



**BATAVIA DEVELOPMENT CORPORATION (BDC)**  
**Meeting Minutes December 9<sup>th</sup>, 2019**

**Attendance**

BDC Attendees: Pier Cipollone, Wesley Bedford, Andrew Maguire, Nate Varland, Marty Moore, Jake Whiting, Steve Hyde, Rachael Tabelski.

**Call to Order**

At 8:51 a.m. P. Cipollone, President of the BDC, called the meeting to order in the Community Room, 2<sup>nd</sup> floor of City Hall.

**Presentations:** None

**Enter Executive Session**

Director Bedford made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 8:53 a.m. for the following reasons:

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. The proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof.

The motion was seconded by N. Varland and approved by all members present.

**Enter Public Session**

W. Bedford made a motion to enter back into public session at 9:40 a.m.; seconded by J. Whiting and approved by all members present.

**Chairman's Report**

President Cipollone presented the meeting minutes from the November 21st, 2019 meeting. Director Bedford made a motion to approve the meeting minutes as presented; seconded by Director Varland and approved by all members present.

**Master Schedule of 2020 Meeting Dates-** a schedule of meeting dated for 2020 was presented to the committee.

P. Cipollone reviewed the Master Schedule of Meetings for 2020, regular meetings will be held on the 4<sup>th</sup> Thursday of each month @ 8:30am located in the Community Room, 2<sup>nd</sup> floor of City Hall. J. Whiting made a motion to approve the Master Schedule of Meetings for 2020; second by W. Bedford and approved by all members present.

P. Cipollone announced the next scheduled meeting for the BDC will be held on January 23<sup>rd</sup>, 2020 at City Hall at 8:30 a.m.

**Committee Reports**

**Governance-** P. Cipollone reminded the Board that Committee Nominees will need to be made the next meeting. He will be stepping down as president and will have a meeting Vice President Bedford to discuss this further. Director Maguire states that Lori Atari has started she will continue as Secretary if nominated. P. Cipollone also stated that Derek Geib will be in attendance next meeting and is interested in joining the Board of Directors as a Director. The policies will be presented to the entire Board at the January 23<sup>rd</sup> meeting @ 8:30am for Board approval as well as the Authority Evaluation for 2019 and Mission and Measurements report for 2020.

## **Audit and Finance**

Financial Statements- The November 2019 financial statements were reviewed with the board, and a brief overview was given.

N. Varland made a motion to approve the November 2019 financial statements; seconded by J. Whiting and approved by all members present.

2020-2021 Proposed Budget- Director Maguire presented to the Board the proposed 2020-2021 Batavia Development Corporation. Funding from the city will be in the requested amount of \$110,000. the proposed changes in expenses would be a slight increase in professional services for items such as legal fees and attorney costs. The marketing and PR expenses were reduced by \$3500 and the Salary was reduced \$5000 to offset the increase in professional fees. N. Varland inquired about unemployment tax and if that can be avoided based on the structure of the BDC. Director Maguire will investigate and respond with his findings.

J. Whiting made a motion to approve the 2020-2021 Proposed Budget; seconded by N. Varland and approved by all members present.

## **Real Estate/ BOA**

Ellicott Station- P. Cipollone discussed the Ellicott Station project and states he was told the residential housing grant application for a 55-unit building will be submitted to New York State Home and Community Renewal by the end of the day on December 13<sup>th</sup>. It is being considered as mixed-use workforce housing, salary ranges for eligible candidates will be in the \$30,000-\$40,000 range, which is in line entry level positions at various local industries and merchants. The total cost of the Residential Housing Development will be roughly \$18 million dollars. With the full proposal of office space and Insurgent Brewery, the total project cost will be roughly \$22.7 million dollars. lease with Savarino, which will be with Continues to move forward. They will be applying for a new round of funding in the next week or two and hope to be awarded funds to begin development of the Residential Housing development in the near future.

Batavia DRI- Project Updates- M. Moore states that Theater 56 has signed the lease agreement with the City of Batavia for their location in City Center. This will set the stage for the design phase and be a great kick off for the DRI projects. Director Maguire states that the Business Improvement Fund projects continue to make progress. He will be working with Ed Flynn to become familiar with each project and what has been accomplished and will be attending an HCR Grant training seminar. The BDC will begin to take over administration of these projects with the owners with the assistance of Labella and In.Site Architecture. One project has City Planning Board approval and will provide preferred contractors to solicit bids, GCEDC Incentives application is being reviewed to see if the owner can benefit from the program. Another project has submitted documents to the planning board but needs to provide renderings and material choices before it may go before the Planning Board. ID Booth has responded that they are still interested in the funding, however they want to refine the scope of work again to lower costs, but still have a high impact, James Reynolds from InSite will follow up on how that progresses.

## **Small Business –**

**1. Recent inquiries-** The BDC has received a few new inquiries and leads for funding but no new applications submitted. Director Maguire will continue to seek prospective leads.

**Old Business-** None at this time.

**New Business –** None at this time.

## **Adjournment**

P. Cipollone made a motion to adjourn the meeting; seconded by J. Whiting and approved by all member present. The meeting stood adjourned at 10:04 a.m.

**AMENDED AND RESTATED**  
**BY-LAWS**  
**of the**  
**BATAVIA DEVELOPMENT CORPORATION**

**AS OF June 27, 2019**

**ARTICLE I – THE CORPORATION**

**SECTION 1 NAME**

The Corporation shall be known as “Batavia Development Corporation” (hereinafter, the “Corporation”).

**SECTION 2 OFFICES**

The principal office of the Corporation shall be in the City of Batavia, County of Genesee, State of New York. The corporation may also have offices at such other places within or without the State of New York as the Board of Directors may from time to time determine or the activities of the corporation may require.

**SECTION 3 PURPOSES**

The Corporation shall have such purposes as are now or hereafter set forth in its Certificate of Corporation, as amended (hereinafter, the “Certificate”). The Batavia Development Corporation was organized by the City of Batavia and is responsible for the economic development activities and is a steward for the City’s economic development funds. The Corporation is to operate exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, to relieve and reduce unemployment, promote and provide for additional and maximum employment, better and maintain job opportunities, and lessen the burden of government and act in the public interest. Furthermore, the Corporation was formed to:

- (a) foster job creation;
- (b) construct, acquire, rehabilitate and improve for use by others, facilities in the City of Batavia, to assist financially in such construction, acquisition, rehabilitation and improvement to maintain and furnish advice, technical assistance and liaison with federal, state and local authorities;
- (c) To acquire by purchase, lease, gift, bequest, devise or otherwise real or personal property or interests therein;

(d) To apply for loans and borrow money without limit as to amount; to make, draw, accept, endorse, execute and issue negotiable bonds, debentures, notes and other obligations therefor;

(e) To sell, lease, mortgage or otherwise dispose of or encumber any such facilities or any of its real or personal property or any interest therein upon such terms as it may determine;

(f) To enter into covenants and agreements and to comply with all the terms, conditions and provisions thereof, and otherwise to carry out its corporate purposes and to foster and encourage the location or expansion of facilities and related businesses in the territory in which the operations of such Corporation are principally to be conducted;

(g) To apply for and make grants and loans and to execute any and all documents necessary in connection therewith;

(h) To do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its members, directors, officers or any private person;

(i) Without leave of the court, to sell, lease, mortgage or otherwise dispose of or encumber any such plants or any of its real or personal property or any interest therein upon such terms as it may determine;

(j) In connection with loans from New York State and United States government agencies, to enter into covenants and agreements and to comply with all the terms, conditions and provisions thereof, and otherwise to carry out its corporate purposes and to foster and encourage the location or expansion of retail, industrial, commercial, recreational or manufacturing facilities in the territory in which the operations of such corporation are principally to be conducted;

(k) To do all and everything suitable for the accomplishment of any of the foregoing purposes; including but not limited to retail loans and assistance to retail businesses; and

(l) In general, to perform any and all acts and things, and exercise any and all powers which may now or hereafter be lawful for the Corporation to do or exercise under and pursuant to the laws of the State of New York for the purpose of accomplishing any of the foregoing purposes of the Corporation.

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## **ARTICLE II – BOARD OF DIRECTORS**

### **SECTION 1 POWER OF THE BOARD OF DIRECTORS**

The corporation shall be managed by its Board of Directors (hereinafter, the “Board”), which shall establish all general policies governing its operations.

## SECTION 2 NUMBER, ELECTION, AND TERM OF DIRECTORS

(a) The number of voting Directors shall be at least five (5) and not more than a total of nine (9) voting Directors. Directors shall be appointed by the Board. Whenever the number of voting Directors is less than five (5), there shall be a special meeting of the Board in which more voting Directors shall be appointed to maintain a total of at least five (5). The term of each Director shall be three (3) years. No Director shall be elected to the Board for more than three (3) consecutive terms. Up to an additional ten (10) individuals may be appointed as non-voting Directors of the Board, who shall serve for one-year term and act in advisory capacity only to the voting Directors. The appointed non-voting Directors shall enjoy the benefits of any indemnification of voting Directors as determined herein or as determined from time to time. The Directors shall exercise all rights of Directors as described herein and in the Certificate of Incorporation or any applicable resolution. Any subsequent increase or decrease in the size of the Board of Directors shall require an amendment of the Certificate and the approval of Board by the affirmative vote of a majority of voting Directors at a duly convened meeting of the Board at which a quorum is present. As used in these By-laws, "the entire Board of Directors" means the total number of voting Directors that the Corporation would have if there were no vacancies on the Board.

(b) The President/Chief Executive Officer, as defined herein, may serve on the Board of Directors of the Corporation; provided, however, in such event, shall not participate in determining the level of compensation or reimbursement, or time and attendance rules for the position of President/Chief Executive Officer.

(c) All Directors of the Board shall participate in training approved by the State of New York regarding their legal, fiduciary, financial and ethical responsibilities as Directors within one (1) year of appointment to the Board. Thereafter, the Directors shall participate in such continuing training as may be required to remain informed of best practices, regulatory and statutory changes relating to the effective oversight of the management and financial activities of the Corporation and the adhere to the highest standards of responsible governance.

(d) As soon as practicable and in compliance with Section 2825 of the Public Authorities Law, the majority of the voting Directors shall be Independent Directors, as such term is defined in paragraph (e) below.

(e) Independence. For the purposes of these By-Laws, an Independent Director means any person who:

(i) is not, and in the past two (2) years has not been, employed by the Corporation or another corporate body having the same ownership and control of the Corporation in an executive capacity;

(ii) is not, and in the past two (2) years has not been, employed by an entity that received remuneration valued at more than fifteen thousand dollars (\$15,000.00) for goods and services provided to the Corporation or received any other form of financial assistance valued at more than fifteen thousand dollars (\$15,000.00) from the Corporation;

(iii) is not a relative of an executive officer or employee in an executive position of the Corporation or another corporate body having the same ownership and control of the Corporation; and

(iv) is not, and in the past two (2) years has not been, a lobbyist registered under a state or local law and paid by a client to influence the management decisions, contract awards, rate determinations or any other similar actions of the Corporation or another corporate body having the same ownership and control of the Corporation.

(f) Board Offices. A Chairperson and Vice-Chairperson shall be elected from among the Directors at the annual meetings of the Board of Directors. The term of office for the Chairperson and Vice-Chairperson shall extend for one year after his or her election and until a successor is elected. Subject to the provision of paragraph (a) of this section, the Chairperson and Vice-Chairperson shall be eligible to serve an unlimited number of consecutive terms.

### SECTION 3 RESIGNATION AND REMOVAL OF DIRECTORS

(a) Any Director of the Corporation may resign at any time by giving written notice to the Chairperson, with a copy provided to the Secretary. Such resignation shall take effect at the time specified therein or, if no time is specified, then on delivery. Acceptance of the resignation shall not be necessary to make it effective.

(b) Any Director may be removed from the Board with or without cause by a majority vote of voting Directors provided there is a quorum of not less than a majority of the entire Board present.

### SECTION 4 NEWLY CREATED DIRECTORSHIPS AND VACANCIES

Newly created directorships resulting from an increase in the number of directors, and vacancies occurring for any reason, shall be filled by the Board of Directors as soon as practicable but in no event later than sixty (60) days after the increase or vacancy occurs. A Director elected to fill a vacancy caused by resignation, death, disability or removal shall hold office for the unexpired term of his or her predecessor in office and until a successor is elected and takes office.

### SECTION 5 ANNUAL MEETING

The Annual Meeting of the Board of Directors shall be held within six months after the end of each fiscal year at a convenient time and location designated by the Board. Written notice of the annual meeting shall be mailed, emailed or delivered to each Director of the Corporation prior to the meeting.

## SECTION 6 ANNUAL REPORT

At the annual meeting of the Board, a Director designated by the Board or the President and/or the Treasurer of the Corporation shall present an annual report showing:

- (a) A complete audited financial statement of the Corporation for the fiscal year immediately preceding the date of the report showing the assets and liabilities, principal changes in assets and liabilities, revenue, receipts, expenses and disbursements of the Corporation; and
- (b) A summary of the activities of the Corporation during the preceding year.

The annual report of the Corporation shall be filed every year, together with the PARIS report, with the New York State Public Authority's Budget Office.

## SECTION 7 SPECIAL MEETING AND NOTICE

Special meetings of the Board of Directors may be called at any time by a majority of Directors or by the President/Chief Executive Officer or any other officer of the Corporation. Written notice shall be mailed or delivered to each Director of the Corporation prior to the meeting. Said notice shall state the purposes, time and place of the special meeting and that no business other than that specified in the notice may be transacted; provided, however, if by unanimous consent all of the Directors present at such meeting elect to transact business not previously described in the aforementioned notice, then the Directors may transact such other business.

## SECTION 8 WAIVERS OF NOTICE

Notice of a meeting need not be given to any Director who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him or her.

## SECTION 9 PLACE OF MEETING

The Board of Directors may hold its meetings at such place or places within or outside the State of New York as the voting Directors may from time to time by resolution determine.

## SECTION 10 OPEN MEETINGS

The Corporation is subject to Open Meetings Law. The Corporation shall comply with the Open Meetings Law of the State of New York, as set forth within Article 7 of the Public Officers Law.

## SECTION 11 FREEDOM OF INFORMATION

The Corporation is subject to Freedom of Information Law. The Corporation shall comply with the Freedom of Information Law of the State of New York, as set forth within Article 6 of the Public Officers Law.



SECTION 12 PUBLIC AUTHORITIES ACCOUNTABILITY ACT

The Corporation is subject to the Public Authorities Accountability Act of 2005, as amended by Chapter 506 of the Laws of 2009 (collectively, the "PAAA") and shall comply with the PAAA, as set forth within the New York State Public Authorities Law.

SECTION 13 QUORUM AND ADJOURNED MEETINGS

(a) A majority of the voting Directors shall constitute a quorum for the transaction of business at meetings of the Board. When a quorum is once present to organize a meeting, it shall not be broken by the subsequent withdrawal of any Director(s).

(b) A majority of the voting Directors present, whether or not a quorum is present, may adjourn the Board meeting to another time and place. If a quorum is present at the adjourned meeting, any business may be transacted that might have been transacted on the original date of the meeting. Notice of the adjourned meeting shall be given to all Directors.

SECTION 14 ACTION BY THE BOARD OF DIRECTORS

Any corporate action to be taken by the Board of Directors means action at a meeting of the Board. Each voting Director shall have one vote regarding any corporate action to be taken by the Board. Except as otherwise provided by law or these By-Laws, the vote of a majority of the voting Directors present at the time of the vote at a duly convened meeting at which a quorum is present shall be the act of the Board of Directors. All reference to actions of the Board of Directors herein and in the Certificate shall mean the affirmative vote of a majority of the voting Directors present at the time of the vote at a duly convened meeting at which a quorum is present.

SECTION 15 ORGANIZATION

At each meeting of the Board of Directors, the Chairperson, or, in his or her absence, the Vice-Chairperson shall preside. The Secretary, or in his or her absence, a person chosen by a majority of the voting Directors present, shall keep complete and accurate minutes of the meeting.

SECTION 16 ATTENDANCE AT MEETINGS

Attendance at each meeting of the Board shall be recorded by the Secretary in the minutes thereof.

SECTION 17 COMPENSATION

The Directors shall serve in their capacity as Directors of the Corporation without compensation. All Directors may be reimbursed for reasonable expenses incurred in the performance of corporate duties.

## SECTION 18 ANNUAL INDEPENDENT AUDIT

The Audit Committee shall present to the Board upon its completion, the annual independent audit report performed in accordance with the requirements of the PAAA and generally accepted government auditing standards certified by a firm of independent public accountants. The certified independent public accounting firm that performs the annual independent audit shall timely report to the Audit Committee the following:

- (i) the assets and liabilities, including the status of reserve, depreciation, special or other funds including the receipts and payments of such funds, of the Corporation as of the end of the fiscal year;
- (ii) the principal changes in assets and liabilities, including trust funds, during said fiscal period;
- (iii) the revenue or receipts of the Corporation, both unrestricted and restricted, to particular purposes during said fiscal period;
- (iv) the expenses or disbursements of the Corporation for both general and restricted purposes, during said fiscal period; and
- (v) a schedule of the bonds and notes of the Corporation outstanding during said fiscal period, including all refinancings, calls, refundings, defeasements, and interest rate exchange or other such agreements, and for any debt issued during the fiscal period, together with a statement of the amounts redeemed and incurred during such fiscal period as a part of a schedule of debt issuance that include the date of issuance, term, amount, interest rate, means of repayment and cost of issuance.

Furthermore, the certified independent public accounting firm that performs the annual independent audit shall timely report to the Audit Committee the following:

- (i) all critical accounting policies and practices to be used;
- (ii) all alternative treatments of financial information within generally accepted accounting principles that have been discussed with the management of the Corporation, ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the certified independent public accounting firm;
- (iii) other material written communications between the certified independent public accounting firm and the management of the Corporation, such as the management letter along with management's response or plan of corrective action, material corrections identified or schedule of unadjusted differences, where applicable.

## SECTION 19 PROPERTY RIGHTS

No Director of the corporation shall, by reason of that position, have any rights to or interest in the property or assets of the Corporation.

## ARTICLE III - COMMITTEES

### SECTION 1 STANDING COMMITTEES

(a) The Standing Committees of the Board shall be as described in subparagraph (b) below. Except as otherwise provided by these By-Laws, each Standing Committee shall consist of at least three Directors. No Standing Committee shall have authority as to the following matters:

- (i) The filling of vacancies on the Board of Directors or any committee;
- (ii) The amendment or repeal of these By-laws or the adoption of new By-Laws; or
- (iii) The amendment or repeal of any resolution of the Board which by its terms is not so amendable or repealable.

(b) Until changed by amendment of these By-Laws, the Corporation shall have the following Standing Committees:

Audit and Finance Committee. There shall be an Audit and Finance Committee consisting of at least a majority of Independent members, who shall be elected by a plurality of the votes cast by the voting Directors of the Corporation at each annual meeting of the Board and shall serve until the next annual meeting. To the extent practicable, members of the Audit and Finance Committee should be familiar with corporate financial and accounting practices. The Audit and Finance Committee shall recommend to the Board the hiring of a certified independent accounting firm in compliance with the PAAA to conduct the annual independent audit, establish the compensation to be paid to the accounting firm and provide direct oversight of the performance of the annual independent audit. The Audit and Finance Committee shall have the responsibility to review proposals for the issuance of debt by the Corporation and its subsidiaries, if any, and make recommendations.

Governance Committee. There shall be a Governance Committee consisting of at least a majority of Independent members, who shall be elected by a plurality of the votes cast by the voting Directors of the Corporation at each annual meeting of the Directors and shall serve until the next annual meeting. The Governance Committee shall keep the Board informed of current best governance practices, review corporate governance trends, update the Corporation's corporate governance principles, and advise the Directors on the skills and experience required of potential Directors.

SECTION 2 SPECIAL COMMITTEES

The Board of Directors, by resolution adopted by a majority of the voting Directors, may create Special Committees, which shall have only the powers specifically delegated to them and shall in no case have powers which are not authorized for Standing Committees. The members of Special Committees shall be appointed by a plurality of the votes cast by the voting Directors of the Corporation.

SECTION 3 MEETINGS

Meetings of committees shall be held at such times and places as shall be fixed by the respective committee chairpersons, or by vote of a majority of all of the members of the committee. Written notice shall be mailed (via regular or electronic mail) or delivered to all members of the committee prior to each meeting. Written minutes of the proceedings shall be kept at all committee meetings and shall be submitted at the next meeting of the Board. The President/Chief Executive Officer and Chairperson of the Board of Directors of the Corporation, or their respective designees, may attend all committee meetings, but will not possess any voting rights.

SECTION 4 QUORUM

Unless otherwise provided by resolution of the Board of Directors, a majority of all of the members of a committee shall constitute a quorum for the transaction of business.

SECTION 5 MANNER OF ACTING

Any corporate action to be taken by a committee shall mean such action to be taken at a meeting of the committee. Action by a committee shall be taken by majority vote at a duly convened meeting of the members of the committee.

**ARTICLE IV - OFFICERS**

SECTION 1 PRESIDENT/CEO; TREASURER/CFO; SECRETARY; OTHER OFFICERS

The Corporation shall have a President/Chief Executive Officer, a Vice President, a Treasurer/Chief Financial Officer, a Secretary, and other officers and assistant officers as the Board of Directors may determine. The offices of president and secretary shall not be held by the same person. The officers shall have such duties as may be prescribed by these By-Laws and the Board of Directors.

SECTION 2 TERMS OF OFFICERS

The officers shall be appointed by the Board of Directors at its annual meeting. The term of office of each officer shall be three (3) years, and each officer shall hold office until a successor is appointed and qualified. No officer shall be re-appointed after serving two (2) consecutive terms.

SECTION 3 ADDITIONAL OFFICERS

Additional officers may be appointed for such period, have such authority and perform such duties, either in an administrative or subordinate capacity, as the Board of Directors may from time to time determine. Such positions may include a Chief Operating Officer, an Executive Director, and any other position established by the Board of Directors from time to time.

SECTION 4 REMOVAL OF OFFICERS

Any officer may be removed by a majority vote of voting Directors, with or without cause, at any time, provided there is a quorum of not less than a majority of the entire Board of Directors present at the meeting at which such action is taken.

SECTION 5 RESIGNATION

Any officer may resign at any time by giving written notice to the Board of Directors, the President/Chief Executive Officer or the Secretary; provided, however, the President/Chief Executive Officer must provide written notice of his or her intent to resign to the Board of Directors and the Secretary must provide written notice of his or her intent to resign to the President or the Board of Directors. Any such resignation shall take effect at the time specified therein, or, if no time is specified, then on delivery. Acceptance of the resignation shall not be necessary to make it effective.

SECTION 6 VACANCIES

A vacancy in any office of the Corporation shall be filled by a majority vote of voting Directors.

SECTION 7 PRESIDENT/CHIEF EXECUTIVE OFFICER

The Board of Directors shall appoint the President/Chief Executive Officer by resolution, which resolution shall set the President/Chief Executive Officer's annual compensation. The President/Chief Executive Officer shall generally supervise all affairs of the Corporation. The President/Chief Executive Officer shall perform such other duties as may be assigned to him or her from time to time by the Board of Directors.

SECTION 8 VICE PRESIDENT

The Board of Directors may appoint a Vice-President. The Vice-President shall perform the duties of the President in the absence of the President and such other duties as may be assigned to him or her from time to time by the Board or the President.

SECTION 9 SECRETARY

It shall be the duty of the Secretary to supervise the preparation of minutes of all meetings of the Board of Directors and its committees, the giving of all notices required to be given by the

Corporation, and the keeping of a current list of the Corporation's Directors and officers and their residence addresses. The Secretary shall be responsible for supervising the preparation and maintenance of the books and records of the Corporation. The Secretary shall attend to such correspondence as may be assigned to him or her and perform all the duties customarily incidental to that office and such other duties as may be assigned to him or her by the Board of Directors or the President/Chief Executive Officer. From time to time, the Board of Directors employ or contract with an appointed Acting Secretary to whom the Board of Directors may designate certain duties of the Secretary and other such duties as may be assigned to him or her.

#### SECTION 10 TREASURER/CHIEF FINANCIAL OFFICER

The Board of Directors shall appoint the Treasurer/Chief Financial Officer by resolution, which resolution shall set the Treasurer/Chief Financial Officer's annual compensation. It shall be the duty of the Treasurer/Chief Financial Officer of the Corporation to oversee the financial affairs of the Corporation, report at each regular meeting of the Board of Directors, and participate in preparing the annual report of the Corporation and the filing of all required tax returns and other regulatory reports. The Treasurer/Chief Financial Officer shall perform such other duties as may be assigned to him or her by the Board of Directors or the President/Chief Executive Officer. From time to time, the Board of Directors may employ or contract with an appointed Acting Treasurer/Chief Financial Officer to whom the Board of Directors may designate certain duties of the Treasurer/Chief Financial Officer and other such duties as may be assigned to him or her.

### **ARTICLE V - CONTRACTS, CHECKS, DRAFTS AND BANK ACCOUNTS**

#### SECTION 1 EXECUTION OF CONTRACTS

The Board of Directors may, except as these By-Laws otherwise provide, authorize any officer or officers, agent or agents, employee or employees, in the name of and on behalf of the Corporation, to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances; but, unless so authorized by the Board of Directors, or expressly authorized by these By-Laws, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniarily in any amount for any purpose.

#### SECTION 2 LOANS

No loans shall be contracted on behalf of the Corporation unless specifically authorized by the Board of Directors.

#### SECTION 3 CHECKS, DRAFTS, ETC.

All checks, drafts and other orders for the payment of money out of the funds of the Corporation, and all notes or other evidences of indebtedness of the Corporation, must be signed on behalf of the Corporation by two of the following persons: the President/Chief Executive Officer, the Treasurer/Chief Financial Officer or the Chairperson of the Board.

SECTION 4 DEPOSITS

All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Treasurer may recommend and the Board of Directors approve.

SECTION 5 INVESTMENTS

The Board of Directors may authorize the Corporation to contract with an investment advisor and custodian to manage its investments in accordance with an investment policy established by the Board.

**ARTICLE VI - GENERAL**

SECTION 1 SEAL

The corporate seal shall have inscribed thereon the name of the Corporation, the year of its organization, and the words "Corporate Seal, New York." The seal may be used by causing it or a facsimile thereof to be impressed or affixed or otherwise reproduced.

SECTION 2 BOOKS AND RECORDS

There shall be kept by the Corporation: (1) correct and complete books and records of account; (2) minutes of the proceedings of the Board of Directors and its committees; (3) a current list of the Directors and officers of the Corporation and their residence addresses; (4) a copy of the Certificate of Incorporation; and (6) a copy of these By-laws. The foregoing items shall be subject to inspection and/or audit at any time by or at the direction of the Board of Directors.

SECTION 3 INDEMNIFICATION

The Corporation shall indemnify each Director, each officer, and, to the extent authorized by the Board of Directors, each other person authorized to act for the Corporation or on its behalf, to the full extent to which indemnification is permitted under the Not-For-Profit Corporation Law.

SECTION 4 INTERESTED DIRECTORS AND OFFICERS

The Board of Directors shall adopt a policy regarding conflicts of interest which shall apply to all directors and officers.

SECTION 5 LOANS TO DIRECTORS AND OFFICERS

The Corporation, either directly or indirectly, including through any subsidiary, is prohibited from extending or maintaining credit, arranging for the extension of credit or renewing any extension of credit, in the form of a personal loan to or for any Director, or Officer, or to any other company, corporation, firm, association or other entity in which one or more of the

Directors or Officers of the Corporation are members, director or officers or hold a substantial financial interest.

#### **ARTICLE VII - FISCAL YEAR**

The fiscal year of the Corporation shall commence on the first day of April of each year and end on the last day of March.

#### **ARTICLE IX - RULES OF ORDER AND BYLAW CHANGES**

##### **SECTION 1 RULES OF ORDER**

The Chairperson shall preside at all meetings of the Corporation.

##### **SECTION 2 BYLAW CHANGES**

These By-laws may be amended, repealed or adopted only by a majority of the Board of Directors of the Corporation.



BATAVIA DEVELOPMENT CORPORATION  
INVESTMENT POLICY

ARTICLE I: PURPOSE AND SCOPE

It is the policy of the Batavia Development Corporation to invest public funds in a matter which will provide the highest investment return with the maximum security. It is the intent of the Batavia Development Corporation to establish this Investment Policy (hereinafter the "Policy") to govern the primary objectives of the Batavia Development Corporation investment activities, including legality, safety, liquidity and yield and to set forth specific rules, guidelines and standards of care regarding the investment and deposits of all monies and other financial resources. This Policy is further established in accordance with the Public Authorities Accountability Act of 2005, specifically Section 2824 of the Public Authorities Law.

ARTICLE II: OBJECTIVES

1. The primary objectives, in priority order, of investment activities shall be safety, liquidity and yield.
  - a. Safety – Safety of principal is the foremost objective. Investments shall be undertaken in a manner that seeks to ensure the preservation of capital in the overall portfolio.
  - b. Liquidity – The investment portfolio will remain sufficiently liquid to enable the entity to meet all operating requirements which might be reasonably anticipated.
  - c. Yield – The investment portfolio shall be designed with the objective of attaining a rate of return throughout the budgetary and economic cycles, taking into account the investment risk constraints and liquidity needs of the Batavia Development Corporation. Return on investment is of secondary importance compared to the safety and liquidity objectives described above.

ARTICLE III: STANDARDS OF CARE

1. The standard of prudence to be used by the investment officials shall be the "prudent person standard" and shall be applied in the context of managing an overall portfolio.
2. The "prudent person standard" means that investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investments, considering the probable safety of their capital as well as the probable income involved.
3. The Members of the Board, acting in accordance with this Policy and exercising due diligence, shall be relieved of personal responsibility for an individual security's credit risk or market price changes, provided deviations from the expectations are reported in a timely fashion and appropriate action is taken to control adverse developments.
4. Directors, officers, members and employees involved in the investment process shall refrain from personal business activity that could conflict with the proper execution and management of the investment program, or that could impair their ability to make

Adopted January 23, 2019

impartial decisions. Directors, officers, members and employees involved in the investment process shall disclose any material interests in financial institutions with which they conduct business. They shall further disclose any personal financial or investment positions that could be related to the performance of the investment portfolio. Directors, officers, members and employees shall refrain from undertaking personal investment transactions with the same individual with whom business is conducted on behalf of the Batavia Development Corporation. Nothing in this paragraph shall affect the standards set forth in the Batavia Development Corporation Code of Ethics.

#### ARTICLE IV: DELEGATION OF AUTHORITY

Authority to manage the investment program is granted to the Batavia Development Corporation's Board of Directors (hereinafter "Board"). Such management shall include an adequate internal control structure consistent with this Policy to provide a satisfactory level of accountability based on a data base or records incorporating descriptions and amounts of investments, transaction dates and other relevant information and shall also include the regulation of the activities of subordinate employees.

#### ARTICLE V: INTERNAL CONTROLS

The Board shall establish a system of internal controls. The controls shall be designed to prevent loss of public funds arising from fraud, employee error, misrepresentation by third parties, unanticipated changes in financial markets, or imprudent actions by directors, officers, members or employees of the Batavia Development Corporation. The system of internal controls shall be reviewed annually by an independent auditor.

The Batavia Development Corporation shall maintain or cause to be maintained a proper record of all books, notes, securities or other evidences of indebtedness held by the Batavia Development Corporation for investment deposit purposes.

#### ARTICLE VI: SUITABLE AND AUTHORIZED INVESTMENTS

##### 1. Investment Types

- a. The Batavia Development Corporation is authorized to invest monies not required for immediate expenditure for terms not to exceed its projected cash flow needs in the following types of investments:
  - i. U. S. Treasury obligations which carry the full faith and credit guarantee of the United States government.
  - ii. U.S. government agency and instrumentality obligations that have a liquid market with a readily determinable market value, where payment of principal and interest are guaranteed by the United States government.
  - iii. Obligations of the State of New York which carry the full faith and credit of the State of New York.
  - iv. Certificates of deposit.
  - v. Special time deposit accounts.

Adopted January 23, 2019

- b. Investments made pursuant to subsections (i), (ii), or (iii) of this Article shall be payable or redeemable at the option of the Batavia Development Corporation within such times as the proceeds will be needed to meet the expenditures for purposes for which the monies were provided and, in the case of obligations purchased with the proceeds of bonds or notes shall be payable or redeemable at the option of the Batavia Development Corporation within two (2) years of the date of purchase.
- c. Investments made pursuant to subsections (iv) and (v) of this Article are permitted provided they shall be payable within such time as the proceeds shall be needed to meet expenditures for which the monies were obtained and are collateralized in the same manner as set forth herein concerning the deposit of funds.

#### ARTICLE VII: AUTHORIZED FINANCIAL INSTITUTIONS AND BROKERS/DEALERS

The Board will maintain a list of all authorized Financial Institutions and Brokers/Dealers authorized to provide investment services. To qualify for the list they must be an approved security broker/dealer selected by creditworthiness who are authorized to provide investment services in the State of New York. These may include "primary" dealers or regional dealers that qualify under the Securities & Exchange Commission Rule 15C3-1. If requested by the Board, any financial institution or broker/dealer who desires to become qualified bidders for investment transactions must supply the Board with any or all of the following information: audited financial statement, proof of National Association of Securities Dealers certification, trading resolution and/or proof of registration in the State of New York. Such listing shall be evaluated annually by the Batavia Development Corporation.

#### ARTICLE VIII: PURCHASE OF INVESTMENTS

- 1. The Batavia Development Corporation may contract for the purchase of investments:
  - a. Directly, including through a repurchase agreement, from an authorized trading partner.
  - b. By utilizing an ongoing investment program with an authorized trading partner pursuant to a contract authorized by the governing board.
- 2. All purchased obligations, unless registered or inscribed in the name of the Batavia Development Corporation, shall be purchased through, delivered to and held in the custody of a bank or trust company. Such obligations shall be purchased, sold or presented for redemption or payment by such bank or trust company only in accordance with prior written authorization from the Board. All such transactions shall be confirmed in writing to the Batavia Development Corporation by the bank or trust company. Any obligation held in the custody of a bank or trust company shall be held pursuant to a written custodial agreement.
  - a. The custodial agreement shall provide that securities held by the bank or trust company, as agent of and custodian for the Agency, will be kept separate and apart from the general assets of the custodial bank or trust company and will not, in any circumstances, be commingled with or become part of the backing for any other deposit or other liabilities. The agreement shall describe how the custodian shall confirm the receipt and release of securities. Such agreement shall include

Adopted January 23, 2019

all provisions necessary to provide the Batavia Development Corporation with a perfected interest in the securities.

3. Repurchase Agreements
  - a. Repurchase agreements are authorized subject to the following restrictions:
    - i. All repurchase agreements must be entered into subject to a Master Repurchase Agreement.
    - ii. Trading partners are limited to banks or trust companies authorized to do business in the State of New York and primary reporting dealers.
    - iii. Obligations shall be limited to obligations of the United States and obligations guaranteed by agencies of the United States.
    - iv. No substitution of securities will be permitted.
    - v. The custodian shall be a party other than a trading partner.

#### ARTICLE IX: DIVERSIFICATION

It is the policy of the Batavia Development Corporation to diversify its deposits and investments by financial institution, by investment instruments, and by maturity scheduling.

#### ARTICLE X: DESIGNATION OF DEPOSITORIES

The banks and trust companies authorized for the deposit of monies shall be designated at the annual meeting of the Batavia Development Corporation.

#### ARTICLE XI: COLLATERALIZATION OF DEPOSITS

All deposits of the Batavia Development Corporation, including certificates of deposit and special time deposits, in excess of the amount insured under the provisions of the Federal Deposit Insurance Act shall be secured:

1. By a pledge of "eligible securities" with an aggregate "market value" equal to the aggregate amount of deposits from the categories designated in Exhibit A; or
2. By an eligible "irrevocable letter of credit" issued by a qualified bank other than the bank with the deposits in favor of the government for a term not to exceed ninety (90) days with an aggregate value equal to 140% of the aggregate amount of deposits and the agreed upon interest, if any. A qualified bank is one whose commercial paper and other unsecured short-term debt obligations are rated in one of the three highest rating categories by at least on nationally recognized statistical rating organization of a bank that is in compliance with applicable federal minimum risk-based capital requirements; or
3. By an eligible surety bond payable to the government for an amount at least equal to 100% of the aggregate amount of deposits and agreed upon interest, if any, executed by an insurance company authorized to do business in the State of New York, whose claims paying ability is rated in the highest rating category by at least two (2) nationally recognized statistical rating organizations.

ARTICLE XII: SAFEKEEPING AND COLLATERALIZATION

Eligible securities used for collateralizing deposits shall be held by the depository bank or trust company subject to security and custodial agreements. The security agreement shall provide that eligible securities are being pledged to secure Batavia Development Corporation's deposits together with agreed upon interest, if any, and any costs or expenses arising out of the collection of such deposits upon default. It shall also provide the conditions under which the securities may be sold, presented for payment, substituted or released and the events which will enable the Batavia Development Corporation to exercise its rights against the pledged securities. In the event that the securities are not registered or inscribed in the name of the Batavia Development Corporation, such securities shall be delivered in a form suitable for transfer or with an assignment in blank to the Batavia Development Corporation or its depository bank or trust company.

Adopted January 23, 2019

**BATAVIA DEVELOPMENT CORPORATION DISPOSITION OF REAL  
PROPERTY GUIDELINES**  
**ADOPTED PURSUANT TO SECTION 2896 OF THE PUBLIC AUTHORITIES LAW**

**SECTION 1. DEFINITIONS**

A. "Contracting officer" shall mean the officer or employee of the Batavia Development Corporation (hereinafter, the "BDC") who shall be appointed by resolution to be responsible for the disposition of property.

B. "Dispose" or "disposal" shall mean transfer of title or any other beneficial interest in personal or real property in accordance with section 2897 of the Public Authorities Law.

C. "Property" shall mean personal property in excess of five thousand dollars (\$5,000) in value, and real property, and any inchoate or other interest in such property, to the extent that such interest may be conveyed to another person for any purpose, excluding an interest securing a loan or other financial obligation of another party.

**SECTION 2. DUTIES**

A. The BDC shall:

(i) maintain adequate inventory controls and accountability systems for all property owned by the BDC and under its control;

(ii) periodically inventory such property to determine which property shall be disposed of;

(iii) produce a written report of such property in accordance with subsection B herewith; and

(iv) transfer or dispose of such property as promptly and practicably as possible in accordance with Section 3 below.

B. The BDC shall:

(i) annually publish, a report listing all real property owned in fee by the BDC. Such report shall consist of a list and full description of all real and personal property disposed of during such period. The report shall contain the price received by the BDC and the name of the purchaser for all such property sold by the BDC during such period; and

(ii) deliver copies of such report to the Comptroller of the State of New York, the

Director of the Budget of State of New York, the Commissioner of the New York State Office of General Services, and the New York State Legislature (via distribution to the Majority Leader of the Senate and the Speaker of the Assembly).

### **SECTION 3. TRANSFER OR DISPOSITION OF PROPERTY**

A. Supervision and Direction. Except as otherwise provided herein, the duly appointed Contracting Officer shall have supervision and direction over the disposition and sale of property of the BDC. The BDC shall have the right to dispose of its property for any valid corporate purpose.

B. Custody and Control. The custody and control of BDC property, pending its disposition, and the disposal of such property, shall be performed by the BDC or by the Commissioner of General Services when so authorized under this section.

C. Method of Disposition. Unless otherwise permitted, the BDC shall dispose of property for not less than its fair market value by sale, exchange, or transfer, for cash, credit, or other property, with or without warranty, and upon such other terms and conditions as the BDC and/or Contracting Officer deems proper. The BDC may execute such documents for the transfer of title or other interest in property and take such other action as it deems necessary or proper to dispose of such property under the provisions of this section. Provided, however, except in compliance with all applicable law, no disposition of real property, any interest in real property, or any other property which because of its unique nature is not subject to fair market pricing shall be made unless an appraisal of the value of such property has been made by an independent appraiser and included in the record of the transaction.

D. Sales by the Commissioner of General Services (the "Commissioner"). If the BDC deems that the transfer of property by the Commissioner will be advantageous to the State of New York, the BDC may enter into an agreement with the Commissioner of pursuant to which Commissioner may dispose of property of the BDC under terms and conditions agreed to by the BDC and the Commissioner. In disposing of any such property, the Commissioner shall be bound by the terms hereof and references to the Contracting Officer shall be deemed to refer to such Commissioner.

E. Validity of Deed, Bill of Sale, Lease, or Other Instrument. A deed, bill of sale, lease, or other instrument executed by or on behalf of the BDC, purporting to transfer title or any other interest in property of the BDC in accordance herewith shall be conclusive evidence of compliance with the provisions of these guidelines and all applicable law insofar as concerns title or other interest of any bona fide grantee or transferee who has given valuable consideration for such title or other interest and has not received actual or constructive notice of lack of such compliance prior to the closing.

F. Bids for Disposal; Advertising; Procedure; Disposal by Negotiation; Explanatory Statement.

(i) Except as permitted by all applicable law, all disposals or contracts for disposal of property made or authorized by the BDC shall be made after publicly advertising for bids except as provided in subsection (iii) of this Section F.

(ii) Whenever public advertising for bids is required under subsection (i) of this Section F:

(A) the advertisement for bids shall be made at such time prior to the disposal or contract, through such methods, and on such terms and conditions as shall permit full and free competition consistent with the value and nature of the property proposed for disposition;

(B) all bids shall be publicly disclosed at the time and place stated in the advertisement; and

(C) the award shall be made with reasonable promptness by notice to the responsible bidder whose bid, conforming to the invitation for bids, will be most advantageous to the BDC, price and other factors considered; provided, that all bids may be rejected at the BDC's discretion; and

(D) All bids shall include an expiration date.

(iii) Disposals and contracts for disposal of property may be negotiated or made by public auction without regard to subsections (i) and (ii) of this Section F but subject to obtaining such competition as is feasible under the circumstances, if:

(A) the personal property involved is of a nature and quantity which, if disposed of under subsections (i) and (ii) of this Section F, would adversely affect the state or local market for such property, and the estimated fair market value of such property and other satisfactory terms of disposal can be obtained by negotiation;

(B) the fair market value of the property does not exceed fifteen thousand dollars (\$15,000.00);

(C) bid prices after advertising therefore are not reasonable, either as to all or



some part of the property, or have not been independently arrived at in open competition;

(D) the disposal will be to the State, any political subdivision or public benefit corporation, and the estimated fair market value of the property and other satisfactory terms of disposal are obtained by negotiation;

(E) under those circumstances permitted by subdivision (iv) below.

(iv) No property owned, leased or otherwise in the control of the BDC may be sold, leased, or otherwise alienated for less than its FMV except if:

(A) Transferee is a government or public entity and terms of disposition require ownership and use to remain with the government or public entity; or

(B) Purpose of disposition is within purpose, mission or statute of the BDC;  
or

(C) BDC seeks to dispose of the property to a non-governmental entity and the disposition is not consistent with the BDC's purpose, mission or statute, and the BDC either:

- i. provides written notification to the Governor and the State Legislature (via distribution to the Assembly's Speaker and the Senate's Temporary President), and all such recipients fail to deny the proposed disposition within the applicable time period as set forth in Section 2897 of the Public Authorities Law; or
- ii. the disposition is of property obtained by the BDC from a political subdivision where the BDC resides and is approved in accordance with Section 2897(7) of the Public Authorities Law.

(D) If below FMV disposition is proposed, the following information is required to be provided to the BDC's Board and the public:

- i. Description of property;
- ii. Appraisal of the FMV of the property;
- iii. Description of purpose of disposition, the kind and amount of the benefit to the public resulting from the disposition such as jobs and wages created or preserved;

- iv. Value received compared to FMV;
- v. Names of private parties to the transaction and value received;
- vi. Names of private parties that have made an offer, the value of offer, and purpose for which the property would have been used.

(E) BDC's Board must make a written determination that there is no reasonable alternative to the proposed below-market disposition that would achieve the same purpose of such disposition.

(v) (A) An explanatory statement shall be prepared of the circumstances of each disposal by negotiation of:

- i. any personal property which has an estimated fair market value in excess of fifteen thousand dollars (\$15,000.00);
- ii. any real property that has an estimated fair market value in excess of one hundred thousand dollars (\$100,000.00);
- iii. any real property disposed of by lease if the estimated fair annual rent is in excess of fifteen thousand dollars (\$15,000);
- iv. any real property or real and related personal property disposed of by exchange, regardless of value;
- v. any part of the consideration for the property disposed consists of real property.

(B) Each such statement, as set forth in Subsection (iv)(A) of this Section, shall be transmitted to the persons entitled to receive copies of the report required under all applicable law not less than ninety (90) days in advance of such disposal, and a copy thereof shall be preserved in the files of the BDC.

G. Amendments. The Guidelines are subject to modification and amendment at the discretion of the BDC Board of Directors and shall be filed annually with all local and state agencies as required under all applicable law.

H. Contracting Officer. The designated Contracting Officer for the BDC is ~~Julie Pacatte, Economic Development Coordinator, the Director of Economic Development.~~

## **BATAVIA DEVELOPMENT CORPORATION (BDC) PROCUREMENT POLICY**

I. Introduction- The policies and procedures set forth herein have been developed by the Batavia Development Corporation pursuant to GML Section 104-b regarding the procurement of Goods and Services not required by law to be procured by competitive bidding.

II. Declaration of Policy- Goods and Services which are not required by law to be procured pursuant to competitive bidding must be procured in a manner so as to assure the prudent and economical use of Corporation moneys in the best interests of the taxpayers of the political subdivision or district, to facilitate the acquisition of goods and services of maximum quality at the lowest possible cost under the circumstances, and to guard against favoritism, improvidence, extravagance, fraud and corruption. To further these objectives, the Batavia Development Corporation have adopted the policies and procedures set forth herein governing all procurement of Gods and Services which are not required to be produced pursuant to competitive bidding.

III. Determination of Procurement- the Director of Economic Development is designated to be responsible for determining whether a procurement of Goods and Services is subject to Competitive Quotations or it exempt from such procurement, and the Director of Economic Development is authorized to determine that the nature of a particular project or class of projects is exempt from the procurement policies described herein. The BDC hereby finds and determines that Profession Services, are in all cases, exempt from these procurement policies and procedures, as solicitation of alternate proposals and quotations is not in the best interest of the Corporation in situations in which special skills and expertise is required.

IV. No Competitive Bidding- as of the date of adoption of these policies and procedures, the Corporation is not subject to the competitive bidding requirements of Section 103 of the General Municipal Law.

### V. Competitive Quotations

1. If the cost of the Goods or Services to be procured, based upon the written description prepared for the desired Goods or Services, will require an expenditure of more than \$1,000, but less than \$5,000, the desired Goods or Services shall be procured through Competitive Quotations solicited from not less than two Vendors.
2. If the cost of the Goods or Services to be procured, based upon the written description prepared for the desired Goods or Services, will involve an expenditure of more than \$5,000, the desired Goods or Services shall be procured through Competitive Quotations solicited from not less than three Vendors.
3. If, following reasonable efforts, insufficient numbers of Vendors exist for the solicitation of the requisite number of Competitive Quotations, then the Director of Economic Development shall cause to be solicited Competitive Quotations from less than the requisite number of Vendors; provided, however, that the basis and other facts and circumstances or such efforts and/or findings relating to this provision shall be placed in writing.
4. The Director of Economic Development shall cause to be made a record of the written description, the solicitation of the Competitive Quotations, the Competitive Quotations received and any other documents or materials prepared or received in connection with the procurement of Goods and Services of the Corporation.
5. Competitive Quotations need not be sealed and need not be opened and read at a stated time.
6. The Director of Economic Development need not recommend the procurement of goods and services from the Vendor offering the lowest dollar quotation, but may recommend to the Members determinations of which quotations will fulfill or meet the best interests or needs of the Corporation, and each recommended determinations may be based on such factors as, without limitation, quality, features or options, reliability or reputation of the Vendor, availability of service, delivery time and

Reviewed and Approved 1-23-19

location of the Vendor (local vis-a-vis non-local, in-state vis-avis out-of-state or country); and the Director of Economic Development may negotiate terms and price with all Vendors submitting quotations (provided that all such negotiations will be on substantially the same basis and regarding substantially the same matters), and the determination of the Members pursuant to the Director of Economic Development's recommendations made in good faith shall be final.

#### VI. Exceptions

1. General Exceptions. The following Goods and Services may be procured by the Corporation without soliciting competitive quotations:
  - a. Services performed by inmates, or Goods manufactured, in correctional facilities operated by the New York State Department of Correctional Services or in local correctional facilities of this State; provided, however, that the procurement of such Goods and Services shall be in accordance with Section 186 of the Correction Law;
  - b. Goods and Services produced or assembled by the blind or other severely handicapped; provided, however, that the procurement of such Goods and Services shall be in accordance with Section 175-B of the State Finance Law;
  - c. Goods procured by the County in accordance with subdivision (2) of Section 408-a of the County Law; provided, however that no such procurement shall be made from the County when Competitive Quotations have already been received, unless such procurement may be made upon the same terms, conditions and specifications of a lower price through the County;
  - d. Goods in excess of \$500.00 procured by the State through the New York State Office of General Services, subject to rules established by such Office, in accordance with Section 163 of the State Finance Law; provided, however, that no such procurement shall be made from such Office when Competitive Quotations have already been received, unless such procurement may be made upon the same terms, conditions and specifications at a lower price through such Office;
  - e. Surplus and/or second-hand Goods which are being offered for purchase from the Federal or State governments or any other political subdivision or public benefit corporation within the State of New York.
2. Special Exceptions. Upon a determination that Goods or Services are (i) Professional Services, (ii) Sole Source Goods or Services or (iii) Goods or Services deemed by the Director of Economic Development, in his or her sole discretion, not in the best interest of the Corporation to be procured in accordance with the Competitive Quotation requirements set forth herein, the Director of Economic Development may procure such Goods or Services in such manner as the Director of Economic Development determines to be in the best interest of the Corporation and which otherwise is in accordance with the policies of the Corporation, as set forth in Section "2" herein.

VII. Authorization- The procurement of goods and services which will involve an expenditure of less than \$1,000 will be at the professional discretion of the Director of Economic Development. Authorization for individual expenditures of \$1,000 and over shall require the formal review and approval of the Corporation's Board.

#### VIII. Entering into the Contract

1. Except as provided in "Section VIII, 2" herein, upon receipt of the requisite number of Competitive Quotations, the Director of Economic Development shall recommend to the Members that the Corporation enter into a Contract, or enter into an agreement, for such Goods or Services to the Vendor that submitted the Competitive Quotation with the lowest dollar offer for such Goods or Services, but subject to the provisions of Section "Section V, 6." hereof.
2. If the Director of Economic Development shall recommend to the Members that the Corporation enter into a Contract for Goods or Services to a Vendor that did not submit the Competitive Quotation with the lowest dollar offer, the Director of Economic Development shall state the reasons such an award furthers the policy set forth in "Section II" herein and in accordance with Section "Section V, 6." hereof.
3. Upon the procurement of Goods or Services in accordance with the provisions of "Section V, 3" herein, the Director of Economic Development shall recommend to the Members that the Corporation award

Reviewed and Approved 1-23-19

a Contract, or enter into an agreement, for such Goods or Services to the Vendor identified by the Director of Economic Development.

4. Upon receipt of the recommendation by the Director of Economic Development regarding the entering into a Contract, the Members shall authorize the Director of Economic Development to cause to be procured such Goods or Services with the recommended Vendor; provided, however, that the Members reserve the right to reject all bids or quotations, waive minor deviations, consider alternative bids or quotations, subject to the same terms and conditions of the written descriptions being sought by the Corporation.

IX. Purchases (\$1,000 or less)- Notwithstanding the provisions set forth herein, the procurement of Goods or Services involving an expenditure of up to five thousand dollars (\$1,000.00) may be made without seeking Competitive Quotations; provided, however, that any agent of the corporation authorized to make such a procurement shall use his or her best efforts to obtain the lowest cost for such Goods or Services, but taking into consideration the terms of Section "Section V, 6." hereof.

X. Policy for Corporation's Benefit- These policies and procedures are intended solely for the benefit of the Corporation and are not intended for the economic or other benefit of any particular Vendor making a quotation; and accordingly, no Vendor shall have the right to challenge the determination of the Corporation to enter into Contracts for Goods and Services in accordance with the policies and procedures herein set forth.

#### XI. MISCELLANEOUS

1. Procurement of Insurance – Procurement of Insurance Brokerage/Agent is subject to this Policy as a professional service. Notwithstanding the foregoing actual insurance policies procured are not subject to requirements of this Policy. Insurance Policies shall be reviewed by the Members annually.
2. Genesee County Business Enterprises – It is the preference of the Corporation to provide opportunities for the purchase of good and services from business enterprises located in Genesee County.
3. Minority & Women Owned Business Enterprises (M/WBE) – The Corporation shall comply with all applicable legal requirements relating to the hiring of such businesses. It is understood that granting agencies may enforce requirements regarding M/WBE participation and the Corporation may not be able to choose lowest responsible bidders in order to comply in these situations.
4. Effect of Other Procurement Requirements – Where the procurement of a specific good or service is to be accomplished using funds other than the funds of the Corporation and such funding sources specify different or more restrictive procurement requirements than are provided for in this Policy, the procurement requirements of the funding source will supersede the requirements of this Policy.
5. The Members shall review the policies and procedures herein not later than March 31, 1995, and each year thereafter. Amendments to these policies and procedures may be made at any time during the year.
6. The unintentional failure to fully comply with the provisions of the policies and procedures set forth herein shall not be grounds to void action taken or give rise to a cause of action against the Corporation, the Members, the Director of Economic Development, or any officer or employee of the Corporation.

**BATAVIA DEVELOPMENT CORPORATION  
CONFLICT OF INTEREST POLICY**

**ARTICLE I  
Purpose**

The purpose of this conflict of interest policy is to protect Batavia Development Corporation's (the "Organization") interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

**ARTICLE II  
Definitions**

1. Interested Person. Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest.

A. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,

b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or

c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

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~~Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.~~

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the Board of Directors or committee decides that a conflict of interest exists.

Approved February, 2016  
Review and Approval January 23, 2019

**ARTICLE III**  
**Procedures**

1. Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with Board of Directors delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Board of Directors or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest.

a. An interested person may make a presentation at the Board of Directors or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The chairperson of the Board of Directors or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the Board of Directors or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Directors or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy.

a. If the Board of Directors or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board of Directors or committee

determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**ARTICLE IV**  
**Records of Proceedings**

The minutes of the Board of Directors and all committees with board delegated powers shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board of Directors' or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

**ARTICLE V**  
**Compensation**

a. A voting member of the Board of Directors who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the Board of Directors or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

**ARTICLE VI**  
**Annual Statements**

Each director, principal officer and member of a committee with Board of Directors' delegated powers shall annually sign a statement which affirms such person:

a. Has received a copy of the conflicts of interest policy,



- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

**ARTICLE VII**  
**Periodic Reviews**

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent information, and the result of arm's length bargaining.
- b. Whether any partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

**ARTICLE VIII**  
**Use of Outside Experts**

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of Directors of its responsibility for ensuring periodic reviews are conducted.

**BATAVIA DEVELOPMENT CORPORATION ACKNOWLEDGEMENT**

I hereby acknowledge that I have received a copy of the conflict of interest policy, read and understand the policy, agree to comply with the policy, and understand the Organization is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Signature: \_\_\_\_\_  
 Print Name: \_\_\_\_\_  
 Date: \_\_\_\_\_

## BATAVIA DEVELOPMENT CORPORATION

### Anti-Nepotism Policy

The employment of relatives can cause various problems including but not limited to charges of favoritism, conflicts of interest, family discord and scheduling conflicts that may work to the disadvantage to the organization.

For the purposes of this policy the term "relative" shall include the following relationships: relationships established by blood, marriage or legal action. Examples include the employee's: spouse, mother, father, son, daughter, sister, brother, mother-in-law, father-in-law, sister-in-law, brother-in-law, son-in-law, daughter-in-law, stepparent, stepchild, aunt, uncle, nephew, niece, grandparent, grandson or cousin. The term also includes domestic partners (a person with whom the employee's life is interdependent and who shares a common residence) and, a daughter or son of an employee's domestic partner.

It's the goal of the organization to avoid creating or maintaining circumstances in which the appearance or possibility of favoritism, conflicts or management disruptions exist.

This policy should be considered when hiring, promoting or transferring any employee. Should relationships addressed within this policy be identified with either candidates for employment or during Board member recruitment the matter should be immediately reported to the Executive Committee to conduct the following review:

- A determination will be made whether the relationship is subject to the agency's Anti-Nepotism policy based on the conditions described above.
- If the relationship is determined to fall within one or more of the conditions described in this policy, the Executive Committee reserves the right to exercise appropriate managerial judgment to take such actions as may be necessary to achieve this intent of this policy.

It is the responsibility of every employee to identify potential or existing personal relationship which falls under the definitions provided in this policy. Employees who fail to disclose personal relationships covered by this policy will be subject to disciplinary action up to and including the termination of employment.

#### **MOTION to adopt the Anti-Nepotism Policy.**

**Peter Casey 2nd Pier Cipollone vote: carried**

**Peter Casey, Pier Cipollone, Ray Chaya, Mary Valle,  
Steve Pies, Barb Shine, Susie Ott**

**DATE: November 23, 2016**

## Whistleblower Policy and Procedures

### Purpose

It is the policy of this Batavia Development Corporation (BDC) to afford certain protections to individuals who in good faith report violations of the BDC's Code of Ethics or other instances of potential wrongdoing within the BDC. The Whistleblower Policy and Procedures set forth below are intended to encourage and enable employees to raise concerns in good faith within the BDC and without fear of retaliation or adverse employment action.

### Definitions

- A. Good Faith – Information concerning potential wrongdoing is disclosed in “good faith” when the individual making the disclosure reasonably believes such information to be true and reasonably believes that it constitutes potential wrongdoing.
- B. BDC Employee – All board members, and officers and staff employed at this BDC whether full-time, part-time, employed pursuant to contract, employees on probation and temporary employees.
- C. Whistleblower – Any BDC Employee (as defined herein) who in good faith discloses information concerning wrongdoing by another BDC employee, or concerning the business of the BDC itself.
- D. Wrongdoing – Any alleged corruption, fraud, criminal or unethical activity, misconduct, waste, conflict of interest, intentional reporting of false or misleading information, or abuse of authority engaged in by a BDC Employee (as defined herein) that relates to the BDC.
- E. Personnel action – Any action affecting compensation, appointment, promotion, transfer, assignment, reassignment, reinstatement or evaluation of performance.

### Section I: Reporting Wrongdoing

All BDC employees who discover or have knowledge of potential wrongdoing concerning board members, officers, or employees of this BDC; or a person having business dealings with this BDC; or concerning the BDC itself, shall report such activity in accordance with the following procedures:

- a. The BDC Employee shall disclose any information concerning wrongdoing either orally or in a written report to his or her supervisor, or to the BDC's ethics officer, general counsel or human resources representative.
- b. All BDC Employees who discover or have knowledge of wrongdoing shall report such wrongdoing in a prompt and timely manner.
- c. The identity of the whistleblower and the substance of his or her allegations will be kept confidential to the best extent possible.

- d. The individual to whom the potential wrongdoing is reported shall investigate and handle the claim in a timely and reasonable manner, which may include referring such information to the Authorities Budget Office or an appropriate law enforcement agency where applicable.

Should a BDC Employee believe in good faith that disclosing information within the BDC pursuant to Section I(a) above would likely subject him or her to adverse personnel action or be wholly ineffective, the BDC employee may instead disclose the information to the Authorities Budget Office or an appropriate law enforcement agency, if applicable. The Authorities Budget Office's toll free number (1-800-560-1770) should be used in such circumstances.

## **Section II: No Retaliation or Interference**

No BDC employee shall retaliate against any whistleblower for the disclosure of potential wrongdoing, whether through threat, coercion, or abuse of authority; and, no BDC employee shall interfere with the right of any other BDC employee by any improper means aimed at deterring disclosure of potential wrongdoing. Any attempts at retaliation or interference are strictly prohibited and:

- a) No BDC employee who in good faith discloses potential violations of this BDC's Code of Ethics or other instances of potential wrongdoing, shall suffer harassment, retaliation or adverse personnel action.
- b) All allegations of retaliation against a Whistleblower or interference with an individual seeking to disclose potential wrongdoing will be thoroughly investigated by this BDC.
- c) Any BDC employee who retaliates against or had attempted to interfere with any individual for having in good faith disclosed potential violations of this BDC's Code of Ethics or other instances of potential wrongdoing is subject to discipline, which may include termination of employment.
- d) Any allegation of retaliation or interference will be taken and treated seriously and irrespective of the outcome of the initial complaint, will be treated as a separate matter.

## **Section III: Other Legal Rights Not Impaired**

The Whistleblower Policy and Procedures set forth herein are not intended to limit, diminish or impair any other rights or remedies that an individual may have under the law with respect to disclosing potential wrongdoing free from retaliation or adverse personnel action.

- a) Specifically, these Whistleblower Policy and Procedures are not intended to limit any rights or remedies that an individual may have under the laws of the State of New York, including but not limited to the following provisions: Civil Service Law § 75-b, Labor Law § 740, State Finance Law § 191 (commonly known as the "False Claims Act"), and Executive Law § 55(1).
- b) With respect to any rights or remedies that an individual may have pursuant to Civil Service Law § 75-b or Labor Law § 740, any employee who wishes to preserve such rights shall prior to disclosing information to a government body, have made a good faith effort to provide the appointing authority or his or her designee the information to be disclosed and shall provide the appointing authority or designee a reasonable time to take appropriate action unless there is imminent and serious danger to public health or safety. (See Civil Service Law § 75-b[2][b]; Labor Law § 740[3]).

## **BATAVIA DEVELOPMENT CORPORATION DEFENSE AND INDEMNIFICATION POLICY**

Pursuant to the By-laws of the Batavia Development Corporation ("BDC"), the BDC shall indemnify all members of the Board and each officer and employees thereof, in the performance of their duties, and to the extent authorized by the Board, each other person authorized to act for or on behalf of the BDC, to the full extent to which indemnification is permitted under the General Municipal Law of the State of New York

Approved and Adopted this 18 day of October, 2012.

## CODE OF ETHICS

This Code of Ethics shall apply to all officers and employees of the Batavia Development Corporation (BDC). These policies shall serve as a guide for official conduct and are intended to enhance the ethical and professional performance of the BDC's directors and employees and to preserve public confidence in the BDC's mission.

### Responsibility of Directors and Employees

1. Directors and employees shall perform their duties with transparency, without favor and refrain from engaging in outside matters of financial or personal interest, including other employment, that could impair independence of judgment, or prevent the proper exercise of one's official duties.
2. Directors and employees shall not directly or indirectly, make, advise, or assist any person to make any financial investment based upon information available through the director's or employee's official position that could create any conflict between their duties and interests and their private interests.
3. Directors and employees shall not accept or receive any gift or gratuities where the circumstances would permit the inference that: (a) the gift is intended to influence the individual in the performance of official business or (b) the gift constitutes a tip, reward, or sign of appreciation for any official act by the individual. This prohibition extends to any form of financial payments, services, loans, travel reimbursement, entertainment, hospitality, thing or promise from any entity doing business with or before the BDC.
4. Directors and employees shall not use or attempt to use their official position with the BDC to secure unwarranted privileges for themselves, members of their family or others, including employment with the BDC or contracts for materials or services with the BDC.
5. Directors and employees must conduct themselves at all times in a manner that avoids any appearance that they can be improperly or unduly influenced, that they could be affected by the position of or relationship with any other party, or that they are acting in violation of their public trust.
6. Directors and employees may not engage in any official transaction with an outside entity in which they have a direct or indirect financial interest that may reasonably conflict with the proper discharge of their official duties.
7. Directors and employees shall manage all matters within the scope of the BDC's mission independent of any other affiliations or employment. Directors, including ex officio board members, and employees shall strive to fulfill their professional responsibility to the BDC without bias and shall support the BDC's mission to the fullest.

8. Directors and employees shall not use BDC property, including equipment, telephones, vehicles, computers, or other resources, or disclose information acquired in the course of their official duties in a manner inconsistent with State or local law or policy and the BDC's mission and goals.
9. Directors and employees are prohibited from appearing or practicing before the BDC for two (2) years following employment with the BDC.

### **Implementation of Code of Ethics**

This Code of Ethics shall be provided to all directors and employees upon commencement of employment or appointment and shall be reviewed annually by the Governance Committee.

The board may designate an Ethics Officer, who shall report to the board and shall have the following duties:

- Counsel in confidence BDC directors and employees who seek advice about ethical behavior.
- Receive and investigate complaints about possible ethics violations.
- Dismiss complaints found to be without substance.
- Prepare an investigative report of their findings for action by the Economic Development Coordinator, President or the board.
- Record the receipt of gifts or gratuities of any kind received by a director or employee, who shall notify the Ethics Officer within 48 hours of receipt of such gifts and gratuities.

### **Penalties**

In addition to any penalty contained in any other provision of law, a BDC director or employee who knowingly and intentionally violates any of the provisions of this code may be removed in the manner provided for in law, rules or regulations.

### **Reporting Unethical Behavior**

Employees and directors are required to report possible unethical behavior by a director or employee of the BDC to the Ethics Officer. Employees and directors may file ethics complaints anonymously and are protected from retaliation by the policies adopted by the BDC.

41

**BATAVIA DEVELOPMENT CORPORATION (BDC)**  
**City of Batavia Revolving Loan Fund**  
**Lending Policy**

**Overview:**

The Batavia Development Corporation (BDC) has contracted with the City of Batavia to administer the City's small business lending program. The purpose of the Revolving Loan Fund is to foster creation of jobs in the City of Batavia and to assist in the expansion of start-up businesses. Loan payments are re-paid into the fund to provide capital for future business development.

**Target Businesses:**

Manufacturing, downtown or Ellicott St. area, food related including processing, class A office, niche restaurant, niche retail, printing, computer services, software development, gaming software development, unique boutique, textiles, health services (except for doctors and dentists).

**Eligibility:** Businesses that create or retain jobs in the City of Batavia are eligible to apply for loan funds. Please refer to the BDC Loan Application Pre-Screening Form to understand the criteria that the BDC board will use to score loan applications. Businesses must remain in the City of Batavia during re-payment of the loan to avoid default.

**Guidelines:**

1. Loan application and fee (\$50)
2. Bank participation may be required and is encouraged
3. Loan terms: up to five (5) years
4. No penalty for early payment
5. Minimum loan \$5,000
6. Maximum loan \$30,000
7. If real estate is being acquired the BDC Board of Directors may increase the loan amount on a case-by-case basis.
8. The BDC may allow businesses to request more than one BDC loan subsequent to a previous distribution.
9. Recipients that had a history of delinquent payments, may request another loan so long as the previous loan/grant account was not submitted to litigation for debt collection and/or the account was not settled for a lesser amount due.

**Interest Rate:**

1. Prime – 1% for targeted businesses with high credit score
2. Prime- targeted businesses with low credit score
3. Prime+1% for non-targeted businesses
4. Prime + 2% for non-targeted businesses and low credit score

**Collateral:**

The BDC will require collateral to secure the loan. Collateral requirements will be based on risk. For all applications, the BDC Board may use its discretion to recognize extenuating circumstances and may also add additional conditions per approval such as:

- o 2. Reduce the loan or grant award
- o 3. Adjusted interest rate based on credit score or other pertinent factors

While the BDC loans have limitations, the BDC reserves the right to either bundle the programs or to make an offer that exceeds the current maximum amounts to enhance business and economic development in the City of Batavia.

Approved September 26, 2018



**Past Due Accounts:**

Monthly follow-up is expected with all delinquent accounts through phone calls, personal visits and/or written correspondence.

90 Days Delinquent:

Should an account become past due more than 90 days, the BDC may place the account with the collection agency of record.

180 Days Delinquent:

Should an account become past due more than six months/180 days, the BDC shall place the delinquent account with the collection agency of record.

360 Days Delinquent:

If the collection agency is unsuccessful in debt collection, the account will be turned over to a legal counsel of record to seek personal judgment and wage garnishment in order to recapture the debt owed. The accounts will no longer be reported on the "active loan" reports for the BDC and the legal counsel of record will issue status reports.

**Fees:** All fees associated with late payments, debt collection and legal action will be added to the balance of the loan debt.

**Settlement Offers:**

The BDC Executive Director may use their professional discretion in negotiating debt settlement offers.

Approved September 26, 2018



## **BATAVIA DEVELOPMENT CORPORATION**

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### **Introduction**

The Batavia Development Corporation is committed to maintaining a workplace free from sexual harassment. Sexual harassment is a form of workplace discrimination. All employees are required to work in a manner that prevents sexual harassment in the workplace. This Policy is one component of The Batavia Development Corporation's commitment to a discrimination-free work environment. Sexual harassment is against the law<sup>1</sup> and all employees have a legal right to a workplace free from sexual harassment and employees are urged to report sexual harassment by filing a complaint internally with The Batavia Development Corporation. Employees can also file a complaint with a government agency or in court under federal, state or local antidiscrimination laws.

### **Policy:**

1. The Batavia Development Corporation policy applies to all employees, applicants for employment, interns, whether paid or unpaid, contractors and persons conducting business, regardless of immigration status, with the Batavia Development Corporation. In the remainder of this document, the term "employees" refers to this collective group.
2. Sexual harassment will not be tolerated. Any employee or individual covered by this policy who engages in sexual harassment or retaliation will be subject to remedial and/or disciplinary action (e.g., counseling, suspension, termination).
3. Retaliation Prohibition: No person covered by this Policy shall be subject to adverse action because the employee reports an incident of sexual harassment, provides information, or otherwise assists in any investigation of a sexual harassment complaint. The Batavia Development Corporation will not tolerate such retaliation against anyone who, in good faith, reports or provides information about suspected sexual harassment. Any employee of The Batavia Development Corporation who retaliates against anyone involved in a sexual

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<sup>1</sup> While this policy specifically addresses sexual harassment, harassment because of and discrimination against persons of all protected classes is prohibited. In New York State, such classes include age, race, creed, color, national origin, sexual orientation, military status, sex, disability, marital status, domestic violence victim status, gender identity and criminal history.

harassment investigation will be subjected to disciplinary action, up to and including termination. All employees, paid or unpaid interns, or non-employees<sup>2</sup> working in the workplace who believe they have been subject to such retaliation should inform a supervisor, manager, or an officer of the Batavia Development Corporation Board. All employees, paid or unpaid interns or non-employees who believe they have been a target of such retaliation may also seek relief in other available forums, as explained below in the section on Legal Protections.

4. Sexual harassment is offensive, is a violation of our policies, is unlawful, and may subject the Batavia Development Corporation to liability for harm to targets of sexual harassment. Harassers may also be individually subject to liability. Employees of every level who engage in sexual harassment, including managers and supervisors who engage in sexual harassment or who allow such behavior to continue, will be penalized for such misconduct.
5. The Batavia Development Corporation Board, Officers and/ or Management will conduct a prompt and thorough investigation that ensures due process for all parties, whenever management receives a complaint about sexual harassment, or otherwise knows of possible sexual harassment occurring. The Batavia Development Corporation will keep the investigation confidential to the extent possible. Effective corrective action will be taken whenever sexual harassment is found to have occurred. All employees, including managers and supervisors, are required to cooperate with any internal investigation of sexual harassment.
6. All employees are encouraged to report any harassment or behaviors that violate this policy. The Batavia Development Corporation will provide all employees a complaint form for employees to report harassment and file complaints.
7. Managers and supervisors are **required** to report any complaint that they receive, or any harassment that they observe or become aware of, to an Officer of the Batavia Development Corporation.
8. This policy applies to all employees, paid or unpaid interns, and non-employees and all must follow and uphold this policy. This policy must be provided to all employees and should be posted prominently in all work locations to the extent practicable (for example, in a main office, not an offsite work location) and be provided to employees upon hiring.

### **What Is "Sexual Harassment"?**

Sexual harassment is a form of sex discrimination and is unlawful under federal, state, and (where applicable) local law. Sexual harassment includes harassment on the basis of sex, sexual orientation, self-identified or perceived sex, gender expression, gender identity and the status of being transgender.

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<sup>2</sup> A non-employee is someone who is (or is employed by) a contractor, subcontractor, vendor, consultant, or anyone providing services in the workplace. Protected non-employees include persons commonly referred to as independent contractors, "gig" workers and temporary workers. Also included are persons providing equipment repair, cleaning services or any other services provided pursuant to a contract with the employer.

Sexual harassment includes unwelcome conduct which is either of a sexual nature, or which is directed at an individual because of that individual's sex when:

- Such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile or offensive work environment, even if the reporting individual is not the intended target of the sexual harassment;
- Such conduct is made either explicitly or implicitly a term or condition of employment; or
- Submission to or rejection of such conduct is used as the basis for employment decisions affecting an individual's employment.

A sexually harassing hostile work environment includes, but is not limited to, words, signs, jokes, pranks, intimidation or physical violence which are of a sexual nature, or which are directed at an individual because of that individual's sex. Sexual harassment also consists of any unwanted verbal or physical advances, sexually explicit derogatory statements or sexually discriminatory remarks made by someone which are offensive or objectionable to the recipient, which cause the recipient discomfort or humiliation, which interfere with the recipient's job performance.

Sexual harassment also occurs when a person in authority tries to trade job benefits for sexual favors. This can include hiring, promotion, continued employment or any other terms, conditions or privileges of employment. This is also called "quid pro quo" harassment.

Any employee who feels harassed should report so that any violation of this policy can be corrected promptly. Any harassing conduct, even a single incident, can be addressed under this policy.

### **Examples of sexual harassment**

The following describes some of the types of acts that may be unlawful sexual harassment and that are strictly prohibited:

- Physical acts of a sexual nature, such as:
  - Touching, pinching, patting, kissing, hugging, grabbing, brushing against another employee's body or poking another employee's body;
  - Rape, sexual battery, molestation or attempts to commit these assaults.
- Unwanted sexual advances or propositions, such as:
  - Requests for sexual favors accompanied by implied or overt threats concerning the target's job performance evaluation, a promotion or other job benefits or detriments;
  - Subtle or obvious pressure for unwelcome sexual activities.
- Sexually oriented gestures, noises, remarks or jokes, or comments about a person's sexuality or sexual experience, which create a hostile work environment.
- Sex stereotyping occurs when conduct or personality traits are considered inappropriate simply because they may not conform to other people's ideas or perceptions about how individuals of a particular sex should act or look.

- Sexual or discriminatory displays or publications anywhere in the workplace, such as:
  - Displaying pictures, posters, calendars, graffiti, objects, promotional material, reading materials or other materials that are sexually demeaning or pornographic. This includes such sexual displays on workplace computers or cell phones and sharing such displays while in the workplace.
- Hostile actions taken against an individual because of that individual's sex, sexual orientation, gender identity and the status of being transgender, such as:
  - Interfering with, destroying or damaging a person's workstation, tools or equipment, or otherwise interfering with the individual's ability to perform the job;
  - Sabotaging an individual's work;
  - Bullying, yelling, name-calling.

### **Who can be a target of sexual harassment?**

Sexual harassment can occur between any individuals, regardless of their sex or gender. New York Law protects employees, paid or unpaid interns, and non-employees, including independent contractors, and those employed by companies contracting to provide services in the workplace. Harassers can be a superior, a subordinate, a coworker or anyone in the workplace including an independent contractor, contract worker, vendor, client, customer or visitor.

### **Where can sexual harassment occur?**

Unlawful sexual harassment is not limited to the physical workplace itself. It can occur while employees are traveling for business or at employer sponsored events or parties. Calls, texts, emails, and social media usage by employees can constitute unlawful workplace harassment, even if they occur away from the workplace premises, on personal devices or during non-work hours.

## **Retaliation**

Unlawful retaliation can be any action that could discourage a worker from coming forward to make or support a sexual harassment claim. Adverse action need not be job-related or occur in the workplace to constitute unlawful retaliation (e.g., threats of physical violence outside of work hours).

Such retaliation is unlawful under federal, state, and (where applicable) local law. The New York State Human Rights Law protects any individual who has engaged in "protected activity." Protected activity occurs when a person has:

- made a complaint of sexual harassment, either internally or with any anti-discrimination agency;
- testified or assisted in a proceeding involving sexual harassment under the Human Rights Law or other anti-discrimination law;
- opposed sexual harassment by making a verbal or informal complaint to management, or by simply informing a supervisor or manager of harassment;

- reported that another employee has been sexually harassed; or
- encouraged a fellow employee to report harassment.

Even if the alleged harassment does not turn out to rise to the level of a violation of law, the individual is protected from retaliation if the person had a good faith belief that the practices were unlawful. However, the retaliation provision is not intended to protect persons making intentionally false charges of harassment.

### Reporting Sexual Harassment

**Preventing sexual harassment is everyone's responsibility.** The Batavia Development Corporation cannot prevent or remedy sexual harassment unless it knows about it. Any employee, paid or unpaid intern or non-employee who has been subjected to behavior that may constitute sexual harassment is encouraged to report such behavior to a supervisor, manager or an Officer of the Batavia Development Corporation. Anyone who witnesses or becomes aware of potential instances of sexual harassment should report such behavior to a supervisor, manager or an Officer of the Batavia Development Corporation.

Reports of sexual harassment may be made verbally or in writing. A form for submission of a written complaint is attached to this Policy, and all employees are encouraged to use this complaint form. Employees who are reporting sexual harassment on behalf of other employees should use the complaint form and note that it is on another employee's behalf.

Employees, paid or unpaid interns or non-employees who believe they have been a target of sexual harassment may also seek assistance in other available forums, as explained below in the section on Legal Protections.

### Supervisory Responsibilities

All supervisors and managers who receive a complaint or information about suspected sexual harassment, observe what may be sexually harassing behavior or for any reason suspect that sexual harassment is occurring, **are required** to report such suspected sexual harassment to an Officer of the Batavia Development Corporation.

In addition to being subject to discipline if they engaged in sexually harassing conduct themselves, supervisors and managers will be subject to discipline for failing to report suspected sexual harassment or otherwise knowingly allowing sexual harassment to continue.

Supervisors and managers will also be subject to discipline for engaging in any retaliation.

## **Complaint and Investigation of Sexual Harassment**

**All** complaints or information about sexual harassment will be investigated, whether that information was reported in verbal or written form. Investigations will be conducted in a timely manner, and will be confidential to the extent possible.

An investigation of any complaint, information or knowledge of suspected sexual harassment will be prompt and thorough, commenced immediately and completed as soon as possible. The investigation will be kept confidential to the extent possible. All persons involved, including complainants, witnesses and alleged harassers will be accorded due process, as outlined below, to protect their rights to a fair and impartial investigation.

Any employee may be required to cooperate as needed in an investigation of suspected sexual harassment. The Batavia Development Corporation will not tolerate retaliation against employees who file complaints, support another's complaint or participate in an investigation regarding a violation of this policy.

While the process may vary from case to case, investigations should be done in accordance with the following steps:

- Upon receipt of complaint, The Batavia Development Corporation Board, Officers and/or Management will conduct an immediate review of the allegations, and take any interim actions (e.g., instructing the respondent to refrain from communications with the complainant), as appropriate. If complaint is verbal, encourage the individual to complete the "Complaint Form" in writing. If he or she refuses, prepare a Complaint Form based on the verbal reporting.
- If documents, emails or phone records are relevant to the investigation, take steps to obtain and preserve them.
- Request and review all relevant documents, including all electronic communications.
- Interview all parties involved, including any relevant witnesses;
- Create a written documentation of the investigation (such as a letter, memo or email), which contains the following:
  - A list of all documents reviewed, along with a detailed summary of relevant documents;
  - A list of names of those interviewed, along with a detailed summary of their statements;
  - A timeline of events;
  - A summary of prior relevant incidents, reported or unreported; and
  - The basis for the decision and final resolution of the complaint, together with any corrective action(s).
- Keep the written documentation and associated documents in a secure and confidential location.

- Promptly notify the individual who reported and the individual(s) about whom the complaint was made of the final determination and implement any corrective actions identified in the written document.
- Inform the individual who reported of the right to file a complaint or charge externally as outlined in the next section.

## Legal Protections and External Remedies

Sexual harassment is not only prohibited by The Batavia Development Corporation but is also prohibited by state, federal, and, where applicable, local law.

Aside from the internal process at the Batavia Development Corporation, employees may also choose to pursue legal remedies with the following governmental entities. While a private attorney is not required to file a complaint with a governmental agency, you may seek the legal advice of an attorney.

In addition to those outlined below, employees in certain industries may have additional legal protections.

### State Human Rights Law (HRL)

The Human Rights Law (HRL), codified as N.Y. Executive Law, art. 15, § 290 et seq., applies to all employers in New York State with regard to sexual harassment, and protects employees, paid or unpaid interns and non-employees, regardless of immigration status. A complaint alleging violation of the Human Rights Law may be filed either with the Division of Human Rights (DHR) or in New York State Supreme Court.

Complaints with DHR may be filed any time **within one year** of the harassment. If an individual did not file at DHR, they can sue directly in state court under the HRL, **within three years** of the alleged sexual harassment. An individual may not file with DHR if they have already filed a HRL complaint in state court.

Complaining internally to the Batavia Development Corporation does not extend your time to file with DHR or in court. The one year or three years is counted from date of the most recent incident of harassment.

You do not need an attorney to file a complaint with DHR, and there is no cost to file with DHR.

DHR will investigate your complaint and determine whether there is probable cause to believe that sexual harassment has occurred. Probable cause cases are forwarded to a public hearing before an administrative law judge. If sexual harassment is found after a hearing, DHR has the power to award relief, which varies but may include requiring your employer to act to stop the harassment, or redress the damage caused, including paying of monetary damages, attorney's fees and civil fines.



DHR's main office contact information is: NYS Division of Human Rights, One Fordham Plaza, Fourth Floor, Bronx, New York 10458. You may call (718) 741-8400 or visit: [www.dhr.ny.gov](http://www.dhr.ny.gov).

Contact DHR at (888) 392-3644 or visit [dhr.ny.gov/complaint](http://dhr.ny.gov/complaint) for more information about filing a complaint. The website has a complaint form that can be downloaded, filled out, notarized and mailed to DHR. The website also contains contact information for DHR's regional offices across New York State.

### **Civil Rights Act of 1964**

The United States Equal Employment Opportunity Commission (EEOC) enforces federal anti-discrimination laws, including Title VII of the 1964 federal Civil Rights Act (codified as 42 U.S.C. § 2000e et seq.). An individual can file a complaint with the EEOC anytime within 300 days from the harassment. There is no cost to file a complaint with the EEOC. The EEOC will investigate the complaint, and determine whether there is reasonable cause to believe that discrimination has occurred, at which point the EEOC will issue a Right to Sue letter permitting the individual to file a complaint in federal court.

The EEOC does not hold hearings or award relief, but may take other action including pursuing cases in federal court on behalf of complaining parties. Federal courts may award remedies if discrimination is found to have occurred. In general, private employers must have at least 15 employees to come within the jurisdiction of the EEOC.

An employee alleging discrimination at work can file a "Charge of Discrimination." The EEOC has district, area, and field offices where complaints can be filed. Contact the EEOC by calling 1-800-669-4000 (TTY: 1-800-669-6820), visiting their website at [www.eeoc.gov](http://www.eeoc.gov) or via email at [info@eeoc.gov](mailto:info@eeoc.gov).

If an individual filed an administrative complaint with DHR, DHR will file the complaint with the EEOC to preserve the right to proceed in federal court.

### **Local Protections**

Many localities enforce laws protecting individuals from sexual harassment and discrimination. An individual should contact the county, city or town in which they live to find out if such a law exists. For example, employees who work in New York City may file complaints of sexual harassment with the New York City Commission on Human Rights. Contact their main office at Law Enforcement Bureau of the NYC Commission on Human Rights, 40 Rector Street, 10th Floor, New York, New York; call 311 or (212) 306-7450; or visit [www.nyc.gov/html/cchr/html/home/home.shtml](http://www.nyc.gov/html/cchr/html/home/home.shtml).

### **Contact the Local Police Department**

If the harassment involves unwanted physical touching, coerced physical confinement or coerced sex acts, the conduct may constitute a crime. Contact the local police department.

## New York State Local Public Authority Mission Statement and Measurement Report

**Local Public Authority Name:** Batavia Development Corporation

**Fiscal Year:** April 1, 2020- March 31, 2021

**Enabling Legislation:** (enables Local Public Authority Mission Statement): LDCs are formed and empowered to conduct certain projects pursuant to Not-For-Profit Corporation Law § 1411. Distinguished from IDAs (which exist as public benefit corporations), LDCs are established as charitable corporations that are empowered to construct, acquire, rehabilitate and improve for use by others, industrial or manufacturing plants in the territory in which its operations are principally to be conducted ("Benefited Territory") and to make loans. LDCs can provide financial assistance for the construction, acquisition, rehabilitation, improvement, and maintenance of facilities for others in its Benefited Territory. Specific LDC powers include the ability to: (i) disseminate information and furnish advice, technical assistance and liaison services to Federal, State and local authorities; (ii) to acquire by purchase, lease, gift, bequest, devise or otherwise, real or personal property; and (iii) to borrow money and to issue negotiable bonds, notes and other obligations. LDCs are empowered to sell, lease, mortgage or otherwise dispose of or encumber facilities or any real or personal property or any interest therein.

**Mission Statement:** The Batavia Development Corporation works to improve the quality of life within the City of Batavia through planning, collaboration and programming that will encourage retention and development of small business, promote additional and maximum employment opportunities, retain and enhance the community's fiscal base and attract new business through research-based marketing.

### **2019 Measurements:**

1. Secure capital/ business commitments of \$2.5 million.
2. Secure business pledges to create 25 jobs.
3. Secure a micro-enterprise grant/ loan program for the City of Batavia to foster new start-up businesses.
4. Achieve the BDC's 2020-2021 budget from a bottom-line financial operation performance (EBITDA) standpoint.
5. Successfully administer and implement the Batavia DRI Building Improvement program, Business Improvement Fund and Revolving Loan Fund Grants.
6. Close 5 loans in the BDC loan commitments.
7. Encourage, enable and incentivize downtown building owners to add new upper floor apartments and new residential living in the City of Batavia.
8. Participate in the City's environmental investigation and planning around the BOA Creek Park site.
9. Continue to enhance the BDC's value and build strong relationships with the City of Batavia government, schools, businesses and residents, and other economic development organizations.

**Authority Stakeholder(s):** City of Batavia Council

**Authority Beneficiaries:** The residents and taxing jurisdictions within the City of Batavia.

**Authority Customers:** Businesses and entrepreneurs of the City of Batavia.

**Authority self -evaluation of prior year performance:**

**Governance Certification:**

- 1. Have the board members acknowledged that they have read and understand the mission of the public authority?**

Board of Directors Response: Yes

- 2. Who has the power to appoint management of the public authority?**

Board of Directors Response: The Board of Directors

- 3. If the Board appoints management, do you have a policy you follow when appointing the management of a public authority?**

Board of Directors Response: The Board has not adopted a formal written policy for appointing or hiring the managers of the Batavia Development Corporation.

- 4. Briefly describe the role of the Board and the role of management in the implementation of the authority's mission?**

Board of Directors Response: The board provides guidance, strategic input, and oversight in all activities undertaken by the Batavia Development Corporation. The board guides management to ensure that the authority's mission is being implemented. The board monitors and affirms that the activities, programs, policies and other business of the agency undertaken by management will further the authority's mission.

- 5. Has the Board acknowledged that they have read and understood the response to each of these questions?**

Board of Directors Response: Yes

**Authority Self-Evaluation of Prior Year Performance**

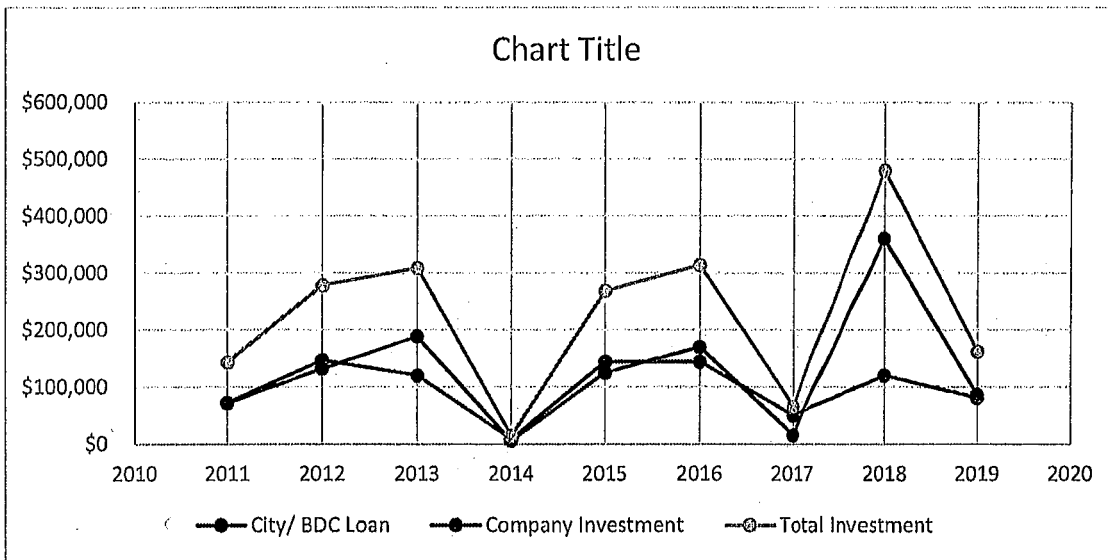
**Local Public Authority Name:** Batavia Development Corporation

**Date:** December 9<sup>th</sup>, 2019

**2019 Measurements and Results:** The last Measurement Report for the organization was created in December of 2018. The goals from 2018 are listed below.

**1. Secure capital/business investments of \$5 million.**

- a. Result: For 2019, City project wins, across 14 projects, totaled a dollar amount of \$1,048,896, leaving us short of our goal. However, our sales funnel and highly likely projects total over \$63 million dollars in investment. Many of these projects will be closing in the next 1-5 years, leading to substantial growth in the City of Batavia.



	<b>CITY/ BDC LOAN</b>	<b>COMPANY INVESTMENT</b>	<b>TOTAL INVESTMENT</b>	<b>JOBS</b>
<b>2011</b>	\$ 72,000	\$ 71,500	\$ 143,500	8
<b>2012</b>	\$ 146,555	\$ 131,787	\$ 278,342	21.5
<b>2013</b>	\$ 120,000	\$ 188,300	\$ 308,300	21
<b>2014</b>	\$ 8,750	\$ 6,000	\$ 14,750	1.5
<b>2015</b>	\$ 143,500	\$ 124,600	\$ 268,100	28
<b>2016</b>	\$ 144,000	\$ 169,820	\$ 313,820	30
<b>2017</b>	\$ 50,000	\$ 15,000	\$ 65,000	4
<b>2018</b>	\$ 120,000	\$ 360,000	\$ 480,000	16
<b>2019</b>	\$ 81,000	\$ 86,000	\$162,000	2
<b>TOTAL</b>	\$ 885,805	\$ 1,153,007	\$ 2,033,812	132

2. **Secure business pledges to create 25 new jobs.**
  - a. Result: the projects that were secure created 18.5 new jobs, while also retaining 22 jobs and created roughly 7 temporary construction jobs, leaving us short of the new job creation goal. Again, with the highly likely projects in our sales funnel, we are projecting another 156 new jobs created in the next several years.
3. **Secure a micro-enterprise grant/loan program for the City of Batavia to foster new start-up business.**
  - a. Results: A micro-enterprise grant/loan program was not secured; however, a Revolving Loan Grant Fund was created to increase business curb appeal and increase tax base, in addition to the existing Revolving Loan Fund, which can be applied for by businesses' deemed "micro", which typically has 5 or fewer employees. This fund would allow micro-enterprises to apply, but also larger organizations as well broadening the scope.
4. **Achieve the BDC's 2019-2020 budget from a bottom line financial operating performance (EBITDA) standpoint.**
  - a. Results: Although the fiscal year is not completed, we are on track to remain a bottom line, balanced budget by fiscal year end.
5. **Successfully administer and implement the Batavia DRI Building Improvement Fund.**
  - a. Results: The BDC and its directors have been successful, thus far, in administering the DRI BIF fund. The BDC has reviewed 26 applicants for grant funding and selected 8 high scoring projects that focus on renovations, façade work and residential creation/upgrades in the down town Batavia area in compliance with goals of the program. Offers have been extended and architectural work has begun. Although no projects are completed, they are on track.
6. **Encourage, enable and incentivize the downtown building owners to add new upper floor apartments and new residential living in the City of Batavia.**
  - a. Results: The DRI BIF fund has some selected applicants that are proposing residential creation or upgrades to down town Batavia. The Ellicott Station is something the BDC has helped to administer and continues to make progress in creating a mixed income apartment complex. The RLF that was created can also incentivize the creation of housing in down town with grant funding available to worthy applicants. In other collaborations with the City of Batavia, the BDC will continue to focus on encouraging, enabling and incentivizing the creation of upper floor apartments and residential living.
7. **Participate in the City's environmental investigation and planning around the BOA Creek Park site.**
  - a. Results: The BDC has helped the city investigate and plan around the BOA Creek Park site. As the city continues their feasibility study, the BDC will be there to support their efforts in administration as well as public outreach.
8. **Continue to enhance the BDC's value and build strong relationships with the City of Batavia Government, schools, businesses and residents, and other economic development organizations.**
  - a. The BDC's value and outreach has increased in 2019. It has created 2 new programs in conjunction with the City of Batavia to increase its outreach and available programs to all types of applicants. The BDC works in-sync with the City of Batavia's goals from a management standpoint, as well as with City Council. The BDC is proud of relationships fostered with the Genesee County Economic Development Center (GCEDC), the Batavia Business Improvement District (BID), the Genesee County Chamber of Commerce, the Harvester Center, GO-ART, New York State Small Business Development Center (SBDC), Genesee Community College (GCC) through the START-UP Genesee business assistance network. There is also a great rapport and relationship with the local commercial realtors.

## 9. Project Win Tracking

Number	Project	Project Owner	Project Description	Estimated Total Project		Jobs (New)	Jobs Retained	Temporary Construction Jobs	BDC Fees
				CapX	DRI Award				
<b>City Project Wins 2019</b>									
1	Project Freeze	Joe Ludwig	Lease of 6 Tredeasy Dr. (7,000 sq. ft.) to expand existing business and add in manufacturing of ice. Location assistance and GCEDC RLF- Lease was signed 11/27/18- space occupied in 2019. BDC assisted with consulting.	\$125,000	\$ -	2	2	0	\$ -
2	Coffee House Downtown "Coffee Karma"	Heather Casper	Wants to set up a coffee house in Downtown Batavia in Glass Roots front space. Wants to be open at night and serve local desserts. Client need to work on business plan, but she has years of restaurant experience. Renovation of space started in mid-November. BDC assisted with consulting, would like to explore if Carr's building would be a place to grow into.	\$30,000	\$ -	1	0	0	\$ -
3	Double L Tent Rental	Lynda	Tent rental company operating out of the Harvester Business Incubator Center (BIC), Loan approved on January 23, 2019/ Closing February 28, 2019	\$6,000	\$ -	0	5	0	\$ -
4	Massage and Facial Business	Karen Phelps	Purchase of 121 Washington near Bank St. to open a massage health and wellness business, looking for potential BDC loan. BDC supported as a healthy living business and issuance of a special use permit for the new business.	\$10,000	\$ -	0	0	0	\$ -
5	Creek Park	City of Batavia/ BDC	Hockey, field house, recreation, market feasibility study grant CFA award from OCR to the City of Batavia. Private donors put up the match. BDC facilitated the Creek Park workgroup and also owns Creek Park LLC. on behalf of the City to accept property.	\$55,000	\$ -	0	0	0	\$ -
6	City Centre	City of Batavia/ BDC/ GCEDC	Infrastructure feasibility study CFA grant award from ESD to the City of Batavia. Total project cost may increase with other grant matching funds.	\$40,000	\$ -	0	0	0	\$ -
7	Harvester Theater 56	Batavia Players	\$50K interest only state grant backed loan to begin construction on DRI project. Interest will add ~\$4,000 to city loan fund, and loan is due in two years. Anticipate loan closing in April 2019.	\$50,000	\$ -	0	0	0	\$ -
8	Tenney Laundry	Paul Tenney	New equipment purchase for existing operations- referred to the GCEDC for sales tax savings on the purchase.	\$197,896	\$ -	0	0	0	\$495
9	Eat Well Grill	John & Jill Kratz	Healthy eating restaurant start-up inside of FreshLAB at Eli fish. Loan will close at end of May, Grand Opening July 1st.	\$30,000	\$ -	2	0	0	\$ -
10	327 Elkott St.	Bradley Trzeckski/ Brake LLC	Commercial storefront upgrades, windows, porch, siding, doors and remodel three bedroom interior apartment. Including electrical, plumbing, HVAC, and internal remodeling. National Grid Main St. grant applicant, did not accept DRI funds.	\$50,000	\$ -	0	0	2	\$ -
11	Cedar St.	Guy Clark	New warehouse and storage building	\$165,000	\$ -	15	10	5	\$412
12	WNV/ Literacy West	Ernest Morris	Signed lease for Mill Street location to expand Literacy WNV.	\$75,000	\$ -	10	5	0	\$ -
13	Taco Truck	Todd Bender and Sons	New Taco truck in the City of Batavia. BDC assisted with consulting.	\$50,000	\$ -	2	0	0	\$ -
14	City Centre/ Mall	City	National Grid Urban Corridor Grant- \$40K to match the Feasibility Study funds and \$125 for City Centre/ Harvester Theater 56 building construction, exterior facade work, signs and awning improvements.	\$165,000	\$ -	0	0	0	\$ -
<b>Total</b>				<b>\$1,048,896</b>	<b>\$ -</b>	<b>18.5</b>	<b>22</b>	<b>7</b>	<b>\$ 907</b>

**Confidential Evaluation of Board Performance**

Criteria	Agree	Somewhat Agree	Somewhat Disagree	Disagree
Board members have a shared understanding of the mission and purpose of the Authority.				
The policies, practices and decisions of the Board are always consistent with this mission.				
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.				
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.				
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.				
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.				
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.				
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.				
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.				
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.				
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.				
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.				
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.				
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.				
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.				
Board members demonstrate leadership and vision and work respectfully with each other.				

Date Completed: \_\_\_\_\_

Account Table:  
 Alt. Sort Table:

Period From: 4 To: 12

# BATAVIA DEVELOPMENT CORP

## Rev/Exp Comparison Control Report

Prepared By: LISA

Account No.	Description	2019 Original Budget	2019 Adjusted Budget	2019 Actual Rev / Exp	2019 Encumbered	2019 Available Balance	2019 % Exp. Balance	2018 Actual Rev / Exp	2017 Actual Rev / Exp
<b>Fund 001</b>	<b>BATAVIA DEVELOPMENT CORPORATION</b>								
<b>Type R</b>	<b>Revenue</b>								
001.4000.003	GRANT REVENUE - GOVERNMENT.USDA RURAL DEVELOPMENT FRESH LAB GRANT	0.00	0.00	0.00	0.00	0.00	0.00	0.00	23,661.77
001.4000.004	GRANT REVENUE - GOVERNMENT.HARVESTER PARK EMPIRE STATE DEV PLANNING	0.00	0.00	0.00	0.00	0.00	0.00	0.00	15,000.00
001.4000.005	GRANT REVENUE - GOVERNMENT.NEWBERRY - NYS MAIN STREET ANCHOR BLDG	0.00	0.00	0.00	0.00	0.00	0.00	0.00	490,000.00
001.4000.006	GRANT REVENUE - GOVERNMENT.NG - NEWBERRY	0.00	0.00	0.00	0.00	0.00	0.00	0.00	100,000.00
001.4000.007	GRANT REVENUE - GOVERNMENT.NATIONAL GRID - POWERHOUSE	0.00	100,000.00	0.00	0.00	100,000.00	0.00	0.00	0.00
001.4000.008	GRANT REVENUE - GOVERNMENT.EMPIRE STATE DEV ELLCOTT STATION	0.00	1,900,000.00	0.00	0.00	1,900,000.00	0.00	0.00	0.00
001.4000.009	GRANT REVENUE - GOVERNMENT.DRI GRANT - BLDG IMPROVEMENT FUND	0.00	586,778.22	(13,221.78)	0.00	600,000.00	(2.25)	13,221.78	0.00
001.4000.010	GRANT REVENUE - GOVERNMENT.CTY OF BATAVIA OPPORTUNITY ZONE FUND	0.00	0.00	20,000.00	0.00	(20,000.00)	0.00	0.00	0.00
001.4120	BDC REVENUE	0.00	110,000.00	110,000.00	0.00	0.00	100.00	110,000.00	110,000.00
001.4900	OTHER OPERATING REVENUE	0.00	0.00	4,000.00	0.00	(4,000.00)	0.00	0.00	55,000.00
001.5900	OTHER NON OPERATING REVENUE	0.00	13,500.00	551.00	0.00	12,949.00	4.08	108.00	3,323.50
<b>Total Type R</b>	<b>Revenue</b>	<b>0.00</b>	<b>2,710,278.22</b>	<b>121,329.22</b>	<b>0.00</b>	<b>2,588,949.00</b>	<b>4.48</b>	<b>123,329.78</b>	<b>796,985.27</b>
<b>Type E</b>	<b>Expense</b>								
001.6000	SALARY EXPENSE	0.00	70,000.00	34,784.60	0.00	35,215.40	49.69	56,289.51	71,352.68
001.6100	FICA & MEDICARE	0.00	6,000.00	2,792.71	0.00	3,207.29	46.55	4,581.66	5,668.87
001.6100.002	FICA & MEDICARE.MICROENTERPRIS E-14	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(0.01)
001.6110	STATE UNEMPLOYMENT	0.00	900.00	91.20	0.00	808.80	10.13	199.82	141.71
001.6111	FEDERAL UNEMPLOYMENT TAX	0.00	200.00	0.00	0.00	200.00	0.00	84.00	42.00
001.6120	HEALTH INSURANCE	0.00	3,000.00	1,434.01	0.00	1,565.99	47.80	3,162.10	3,000.00
001.6130	DISABILITY INSURANCE	0.00	200.00	1.34	0.00	198.66	0.67	178.32	60.00

59



# BATAVIA DEVELOPMENT CORP

## Rev/Exp Comparison Control Report

Period From: 4 To: 12

59

Account No.	Description	2019	2019	2019	2019	2019	2019	2018	2017
		Original Budget	Adjusted Budget	Actual Rev / Exp	Encumbered	Available Balance	% Exp. Balance	Actual Rev / Exp	Actual Rev / Exp
<b>Fund 001</b>	<b>BATAVIA DEVELOPMENT CORPORATION</b>								
<b>Type E</b>	<b>Expense</b>								
001.6140	WORKERS COMP	0.00	750.00	585.00	0.00	165.00	78.00	650.00	636.00
001.6150	INSURANCE	0.00	2,500.00	0.00	0.00	2,500.00	0.00	1,602.74	5,000.00
001.7000	RETIREMENT CONTRIBUTION	0.00	30,000.00	(1,411.85)	0.00	31,411.85	(4.71)	38,456.10	572.20
001.7000.009	PROFESSIONAL SERVICES	0.00	586,778.22	32,805.94	0.00	553,972.28	5.59	13,221.78	0.00
001.7100	SERVICES DRI GRANT - BLDG IMPROVEMENT FUND	0.00	1,500.00	0.00	0.00	1,500.00	0.00	638.78	1,010.20
001.7100.003	SUPPLIES AND MATERIALS	0.00	0.00	0.00	0.00	0.00	0.00	19.20	0.00
001.8100	SUPPLIES AND MATERIALS.USDA RURAL DEVELOPMENT FRESH LAB GRANT	0.00	2,000.00	725.62	0.00	1,274.38	36.28	784.98	782.38
001.8100.003	LEGAL/FILING FEES.USDA RURAL DEVELOPMENT FRESH LAB GRANT	0.00	0.00	0.00	0.00	0.00	0.00	0.00	600.00
001.8110	LEGAL/FILING FEES	0.00	600.00	286.88	0.00	313.12	47.81	445.18	0.00
001.8120	TRAVEL AND TRAINING	0.00	1,500.00	773.50	0.00	726.50	51.57	1,644.73	494.76
001.8130	MARKETING AND PR	0.00	7,000.00	3,398.69	0.00	3,601.31	48.55	4,368.54	2,530.85
001.8510	DIRECTORS AND OFFICERS LIABILITY	0.00	1,600.00	966.00	0.00	634.00	60.38	1,451.00	1,451.00
001.8520	GENERAL LIABILITY	0.00	500.00	644.08	0.00	(144.08)	128.82	629.08	2,123.11
001.9000.003	NON OPERATING EXPENDITURES.USDA RURAL DEVELOPMENT FRESH LAB GRANT	0.00	0.00	0.00	0.00	0.00	0.00	0.00	29,013.52
001.9000.004	NON OPERATING EXPENDITURES.HARVESTER PARK EMPIRE STATE DEV PLANNING	0.00	0.00	0.00	0.00	0.00	0.00	0.00	15,000.00
001.9000.005	NON OPERATING EXPENDITURES.NEWBERRY - NYS MAIN STREET ANCHOR BLDG	0.00	0.00	0.00	0.00	0.00	0.00	0.00	490,000.00
001.9000.006	NON OPERATING EXPENDITURES.NG - NEWBERRY	0.00	0.00	0.00	0.00	0.00	0.00	0.00	100,000.00
001.9000.007	NON OPERATING EXPENDITURES.NATIONAL GRID - POWERHOUSE	0.00	100,000.00	0.00	0.00	100,000.00	0.00	0.00	0.00
001.9000.008	NON OPERATING EXPENDITURES.EMPIRE STATE DEV ELLICOTT STATION	0.00	1,900,000.00	0.00	0.00	1,900,000.00	0.00	0.00	0.00
<b>Total Type E</b>	<b>Expense</b>	<b>0.00</b>	<b>2,715,028.22</b>	<b>77,877.72</b>	<b>0.00</b>	<b>2,637,150.50</b>	<b>2.87</b>	<b>128,407.52</b>	<b>729,479.27</b>
<b>Total Fund 001</b>	<b>BATAVIA DEVELOPMENT</b>	<b>0.00</b>	<b>(4,750.00)</b>	<b>43,451.50</b>	<b>0.00</b>	<b>(48,201.50)</b>	<b>(914.77)</b>	<b>(5,077.74)</b>	<b>67,506.00</b>

58

Date Prepared: 01/13/2020 02:40 PM

Report Date: 01/13/2020

Account Table:

Alt. Sort Table:

# BATAVIA DEVELOPMENT CORP

## Rev/Exp Comparison Control Report

Period From: 4 To: 12

Prepared By: LISA

Account No.	Description	2019 Original Budget	2019 Adjusted Budget	2019 Actual Rev / Exp	2019 Encumbered	2019 Available Balance	2019 % Exp. Balance	2018 Actual Rev / Exp	2017 Actual Rev / Exp
Fund 001	BATAVIA DEVELOPMENT CORPORATION CORPORATION								



# BATAVIA DEVELOPMENT CORP

## Revenue / Expense Control Report

Fiscal Year: 2019 Period From: 12 To: 12

Account No.	Description	Curr. Month		YTD Adjusted Budget	YTD Actual		YTD Budget Balance	YTD Encumbered	YTD Available Balance	Percent Rev/Exp Balance
		Total Rev / Exp	Rev / Exp		Rev / Exp	Rev / Exp				
<b>Fund 001</b>	<b>BATAVIA DEVELOPMENT CORPORATION</b>									
<b>Type R</b>	<b>Revenue</b>									
001.4000.007	GRANT REVENUE - GOVERNMENT NATIONAL GRID -POWERHOUSE	0.00		100,000.00	0.00	100,000.00		0.00	100,000.00	0.00
001.4000.008	GRANT REVENUE - GOVERNMENT EMPIRE STATE DEV ELLICOTT STATION	0.00		1,900,000.00	0.00	1,900,000.00		0.00	1,900,000.00	0.00
001.4000.009	GRANT REVENUE - GOVERNMENT DRI GRANT - BLDG IMPROVEMENT FUND	0.00		586,778.22	(13,221.78)	600,000.00		0.00	600,000.00	(2.25)
001.4000.010	GRANT REVENUE - GOVERNMENT.CITY OF BATAVIA OPPORTUNITY ZONE FUND	0.00		0.00	20,000.00	(20,000.00)		0.00	(20,000.00)	0.00
001.4120	BDC REVENUE	0.00		110,000.00	110,000.00	0.00		0.00	0.00	100.00
001.4900	OTHER OPERATING REVENUE	0.00		0.00	4,000.00	(4,000.00)		0.00	(4,000.00)	0.00
001.5900	OTHER NON OPERATING REVENUE	0.00		13,500.00	551.00	12,949.00		0.00	12,949.00	4.08
<b>Total Type R</b>	<b>Revenue</b>	<b>0.00</b>		<b>2,710,278.22</b>	<b>121,329.22</b>	<b>2,588,949.00</b>		<b>0.00</b>	<b>2,588,949.00</b>	<b>4.48</b>
<b>Type E</b>	<b>Expense</b>									
001.6000	SALARY EXPENSE	5,000.00		70,000.00	34,784.60	35,215.40		0.00	35,215.40	49.69
001.6100	FICA & MEDICARE	403.68		6,000.00	2,792.71	3,207.29		0.00	3,207.29	46.55
001.6110	STATE UNEMPLOYMENT	0.00		900.00	91.20	808.80		0.00	808.80	10.13
001.6111	FEDERAL UNEMPLOYMENT TAX	0.00		200.00	0.00	200.00		0.00	200.00	0.00
001.6120	HEALTH INSURANCE	230.76		3,000.00	1,434.01	1,565.99		0.00	1,565.99	47.80
001.6130	DISABILITY INSURANCE	0.00		200.00	1.34	198.66		0.00	198.66	0.67
001.6140	WORKERS COMP INSURANCE	0.00		750.00	585.00	165.00		0.00	165.00	78.00
001.6150	RETIREMENT CONTRIBUTION	0.00		2,500.00	0.00	2,500.00		0.00	2,500.00	0.00
001.7000	PROFESSIONAL SERVICES	300.00		30,000.00	(1,411.85)	31,411.85		0.00	31,411.85	(4.71)
001.7000.009	GRANT - BLDG IMPROVEMENT FUND	5,487.50		586,778.22	32,805.94	553,972.28		0.00	553,972.28	5.59
001.7100	SUPPLIES AND MATERIALS	0.00		1,500.00	0.00	1,500.00		0.00	1,500.00	0.00
001.8100	LEGAL/FILING FEES	0.00		2,000.00	725.62	1,274.38		0.00	1,274.38	36.28
001.8110	TELEPHONE	46.16		600.00	286.88	313.12		0.00	313.12	47.81
001.8120	TRAVEL AND TRAINING	0.00		1,500.00	773.50	726.50		0.00	726.50	51.57
001.8130	MARKETING AND PR	60.00		7,000.00	3,398.69	3,601.31		0.00	3,601.31	48.55
001.8510	DIRECTORS AND OFFICERS LIABILITY	0.00		1,600.00	966.00	634.00		0.00	634.00	60.38
001.8520	GENERAL LIABILITY	0.00		500.00	644.08	(144.08)		0.00	(144.08)	128.82
001.9000.007	NON OPERATING EXPENDITURES,NATIONAL	0.00		100,000.00	0.00	100,000.00		0.00	100,000.00	0.00

# BATAVIA DEVELOPMENT CORP

## Revenue / Expense Control Report

Fiscal Year: 2019 Period From: 12 To: 12

Account No.	Description	Curr. Month		YTD		YTD		YTD		YTD		Percent Rev/Exp Balance
		Rev / Exp	Total	Adjusted Budget	Actual Rev / Exp	Budget Balance	Encumbered	Available Balance				
Fund 001 Type E	BATAVIA DEVELOPMENT CORPORATION Expense											
001.9000.007	GRID - POWERHOUSE											
001.9000.008	NON OPERATING EXPENDITURES,EMPIRE STATE DEV ELLCOTT STATION		0.00	1,900,000.00	0.00	1,900,000.00	0.00	1,900,000.00				0.00
<b>Total Type E</b>			<b>11,528.10</b>	<b>2,715,028.22</b>	<b>77,877.72</b>	<b>2,637,150.50</b>	<b>0.00</b>	<b>2,637,150.50</b>				<b>2.87</b>
<b>Total Fund 001</b>	BATAVIA DEVELOPMENT CORPORATION		<b>(11,528.10)</b>	<b>(4,750.00)</b>	<b>43,451.50</b>	<b>(48,201.50)</b>	<b>0.00</b>	<b>(48,201.50)</b>				<b>(914.77)</b>
<b>Grand Total</b>			<b>(11,528.10)</b>	<b>(4,750.00)</b>	<b>43,451.50</b>	<b>(48,201.50)</b>	<b>0.00</b>	<b>(48,201.50)</b>				<b>(914.77)</b>



# BATAVIA DEVELOPMENT CORP

## Balance Sheet

Fiscal Year: 2019 Period From: 4 To: 3

Account No.

Description

Fund 001

BATAVIA DEVELOPMENT CORPORATION

ASSETS

001.1000  
001.1300  
001.1310

CHECKING  
ACCOUNTS RECEIVABLE  
DUE FROM CREEKPARK LLC  
TOTAL ASSETS

95,949.71  
81,428.63  
17,228.00

194,606.34

# BATAVIA DEVELOPMENT CORP

## Balance Sheet

Fiscal Year: 2019 Period From: 4 To: 3

Account No.

Description

Fund 001

BATAVIA DEVELOPMENT CORPORATION

### LIABILITIES

001.2000  
001.2110

ACCOUNT PAYABLE  
FICA PAYABLE

(942.60)  
0.01

TOTAL LIABILITIES

(942.59)

TOTAL LIABILITIES & FUND BALANCE

(942.59)

CURRENT YEAR BALANCE

193,663.75

DATE: 1-23-2020  
RE: BP2 Certificate of Consistency  
TO: BDC Board  
FROM: Andrew Maguire, Director of Economic Development

## Memorandum

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**Overview:**

As Savarino Companies continues to work with the Genesee County Economic Development Center (GCEDC) on a modified Payment-in-lieu-of-taxes (PILOT) agreement, the Batavia Development Corporation (BDC) will review, and consider an amended application for Batavia Pathway to Prosperity (BP2) fund as part of the project incentive.

An unprecedented Batavia Pathway to Prosperity (BP2) policy was instituted in March 2016 following months of dialogue between City and County officials. Each taxing jurisdiction agreed to repurpose a share of future payments in lieu of tax to leverage private investment made in the City's central corridor, a unique incentive to advance redevelopment. A five-partner strategic alliance was created for program implementation between Genesee County, City of Batavia, Batavia City School District, GCEDC and BDC.

In this case the developer is seeking reimbursement for extraordinary redevelopment costs and infrastructure improvements. The amount of funds that can be reimbursed to the developer thorough the BP2 program is an estimated amount established in the GCEDC's incentive offer, and requires the developer to submit for reimbursement of funds to the GCEDC. Funds will be reimbursed annually upon proof of PILOT payment and proper documentation of eligible expenses incurred and paid.

The project meets the following eligibility criteria necessary to be approved.

1. Located in the City of Batavia's designated Brownfield Opportunity Area (BOA)
2. Project expenses include infrastructure improvements and extraordinary redevelopment investments as categorized by the PB2 Agreement.
3. The GCEDC has confirmed sufficient BP2 funds will be available for the project, or that this project will produce its own PILOT revenue that may be reinvested into their specific project.

**Funding:** No funding commitment from the BDC.

**Board Action:** Approval of the Batavia Pathway to Prosperity Capital and Reinvestment Fund (BP2) Certificate of Consistency for Savarino Companies.

*The Batavia Development Corporation is an equal opportunity provider and employer.*

One City Centre  
Batavia, NY 14020  
BataviaDevelopmentCorp.org

Office: 585-345-6380  
TDD: 1-800-662-1220  
Fax: 585-343-8182



**BATAVIA PATHWAY TO PROSPERITY CAPITAL AND REINVESTMENT FUND (BP<sup>2</sup>)**  
***Certificate of Consistency Application***

In February 2016, the CITY OF BATAVIA, the COUNTY OF GENESEE, the BATAVIA CITY SCHOOL DISTRICT, the GENESEE COUNTY ECONOMIC DEVELOPMENT CENTER (GCEDC) and the BATAVIA DEVELOPMENT CORPORATION eagerly executed an inter-municipal agreement to facilitate the remediation, rehabilitation and redevelopment of real estate, targeting blighted and/or contaminated properties in the New York Department of State designated City of Batavia Brownfield Opportunity Area (BOA). As such, redevelopment may be induced to leverage private investments involving retail, commercial, mixed use residential and/or industrial businesses in order to promote and provide for additional and maximum employment opportunities, improve real estate conditions, expand the tax base, increase business activity and enhance neighborhood vitality.

Through collective partnership and cooperation, the above Parties agreed to repurpose a portion of the City, County and School Payment In Lieu Of Taxes (PILOT) receipts to capitalize an infrastructure improvement fund to be utilized for the undertaking of Project related improvements, including, but not limited to:

- a) Extraordinary development costs related to hazardous material abatement, remediation, flood hazard areas, etc.; or
- b) Demolition / rehabilitation of vacant buildings that cause community and neighborhood blight; or
- c) Infrastructure modernization and improvements including all costs related to plan, design and construct roadways, multi-modal, water, sewer, gas, electric, telecommunication enhancements, storm water management facilities and related green infrastructure including landscaping and streetscape improvements related to redevelopment projects; or
- d) Project related engineering and implementation costs related to the Ellicott Trail, a federally sponsored pedestrian trail through the City's urban core; or
- e) Matching funds to secure other grant resources to further capitalize redevelopment projects in the BOA area; or
- f) Land assemblage, property acquisition and due diligence for GCEDC Projects consistent with the BP2 Agreement.

Therefore, prior to project commencement, Project Investors seeking reimbursement for such extraordinary redevelopment costs and infrastructure improvement expenses must receive a "Certificate of Consistency" as authorized by the Batavia Development Corporation to supplement its GCEDC *Application for Financial Assistance*.

Please complete the ***Certificate of Consistency Application*** (page 2) and return a signed copy to:

Batavia Development Corporation  
One Batavia City Centre  
Batavia, NY 14020

[amaguire@bataviadevelopmentcorp.org](mailto:amaguire@bataviadevelopmentcorp.org)  
Fax: 585-343-8182



**Certificate of Consistency Application**

Applicant Company/ Project Investor:	Savarino Companies, LLC		
Address:	500 Seneca St. Suite 508	City: Buffalo	State: NY Zip: 14204
Contact Person:	Samuel J. Savarino	Phone: 716-332-5959	
Email:	sams@savarinocompanies.com		
PROJECT NAME:	Ellicott Station		
PROJECT ADDRESS:	40, 50, 56, Ellicott St. Batavia, NY 14020		

**How was the project initiated?**

<input checked="" type="checkbox"/> Request for Proposal	Which agency coordinated outreach?	Batavia Development Corp.
<input type="checkbox"/> Market Driven	Report or data referenced leading investor to select Batavia project site?	
<input type="checkbox"/> Business/Agency Referral	Which entity made initial contact to applicant?	

**Project Description:** (attach project narrative highlighting infrastructure & other extraordinary costs, site plans and renderings)

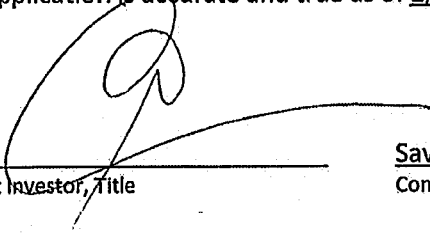
**Project Cost Overview:**

	Area/Size	Estimated Investment	Anticipated Source
Land/Building Acquisition	3.17 acres	\$60,000	Sponsor Equity
Remediation & Demolition		1,113,685	Brownfield remediation, demo/blight removal
Site Work & Public Infrastructure: <i>(Please add details of public infrastructure for qualifying BP2)</i>		1,885,944	Site work (incl. landscaping, rail trail, grading, drainage, paving, etc.), Grand Canal fortification
Renovation		\$1,137,688	Commercial Building
New Construction		11,485,268	Residential Building
Other:		6,731,982	Soft Costs, Transaction Costs
<b>TOTAL</b>		<b>\$22,414,567</b>	

**Anticipated Project Milestones:**

	Activity/Approvals	Estimated Date Complete
Land/Building Acquisition	Closing	12/2017
Construction Closing	Construction Start	9/2020
Remediation & Demolition	Remedial and Demolition Work	2/2021
Site Work & Public Infrastructure	Total project completion date	5/2022
Renovation	Total project completion date	5/2022
New Construction	Total project completion date	5/2022
Other:		

I Samuel J. Savarino (Project Investor) of Savarino Companies, LLC (Company) certify that the information reported in this application is accurate and true as of 1/8/2020 (date).



\_\_\_\_\_

Project Investor, Title

Savarino Companies, LLC  
Company

1/8/20  
Date