick up new clients.

Fund commitment: None.

Board action request: Approval of additional two-month deferral for Rest & Revive Float Center RLF loan payments.

Review of Formation of STAMP Water works and STAMP Sewer works corporations

Discussion: The STAMP onsite water system and on-site sanitary sewer system with off-site discharge will be owned, operated and maintained by two entities that are to be formed under NYS Transportation Corporation Law. The GGLDC with be the sole shareholder of these corporations. The GGLDC has petitioned and received consent from Genesee County Department of Health, Genesee County Highway Department, the Town of Alabama Highway Department, and the Town of Alabama regarding the formation of the water works corporation, and has petitioned and received consent from Genesee County Department of Health, Orleans County Department of Health, the Genesee County Highway Department, the Town of Shelby Highway Department, and the Town of Shelby.

Included in the Board packet is as follows:

Sewer Works Corp. Exhibit A:

1. Genesee County Department of Health cover letter
2. Genesee County Petition to the Department of Health (this includes the basis of design report for the WWTF)
3. Orleans County Department of Health cover letter
4. Orleans County Petition to the Department of Health (the basis of design report was omitted from the Board packet as it is the same information as in the Genesee County Petition).
5. Town of Alabama cover letter
6. Town of Alabama Petition for municipal consent (the basis of design report was omitted from the Board packet as it is the same information as in the Genesee County Petition).
7. Town of Shelby cover letter
8. Town of Shelby Petition for municipal consent (the basis of design report was omitted from the Board packet as it is the same information as in the Genesee County Petition).

Sewer Works Corp. Exhibit B

1. Genesee County Health Department Consent
2. Orleans County Health Department Consent
3. Town of Alabama Board Resolution
4. Town of Shelby Board Resolution

Sewer Works Corp. Exhibit C

1. Certificate of Incorporation
2. Town of Alabama Board Resolution
3. Statement of Organization
4. By-Laws (to be provided at next meeting)

Water Works Corp. Exhibit A:

1. Genesee County Petition
2. Town of Alabama cover letter
3. Town of Alabama Town Board petition
4. Genesee County Highway Superintendent Petition

Water Works Corp. Exhibit B

1. Genesee County Highway Department that consent is not needed
2. Town of Alabama Board Resolution
4. Town of Alabama Highway Superintendent Resolution

Water Works Corp. Exhibit C

1. Certificate of Incorporation
2. Town of Alabama Board Resolution
3. Town of Alabama Highway Superintendent Resolution
4. Statement of Organization
5. By-Laws (to be provided next meeting)

Fund commitment: None.

Board action request: None.

GENESEE GATEWAY LOCAL DEVELOPMENT CORPORATION

RESOLUTIONS OF THE BOARD OF DIRECTORS

The board of directors (the "Board") of Genesee Gateway Local Development Corporation (the "Company"), a New York not-for-profit corporation, does hereby adopt the following resolutions and consents to the taking of the following actions at a meeting, duly called and held, pursuant to New York Not-for-Profit Corporation Law, Section 708.

WHEREAS, the Company, in conjunction with its member the Genesee County Industrial Development Agency d/b/a the Genesee County Economic Development Center, has been working to develop the Western New York Science & Technology Advanced Manufacturing Park ("STAMP" or the "Project"); and

WHEREAS, in furtherance of the Project, the Board believes it to be in the best interest of the Company to form a sewage-works corporation named STAMP Sewer Works, Inc., ("Sewer Works") with the power and purpose, inter alia, of owning and operating the STAMP sewer infrastructure and to provide sewage treatment and discharge services to tenants that are located within the STAMP campus, and Sewer Works has reserved 100,000 gpd capacity for use by the Town of Alabama if an agreement is reached with the Town of Alabama for such sewer services; and

WHEREAS, in furtherance of the Project, the Board believes it to be in the best interest of the Company to form a water-works corporation named STAMP Water Works, Inc. ("Water Works", and together with Sewer Works, the "Transportation Corporations"), with the power and purpose, inter alia, of owning and operating the STAMP water infrastructure and to sell water to tenants that are located within the STAMP campus; and

WHEREAS, in order to incorporate the Transportation Corporations, the Company was by law required to notify and petition the Town of Alabama, the Town of Shelby, Genesee County and Orleans County (with such notifications and petitions attached hereto as Exhibit A), and obtain the consent of such municipalities to incorporate the Transportation Corporations (such consents are attached hereto as Exhibit B); and

WHEREAS, the Company has received all requisite consents from the municipalities and the Board believes it to be in the best interest of the Company to authorize, approve and ratify the incorporation of the Transportation Corporations, and to authorize the officers of the Company to take such action as is necessary to effectuate such incorporation.

NOW, THEREFORE, BE IT RESOLVED, that the incorporation of the Transportation Corporations, including the filing of Certificates of Incorporation and executing the additional corporate formation documents, in substantially the same form as attached hereto as Exhibit C (the "Incorporation Documents"), and the transactions contemplated thereby, be, and hereby are, approved, adopted, confirmed and ratified in all respects; and be it further;

RESOLVED, that Deborah Taberski, serving in the role of Incorporator, is authorized on behalf of the Company to execute, file and deliver the Incorporation Documents, with such additions, deletions, or changes therein as approved by any proper officer of the Company; and be it further

RESOLVED, that the proper officers of the Company be, and each of them hereby is, authorized and empowered to take all such further action and to execute, deliver, and file all such further agreements, certificates, instruments, and documents, in the name and on behalf of the Company, including, without limiting, negotiating, executing and delivering an agreement to provide the Town of Alabama with certain sewer services through Sewer Works; to pay or cause to be paid all expenses; and to take all such other actions as they or any one of them shall deem necessary, desirable, advisable, or appropriate to consummate, effectuate, carry out, or further the transactions contemplated by and the intent and purposes of the foregoing resolutions; and be it further

RESOLVED, that any and all acts and actions previously taken, and any and all agreements or documents previously executed or delivered in connection with the foregoing, be, and they hereby are, approved and ratified as the true acts and deeds of the Company with the same force and effect as if each act or agreement had been specifically authorized in advance by the Board.

Genesee County Economic Development Center

Power People Incentives

The Genesee County Health Department
County Building 2
3837 West Main Street Road
Batavia, NY 14020
Attn: Paul Pettit, Public Health Director

July 21, 2020

Re: Western New York Science & Technology Advanced Manufacturing Park - Sewage-Works Corporation

Dear Mr. Pettit:

The Genesee County Industrial Development Agency d/b/a the Genesee County Economic Development Center ("GCEDC"), in conjunction with the Genesee Gateway Local Development Corporation ("GGLDC"), the non-profit real estate affiliate of the GCEDC, have been working to develop the Western New York Science & Technology Advanced Manufacturing Park ("STAMP" or the "Project"), an advanced manufacturing technology campus on approximately 1,262 acres located on the west side of New York State Route 63/77, approximately five miles north of the I-90/New York State Thruway ("Site") in the Town of Alabama, New York. STAMP is intended to be an economic development engine, providing opportunities for economic growth unlike any other in the greater Buffalo/Niagara and Rochester regions. At full build out, STAMP will feature 6.1 million square feet of development in a natural, sustainable, campus setting. The development on the Site will accommodate various uses such as technology and manufacturing facilities, tech space, agri-businesses, support facilities, office space and ancillary retail. STAMP was specifically designed to accommodate world-class, high-tech companies and as such, it focuses on attracting large, high tech advanced manufacturing tenants, with an emphasis on tenants operating in renewable energy industries.

GGLDC seeks to form a sewage-works corporation to be named STAMP Sewer Works, Inc., which will construct, own and operate all sewer infrastructure and will provide sewage treatment and discharge services to STAMP's commercial tenants. As currently designed, the sewer infrastructure will consist of the following: 1) an on-site waste-water treatment facility ("WWTF") to treat sewage from STAMP tenants; 2) a pump station; 3)

a force main from the STAMP site to Oak Orchard Creek in the Town of Shelby; and 4) related equipment and infrastructure. In order to form a sewage-works corporation, GGLDC must first obtain the approval of the Genesee County Public Health Department of the maps and specifications for this sewer system.

We therefore submit this request that the Genesee County Public Health Department approve the enclosed petition for such approval, which includes as exhibits: (i) a copy of the Force Main, Main Pump Station, & Onsite WWTF Basis of Design Report which includes the maps and specifications for the sewer system; and (ii) a form resolution approving such sewer infrastructure.

Simultaneously with this petition, we are seeking the consent of the Town Board of the Town of Alabama to the incorporation of STAMP Sewer Works, Inc., which will own and operate the sewer system. We wish to provide evidence of the Public Health Department's approval to the Town Board once received, as this approval is a prerequisite to any municipal consent to the formation of a sewage-works corporation, pursuant to Article 10 of the Transportation Corporations Law of the State of New York.

Respectfully submitted,

Genesee County Economic Development Center

By: _____
Mark A. Masse, CPA
Senior Vice President of Operations

Enclosure
cc: Adam Walters, GCEDC Attorney
Doc #8541327.2

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PETITION FOR DEPARTMENT OF HEALTH CONSENT
TO PROPOSED SEWER SYSTEM

TO: THE GENESEE COUNTY PUBLIC HEALTH DEPARTMENT

Petitioner, seeking consent to the construction of a sewer system to supply the Western New York Science and Technology Advanced Manufacturing Park ("STAMP") and its commercial tenants with a sewer system, hereby represents and sets forth:

1. Petitioner has petitioned the Town of Alabama for consent to form a sewage-works corporation, under Article 10 of the Transportation Corporations Law of the State of New York (the "Transportation Corporations Law"), to supply STAMP and its commercial tenants with a sewer system.
2. The entity proposing to form such corporation is Genesee Gateway Local Development Corporation. The name of the contemplated sewage-works corporation is STAMP Sewer Works, Inc.
3. The sewer system, as currently planned, will consist of the following: 1) an on-site waste water treatment facility ("WWTF") to treat sewage from STAMP tenants; 2) a pump station; 3) a force main from the STAMP site to Oak Orchard Creek in the Town of Shelby; and 4) related equipment and infrastructure.
4. Pursuant to Article 10 of the Transportation Corporations Law, the Town of Alabama cannot consent to the establishment of STAMP Sewer Works, Inc. until there shall first be filed with the county department of health having jurisdiction, maps and specifications of the proposed system and such department shall have given its approval thereof.
5. The maps and specifications of the proposed system are within the Force Main, Main Pump Station, & Onsite WWTF Basis of Design Report annexed hereto as Exhibit "A".
6. The Genesee County Public Health Department is hereby requested to review this application and to consent to the construction of the proposed sewer system, in the form of the resolution attached hereto as Exhibit "B".

Batavia, New York
Dated July 22 2020

GENESEE GATEWAY LOCAL DEVELOPMENT CORPORATION

By: Don Cunningham
Name: Don Cunningham
Title: Chairman

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EXHIBIT A
[BASIS OF DESIGN REPORT ATTACHED]

STAMP Force Main, Main Pump Station, & Onsite Wastewater Treatment Facility

Basis of Design Report

For The

Genesee County Economic Development Center

June 2020

ARCHITECTURE
ENGINEERING
PLANNING
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I. General

A. Background

The Genesee County Industrial Development Agency d/b/a/ the Genesee County Economic Development Center (GCEDC) and its affiliate, the Genesee Gateway Local Development Corporation (GGLDC), have been working for the last several years on the development of the Western New York Science & Technology Advanced Manufacturing Park (STAMP). The Site is planned as an advanced manufacturing campus on approximately 1,262 acres of land in the Town of Alabama, New York located along the west side of New York State Highway 77/63 (north of Judge Road) approximately five miles north of the I-90/New York State Thruway (STAMP Site).

At full build out, STAMP will be a high technology campus with the potential to accommodate over 6 million square feet of advanced technology manufacturing and related uses and to create up to 10,000 jobs. The GCEDC, as lead agency pursuant to the State Environmental Quality Review Act (SEQR), prepared a Generic Environmental Impact Statement (GEIS) and a Smart Growth Impact Statement ("SGIS") that analyzed the potential impacts of STAMP pursuant to the requirements of the SEQR and the State Smart Growth Public Information Policy Act.

In January 2012, the Final GEIS for STAMP was accepted as complete. The FGEIS identified alternatives for wastewater treatment for STAMP and assumed a maximum of 3 million gallons per day (MGD) of sanitary discharge would be needed. The preferred treatment alternative at that time included an onsite Wastewater Treatment Facility (WWTF) with a discharge to either Oak Orchard Creek, Whitney Creek or Tonawanda Creek. Based on feedback received during the GEIS process, several meetings with the neighboring Tonawanda Seneca Nation, and changes in the development of the STAMP Site to focus on the semiconductor industry, new alternatives for treatment were developed.

In August of 2013, a Conceptual Water and Wastewater Alternatives Analysis and Recommendations Report identified potential sanitary sewage conveyance and treatment options for the STAMP project, including 1.0 million gallons per day (MGD) of sanitary sewer effluent and 11.0 MGD of industrial process wastewater. Based on this report, the Village of Medina Wastewater Treatment Facility (Medina WWTF) was selected as the preferred sanitary sewer effluent treatment alternative.

The Tonawanda Seneca Nation voiced concerns with discharging effluent to Whitney Creek which flows into the Tonawanda Creek. The Tonawanda Creek flows through the Tonawanda Seneca Nation and it is an essential part of their cultural heritage. Another concern expressed by the New York State Department of Environmental Conservation (NYSDEC) was discharges to Whitney Creek and how that could affect the hydrology of the Tonawanda Wildlife Management Area. By utilizing the Medina WWTF and connecting to an established collection system, potential effects associated with discharging to Whitney Creek or directly to the Tonawanda Creek could be avoided.

A Memorandum of Understanding (MOU) was developed between the Village of Medina and the GCEDC which outlined the process of analyzing potential discharge routes through the Village, analyzing potential capacity upgrades at the Medina WWTF, and overall project implementation and ownership. However, in May 2017, the MOU with the Village expired so other means of wastewater disposal was deemed necessary. Additionally, by utilizing onsite recycling for the industrial process water, the overall potential total volume of wastewater has decreased significantly from 12 MGD to 6 MGD, causing a change in the proposed treatment methods and discharge location. More importantly, as noted in the 2013 Conceptual Water and Wastewater Alternatives Analysis and Recommendations Report, the need for a potential future large diameter force main "big sewer" for the disposal of process water is no longer needed.

With a reduced wastewater discharge maximum requirement of 6.0 MGD, onsite alternatives were once again considered feasible. Offsite effluent discharge locations were reviewed and analyzed as part of an ongoing effort to minimize environmental impacts and overall project costs for the overall wastewater solution. The review included input from the NYSDEC. Oak Orchard Creek near NYS Route 63, just north of the Iroquois Wildlife Refuge, was determined to be the preferred discharge location.

Several layout options were considered for an onsite WWTF, onsite pump station, and offsite discharge location. The preferred alternative involves an onsite Sequential Batch Reactor (SBR) sanitary sewer treatment facility that will discharge effluent to an onsite wastewater pump station. The WWTF will be designed to be easily expandable at treatment capacity levels of 0.25, 0.50, and 1.00 MGD. The onsite wastewater pump station involves a pump station and force main sewer that will collect and discharge pretreated manufacturing process wastewater effluent and treated effluent from the onsite WWTF. The pump station will be designed to be easily expandable at capacity levels of 3.0 MGD and 6.0 MGD. The STAMP team is currently working through the permit process with the U.S. Fish and Wildlife Service (USFWS) for the offsite force main and has begun design and permitting efforts for the onsite WWTF.

B. Purpose

A new onsite wastewater treatment facility (WWTF) will be constructed to treat the sanitary wastewater generated by the manufacturing tenants. The process wastewater generated by the tenants will be treated at the tenants' facilities. After treatment, the effluent flow from the onsite WWTF and the treated process wastewaters will be combined at the main pump station (MPS) wet well and then pumped to the discharge location in Oak Orchard Creek, north of Shelby Center in Orleans County through a force main (FM).

This report will outline the design of the FM, MPS, and the onsite WWTF, as well as describe the basis of design for the equipment and treatment processes. All work was designed within the accepted criteria of the Recommended Standards for Wastewater Facilities, 2004 Edition (commonly referred to as the "10 States Standards") and TR-16 Guides for the Design of Wastewater Treatment Works (referred to as "TR-16).

Force Main and Main Pump Station

II. Project Information

A. Site Location

The existing STAMP Site consists of agricultural land located within the Town of Alabama (Town). The location of the proposed STAMP Site including the location of the onsite MPS is shown in Figure 1, and the route of the new FM is shown in Figure 2.

B. Design Flows

The wastewater produced at the STAMP Site will increase incrementally as the STAMP Site is developed. Therefore, the MPS and wet well will be built in phases in response to these increasing flows up to the anticipated full-build flow rate of 6.0 MGD. The FM will be constructed to convey up to 6.0 MGD.

C. Effluent Discharge Location

Based on estimated construction costs, existing water quality, and input from the NYS DEC and all stakeholders, Oak Orchard Creek was determined to be the preferred body of water for discharge. The proposed discharge location is on the north side of the Hamlet of Shelby Center, along South Gravel Road (NYS Route 63). A map showing the selected route and discharge location is shown in Figure 2.

III. Proposed Project

The 2014 edition of the Recommended Standards for Wastewater Facilities, or Ten States Standards (10SS) and the 2011 Edition of the Guides for the Design of Wastewater Treatment Works, or TR-16, were used as references and guidance for the design of the proposed pump stations and force main.

A. Main Pump Station (MPS)

The treated onsite WWTF effluent and the tenant's treated process wastewater will be directed to the wet well of the MPS. The combined flow will be pumped to the outfall location through the FM. The proposed MPS will be constructed on the designated utility parcel located on the western side of Crosby Road, just south of the Main Access Road within the STAMP Site. The wet well and MPS building will be constructed to the east of the onsite WWTF. Figure 3 shows the utility parcel located on the overall STAMP site plan and Figure 4 shows the site plan of the WWTF and MPS within the utility parcel.

The MPS will utilize a rectangular concrete structure sized in accordance with Ten States Standards to handle flows from both the WWTF and the treated process water produced from the tenants at the STAMP Site. The full build-out wet well will have a storage volume of approximately 50,000 gallons. The storage will be provided by a 41'x15' tank, which will be separated by a divider wall in order to isolate flow to specific pumps. The operating range of the wet well will be approximately 10 feet vertically. Just outside of the wet well on the downstream side will be a precast concrete vault to house check valves and isolation valves for each pump.

Each section within the wet well will include two submersible pumps, with a total of 4 pumps. At full build out of the site and pump station, 3 submersible pumps will be in operation capable of pumping 6.0 MGD, with the 4th pump acting as a backup. Pumps will cycle in order to ensure equal wear on the pumps for maintenance purposes. The initial stage will include installation of 2 pumps with the ability to pump approximately 4.0 MGD, and new pumps will be added as flows onsite increase until full build out is reached.

The wet wells will include ventilation for both intake and exhaust of air using explosion proof equipment. In addition, a vault will be constructed to house a magnetic flow meter to measure flow pumped from the pump station. The ventilation of the full build-out wet well and dry well is designed to meet the requirements as outlined in Ten States Standards.

The controls for the submersible pumps will be housed in a metal sided enclosure. This enclosure will also house the utilities to the pump station including potable water and electric services.

B. Force Main

1. Location

The proposed force main is located between the MPS and the proposed discharge location. The route is along portions of Crosby Road and a proposed access roadway on the STAMP Site, north along Allegany Road (NYS Route 63) in the Town of Alabama, South Gravel Road in the Town of Shelby to the discharge point along Oak Orchard Creek. The discharge point is just north of the Hamlet of Shelby Center in Orleans County. The installation involves approximately 45,000 linear feet consisting of a combination of 24-inch DR-14 PVC, 20-inch diameter DR-11 HDPE, and 18-inch diameter DR-18 PVC sanitary force main, metering vaults, and maintenance manholes. The force main route is shown on Figure 2.

2. Design

The force main design considered effluent velocity, total dynamic head (TDH), and maximum rated working pressures for multiple diameters of PVC and HDPE sanitary force main. The system curve for the FM can be found in Appendix A at the end of this report.

A combination of pipe sizes and pressure ratings was selected to best accommodate the wide range of flow conditions and reduce pipe friction losses at the future higher flow. The force main was broken up into three conceptual sections, South of the Wildlife Refuge, inside the Wildlife Refuge, and north of the Wildlife Refuge. Given the anticipated soil conditions (moist peat and organics) and to reduce impacts, the force main within the Refuge will be installed by horizontal directional drilling (HDD) methods using fused high-density polyethylene pipe (HDPE). The wall thickness of HDPE pipe for the expected pressures is significantly greater than PVC pipe.

Pressures in the force main are expected to be highest within the southern section; in this area a 24" DR-14 PVC pipe was selected in order to ensure that the pipe could handle the higher expected head from the pump station. Inside of the refuge, the pipe size will be reduced to a 20" HDPE in order to accommodate the directional drilling methods required. On the north side of the refuge, the pipe will be further reduced since the anticipated pressure is lower. Outside of the refuge to the north, directional drilling methods will not be required, and therefore 18" DR-18 PVC pipe will be used.

To prevent settling of solids, the minimum flow required to maintain 2 ft/s in the 24" DR-14 PVC main (21.89" ID) is 2,346 gallons per minute (GPM). For the initial phases of the STAMP site, the temporary pump station will be operated to provide a flushing velocity through the main for an extended period of time. The temporary wet well has a volume of 0.50 MGD, this provides 3.6 hours of 2,346 gpm flow which will flush the entire length of FM to the outfall. It should also be noted that the proposed flow through the force main will be treated effluent and is not expected to have significant levels of solids or grit to settle in the pipe.

3. Profile

Overall, the force main route from the MPS to the discharge location is generally downhill with multiple high points along the route. The force main exits the MPS at 661.00' and the discharge structure invert in Oak Orchard Creek is approximately 616.00'. Therefore, the discharge elevation of the force main is approximately 45 vertical feet lower than the discharge elevation of pumps in the MPS.

The overall downhill alignment requires consideration of the effects of siphoning and gravity flow, especially for northern most section of the force main. An actuated control valve will be installed on the force main near the discharge point to prevent the force main from draining by gravity and to ensure the pipe remains full.

The PVC force main will be installed at a constant minimum slope of 0.5%, within the open cut areas and where the force main will be installed by HDD method, the HDPE pipe will be drilled at a minimum of 1.0% slope. The force main pipe is purposely installed sloping up and down along the route to provide designated high points for releasing air within the pipe. Air release valves will be installed within maintenance manholes at these high points.

4. Maintenance Manholes

Maintenance manholes will be installed at each high point along the route of the force main between the STAMP Site and the discharge location. Each manhole is a 6'-0" diameter precast concrete structure that contains an internal access ladder, a removable section of pipe, air release/vacuum breaker valve, and vent piping. Air-release/vacuum breaker valves are required to prevent air from becoming captured inside the force main pipe, which causes flow constrictions and results in poor pumping efficiencies. The removable fitting provides a means to access the force main for flushing, testing and bypass pumping purposes. The fitting consists of a 24" long straight section of ductile iron pipe that can easily be removed for the attachment of other fittings, testing equipment or bypass pumps. Each manhole will also have a 24" diameter cast iron manhole cover placed on top for access to the internal components. The cover will be installed so it is level with the finish grade will be placed over top of the pipe for access.

Since some of these maintenance manholes are in areas where the high-water level would be above the elevation of the air release/vacuum valve, the air release/vacuum breaker piping must extend above grade to ensure the air release valve vents the air properly. For these locations, a 2" diameter galvanized steel vent in the shape of a candy cane that extends approximately 2' above the high-water level will be required. The vent will contain a screen over the end of the pipe to prevent animals from entering the vent piping. The piping will be painted to blend in with the surroundings.

Main line valves will be installed approximately every 1,000 feet along the force main to provide a means to isolate sections of the force main for testing and maintenance purposes.

5. Sampling Metering

An 18" magnetic flow meter, located on the discharge piping within the new Main Pump Station building, will monitor the instantaneous and total flows exiting the STAMP Site. An automatic sample will collect a composite sample of the combined treated process wastewater and treated sanitary wastewater. Magnetic flow meters will also be installed at both the south and the north end of the Wildlife Refuge to monitor any unexpected loss within the Refuge limits.

6. Main Line Valves

The force main will require numerous main line valves along the route from the STAMP Site to the discharge location. Valves are located at each of the maintenance manholes and both of the metering manholes. The valves provide a means to isolate sections of the force main for testing and maintenance purposes. Each valve requires a cast iron valve box, installed to finish grade, for access to the valve's operating nut. The top of the valve box is approximately 8" in diameter and installed level with the finish grade.

7. Force Main Markers

Fiberglass pipeline markers will be placed at periodic intervals along the entire force main route. Each marker is approximately 4" wide and extends 5' above grade. The markers are used to help identify the location of the underground pipe, especially during the winter months and within heavily vegetated areas. A total of 14 markers will be installed within the Iroquois NWR area.

Onsite WWTF

IV. Project Information

A. Site Location

The existing STAMP Site consists of agricultural land located within the Town of Alabama (Town). The location of the proposed STAMP Site including the location of the onsite WWTF is shown in Figure 1.

B. Design Flows

The sanitary wastewater produced at the STAMP Site will increase incrementally as the STAMP Site is developed. Therefore, the WWTF will be built in phases in response to these increasing flows. The full-build WWTF described in this report will be able to treat the expected full-build flow including 100,000 gallons per day (GPD) of treatment capacity allocated to the Town for future use. Therefore, the design average daily flow rate will be 1.0 MGD. The design flow rate is described in the table below.

DESIGN FLOW RATE

Average Daily Flow	1.0 MGD

C. Design Loadings

The sanitary wastewater produced at the STAMP Site is anticipated to have typical sanitary wastewater characteristics. The WWTF will be designed to treat the influent concentrations and loadings of contaminants. The table below summarizes these contaminants including 5-day biochemical oxygen demand (BOD_5), total suspended solids (TSS), total Kjeldahl nitrogen (TKN), ammonia, and total phosphorus (TP). The loadings were determined from the design average daily flow of 1.0 MGD.

DESIGN INFLUENT CONTAMINANT CONCENTRATIONS AND LOADINGS

Contaminant	Concentration (mg/L)	Loading (lbs/d)
BOD_5	300	2502
TSS	250	2085
TKN (as N)	60	500
Ammonia (as N)	40	334
TP (as P)	4	33

D. Design Water Quality Treatment Limits

The New York State Department of Environmental Conservation (NYSDEC) has provided draft State Pollutant Discharge Elimination System (SPDES) permit limits based on water quality in Oak Orchard Creek near the proposed discharge location. The WWTF is designed to remove the influent contaminants to meet these discharge permit limits at the design flow rate. The table below summarizes some parameters from these limits. Complete draft SPDES permit limits are provided in Appendix B.

SELECTED SPDES DRAFT PERMIT LIMITS

Parameter	Limit
Flow Rate	1.0 MGD
pH	6.0 - 9.0 S.U.
BOD5	5.0 mg/L
TSS	10 mg/L
Ammonia (as N)	1.2 mg/L, Summer
	1.9 mg/L, Winter
TP (as P)	0.20 mg/L
Fecal Coliform	200 CFU/100mL

These limits include very low phosphorus discharge limits and fecal coliform removal requirements. Therefore, the WWTF will include a disc filter to remove phosphorus and a UV system to provide effluent disinfection.

V. Proposed Design

The WWTF will utilize a sequencing batch reactor (SBR) process, as well as disc filters, and a UV disinfection system to treat sanitary wastewater. This biological treatment process is suited to accept sanitary wastewater and biological waste streams such as from food processing plants. The facility will also include a screw press to dewater solids for final landfill disposal. The process design calculations and proposed equipment are provided in Appendix C. The site plan and process flow diagram can be found in Figures 4 and 5, respectively.

The STAMP sewer collection system will flow by gravity to convey wastewater from the STAMP tenants to the WWTF. The STAMP gravity sewer will enter the WWTF site approximately 15 ft below grade. Therefore, the wastewater will need to be lifted to grade to flow through the treatment process. The STAMP gravity sewer would be extended to connect to the influent wet well where submersible pumps will lift the wastewater to grade allowing flow by gravity to occur through the remaining system. After the influent wet well, wastewater will flow through a mechanical bar screen, which will remove large particles and debris. It will then flow to a distribution box which will evenly distribute the flows to the SBR basins.

The SBRs operate in sequences of batch treatment cycles beginning with aeration, then settling, and decanting. During the aeration cycle, oxygen is added for bacteria to consume the contaminants within the wastewater. The air is then turned off to allow the bacteria to settle to the bottom of the tank. This allows treated effluent to be decanted from the end of the SBR basins.

To remove phosphorus a coagulating agent such as aluminum sulfate will be added to the SBR to precipitate out phosphorus. This chemical will be stored in a chemical bulk storage area located in the headworks and control building. The chemical bulk storage areas will include spill prevention measures including double containment equal to the largest storage volume per NYSDEC bulk storage requirements.

The SBR effluent would then be filtered through a disc filter to remove the phosphorus to the required discharge levels. The clear effluent would then flow through a UV disinfection system before discharge to the MPS wet well on the STAMP site.

The biomass removed from the SBR basins will be pumped to the aerated sludge holding tanks (SHT). A dewatering building will be constructed to press the sludge to a higher solids concentration. This material can then be disposed of through solids hauling to a landfill.

The proposed designs are in accordance with the standards specified in 10 States Standards as well as *TR-16*.

A. Headworks

The headworks will include the influent wet well and the influent channel which will include the bar screen and Parshall flume meter to measure the influent flow rate. The flow will then proceed to the distribution structure which will distribute flows evenly to the SBRs. The headworks equipment will be installed within the headworks and control building which will also include the

chemical bulk storage facilities, see below, and the process equipment to operate the SBRs including the aeration blowers. The headworks and control building will also house the controls for the SBRs and will serve as the operations center of the facility.

Influent Wet Well

The influent pipe will connect to the 10-foot manhole wet wells which will house submersible pumps to lift the influent flows to the influent channel at grade. One manhole will be installed initially, and the pumps will be expandable in response to increasing wastewater flows as the STAMP Site is developed.

Bar Screen

A new bar screen will be installed within the concrete influent channel to remove large particles and debris. The bar screen is designed for flows of 2.0 MGD and includes 1/4" wide bars with 1/4" openings, set at a 30-degree angle as specified in Sections 61.121 and 61.122 of 10 State Standards. The bar screen is automatically cleaned by a rake conveyor operated by a ½ HP premium efficiency motor and variable frequency drive (VFD).

Washer Compactor

The screenings will be emptied into a washer compactor. The washer compactor is designed to accept debris up to 4", including clothes, metal, wood, concrete and other harsh materials. Operating on a ¾ HP premium efficiency motor, the compactor will reduce the volume of trash and solids by more than 80% and will be run on variable speed drives (VFDs) to limit electric usage and operate more efficiently. The washer compactor will compact the screenings and will provide water to wash the screening to reduce odors.

B. Distribution Structure

Following the headworks, wastewater will flow into a distribution structure which will include chambers that distribute the flows evenly to the SBR treatment tanks. The chambers will include slide gate valves to isolate the flows from the SBRs for maintenance.

C. Treatment Tanks

Sequential Batch Reactors

The facilities will be constructed with two SBR plants, each treating 0.5 MGD. One plant will consist of three rectangular concrete tanks. The SBRs will utilize the Intermittent Cycle Extended Aeration (ICEAS) process which is a continuous flow biological treatment method which combines multiple treatment processes into one tank. The process is automatic and combines the aeration system, blowers, pumps, mixers, effluent decanter and monitoring via one control system. The process does not require primary or secondary settlement tanks or return sludge pumping like traditional activated sludge facilities. Influent flow is distributed to all three SBR tanks where any flow or loading variations are evenly spread across the tanks.

The 30' wide by 86' long SBR tanks will have a side water depth of 15'. A 12" thick precast concrete pre-react wall, located 10' from the influent end of the tanks will be constructed within each SBR tank to create a pre-react zone. Each pre-react wall will contain four (4) 18" square openings located at the bottom to allow flows to exit the pre-react zone to the treatment portion of the tank. PVC aeration piping containing fine bubble diffusers will be installed along the entire bottom of the tank. The fine bubble diffusers consist of 9" diameter EPDM discs. The tanks will be partially buried, utilizing catwalks along the top of the tank for access to the equipment and pumps in the tanks. A new steel staircase will be installed leading up to the catwalk. At the effluent end of the SBR tanks will be a stainless-steel decanter which consists of an adjustable weir to allow the upper portion of the settled wastewater to be removed while also keeping out any floatable materials. A butterfly valve located on the effluent piping will be installed to control effluent flow or isolate the SBR tanks for maintenance purposes.

The SBRs will be operated in batches. Wastewater will enter the pre-react zone where air will be continuously provided at a high rate to oxygenate the wastewater and provide for enhanced organics removal before proceeding to the treatment portion of the SBR tanks. During normal average daily flows, the SBRs will aerate for 2 hours where biological oxidation and reduction occurs. After this period, the air will be shut off to the SBR via an actuated valve, and the aeration and mixing process will cease for one hour which allows the solids to settle to the bottom of the tank. This occurs while influent wastewater continues to flow into each SBR. After an hour of settling time, the decanter weir is slowly lowered for treated wastewater to flow to the effluent piping.

After water has been drawn down to a specified level, based on capacity designs, the decanter rises, and the aeration and mixing process begins again. During periods of wet weather and high flows the control system automatically enters the storm mode where each decant cycle operates for 75% of the normal cycle time, and capacity will increase.

Sludge Holding Tanks

The SBR tanks will be further sectioned at the influent end of the tanks for the sludge holding tanks (SHTs) Settled sludge will be removed from the SBR tanks using submersible solids handling pumps and discharged into the SHTs. The pumps will be mounted to rails on the side of each SBR tank and will operate for a pre-determined time and frequency based on the accumulated sludge level. The SHTs will be aerated with fine bubble diffusers to prevent the sludge from becoming anaerobic and to provide for some aerobic digestion. Sludge will be allowed to settle and thicken with the supernatant being removed from the SHTs and returned to the head of the plant. This thickened and digested sludge will then be removed from the SHTs using submersible solids handling pumps and sent to the screw press for dewatering.

D. Aeration Blowers (SBRs)

Aeration for the SBRs will be provided by positive displacement blowers installed within the headworks and controls building. The blowers will utilize premium efficiency motors and VFDs to control the amount of air flow delivered to the SBRs under a wide range of flow conditions. Dissolved oxygen sensors located within each SBR and local control panels will monitor the dissolved oxygen content and be used to automatically adjust the amount of air delivered to each SBR using an actuated butterfly valve. Blowers will also be provided for the SHTs.

E. Filter Building

To achieve the required discharge limits of effluent phosphorus, disc filters will be installed following the SBRs. Phosphorus will be removed by adding alum to the SBR tanks. The phosphorus will precipitate and settle out of the wastewater and the disc filters will provide further removal of precipitated phosphorus and particles from the SBR decant. These disc filters will be installed within a concrete block building, as required by TR-16 Section 7.2.10.4. The filters will bring the total suspended solids levels below 10 mg/L.

Inside the filters, influent water enters between a pair of discs and water passes outward across the discs. The filtered water then flows by gravity into a common collection well and exits the unit through the outlet pipe. The filtering discs are constructed using a woven 316 stainless steel mesh as the filtration medium. As water passes across the rotating discs, solids accumulate on the disc surface, which creates head loss. This causes the water level between the pairs of discs to increase. When the water reaches a certain level, a level sensor activates an automatic spray wash cleaning sequence. The filter units will be expandable to allow for increasing numbers of discs to be installed in response to increasing wastewater flows as the tenants occupy the site.

Each disc has its own spray header to ensure efficient disc cleaning. The spray wash water (backwash reject) from each set of discs is collected in a common channel and then purged from the unit through a stainless-steel drain valve. The reject water will flow by gravity to a pump station which will pump the filter backwash back to the head of the plant.

F. Disinfection

Following the disc filters a UV disinfection system will be installed to inactivate any microorganisms still in the treated water to meet the effluent disinfection requirements. Upon exiting the disc filters, the effluent will flow through a meter, to measure the flow rate, and into the new ultraviolet disinfection structure. The structure will contain a concrete channel with a serpentine weir near the outlet of the structure. The weir is used to maintain a constant water level within the channel, guaranteeing that all UV bulbs are submerged at all times.

The main components of a UV disinfection system are the arc lamps, a reactor, and ballasts. The UV equipment will be installed within the channel. The system will include expandable modules which will allow installation of increasing amounts of UV lamps in response to increasing wastewater flows as the STAMP Site is developed.

The proposed system utilizes low pressure, high output lamp technology in accordance with energy efficiency best practices. This system will contain two banks of UV lamps to provide redundancy. The UV system will provide a UV dose of 30 mJ/cm^2 at the peak design flows per standards.

Due to grading of the site and the required slopes and depths of the effluent pipe system, the UV channel will be housed within a recessed concrete structure. The operator will utilize a concrete stairway to access the lower level of the structure. All critical electrical panels will be placed at grade level, rather than in the vault to avoid potential damage in the event of a backup. A small davit crane will be installed to help lift the modules from the channel.

G. Screw Press Dewatering

The screw press machines will be installed in the dewatering building. The screw press will be installed above a recessed sump with grated flooring and drain for wash down of the machine. The screw press will be fed from the submersible pumps in the SHTs. The motion of the screw will increase the pressure of the sludge against the screen to dewater the material. The screw press drive and the filtrate recycle pump will be operated on VFDs.

The screw press will be able to process the aerobically digested sludge and will be able to dewater to greater than 20% total solids with 95% solids capture. The system includes a filtrate recycle system to ensure solids capture. An emulsion polymer make-down unit will meter polymer to an injection device adding polymer to the sludge before the screw press.

During pressing, the exterior of the screen is continually washed and following pressing, the screen is washed down. The filtrate will exit the machine from the bottom and will flow through the drain in the sump to the dewater return line to the head of the plant.

The dewater building will be designed for two screw press machines, each sized to handle the sludge generated from the 0.5 MGD SBR plants. The dewatered material will empty into a dump truck that will remove the material from the site for final disposal at a landfill.

H. Site & General Facility

A new asphalt driveway will be installed around the WWTF Site to provide access to the buildings and tanks. The new driveway will connect to the access road to the north of the site. A new generator will be installed on site and connected to the facility in order to provide backup power.

I. Odors

The treatment processes where odors are a concern are contained within buildings to mitigate odors. The only location where raw, untreated wastewater will be exposed to the atmosphere is enclosed within the headworks and control building. The SBR process and aerated sludge process will not produce strong odors. The dewatering process, where aerated sludge is dewatered, will be enclosed within the dewatering building and the material will be immediately removed from the site to the landfill for final disposal following dewatering.

J. Chemical Storage

The chemicals stored on site will include alum for phosphorus precipitation and polymer for screw press dewatering. The alum will be stored in a chemical bulk storage area located in the headworks and control building. The polymer will be stored in a chemical bulk storage area in the dewatering building. The chemical bulk storage areas will include spill prevention measures including double containment equal to the largest storage volume per NYSDEC bulk storage requirements.

VI. Operations

A. Facility Operations

The Town does not have a municipal sanitary sewer collection or conveyance system. Therefore, the GCEDC intends to form a sewer-works corporation to own and operate all STAMP sewer infrastructure including the WWTF.

B. Emergency Response

The local emergency management services such as fire departments and medical services will be trained for emergency safety and response at this facility. Specific procedures such as emergency startup of the backup generator and shutdown of specific equipment will be outlined, and training will be provided by the operators of the facility. The emergency management services will be taught the hazards of the chemicals stored on site. Diesel will be stored in a tank on-site for the emergency backup generator. This tank will be clearly marked, and the concerns will be defined for the emergency management services.

VII. Conclusion

The offsite sanitary sewer project is an integral and critical part of the necessary infrastructure for the STAMP Site. The project design avoids and minimizes potential environmental impacts. The GCEDC is committed to providing safe and reliable wastewater treatment at the onsite WWTF and developing a facility that will meet the current and future needs of water quality and treatment capacity at the STAMP Site. These specific projects will be imperative in achieving these goals.

Figure 1

General Location Map

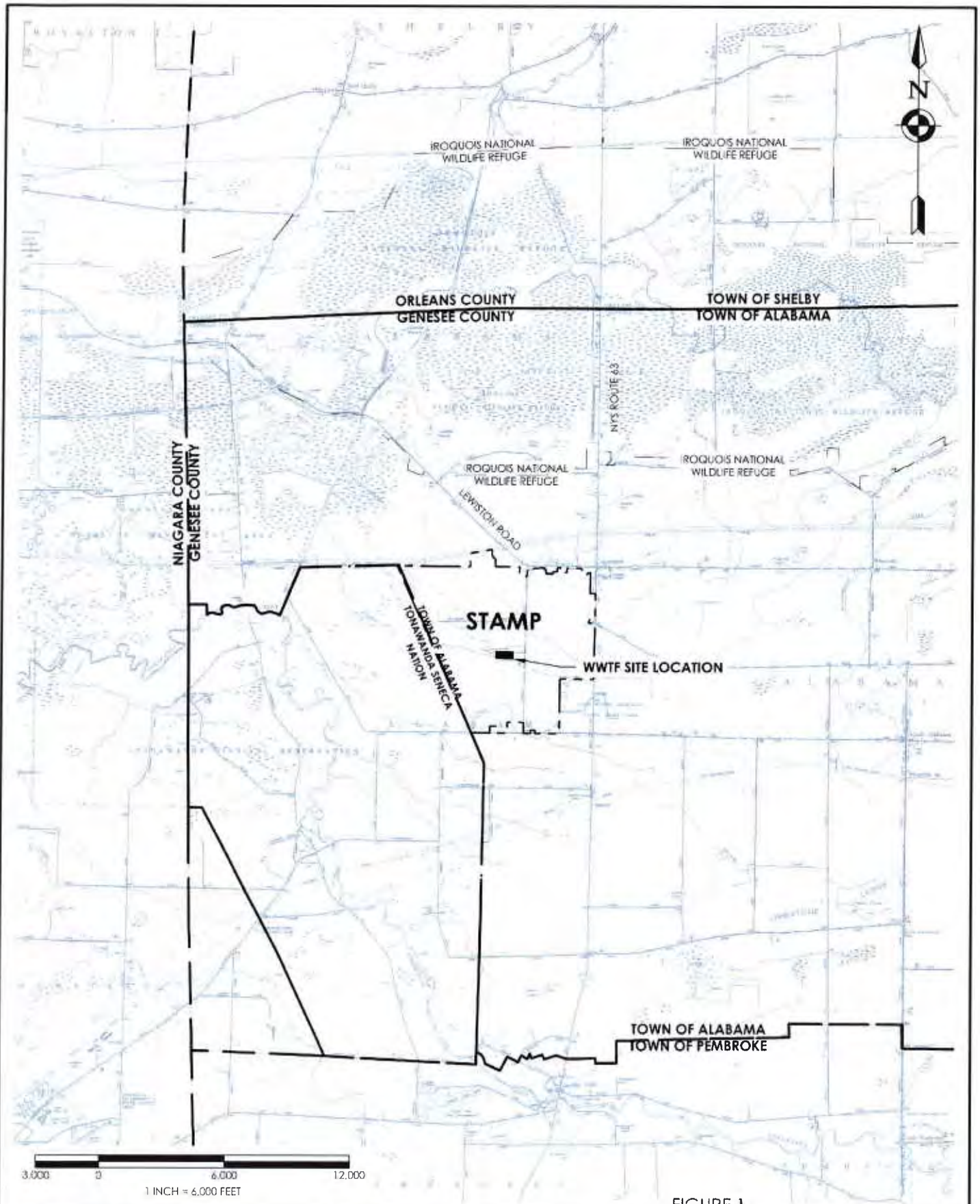

FIGURE 1

306 ST. PAUL STREET, SUITE 500
ROCHESTER, NEW YORK 14604
TEL (800) 274-9000
FAX (585) 232-5836
CPLteam.com
ARCHITECTURE • ENGINEERING • PLANNING

DATE:	4/27/20
DRAWN:	ZLA
CHECKED:	ARK
SCALE:	AS NOTED
PROJ. #:	14822.00

STAMP SITE GENERAL LOCATION MAP

WNY STAMP OFFSITE SEWER

TOWN OF ALABAMA AND TOWN OF SHELBY, NEW YORK STATE

Plotted By: Nick Boyer
Date last plotted: 5/21/2020 8:12 AM
Date last accessed: 5/18/2020 3:33 PM
Referenced Drawings: None
Drawing Name: J:\PROJECTS\GCEDC\STAMP Offsite Sewer\D Design\ACAD\Civil\Figures\Location Map May 2020.dwg

Figure 2

Proposed FM Route

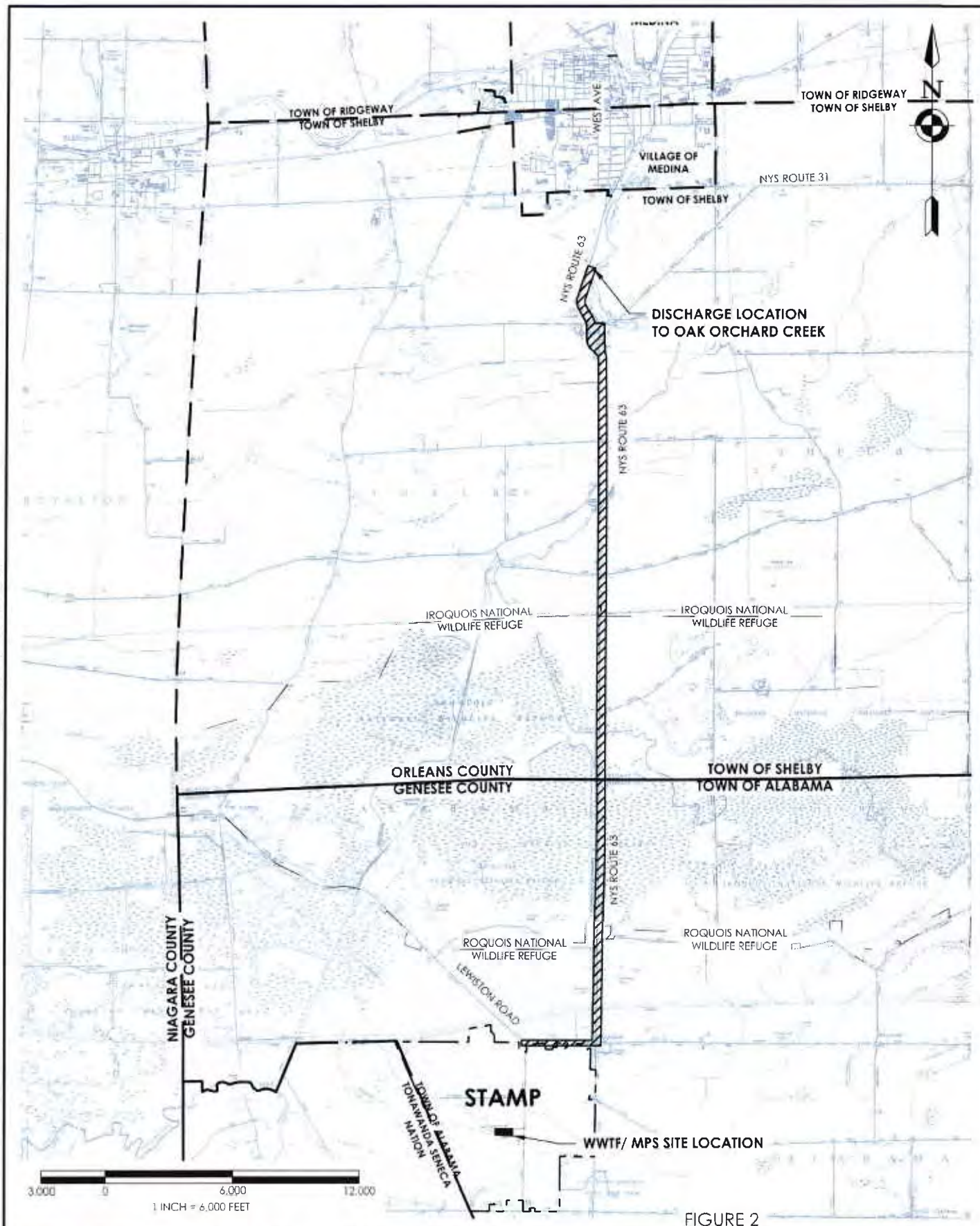

FIGURE 2

205 ST. PAUL STREET, SUITE 330
ROCHESTER, NEW YORK, 14604
TEL (800) 274-9000
FAX (585) 232-5836
CPLteam.com
ARCHITECTURE • ENGINEERING • PLANNING

DATE:	4/27/20
DRAWN:	ZLA
CHECKED:	ARK
SCALE:	AS NOTED
PROJ. #:	14822.00

FORCE MAIN GENERAL LOCATION MAP

WNY STAMP OFFSITE SEWER

TOWN OF ALABAMA AND TOWN OF SHELBY, NEW YORK STATE

Referenced Drawings: None
Drawing Name: J:\PROJECTS\GCEDC\STAMP Offsite Sewer\D Design\ACAD\Civil\Figures\Location Map May 2020.dwg
Date last accessed: 5/21/2020 8:13 AM
Date last plotted: 5/26/2020 2:14 PM
Plotted By: Zach Anderson

Figure 3

Overall STAMP Site Plan

STAMP - MASTER BUILD OUT PLAN

SUNY SCIENCE AND TECHNOLOGY ADVANCED MANUFACTURING PARK (STAMP)

JUNE 2020

Genesee County Economic Development Center

INVEST BUFFALO NIAGARA

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Figure 4

MPS and WWTF Site Plan

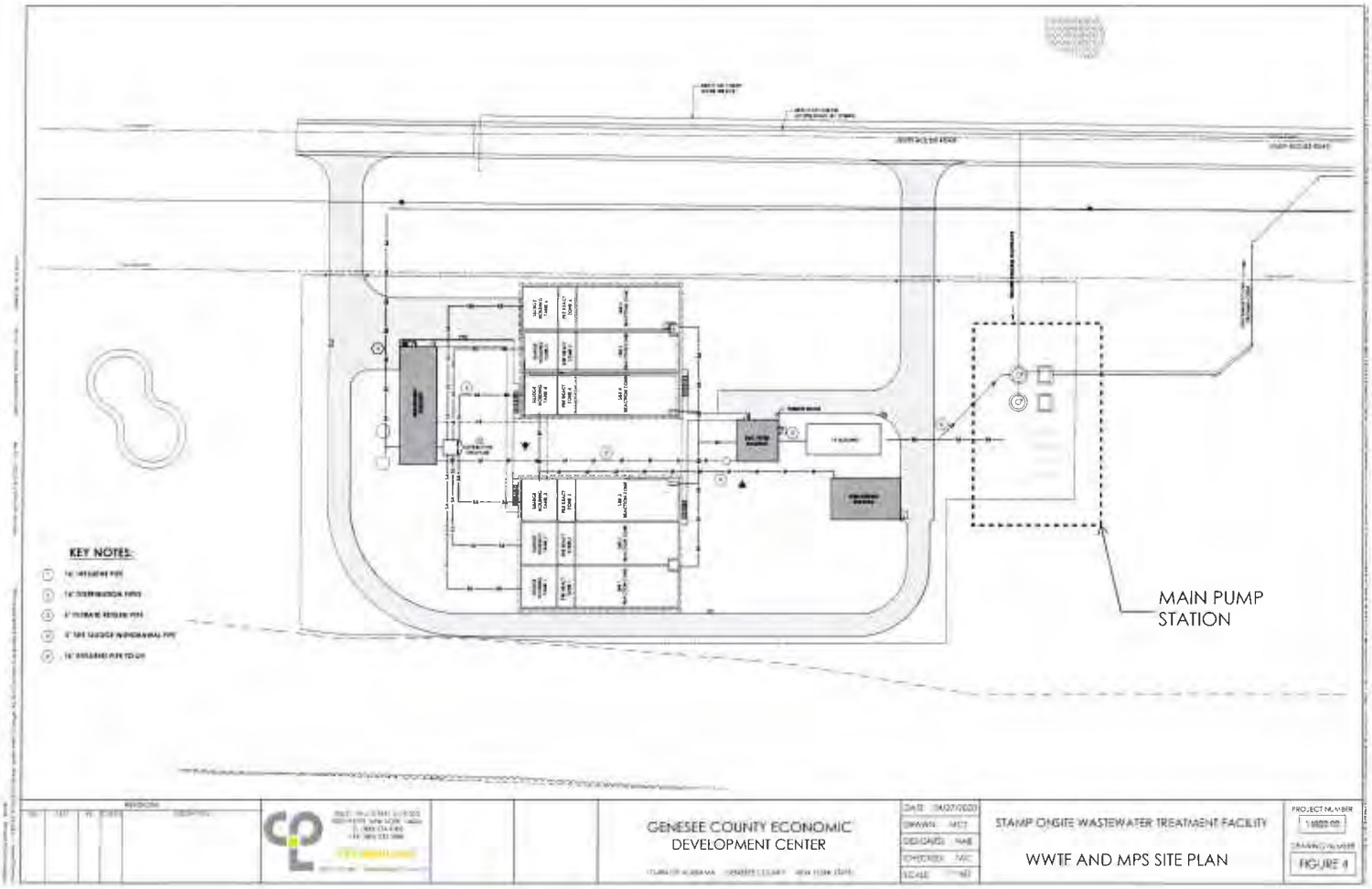
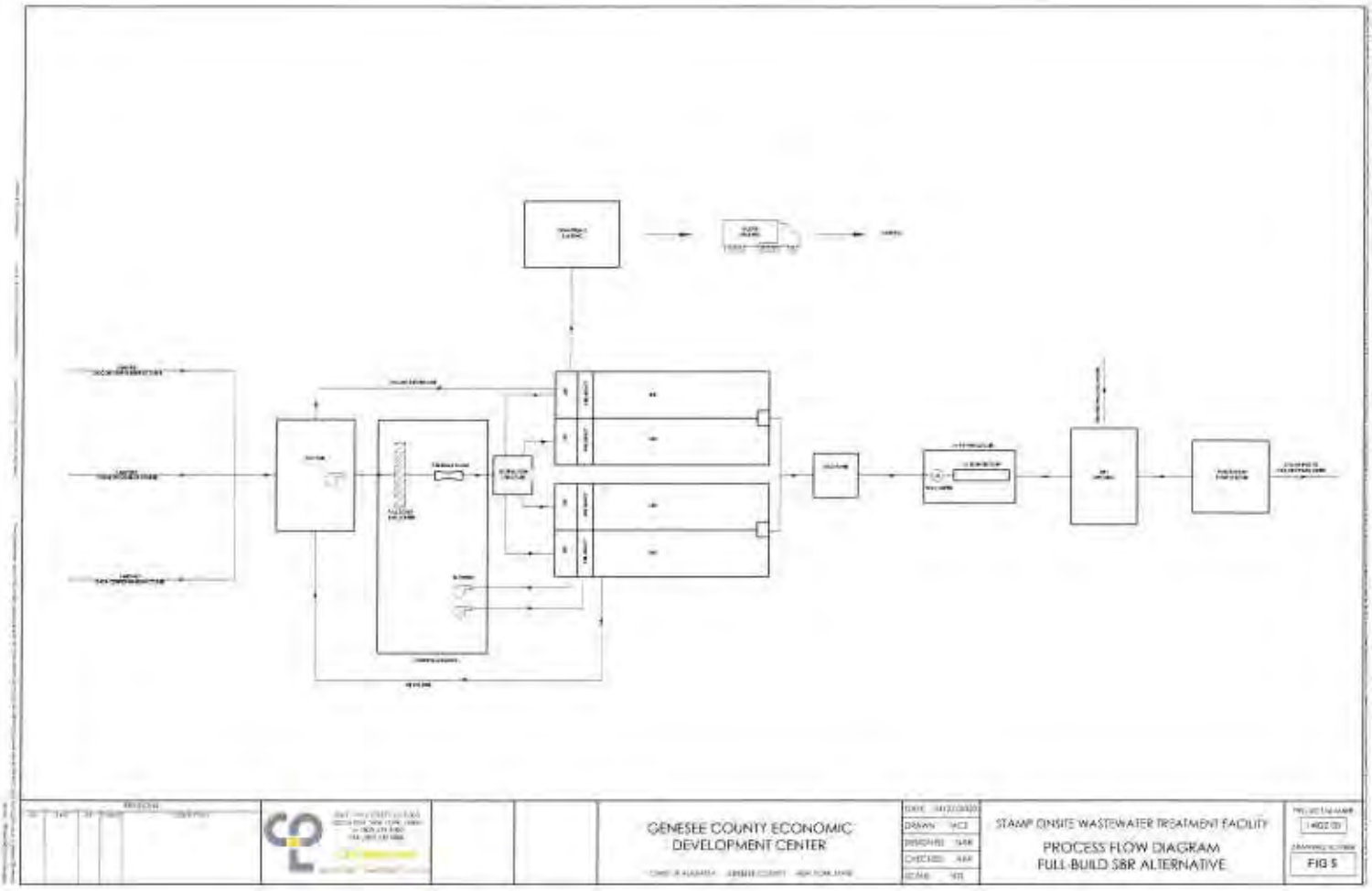

KEY NOTES:
MAIN PUMP STATION
GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER
STAMP ONSITE WASTEWATER TREATMENT FACILITY
WWTF AND MPS SITE PLAN
FIGURE 4

Figure 5

WWTF Process Flow Diagram



GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER

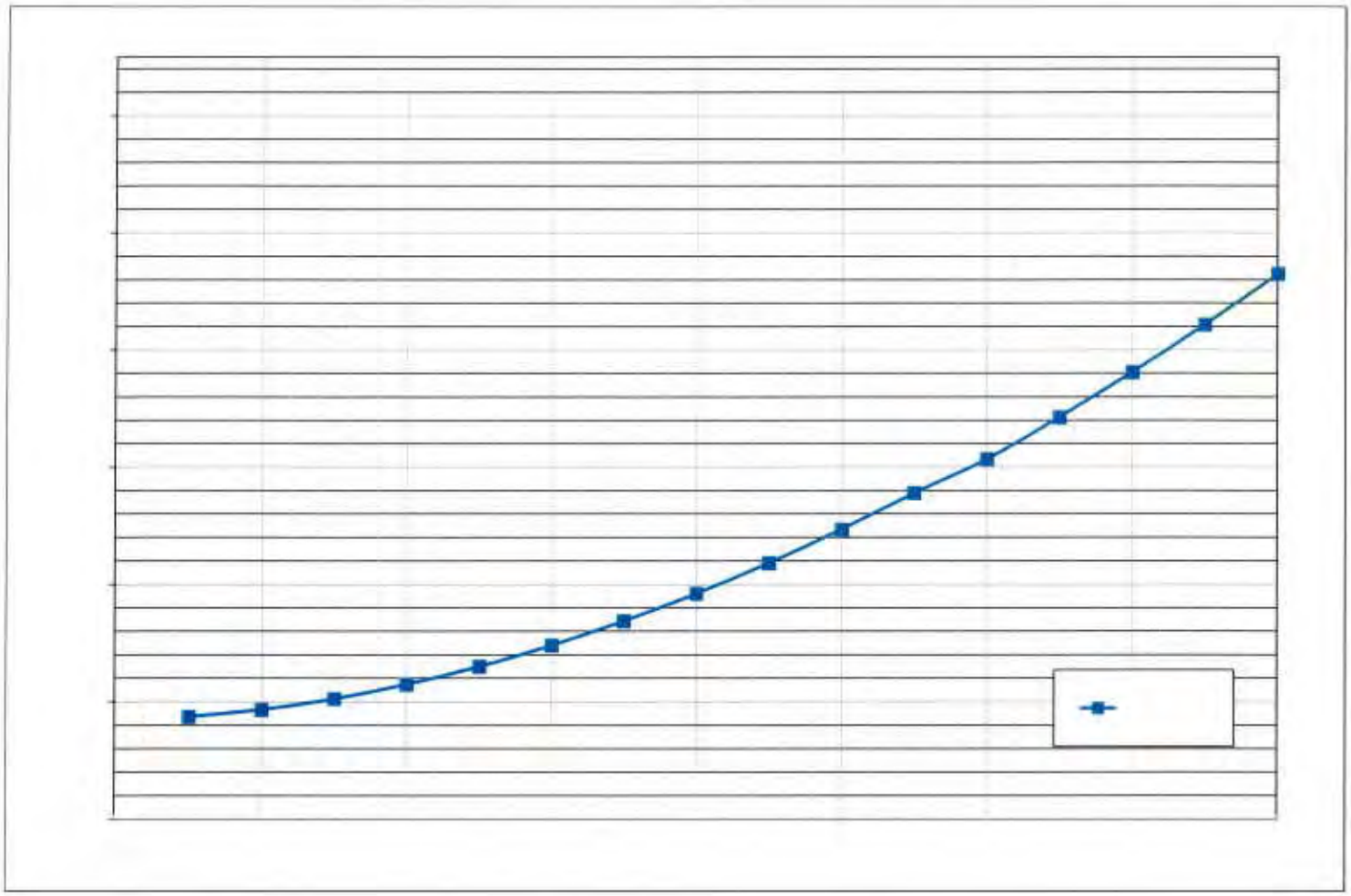
STAMP ONSITE WASTEWATER TREATMENT FACILITY

PROCESS FLOW DIAGRAM
FULL-BUILD SBR ALTERNATIVE

FIG 5

Appendix A

FM System Curve



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Appendix B

WWTF Draft SPDES Permit Limits

Genesee County STAMP SPDES Permit Preliminary Limits Evalulation

OUTFALL OPTIONS

Option 1 – South Gravel Road Outfall

Lat/Long: 43° 09' 58", -78° 23' 25"
Receiving waterbody: Oak Orchard Creek (Class C)
Impairments: Non-point source phosphorus (agriculture), not on 303(d) list
7Q10: 0.46 MGD
Dilution ratio: 0.5:1

Option 2 – Lewiston Road Outfall

Lat/Long: 43° 05' 54", -78° 15' 00"
Receiving waterbody: Oak Orchard Creek (Class C)
Impairments: Non-point source phosphorus (agriculture), not on 303(d) list
7Q10: 0 MGD (ISEL as per TOGS 1.3.1)
Dilution ratio: 0:1

EFFLUENT CONDITIONS

Up to 1 MGD (by Phase 2) of industrial and sanitary wastewater, possibly covered under one or more ELG (433, 469, etc.). Treatment to consist of pH adjustment, MBRs, WQ tank, chemical precipitation, and filter press.

ANTICIPATED SPDES PERMITS REQUIREMENTS

Option 1 – South Gravel Road Outfall

Parameter	Limit/Monitoring	Type	Notes
Flow Rate	1.0 MGD	Daily Max.	Design Q
pH	6.0-9.0 S.U.	Range	TBEL/ELG
Temperature	Monitor	Daily Max.	BPJ
BOD5	5.0 mg/L	Daily Max.	ISEL
UOD	Monitor	Calculation	BPJ
TDS	500 mg/L	Daily Max.	TBEL/WQBEL
TSS	10 mg/L	Daily Max.	ISEL
Settleable Solids	0.1 mL/L	Daily Max.	TBEL w/ filtration
Ammonia, Nitrogen (as N)	1.2 mg/L, summer 1.9 mg/L, winter	Monthly Avg.	WQBEL
Total Kjeldahl Nitrogen	Monitor	Monthly Avg.	BPJ
Phosphorus, Total	0.20 mg/L	Daily Max.	TOGS 1.3.6, DEC policy
Oil & Grease	15 mg/L	Daily Max.	ELG may be less stringent
Fecal Coliform	200/400 CFU/100mL	7-/30-day Geo. Mean	WQBEL
Dissolved Oxygen	5.0 mg/L	Avg. Minimum	Part 703
Chlorine, Total Residual	0.030 mg/L	Daily Max.	ML
Aluminum, Total	Monitor	Daily Max.	BPJ
Cadmium, Total	--	--	Applied according to ELG applicably
Chromium, Total	--	--	Applied according to ELG applicably
Copper, Total	Monitor	Daily Max.	BPJ
Fluoride, Total	--	--	Applied according to ELG applicably
Iron, Total	1.2 mg/L	Daily Max.	TBEL
Lead, Total	--	--	Applied according to ELG applicably
Mercury, Total	50 ng/L, MMP	Daily Max.	MDV
Nickel, Total	--	--	Applied according to ELG applicably
Thallium, Total	12 ug/L or Monitor	Daily Max.	WQBEL/BPJ
Silver, Total	--	--	Applied according to ELG applicably
Zinc, Total	0.40 mg/L	Daily Max.	TBEL
Cyanide, Total	--	--	Applied according to ELG applicably
Total Toxic Organics	--	--	Applied according to ELG applicably
WET Testing	0.3 TUa/1.0 TUc	Chronic Only	TOGS 1.3.2

Appendix C

WWTF Basis of Design Equipment Selection

1. Mechanical Bar Screen, Washer Compactor
2. Sequential Batch Reactor (SBR) Design Calculations
3. Disc Filter Sizing and Equipment Selection
4. UV Disinfection Sizing and Equipment Selection
5. Screw Press Sizing and Equipment Selection

Mechanical Bar Screen, Washer Compactor

Duperon® ADAPTIVE TECHNOLOGY™
PRELIMINARY LIQUIDS/SOLIDS SEPARATION SYSTEMS

Date: June 12, 2019

Project: STAMP WWTP Medina NY **Proposal Number:** P10211

PRELIMINARY BUDGET EQUIPMENT SCOPE

To: STAMP WWTP Medina NY

From: **Your Duperon®Team**
Dan Satryano
Sales Project Manager
(989) 754-8800
dsatryano@duperon.com

Rep: Wayne Dodsworth
Sales Engineer
Koester Associates, Inc.
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Duperon® ADAPTIVE TECHNOLOGY™
PRELIMINARY LIQUIDS/SOLIDS SEPARATION SYSTEMS

Date: June 12, 2019

Project: STAMP WWTP Medina NY **Proposal Number:** P10211

PRELIMINARY BUDGET EQUIPMENT SCOPE

Thank you for considering **Duperon®** system solutions for your project. We appreciate the opportunity to provide you with a **Preliminary Budget Equipment Scope**. Please do not hesitate to contact your **Duperon®Team** with any questions as we work with you through the design process and ensure a successful project.

Equipment Scope

SCREENS:

QTY	UNIT	DESCRIPTION		
1	EA	**Duperon®FlexRake® - Front Clean Front-Return**		
		Model:	LF - LowFlow	
Notes: Based on 4ft channel height. Please note the Low Flow screen was not designed to manage septage.		Enclosure (& Material):	Fully Enclosed (304)	
		Channel Width x Height:	1.5 x 4	Feet
		Clear Opening Size:	0.25 in	
		Angle of Installation:	30	Deg. from Vertical
		Material Construction:	304	SSTL

CONTROLS

QTY	UNIT		
1	EA	**Main Control Panel:**	**1 - LF**
		Power:	480V/3ph/60hz
Notes: Pre-engineered controls package included. Changes to scope will have cost impacts.		Panel Rating:	NEMA 4X
		PLC/Relay Based:	Relay
		Screen Instrumentation:	Dual Mechanical Float
		Local Pushbutton Station(s):	Three Button (E-Stop/Run/Jog Rev)

TECH/FREIGHT

QTY	UNIT	DESCRIPTION		
1	LOT	**On-Site Technical Assistance**		
		Number of Trips:	1	Trip(s)
		Days On-Site per Trip:	1	8-hour man-day(s)
1	LOT	**Freight**		
		FOB Factory, Full Freight Allowed		

Clarifications:

- This is not a fully designed project; preliminary pricing may be affected by scope change/project development
- Operational, structural, wind, or seismic calculations are not included
- Scope is based on models and assumptions widely utilized in theindustry
- Scope does not convey an offer to sell; installation and taxes are not included
- **For reference only:** Standard Delivery Schedule: Submittals 4-6 week from PO - Delivery 8-12 weeks from approval

PRELIMINARY BUDGET PRICING:

Duperon ADAPTIVE TECHNOLOGY™
Let's Build a System that Works for You™

Date: May 17, 2019
Project: STAMP WWTP - Medina, NY
Number: P10211

HYDRAULIC CALCULATIONS

Notes: 3 MGD Phase 3 Peak Flow, 0.25" Bar Openings, 25% Blinding

INPUT: Channel Physics

Flow in MGD	3.00	MGD
Upstream water level	2.50	ft
Channel width	1.50	ft
Channel depth	4.00	ft
Degree of blinding	25%	

INPUT: Screen Physics

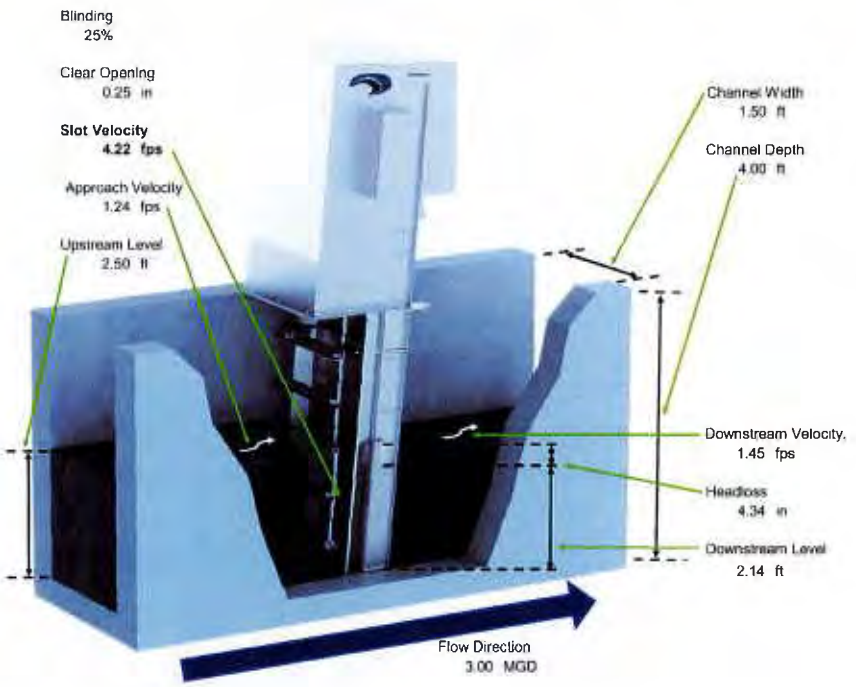
Clear Opening	0.25	in
Bar thickness	0.25	in
Thickness of side fab and closeout (2)	0.33	ft

Calculations

Side fab & closeout area	0.83	sft
Flow area between side fab & closeouts	2.93	sft
Number of bars	28.00	ea
Flow area taken up by bars	1.46	sft
Total Channel flow without screen	3.75	sft
Flow area after screen area and blinding taken out	1.10	sft
Approach Velocity	1.24	fps
Slot Velocity	4.22	fps
Downstream Velocity	1.45	fps
Downstream Depth	2.14	ft
Head Loss	4.34	in

Bernoulli Calculations

Velocity thru bar screen	4.22	fps
Velocity upstream of bar screen	1.24	fps
Gravitational acceleration (constant)	32.20	ft/s^2
Frictional coefficient (constant)	1.43	c
Headloss	0.36	ft
Headloss	4.34	inches



These calculations are an estimation based upon the information available. Flow channel hydraulics are highly dependent on water levels and the degree of blinding. The calculations above are a snapshot of only one condition. To fully analyze the hydraulics please contact your local Duperon representative.
Duperon recommends a minimum of 1.00 ft water depth when the unit is in operation to keep the SSTL FlexLinks lubricated and ensure an optimal amount of screening area.
Duperon recommends using Water Environment Federation (WEF) & "10 States" standards as design guidelines:
Approach velocity should be greater than 1.25 ft/s to prevent settling. Slot velocities should be less than 4 ft/s to prevent forcing material thru openings.

1200 Leon Scott Court | Saginaw, MI 48601 | P 989.754.8800 | F 989.754.2175 | TF 800.383.8479 | www.duperon.com

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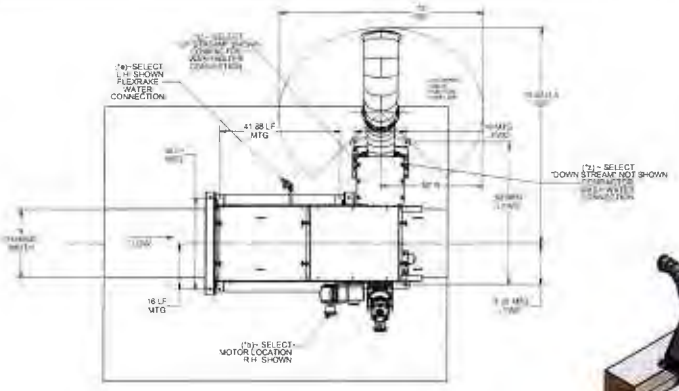

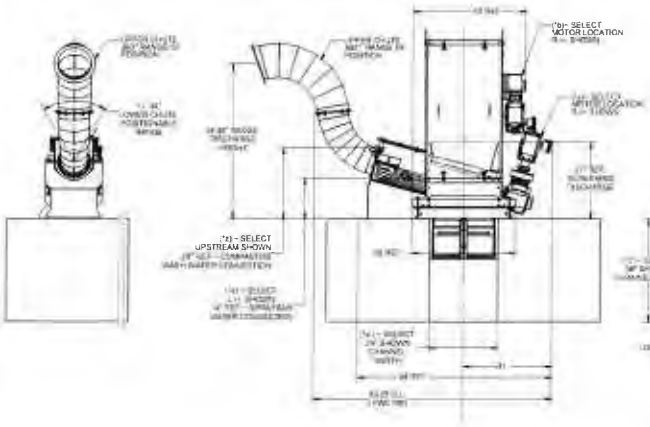

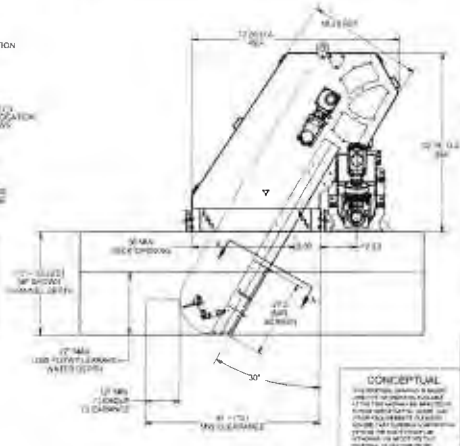

VERIFICATION BLOCK

WASHER COMPACTOR SELECTIONS	FLEXRAKE SELECTIONS
WATER SUPPLY CONNECTION: (*z) = UPSTREAM or DOWNSTREAM	MOTOR LOCATION: (*b)= RH or LH
FLOWS: PEAK _____ AVERAGE _____	CHANNEL HEIGHT: (*c) = 2'-0" 2'-6" 3'-0" 3'-6" 4'-0" 4'-6" 5'-0" 5'-6" 6'-0"
WATER LEVEL: PEAK _____ AVERAGE _____	SUPPLY WATER CONNETION: (*e) = RH or LH
	CLEAR BAR OPENING: (*f) = 1/4" 1/2" 3/4" 1"

SHOWN WITH STANDARD (2)-PIECE "POSITIONABLE" DISCHARGE CHUTES.
OTHER CHUTE CONFIGURATIONS AND LENGTHS AVALIABLE.
CONSULTE DUPERON PRODUCT ENGINEERING.

-TEMPLATE-

CONCEPTUAL

PROPRIETARY

Duperon
Saginaw, Michigan 48601
P 800.353.8478

DUPERON
CORPORATION
LOW FLOW SYSTEM LAYOUT

FLEXRAKE & LFWC SELECTIONS

Sequential Batch Reactor (SBR) Design Calculations

DESIGN PROPOSAL

Stamp, NY Sanitaire #a29193-18

Max Month*	MGD	0.510
Max 4.0hr Cycle Flow	MGD	0.765
Max 3.0hr Cycle Flow	MGD	1.020

	mg/l	lb/day
BOD_5 (20°C)	300	1276
Suspended Solids	250	1063
TKN(Assume 1.5 (NH3-N) = TKN)	60	255
NH3-N	40	170
Total Phosphorus	4	17

Max Wastewater Temperature	°C	20
Min Wastewater Temperature	°C	6
Ambient Air Temperature	°F	20- 90
Site Elevation	ft	500

*- **Maximum 30 day period mass flow**

Table B: ICEAS® EFFLUENT QUALITY (MONTHLY AVERAGE)

BOD_5 (20°C)	mg/l	10.0
Suspended Solids	mg/l	10.0
NH_3-N	mg/l	1.2
Total Phosphorus	mg/l	0.8

*Requires chemical precipitation

Table C: ICEAS PROCESS DESIGN CRITERIA

Operating Basins		3
Operating Top Water Level	ft	15.00
F / M	BOD5/DAY/MLSS	0.039
SVI (after 30 minutes settling)	ml/g	150
MLSS at Bottom Water Level	mg/l	5,080
Waste Sludge Produced (Approx.)	lb/day	969
Volume of Sludge Produced (Approx., 0.85% solids)	GPD	13,700
Normal Decant Rate	GPM	708
Peak Decant Rate	GPM	944
Hydraulic Retention Time	Days	1.62
Sludge Age	Days	32.0
Alkalinity	mg/l	295
Chemical Dosage (as Alum)	mg/l	42

Bold, italicized text indicate assumptions made by Sanitaire

Cycle Timing

		Max Month*	
		Normal	Min
Air-On	min	120	90
Settle	min	60	45
Decant	min	60	45
Total	min	240	180

Table D: KEY ICEAS DESIGN DETAILS

Top Water Level	ft	15.00
Basin Width (Inside)	ft	30.0
Basin Length (Inside)	ft	86.0
Bottom Water Level	ft	13.33
No. of Sludge Holding Tanks		3
SHT Top Water Level	ft	15.0
SHT Width	ft	25.0
SHT Length	ft	30.0
Sludge Storage Time	days	10

ICEAS EQUIPMENT(Base Design)

				Motor HP	No. Req.
Decanter Mechanism	7.5 ' Weir length				3
Decanter Drive Unit				1/4	3
ICEAS Blower	440 SCFM	7.3 PSIG		30	3
ICEAS Fine Bubble Aeration System	280 Disc Diffusers/Basin				3
Air Control Valve	6 "				3
Waste Sludge Pump	110 GPM			2.4	3
ICEAS Controls					1
SHT Blower	320 SCFM		7.5 PSIG	25	4
SHT Aeration System	225 Disc Diffusers/Basin				3

ICEAS POWER REQUIREMENTS

	Max Month		**(At Average Aeration Depth)**			Kwh/Day
Decant Drive Unit	0.2 BHP	3 run	@	6 Hrs/day		2.7
ICEAS Air Blowers	22.6 BHP	1 run*	@	24 Hrs/day		404.6
ICEAS Air Blowers	22.6 BHP	1 run**	@	12 Hrs/day		202.3
Waste Sludge Pump	1.9 BHP	3 run	@	0.7 Hrs/day		3.0
				KWH/DAY		612.6
			AVERAGE	KWH/HR		25.53

* Shared ICEAS Blowers
** Dedicated ICEAS Blowers

SHT Blower	19.3 BHP	3 run	@	18 Hrs/day		775.60
				KWH/DAY		1,388.20
			AVERAGE	KWH/HR		57.84

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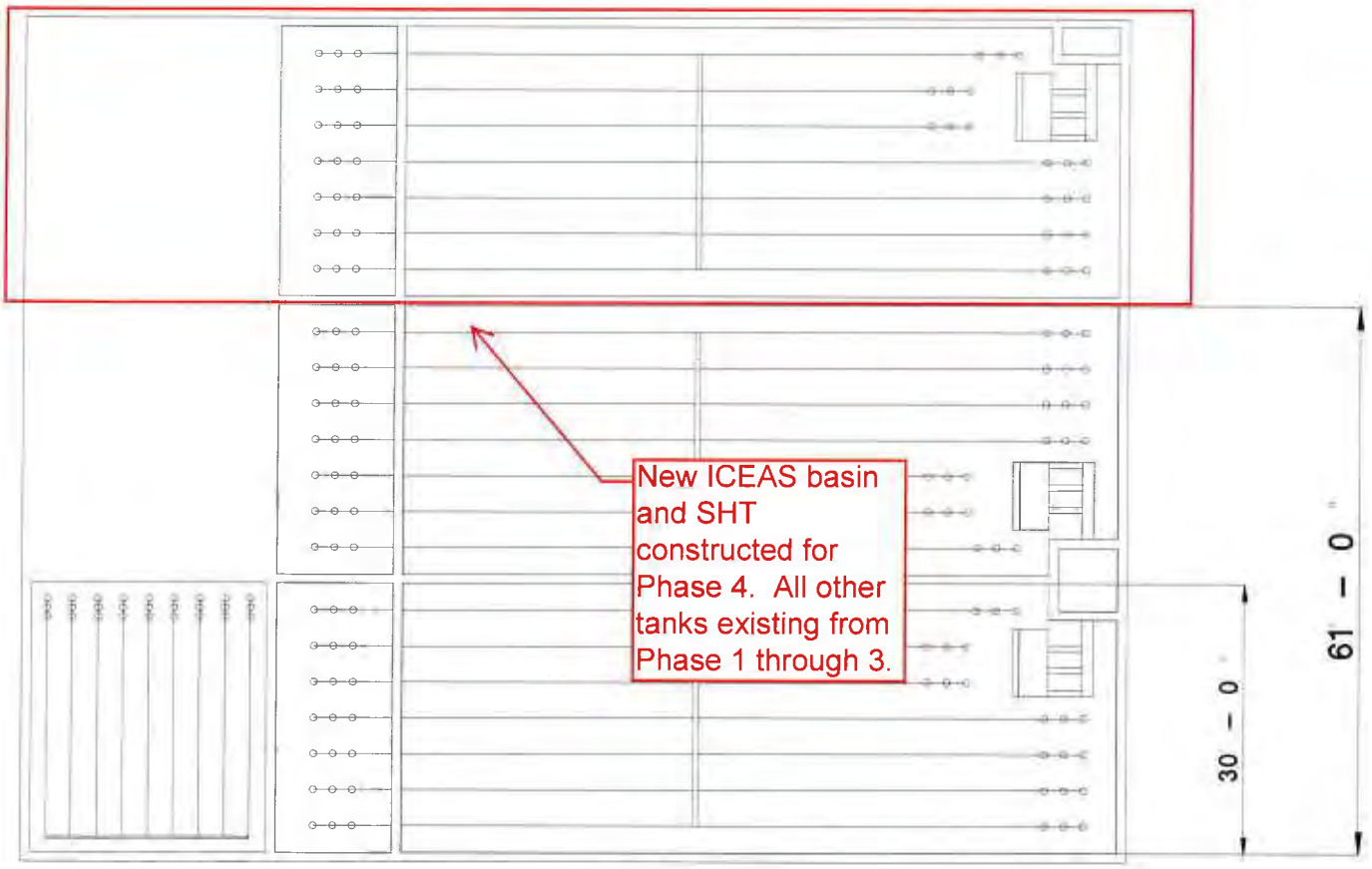

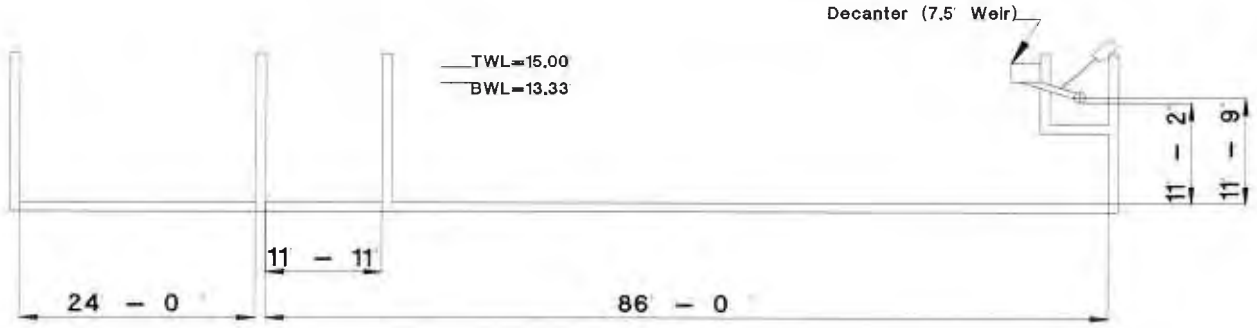

PRELIMINARY - THIS DRAWING IS NOT INTENDED FOR CONTRACT DOCUMENTS, SUBMITTALS, OR CONSTRUCTION

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BROWN DEER, WISCONSIN 53223

Stamp, NY
PRELIMINARY LAYOUT
ICEAS System

DRAWN BY	TDB	DATE 4/30/20
CHKD BY		DATE
APPVD BY		DATE

JOB a29193-18
SHEET

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Design Parameters

A. Flow

Max Month	510,000 GPD
Max 4.0hr Cycle Flow	765,000 GPD
Max 3.0hr Cycle Flow	1,020,000 GPD

B. Treatment

	Influent Quality	Effluent Requirement
BOD_5 (20°C), mg/l	300	10
Suspended Solids, mg/l	250	10
TKN, mg/l	60	
NH_3-N, mg/l		1
TN, mg/l		
Phosphorus	4	0.8

C. Environment

Alkalinity (Minimum Requirement)	300 mg/l
Max Wastewater Temperature	20 °C
Min Wastewater Temperature	6 °C
Ambient Air Temperature	20- 90 °F
Site Elevation	500 ft

D. ICEAS Process Design Criteria

F / M	0.047 BOD_5 / MLSS / day
SVI (after 30 minutes settling)	150 ml/g
Number of ICEAS Basins	3
Top Water Level	15 ft

E. Cycle Timing

		Normal	Storm
Air-On	min	120	90
Air-Off	min		
Settle	min	60	45
Decant	min	60	45
Total	hrs	4	3

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F. Detailed Calculations

Mass of BOD

$$BODL = \frac{Q \times BODin \times 8.34}{1{,}000{,}000} = \frac{170{,}000 \times 300 \times 8.34}{1{,}000{,}000} = \mathbf{425\ lb/day/basin}$$

where: BODL = BOD Load (lb/day/basin)
Q = Average Dry Weather Flow per basin (gal/day)
BODin = Influent BOD concentration (mg/l)
1,000,000 = Conversion (l/mg)
8.34 = Conversion (lb/gal)

Mass of Biomass

$$BMOB = \frac{BOD_L}{F/M} = \frac{425}{0.0395} = \mathbf{10{,}778\ lb/basin}$$

where: BMOB = Mass of Biochemicalmass (lb/day/basin)
F / M = Food to Microorganism ratio (day^{-1})

Volume of Biomass

$$Vbio = BMOB \times SVI = 10{,}778 \times 2.4 = \mathbf{25{,}867\ ft^3/basin}$$

where: Vbio = Volume of Biochemicalmass (ft^3/basin)
SVI = Sludge Volume Index (ft^3/lb)

Maximum Volume Above Bottom Water Level

Peak Dry Weather Flow:

$$Vbwld = \frac{PDWF \times (NCT - NDT)}{24 \times 7.48} = \frac{255{,}000 \times (4.0 - 1.00)}{24 \times 7.48} = \mathbf{4{,}261\ ft^3/basin}$$

where: Vbwld = Maximum Volume Above BWL at Peak Dry Weather Flow (ft^3/basin)
PDWF = Peak Dry Weather Flow (gal/day)
NCT = Normal Cycle Time (hr/cycle)
NDT = Decant Time (hr/cycle)
7.48 = Conversion (gal/ft^3)
24 = Conversion (hours/day)

Peak Wet Weather Flow:

$$Vbwls = \frac{PWWF \times (SCT - SDT)}{24 \times 7.48} = \frac{340{,}000 \times (3.0 - 0.75)}{24 \times 7.48} = \mathbf{4{,}261\ ft^3/basin}$$

where: Vbwls = Maximum Volume Above BWL at Peak Wet Weather (Storm) Flow (ft^3/basin)
PWWF = Peak Wet Weather Flow (gal/day)
SCT = Storm Cycle Time (hr/cycle)
SDT = Storm Decant Time (hr/cycle)

MVAB (Maximum Volume Above Bottom Water Level) is larger of Peak Dry Weather and Peak Wet Weather Calculation

MVAB = **4,261 ft^3/basin**

Decant Rates

Peak Dry Weather Flow:

$$PDR = \frac{MVAB \times 7.48}{NDT} + \frac{PDWF}{1{,}440} = \frac{4{,}261 \times 7.48}{60.0} + \frac{255{,}000}{1{,}440} = \mathbf{708\ gal/min}$$

where: PDR = Normal Decant Rate (gal/min)
NDT = Normal Decant Time (min/cycle)
1440 = Conversion (min/day)

Peak Wet Weather Flow:

$$PWR = \frac{MVAB \times 7.48}{SDT} + \frac{PWWF}{1{,}440} = \frac{4{,}261 \times 7.48}{45.0} + \frac{340{,}000}{1{,}440} = \mathbf{944\ gal/min}$$

where: PWR = Peak Decant Rate (gal/min)
SDT = Storm Decant Time (min/cycle)

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Decanter Sizing

Peak Dry Weather Flow:

$$DLa = \frac{PDR}{\text{Weir Loading Rate} \times 7.48} = \frac{708}{20 \times 7.48} = \mathbf{4.73\ ft}$$

where: DLa = Decanter Length for Average Dry Weather Flow (ft)
20 = Weir Loading Rate (ft^3/min/ft of decanter weir)

Peak Wet Weather Flow:

$$DLp = \frac{PWR}{\text{Weir Loading Rate} \times 7.48} = \frac{944}{25 \times 7.48} = \mathbf{5.05\ ft}$$

where: DLp = Decanter Length for Peak Wet Weather (Storm) Flow (ft)
25 = Weir Loading Rate (ft^3/min/ft of decanter weir)

Design Decanter Length = **7.5 ft**

Basin Working Volume

$$BWV = MVAB + Vbio = 4{,}261 + 25{,}867 = \mathbf{30{,}128\ ft^3/basin}$$

where: BWV = Basin Working Volume (ft^3/basin)
Vc = Volume of chemical sludge due to Phosphorus removal (ft^3/basin)
(Please refer to phosphorus removal calculation.)

Basin Area

$$BA = \frac{BWV}{TWL - BZ} = \frac{30{,}128}{15.0 - 3.2} = \mathbf{2{,}550\ ft^2/basin}$$

where: BA = Basin Area (ft^2)
TWL = Top Water Level (ft)
BZ = Buffer Zone (ft) (Safety Factor)

Sludge Depth

$$SD = \frac{Vbio}{BA} = \frac{25{,}867}{2{,}550} = \mathbf{10.14\ ft}$$

where: SD = Sludge Depth (ft)

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Decanter Draw Down

$$DD = \frac{MVAB}{BA} = \frac{4{,}261}{2{,}550} = \mathbf{1.67\ ft}$$

where: DD = Draw Down (ft)

Bottom Water Level

$$BWL = SD + BZ + Vd = 10.14 + 3.19 + 0.05 = \mathbf{13.33\ ft}$$

where: BWL = Bottom Water Level (ft)
Vd = Depth of Chemical Sludge for Phosporus precipitation (ft)

Top Water Level

$$TWL = BWL + DD = 13.33 + 1.67 = \mathbf{15.00\ ft}$$

where: TWL = Top Water Level (ft)

Hydraulic Retention Time

$$HRT = \frac{BA \times MAFD \times 7.48}{QT}$$

where: HRT = Hydraulic Retention Time (days)
MAFD = Maximum Average Flow Depth (ft)
QT = Fill Rate at Average Dry Weather Flow (gal/day)

$$MAFD = \frac{Q \times [(NCT \times 60) - NDT]}{BA \times 1{,}440 \times 7.48} + BWL = \frac{170{,}000 \times [(4.0 \times 60) - 60.0]}{2{,}550 \times 1{,}440 \times 7.48} + 13.33 = \mathbf{14.44\ ft}$$

$$HRT = \frac{2{,}550 \times 14.44 \times 7.48}{170{,}000} = \mathbf{1.62\ days}$$

MLSS Concentration at Bottom Water Level

$$MLSS = \frac{Mbio \times 1{,}000{,}000}{BWL \times BA \times 62.42} = \frac{10{,}778 \times 1{,}000{,}000}{13.33 \times 2{,}550 \times 62.42} = \mathbf{5{,}080\ mg/l}$$

where: MLSS = Mixed Liquor Suspended Solids concentration at Bottom Water Level (mg/l)
62.42/1E+06 = Conversion (lb/mg x l/ft³)
CA = Area Increment due to chemical sludge (ft²/basin)

Mass of Sludge Produced

$$\Delta M = \left(\frac{Y \times (BOD_{in} - BOD_{out})}{1 + (B \times \theta^{(T-20)} \times SRT)} + Zio + Zno \right) \times \frac{Q \times 8.34}{1{,}000{,}000} + Csludge$$

$$\Delta M = \left(\frac{0.6 \times (300 - 10.0)}{1 + (0.07 \times 1.02^{(6-20)} \times 32.0)} + 50.0 + 75.0 \right) \times \frac{1.7E{+}05 \times 8.34}{1{,}000{,}000} + 51 = \mathbf{323\ lb/day/basin}$$

(Lawrence-McCarty Equation as presented in WEF MOP/8 4th Edition, pg 11-11, Eqn. 11.7)

where: ΔM = Mass of Sludge Produced (lb/day/basin)
Y = Volatile cell yield (VSS/BOD removed)
q = Arrhenius Temperature Correction Factor
B = Decay Rate (day^{-1})
BOD_{out} = Anticipated Effluent BOD (mg/l)
SRT = Solids Retention Time (days)
Zio = Nonvolatile Influent suspended solids (mg/l)
Zno = Volatile Non-Biodegradable solids (mg/l)
T = Minimum Wastewater Temperature (°C)

Volume of Sludge Produced

$$V_{ws} = \frac{\Delta M}{SFws \times 8.34} = \frac{323}{0.0085 \times 8.34} = \mathbf{4{,}555\ gal/day/basin}$$

where: Vws = Volume of Waste Sludge (gal/day/basin)
SFws = Solids Fraction in Waste Sludge
8.34 = Density (lb/gal)

Observed Yield Factor

$$Yobs = \frac{\Delta M}{BOD_L} = \frac{323}{425} = \mathbf{0.759}\ \frac{\mathbf{MLSS}}{\mathbf{BOD}}$$

Observed Yield Factor (lb/day MLSS/lb/day BODremoved)

Mean Cell Residence Time

$$MCRT = \frac{Mbio}{\Delta M + ((Q - Vws) \times TESS \times 8.34 / 1E{+}06)}$$

$$MCRT = \frac{10{,}778}{323 + ((170{,}000 - 4{,}555) \times 10.0 \times 8.34 / 1{,}000{,}000)} = \mathbf{32.0\ days}$$

where: MCRT = Mean Cell Residence Time (days)
TESS = Anticipated Effluent Total Suspended Solids (mg/l)
8.34E-06 = Conversion (lb/mg x l/gal)

Sludge Age for Nitrification

Refer to Metcalf and Eddy, Edition IV pages 614 and 705

Constants and Temperature Corrections:

Coefficient	Base Value	Theta	Temperature Corrected	Symbol
Maximum Specific Growth Rate of Nitrifying bacteria, g VSS/g VSS.day	0.75	1.07	0.291	$\mu_{nm}(T)$
Half-Velocity constant for nitrifiers	0.74	1.053	0.359	Kn(T)
Nitrifier decay rate	0.08	1.04	0.046	Kdn(T)
Dissolved Oxygen, mg/l	2		2	DO
Half-Velocity Constant for Dissolved Oxygen, mg/l	0.5		0.5	Ko
Minimum Water Temperature, °C	6		6	T
Safety Factor	2.0		2.0	SF

Calculations:

$$\mu_n = \left(\mu_{nm}(T) \times \frac{TENH_3}{TENH_3 + Kn(T)} \times \frac{DO}{DO + Ko} \right) - Kdn(T)$$

$$\mu_n = \left(0.291 \times \frac{1.0}{1.0 + 0.359} \times \frac{2.0}{2.0 + 0.5} \right) - 0.046 = \mathbf{0.125\ days^{-1}}$$

$$SRTmin = \frac{1}{\mu_n} = \frac{1}{0.125} = \mathbf{8.0\ days}$$

$$SRTaerobic = SRTmin \times SF = 8.0 \times 2.0 = \mathbf{16.0\ days}$$

$$SRToverall = \frac{SRTaerobic \times 24}{TA} = \frac{16.0 \times 24}{12.0} = \mathbf{32.0\ days}$$

Design sludge age adequate for nitrification.

where: μ nm(T) = Maximum Temperature Corrected Nitrifier Growth Rate ($days^{-1}$)

μ_n = Specific Nitrifier Growth Rate at Temperature, DO, and Effluent NH_3 (g/g-days)

SRTmin = Minimum Sludge age required for Nitrification (days)

SRTaerobic = Design Aerobic Sludge Age (days)

SF = Safety Factor

SRToverall = Sludge Age accounting for entire ICEAS cycle (days)

TA = Aeration Time (hrs/day)

$TENH_3$ = Anticipated Effluent Ammonia (mg/l)

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Waste Sludge Pump Capacity

$$WSP = \frac{Vws \times NCT}{24 \times SPT} = \frac{4{,}555 \times 4.0}{24 \times 6.90} = \mathbf{110\ gal/min}$$

where: WSP = Waste Sludge Pump Capacity(gal/min)
SPT = Sludge Pumping Time (min/cycle)

Biological Phosphorus Removal

$$TPb = TPi - TPe - [Yobs \times (BODin - BODout)] \times TPps \times VSS/TSS = 4.0 - 0.80 - [0.759 \times (300 - 10.0) \times 0.000 \times 0.622] = \mathbf{3.20\ mg/l}$$

where: TPb = Concentration of the Soluble Phosphorus to be removed (mg/l)
TPi = Concentration of the Total Phosphorus in the Influent (mg/l)
TPps = Percent of Total Phosphorus in VSS in WAS

Chemical Dosing

$$CD = MolR \times TPb \div Ion \times MWRatio$$

where: CD= Required Ferric Chloride dosing rate, mg/l
MolR= Mole Ratio (Actual Dose required vs. Stoichiometric Dose)
Ion= Fraction Metal Ion in Ferric Chloride
MWRatio= Ratio of Molecular Weights, Fe:P

Mole Ratio for Metal Salt Dosage Based on effluent Phosphorus concentration.
Mole ratio based on curves in Activated Sludge and Nutrient Removal, WEF OM-9, 3rd edition, 2018

$$CD = 2.51 \times 3.20 \div 0.348 \times 1.81 = \mathbf{42\ mg/l}$$

Mass of Chemical Sludge

$$Csludge = \frac{Q \times TPb \times 11.25 \times 8.34}{1{,}000{,}000} = \frac{170{,}000 \times 3.20 \times 11.25 \times 8.34}{1{,}000{,}000} = \mathbf{51\ lb/day/basin}$$

where: 11.25= Mass of Precipitate formed per Mass of P removed

Volume of Chemical Sludge

$$Vcs = Csludge \times SVI \times SA = 51 \times 2.4 \times 32.0 = \mathbf{3{,}936\ ft^3/basin}$$

where: Vcs = Volume of Chemical Sludge (ft^3/basin)

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SANITAIRE ICEAS Aeration Design Calculations
BOD Removal and Nitrification Process

SANITAIRE Project #a29193-18
Stamp, NY

Carbonaceous Oxygen Demand

$$AOR1 = A \times \frac{Q \times BODin}{1{,}000{,}000} \times 8.34 = 1.20 \times \frac{170{,}000 \times 300}{1{,}000{,}000} \times 8.34 = \textbf{510 lb/day/basin}$$

where AOR1 = Actual Oxygen Required for BOD oxidation (lb/day/basin)
A = O2 / BOD
Q = Average flow (gal/day/basin)
BODin = Influent BOD received (mg/l)
1,000,000 = Conversion (g x mg)
8.34 = Conversion (lb x gal)

Nitrification Oxygen Demand

$$AOR2 = TKNox \times 4.60 = 61.3 \times 4.60 = \textbf{282 lb/day/basin}$$

where AOR2 = Actual Oxygen required for Ammonia Oxidation (lb/day/basin)
TKNox = Nitrogen available for oxidation(lb/day/basin)

Constants

Coefficient	Value	Symbol
VSS/TSS	0.6222	
Sludge N	0.1	Ns
Effluent Dissolved Organic Nitrogen, mg/l	1	EDON
Expected Effluent Ammonium concentration	1	$TENH_3$

$$TKN_{ox} = (TKN - EDON - TENH_3 - N_{assim} - N_{part}) \times Q \times 8.34 \div 1{,}000{,}000$$

$$TKN_{ox} = (60 - 1 - 1 - 14.17 - 0.62) \times 170{,}000 \times 8.34 \div 1{,}000{,}000 = \textbf{61.3 lb/day/basin}$$

where N_{assim} = Nitrogen assimilated into biomass, (mg/l)

$$N_{assim} = BOD_{in} \times N_s \times Y_{obs} = 300 \times 0.1 \times 0.759 = \textbf{14.17 mg/l}$$

where Y_{obs} = Observed Sludge Yield, (MLSS produced / BOD removed)

$$N_{part} = TESS \times N_s \times VSS/TSS = 10 \times 0.1 \times 0.62 = \textbf{0.62 mg/l}$$

where N_{part} = Nitrogen bound to VSS portion of effluent TSS (mg/l)
TESS = Anticipated Effluent Total Suspended Solids (mg/l)

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Denitrification Oxygen Credit

$$O_{2denit} = 2.9 \times NO3\text{-}Ndenit = 2.9 \times 42 = \mathbf{122\ lb/day/basin}$$

where O_{2denit} = Oxygen mass credit from denitrification (lb/day/basin)

NO3-Ndenit = Mass of NO3-N denitrified (lb/day/basin)

$$NO_3\text{-}N_{denit} = \mu_{DN} \times VSS/TSS \times BMOB \times ART = 0.00075 \times 0.62 \times 10{,}778 \times 8.31 = \mathbf{42\ lb/day/basin}$$

where μ_{DN} = Denitrification rate at 6°C (NO3/MLVSS/hr)

BMOB = Basin biomass (lb/basin)

ART = Anoxic Retention Time, (hrs/day)

Total Actual Oxygen Transfer

$$AOR = AOR1 + AOR2 - O_{2denit} = 510 + 282 - 122 = \mathbf{671\ lb/day/basin}$$

where AOR = Total Actual Oxygen Required (lb/day/basin)

Total Standard Oxygen Transfer

$$SOR = \frac{AOR}{AOR / SOR} = \frac{671}{0.4820} = \mathbf{1{,}393\ lb/day/basin}$$

$$\frac{AOR}{SOR} = \frac{\alpha \times \theta^{(TSite - 20)} \times (\beta \times C^{*}sat_{20} \times Psite / Pstd \times Csurf_T / Csurf_{20} - D.O.)}{C^{*}sat_{20}}$$

$$\frac{AOR}{SOR} = \frac{0.65 \times 1.024^{(20 - 20)} \times (0.95 \times 10.37 \times 14.46 / 14.70 \times 9.07 / 9.07 - 2.0)}{10.37} = \mathbf{0.4820}$$

where SOR = Standard Condition Oxygen Requirement (lb/day/basin)

α = Alpha factor

θ = Temperature coefficient

Tsite = Water temperature (°C)

β = Beta factor

Psite = Site Atmospheric Pressure

Pstd = Standard atmospheric pressure (psig)

$C^{*}sat_{20}$ = Dissolved oxygen solubility at standard conditions (mg/l)

$Csurf_T$ = Dissolved oxygen solubility at site water temperature (mg/l)

$Csurf_{20}$ = Dissolved oxygen solubility at 20°C (mg/l)

D.O. = Residual dissolved oxygen concentration (mg/l)

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Aeration System Standard Oxygen Transfer Rate

$$SOTR = \frac{SOR}{TA} = \frac{1{,}393}{12} = \textbf{116 lb/hr/basin}$$

where SOTR = Standard oxygen transfer rate (lb/hr/basin)
TA = Aeration Time, (hrs/day)

Aeration Depth

Average Aeration Depth

$$AADad = \frac{Q \times [(NCT \times 60) - (NDT + NST)]}{2 \times 1{,}440 \times 7.48 \times BA} + BWL$$

$$AADad = \frac{170{,}000 \times [(4.0 \times 60) - (60 + 60)]}{2 \times 1{,}440 \times 7.48 \times 2{,}550} + 13.33 = \textbf{13.70 ft}$$

where AADad = Average Aeration Depth at Average Dry Weather Flow (gpd)
Q = Average Dry Weather Flow (gpd/basin)
NCT = Normal Cycle Time (hr)
NDT = Normal Decant Time (min)
NST = Normal Settling Time (min)
BA = Basin Area (ft^2)
1440 = Conversion (min/day)
2 = Calculate Aeration Depth at Middle of Normal Reaction Phase (NCT - NST - NDT)
7.48 = Conversion (gal/ft^3)

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Maximum Aeration Depth

$$MADpw = \frac{PWWF \times [(SCT \times 60) - (SDT + SST)]}{1{,}440 \times 7.48 \times BA} + BWL$$

$$MADpw = \frac{340{,}000 \times [(3.0 \times 60) - (45 + 45)]}{1{,}440 \times 7.48 \times 2{,}550} + 13.33 = \mathbf{14.44\ ft}$$

where MADpw = Maximum Aeration Depth at Peak Wet Weather Flow (gpd)
PWWF Peak Wet Weather Flow (gpd/basin)
SCT = Storm Cycle Time (hr)
SDT = Storm Decant Time (min)
SST = Storm Settle time (min)
MAD = Maximum Aeration Depth (ft)

MAD is larger of MADad and MADpw

MAD = **14.44 ft**

Air Flow Requirement

$$\text{Process Air} = \frac{SOTR \times 10{,}000}{\rho \times SOTE \times Opw \times 60} = \frac{116 \times 10{,}000}{0.075 \times 25.59 \times 23.2 \times 60} = \mathbf{434\ scfm}$$

where Process Air = Process air flow requirement (scfm)
ρ = Air density (0.075 lb/day/ft³)
SOTE = Standard Oxygen Transfer Efficiency @ Submergence of 12.70 ft
Opw = Fraction of Oxygen in air by Weight
10,000 = Conversion (100% * 100%)
60 = Conversion (min/hr)

Mixing Air = MI x BA = 0.13 x 2,550 = **319 scfm**

where Mixing Air = Mixing air flow requirement (scfm)
MI = recommended air flow per unit area of basin (scfm/ft²)

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Blower Unit Capacity

Blower unit capacity (BUC) is the larger of the process air requirement and the mixing air requirement.

Process Air	434 scfm
Mixing Air	319 scfm

Use 1 blower per tank

BUC = **440 scfm**

Blower Pressure

psig = MAD x 0.432 + H_L = 14.44 x 0.432 + 1.00 = **7.3 psig**

where psig = blower pressure (rounded to next psig)
0.432 = water density (psi/ft)
H_L = Cumulative piping and diffuser headloss (psig)

Average Blower Power

Blower power based on vendor curves, BUC, and Average Aeration Depth (12.70 ft)

$Power_{avg}$ = **22.6 bhp**

Disc Filter Sizing and Equipment Selection

VEOLIA

Hydrotech Discfilter Preliminary Proposal
Alabama, NY DFS
Kruger Project: 5700132909

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1. Design Summary and Scope of Supply

Kruger is pleased to propose the Hydrotech Discfilter system for this project. The system design is based on the information listed in the following tables and will be supplied according to Kruger design standards:

Design Criteria

Design Parameters		
Influent Source	Effluent from SBR	
Peak Hour Flow Phase 2	1.36 (944)	MGD (gpm)
Peak Hour Flow Phase 1	0.20 (139)	MGD (gpm)
Peak Influent TSS	20	mg/L
Average Influent TSS	15	mg/L
[1]Monthly Average Effluent TSS	10	mg/L

1) The influent to the Filtration System must contain particles of sufficient size and strength to allow retention on the specified 10 um media surface in order for the performance criteria to be met.

Equipment Supply

Discfilter Design	**Phase 1**	**Phase 2**	
Discfilter Model Number	HSF2206/2-1C	HSF2206-1C	
Total Units (duty/standby)	1 (1/0)	1 (1/0)	
Total Filter Area Per Unit	121	362	ft^2
Submerged Filter Area Per Unit	78	235	ft^2
Disc Diameter	2.2	2.2	m
Peak Hydraulic Loading Rate	1.77	4.02	gpm/ft^2
Number of Discs Per Unit	2	6	
Media Pore Size	10	10	µm
Chassis Material	304 SS	304 SS	
Cover Material	GRP	GRP	
Self-Enclosed Tank Material	304 SS	304 SS	
SEW Drive Motor	1.5	1.5	HP
Backwash Water Pump	2	7.5	HP
Backwash Pump Rated Flow	14	41	gpm
Influent Flange	ANSI 12"	ANSI 12"	

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Effluent Flange	ANSI 10"	ANSI 10"	
Mobile Automated Cleaning System	Optional	Optional	
Controls System	Allen Bradley	Allen Bradley	
Unit Control Panel Enclosure Type	NEMA 4X	NEMA 4X	
Instrumentation - Level Sensors	One (1) lot	One (1) lot	

An instrumentation and control system will be included with the Kruger equipment. The control system will be designed and supplied according to Kruger standards. It will include the following:

- NEMA4X local control panel for each Discfilter unit

Process and Design Engineering

Kruger provides process engineering and design support for the system as follows:

- Equipment specifications for equipment supplied by Kruger
- Technical instructions for operation and start-up of the system
- Equipment location drawings and installation plans
- Project specific O&M manuals

Field Services

Kruger will furnish a Service Engineer as specified at the time of start-up to inspect the installation of the completed system, place the system in initial operation, and to instruct operating personnel on the proper use of the equipment. Specifically, Kruger will provide:

- Field Service Engineer/Technician – Four (4) days on site in not more than two (2) site visits to assist with inspection check-out, start-up, optimization, and operator training.
- I&C Field Service Engineer/Technician – Four (4) days on site in not more than one (1) site visit to assist with inspection and I/O check-out, start-up, and operator training.

Installation Requirements

The following items will be installed by the Contractor/Others:

- Control panel(s)
- Interconnecting wiring and/or conduit between the supplied control panel(s) and Discfilter equipment
- Any junction or pull boxes or any other like device needed to supply the interconnecting wiring
- All field connections/terminations to the supplied control panels, the Discfilter equipment and between the Discfilter and supplied control panels
- All supports and anchoring required to install the Discfilter unit
- Plumbing/interconnecting piping, electrical connections, access platforms, grating & handrails

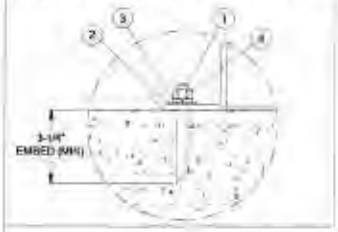
2. Pricing

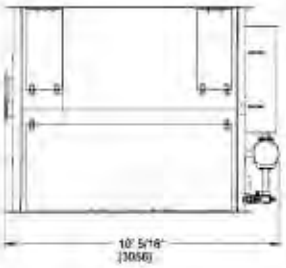
The pricing for the Discfilter system, as defined herein, including process and design engineering, field services, and equipment supply is as follows:

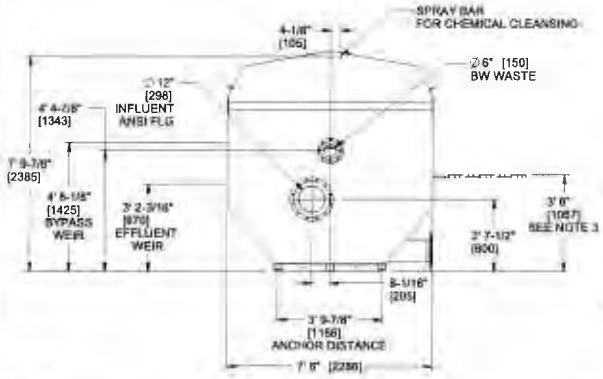
TBD

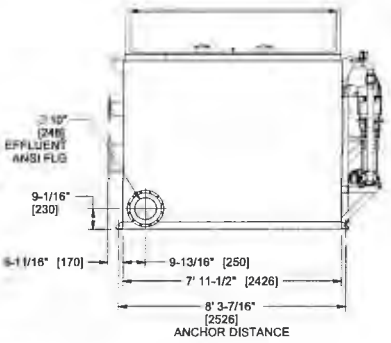
Adder for four (4) discs for Phase 2 and upgraded BW Pump: TBD

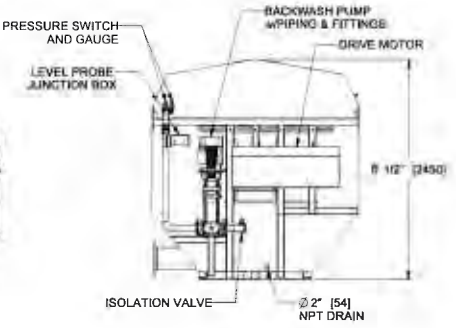
1	1/2" THREADED ROD: ASTM F593 W/ B1.1 UNC THDS
2	1/2" FLAT WASHER: ASTM A240 304 SS: PLATE
3	1/2" LOCK WASHER
4	1/2" HEX NUT: ASTM F594 W/ B1.1 UNC THREADS











NOTES:
1. ALL FLANGE CONNECTIONS BOLT PATTERN ANSI B16.5, PLATE FLANGE: GALVANIZED, STUB END: AISI 304
2. DIMENSIONS IN [ ] ARE MM
3. RECOMMENDED PLATFORM ELEVATION. WORK PLATFORM TO BE SELF SUPPORTING. PLATFORMS MAY NOT BE ATTACHED TO THE FILTER AND LOADS MAY NOT BE TRANSFERRED TO FILTER. PLATFORMS DESIGNED/PROVIDED BY OTHERS.
4. RECOMMEND 24" MINIMUM MAINTENANCE ACCESS AROUND ENTIRE PERIMETER OF DISCFILTER.
5. FOLLOW ANCHOR MANUFACTURERS GUIDELINES FOR SPECIFIC INSTALLATION REQUIREMENTS INCLUDING ANCHOR EMBEDMENT AND EDGE DISTANCE. SEISMIC CODE REQUIREMENTS MAY AFFECT ANCHOR DETAIL SHOWN.
6. ALL ANCHORS AND FASTENERS TO BE STAINLESS STEEL. APPLY ANTI-SEIZE TO ALL CONNECTIONS.

REV	DESCRIPTION	DRAWN	APVD	DATE
B	REVISED NAME	HJH	-	11.15.18
A	PRELIMINARY RELEASE	CDP	JCC	03.29.18

VEOLIA
KRUGER INC.

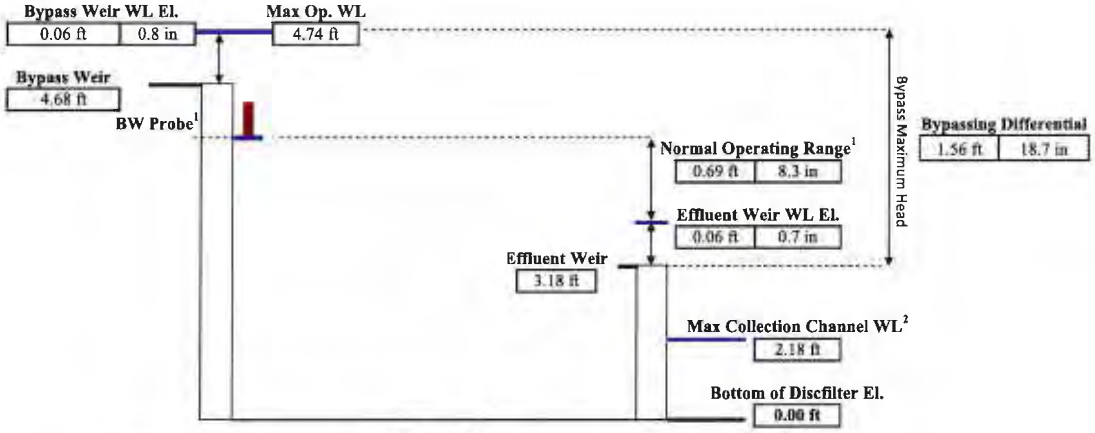
STANDARD PRODUCT

DISCFILTER
HSF2208-1C, UNIT DRAWING
MIXING BYPASS

SCALE	DRAWING NO	SHEET	REV
1:40	1C_2208_M_12.18	1 of 1	B

VEOLIA

Date:	5/4/2020
Project City:	Alabama
Project State:	NY
Project Number:	5700132909
Model:	HSF2206/2-1C
Total Flow:	0.20 MGD
Units in Service:	1
Flow per unit:	0.20 MGD



	mm	ft	in	elevation
Inlet Bypass Water Elevation	1,444 mm	4.74 ft	56.9 in	4.74 ft
Bypass Weir	1,425 mm	4.68 ft	56.1 in	4.68 ft
Effluent Water Elevation	988 mm	3.24 ft	38.9 in	3.24 ft
Effluent Weir	970 mm	3.18 ft	38.2 in	3.18 ft
Bottom of Unit	0 mm	0.00 ft	0.0 in	**0.00 ft**

NOTE: The above diagram is indicative of hydraulic profile only and should not be interepreted as a display of treatment flow path.

[1] - The exact placement of the backwash probe is based on operating observations during installation and startup.

[2] - Please contact Kruger if downstream hydraulic conditions are such that the water level in the effluent collection channel exceeds levels indicated.

Veolia Water Technologies, Inc.
dba Kruger
4001 Weston Parkway
Cary, NC 27513
Tel: (919) 677-8310
www.veoliawatertech.com

Water Technologies

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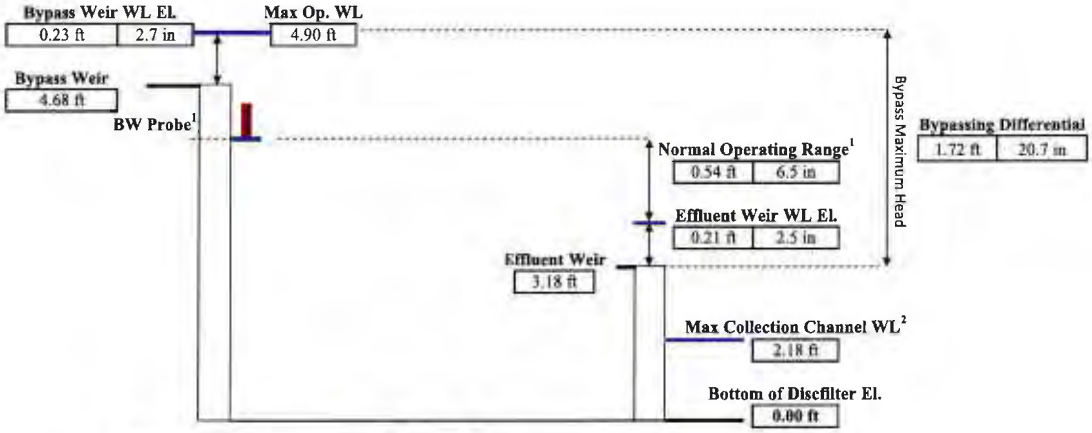
VEOLIA

Date:	5/4/2020
Project City:	Alabama
Project State:	NY
Project Number:	5700132909
Model:	HSF2206-1C
Total Flow:	1.36 MGD
Units in Service:	1
Flow per unit:	1.36 MGD



	mm	ft	in	elevation
Inlet Bypass Water Elevation	1,495 mm	4.90 ft	58.8 in	4.90 ft
Bypass Weir	1,425 mm	4.68 ft	56.1 in	4.68 ft
Effluent Water Elevation	1,033 mm	3.39 ft	40.7 in	3.39 ft
Effluent Weir	970 mm	3.18 ft	38.2 in	3.18 ft
Bottom of Unit	0 mm	0.00 ft	0.0 in	**0.00 ft**

NOTE: The above diagram is indicative of hydraulic profile only and should not be interepreted as a display of treatment flow path.

[1] - The exact placement of the backwash probe is based on operating observations during installation and startup.

[2] - Please contact Kruger if downstream hydraulic conditions are such that the water level in the effluent collection channel exceeds levels indicated.

Veolia Water Technologies, Inc.
dba Kruger
4001 Weston Parkway
Cary, NC 27513
Tel: (919) 677-8310
www.veoliawatertech.com

Water Technologies

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UV Disinfection Sizing and Equipment Selection

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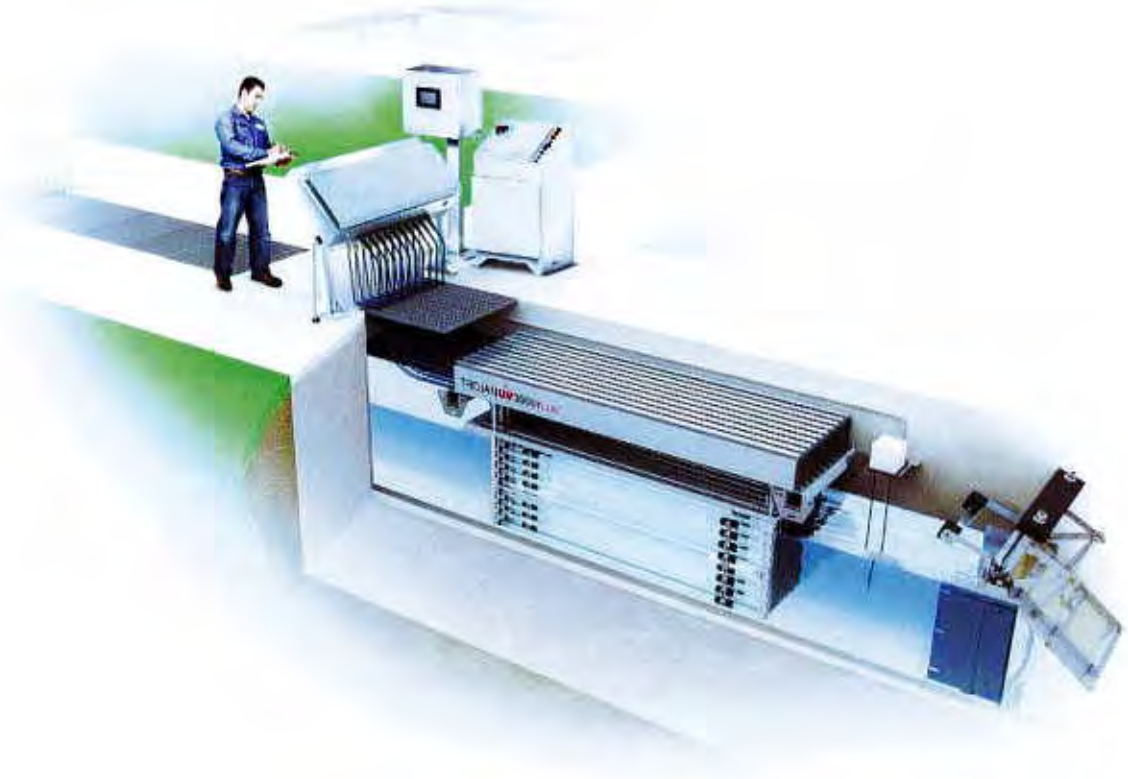
TROJAN UV3000 PLUS™

PROPOSAL FOR STAMP - ALABAMA, NY
QUOTE: 224597
May 4, 2020



The TrojanUV3000Plus™ is operating in **over 2000** municipal wastewater plants around the world. Disinfecting **over 17 billion** gallons a day, the TrojanUV3000Plus™ has become the reference standard in the industry.

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TROJAN UV3000PLUS™

May 4, 2020

CPL
205 St Paul St.
Suite 500
Rochester, NY
14604

We are pleased to provide the following TrojanUV3000Plus™ proposal for the **STAMP – Alabama, NY** project.

The TrojanUV3000Plus™ has been shown in over 2000 installations to provide dependable performance, simplified maintenance, and superior electrical efficiency. As explained in this proposal, the system incorporates innovative features to reduce O&M costs, including variable output electronic ballasts to provide dimming capability and Trojan's revolutionary ActiClean-WW™ system – the industry's only online chemical and mechanical quartz sleeve cleaning system. All Trojan installations are supported by a global network of certified Service Representatives providing local service and support.

Please do not hesitate to call us if you have any questions regarding this proposal. Thank you for the opportunity to quote the TrojanUV3000Plus™ and we look forward to working with you on this project.

With best regards,

Fiona Crawford

3020 Gore Road
London, Ontario N5V 4T7
(519) 457 – 3400 ext. 2194
fcrawford@trojanuv.com

Local Representative:
Wayne Dodsworth
Koester Associates Inc.
(315) 697-3800
Wayned@koesterassociates.com

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DESIGN CRITERIA

Peak Design Flow:	**0.17 MGD** (expandable to future 2.72 MGD)
UV Transmittance:	**65%** (minimum)
Total Suspended Solids:	**20 mg/l** (30 day Average, grab sample)
Disinfection Limit:	**200 fecal coliform per 100 ml** (30 day Geomean, grab sample)

DESIGN SUMMARY

QUOTE: 224597

Based on the above design criteria, the TrojanUV3000Plus™ proposed consists of:

CHANNEL (Please reference Trojan layout drawings for details.)	
Number of Channels:	**1**
Approximate Channel Length Required:	**30 ft**
Channel Width Based on Number of UV Modules:	**16 in (flared to 48 in at level controller)**
Channel Depth Recommended for UV Module Access:	**54 in**
Number of SST Channel Reduction Baffles:	**2**
UV MODULES	
Total Number of Banks:	**2**
Number of Modules per Bank:	**2 (expandable to 4 for future 2.72 MGD)**
Number of Lamps per Module:	**4**
Total Number of UV Lamps:	**16 (expandable to 32 for future 2.72 MGD)**
Maximum Power Draw:	**8 kW**
UV PANELS	
Power Distribution Center Quantity:	**2 (4 Module Wide PDC for Expansion)**
System Control Center Quantity:	**1 (Touch Smart Controller)**
MISCELLANEOUS EQUIPMENT	
Level Controller Quantity:	**1**
Type of Level Controller:	**Serpentine Weir (384 in effective crest length)**
Automatic Chemical / Mechanical Cleaning:	**Trojan ActiClean-WW™**
UV Module Lifting Device:	**Module Lifting Sling**
Standard Spare Parts / Safety Equipment:	**Included**
Other Equipment:	**2 - 8 in W 304SST Channel Reduction Baffles**

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ELECTRICAL REQUIREMENTS	
1.	Each Power Distribution Center requires an electrical supply of one (1) 208V, 3-phase, 3-wire + GND, 60 Hz, 4.1 kVA.
2.	The Hydraulic System Center requires an electrical supply of one (1), 208V, 3-phase, 3-wire + GND, 60 Hz, 2.5 kVA.
3.	The System Control Center requires an electrical supply of one (1) 120V, 1-phase, 2-wire + GND, 60 Hz, 1.8 kVA.
4.	Electrical disconnects required per local code are not included in this proposal.

COMMERCIAL INFORMATION

Total Capital Cost:	

This price excludes any taxes or duties that may be applicable.
Standard equipment warrantees and start up by Trojan-certified technicians are included.

EQUIPMENT WARRANTEES

1. Trojan Technologies warrants all components of the system (excluding UV lamps) against faulty workmanship and materials for a period of 12 months from date of start-up or 18 months after shipment, whichever comes first.
2. UV lamps purchased are warranted for 12,000 hours of operation or 3 years from shipment, whichever comes first. The warranty is pro-rated after 9,000 hours of operation. This means that if a lamp fails prior to 9,000 hours of use, a new lamp is provided at no charge.
3. Electronic ballasts are warranted for 5 years, pro-rated after 1 year.

Screw Press Sizing and Equipment Selection

354 State Route 29, Greenwich, New York 12834
Phone No 518-695-6851
E-mail: dan@bdpindustries.com

Date: Wednesday, June 5, 2019 **Page: 1 of 5**

To: Clark Patterson Lee
205 Saint Paul Street
Rochester, NY 14604

Attn: Nick Bayer
Phone: 585-324-0448
E-mail: NBayer@CPLteam.com

Re: STAMP Project
Budget Proposal: One (1) BDP 3012 Screw Press skid mounted
BDP Proposal #: 060519-0839

BDP Industries, Inc. is pleased to offer our quotation for One (1) BDP Screw Press and accessories, skid mounted. The Screw Press is designed to achieve high discharge solids with a system that is simple to operate and maintain. The screw press unit includes a pre-thickening drum, the press, a control panel, polymer system, sludge pump, filtrate recycle system, and wash water pump, all mounted on a stainless steel skid as a complete dewatering system. A discharge conveyor, separate from the skid, is also included in this proposal. Below is a summary description and scope of our proposal.

EQUIPMENT DESCRIPTION

The Screw Press equipment package includes a complete press and appurtenant equipment, skid mounted and described as follows:

1. One (1) 316L stainless steel polymer injection and polymer/sludge mixing system consisting of an injection ring, variable vortex mixer, and reducing fittings.

2. One (1) 304 stainless steel Rotary Drum Thickener with a variable speed drive motor.
   a) 304 stainless steel frame
   b) 304 stainless steel wetted parts.
   c) 304 stainless steel hardware.
   d) TEFC IP65 severe duty variable speed motors.
   e) PVVC conduit.
   f) NEMA 4X pre-wired Junction box.

3. One (1) Screw Press, 12" diameter, with the following design features:

354 State Route 29, Greenwich, New York 12834
Phone No 518-695-6851
E-mail: dan@bdpindustries.com

a.) 304 stainless steel frame.
b.) 304 stainless steel wetted parts.
c.) 304 stainless steel hardware.
d.) Replaceable wear flights.
e.) Automatic, intermittent oscillating screen shower.
f.) Filtrate recycle system.
g.) Pneumatically adjustable discharge cone.
h.) TEFC IP65 severe duty variable speed motors.
i.) PVC conduit.
j.) NEMA 4x pre-wired junction box.

4. One (1) complete electrical control panel for all Screw Press control functions, drives, and interlocks for the screw press dewatering system. The panel will include an:
   a) Allen Bradley Compact Logix PLC
   b) Allen Bradley 12" panelview plus OIT
   c) Allen Bradley 525 variable frequency drives.
   d) IEC starter.
   e) 480/3/60
   f) UL 508
   g) NEMA 4X
   h) 304 stainless steel

5. One (1) Equipment Skid constructed of 304 stainless steel with integral filtrate collection sump and grating for walk-ways. All equipment in this proposal except for the discharge conveyor will be mounted and affixed to the equipment skid and will be pre-wired and pre-plumbed at the BDP factory.

6. One (1) MXQ Progressive Cavity sludge feed pump with 5 HP TEFC drive motor capable of pumping 75 GPM at 300 RPM and 50 psi of head pressure

7. One (1) UGSI Automatic emulsion polymer blending unit with 5 GPH progressive cavity neat pump and 1,200 GPH dilution water capability.

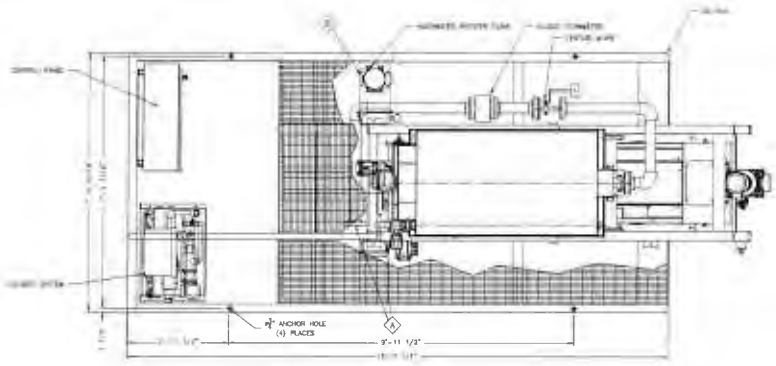
8. One (1) 3" Diameter Siemens Magnetic Flow Meter.

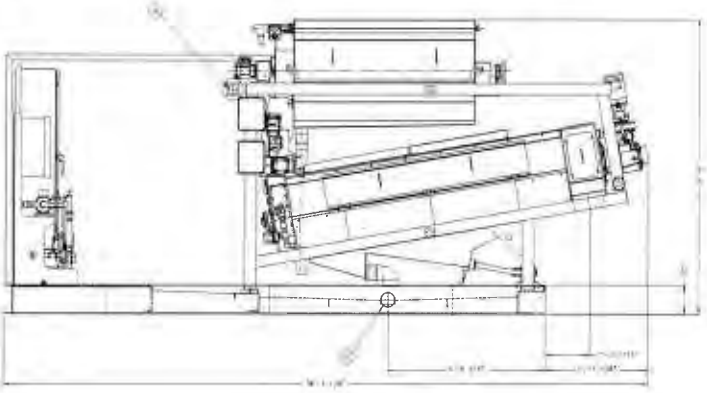
9. One (1) Washwater Booster Pump.

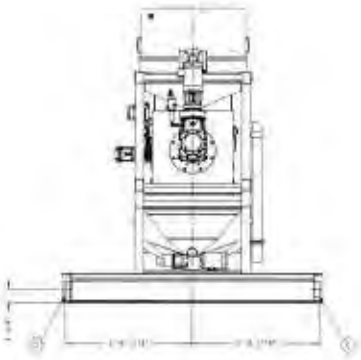
10. One (1) Filtrate Recycle System with Moyno 34401 pump.

11. One (1) Ingersoll Rand Air Compressor and Air Drier.

12. One (1) 3 HP 304 stainless steel inclined u-trough screw conveyor, 18 ft in length, capable of 110 CFH. Conveyor supports included.







QTY	DESCRIPTION	MAT	ITEM	REMARKS

BDP INDUSTRIES, INC.
GREENWICH, N.Y. 12834

MODEL 3012 DSP SCREW PRESS

BDP JOB NO. 1415 | DRAWN WJG | DATE 6/21/11

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EXHIBIT B
GENESEE COUNTY PUBLIC HEALTH DEPARTMENT
CONSENT TO CONSTRUCTION OF PROPOSED SEWER SYSTEM

The Genesee County Public Health Department does hereby consent to the formation and construction of the proposed sewer system by the Genesee Gateway Local Development Corporation and through it's to-be-formed subsidiary sewage-works corporation STAMP Sewer Works, Inc., as proposed by the Petition for Public Health Department Consent to Proposed Sewer System dated _____ __, 2020. The Genesee Gateway Local Development Corporation is hereby authorized to deliver this consent to the Town Board of the Town of Alabama, as evidence of the Genesee County Public Health Department's consent to the proposed sewer system, satisfactory and sufficient to permit the Town Board of the Town of Alabama to consent to the Genesee Gateway Local Development Corporation's petition for consent to form a sewage-works corporation, under Article 10 of the Transportation Corporations Law of the State of New York (the "Transportation Corporations Law"), to supply STAMP and its commercial tenants with a sewer system.

IN WITNESS WHEREOF, the undersigned, being a duly authorized representative of the Genesee County Public Health Department, has executed this Consent effective this __ day of _____, 2020.

By: _____
Name: _____
Title: _____

8536612.2

Genesee County Economic Development Center

Power People Incentives

Orleans County Department of Health
14016 State Route 31, Suite 101
Albion, NY 14411
Attn: Paul A. Pettit, Director

July 21, 2020

Re: Western New York Science & Technology Advanced Manufacturing Park - Sewage-Works Corporation

Dear Mr. Pettit:

The Genesee County Industrial Development Agency d/b/a the Genesee County Economic Development Center ("GCEDC"), in conjunction with the Genesee Gateway Local Development Corporation ("GGLDC"), the non-profit real estate affiliate of the GCEDC, have been working to develop the Western New York Science & Technology Advanced Manufacturing Park ("STAMP" or the "Project"), an advanced manufacturing technology campus on approximately 1,262 acres located on the west side of New York State Route 63/77, approximately five miles north of the I-90/New York State Thruway ("Site") in the Town of Alabama, New York. STAMP is intended to be an economic development engine, providing opportunities for economic growth unlike any other in the greater Buffalo/Niagara and Rochester regions. At full build out, STAMP will feature 6.1 million square feet of development in a natural, sustainable, campus setting. The development on the Site will accommodate various uses such as technology and manufacturing facilities, tech space, agri-businesses, support facilities, office space and ancillary retail. STAMP was specifically designed to accommodate world-class, high-tech companies and as such, it focuses on attracting large, high tech advanced manufacturing tenants, with an emphasis on tenants operating in renewable energy industries.

GGLDC seeks to form a sewage-works corporation to be named STAMP Sewer Works, Inc., which will construct, own and operate all sewer infrastructure and will provide sewage treatment and discharge services to STAMP's commercial tenants. As currently designed, the sewer infrastructure will consist of the following: 1) an on-site waste-water treatment facility ("WWTF") to treat sewage from STAMP tenants; 2) a pump station; 3) a force main from the STAMP site to Oak Orchard Creek in the Town of Shelby; and 4) related equipment and infrastructure. In order to form a sewage-works corporation,

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GGLDC must first obtain the approval of the Orleans County Public Health Department of the maps and specifications for this sewer system.

We therefore submit this request that the Orleans County Public Health Department approve the enclosed petition for such approval, which includes as exhibits: (i) a copy of the Force Main, Main Pump Station, & Onsite WWTF Basis of Design Report which includes the maps and specifications for the sewer system; and (ii) a form resolution approving such sewer infrastructure.

Simultaneously with this petition, we are seeking the consent of the Town Board of the Town of Shelby to the incorporation of STAMP Sewer Works, Inc., which will own and operate the sewer system. We wish to provide evidence of the Public Health Department's approval to the Town Board once received, as this approval is a prerequisite to any municipal consent to the formation of a sewage-works corporation, pursuant to Article 10 of the Transportation Corporations Law of the State of New York.

Respectfully submitted,

Genesee County Economic Development Center

By: _____
Mark A. Masse, CPA
Senior Vice President of Operations

Enclosure

cc: Adam Walters, GCEDC Attorney
Doc #8541739.1

PETITION FOR DEPARTMENT OF HEALTH CONSENT
TO PROPOSED SEWER SYSTEM

TO: THE ORLEANS COUNTY PUBLIC HEALTH DEPARTMENT

Petitioner, seeking consent to the construction of a sewer system to supply the Western New York Science and Technology Advanced Manufacturing Park ("STAMP") and its commercial tenants with a sewer system, hereby represents and sets forth:

1. Petitioner has petitioned the Town of Shelby for consent to form a sewage-works corporation, under Article 10 of the Transportation Corporations Law of the State of New York (the "Transportation Corporations Law"), to supply STAMP and its commercial tenants with a sewer system.
2. The entity proposing to form such corporation is Genesee Gateway Local Development Corporation.
3. The sewer system, as currently planned, will consist of the following: 1) an on-site waste water treatment facility ("WWTF") to treat sewage from STAMP tenants; 2) a pump station; 3) a force main from the STAMP site to Oak Orchard Creek in the Town of Shelby; and 4) related equipment and infrastructure.
4. Pursuant to Article 10 of the Transportation Corporations Law, the Town of Shelby cannot consent to the establishment of STAMP Sewer Works, Inc. until there shall first be filed with the county department of health having jurisdiction, maps and specifications of the proposed system and such department shall have given its approval thereof.
5. The maps and specifications of the proposed system are within the Force Main Pump Station, & Onsite WWTF Basis of Design Report annexed hereto as Exhibit "A".
6. The Orleans County Public Health Department is hereby requested to review this application and to consent to the construction of the proposed sewer system, in the form of the resolution attached hereto as Exhibit "B".

Batavia, New York
Dated July 22 2020

GENESEE GATEWAY LOCAL DEVELOPMENT CORPORATION

By: Don Cunningham
Name: Don Cunningham
Title: Chairman

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Genesee County Economic Development Center

Power People Incentives

The Town of Alabama Town Board
2218 Judge Road
Oakfield, NY 14125
Attn: Rob Crossen, Town Supervisor

July 21, 2020

Re: Western New York Science and Technology Advanced Manufacturing Park - Sewage-Works Corporation ("STAMP")

Dear Supervisor Crossen and Members of the Town of Alabama Town Board:

As you know, the Genesee County Industrial Development Agency d/b/a the Genesee County Economic Development Center ("GCEDC"), in conjunction with the Genesee Gateway Local Development Corporation ("GGLDC"), the non-profit real estate affiliate of the GCEDC, have been working to develop the Western New York Science & Technology Advanced Manufacturing Park ("STAMP" or the "Project"), an advanced manufacturing technology campus on approximately 1,262 acres located on the west side of New York State Route 63/77, ("Site") in the Town of Alabama, New York. The Town of Alabama has been a key partner in the development of STAMP and pursuant to the Incentive Zoning negotiated with the Town for STAMP, a majority of the residents of the Town have received public water.

As has been discussed from time to time over the last several years, the GGLDC intends to form a sewage-works corporation to be named STAMP Sewer Works, Inc., which will own and operate all STAMP sewer infrastructure and will provide sewage treatment and discharge services to commercial tenants that are located on the STAMP site. As currently designed, the sewer infrastructure will consist of the following: 1) an on-site waste-water treatment facility ("WWTF") to treat sewage from STAMP tenants[1]; 2) a pump station; 3) a force main from the STAMP site to Oak Orchard Creek in the Town of Shelby; and 4) related equipment and infrastructure. In order to form a sewage-works corporation pursuant to Article 10 of the Transportation Corporations Law of the State of New York

[1] The Town of Alabama has asked to reserve 100,000 gpd capacity in the WWTF. The Town of Alabama cannot discharge directly into the force main, but if the Town pays for the infrastructure, it can pipe sewer to the WWTF to be treated.

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(the "Transportation Corporations Law"), the GGLDC must first obtain the consent of the Town Board of the Town of Alabama.

We therefore submit this request that the Town Board of the Town of Alabama consent to the formation of STAMP Sewer Works, Inc., pursuant to the Transportation Corporations Law. We have enclosed our petition for such consent, which includes as exhibits: (i) a draft of the certificate of incorporation; (ii) a copy of the Force Main, Main Pump Station, & Onsite WWTF Basis of Design Report which contains the engineering plans for the sewer system; and, (iii) a form resolution consenting to the incorporation of such sewage-works corporation.

Simultaneously with this petition, we are seeking the consent of the Genesee County Public Health Department as required by the Transportation Corporations Law. We will provide evidence of such Public Health Department approval once received, as this approval is a prerequisite to municipal consent to the formation of a sewage-works corporation, pursuant to the Transportation Corporations Law. In the meantime, we are asking the Town Board to commence the review process for consent to the formation of a sewage-works corporation so that such consent may be ready by the time the Public Health Department consents.

Respectfully submitted,

Genesee County Economic Development Center

By: _____
Mark A. Masse, CPA
Senior Vice President of Operations

Enclosure
cc: Mark Boylan, Town Attorney
Adam Walters, GCEDC Attorney

PETITION FOR MUNICIPAL CONSENT
TO FORMATION OF A SEWAGE-WORKS CORPORATION

TO: THE TOWN BOARD OF THE TOWN OF ALABAMA

Petitioner, proposing to incorporate for the purpose of forming a sewage-works corporation to supply the Western New York Science and Technology Advanced Manufacturing Park ("STAMP") and its commercial tenants with a sewer system, hereby represents and sets forth:

1. The entity proposing to form such corporation is Genesee Gateway Local Development Corporation.
2. The capital stock is to be divided into 200 shares, without par value.
3. The name of the herein proposed sewage-works corporation is STAMP Sewer Works, Inc., and a draft copy of the proposed Certificate of Incorporation is annexed hereto as Exhibit "A".
4. The sewer system, as currently planned, will consist of the following: 1) an on-site waste water treatment facility ("WWTF") to treat sewage from STAMP tenants; 2) a pump station; 3) a force main from the STAMP site to Oak Orchard Creek in the Town of Shelby; and 4) related equipment and infrastructure. A copy of the Force Main, Main Pump Station, & Onsite WWTF Basis of Design Report which contains the engineering plans for the sewer system is annexed hereto as Exhibit "B".
5. An application has been made to the Genesee County Department of Health for the approval of the maps and specifications of the proposed system, such approval being required prior to Town Board consent to formation of the sewage-works transportation corporation. Petitioner will provide evidence of such approval to the Town Board upon receipt.
6. The Town Board of the Town of Alabama is hereby requested to consider this application and to consent to the formation of the proposed sewage-works corporation, in the form of the attached resolution of the Town Board attached hereto as Exhibit "C".

Batavia, New York
Dated July 22, 2020

GENESEE GATEWAY LOCAL DEVELOPMENT CORPORATION

By: _____
Name: Don Cunningham
Title: Chairman

8535726.1

EXHIBIT A

CERTIFICATE OF INCORPORATION

OF

STAMP SEWER WORKS, INC.

Under Section 3 of the Transportation Corporations Law
of the State of New York

For the purposes of forming a corporation pursuant to Section 3 of the Transportation Corporations Law of the State of New York, the undersigned hereby certifies:

FIRST: The name of the corporation is STAMP Sewer Works, Inc. (the "Corporation").

SECOND: The Corporation shall be a sewage works corporation under Article 10 and Section 122 of the Transportation Corporations Law of the State of New York.

THIRD: The Corporation is formed to engage in any lawful act or activity for which a sewage works corporation may be organized under the Transportation Corporations Law of the State of New York, provided that it may not engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained, and further provided that it may engage in the acts and activities of a sewage works corporation only in the Town of Alabama, New York and the Town of Shelby, New York. The Corporation shall have all the powers of a sewer works corporation enumerated in Section 122 of the Transportation Corporations Law of the State of New York, subject to any limitations provided in this Paragraph THIRD, said Transportation Corporations Law or any other statute of the State of New York including, without limitation, the definition of a sewage works corporation set forth in Section 115 of the Transportation Corporations Law.

FOURTH: The office of the Corporation is to be located in the County of Genesee, State of New York.

FIFTH: The aggregate number of shares which the Corporation shall have the authority to issue is two hundred (200) shares of common stock without par value.

SIXTH: The Secretary of State of the State of New York is designated as agent of the Corporation upon whom process against it may be served. The address to which the Secretary of State shall mail a copy of any process accepted on behalf of the Corporation is Upstate MedTech Centre, 99 MedTech Drive, Suite 106, Batavia, New York 14020.

SEVENTH: The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by the provisions of paragraph (b) of Section 402 of the Business Corporation Law, as the same may be amended and supplemented; provided, however, that this provision shall not operate so as to eliminate or limit the liability of any

director if a judgment or other final adjudication adverse to him/her establishes that his/her acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that he/she personally gained in fact a financial profit or other advantage to which he/she was not legally entitled or that his/her acts violated Section 719 of the Business Corporation Law.

EIGHTH: The Corporation shall, to the fullest extent permitted by Article 7 of the Business Corporation Law, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Article 7 from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said Article 7, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which any person may be entitled under any by-law, resolution of shareholders, resolution of directors, agreement or otherwise, as permitted by said Article 7, as to action in any capacity in which he/she served the Corporation; provided, however, that no indemnification shall be made to or on behalf of any individual if a judgment or other final adjudication adverse to the individual establishes that his/her acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or that he/she personally gained in fact a financial profit or other advantage to which he/she was not legally entitled.

NINTH: Whenever under the provisions of the Business Corporation Law shareholders are required or permitted to take any action by vote, such action may be taken without a meeting on written consent, signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, in accordance with the provisions of Section 615 of the Business Corporation Law.

TENTH: The Corporation's sewer system will be situated in both the Towns of Alabama, New York and the Towns of Shelby, New York, and the consent of the authorities of such towns has been obtained and is annexed hereto.

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Incorporation this _____ day of _____, 2020.

_____

Deborah Taberski, Incorporator
One Canalside
125 Main Street
Buffalo, New York 14203

Genesee County Economic Development Center

Power People Incentives

The Town of Shelby Town Board
Shelby Town Hall
4062 Salt Works Road
Medina, NY 14103
Attn: Jeff Smith, Supervisor

July 21, 2020

Re: Western New York Science and Technology Advanced Manufacturing Park - Sewage-Works Corporation ("STAMP")

Dear Supervisor Smith and Members of the Town of Shelby Town Board:

As you know, the Genesee County Industrial Development Agency d/b/a the Genesee County Economic Development Center ("GCEDC"), in conjunction with the Genesee Gateway Local Development Corporation ("GGLDC"), the non-profit real estate affiliate of the GCEDC, have been working to develop the Western New York Science & Technology Advanced Manufacturing Park ("STAMP" or the "Project"), an advanced manufacturing technology campus on approximately 1,262 acres located on the west side of New York State Route 63/77, approximately five miles north of the I-90/New York State Thruway ("Site") in the Town of Alabama, New York. STAMP is intended to be an economic development engine, providing opportunities for economic growth unlike any other in the greater Buffalo/Niagara and Rochester regions. At full build out, STAMP will feature 6.1 million square feet of development in a natural, sustainable, campus setting. The development on the Site will accommodate various uses such as technology and manufacturing facilities, tech space, agri-businesses, support facilities, office space and ancillary retail. STAMP was specifically designed to accommodate world-class, high-tech companies and as such, it focuses on attracting large, high tech advanced manufacturing tenants, with an emphasis on tenants operating in renewable energy industries.

GGLDC intends to form a sewage-works corporation to be named STAMP Sewer Works, Inc., which will own and operate all STAMP sewer infrastructure and will provide sewage treatment and discharge services to STAMP's commercial tenants. As currently designed, the sewer infrastructure will consist of the following: 1) an on-site waste-water treatment facility ("WWTF") to treat sewage from STAMP tenants; 2) a pump station; 3) a force main from the STAMP site to Oak Orchard Creek in the Town of Shelby; and 4)

related equipment and infrastructure. In order to provide such services to the STAMP site, GGLDC must form a sewage-works corporation, which must be consented to by the Town Board of the Town of Shelby.

We therefore submit this request that the Town Board of the Town of Shelby consent to the formation of STAMP Sewer Works, Inc, pursuant to Article 10 of the Transportation Corporations Law of the State of New York (the "Transportation Corporations Law"). We have enclosed our petition for such consent, which includes as exhibits: (i) a draft of the certificate of incorporation; (ii) a copy of the Force Main, Main Pump Station, & Onsite WWTF Basis of Design Report which contains the engineering plans for the sewer system; and, (iii) a form resolution consenting to the incorporation of such sewage-works corporation.

Simultaneously with this petition, we are seeking the consent of the Orleans County Public Health Department as required by the Transportation Corporations Law. We will provide evidence of such Public Health Department approval once received, as this approval is a prerequisite to municipal consent to the formation of a sewage-works corporation, pursuant to the Transportation Corporations Law. In the meantime, we are asking the Town Board to commence the review process for consent to the formation of a sewage-works corporation so that such consent may be ready by the time the Public Health Department consents.

Respectfully submitted,

Genesee County Economic Development Center

By: _____
Mark A. Masse, CPA
Senior Vice President of Operations

Enclosure

3j

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cc: Adam Walters, GCEDC Attorney

Doc #8541005.2

PETITION FOR MUNICIPAL CONSENT
TO FORMATION OF A SEWAGE-WORKS CORPORATION

TO: THE TOWN BOARD OF THE TOWN OF SHELBY

Petitioner, proposing to incorporate for the purpose of forming a sewage-works corporation to supply the Western New York Science and Technology Advanced Manufacturing Park ("STAMP") and its commercial tenants with a sewer system, hereby represents and sets forth:

1. The entity proposing to form such corporation is Genesee Gateway Local Development Corporation.
2. The capital stock is to be divided into 200 shares, without par value.
3. The name of the herein proposed sewage-works corporation is STAMP Sewer Works, Inc., and a draft copy of the proposed Certificate of Incorporation is annexed hereto as Exhibit "A".
4. The sewer system, as currently planned, will consist of the following: 1) an on-site waste water treatment facility ("WWTF") to treat sewage from STAMP tenants; 2) a pump station; 3) a force main from the STAMP site to Oak Orchard Creek in the Town of Shelby; and 4) related equipment and infrastructure. A copy of the Force Main, Main Pump Station, & Onsite WWTF Basis of Design Report which contains the engineering plans for the sewer system is annexed hereto as Exhibit "B".
5. [Details of future potential tax revenues and other municipal tax benefits.]
6. An application has been made to the Orleans County Department of Health for the approval of the maps and specifications of the proposed system, such approval being required prior to Town Board consent to formation of the sewage-works transportation corporation. Petitioner will provide evidence of such approval to the Town Board upon receipt.
7. The Town Board of the Town of Shelby is hereby requested to consider this application and to consent to the formation of the proposed sewage-works corporation, in the form of the attached resolution of the Town Board attached hereto as Exhibit "C".

Batavia, New York
Dated July 22 2020

Doc #8536425.2

GENESEE GATEWAY LOCAL
DEVELOPMENT CORPORATION

By: Don Cunningham
Name: Don Cunningham
Title: Chairman

3j

EXHIBIT A

CERTIFICATE OF INCORPORATION

OF

STAMP SEWER WORKS, INC.

Under Section 3 of the Transportation Corporations Law
of the State of New York

For the purposes of forming a corporation pursuant to Section 3 of the Transportation Corporations Law of the State of New York, the undersigned hereby certifies:

FIRST: The name of the corporation is STAMP Sewer Works, Inc. (the "Corporation").

SECOND: The Corporation shall be a sewage works corporation under Article 10 and Section 122 of the Transportation Corporations Law of the State of New York.

THIRD: The Corporation is formed to engage in any lawful act or activity for which a sewage works corporation may be organized under the Transportation Corporations Law of the State of New York, provided that it may not engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained, and further provided that it may engage in the acts and activities of a sewage works corporation only in the Town of Alabama, New York and the Town of Shelby, New York. The Corporation shall have all the powers of a sewer works corporation enumerated in Section 122 of the Transportation Corporations Law of the State of New York, subject to any limitations provided in this Paragraph THIRD, said Transportation Corporations Law or any other statute of the State of New York including, without limitation, the definition of a sewage works corporation set forth in Section 115 of the Transportation Corporations Law.

FOURTH: The office of the Corporation is to be located in the County of Genesee, State of New York.

FIFTH: The aggregate number of shares which the Corporation shall have the authority to issue is two hundred (200) shares of common stock without par value.

SIXTH: The Secretary of State of the State of New York is designated as agent of the Corporation upon whom process against it may be served. The address to which the Secretary of State shall mail a copy of any process accepted on behalf of the Corporation is Upstate MedTech Centre, 99 MedTech Drive, Suite 106, Batavia, New York 14020.

SEVENTH: The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by the provisions of paragraph (b) of Section 402 of the Business Corporation Law, as the same may be amended and supplemented; provided, however, that this provision shall not operate so as to eliminate or limit the liability of any

director if a judgment or other final adjudication adverse to him/her establishes that his/her acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that he/she personally gained in fact a financial profit or other advantage to which he/she was not legally entitled or that his/her acts violated Section 719 of the Business Corporation Law.

EIGHTH: The Corporation shall, to the fullest extent permitted by Article 7 of the Business Corporation Law, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Article 7 from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said Article 7, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which any person may be entitled under any by-law, resolution of shareholders, resolution of directors, agreement or otherwise, as permitted by said Article 7, as to action in any capacity in which he/she served the Corporation; provided, however, that no indemnification shall be made to or on behalf of any individual if a judgment or other final adjudication adverse to the individual establishes that his/her acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or that he/she personally gained in fact a financial profit or other advantage to which he/she was not legally entitled.

NINTH: Whenever under the provisions of the Business Corporation Law shareholders are required or permitted to take any action by vote, such action may be taken without a meeting on written consent, signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, in accordance with the provisions of Section 615 of the Business Corporation Law.

TENTH: The Corporation's sewer system will be situated in both the Towns of Alabama, New York and the Towns of Shelby, New York, and the consent of the authorities of such towns has been obtained and is annexed hereto.

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Incorporation this _____ day of _____, 2020.

_____

Deborah Taberski, Incorporator
One Canalside
125 Main Street
Buffalo, New York 14203

3j

Genesee County Water Authority
c/o Genesee County Highway Superintendent
29 Liberty Street, Suite #3
Batavia, NY 14020
Attn: Tim Hens

July 21, 2020

Re: Western New York Science and Technology Advanced Manufacturing Park - Water-Works Corporation

Dear Superintendent Hens:

The Genesee County Industrial Development Agency d/b/a the Genesee County Economic Development Center ("GCEDC"), in conjunction with the Genesee Gateway Local Development Corporation ("GGLDC"), the non-profit real estate affiliate of the GCEDC, have been working to develop the Western New York Science & Technology Advanced Manufacturing Park ("STAMP" or the "Project"), an advanced manufacturing technology campus on approximately 1,262 acres located on the west side of New York State Route 63/77, ("Site") in the Town of Alabama, New York. The Town of Alabama has been a key partner in the development of STAMP and pursuant to the Incentive Zoning negotiated with the Town for STAMP, a majority of the residents of the Town have received public water.

The GGLDC intends to form a water-works corporation to be named STAMP Water Works, Inc., which will own and operate all water infrastructure at STAMP and sell water to STAMP commercial tenants. In order to form a water-works corporation pursuant to Article 4 of the Transportation Corporations Law of the State of New York (the "Transportation Corporations Law"), the GGLDC must first obtain the consent of the Town Board of the Town of Alabama and the Town of Alabama Highway Department Superintendent (together, the "Local Authorities"). Pursuant to the Transportation Corporations Law, the Local Authorities cannot provide consent to such formation until the county water authority has reported in writing to the Local Authorities its recommendations as to whether or not such consent should be granted ("Recommendation Report"). Pursuant to the Transportation Corporations Law, the Recommendation Report must be filed with the Town of Alabama on or before ten days from receipt of a request.

We therefore submit this request that the Genesee County Water Authority approve the enclosed petition and issue a Recommendation Report to the Local Authorities, recommending that the Local Authorities consent to the formation of STAMP Water Works, Inc. Such petition includes as exhibits: (i) a draft of the certificate of incorporation of STAMP Water Works, Inc.; (ii) a copy of the Basis of Design Report which contains the

engineering plans for the STAMP water system; and, (iii) a form of Recommendation Report, to be filed with the Local Authorities on or before ten days from the date hereof.

Simultaneously with this request, we are providing notice to the Town Board of the Town of Alabama that we intend to apply for its consent to form STAMP Water Works, Inc., in 10 days. Accordingly, we respectfully request a Recommendation Report be filed with the Local Authorities on or before ten (10) days.

Respectfully submitted,

Genesee County Economic Development Center

By: _____
Mark A. Masse, CPA
Senior Vice President of Operations

Enclosure
cc: Adam Walters, GCEDC Attorney
Mark Boylan, Town Attorney
Doc #8882290.2

PETITION FOR GENESEE COUNTY WATER AUTHORITY
REPORT RECOMMENDING MUNICIPAL CONSENT
TO FORMATION OF A WATER-WORKS CORPORATION

TO: THE GENESEE COUNTY WATER AUTHORITY,
C/O GENESEE COUNTY HIGHWAY SUPERINTENDENT

Petitioner, proposing to incorporate for the purpose of forming a water-works corporation to supply the Western New York Science and Technology Advanced Manufacturing Park ("STAMP") and its commercial tenants with a water system, hereby represents and sets forth:

1. The entity proposing to form such corporation is Genesee Gateway Local Development Corporation.
2. The capital stock is to be divided into 200 shares, without par value.
3. The name of the herein proposed water-works corporation is STAMP Water Works, Inc., and a draft copy of the proposed Certificate of Incorporation is annexed hereto as Exhibit "A".
4. A copy of Basis of Design Report which contains the engineering plans for the water system is annexed hereto as Exhibit "B".
5. The Genesee County Water Authority, c/o the Genesee County Highway Superintendent (the "Water Authority") is hereby requested to consider this petition and issue a report to the Local Authorities recommending that such Local Authorities consent to the incorporation of STAMP Water Works, Inc., in the form of the approval attached hereto as Exhibit "C". The foregoing report is required before the Local Authorities can consent to formation of the water-works transportation corporation.

Batavia, New York
Dated July 22 2020

GENESEE GATEWAY LOCAL DEVELOPMENT CORPORATION

By: Don Cunningham
Name: Don Cunningham
Title: Chairman

3j

EXHIBIT A

CERTIFICATE OF INCORPORATION

OF

STAMP WATER WORKS, INC.

Under Section 3 of the Transportation Corporations Law
of the State of New York

For the purposes of forming a corporation pursuant to Section 3 of the Transportation Corporations Law of the State of New York, the undersigned hereby certifies:

FIRST: The name of the corporation is STAMP Water Works, Inc. (the "Corporation").

SECOND: The Corporation shall be a water works corporation under Article 4 and Section 43 of the Transportation Corporations Law of the State of New York.

THIRD: The Corporation is formed to engage in any lawful act or activity for which a water works corporation may be organized under the Transportation Corporations Law of the State of New York, provided that it may not engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained, and further provided that it may engage in the acts and activities of a water works corporation only in the Town of Alabama, New York. The Corporation shall have all the powers of a water works corporation enumerated in Section 43 of the Transportation Corporations Law of the State of New York, subject to any limitations provided in this Paragraph THIRD, said Transportation Corporations Law or any other statute of the State of New York including, without limitation, the definition of a water works corporation set forth in Section 40 of the Transportation Corporations Law.

FOURTH: The office of the Corporation is to be located in the County of Genesee, State of New York.

FIFTH: The aggregate number of shares which the Corporation shall have the authority to issue is two hundred (200) shares of common stock without par value.

SIXTH: The Secretary of State of the State of New York is designated as agent of the Corporation upon whom process against it may be served. The address to which the Secretary of State shall mail a copy of any process accepted on behalf of the Corporation is Upstate MedTech Centre, 99 MedTech Drive, Suite 106, Batavia, New York 14020.

SEVENTH: The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by the provisions of paragraph (b) of Section 402 of the Business Corporation Law, as the same may be amended and supplemented; provided, however, that this provision shall not operate so as to eliminate or limit the liability of any

director if a judgment or other final adjudication adverse to him/her establishes that his/her acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that he/she personally gained in fact a financial profit or other advantage to which he/she was not legally entitled or that his/her acts violated Section 719 of the Business Corporation Law.

EIGHTH: The Corporation shall, to the fullest extent permitted by Article 7 of the Business Corporation Law, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Article 7 from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said Article 7, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which any person may be entitled under any by-law, resolution of shareholders, resolution of directors, agreement or otherwise, as permitted by said Article 7, as to action in any capacity in which he/she served the Corporation; provided, however, that no indemnification shall be made to or on behalf of any individual if a judgment or other final adjudication adverse to the individual establishes that his/her acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or that he/she personally gained in fact a financial profit or other advantage to which he/she was not legally entitled.

NINTH: Whenever under the provisions of the Business Corporation Law shareholders are required or permitted to take any action by vote, such action may be taken without a meeting on written consent, signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, in accordance with the provisions of Section 615 of the Business Corporation Law.

TENTH: The Town of Alabama, New York is to be supplied with water by the Corporation, and that the consent of the authorities of such town has been obtained and is annexed hereto.

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Incorporation this _____ day of _____, 2020.

_____

Deborah Taberski, Incorporator
One Canalside
125 Main Street
Buffalo, New York 14203

CERTIFICATE OF INCORPORATION

OF

STAMP WATER WORKS, INC.

Under Section 3 of the Transportation Corporations Law of the State of New York

Filer
Phillips Lytle LLP
One Canalside
125 Main Street
Buffalo, NY 14203

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EXHIBIT B
BASIS OF DESIGN REPORT

[ATTACHED]

STAMP On-Site Small Water System

Basis of Design Report

For The

Genesee County Economic Development Center

July 2020

ARCHITECTURE
ENGINEERING
PLANNING
CPLteam.com

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I. General

A. Background

The Genesee County Industrial Development Agency d/b/a/ the Genesee County Economic Development Center (GCEDC) and its affiliate, the Genesee Gateway Local Development Corporation (GGLDC), have been working for the last several years on the development of the Western New York Science & Technology Advanced Manufacturing Park (STAMP). The STAMP Site is planned as an advanced manufacturing campus on approximately 1,262 acres of land in the Town of Alabama, New York located along the west side of New York State Highway 77/63 (north of Judge Road) approximately five miles north of the I-90/New York State Thruway (STAMP Site).

At full build out, STAMP will be a high technology and advance manufacturing campus with the potential to accommodate over 6 million square feet of advanced technology manufacturing and related uses and to create up to 10,000 jobs. The GCEDC, as lead agency pursuant to the State Environmental Quality Review Act (SEQR), prepared a Generic Environmental Impact Statement (GEIS) and a Smart Growth Impact Statement ("SGIS") that analyzed the potential impacts of STAMP pursuant to the requirements of the SEQR and the State Smart Growth Public Information Policy Act.

In January 2012, the Final GEIS for STAMP was accepted as complete. The FGEIS identified alternatives for water supply for STAMP and assumed a maximum demand of 3 million gallons per day (MGD) of water. Several phases and projects were considered, including a connection to the Town of Pembroke water system, a connection to the Village and Town of Oakfield water system, and onsite storage tanks.

In August of 2013, a Conceptual Water and Wastewater Alternatives Analysis and Recommendations Report identified potential water supply alternatives for the STAMP project based on a demand of 12.0 MGD. Several alternatives including the Niagara County Water District (NCWD), the City of Lockport, the Erie County Water Authority (ECWA) and Genesee County sources were considered. Based on this report, the recommended water supply alternative was a combination of NCWD and Genesee County sources. The GCEDC and the NCWD have been and will continue to explore working towards a large volume water supply from Niagara County. In the meantime, water to the STAMP site will be supplied by Genesee County.

A Water Supply Agreement was drafted, approved and executed between Genesee County and the GCEDC, which outlined the process of providing STAMP with up to 0.2 MGD of water. The executed agreement can be found in Appendix A. Additionally, the STAMP Technical Team helped develop a strategy for providing the Town of Alabama with a town-wide water supply plan. Construction for Phase 1 of this project began in August of 2017 and was completed in September of 2018. Phase 2 of this project started construction in April of 2018 and was completed in October of 2019. This Town system, which is connected to the larger Genesee County water supply allows the County to provide STAMP with up 0.2 MGD. As an additional supply option from Genesee County, construction for

the Pembroke Line was started in June of 2020 and is expected to be completed by June of 2021. It is anticipated that construction of this line will supply approximately 0.7 MGD of additional water to the STAMP Site.

A general location map of the STAMP site is shown in Figure 1.

B. Purpose

A distribution system will be constructed on the STAMP site to provide smaller developments with water as the STAMP site develops. This system will be supplied by the Village and Town of Oakfield tank and distribution system, with a maximum capacity of 0.2 MGD. Once the west side water supply is complete from the Town of Pembroke, the STAMP onsite water has the ability to supply up to 0.9 MGD to the onsite development.

This report will outline the design of the new STAMP onsite water main and its various appurtenances. All work will be designed within the accepted criteria of the Recommended Standards for Water Works (commonly referred to as the "10 States Standards").

II. Proposed Project Information

A. Alignment

As previously indicated, the GCEDC completed the construction of the STAMP Phase 1 water project in 2018, which installed a 12-inch diameter water main along Allegany Road (NYS Route 77/63). Also included in this project was a 12-inch diameter stub installed across Allegany Road to the STAMP site along the Main Access Road. The proposed onsite water main will connect to this 12-inch diameter stub. A backflow prevention device and water meter will be requited at the connection location. This device will allow the STAMP system to serve onsite tenants, provide protection to the Town of Alabama system and accurately track the amount of water usage onsite.

The onsite water main will be installed along the proposed bypass roads to the north, along the new Main Access Road to Crosby Road to the west, and to Judge Road to the south. The STAMP onsite water system is shown on Figure 2.

The typical offset from the edge of pavement is approximately 45 feet. This offset will place the water main well outside of the roadside ditch along the Main Access Road and the proposed bypass roads. It will also allow future utilities to be installed between the existing right-of-way and the backside of the roadside swale.

The water main will be installed in areas where previously been identified wetland impacts have been identified and permitted through the NYSDEC and USACE. The water main will be installed within existing rights-of-way.

B. Preliminary Hydraulics

Upon the completion of the STAMP Phase 1 water project, a hydrant flow test was performed. Testing indicates 88 psi of static pressure at the STAMP site, with an available fire flow of 1,225 psi. According to hydraulic modeling and following the completion of the Town of Pembroke water main, the pressure will rise to approximately 130 psi, with an available fire flow of 1,200 gpm. The available pressure will vary across the STAMP site. The high point of 695'on the site is located in the northeast corner, and the low point on the western edge of the site of at an elevation of 645'.

C. Design Capacity

The STAMP onsite water will be sized to provide a capacity of up to 0.9 MGD. STAMP water demands are expected to be a combination of a domestic demand (i.e. water use directly linked to building personnel) and a "Process Water" (PW) demand (i.e. water used for industrial activities such as non-contact cooling). The Onsite Water will be constructed to provide potable water to supply the domestic demand of smaller development onsite. Should larger water users develop the STAMP site, it is anticipated that a Niagara County water supply would be constructed to supply the demand.

D. Field Work

Field activities consisting of wetland delineations and archeological investigations have been completed for the entire STAMP site.

III. Proposed Onsite Water Main System Design Components

A. Off-Site Genesee County Water System Storage

The Genesee County water system will provide adequate water storage for the STAMP onsite water main.

B. Pipe Selection

The pipe material for the STAMP onsite water main will consist of 12-inch diameter PVC DR-18 water main. This is consistent with the size and material used as a part of the previously installed water projects in the Town of Alabama and Town of Oakfield.

C. Fire Hydrants & Blow-off Hydrants

Fire hydrants will be installed at 500-foot intervals along the water main route within the STAMP Site. In addition to providing fire protection along the route, the hydrants can be used during maintenance activities to flush out the main and serve as a blow-off in the system if located near a low-point in the line. Hydrants designated as a "blow-off

hydrant" will consist of a tee rotated downward. A minimum flushing velocity of 3 feet per second is desired at all blow-off hydrant locations.

D. Main Line Valves

The onsite main will require main line gate valves along the route from the STAMP site. The gate valves serve provide a means to isolate sections of the transmission main for testing and maintenance purposes. Valves will be located at approximately 1,000-foot spacing intervals.

IV. Conclusion

The STAMP site currently has an adequate water supply to meet a 0.2 MGD demand. This will increase to 0.9 MGD with the completion of the Pembroke water supply, currently under construction. A detailed water supply plan consistent with the 10 State Standards is documented within this report. It is recommended that the GCEDC commence development of this water supply system, including the formation of a private Water Works Corporation that will own, operate and maintain the STAMP Onsite Small Water System.

Figure 1

General Location Map

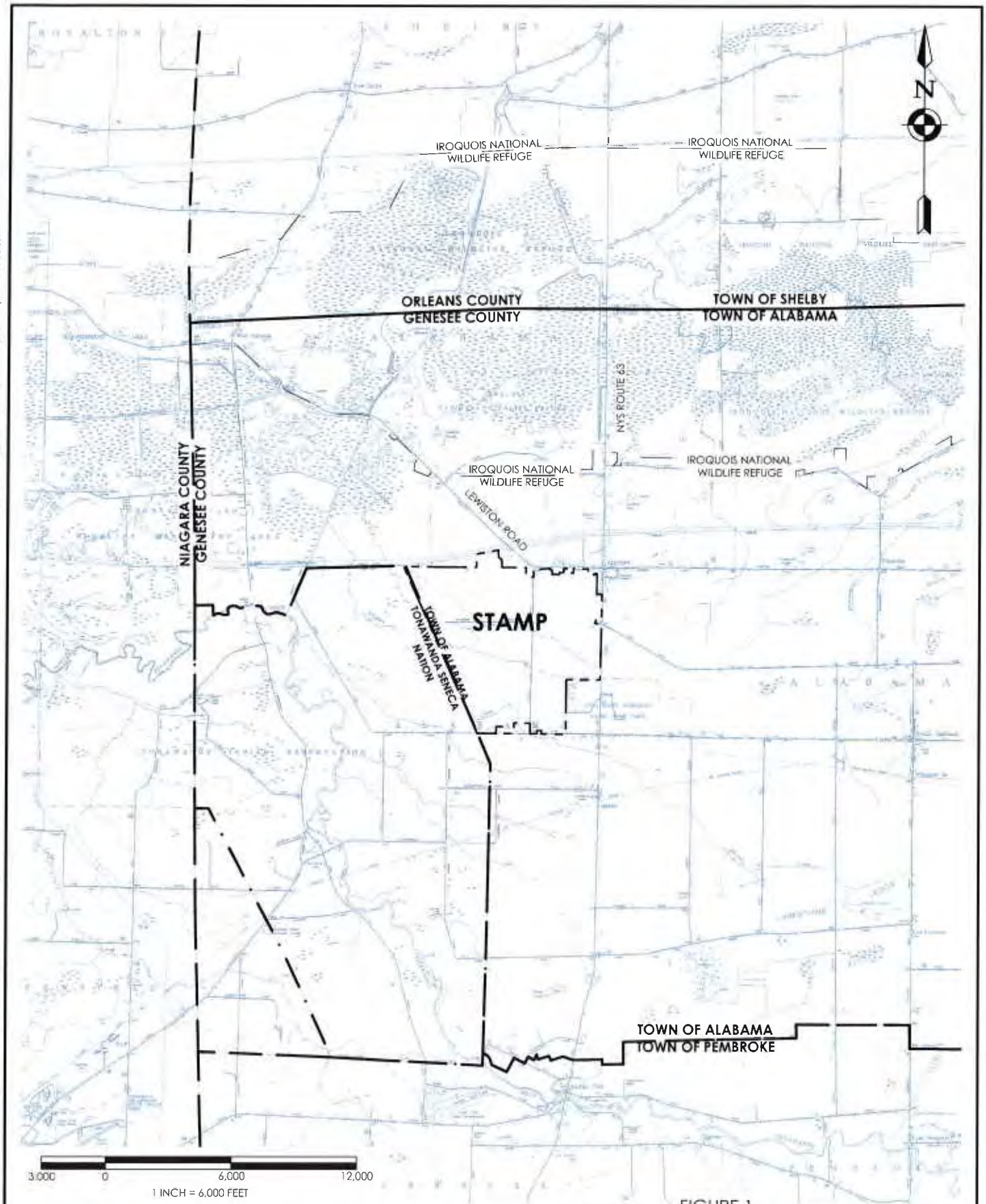


FIGURE 1

205 ST. PAUL STREET, SUITE 500
ROCHESTER, NEW YORK 14604
TEL (800) 274-9000
FAX (585) 232-5836
CPLteam.com
ARCHITECTURE ENGINEERING PLANNING

DATE:	06/08/18
DRAWN:	ZLA
CHECKED:	ARK
SCALE:	AS NOTED
PROJ. #:	12498.40

GENERAL LOCATION MAP

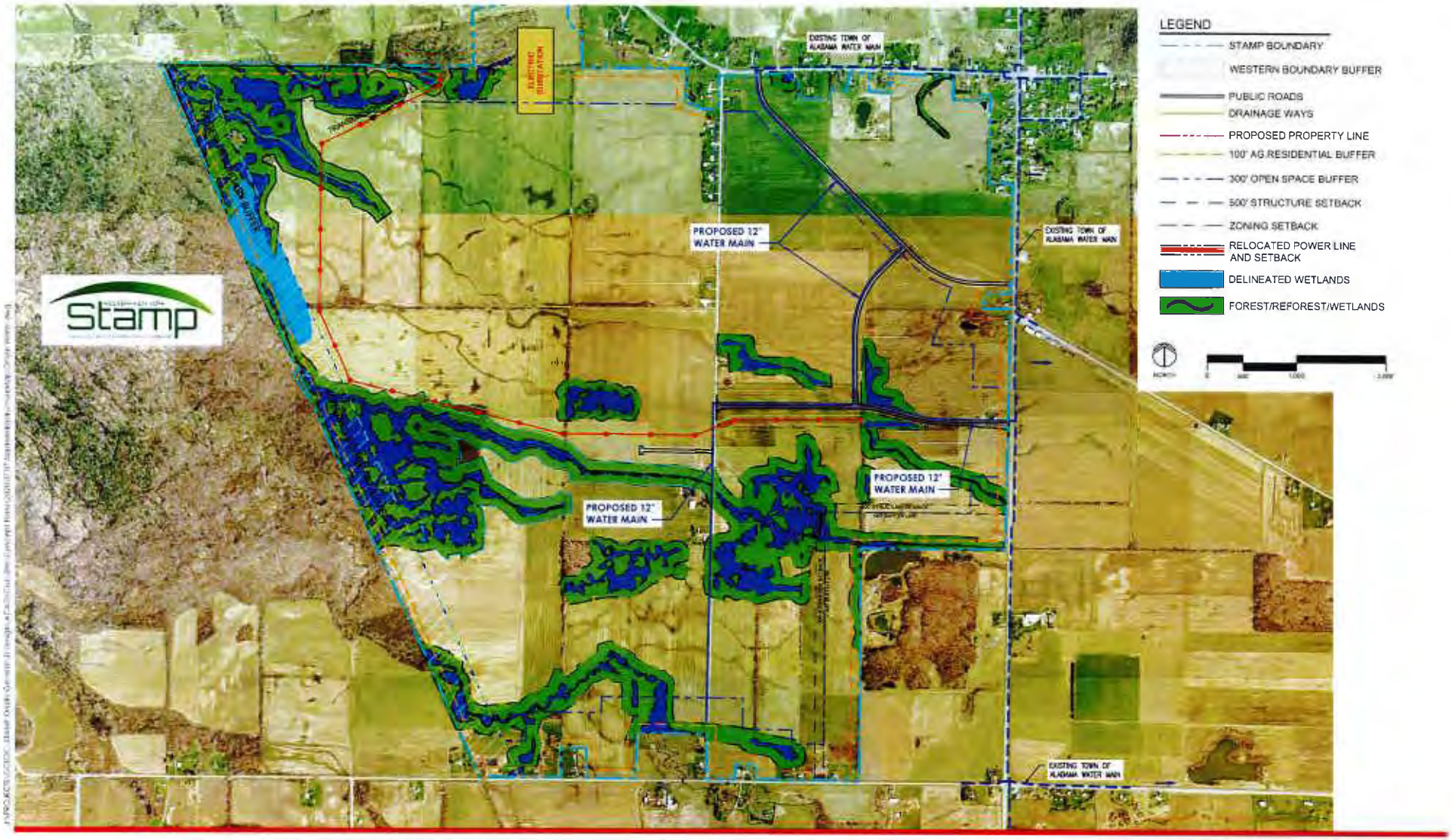
WNY SCIENCE, TECHNOLOGY AND ADVANCE MANUFACTURING PARK

ALABAMA, NEW YORK

Referenced Drawings: None
Drawing Name: J:\PROJECTS\GCEDC\STAMP Onsite Infra\D Design\ACAD\Civil\Figures\General Location Map.dwg
Date last accessed: 7/10/2020 11:05 AM
Date last plotted: 7/10/2020 11:10 AM
Plotted By: Zach Anderson

Figure 2

STAMP On-Site Water System Layout



STAMP - ONSITE WATER

WNY SCIENCE AND TECHNOLOGY ADVANCED MANUFACTURING PARK (STAMP)

JULY 2020

Appendix A

Genesee County Water Supply Agreement

WATER SUPPLY AGREEMENT

County of Genesee and Genesee County Economic Development Center

This Agreement made this 30th day of March, 2017, by and between the **County of Genesee**, with offices at 7 Main Street, Batavia, New York 14020 (hereinafter referred to as "County"), and the **Genesee County Industrial Development Agency**, doing business as the Genesee County Economic Development Center, with offices at 99 Medtech Drive, Suite 106, Batavia, New York 14020 (hereinafter referred to as the "GCEDC").

WHEREAS, the County has adopted a plan to acquire sources of water and to sell and transmit said water to various municipalities and water districts located in the County which plan is contained in the County's February 1999 Genesee County Water Supply System Final Environmental Impact Statement (hereinafter referred to as "Plan"); and

WHEREAS, the Plan includes the supplying of water to the Town of Alabama, New York ("Town") in their water system as defined in a preliminary engineering report dated March 10, 2010 and revised July 27, 2011 (Water Project); and

WHEREAS, the GCEDC and its affiliate, the Genesee Gateway Local Development Corporation ("GGLDC"), have been working for the last several years on the development of the Western New York Science & Technology Advanced Manufacturing Park ("STAMP"), a planned advanced manufacturing campus on approximately 1,262 acres of land located along the west side of New York State Highway 77/63 (north of Judge Road) approximately five miles north of the I-90/New York State Thruway in the Town ("STAMP Site"); and

WHEREAS, at full build out, STAMP will be a high technology campus with the potential to accommodate over 6 million square feet ("sf") of advanced technology manufacturing and related uses and to create up to approximately 10,000 jobs; and

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WHEREAS, STAMP will require a minimum amount of approximately 200,000 gallons per day ("gpd") of water supply for its initial phase of development by approximately Spring 2018; and

WHEREAS, the County desires to sell water to the GCEDC for the initial phases of development at the STAMP Site on the terms and conditions hereinafter set forth; and

NOW THEREFORE, in consideration of the mutual covenants and agreements herein contained, it is agreed as follows:

FIRST: The County shall furnish or cause to be furnished water to the STAMP Site at a minimum of two hundred thousand (200,000) gpd and at a normal operating pressure of not less than forty (40) pounds per square inch. At no time shall the pressure provided be less than twenty (20) pounds per square inch at seven hundred (700) gallons per minute. Said pressure will be provided at the intersection of Alleghany Road (State Route 77) and the to be constructed main access road for STAMP. All water so furnished shall meet or exceed all applicable State and Federal Drinking Water Standards and have a hardness level of less than 141 mg/l (approximately 2 grains). The County represents that it has adequate water supplies available to supply the STAMP Site as outlined above, and more if requested as long as it does not adversely impact any other water users in the County, and is in accordance with paragraph **TWELFTH**.

SECOND: All transmission mains and other water facilities on the STAMP Site used to transmit water within, through and/or out of the STAMP Site shall be maintained, repaired and operated by the GCEDC, its successors or assigns, unless otherwise agreed.

THIRD: The GCEDC shall install or cause to be installed, at its expense, a master meter(s) at such locations on the STAMP Site and/or the Alleghany Road Main so as to be able to

measure the amount of water being transmitted into the STAMP Site. The GCEDC shall maintain and operate said master meter(s). The County and/or the GCEDC shall have the right, at their expense, to have master meter(s) tested periodically if they so desire.

FOURTH: For and in consideration of $448,500 in 12 annual payments that the GCEDC shall make to the County commencing in January 2020, and ending after final payment in January 2031, the County shall pay to the GCEDC a total sum of $4,000,000 to put towards water improvements located in the Town of Alabama and Town of Pembroke and other Phase II improvements to be identified by the County. Such payment shall be made by the County to the GCEDC within 30 calendar days of receiving notice requesting payment associated with the installation of the Water Project but no sooner than January 1, 2018.

FIFTH: The GCEDC shall pay to the County (or its assignee) for water supplied, as defined in paragraph **THIRD**, a rate/surcharge equal to $0.60/1000 gallons, or such surcharge rate as amended in the future, plus the weighted average (weighted by flow from the respective sources) of the "base" rate charged by the County to the City of Batavia (the total rate charged to the City of Batavia less the above 0.60/1000 gallons) for water supplied to the STAMP Site from the City of Batavia sources and treatment facilities and rate charged by the Monroe County Water Authority ("Authority") to the County for water used by the GCEDC or its customers at the STAMP Site. The parties agree that the pricing mechanism contained in this paragraph is based upon the use of only a Genesee County wholesale water source. In the event that another source of water is added to provide service to the STAMP site, then the parties acknowledge that this paragraph will need to be amended.

SIXTH: The County shall bill the GCEDC for all net water usage every three (3) months. Any change to the rate of all water usage shall be communicated to the GCEDC at least three (3) months prior to imposition of the new rate.

A. The exact months of such billing shall be mutually agreed between the County and the GCEDC.

B. The master meter(s) shall be read by the County and it shall advise the GCEDC when said reading will take place and the GCEDC shall have the right to be present and observe said reading.

C. In the event the GCEDC or the County dispute or question said reading, the respective party shall have the right, at its own cost and expense, to have the meter tested.

SEVENTH: In the event that the County determines that a water emergency exists due to a reduced supply from one or more the County's supply sources or supply systems and imposes restrictions on other customers, the GCEDC agrees to impose such restrictions on water use by its customers. The GCEDC further agrees not to cause or create any potentially dangerous conditions that could contaminate a County supply source and to correct any such condition or conditions immediately upon written notification by the applicable County or State authorities.

EIGHTH: This agreement shall be interpreted pursuant to the laws of the State of New York and any action or proceeding brought to enforce any provision hereof shall be venued in Genesee County. No delay or failure by either party to exercise any right or remedy under this Water Supply Agreement will constitute a waiver of such right or remedy unless in writing and signed by an authorized representative of the party waiving its rights. A waiver by a party of any breach or covenant shall not be construed as a waiver of any

succeeding breach of any other covenant. If any provision of this Water Supply Agreement or the application of any such provision is invalid, illegal, or unenforceable in any jurisdiction, such invalidity, illegality or unenforceability shall not affect any other provision of this Water Supply Agreement or invalidate or render unenforceable such provision in any other jurisdiction. To the extent permitted by applicable law, the parties waive any provision of applicable law that renders any provision of this Water Supply Agreement invalid, illegal, or unenforceable in any respect. This Water Supply Agreement is the entire agreement between the parties, and supersedes any prior negotiations and agreements, whether written or oral. This Water Supply Agreement may not be changed or amended except in a writing signed by the parties. The parties may execute this Water Supply Agreement in one or more counterparts, each of which is an original, and all of which constitute only one agreement between the parties.

NINTH: Each party giving or making any notice, request, demand or other communication ("Notice") in accordance with this Water Supply Agreement shall give such Notice in writing and use one of the following methods of delivery, each of which for purposes of this Water Supply Agreement is in writing: (i) personal delivery; (ii) registered or certified mail (in each case, return receipt requested and postage prepaid); (iii) reputable overnight courier (with all fees prepaid); (iv) confirmed facsimile; (v) email. Such Notice is effective only if the party giving Notice has complied with this paragraph **NINTH** and if the Notice is received by the receiving party. Any party giving a Notice shall address the Notice to the appropriate person at the receiving party at the address first listed above, or to such other address as designated in writing by such party.

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TENTH: The GCEDC shall indemnify, save harmless and defend the County from any and all liability, cost, claims and expense arising out of any occurrence related, directly or indirectly, to the GCEDC's ownership, control, operation, maintenance, repair, replacement, transmission or distribution of water through the STAMP Site water system.

ELEVENTH: The County Legislature has designated the entire STAMP Site a "Priority Development Area" pursuant to the County "Smart Growth Plan". Accordingly, after the STAMP Site water system is connected to the County Water System, new lateral connections within the STAMP Site will not require any review, approval and/or certification by the County.

TWELFTH: Nothing in this Water Supply Agreement shall prohibit the GCEDC from developing, securing or accessing other sources of water for the STAMP Site including, without limitation, the right to enter into water supply agreements with any other entities if and when it becomes technically and economically unfeasible for the County to provide that quantities needed for the STAMP Site, contingent upon the ability of Genesee County to secure an exemption from the MCWA agreement.

THIRTEENTH: This Water Supply Agreement shall inure to the benefit of and be binding upon the County and the GCEDC hereto and their respective successors and assigns. This Water Supply Agreement may not be assigned without the prior written consent of the parties except, however, it is acknowledged and agreed that the GCEDC may form an entity to own and operate water infrastructure associated with STAMP including, without limitation, a waterworks corporation pursuant to Article 4 of the Transportation Corporation Law ("Water Works Corp.") and the GCEDC may assign all of its rights and obligations under this Water Supply Agreement to such entity without County approval,

and to the extent required, the County approves the formation of a Water Works Corp. by the GCEDC or its affiliate the GGLDC to service the STAMP Site. The GCEDC shall provide the County with notice of any such assignment. Upon assignment of its rights and obligations under this Water Supply Agreement to an entity formed to own and operate water infrastructure associated with STAMP, the GCEDC shall have no obligations or liability to the County under this Water Supply Agreement and, upon such assignment with the exception of paragraph **FOURTH** which will survive any assignment and remain an obligation to the County from the GCEDC, the County hereby waives and releases the GCEDC, its officers, directors, representatives, employees, servants, agents, and affiliates from any and all liability, claims, actions, losses, damages, judgments, costs and expenses of any kind, whether caused by carelessness, negligence, gross negligence, negligent omissions, fault, want of due care, breach of contract, breach of warranty, or otherwise of GCEDC or any of the above persons, arising out of or in connection with this Water Supply Agreement.

FOURTEENTH: The term of this agreement shall be for a period of forty (40) years beginning the date first written above.

Remainder of page left blank intentionally

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IN WITNESS WHEREOF, the parties have executed this Water Supply Agreement as of the date set forth above.

COUNTY OF GENESEE

By: Raymond Ciantini
Name: Raymond Ciantini
Title: Chairman
Date: April 11, 2017

GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER

By: _____
Name: Mark A. Masse
Title: Sr VP of Operations
Date: March 30, 2017

STATE OF NEW YORK)
) SS.:
COUNTY OF Genesee)

On the 11 day of April in the year 2017, before me, the undersigned, personally appeared Raymond Ciantini, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Sarah C Kingdon
Notary Public

SARAH KINGDON
Notary Public-State of New York
No. 01KI6054749
Qualified in Genesee County
Commission Expires 02/12/19

STATE OF NEW YORK)
) SS.:
COUNTY OF Genesee)

On the 30th day of March in the year 2017, before me, the undersigned, personally appeared Mark A. Masse, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

_____
Notary Public

Penny C Kennett
Notary Public - State of New York
Qualified In Genesee County
Reg #01KE6134587
My Commission Expires 10/3/17

Doc #01-2943302.1

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EXHIBIT C
APPROVAL OF THE GENESEE COUNTY WATER AUTHORITY
C/O THE GENESEE COUNTY HIGHWAY SUPERINTENDENT RECOMMENDING
MUNICIPAL CONSENT TO FORMATION OF A WATER-WORKS CORPORATION

I, the Genesee County Highway Superintendent, on behalf of the Genesee County Water Authority, hereby recommend that the Town Board of the Town of Alabama and the Town of Alabama Highway Department Superintendent (collectively, the "Local Authorities") consent to the formation of a water-works corporation under the provisions of Article 4 of the Transportation Corporations Law of the State of New York for the purpose of servicing the Western New York Science and Technology Advanced Manufacturing Park as detailed in the Petition for Genesee County Water Authority Report Recommending Municipal Consent to Formation of a Water-Works Corporation dated _____ __, 2020. My reasoning for such recommendation is as follows:

1. The Western New York Science & Technology Advanced Manufacturing Park ("STAMP" or the "Project"), an advanced manufacturing technology campus on approximately 1,262 acres located on the west side of New York State Route 63/77, ("Site") in the Town of Alabama, New York, will have a significant positive impact on the Town of Alabama and on Genesee County.

2. In terms of water infrastructure, the Project has already been a substantial benefit to the residents of the Town of Alabama a majority of whom have received public water as a result of an Incentive Zoning Agreement between the Town and the Genesee County Industrial Development Agency d/b/a the Genesee County Economic Development Center ("GCEDC"), and the Genesee Gateway Local Development Corporation ("GGLDC"), the non-profit real estate affiliate of the GCEDC.

3. As detailed in the Basis of Design Report for the STAMP water system, the design of the system is consistent with the Recommended Standards for Water Works commonly known as the 10 State Standards.

Finally, I find that the proposed water supply and distribution system is reasonably comparable to standards of water systems in Genesee County and suitable for eventual integration with such county-wide system to the extent such integration ever becomes necessary.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the County this __ day of _____, 2020.

_____

Genesee County Water Authority (SEAL)
c/o Genesee County Highway Superintendent

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Genesee County Economic Development Center

Power People Incentives

The Town of Alabama Town Board
2218 Judge Road
Oakfield, NY 14125
Attn: Rob Crossen, Town Supervisor

July 21, 2020

Re: Western New York Science and Technology Advanced Manufacturing Park - Water-Works Corporation

Dear Supervisor Crossen and Members of the Town of Alabama Town Board:

As you know, the Genesee County Industrial Development Agency d/b/a the Genesee County Economic Development Center ("GCEDC"), in conjunction with the Genesee Gateway Local Development Corporation ("GGLDC"), the non-profit real estate affiliate of the GCEDC, have been working to develop the Western New York Science & Technology Advanced Manufacturing Park ("STAMP" or the "Project"), an advanced manufacturing technology campus on approximately 1,262 acres located in the Town of Alabama on the west side of New York State Route 63/77, ("Site"). The Town of Alabama has been a key partner in the development of STAMP and pursuant to the Incentive Zoning negotiated with the Town for STAMP, a majority of the residents of the Town have received public water.

As has been discussed from time to time over the last several years, the GGLDC intends to form a water-works corporation to be named STAMP Water Works, Inc., which will own and operate all water infrastructure at STAMP and sell water to STAMP commercial tenants. The GCEDC has already entered into a water supply agreement with Genesee County to supply water to STAMP (up to 200,000 gallons per day).

In order to form a water-works corporation pursuant to Article 4 of the Transportation Corporations Law of the State of New York (the "Transportation Corporations Law"), the GGLDC must first obtain the consent of the Town Board of the Town of Alabama and the Town of Alabama Highway Department Superintendent (together, the "Local Authorities"). Pursuant to the Transportation Corporations Law, the Local Authorities cannot provide consent to such formation unless: (1) the Town Board receives ten days prior notice in writing that an application for such consent will be filed; (2) an engineering plan for the proposed water system is furnished to the Local Authorities; and, (3) the county water authority has reported in writing to the Local Authorities its recommendations as to whether or not consent to form as water-works corporation should be granted.

We therefore submit this notice that an application for such consent will be filed in approximately 10 days with the Town Board and the Town Highway Department Superintendent. We have enclosed a copy of the Basis of Design Report, which contains

the engineering plans for the STAMP water system. Simultaneously with this notice, we are petitioning the Genesee County Water Authority, c/o the Genesee County Highway Superintendent, to provide a report to the Town detailing its recommendations as to whether or not such consent should be granted.

Respectfully submitted,

Genesee County Economic Development Center

By: _____
Mark A. Masse, CPA
Senior Vice President of Operations

Enclosure

cc: Mark Boylan, Town Attorney
Adam Walters, GCEDC Attorney
Jeffrey Covel, Town Highway Department Superintendent

Doc #8679111.2

Genesee County Economic Development Center

Power People Incentives

The Town of Alabama Town Board
2218 Judge Road
Oakfield, NY 14125
Attn: Rob Crossen, Town Supervisor

August 7, 2020

Re: Western New York Science and Technology Advanced Manufacturing Park - Water-Works Corporation

Dear Supervisor Crossen and Members of the Town of Alabama Town Board :

This letter is in furtherance of the letter from the Genesee County Industrial Development Agency d/b/a the Genesee County Economic Development Center ("GCEDC"), in conjunction with the Genesee Gateway Local Development Corporation ("GGLDC"), the non-profit real estate affiliate of the GCEDC, dated June 21, 2020 (the "June 21 Letter"). The June 21 Letter provided notice of GGLDC's intent to form a water-works corporation to be named STAMP Water Works, Inc.

By means of the June 21 Letter, we have provided 10 days' notice of GGLDC's intent to form a water-works corporation. We likewise provided notice to the Genesee County Water Authority, c/o the Genesee County Highway Superintendent (the "County"), requesting a report to the Town of Alabama detailing its recommendations as to whether or not such consent should be granted. The County responded by the letter attached hereto as Exhibit A, indicating that Genesee County does not operate a Water Authority, nor does it operate or maintain a Countywide Water District, and as such, the County's consent or recommendation is not required. Given that there is no applicable county water authority or county water district, Article 4 of the Transportation Corporations Law of the State of New York (the "Transportation Corporations Law") does not require the Town Board of the Town of Alabama and the Town of Alabama Superintendent of Highways (together, the "Local Authorities") to obtain the consent or recommendation of any other authority before the Local Authorities can consent to GGLDC forming a water-works corporation.

We therefore respectfully request that the Town Board of the Town of Alabama consents to GGLDC forming a water-works corporation. We have enclosed a formal petition for consent, which includes as exhibits: (i) a draft of the certificate of incorporation; and (ii) a form resolution from the Town of Alabama Town Board consenting to the incorporation of such water-works corporation. Simultaneously with this letter, we are requesting consent of the Town of Alabama Superintendent of Highways, as required by the Transportation Corporations Law.

Respectfully submitted,

Genesee County Economic Development Center

By: _____
Mark A. Masse, CPA
Senior Vice President of Operations

Enclosure

cc: Mark Boylan, Town Attorney
Adam Walters, GCEDC Attorney

Doc #9056915.1

EXHIBIT A
COUNTY LETTER

GENESEE COUNTY HIGHWAY DEPARTMENT

153 Cedar Street
Batavia, New York 14020
Phone: (585) 344-8508 Fax: (585) 343-9303

Timothy J. Hens, P.E. Highway Superintendent
David Wozniak, Deputy Superintendent
Paul Osborn, Deputy Superintendent – Facilities, Parks, Recreation & Forestry

Jason Long
Airport Supervisor
Chris Klein
Fleet Maintenance Supervisor
Laura Wadhams, P.E.
Assistant County Engineer

July 30, 2020

Mark Masse
Genesee County Economic Development Center
99 MedTech Drive, Suite 106
Batavia, NY 14020

RE: WNY Science and Technology Advanced Manufacturing Park (STAMP)
Water Works Corporation

Dear Mr. Masse:

I am in receipt of your request of consent to the formation of a water works corporation for the WNY Science and Technology Advanced Manufacturing Park (STAMP). I would be happy to assist with your request, however, Genesee County does not operate a Water Authority, nor does it operate or maintain a Countywide Water District.

Genesee County only operates the City of Batavia Water Treatment Plant and purchases water wholesale from the Monroe County Water Authority. Individual Water Districts throughout the County purchase water from the County on a wholesale basis and they operate and maintain their own transmission and distribution system. Given the County's limited position within the overall Countywide system, I do not believe the County would be required to provide consent to the formation of a water works corporation.

If I can be of any other assistance, please let me know. I can be reached at (585) 344-8508.

Sincerely,

TIMOTHY J. HENS, P.E.
Superintendent

PETITION FOR MUNICIPAL CONSENT
TO FORMATION OF A WATER-WORKS CORPORATION

TO: THE TOWN BOARD OF THE TOWN OF ALABAMA

Petitioner, proposing to incorporate a water-works corporation to supply the Western New York Science and Technology Advanced Manufacturing Park ("STAMP") and its commercial tenants with a water system, hereby represents and sets forth:

1. The entity proposing to form such corporation is Genesee Gateway Local Development Corporation ("GGLDC").
2. The capital stock is to be divided into 200 shares, without par value.
3. The name of the herein proposed water-works corporation is STAMP Water Works, Inc., and a draft copy of the proposed Certificate of Incorporation is attached hereto as Exhibit "A".
4. It is anticipated that STAMP water infrastructure will be developed in two phases. Phase 1 (known as "Small Water"), involves assisting the Town of Alabama with the installation of public water supply throughout the majority of the Town and will include service to the STAMP site (up to approximately 1 million gallons per day). For Small Water, STAMP Water Works, Inc. will own and operate all water infrastructure within the STAMP site and the Town of Alabama will own and operate all off-site water infrastructure. The GCEDC has already entered into a water supply agreement with Genesee County for Small Water. Phase 2 (known as "Big Water"), involves the design, construction and operation of additional water infrastructure in conjunction with the Niagara County Water District ("NCWD"). Under a reimbursement agreement with the NCWD, Wendel, under contract to the NCWD, is currently designing and will take through the permit phase, a series of upgrades to the NCWD system that will allow the NCWD to deliver up to 6 million gallons per day of water to the Genesee County line. The GCEDC is in the process of designing, and will install, a water line from the Niagara County line to the STAMP site (approximately 21,000 linear feet). STAMP Water Works, Inc. will own and operate this water line. A copy of Basis of Design Report, which contains the engineering plans for the water system, has been provided to the Local Authorities.
5. At least ten days prior to the date hereof, notice was provided to the Town Board of the Town of Alabama and the Town of Alabama Superintendent of Highways of GGLDC's intent to form a water-works corporation. At least ten days prior to the date hereof, notice was provided to the Genesee County Water Authority, c/o the Genesee County Highway Superintendent (the "County") requesting a recommendation report to the formation of a water-works corporation. The County indicated that Genesee County does not operate a Water Authority, nor does it operate or maintain a Countywide Water District, and as such it the County's consent or recommendation report is not required.

6. The Town of Alabama Superintendent of Highways is hereby requested to consider this application and to consent to the formation of the proposed water-works corporation, in the form of the resolution attached hereto as Exhibit "B".

Batavia, New York
Dated August 08, 2020

GENESEE GATEWAY LOCAL DEVELOPMENT CORPORATION

By: Donald S. Cunningham
Name: Don Cunningham
Title: President

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EXHIBIT A

CERTIFICATE OF INCORPORATION

OF

STAMP WATER WORKS, INC.

Under Section 3 of the Transportation Corporations Law
of the State of New York

For the purposes of forming a corporation pursuant to Section 3 of the Transportation Corporations Law of the State of New York, the undersigned hereby certifies:

FIRST: The name of the corporation is STAMP Water Works, Inc. (the "Corporation").

SECOND: The Corporation shall be a water works corporation under Article 4 and Section 43 of the Transportation Corporations Law of the State of New York.

THIRD: The Corporation is formed to engage in any lawful act or activity for which a water works corporation may be organized under the Transportation Corporations Law of the State of New York, provided that it may not engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained, and further provided that it may engage in the acts and activities of a water works corporation only in the Town of Alabama, New York. The Corporation shall have all the powers of a water works corporation enumerated in Section 43 of the Transportation Corporations Law of the State of New York, subject to any limitations provided in this Paragraph THIRD, said Transportation Corporations Law or any other statute of the State of New York including, without limitation, the definition of a water works corporation set forth in Section 40 of the Transportation Corporations Law.

FOURTH: The office of the Corporation is to be located in the County of Genesee, State of New York.

FIFTH: The aggregate number of shares which the Corporation shall have the authority to issue is two hundred (200) shares of common stock without par value.

SIXTH: The Secretary of State of the State of New York is designated as agent of the Corporation upon whom process against it may be served. The address to which the Secretary of State shall mail a copy of any process accepted on behalf of the Corporation is Upstate MedTech Centre, 99 MedTech Drive, Suite 106, Batavia, New York 14020.

SEVENTH: The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by the provisions of paragraph (b) of Section 402 of the Business Corporation Law, as the same may be amended and supplemented; provided, however, that this provision shall not operate so as to eliminate or limit the liability of any

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director if a judgment or other final adjudication adverse to him/her establishes that his/her acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that he/she personally gained in fact a financial profit or other advantage to which he/she was not legally entitled or that his/her acts violated Section 719 of the Business Corporation Law.

EIGHTH: The Corporation shall, to the fullest extent permitted by Article 7 of the Business Corporation Law, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Article 7 from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said Article 7, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which any person may be entitled under any by-law, resolution of shareholders, resolution of directors, agreement or otherwise, as permitted by said Article 7, as to action in any capacity in which he/she served the Corporation; provided, however, that no indemnification shall be made to or on behalf of any individual if a judgment or other final adjudication adverse to the individual establishes that his/her acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or that he/she personally gained in fact a financial profit or other advantage to which he/she was not legally entitled.

NINTH: Whenever under the provisions of the Business Corporation Law shareholders are required or permitted to take any action by vote, such action may be taken without a meeting on written consent, signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, in accordance with the provisions of Section 615 of the Business Corporation Law.

TENTH: The Town of Alabama, New York is to be supplied with water by the Corporation, and that the consent of the authorities of such town has been obtained and is annexed hereto.

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Incorporation this _____ day of _____, 2020.

_____

Deborah Taberski, Incorporator
One Canalside
125 Main Street
Buffalo, New York 14203

CERTIFICATE OF INCORPORATION

OF

STAMP WATER WORKS, INC.

Under Section 3 of the Transportation Corporations Law of the State of New York

Filer
Phillips Lytle LLP
One Canalside
125 Main Street
Buffalo, NY 14203

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EXHIBIT B
TOWN OF ALABAMA
RESOLUTION OF THE TOWN BOARD
GRANTING MUNICIPAL CONSENT TO FORMATION
OF A WATER-WORKS CORPORATION

WE, the members of the Town Board of the Town of Alabama, Genesee County, New York, do hereby consent to the formation of a water-works corporation under the provisions of Article 4 of the Transportation Corporations Law of the State of New York for the purpose of servicing the Western New York Science and Technology Advanced Manufacturing Park as proposed by the Petition for Municipal Consent to Formation of a Water-Works Corporation dated August __, 2020.

The question of the adoption of the foregoing Resolution was duly put to a vote of the members of the Town Board on roll call, which resulted as follows:

Robert Crossen	VOTING
Kevin Fisher	VOTING
Pamela LaGrou	VOTING
Jill Klotzbach	VOTING
Kevin Veazey	VOTING

The foregoing Resolutions were thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF GENESEE)

I, the undersigned Town Clerk of the Town of Alabama (the "Town"), do hereby certify that I have compared the foregoing Resolutions, duly adopted on _____ __, 2020, with the originals thereof on file in the Town's office, and that the same are true and correct copies of such Resolutions so far as the same relates to the subject matter therein referred to.

I FURTHER CERTIFY that (A) all members of the Town Board of the Town had due notice of the meeting at which the Resolution was adopted; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Town Board of the Town present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the Resolutions are in full force and effect and have not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Town this __ day of _____, 2020.

_____
Town Clerk

(SEAL)

Genesee County Economic Development Center

Power People Incentives

Town of Alabama Superintendent of Highways
2218 Judge Road
Oakfield, NY 14125
Attn: Jeffrey Covel

August 7, 2020

Re: Western New York Science and Technology Advanced Manufacturing Park - Water-Works Corporation

Dear Superintendent Covel:

This letter is in furtherance of the letter from the Genesee County Industrial Development Agency d/b/a the Genesee County Economic Development Center ("GCEDC"), in conjunction with the Genesee Gateway Local Development Corporation ("GGLDC"), the non-profit real estate affiliate of the GCEDC, dated June 21, 2020 (the "June 21 Letter"). The June 21 Letter provided notice of GGLDC's intent to form a water-works corporation to be named STAMP Water Works, Inc.

By means of the June 21 Letter, we have provided 10 days' notice of GGLDC's intent to form a water-works corporation. We likewise provided notice to the Genesee County Water Authority, c/o the Genesee County Highway Superintendent (the "County"), requesting a report to the Town of Alabama detailing its recommendations as to whether or not such consent should be granted. The County responded by the letter attached hereto as Exhibit A, indicating that Genesee County does not operate a Water Authority, nor does it operate or maintain a Countywide Water District, and as such, the County's consent or recommendation is not required. Given that there is no applicable county water authority or county water district, Article 4 of the Transportation Corporations Law of the State of New York (the "Transportation Corporations Law") does not require the Town Board of the Town of Alabama and the Town of Alabama Superintendent of Highways (together, the "Local Authorities") to obtain the consent or recommendation of any other authority before the Local Authorities can consent to GGLDC forming a water-works corporation.

We therefore respectfully request your consent to GGLDC forming a water-works corporation. We have enclosed a formal petition for consent, which includes as exhibits: (i) a draft of the certificate of incorporation; and (ii) a form resolution consenting to the incorporation of such water-works corporation. Simultaneously with this letter, we are requesting consent of the Town of Alabama Town Board, as required by the Transportation Corporations Law.

Respectfully submitted,

Genesee County Economic Development Center

By: _____
Mark A. Masse, CPA
Senior Vice President of Operations

Enclosure

cc: Mark Boylan, Town Attorney
Adam Walters, GCEDC Attorney

Doc #9057034.1

EXHIBIT A
COUNTY LETTER

GENESEE COUNTY HIGHWAY DEPARTMENT

153 Cedar Street
Batavia, New York 14020
Phone: (585) 344-8508 Fax: (585) 343-9303

Timothy J. Hens, P.E. Highway Superintendent
David Wozniak, Deputy Superintendent
Paul Osborn, Deputy Superintendent – Facilities, Parks, Recreation & Forestry

Jason Long
Airport Supervisor
Chris Klein
Fleet Maintenance Supervisor
Laura Wadhams, P.E.
Assistant County Engineer

July 30, 2020

Mark Masse
Genesee County Economic Development Center
99 MedTech Drive, Suite 106
Batavia, NY 14020

RE: WNY Science and Technology Advanced Manufacturing Park (STAMP)
Water Works Corporation

Dear Mr. Masse:

I am in receipt of your request of consent to the formation of a water works corporation for the WNY Science and Technology Advanced Manufacturing Park (STAMP). I would be happy to assist with your request, however, Genesee County does not operate a Water Authority, nor does it operate or maintain a Countywide Water District.

Genesee County only operates the City of Batavia Water Treatment Plant and purchases water wholesale from the Monroe County Water Authority. Individual Water Districts throughout the County purchase water from the County on a wholesale basis and they operate and maintain their own transmission and distribution system. Given the County's limited position within the overall Countywide system, I do not believe the County would be required to provide consent to the formation of a water works corporation.

If I can be of any other assistance, please let me know. I can be reached at (585) 344-8508.

Sincerely,

TIMOTHY J. HENS, P.E.
Superintendent

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PETITION FOR MUNICIPAL CONSENT
TO FORMATION OF A WATER-WORKS CORPORATION

TO: THE TOWN OF ALABAMA SUPERINTENDENT OF HIGHWAYS

Petitioner, proposing to incorporate a water-works corporation to supply the Western New York Science and Technology Advanced Manufacturing Park ("STAMP") and its commercial tenants with a water system, hereby represents and sets forth:

1. The entity proposing to form such corporation is Genesee Gateway Local Development Corporation ("GGLDC").
2. The capital stock is to be divided into 200 shares, without par value.
3. The name of the herein proposed water-works corporation is STAMP Water Works, Inc., and a draft copy of the proposed Certificate of Incorporation is attached hereto as Exhibit "A".
4. It is anticipated that STAMP water infrastructure will be developed in two phases. Phase 1 (known as "Small Water"), involves assisting the Town of Alabama with the installation of public water supply throughout the majority of the Town and will include service to the STAMP site (up to approximately 1 million gallons per day). For Small Water, STAMP Water Works, Inc. will own and operate all water infrastructure within the STAMP site and the Town of Alabama will own and operate all off-site water infrastructure. The GCEDC has already entered into a water supply agreement with Genesee County for Small Water. Phase 2 (known as "Big Water"), involves the design, construction and operation of additional water infrastructure in conjunction with the Niagara County Water District ("NCWD"). Under a reimbursement agreement with the NCWD, Wendel, under contract to the NCWD, is currently designing and will take through the permit phase, a series of upgrades to the NCWD system that will allow the NCWD to deliver up to 6 million gallons per day of water to the Genesee County line. The GCEDC is in the process of designing, and will install, a water line from the Niagara County line to the STAMP site (approximately 21,000 linear feet). STAMP Water Works, Inc. will own and operate this water line. A copy of Basis of Design Report, which contains the engineering plans for the water system, has been provided to the Local Authorities.
5. At least ten days prior to the date hereof, notice was provided to the Town Board of the Town of Alabama and the Town of Alabama Superintendent of Highways of GGLDC's intent to form a water-works corporation. At least ten days prior to the date hereof, notice was provided to the Genesee County Water Authority, c/o the Genesee County Highway Superintendent (the "County") requesting a recommendation report to the formation of a water-works corporation. The County indicated that Genesee County does not operate a Water Authority, nor does it operate or maintain a Countywide Water District, and as such it the County's consent or recommendation report is not required.

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6. The Town Board of the Town of Alabama is hereby requested to consider this application and to consent to the formation of the proposed water-works corporation, in the form of the resolution attached hereto as Exhibit "B".

Batavia, New York
Dated AUGUST 08, 2020

GENESEE GATEWAY LOCAL DEVELOPMENT CORPORATION

By: Donald S. Cunningham
Name: Don Cunningham
Title: President

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EXHIBIT A

CERTIFICATE OF INCORPORATION

OF

STAMP WATER WORKS, INC.

Under Section 3 of the Transportation Corporations Law
of the State of New York

For the purposes of forming a corporation pursuant to Section 3 of the Transportation Corporations Law of the State of New York, the undersigned hereby certifies:

FIRST: The name of the corporation is STAMP Water Works, Inc. (the "Corporation").

SECOND: The Corporation shall be a water works corporation under Article 4 and Section 43 of the Transportation Corporations Law of the State of New York.

THIRD: The Corporation is formed to engage in any lawful act or activity for which a water works corporation may be organized under the Transportation Corporations Law of the State of New York, provided that it may not engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained, and further provided that it may engage in the acts and activities of a water works corporation only in the Town of Alabama, New York. The Corporation shall have all the powers of a water works corporation enumerated in Section 43 of the Transportation Corporations Law of the State of New York, subject to any limitations provided in this Paragraph THIRD, said Transportation Corporations Law or any other statute of the State of New York including, without limitation, the definition of a water works corporation set forth in Section 40 of the Transportation Corporations Law.

FOURTH: The office of the Corporation is to be located in the County of Genesee, State of New York.

FIFTH: The aggregate number of shares which the Corporation shall have the authority to issue is two hundred (200) shares of common stock without par value.

SIXTH: The Secretary of State of the State of New York is designated as agent of the Corporation upon whom process against it may be served. The address to which the Secretary of State shall mail a copy of any process accepted on behalf of the Corporation is Upstate MedTech Centre, 99 MedTech Drive, Suite 106, Batavia, New York 14020.

SEVENTH: The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by the provisions of paragraph (b) of Section 402 of the Business Corporation Law, as the same may be amended and supplemented; provided, however, that this provision shall not operate so as to eliminate or limit the liability of any

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director if a judgment or other final adjudication adverse to him/her establishes that his/her acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that he/she personally gained in fact a financial profit or other advantage to which he/she was not legally entitled or that his/her acts violated Section 719 of the Business Corporation Law.

EIGHTH: The Corporation shall, to the fullest extent permitted by Article 7 of the Business Corporation Law, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Article 7 from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said Article 7, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which any person may be entitled under any by-law, resolution of shareholders, resolution of directors, agreement or otherwise, as permitted by said Article 7, as to action in any capacity in which he/she served the Corporation; provided, however, that no indemnification shall be made to or on behalf of any individual if a judgment or other final adjudication adverse to the individual establishes that his/her acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or that he/she personally gained in fact a financial profit or other advantage to which he/she was not legally entitled.

NINTH: Whenever under the provisions of the Business Corporation Law shareholders are required or permitted to take any action by vote, such action may be taken without a meeting on written consent, signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted, in accordance with the provisions of Section 615 of the Business Corporation Law.

TENTH: The Town of Alabama, New York is to be supplied with water by the Corporation, and that the consent of the authorities of such town has been obtained and is annexed hereto.

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Incorporation this _____ day of _____, 2020.

_____

Deborah Taberski, Incorporator
One Canalside
125 Main Street
Buffalo, New York 14203

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CERTIFICATE OF INCORPORATION

OF

STAMP WATER WORKS, INC.

Under Section 3 of the Transportation Corporations Law of the State of New York

Filer
Phillips Lytle LLP
One Canalside
125 Main Street
Buffalo, NY 14203

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EXHIBIT B
TOWN OF ALABAMA
RESOLUTION OF THE SUPERINTENDENT OF HIGHWAYS
GRANTING MUNICIPAL CONSENT TO FORMATION
OF A WATER-WORKS CORPORATION

I, the Superintendent of Highways of the Town of Alabama, Genesee County, New York, do hereby consent to the formation of a water-works corporation under the provisions of Article 4 of the Transportation Corporations Law of the State of New York for the purpose of servicing the Western New York Science and Technology Advanced Manufacturing Park as proposed by the Petition for Municipal Consent to Formation of a Water-Works Corporation dated August __, 2020.

IN WITNESS WHEREOF, I have hereunto set my hand this __ day of _____, 2020.

_____
Superintendent of Highways

Mark Masse

GGLDC Audit & Finance Committee

October 27, 2020

Mowing contract for MedTech, Ag Park and Gateway II.

Discussion: The GGLDC Received a proposal for mowing of the stormwater ponds and vacant land at Gateway II, MedTech Centre, and Ag Park for 2021. Proposal amount is from same vendor as last year and the price has been increased (2019 was $11,050) to $11,600 and is included in the 2020 GGLDC budget as presented to the Committee at our previous meeting.

Fund commitment: $11,600 from operational funds of MedTech Centre, Gateway II and Ag Park. This amount was included in the 2021 GGLDC budget that was reviewed by the Board previously.

Board action request: Approval of mowing contract for $11,600 with Genesee County Highway Department.

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GENESEE COUNTY HIGHWAY DEPARTMENT

153 Cedar Street
Batavia, New York 14020
Phone: (585) 344-8508 Fax: (585) 343-9303

Paul Osborn
Parks Supervisor
Terry Ross
Facility Maintenance Supervisor
Jason Long
Airport Supervisor
Chris Klein
Fleet Maintenance Supervisor

Timothy J. Hens, P.E. Highway Superintendent
David Wozniak, Deputy Superintendent

October 23, 2020

GGLDC
Attn: Mark Masse, Sr. VP of Operations, Managing Member
99 MedTech Drive
Suite 106
Batavia, NY 14020

Dear Mark:

Here are the requested quotes for providing mowing services at the business parks listed below for the 2021 season:

Genesee Valley Agri-Business Park –

1. Mowing adjacent to paved roadways within park 1 time a month
2. Finish mowing Rt. 5 entry sign lawn areas on a regular basis (avg. every 7-10days)
3. Mowing 2 retention ponds 2 times a year

Gateway II Corporate Park

1. Mowing adjacent to paved and stone roadways within park 1 time a month
2. Mowing 3 retention ponds 2 times a year

Upstate Med & Tech Park

1. Mowing western fields(upper) adjacent to roadway within park 1 time a month
2. Mowing 2 retention pond 2 times a year

Mowing - $1,575.00 per month x 6 (May-Oct)	= $9,850.00
Ponds - $875.00 each time per year x 2	= $1,750.00
2020 Mowing Total	**$11,600.00**

If you have any questions regarding this proposal, please feel free to contact me at (585) 344-8508 ext. 3704 or via email at paul.osborn@co.genesee.ny.us.

Paul A. Osborn, Genesee County Parks Supervisor

Proposal Acceptance:_____ Title:_____ Date:_____
(Signature) (Please Print)

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MedTech SDNA

Discussion: The current mortgages with Five Star Bank and the USDA for the MedTech Centre lists the entire 34 acres of the MedTech Park as being included with the "Facility" description on the mortgage. A solar company currently has a ground lease on approximately 2 acres of land are now moving forward with the final design and approval of a commercial solar farm. As part of their title search review their attorney noticed the description of the property as well as the "Assignment of Rents" section refers to all leases, including this ground lease. In order to make this project happen the company's attorney is asking if we can sign a Sub-Ordination, Non-Disturbance and Attornment Agreement (SNDA) for that parcel. Five Star Bank provided their standard SDNA form to use and USDA is checking on the applicability.

Fund commitment: None.

Board action request: None.