



BOARD MEETING MINTUES
September 17, 2019

Time & Place: 12:00 p.m., Ogden Town Hall, 269 Ogden Center Road, Rochester, NY 14559

Board Present: A. Burr, L. Bolzner, A. Meleo, T. Milne, J. Popli

Board Absent: J. Lusk

Also Present: J. Adair (Executive Director), R. Baranello, Esq., K. Loewke, G. Kirkmire, J. Kase

Chair Burr called the meeting to order at 12:00 p.m. and the board recited the Pledge of Allegiance.

The Board resolved to go into Executive Session under Section 105(1)(d) of the NYS Public Officers Law on motion by L. Bolzner, second by J. Popli, all aye, the motion was approved. On motion by T. Milne, second by J. Popli, all aye, the board ended Executive Session and continued the regular meeting.

On motion by J. Popli, second by A. Meleo, all aye, the minutes of the August 20, 2019 meeting were approved.

K. Loewke presented the local labor report for August 2019.

Executive Director Adair presented local labor verified exemption report for September 2019.

No members of the public spoke before the board, although one person had signed up.

Executive Director Adair presented the financial report for August 2019.

Executive Director Adair presented the following projects for consideration:

Buckingham Properties, LLC – American Aerogel Corporation

Buckingham Properties LLC (Buckingham), a commercial real estate and development company, proposes to modernize and renovate an existing commercial building located at 460 Buffalo Road in the City of Rochester. The tenant, American Aerogel Corporation (American Aerogel), manufactures insulated shipping packages that keep temperature-sensitive material safe by using performance-leading, aerogel-based insulation. The \$5.2 million project will include improvements of the roof, parking lot, loading docks, facade, common areas and a major renovation to the interior of American Aerogel's leased space. Buckingham seeks Sales Tax and Mortgage Recording Tax Exemptions as well as the JobsPlus Property Tax Abatement on the \$4.6 million building investment. American Aerogel seeks Sales Tax Exemption on materials, furniture and fixtures on purchases of \$450,000. The project will impact 110 existing FTEs and is expected to create an additional 20 FTEs over 3 years. The benefit to incentive ratio is 28:1.

The applicant was represented by Chris Cimini, Mike Williams and Aaron Malbone. The applicant confirmed awareness of the local labor policy and that exemptions need to be requested 45 days in advance.

There were no comments at the public hearing.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY D/B/A IMAGINE MONROE POWERED BY COMIDA TAKING OFFICIAL ACTION TO (i) ACKNOWLEDGE THE PUBLIC HEARING HELD BY THE AGENCY ON SEPTEMBER 10, 2019, WITH RESPECT TO THE PROJECT; (ii) MAKE A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA; (iii) APPOINT BUCKINGHAM PROPERTIES LLC OR A RELATED ENTITY FORMED OR TO BE FORMED (COLLECTIVELY, THE "COMPANY") AND THE TENANT AS ITS AGENTS TO UNDERTAKE THE PROJECT; (iv) AUTHORIZE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, RENOVATION AND EQUIPPING OF THE PROJECT, (B) A MORTGAGE RECORDING TAX EXEMPTION AND (C) A REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A PAYMENT-IN-LIEU-OF-TAX AGREEMENT ("PILOT AGREEMENT"); AND (v) AUTHORIZE THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, PILOT AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

On motion by T. Milne to approve the resolution, second by J. Popli, a roll call vote resulted as follows and the motion carried:

L. Bolzner	Yea	A. Meleo	Yea
A. Burr	Yea	T. Milne	Yea
J. Lusk	Absent	J. Popli	Yea

Buckingham Properties, LLC – Butler/Till Media Services

Buckingham Properties LLC (Buckingham) proposes the construction of a 106,000 square-foot, five-story, mixed-use facility in the City of Rochester, at Parcel 2 of the former Midtown Plaza. The owner of the project will be Midtown Parcel 2 LLC, a joint venture between Buckingham and Butler/Till Media Services Inc. (B/T), a full service media planning and buying agency. The proposed \$26 million project will include the new corporate headquarters for B/T who will occupy approximately 50,000 square feet. The remaining square footage will include 28 residential units ranging from 698 to 1,447 sq. ft., 20% of the residential units will be affordable to households earning no more than 60% of the area median income. The project will also include a smaller retail component. The project is located in a distressed census tract. The applicant is seeking approval of the JobsPlus Property Tax Abatement, Mortgage Recording and Sales Tax Exemption on the \$26 million building investment. B/T is requesting approval of Sales Tax Exemption on \$1.1 million of investment. B/T expects to create 75 FTEs over a 3 year period. The City of Rochester supports the project. The Benefit/Incentive ratio is 15:1.

The applicant was represented by Chris Cimini, Aaron Malbone and Cathi Perkins. The applicant confirmed awareness of the local labor policy and that exemptions need to be requested 45 days in advance.

There were no comments at the public hearing.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY D/B/A IMAGINE MONROE POWERED BY COMIDA (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON JUNE 17, 2019, WITH RESPECT TO THE BUCKINGHAM PROPERTIES LLC (THE "COMPANY") PROJECT (THE "PROJECT"); (ii) MAKING A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA; (iii) APPOINTING THE COMPANY AS AGENT OF THE AGENCY; (iv) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT, (B) IF NECESSARY, A MORTGAGE RECORDING TAX EXEMPTION AND (C) A REAL PROPERTY TAX ABATEMENT STRUCTURED

THROUGH A PAYMENT-IN-LIEU-OF-TAX AGREEMENT ("PILOT AGREEMENT"); AND (v) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF AN AGENT, FINANCIAL ASSISTANCE AND PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, PILOT AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

On motion by A. Meleo to approve the resolution, second by J. Popli, the motion carried.

L. Bolzner	Yea	A. Meleo	Yea
A. Burr	Yea	T. Milne	Yea
J. Lusk	Absent	J. Popli	Yea

Mid-Town Athletic Club, LLC

Mid-Town Athletic Club, LLC (Midtown) is proposing modernization and internal renovations to 57,000 square feet of their existing facility at 200 E. Highland Drive in the City of Rochester, bordering the Town of Brighton. The proposed project is contiguous to a distressed census tract in the Town of Brighton. Midtown is a health and athletic facility providing services to the residents of Rochester and surrounding areas for over four decades. The applicant seeks approval of Sales Tax and Mortgage Recording Tax Exemptions only. Midtown requests Sales Tax Exemption approval on \$5,850,000 in construction materials, furnishings and equipment purchases. The \$10.3 million project is projected to create 20 full time and 10 part time jobs over 3 years. The benefit to incentive ratio is 14:1.

The applicant was represented by Glenn William, Jill Zordan, and Jerry Goldman, Esq. The applicant confirmed awareness of the local labor policy and that exemptions need to be requested 45 days in advance.

Written comments were received at the public hearing and through the website which were distributed to the board.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY D/B/A IMAGINE MONROE POWERED BY COMIDA TAKING OFFICIAL ACTION TO (i) ACKNOWLEDGE THE PUBLIC HEARING HELD BY THE AGENCY ON SEPTEMBER 10, 2019, WITH RESPECT TO THE PROJECT; (ii) MAKE A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA; (iii) APPOINT MID-TOWN ATHLETIC CLUB, LLC OR A RELATED ENTITY FORMED OR TO BE FORMED (COLLECTIVELY, THE "COMPANY") AS ITS AGENT TO UNDERTAKE THE PROJECT; (iv) AUTHORIZE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, RENOVATION AND EQUIPPING OF THE PROJECT AND (B) A MORTGAGE RECORDING TAX EXEMPTION; AND (v) AUTHORIZE THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

On motion by A. Meleo to approve the resolution, second by J. Popli, a roll call vote resulted as follows and the motion carried:

L. Bolzner	Yea	A. Meleo	Yea
A. Burr	Yea	T. Milne	Yea
J. Lusk	Absent	J. Popli	No

DiMarco Group, LLC

The DiMarco Group, LLC (DiMarco), a real estate developer, proposes to renovate and buildout 10,000 square feet of existing office space at 4050 West Ridge Road in the Town of Greece. The tenant, DRO Greece LLC (DRO) is a franchisee for Venture X, a co-working franchise. Venture X provides high

quality, flexible, collaborative working spaces for small businesses and business professionals. Venture X has multiple locations and has a presence in the U.S and Canada. The applicant is seeking Sales Tax Exemption on construction materials and the tenant is seeking Sales Tax Exemption on furniture and fixtures related to project purchases of \$395,000. The project is projected to create 2.5 FTEs over the next 3 years. The benefit to incentive ratio is 11:1.

The applicant was represented by Jeffrey Fasoldt. The applicant confirmed awareness of the local labor policy and that exemptions need to be requested 45 days in advance.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY D/B/A IMAGINE MONROE POWERED BY COMIDA TAKING OFFICIAL ACTION TO (i) APPOINT THE DIMARCO GROUP, LLC OR A RELATED ENTITY FORMED OR TO BE FORMED (COLLECTIVELY, THE "COMPANY") AND THE TENANT AS ITS AGENTS TO UNDERTAKE A CERTAIN PROJECT; (ii) PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE RENOVATION AND EQUIPPING OF THE PROJECT; AND (iii) AUTHORIZE THE EXECUTION AND DELIVERY OF A PROJECT AGREEMENT AND RELATED DOCUMENTS AND (iv) MAKE A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA.

On motion by T. Milne to approve the resolution, second by L. Bolzner, a roll call vote resulted as follows and the motion carried:

L. Bolzner	Yea	A. Meleo	Yea
A. Burr	Yea	T. Milne	Yea
J. Lusk	Absent	J. Popli	Yea

CloudCheckr, Inc.

CloudCheckr, Inc. (CloudCheckr), is a global Software as a service (SaaS) software provider focusing on helping enterprises manage their cloud infrastructure. The Company currently employs 150 people globally, with 133 people at the company headquarters in Rochester, NY. To accommodate company growth and market opportunities, CloudCheckr proposes to lease an additional 5,000 square feet of office space located at 277 Goodman Street North in the City of Rochester. The Company will need to purchase tech equipment for the new office space and new employees along with associated furniture and fixtures. The applicant seeks approval of Sales Tax Exemption on furniture, fixtures and equipment purchases of \$345,000. The project expects to create 57 new FTEs. The benefit to incentive ratio is 755:1.

The applicant was represented by Colleen Prince and Keith Sernick, Esq. The applicant confirmed awareness of the local labor policy and that exemptions need to be requested 45 days in advance.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY D/B/A IMAGINE MONROE POWERED BY COMIDA TAKING OFFICIAL ACTION TO (i) APPOINT CLOUDCHECKR INC. OR A RELATED ENTITY FORMED OR TO BE FORMED (COLLECTIVELY, THE "COMPANY") AS ITS AGENT TO UNDERTAKE A CERTAIN PROJECT; (ii) PROVIDE FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE RENOVATION AND EQUIPPING OF THE PROJECT; (iii) AUTHORIZE THE EXECUTION AND DELIVERY OF A PROJECT AGREEMENT AND RELATED DOCUMENTS AND (iv) MAKE A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA.

On motion by L. Bolzner to approve the resolution, second by T. Milne, a roll call vote resulted as follows and the motion carried:

L. Bolzner	Yea	A. Meleo	Yea
A. Burr	Yea	T. Milne	Yea
J. Lusk	Absent	J. Popli	Yea

Zweigle’s Inc.

Zweigle’s Inc. (Zweigle’s), founded in 1880, and is a 5th generation family-owned producer of sausages, hot dogs and specialty meats. The Company proposes to add an additional 13,000 sq. ft. to their production facility located in the City of Rochester. Zweigle’s is experiencing increased demand in existing and new markets. The Company considered North Carolina for this expansion as it is closer to suppliers. The applicant is seeking a JobsPlus Property Tax Abatement, Sales Tax and Mortgage Recording Tax Exemptions. The \$4.6 million project will impact 56 workers and is projected to create 9 new FTEs over the next 3 years. The job requirement is 6. The benefit to incentive ratio is 17:1.

The applicant was represented by Julie Comardo and Dominic Lippa. The applicant confirmed awareness of the local labor policy and that exemptions need to be requested 45 days in advance.

There were no comments at the public hearing.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY D/B/A IMAGINE MONROE POWERED BY COMIDA (i) ACKNOWLEDGING THE PUBLIC HEARING HELD BY THE AGENCY ON SEPTEMBER 10, 2019, WITH RESPECT TO THE ZWEIGLE'S, INC. (THE "COMPANY") PROJECT (THE "PROJECT"); (ii) MAKING A DETERMINATION WITH RESPECT TO THE PROJECT PURSUANT TO SEQRA PRIOR TO MAKING ANY DETERMINATION REGARDING AUTHORIZING OR PROVIDING ANY FINANCIAL ASSISTANCE OR OTHER BENEFIT TO THE PROJECT; (iii) APPOINTING THE COMPANY AS AGENT OF THE AGENCY; (iv) AUTHORIZING FINANCIAL ASSISTANCE TO THE COMPANY IN THE FORM OF (A) A SALES AND USE TAX EXEMPTION FOR PURCHASES AND RENTALS RELATED TO THE ACQUISITION, CONSTRUCTION AND EQUIPPING OF THE PROJECT, (B) IF NECESSARY, A MORTGAGE RECORDING TAX EXEMPTION AND (C) A REAL PROPERTY TAX ABATEMENT STRUCTURED THROUGH A PAYMENT-IN-LIEU-OF-TAX AGREEMENT ("PILOT AGREEMENT"); AND (v) AUTHORIZING THE NEGOTIATION, EXECUTION AND DELIVERY OF A PROJECT AGREEMENT, LEASE AGREEMENT, LEASEBACK AGREEMENT, PILOT AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE PROJECT.

On motion by A. Meleo to approve the resolution, second by J. Popli, a roll call vote resulted as follows and the motion carried:

L. Bolzner	Yea	A. Meleo	Yea
A. Burr	Yea	T. Milne	Yea
J. Lusk	Absent	J. Popli	Yea

Executive Director Adair presented the following project modification for consideration:

4000 River Road - Assumption

20 Fairwood Road Associates, LLC has entered into an agreement to purchase the student housing project at 4000 River Road in the Town of Henrietta and is requesting approval to assume the Shelter Rents, property tax abatement.

The applicant was represented by Tom George.

The board considered the following resolution: RESOLUTION OF THE COUNTY OF MONROE INDUSTRIAL DEVELOPMENT AGENCY D/B/A IMAGINE MONROE POWERED BY COMIDA (THE "AGENCY") AUTHORIZING THE SALE BY 4000 RIVER ROAD LLC ("SELLER") OF ITS ASSETS

RELATED TO, AND THE ASSIGNMENT OF ITS INTERESTS IN AND TO, THE PROPERTY KNOWN AS 4000 EAST RIVER ROAD IN THE TOWN OF HENRIETTA, NEW YORK TO 20 FAIRWOOD ROAD ASSOCIATES, LLC ("PURCHASER"); AND THE EXECUTION OF RELATED DOCUMENTS.

On motion by L. Bolzner to approve the resolution, second by J. Popli, all aye, the motion carried.

Gary Kirkmire, City of Rochester Neighborhood and Business Development Commissioner, gave a presentation about the CHOICE Program and the proposed changes.

Executive Director Adair presented the August 2019 LadderzUp status report and distributed the recent analytics report for the website.

Executive Director Adair asked for board approval for a paid internship position. Upon motion by T. Milne, second by L. Bolzner, all approved, the board approved a paid internship position of 10 – 15 hours per week through December 31, 2019 at \$11.00/hour.

J. Kase updated the board regarding the TEN program. The Women's Business Accelerator program begins soon and runs through December.

Executive Director Adair spoke about staff's recent, successful trip to Natural Foods Expo East.

There being no further business and on motion by L. Bolzner, second by T. Milne, all aye, the regular meeting of the Board of Directors of Imagine Monroe was adjourned at 1:25 p.m.



Lisa Bolzner, Secretary