



**GCEDC Board Meeting
Thursday, July 11, 2024
Location: 99 MedTech Drive, Innovation Room
4:00 PM**

GCEDC MINUTES

Attendance

Board Members: K. Manne, M. Clattenburg, C. Kemp, P. Battaglia, C. Yunker
Staff: M. Masse, L. Farrell, E. Finch, P. Kennett, L. Casey
Guests: M. Brooks (GGLDC Board Member), D. Cunningham (GGLDC Board Member),
S. Maier (Harris Beach), J. Loewke (Loewke Brill Consulting), Matt Moses
(Barclay Damon, LLP for Hecate Energy/Cider Solar)
Absent: P. Zelif, M. Gray

1.0 Call to Order

P. Battaglia called the meeting to order at 4:01 p.m. in the Innovation Zone.

Presentation: Jim Loewke from Loewke Brill Consulting Group attended the meeting to provide his recommendation on the local labor waiver request that the GCEDC received from Hecate Energy related to their 500 MW solar generation project in the Towns of Oakfield and Elba.

Due to the uncertainty around available labor in the area and the size of the project, it is unlikely that Hecate Energy will be able to achieve 90% local workers. This is due in part to:

- 1) There are almost 9,000 MW of solar facilities being constructed or in development in Western NY alone. This represents as many as 10,000 construction workers will be needed over the next 5 years.
- 2) This project during its peak buildout will require around 600 workers to meet the schedule.
- 3) The Carpenters union, which has a national agreement with Primoris, represents 2,000 workers. This includes all works at commercial and industrial build sites as well as workers performing solar racking installations.

Loewke Brill recommends approving the local labor waiver request for Hecate Energy. Loewke Brill stated that they would not be comfortable assigning a local labor percentage of participation for this project but would like to use it as a benchmark for similar projects going forward once their reporting is complete.

Jim Loewke left the meeting at 4:04 p.m.

1.1 Enter Executive Session

C. Yunker made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 4:04 p.m. for the following reasons:

DRAFT

1. The medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation.
2. Discussions regarding proposed, pending, or current litigation.

The motion was seconded by M. Clattenburg and approved by all members present.

1.2 Enter Public Session

C. Yunker made a motion to enter back into public session at 4:26 p.m., seconded by K. Manne and approved by all members present.

2.0 Chairman’s Report & Activities

2.1 Upcoming Meetings:

Next Scheduled Board Meeting: Thursday, August 1st at 3:00 p.m. (Change in time due to GLOW Corporate Cup)

Audit & Finance Committee Meeting: Tuesday, July 30th at 8:30 a.m.

STAMP Committee Meeting: Wednesday, July 31st at 8:00 a.m.

L. Farrell stated that we will also try to schedule a Housing Committee meeting around these meetings as well.

2.2 Agenda Additions / Deletions / Other Business – Nothing at this time.

2.3 Minutes: June 6, 2024 –

M. Clattenburg made a motion to accept the June 6, 2024 minutes as presented; the motion was seconded by C. Kemp. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
K. Manne -	Yes	P. Zelif -	Absent
M. Clattenburg -	Yes	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

3.0 Report of Management

3.1 Graham Corporation – Supplemental Authorizing Resolution – Graham Corporation is planning to expand its location in the City of Batavia. The \$17.6 million project consists of a 28,867 sq. ft. expansion for a new commercial production facility intended to reduce design and manufacturing costs and improve ship capabilities for their US defense sector. This was an amended application from what the Board previously approved.

The project will include a new building as well as new manufacturing equipment to grow Graham Corporation's workforce and production capabilities. The project proposes creating 24 new full-time equivalent (FTE) positions and retaining 340 FTEs.

DRAFT

The project is requesting assistance from the GCEDC with a sale tax exemption estimated at \$383,546 and a property tax abatement estimated at \$298,427 based on the incremental increase in assessed value via a new traditional 10-year PILOT.

Resolution No. 07/2024 - 01

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") (i) AUTHORIZING A SUPPLEMENTAL PUBLIC HEARING WITH RESPECT TO THE AMENDED PROJECT, (ii) DESCRIBING THE FORMS OF MODIFIED FINANCIAL ASSISTANCE BEING CONTEMPLATED BY THE AGENCY WITH RESPECT TO THE AMENDED PROJECT, AND (iii) RATIFYING AND CONFIRMING THE FINDINGS OF THE AGENCY MADE IN THE RESOLUTIONS PREVIOUSLY ADOPTED BY THE AGENCY ON DECEMBER 7, 2023

C. Yunker made a motion to approve Supplemental Authorizing Resolution #07/2024-01, authorizing the scheduling of the public hearing for Graham Corporation as presented; the motion was seconded by M. Clattenburg. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
K. Manne -	Yes	P. Zeliff -	Absent
M. Clattenburg -	Yes	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

3.2 Hecate Energy Cider Solar – Revised Application - Hecate Energy Cider Solar LLC is proposing to construct a utility scale solar farm project at various properties in the towns of Elba and Oakfield.

The \$550 million project will be located on 2,455 acres. The project will utilize solar panels mounted on tracking panel racks to convert the sun's energy into 500 MW of AC power and will be interconnected with the electric grid.

The GCEDC had previously approved an application for financial assistance for this project. Hecate Energy has sent a letter revising the job creation goal of 9 jobs as listed on the original application and reduced it to 0 job creation goal. The job creation goals were listed on the original board approved UTEP, however, those jobs were not used in the calculation of the economic impact for this project that showed a return of \$22 to the community for every \$1 in incentives. The Board approved this project based on the capital investment, real property payments and host payments that the communities will receive. Therefore, Hecate reducing the job creation goal for this project does not impact the main criteria that the Board used in making their approval. The UTEP will need to be amended to reflect this change. Criteria #1 as a result of this change is N/A.

Board action request: Approval of the revision in the Application for Financial Assistance for Hecate solar Energy changing the job creation goal for this project from 9 to 0.

C. Yunker stated that he would abstain from voting. He stated that there is no direct conflict, but he is a member of an LLC that participates in the project.

M. Clattenburg made a motion to approve the revised application for Hecate Cider Solar changing the job creation goal for this project from 9 to 0 and amending Criteria #1 in the UTEP to reflect this change; the motion was seconded by C. Kemp. Roll call resulted as follows:

DRAFT

P. Battaglia - Yes
K. Manne - Yes
M. Clattenburg – Yes
C. Kemp - Yes

C. Yunker - Abstain
P. Zeliff - Absent
M. Gray - Absent

The item was approved as presented.

3.3 Hecate Energy Cider Solar – Local Labor Waiver Request - Hecate Energy is looking to begin construction of their 500 MW solar generation project in the Towns of Oakfield and Elba. Since the project is planned to generate more than 5 MW of power, it is subject to our Local Labor Policy. In connection with the Local Labor Policy there is a waiver request process that can be made for certain contractors that do not have to be local. The situations that would allow a company to request a waiver are as follows:

“It is understood that at certain times, Workers residing within the Local Labor Area may not be available with respect to a Project. Under this condition, the Company is required to contact the Agency to request a waiver of the Local Labor Requirement (the “Local Labor Waiver Request”) based on the following circumstances: (i) warranty issues related to installation of specialized equipment or materials whereby the manufacturer requires installation by only approved installers; (ii) specialized construction for which qualified Local Labor Area Workers are not available; (iii) documented lack of Workers meeting the Local Labor Area requirement; or (iv) cost differentials in bids whereby use of local labor significantly increases the construction cost of the project. Prior to the granting of said waiver, the lowest bidding contractor which bid said construction project using local labor would have the right of first refusal to bid and match the lowest bid as a remedy to ensure compliance with this policy. Comprehensive documentation and justification will be required including documented evidence and verification by GCEDC staff or agents that the “right of first refusal” remedy has been affected unsuccessfully.

The Agency shall evaluate the Local Labor Waiver Request and make its determination related thereto based upon the supporting documentation received with such waiver request.”

Jim Loewke from Loewke Brill Consulting recommended that the GCEDC approve the waiver request for the reasons stated in his presentation at the beginning of the meeting.

Fund Commitment – None.

Board Action Request – Recommendation to approve local labor waiver request.

Resolution No. 07/2024 - 02

RESOLUTION OF THE GENESEE COUNTY INDUSTRIAL DEVELOPMENT AGENCY D/B/A GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (THE "AGENCY") GRANTING HECATE ENERGY CIDER SOLAR LLC'S REQUEST FOR A WAIVER FROM CERTAIN LOCAL LABOR REQUIREMENTS.

C. Yunker stated that he would abstain from voting. He stated that there is no direct conflict, but he is a member of an LLC that participates in the project.

C. Kemp made a motion to approve Local Labor Waiver Request Resolution #07/2024-02, as presented; the motion was seconded by M. Clattenburg. Roll call resulted as follows:

P. Battaglia - Yes

C. Yunker - Abstain

DRAFT

K. Manne - Yes
M. Clattenburg – Yes
C. Kemp - Yes

P. Zelif - Absent
M. Gray - Absent

The item was approved as presented.

4.0 Audit & Finance Committee

C. Yunker left the meeting at 4:36 p.m.

4.1 May 2024 Financial Statements – L. Farrell reviewed the significant items of the May 2024 financial statements.

- The FAST NY Reserve is \$5.3M. We are required to have \$5.27M as matching funds for the \$56M ESD grant award. These funds were internally reserved and are earning interest, so the balance is increasing.
- Accounts receivable decreased. The quarterly payment for the MedTech Centre Property Management Fee and Economic Development Support Grant from the GGLDC was received.
- On the P&L, there is normal monthly activity.

The May 2024 financial statements were recommended for approval by the Committee.

K. Manne made a motion to approve the May 2024 Financial Statements as presented; the motion was seconded by M. Clattenburg. Roll call resulted as follows:

P. Battaglia - Yes
K. Manne - Yes
M. Clattenburg – Yes
C. Kemp - Yes

C. Yunker - Absent
P. Zelif - Absent
M. Gray - Absent

The item was approved as presented.

C. Yunker returned to the meeting at 4:38 p.m.

4.2 PSA Amendment of GE Bergen, LLC – Oxbo has a PSA for a parcel at Apple Tree Acres Corporate Park that is being requested to be assigned to GE Bergen, LLC. GE Bergen, LLC is also asking for an amendment to the PSA to amend some of the terms and conditions in the original PSA.

At the GCEDC Audit and Finance Committee meeting held earlier in the week M. Masse reviewed some of the significant items included in the amendment:

- 1) The purchase price on the original PSA was \$1.5M. The purchase price in the amendment has been reduced to \$1.14M. In exchange, GE Bergen will install water and sewer connections as well as the roadway to Route 19. Based on our cost estimate, the \$360,000 is significantly less than what it would cost us to install that infrastructure for them. They are not required to do a subdivision approval because the original

DRAFT

subdivision was to potentially break out a roadway that they are not going to need anymore. They are also asking for a \$10,000 option on a couple of parcels to the east that the GCEDC has no use for. The purchase price would be \$10 for those parcels. They will also pay annual fees of \$2,000 for common area maintenance for those two parcels.

- 2) A request for a mutually agreed upon Access and Utility Easement covering the option property. This is in the process of being drafted. M. Masse asked if the committee would be comfortable if staff executes the agreement after it is reviewed by legal since the reasons for its purpose are included in the amendment.
- 3) Also included in the amendment is the acceptance of assignment. The GCEDC would have to consent to the assignment of the agreement from OXBO to GE Bergen, LLC. Geis Enterprises will be constructing the facility and leasing it to Oxbo with a long-term lease.

The Committee had questioned the rationale for the \$10 purchase price for the option property. The Committee also questioned if those parcels would be of interest to Liberty Pumps and asked about GE Bergen's intent for those parcels.

M. Masse had told the Committee that he believed their intent will be to bring the sewer line through to connect to the park. Those parcels will give them access to do so. They will bring the water off Route 19. M. Masse also stated that for financing reasons GE Bergen must show their lender that they had an established line to the property, which having an option on those two parcels gives them that. However, they found an agricultural cut off Route 19 that they are going to use instead.

The Committee tabled the agenda item and M. Masse stated that he would go back to GE Bergen, prior to Thursday's board meeting, and request \$10,000 to purchase the parcels and also ensure that Liberty Pumps has potential access to hook into the roadway in the future if they choose.

Since Audit and Finance met on Tuesday, GE Bergen responded that the reason for the option is to prevent DOT from denying access onto Route 19 because there is access to the park road. Therefore, the language in the amendment has changed and is as follows:

Seller agrees to grant an exclusive option to Buyer ("Buyer's Option") for Seller to sell and Buyer to purchase the Option Property in accordance with this Section. Buyer shall elect Buyer's Option within 180 days after the Closing Date, which may be extended by up to an additional 180 days in Buyer's sole discretion (the "Option Period").

Secondly, as a part of the purchase, GE Bergen would agree to work in good faith efforts if Liberty Pumps wanted access to their property via those parcels. The amendment now includes the following language:

Subject to Buyer, or its tenant's, development plan and operations at the Property and for the Option Property, and to the approval of Buyer's mortgagee, Buyer will agree to use commercially reasonable efforts to negotiate a mutually acceptable access agreement with the adjacent land user, Liberty Pumps, for all or portions of the Option Property.

M. Clattenburg made a motion to approve the GE Bergen PSA Amendment with the above-mentioned changes; the motion was seconded by K. Manne. Roll call resulted as follows:

P. Battaglia - Yes

C. Yunker - Yes

DRAFT

K. Manne - Yes
M. Clattenburg – Yes
C. Kemp - Yes

P. Zelif - Absent
M. Gray - Absent

The item was approved as presented.

The Board voted on agenda items 4.3 through 4.5 collectively. The approval for these items follows agenda item 4.5. The Committee recommended these items for approval.

4.3 Local Labor Contract – Countryside Apartments – Loewke Brill Consulting Group, Inc. has been the GCEDC’s consultant who assists with the monitoring and reporting of company’s compliance with the local labor policy. The Board has determined that companies need to provide the GCEDC with a deposit that will cover the costs of these services. Any amount not utilized will be returned to the company.

The following fee is based on the company’s project description and timeline as provided in the application for incentives.

Project: Countryside Apartments

Fund Commitment: \$5290 per phase x 4 phases = \$21,160 total

Committee Action Request: Recommend to the full Board approval of the contract with Loewke Brill contingent upon receipt of the deposit from the project.

4.4 Local Labor Contract – MedTech Landing, LLC – Loewke Brill Consulting Group, Inc. has been the GCEDC’s consultant who assists with the monitoring and reporting of company’s compliance with the local labor policy. The Board has determined that companies need to provide the GCEDC with a deposit that will cover the costs of these services. Any amount not utilized will be returned to the company.

The following fee is based on the company’s project description and timeline as provided in the application for incentives.

Project: Med Tech Landing

Fund Commitment: \$21,960

Committee Action Request: Recommend to the full Board approval of the contract with Loewke Brill contingent upon receipt of the deposit from the project.

4.5 Local Labor Contract – Graham - Loewke Brill Consulting Group, Inc. has been the GCEDC’s consultant who assists with the monitoring and reporting of company’s compliance with the local labor policy. The Board has determined that companies need to provide the GCEDC with a deposit that will cover the costs of these services. Any amount not utilized will be returned to the company.

The following fee is based on the company’s project description and timeline as provided in the application for incentives.

Project: Graham

Fund Commitment: \$9,630

Committee Action Request: Recommend to the full Board approval of the contract with Loewke Brill contingent upon receipt of the deposit from the project.

K. Manne made a motion to approve the Loewke Brill Contracts for the MedTech Landing, Countryside Apartments, and Graham Corporation projects as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
K. Manne -	Yes	P. Zeff -	Absent
M. Clattenburg -	Yes	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

4.6 Batavia Home Fund Grant Award - The homeowner recently purchased this residence for their own use and is looking to make improvements to the exterior (new siding) which qualifies under Eligible Activities item #6 Grants to support owner occupied single family exterior rehabilitation (maximum award of \$10,000). They are seeking a grant of \$7,400 which is 40% of the total construction cost (maximum percentage allowed under the program) of \$18,500. This grant and homeowner improvement to the residence would improve the blighted look of this residence as compared to the majority of the homes in that area that have been recently renovated.

Fund commitment: \$7,400 from the Batavia Home Fund contingent upon all terms and conditions of the work being completed in accordance with the policy.

Committee action request: The Housing Oversight Committee of the Batavia Home Fund met and approved this application. Seeking Board authorization to release the funds in accordance with the terms and conditions of the Batavia Home Fund.

This was recommended for approval by the Committee.

K. Manne made a motion to approve the Loewke Brill Contract for the Batavia Home Fund Grant Award as presented; the motion was seconded by M. Clattenburg. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
K. Manne -	Yes	P. Zeff -	Absent
M. Clattenburg -	Yes	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

5.0 Governance & Nominating Committee – C. Yunker

5.1 Nothing at this time.

6.0 STAMP Committee – P. Zeliff

6.1 O’Connell Electric Proposal for Site Work and Installation of Control House – O’Connell Electric has prepared a proposal to complete the site work and installation for the control house on the high side of the substation (NYPA). The reasons for utilizing O’Connell for this work are as follows:

1. the Contractor is already on site performing related work,
2. the Contractor is already familiar with the required Services,
3. contracting with the Contractor will reduce or eliminate any delays with the construction of the Substation, and
4. National Grid has written a letter to the Agency dated July 1, 2024 encouraging the continued use of the Contractor by the Agency,
5. Certain confidential pricing information

Fund Commitment: \$1,247,400 to be included in the \$56 million FAST NY award and we would use operating funds to pay until FAST NY funds become available.

Board Action Request: Recommend approval to the full Board of O’Connell Electric contract not to exceed \$1,247,400.

Resolution No. 07/2024 - 03

RESOLUTION (i) TAKING OFFICIAL ACTION TOWARD AND APPROVING THE PROCUREMENT OF CONSTRUCTION SERVICES (THE “SERVICES”) RELATING TO THE AGENCY’S STAMP PROJECT, (ii) AUTHORIZING THE EXECUTION AND DELIVERY OF A CONSTRUCTION CONTRACT AND RELATED DOCUMENTS WITH RESPECT TO THE SERVICES (THE “CONTRACT”), (iii) AUTHORIZING THE EXPENDITURE OF THE NECESSARY FUNDS OF THE AGENCY WITH RESPECT TO THE SERVICES, AND (iv) AUTHORIZING THE TAKING OF OTHER ACTION IN CONNECTION THEREWITH.

This was recommended for approval by the Committee.

C. Yunker made a motion to approve the O’Connell Electric Proposal for Site Work and Installation of Control House not to exceed \$1,247,400 as presented; the motion was seconded by C. Kemp.

Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
K. Manne -	Yes	P. Zeliff -	Absent
M. Clattenburg –	Yes	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

6.2 O’Connell Electric Proposal for Build out of Bay Service for Edwards- O’Connell Electric has prepared a proposal to complete the build out of the 115 kv bay to service the Edwards project at STAMP. The reasons for utilizing O’Connell for this work are as follows:

DRAFT

1. the Contractor is already on site performing related work,
2. the Contractor is already familiar with the required Services,
3. contracting with the Contractor will reduce or eliminate any delays with the construction of the Substation, and
4. the Agency has received the opinion letter dated June 13, 2024, to the effect that the costs of the Services proposed by the Contractor are “reasonable” and “align with industry standards”

Fund Commitment: \$1,598,810 to be included in the \$56 million FAST NY award and we would use operating funds to pay until FAST NY funds become available.

Board Action Request: Recommend approval to the full Board of O’Connell Electric contract not to exceed \$1,598,810.

Resolution No. 07/2024 - 04

RESOLUTION (i) TAKING OFFICIAL ACTION TOWARD AND APPROVING THE PROCUREMENT OF CONSTRUCTION SERVICES (THE “SERVICES”) RELATING TO THE AGENCY’S STAMP PROJECT, (ii) AUTHORIZING THE EXECUTION AND DELIVERY OF A CONSTRUCTION CONTRACT AND RELATED DOCUMENTS WITH RESPECT TO THE SERVICES (THE “CONTRACT”), (iii) AUTHORIZING THE EXPENDITURE OF THE NECESSARY FUNDS OF THE AGENCY WITH RESPECT TO THE SERVICES, AND (iv) AUTHORIZING THE TAKING OF OTHER ACTION IN CONNECTION THEREWITH.

This was recommended for approval by the Committee.

C. Yunker made a motion to approve the O’Connell Electric Proposal for Build out of Bay Service for Edwards not to exceed \$1,598,810 as presented; the motion was seconded by C. Kemp. Roll call resulted as follows:

P. Battaglia -	Yes	C. Yunker -	Yes
K. Manne -	Yes	P. Zeff -	Absent
M. Clattenburg -	Yes	M. Gray -	Absent
C. Kemp -	Yes		

The item was approved as presented.

6.3 Marshaling Yard Agreement with National Grid - As part of their Line 112 rebuild project, as well as the Edwards transmission line construction, National Grid would like to utilize the previously constructed marshaling yard at the STAMP site for mobilization area and storage area for materials and supplies.

Fund Commitment: None.

Committee Action Request: Recommend approval of access agreement to receive payment of \$1,500 per month.

This was recommended for approval by the Committee.

M. Clattenburg made a motion to approve the Marshaling Yard Agreement with National Grid as presented; the motion was seconded by C. Kemp. Roll call resulted as follows:

DRAFT

P. Battaglia - Yes
K. Manne - Yes
M. Clattenburg – Yes
C. Kemp - Yes

C. Yunker - Yes
P. Zeliff - Absent
M. Gray - Absent

The item was approved as presented.

7.0 Employment & Compensation – M. Gray

7.1 Nothing at this time

8.0 Housing Committee – P. Battaglia

8.1 Nothing at this time

9.0 Other Business

9.1 Nothing at this time.

10.0 Adjournment

As there was no further business, K. Manne made a motion to adjourn at 4:46 p.m., which was seconded by C. Yunker and passed unanimously.