

**WESTERN NEW YORK POWER PROCEEDS ALLOCATION BOARD**

**MINUTES**

**March 4, 2013 – 3:00P.M.  
Empire State Development Board Room  
Buffalo, New York 14203**

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Minutes of the Meeting of the Western New York Power Proceeds Allocation Board held via video conference in Buffalo, New York.

**Board Members Present:**

Anthony J. Colucci III (Chairman)  
Deanna Alterio Brennen  
Dennis W. Elsenbeck  
Brenda Williams McDuffie  
Henry F. Wojtaszek

**NYPA Staff Present:**

Karen Delince	Corporate Secretary (via video in White Plains)
Vincent Esposito	Assistant General Counsel (via video in Albany)
John Giumarra	Account Executive, Business Marketing & Economic Development
Michael Huvane	Vice President Marketing – Business & Municipal Marketing
Lou Paonessa	Director of Community Affairs
James Pasquale	Senior Vice President – Economic Development and Energy Efficiency (via video in White Plains)
Carol Sampson	Community Liaison Erie Harbor & Special Projects

**ESDC Staff Present:**

Richard Ball	Project Manager
Christina Orsi	ESDC's Western New York Regional Director

1. **Opening Remarks**

*Chairman Colucci welcomed members of the Board, the staff of Empire State Development Corporation (“ESDC”), and the staff of New York Power Authority (“NYPA”). He stated that this first meeting of the Board had been duly noticed as required by the Open Meetings law.*

2. **Adoption of the Proposed Meeting Agenda**

*The agenda for the March 4, 2013 meeting was unanimously adopted.*

3. **Adoption of Bylaws**

Ms. Karen Delince, NYPA's Corporate Secretary, presented the proposed Bylaws.

*Upon a motion made by Ms. Brenda McDuffie and seconded by Mr. Henry Wojtaszek, the proposed Western New York Power Proceeds Allocation Board ("WNYPPAB") Bylaws were unanimously adopted.*  
*(Exhibit A)*

**4. Designation of Western New York Regional Director of Empire State Development to act on the Board's Behalf on Administrative Matters**

A motion to adopt the following resolution was made by Mr. Henry Wojtaszek and seconded by Ms. Brenda McDuffie:

*RESOLVED, That pursuant to Article IV of the Bylaws of the Western New York Power Proceeds Allocation Board (“the Board”), the Western New York Regional Director of Empire State Development Corporation is hereby designated to act on behalf of the Board on Administrative matters.*

*The resolution was unanimously adopted.*

5. **Overview of Act and Available Funding**

Mr. Michael Huvane, Vice President Marketing – Business & Municipal Marketing, presented an overview of the WNYPPAB Act and available funding.

**6. Overview of Criteria and Adoption of Procedures**

Ms. Christina Orsi, ESDC's Western New York Regional Director, presented an overview of the applicable criteria and the proposed procedures for the review of applications.

*Upon motion made by Mr. Dennis Elsenbeck and seconded by Mr. Henry Wojtaszek, the proposed Procedures for the Review of Applications for Fund Benefits were unanimously adopted. (Exhibit B)*

7. **Adoption of Application and Review of Guidelines**

Ms. Christina Orsi, ESDC's Western New York Regional Director, presented an overview of the application and guidelines.

*Chairman Colucci accepted the attached guidelines for filing on behalf of the Board. (Exhibit C)*

*Upon motion made by Ms. Deanna Alterio Brennen and seconded by Mr. Henry Wojtaszek, the WNYPPAB application was unanimously adopted. (Exhibit D)*

8. **Adoption of 2013 Meeting and Application Schedule**

*The 2013 Schedule of Meeting and Application dates was unanimously adopted upon a motion made by Mr. Dennis Elsenbeck and seconded by Mr. Henry Wojtaszek. (Exhibit E)*

9. Closing

*Chairman Colucci stated that the next meeting of the Board is scheduled for May 13, 2013. A motion to adjourn, made by Ms. Brenda McDuffie and seconded by Ms. Deanna Alterio Brennen, was unanimously adopted.*

## **EXHIBITS**

**Exhibit A** WNYPPAB Bylaws

**Exhibit B** Procedures for the Review of Applications for Fund Benefits

**Exhibit C** Guidelines

**Exhibit D** WNYPPAB application

**Exhibit E** 2013 Meeting and Application Schedule

*March 4, 2013*

***EXHIBIT A***

***WESTERN NEW YORK POWER PROCEEDS ALLOCATION BOARD BYLAWS***

**ARTICLE I**

**Office**

Section 1. Principal Office. The principal office of the Western New York Power Proceeds Allocation Board (hereinafter referred to as the “Board”) shall be located at 95 Perry Street Buffalo, NY 14203.

Section 2. Books and Records. All books and records of the Board shall be kept at its principal office.

**ARTICLE II**

**Member**

Section 1. Number, Term and Appointment. The number, term and appointment of Members shall be governed by Article 6A of the Economic Development Law of New York State.

Section 2. Appointment of Chairman. The Chairman of the Board shall be designated by the Governor from among the Members.

Section 3. Powers and Duties. The powers and duties of the Board shall be as set forth in Article 6A of the Economic Development Law.

**ARTICLE III**

**Meetings of the Board**

Section 1. Place of Meetings. Meetings of the Board shall be held at the principal office of the Board or at such other place as the Board may from time to time designate. Videoconference may be used for attendance and participation by members of the board. If videoconference is used, the board shall provide an opportunity for the public to attend, listen and observe at any site at which a member participates.

Section 2. Regular Meetings. Regular meetings shall be held in accordance with a schedule adopted annually by the Board for that purpose and may be changed from time to time within that year by the Chair, in consultation with the Board.

Section 3. Special Meetings. Special meetings of the Board may be called by the Chairman or upon the request of any two Members. The Secretary shall give notice of the time, place and purpose or purposes of each special meeting by mail at least three days before the meeting or in person or by telephone or other electronic communications at least two days before the meeting to each Member. The notice required to be given under this section may be waived by the Member to whom such notice is required to be given.

Section 4. Quorum. At all Board meetings, the presence of three Members shall be necessary to constitute a quorum and shall be sufficient for the transaction of business. Any act shall be sufficient for the transaction of

business if such three members are in agreement and any act of such three members present at a meeting and which constitutes a quorum shall be the act of the Board. Participation by videoconference shall count for quorum and voting purposes but participation by telephone shall not

#### ARTICLE IV

##### Duties

Section 1. Chairman. The Chairman shall preside at all meetings of the Board. In carrying out the policies as determined by the Board, the Chairman shall have the general supervision and control of the affairs of the Board. The Chairman shall designate a Secretary of the Board and shall obtain such legal, technical and administrative services as he may deem necessary or desirable in order to administer the affairs of the Board. The Chairman may delegate to one or more of the other Members the Chairman's powers and functions in the general supervision, administration and control of the business of the Board.

Section 2. Secretary. The Secretary shall attend all meetings of the Board and act as secretary thereof and record all votes and shall keep a record of the proceedings of the Board in a Minute Book to be kept for that purpose. The Secretary shall cause notice to be given of all meetings of the Board. The Secretary shall attest to the signatures of the Members and have the authority to cause copies to be made of all minutes, resolutions, records and documents of the Board and to deliver certificates to the effect that such copies are true and accurate and that all persons dealing with the Board may rely on same. The Secretary shall possess such powers and perform such other duties as customarily pertain to the office or may be from time to time assigned by the Chairman or prescribed by the Board.

#### ARTICLE V

##### Execution of Instruments

The Board may authorize any Member or person to execute and deliver any instrument in the name of and on behalf of the Board, and such power to execute and deliver may be general or specific; and unless so authorized, no person or member shall have any power or authority to bind the Board by any contract or engagement.

#### ARTICLE VI

##### Defense And Indemnification Of Board Members And Employees

The provisions of section 18 of the New York Public Officers Law ("POL § 18") shall apply to the members and employees of the Board. The benefits thereof shall be made available to each member or employee with respect to any act or omission that has occurred or may in the future occur during the period the benefits of POL § 18 are in effect and no amendment to such that modifies the provisions thereof shall take effect with respect to any act or omission of a member or employee that occurred prior to the effective date of such amendment unless the effect of such amendment is to increase the defense and indemnification protection afforded to such member or employee prior to such effective date.

##### Amendment

The Board shall have the power to amend, alter or repeal any provision or provisions of these By-laws at any regular or special meeting.

*March 4, 2013*

***EXHIBIT B***

***WESTERN NEW YORK POWER PROCEEDS ALLOCATION BOARD  
PROCEDURES FOR THE REVIEW OF APPLICATIONS FOR FUND BENEFITS***

These Procedures for the Review of Applications for Fund Benefits (“Procedures”) shall be applicable to the review of applications for Fund Benefits by the Western New York Power Proceeds Allocation Board (“Allocations Board” or “Board”) under the Western New York Power Proceeds Allocation Act (the “Act”). Unless otherwise indicated, capitalized terms used in these Procedures shall have the meaning given to them in Economic Development Law (“EDL”) § 189-a, or the Guidelines for Applications for Fund Benefits from the Western New York Economic Development Fund. These Procedures are subject to change without prior notice.

**A. Eligible Applicants and Eligible Projects**

Only Applications for Fund Benefits submitted by Eligible Applicants for Eligible Projects will be considered for a recommendation for an award of Fund Benefits.

**Incomplete** applications will not be considered for award. If an application is deemed incomplete the applicant will be notified within 20 days of receipt of the application.

An “Eligible Applicant” is a private business, including a not-for-profit corporation.

**Municipalities, Public Benefit Corporations and Government Entities** are **NOT ELIGIBLE** for Fund Benefits.

An “Eligible Project” is an economic development project by an Eligible Applicant that is physically located within the State of New York (“State”) within a thirty (30) mile radius of the New York Power Authority’s (“NYPA”) Niagara Power Project in Lewiston, New York. Eligible Projects are those that support the growth of business in the State and thereby lead to the creation or maintenance of jobs and tax revenues for the state and local governments. The following are examples of Eligible Projects:

- capital investments in buildings, equipment, and associated infrastructure (collectively, "infrastructure") owned by an Eligible Applicant for Fund Benefits;
- transportation projects under state or federally approved plans;
- the acquisition of land needed for infrastructure;
- research and development where the results of such research and development will directly benefit New York state;
- support for tourism and marketing and advertising efforts for Western New York and Finger Lakes Regional tourism and business.; and
- “energy-related projects, programs and services”.<sup>1</sup>

**As dictated by the Western New York Power Proceeds Allocation Act, a minimum of 15% of the funds awarded will go to “energy-related projects, programs and services”.<sup>1</sup>**

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<sup>1</sup> In accordance with EDL § 189-a(6), “energy-related projects, programs and services” means: (1) energy efficiency projects and services; (2) clean energy technology projects and services; (3) high performance and sustainable building programs and services; and (4) the construction, installation and/or operation of facilities or equipment done in connection with any such projects, programs or services.

The following are **examples** of projects or initiatives which are **NOT** Eligible Projects:

- Municipalities, Public Benefit Corporations and Government Entities
- public interest advertising or advocacy;
- lobbying;
- the support or opposition of any candidate for public office;
- the support or opposition to any public issue;
- legal fees related to litigation of any kind;
- expenses related to administrative proceedings before state or local agencies; and
- retail businesses<sup>2</sup>, including by way of example, sports venues, gaming and gambling or entertainment-related establishments, residential properties, or places of overnight accommodation.

## **B. Application Process**

### **1. Form of Application**

The “Application for Fund Benefits under the Western New York Power Proceeds Allocation Act” (“Application”) has been created to follow this set of procedures. Only this Application may be used to apply for Fund Benefits.

### **2. Application Solicitation**

At any time when Fund Benefits are available, the Board, in its discretion, may solicit Applications by public notice (“Application Solicitation Notice”).

The Application Solicitation Notice will be in the form of newspaper advertisements, press releases, website postings, and/or such other means as the Board finds appropriate, and is expected to describe such matters as the procedures that Eligible Applicants must follow in order to file an Application.

## **C. Review and Recommendation Process**

The Board will review Applications after the close of the specified solicitation period. No priority will be attached to any properly-filed Application based on the date such Application was filed.

The Board reserves the right to reject any Application that is filed after a filing deadline prescribed by the Board, or that provides incomplete, inaccurate or unresponsive information.

The Board or the Board’s designee may require any applicant to provide additional information in support of an Application. The Board reserves the right to reject the Application of any applicant who fails to timely provide additional information so requested.

Changes to a timely-filed Application may only be made with the consent of the Board or a Board member or the Board’s designee for good cause shown. The Board or the Board’s designee may require any applicant to file an amended Application or new Application based on the nature of any proposed changes to a previously-filed Application.

The Board will review complete and properly-submitted Applications based on the following criteria:

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<sup>2</sup> In accordance with EDL § 189-a(5), the Board defines “retail business” to mean a business that is primarily used in making retail sales of goods or services to customers who personally visit such facilities to obtain goods or services.

1. The extent to which an award of Fund Benefits would be consistent with the strategies and priorities of the Regional Economic Development Council (“REDC”) having responsibility for the region in which an Eligible Project is located.<sup>3</sup> The Western New York Regional Economic Development Council which is responsible for Eligible Projects in Erie and Niagara Counties Strategies & Priorities are:

- Promote “Smart Growth” by investing in areas that infrastructure already exists and achieves certain goals, such as: preserving historic buildings; reviving downtowns; reviving main streets; investing in existing neighborhoods; and investing in former industrial sites. A project consistent with Smart Growth will also focus on: enhancing walkability; enhancing multiple modes of transportation; connecting disadvantaged communities to employment clusters; spurring mixed-use private investment in existing communities and preserving/enhancing natural lands and or resources.
- Promote workforce development by increasing diversity in the labor force, developing and cultivating that includes workers with advancement potential, underemployed, unemployed and special population; align education and skills training to job market for current and future industry needs.
- Foster entrepreneurship and new business formation and growth. Designing a plan that brings new technologies and/or products to the marketplace, increases new start ups in strategic industries and facilitates the commercialization of products that can lead to job growth in the Region.
- Increase the industry profile of agriculture in WNY by: creating better access to markets; creating new products; creating new more efficient processes; creating strong regional brands; creating programs that promote careers in agriculture.
- Utilize Western New York’s proximity to Canadian and U.S. population centers to advance economic development in WNY. Bi-national projects will: utilize cross-border planning to create transportation and logistical infrastructure; improve operational relationships; promote the attractiveness of WNY as a hub for global trade.
- Position the WNY region as a global energy hub through new sources of clean energy, energy efficiency and energy efficient transportation.
- Support growth of advanced manufacturing by making research more available to manufacturers to help them innovate.
- Spur growth in the health and life sciences industry through improved commercialization, recruit high profile research talent and reducing the cost burden of healthcare while improving health outcomes.
- Expand the scope of higher education by increasing accessibility to Higher Education for communities that currently have limited access to educational opportunities; better aligning education with the industry needs and creating support structures for start-ups which will assist start-ups with commercialization, business planning, workforce preparation, facilities, etc.
- Grow visitors and visitor spending by raising the profile of WNY as a national and international destination; connect multiple tourist destinations in WNY; improve the profile of the WNY Gateway to the United States.

For more information on the Western New York Regional Economic Development Council please go to <http://regionalcouncils.ny.gov/content/western-new-york>.

2. The extent to which an award of Fund Benefits would be consistent with the strategies and priorities of the Regional Economic Development Council (“REDC”) having responsibility for the region in which an Eligible Project is located.<sup>4</sup> The Finger Lakes Regional Economic Development Council which is

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<sup>3</sup> As provided for in EDL § 189-c(4), criteria 2-15 are adapted from the criteria for eligibility for Expansion Power, Replacement Power and Preservation Power under Public Authorities Law § 1005. The specific criteria identified in PAL § 1005(13)(b)(4)-(5) are relevant to power allocations under these programs but do not have any logical application to allocations of Fund Benefits. Therefore, the Board does not expect to use these criteria to evaluate applications for Fund Benefits. Additionally, in accordance with PAL § 1005(13), criteria 13-15 listed herein will only be used in the case of Eligible Projects which are proposed by Applicants as, and determined by the Board to be, “revitalization” projects.

<sup>4</sup> As provided for in EDL § 189-c(4), criteria 2-15 are adapted from the criteria for eligibility for Expansion Power, Replacement Power and Preservation Power under Public Authorities Law § 1005. The specific criteria identified in PAL § 1005(13)(b)(4)-(5) are relevant to power allocations under these programs but do not have any logical application to allocations of Fund Benefits. Therefore, the Board does not expect to use these criteria to evaluate

responsible for Eligible Projects in Orleans and Genesee Counties Strategies & Priorities can be found at: <http://regionalcouncils.ny.gov/content/finger-lakes>.

3. The number of jobs that would be created as a result of an award of Fund Benefits.
4. The applicant's long term commitment to the region as evidenced the current and/or planned capital investment in applicant's facilities in the region.
5. The ratio of the number of jobs to be created to the amount of Fund Benefits requested.
6. The types of jobs that would be created, as measured by wage and benefit levels, security and stability of employment.
7. The amount of capital investment, including the type and cost of buildings, equipment and facilities, proposed to be constructed, enlarged or installed.
8. The extent to which an award of Fund Benefits would affect the overall productivity or competitiveness of the applicant and its existing employment.
9. The extent to which an award of Fund Benefits may result in a competitive disadvantage for other business in the State.
10. The growth potential of the applicant's facilities and the contribution of economic strength to the area in which the applicant's facilities are or would be located.
11. The extent of the applicant's willingness to satisfy affirmative action goals.
12. The extent to which an award of Fund Benefits is consistent with state, regional and local economic development strategies and priorities and supported by local units of government in the area in which the business is located.
13. The impact of an award of Fund Benefits on the operation of any other facilities of the applicant, and on other businesses within the region.
14. That the business is likely to close, partially close or relocate resulting in the loss of a substantial number of jobs.
15. That the applicant is an important employer in the community and efforts to revitalize the business are in long-term interests of both employers and the community.
16. That a reasonable prospect exists that the proposed award of Fund Benefits will enable the applicant to remain competitive and become profitable and preserve jobs for a substantial period of time.

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The Board reserves the right to solicit and consider the views of the WNYREDC, the Finger Lakes REDC, the WNYREDC's designee or the Finger Lakes REDC designee, in order to help inform the Board's consideration of the extent to which an award of Fund Benefits would be consistent with the WNYREDC or Finger Lakes REDC strategies and priorities.

Subject to an applicant's compliance with these Procedures, the Board will render a decision on each Application that is submitted. The Board's decision will be reflected in written findings and conclusions. Only Applications for which the Board has made a recommendation concerning an award of Fund Benefits will be forwarded to by NYPA's Board of Trustees for further action. A decision by the Board that an applicant is not an Eligible Applicant or that a project is not an Eligible Project will not be forwarded to NYPA's Board of Trustees for further action.

The Board may, in its discretion, include within any recommendation to NYPA's Board of Trustees proposed terms and conditions relating to any recommended award, including, but not limited to, reasonable provision for the allocation of Fund Benefits over time as the Eligible Applicant achieves milestones toward completion of an Eligible Project, and the partial or complete withdrawal or return of Fund Benefits where an Eligible Applicant has failed to achieve or maintain agreed-upon commitments.

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applications for Fund Benefits. Additionally, in accordance with PAL § 1005(13), criteria 13-15 listed herein will only be used in the case of Eligible Projects which are proposed by Applicants as, and determined by the Board to be, "revitalization" projects.

# **GUIDELINES FOR APPLICATION FOR WESTERN NEW YORK ECONOMIC DEVELOPMENT FUND BENEFITS**

**Released March 4, 2013**

**Western New York**  
Power Proceeds Allocation Board



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## GUIDELINES FOR APPLICATIONS FOR FUN BENEFITS FROM THE WESTERN NEW YORK ECONOMIC DEVELOPMENT FUND

### A. The Western New York Economic Development Fund

The Western New York Economic Development Fund (“Fund”) was created by Chapter 58 (Part GG) of the Laws of 2012 to support economic development in Western New York. It consists of a fund, known as the “Western New York Economic Development Fund” (“Fund”), created and administered by the New York Power Authority (“NYPA”). It is funded with the aggregate excess of revenues received by NYPA from the sale of Expansion and Replacement Power produced at NYPA’s Niagara Power Project that was sold in the wholesale energy market over what revenues would have been received had such Power been sold on a firm basis to an eligible Expansion or Replacement Power customer. Fund monies paid to a successful applicant is known as “Fund Benefits.”

The role of the Western New York Power Proceeds Allocation Board (the “Board”) is to administer the application process for Fund Benefits, review and evaluate applications against prescribed criteria, and make recommendations to NYPA for the award of Fund Benefits. Awards of Fund Benefits are made by NYPA’s Board of Trustees.

### B. The Guidelines and related Documents

In accordance with Economic Development Law (“EDL”) § 189-c, the Board has adopted these “Guidelines for Applications for Fund Benefits from the Western New York Economic Development Fund” (“Guidelines”) for the purpose of assisting persons who wish to apply for Fund Benefits.

The Board has also adopted “Procedures for the Review of Applications for Fund Benefits” (“Procedures”). Applicants are advised to consult the Procedures before filing an application for Fund Benefits. By submitting an Application for Fund Benefits, an applicant is consenting to be subject to the Guidelines and Procedures.

The Board has also adopted a formal application entitled “Western New York Economic Development Fund Application for Fund Benefits” (“Application”). Only this form of Application may be used to apply for Fund Benefits.

### C. Eligible Applicants and Eligible Projects

Only applications for Fund Benefits submitted by Eligible Applicants for Eligible Projects will be considered for a recommendation for an award of Fund Benefits.

**Incomplete** applications will not be considered for award. If an application is deemed incomplete the applicant will be notified within 20 days of receipt of the application.

An “Eligible Applicant” is a private business, including a not-for-profit corporation.

**Municipalities, Public Benefit Corporations and Government Entities are NOT ELIGIBLE** for Fund Benefits.

An “Eligible Project” is an economic development project by an Eligible Applicant that is physically located within the State of New York (“State”) within a thirty (30) mile radius of the New York Power Authority’s (NYPA) Niagara Power Project in Lewiston, New York. *See Page 12.*

Generally speaking, Eligible Projects are those that support the growth of business in the State and thereby lead to the creation or maintenance of jobs and tax revenues for the state and local governments.

The following are **examples** of Eligible Projects:

- entrepreneur support/services and workforce development;
- energy-related projects, programs and services;<sup>5</sup>
- capital investments in buildings, equipment, and associated infrastructure (collectively, "infrastructure") owned by an Eligible Applicant for Fund Benefits;
- transportation projects under state or federally approved plans;
- the acquisition of land needed for infrastructure;
- research and development where the results of such research and development will directly benefit New York State and
- support for tourism and marketing and advertising efforts for Western New York and Finger Lakes Regional tourism and business.

**As dictated by the Western New York Power Proceeds Allocation Act a minimum of 15% of the funds awarded will go to “energy-related projects, programs and services”.**<sup>1</sup>

The following are **not** Eligible Projects for Fund Benefits:

- Municipalities, Public Benefit Corporations and Government Entities
- public interest advertising or advocacy;
- lobbying;
- the support or opposition of any candidate for public office;
- the support or opposition to any public issue;
- legal fees related to litigation of any kind;
- expenses related to administrative proceedings before state or local agencies; and
- retail businesses, including by way of example, sports venues, gaming and gambling or entertainment-related establishments;<sup>6</sup>
- residential properties; and
- places of overnight accommodation.

#### **D. Overview of Funding Tracks**

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As further detailed below, Fund Benefits (funds being allocated from the Western New York Economic Development Fund) can be used to fund various economic development projects/activities. The below application tracks have been created to ease the applicants process by making each applicant answer only the questions that are relevant to the applicants project. On page 3 of the Application you will find the definition of each funding track, as well as instructions on which sections of the application must be completed for each track relevant to the applicant project. **Please DO NOT fill out any track information that does not apply to the applicant project.**

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<sup>5</sup> In accordance with EDL § 189-a(6), “energy-related projects, programs and services” means: (1) energy efficiency projects and services; (2) clean energy technology projects and services; (3) high performance and sustainable building programs and services; and (4) the construction, installation and/or operation of facilities or equipment done in connection with any such projects, programs or services.

<sup>6</sup> In accordance with EDL § 189-a(5), the Board defines “retail business” to mean a business that is primarily used in making retail sales of goods or services to customers who personally visit such facilities to obtain goods or services.

## **Tracks Include:**

### **Business Investment**

- Business Investments are expenditures that facilitate an employer’s ability to create new jobs in New York State or retain jobs that are otherwise in jeopardy. Within the Business Investment Track, five-year job commitments will be required of all beneficiaries; it is by underwriting these job commitments that the Allocation Board is best able to forecast the economic benefits of providing assistance to any particular project. Applicants will therefore be required to commit to the number of jobs At Risk that will be retained by the proposed project, the number of new jobs that will be created by the project, and the average salaries of each. Failure to achieve or maintain these employment commitments may subject a beneficiary to potential recapture of assistance.
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### **Infrastructure/Downtown Investment**

- Fund Benefits will be used to finance infrastructure investments in order to attract new businesses and expand existing businesses, thereby fostering further investment. Infrastructure investments are capital expenditures for infrastructure including transportation, water and sewer, communication, and energy generation and distribution.
  - Downtown neighborhoods – whether major commercial areas of big cities or one block stretches of village main streets – are important generators of economic activity in New York State. In an effort to strengthen these cores of commerce, funding can support projects that are likely to increase density, sustainable development and tourism, including cultural institutions and streetscape improvements.
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### **Innovation/Entrepreneur Development**

- Designing a plan that brings new technologies and/or products to the marketplace, increases new start ups in strategic industries and facilitates the commercialization of products that can lead to job growth in the Region.
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### **Workforce Development**

- Identifying high concentrations of underemployed and underrepresented populations in a Region and creating programs that will train those populations to match the needs of Industry in the Region.
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### **Tourism Marketing**

- Develop a strategy to capitalize on the Region’s natural assets to increase tourist traffic and tourist revenues; develop a strategy that increases the amount of time each tourist spends in the Region; raise the profile of the Region as a national and international destination; connect multiple tourist destinations in the Region.
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Job creation and retention are two key indicators of economic activity. However, the Allocation Board recognizes that certain investments may increase productivity and revitalize communities without immediately increasing permanent employment. Therefore, job creation/retention commitments are only required for the Business Investment Track. Failure

to achieve and maintain job commitments may subject a beneficiary to potential recapture of assistance. While other tracks are not required to commit to job growth/retention, clear demonstration of economic development benefits to the region will be considered in allocation awards.

The Fund seeks to promote economic development by financing investment in the area of Western New York in which Eligible Projects must be physically located – within a thirty mile radius of NYPA’s Niagara Power Project located in Lewiston, New York. Although funding is offered prior to project commencement as an inducement to undertake an Eligible Project, the Allocation Board will generally disburse Fund Benefits in arrears, as reimbursement for expenses undertaken by the project. Progress payments may be provided for subject to the terms and conditions of a funding contract with the Eligible Applicant (discussed below).

Fund Benefits can be used for a relatively broad range of hard costs, soft costs and working capital. There are several important caveats, as follows:

- The following items are generally limited to a certain percentage of total project costs:
- Real Estate and Construction
  - Land acquisition: limited to 25% of total project costs.
  - Acquisition of existing businesses or other assets, including land: limited to 50% of total project costs in the Business Investment Track and 25% of total project costs in the Downtown Redevelopment Track.
  - Soft costs: limited to 25% of total project costs.
- For Business Investment Track applicants funding will generally be limited to 20% of total project costs.
- The following items may be included in budgets presented for consideration, but Proceeds funds may not be used to pay them:
  - Expenditures incurred prior to NYPA Trustee’s approval of funding allocation.
  - Standard developer fees.
- Assets being acquired must be reflected in the budget at a level at or below fair market value. If an Applicant proposes acquiring an asset from an affiliate or related entity, the value of that asset must be verified independently.

## **E. Application, Approval & Disbursement Process**

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### **Review and Recommendation Process**

The Allocation Board will review Applications after the close of the specified solicitation period. No priority will be attached to any properly-filed Application based on the date such Application was filed.

The Board reserves the right to reject any Application that is filed after a filing deadline prescribed by the Board, or that provides incomplete, inaccurate or unresponsive information.

The Board reserves the right to reject any Application that has or will have unresolved factors preventing the project from moving the Project from start to completion.

The Board or the Board’s designee may require any applicant to provide additional information in support of an Application. The Board reserves the right to reject the Application of any applicant who fails to timely provide additional information so requested.

Changes to a timely-filed Application may only be made with the consent of the Board or a Board member or the Board’s designee for good cause shown. The Board or the Board’s designee may require any applicant to file an amended Application or new Application based on the nature of any proposed changes to a previously-filed Application.

The Board will review complete and properly-submitted Applications based on the following criteria:

17. The extent to which an award of Fund Benefits would be consistent with and help implement the strategies and priorities of the Regional Economic Development Council (“REDC”) having responsibility for the region in which an Eligible Project is located.<sup>7</sup> The Western New York Regional Economic Development Council which is responsible for Eligible Projects in Erie and Niagara Counties Strategies & Priorities are:

- Promote Smart Growth by investing in areas that infrastructure already exists and achieves certain goals, such as: preserving historic buildings; reviving downtowns; reviving Main Streets; investing in existing neighborhoods; and investing in former industrial sites. A project consistent with Smart Growth will also focus on: enhancing walkability; enhancing multiple modes of transportation; connecting disadvantaged communities to employment clusters; spurring mixed use private investment in existing communities and preserving/enhancing natural lands and or resources.
- Promote Workforce Development by: increasing diversity in the labor force; developing and cultivating a workforce that gives workers advancement potential; creating employment opportunities for communities with underemployed, unemployed and under-represented populations; aligning education and skills training to the current and future needs of industry.
- Foster entrepreneurship and new business formation and growth. Designing a plan that brings new technologies and/or products to the marketplace, increases new start ups in strategic industries and facilitates the commercialization of products that can lead to job growth in the Region.
- Increase the industry profile of agriculture in WNY by: creating better access to markets; creating new products; creating new more efficient processes; creating strong regional brands; creating programs that promote careers in agriculture.
- Utilize Western New York’s proximity to Canadian and U.S. population centers to advance economic development in WNY. Bi-national projects will: utilize cross-border planning to create transportation and logistical infrastructure; improve operational relationships; promote the attractiveness of WNY as a hub for global trade.
- Position the region as a global energy hub through new sources of clean energy, energy efficiency and energy efficient transportation.
- Support growth of advanced manufacturing by making research more available to manufacturers to help them innovate.
- Spur growth in the Health and Life Sciences industry through improved commercialization, recruit high profile research talent and reducing the cost burden of healthcare while improving health outcomes.
- Expand the scope of Higher Education by increasing accessibility to Higher Education for communities that currently have limited access to educational opportunities; better aligning education with the industry needs and creating support structures for start-ups which will assist start-ups with commercialization, business planning, workforce preparation, facilities, etc.
- Grow visitors and visitor spending by raising the profile of WNY as a national and international destination; connect multiple tourist destinations in WNY.
- For more information on the Western New York Regional Economic Development Council please go to <http://regionalcouncils.ny.gov/content/western-new-york>.

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<sup>7</sup> As provided for in EDL § 189-c(4), criteria 3-15 are adapted from the criteria for eligibility for Expansion Power, Replacement Power and Preservation Power under Public Authorities Law § 1005. The specific criteria identified in PAL § 1005(13)(b)(4)-(5) are relevant to power allocations under these programs but do not have any logical application to allocations of Fund Benefits. Therefore, the Board does not expect to use these criteria to evaluate applications for Fund Benefits. Additionally, in accordance with PAL § 1005(13), criteria 13-15 listed herein will only be used in the case of Eligible Projects which are proposed by Applicants as, and determined by the Board to be, “revitalization” projects.

18. The extent to which an award of Fund Benefits would be consistent with the strategies and priorities of the Regional Economic Development Council (“REDC”) having responsibility for the region in which an Eligible Project is located.<sup>8</sup> The Finger Lakes Regional Economic Development Council which is responsible for Eligible Projects in Orleans and Genesee Counties Strategies & Priorities can be found at: <http://regionalcouncils.ny.gov/content/finger-lakes>.

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  19. The number of jobs that would be created as a result of an award of Fund Benefits.
  20. The Applicant’s long term commitment to the region.
  21. The ratio of the number of jobs to be created to the amount of Fund Benefits requested.
  22. The types of jobs that would be created, as measured by wage and benefit levels, security and stability of employment.
  23. The amount of capital investment, including the type and cost of buildings, equipment and facilities, proposed to be constructed, enlarged or installed.
  24. The extent to which an award of Fund Benefits would affect the overall productivity or competitiveness of the Applicant and its existing employment.
  25. The extent to which an award of Fund Benefits may result in a competitive disadvantage for other business in the State.
  26. The growth potential of the Applicant’s facilities and the contribution of economic strength to the area in which the Applicant’s facilities are or would be located.
  27. The extent of the Applicant’s willingness to satisfy affirmative action goals.
  28. The impact of an award of Fund Benefits on the operation of any other facilities of the Applicant, and on other businesses within the region.
  29. The extent to which an award of Fund Benefits is consistent with state, regional and local economic development strategies and priorities and supported by local units of government in the area in which the business is located
  30. That the business is likely to close, partially close or relocate resulting in the loss of a substantial number of jobs. That the business is an important employer in the community and efforts to revitalize the business are in long-term interests of both employers and the community.
  31. That a reasonable prospect exists that the proposed award of Fund Benefits will enable the Applicant to remain competitive and become profitable and preserve jobs for a substantial period of time.
  32. And any other relevant criteria as determined by the Board.
- 

Subject to an Applicant’s compliance with these Guidelines, the Allocation Board will render a decision on each Application that is submitted. The Allocation Board’s decision will be reflected in written findings and conclusions. Only Applications for which the Board has made a recommendation concerning an award of Fund Benefits will be forwarded to NYPA’s Board of Trustees for further action. A decision by the Allocation Board that an applicant is not an Eligible Applicant or that a project is not an Eligible Project will not be forwarded to NYPA’s Board of Trustees for further action.

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<sup>8</sup> As provided for in EDL § 189-c(4), criteria 2-15 are adapted from the criteria for eligibility for Expansion Power, Replacement Power and Preservation Power under Public Authorities Law § 1005. The specific criteria identified in PAL § 1005(13)(b)(4)-(5) are relevant to power allocations under these programs but do not have any logical application to allocations of Fund Benefits. Therefore, the Board does not expect to use these criteria to evaluate applications for Fund Benefits. Additionally, in accordance with PAL § 1005(13), criteria 13-15 listed herein will only be used in the case of Eligible Projects which are proposed by Applicants as, and determined by the Board to be, “revitalization” projects.

The Allocation Board may, in its discretion, include proposed terms and conditions relating to any recommended award, including, but not limited to, reasonable provision for the allocation of Fund Benefits over time as the Eligible Applicant achieves milestones toward completion of an Eligible Project, and the partial or complete withdrawal or return of Fund Benefits where an Eligible Applicant has failed to achieve or maintain agreed upon commitments.

All Allocation Board recommendations for Fund Benefits are subject to the review and approval of NYPA's Board of Trustees. The NYPA Board of Trustees has discretion as to whether to adopt the Allocation Board's recommendation, or to award Fund Benefits in a different amount or on different terms and conditions than those contained in the recommendation of the Allocation Board.

The application period is one which is rolling. This means that applications may be submitted for consideration at any time following the initial release of the application on March 4, 2013. Application due dates are posted as deadlines for review.

Application Due Dates	WNYPAB Meeting Dates	NYPA Trustee Meeting Dates
	March 4, 2013 at 3:00pm Location: Empire State Development Board Room, 95 Perry Street Buffalo NY 14203	March 21, 2013 Location: WPO
April 8, 2013 at 12:00pm	May 13, 2013 at 3:00pm Location: New York Power Authority Niagara Power Project Power Vista 5777 Lewiston Rd Lewiston, NY 14092	May 21, 2013 Location: Albany
May 7, 2013 at 12:00pm	June 24, 2013 at 3:00pm Location: Empire State Development Board Room, 95 Perry Street Buffalo NY 14203	July 23, 2013
July 2, 2013 12:00pm	August 26, 2013 at 3:00pm Location: New York Power Authority Niagara Power Project Power Vista 5777 Lewiston Rd Lewiston, NY 14092	September 24, 2013
September 17, 2013 12:00pm	November 18, 2013 at 3:00pm Location: Empire State Development Board Room, 95 Perry Street Buffalo NY 14203	December 17, 2013

Each application due date coincides with a date in which an award determination will be made. Any application submitted to the WNYPAB is subject to available funding.

An **original and five (5) copies** of the completed application must be submitted to the 95 Perry Street suite 500, Buffalo NY 14203 by 12:00 PM on the application due date. **Please also submit one PDF copy to [wnyppab@esd.ny.gov](mailto:wnyppab@esd.ny.gov) by 12pm on the application due date.** Only complete applications will be considered by the Board.

Awards will be documented in the form of an offer letter outlining the terms of the proposed assistance, which is conditioned upon approval of the NYPA Trustees. Terms for the disbursement of assistance are included in the offer letter.

**Incomplete** applications cannot be considered for award. If an application is deemed incomplete the applicant will be notified within 20 days of receipt of the application. Only complete applications will be considered by the Board.

## GLOSSARY

Term	Definition
<b>At Risk</b>	A Full-time Permanent Employee position currently located in New York State that is found by the Allocation Board to be at risk of being lost or moved out of State based on compelling information provided by an Eligible Applicant.
<b>Brownfield Opportunity Area</b>	An area that has been approved for funding under New York State's Brownfield Opportunity Area program for the purpose of establishing a community-based revitalization plan and implementation strategy to achieve Brownfield redevelopment in a proactive and systematic way. Visit the following link for a partial listing: <a href="http://nyswaterfronts.com/BOA_projects.asp">http://nyswaterfronts.com/BOA_projects.asp</a> .
<b>Distressed Census Tract</b>	A census tract that, according to the most recent census data available, has (a) a poverty rate of at least 20% for the year to which the data relate; and (b) an unemployment rate of at least 1.25 times the statewide unemployment rate for the year to which the data relate.
<b>Full-Time Employee</b>	A full-time, permanent, private sector employee on Applicant's payroll who works at the project location for a minimum of 35 hours per week for not less than 4 consecutive weeks and who is entitled to receive the usual and customary fringe benefits extended by the applicant to other employees of comparable rank and duties; or 2 part-time, permanent, private sector employees on Applicant's payroll who work at the project location for a combined minimum of 35 hours per week for not less than 4 consecutive weeks and who are entitled to receive the usual and customary fringe benefits extended by Applicant to other employees of comparable rank and duties.
<b>Minority Group Member</b>	A United States citizen or permanent resident alien who is and can demonstrate membership in one of the following groups: (i) Black persons having origins in any of the Black African racial groups; (ii) Hispanic persons of Mexican, Puerto Rican, Dominican, Cuban, Central or South American descent of either Indian or Hispanic origin, regardless of race; (iii) Asian and Pacific Islander persons having origins in any of the Far East countries, South East Asia, the Indian subcontinent or the Pacific Islands; and (iv) Native American or Alaskan native persons having origins in any of the original peoples of North America.
<b>Minority or Women-Owned Business Enterprise</b>	An entity that has been certified by the New York State Division of Minority and Women's Business Development as a Minority or Women-Owned Business Enterprise.

## F. Other Considerations

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The final terms and conditions applicable to an award of Fund Benefits will be set forth in a contract (“Fund Benefits Contract”) with the Eligible Applicant. The contract will include all appropriate terms and conditions relating to the award of Fund benefits.

Fund Benefits Contracts may be subject to the review and approval of other State officials and regulatory authorities.

### **PARTICIPATION OPPORTUNITIES FOR NEW YORK STATE CERTIFIED MWBES**

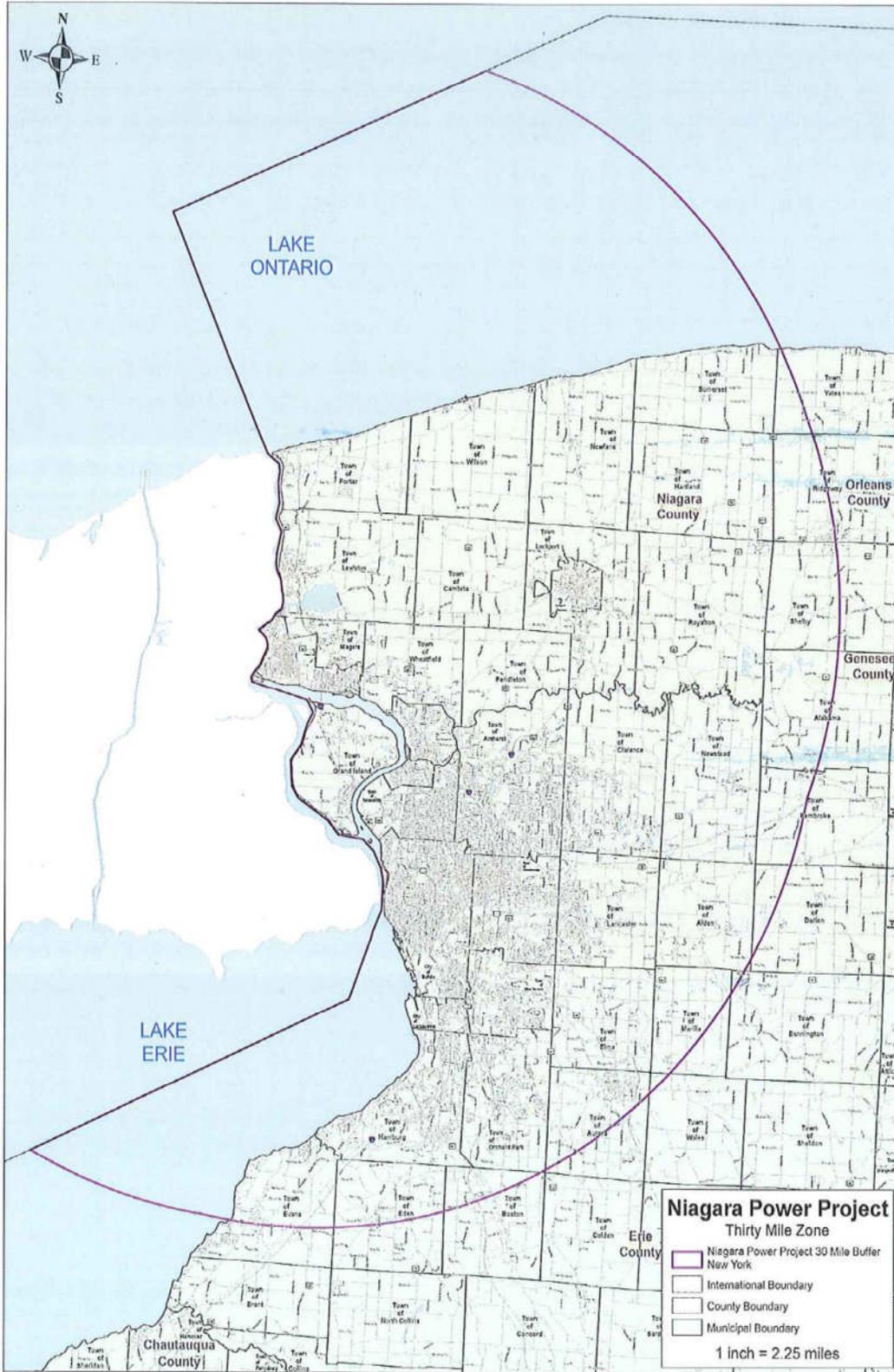
WNYPPAB is required to comply with and implement the provisions of New York State Executive Law Article 15-A and 5 NYCRR Parts 142-144 (“MWBE Regulations”) for all State contracts as defined therein, with a value (1) in excess of \$25,000 for labor, services, equipment, materials, or any combination of the foregoing or (2) in excess of \$100,000 for real property renovations and construction.

Approval of funding by NYPA, is conditioned upon and subject to the following requirements:

- a) Recipient agrees to fully comply and cooperate with NYPA in the implementation of New York State Executive Law Article 15-A. These requirements include contracting opportunities for MWBEs.
  
- b) Recipient’s demonstration of “good faith efforts” pursuant to 5 NYCRR §142.8 shall be a part of these requirements. These provisions shall be deemed supplementary to, and not in lieu of, other applicable federal, state or local laws.
  
- c) For purposes of providing meaningful participation by MWBEs on the project and achieving the project goals established herein, Recipient should reference the directory of New York State Certified MWBEs found at the following internet address:

<https://ny.newnycontracts.com/>.

Additionally, Recipient is encouraged to contact ESD’s Office of Contractor and Supplier Diversity at [OCSD@ESD.NY.GOV](mailto:OCSD@ESD.NY.GOV) to discuss additional methods of maximizing participation by MWBEs on the project.



*Exhibit D*

**Western New York Power  
Proceeds Allocation Act**

***APPLICATION FOR WESTERN NEW YORK ECONOMIC  
DEVELOPMENT FUND BENEFITS***

**Released March 4, 2013**

**Funding Round Application Due Dates:**

**April 8, 2013**

**May 7, 2013**

**July 2, 2013**

**September 17, 2013**

**Western New York**  
**Power Proceeds Allocation Board**



***Refer Questions to:  
RJ Ball  
716-846-8205  
wnyppab@esd.ny.gov***

***NYPA & ESD Internal***

*Date Application Received:*  
*Application Tracking #:*

## APPLICATION CHECKLIST

<b>Project Name:</b>			
<b>Applicant:</b>			
	<b>Indicate if attached or N/A</b>		
Signed certification and completed application	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>
Exhibit 1: Additional NY State Facilities	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>
Exhibit 2: Existing Obligations	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>
Exhibit 3: Organizational Chart	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>
Exhibit 4: Corporate Financial Information	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>
Exhibit 5: Business Plan and 5 Year Financial Projections	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>
Exhibit 6: Personal Guarantor Financial Disclosure	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>
Exhibit 7: Commitment Letters/Term Sheets	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>
Exhibit 8: Developer Background	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>
Exhibit 9: Photos & Drawings	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>
Exhibit 10: Cost Estimates	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>
Exhibit 11: Suitability Explanation	Y <input type="checkbox"/>	N <input type="checkbox"/>	N/A <input type="checkbox"/>

### Acknowledgment and Certification:

This Application is subject to all applicable legal requirements, as well as the Procedures for the Review of Applications for Fund Benefits (“Procedures”) and the [Guidelines] adopted by the Western New York Proceeds Allocations Board (“Allocation Board” or “Board”) as may be amended by the Board from time to time. Please consult the Procedures and [Guidelines], including the glossary of defined terms contained therein, when preparing this Application. The Board reserves the right to: (1) reject any Application that is filed after a filing deadline prescribed by the Board, or that provides incomplete, inaccurate, or unresponsive information; and (2) require any Applicant to provide additional information in support of an Application.

Incomplete Applications will not be eligible for award review by the Board. If an application is deemed incomplete the applicant will be notified no later than 20 days following receipt of the application.

This Application does not constitute a contract and is not intended to describe the terms and conditions applicable to any award of Fund Benefits. The terms and conditions applicable to an award of Fund Benefits will be set forth in a written contract with the New York Power Authority (“NYPA”).

The undersigned solemnly affirms that to the best of my knowledge, information and belief, the application is complete and that all statements, including all schedules, attachments and additional information submitted in connection herewith, are true and accurate. I hereby authorize the Allocation Board or its designee to order credit reports or other financial background information on any individual or entity, including those proposed as a guarantor, as may be necessary to assess the Applicant’s request for Fund Benefits.

Signature	
Type Name	
Title	Date (mm/dd/YY)

## **APPLICANT TRACK INSTRUCTIONS**

All applicants must complete the sections titled "Application Checklist," "Summary Sheet," and "Basic Business Information," and the questions numbered 1-26, 31-50 and 86-92 of the Application for Western New York Economic Development Fund Benefits. Questions numbered 27-30 and 51-85 are only required for applicants seeking funds for projects which fall under specific tracks. Each track option and their required questions are listed below. Supplemental exhibit information, if applicable, is required on Exhibits 1-11 at the end of this application.

<b>TRACK</b>	<b>TRACK DESCRIPTION</b>	<b>REQUIRED QUESTIONS</b>
<b>BUSINESS INVESTMENT</b>	Business Investments are expenditures that facilitate an employer's ability to create new jobs in New York State or retain jobs that are otherwise in jeopardy. Within the Business Investment Track, five-year job commitments will be required of all beneficiaries; it is by underwriting these job commitments that the Allocation Board is best able to forecast the economic benefits of providing assistance to any particular project. Applicants will therefore be required to commit to the number of jobs created or retained.	27,28,29,30
<b>INNOVATION/ ENTREPRENEUR DEVELOPMENT</b>	Designing a plan that brings new technologies and/or products to the marketplace, increases new start ups in strategic industries and facilitates the commercialization of products that can lead to job growth in the Region.	51,52,53,54,55,56
<b>INFRASTRUCTURE/ DOWNTOWN INVESTMENT</b>	Fund Benefits will be used to finance infrastructure investments in order to attract new businesses and expand existing businesses, thereby fostering further investment. Infrastructure investments are capital expenditures for infrastructure including transportation, water and sewer, communication, and energy generation and distribution. In an effort to strengthen cores of commerce (downtown neighborhoods, village main streets), funding can support projects that are likely to increase density, sustainable development and tourism, including cultural institutions and streetscape improvements.	57,58,59,60,61,62,63,64,65,66,67,68,69,70,71,72
<b>TOURISM MARKETING</b>	Develop a strategy to capitalize on the Region's natural assets to increase tourist traffic and tourist revenues; develop a strategy that increases the amount of time each tourist spends in the Region; raise the profile of the Region as a national and international destination; connect multiple tourist destinations in the Region.	73,74,75,76,77,78
<b>WORKFORCE DEVELOPMENT</b>	Training and related programs that will provide the necessary skills to meet industry needs. Projects emphasizing identifying high concentrations of underemployed and underrepresented populations in a Region and providing programs for those populations.	79,80,81,82,83,84,85
If your project does not follow one of the specified Tracks, please complete questions 1-26 and 31-50 of the Application and any relevant supplemental exhibits (1-11) at the end of this application.		

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## **SUMMARY SHEET**

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**APPLICANT:**

**PROJECT NAME:**

**CONTACT INFORMATION**

Name:

Title:

Street Address:

Street Address:

City, State & Zip Code:

Phone:

Email:

**PROJECT LOCATION**

Name:

Street Address:

Street Address:

City, State, Zip:

County:

Senate District:

Assembly District:

**ASSISTANCE REQUESTED: \$**

**Funding track (check one):**

Innovation/Entrepreneur Development

Workforce Development

Business Investment

Infrastructure/Downtown Investment

Tourism/Marketing

Other (please specify)

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**BASIC BUSINESS INFORMATION**

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Federal Employer Identification :	
Product/Service/Activity provided by Applicant at Project Location:	
NAICS code at Project Location:	
Major customers:	
Share (%) of Applicant's products/services sold in NY State:	%
List Primary Suppliers and % of goods/services purchased in New York State ("NYS"):	
Primary markets served:	<b>150 Character Limit</b>
Major competitors and their locations:	
Are Applicant's competitors making a competing product or offering a competing service in NYS?	<input type="checkbox"/> Yes <input type="checkbox"/> No

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## **PROJECT NARRATIVE**

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1. **Summary Project Description:** Concisely provide an overview of the Project to be undertaken, including what will be planned, designed and/or constructed or service(s) performed and the issues/opportunities to be addressed. (Summary should be 500 characters or less).

**500 Character Limit**

2. **Projected economic benefits to the region:** (Explain anticipated Project outcomes that will provide regional benefit)

**500 Character Limit**

3. **Job Creation:** Will this Project create jobs in the region as a direct result of the efforts of the Project? (Please explain any new employment that qualifies as a projected outcome of the applicant Project)

**500 Character Limit**

4. **Need:** Why is the Applicant seeking Fund Benefits to support this Project?

**500 Character Limit**

5. Has there been any announcement (press release, media reports, etc.) regarding this Project?  YES  NO

6. Please describe any activity that could be interpreted as initiating the Project, including, but not limited to:

- entering into or paying for any contracts, purchase offers, commitments, or other agreements for any Project-related activities;
- business formation or incorporation directly related to the Project;
- the Project is required in order to fulfill a contract for which the Applicant was successful bidder, or to comply with a regulatory requirement.

**500 Character Limit**

7. Estimated Project Start Date: (mm/dd/YY) Estimated Project Completion Date: (mm/dd/YY)

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## PROJECT ALIGNMENT WITH REGIONAL ECONOMIC DEVELOPMENT COUNCIL PLAN

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If the applicant project is physically located in the portions of Erie or Niagara Counties within the 30 mile designated project radius provided on page 13 of the *GUIDELINES FOR APPLICATIONS FOR FUND BENEFITS FROM THE WESTERN NEW YORK ECONOMIC DEVELOPMENT FUND*, please complete this section detailing how the applicant project supports the Western New York Regional Economic Development Council's Strategies and Priorities listed below. For additional information on the WNYREDC please go to <http://regionalcouncils.ny.gov/content/western-new-york>.

8. Does the Project promote Smart Growth priorities?

Yes  No If yes, please explain.

### *Help Section*

*(Smart Growth priorities include investing in areas that infrastructure already exists and achieves certain goals, such as: preserving historic buildings; reviving downtowns; reviving main streets; investing in existing neighborhoods; and investing in former industrial sites. A Project consistent with Smart Growth principles will also focus on: enhancing walkability; enhancing multiple modes of transportation; connecting disadvantaged communities to employment clusters; spurring mixed use private investment in existing communities, preserve natural lands and or resources.)*

### **500 Character Limit**

9. Does the Project promote workforce development by providing jobs/training for people in industry sectors with job opportunities?

YES  NO If yes, please explain.

### **500 Character Limit**

10. Does the Project assist underrepresented groups to help increase their participation in the workforce?

YES  NO If yes, please explain.

### **500 Character Limit**

11. Does the Project foster a culture of entrepreneurship by supporting growth of new companies?

YES  NO If yes, please explain.

### **500 Character Limit**

12. Does the Project positively impact one or more of the following strategic growth industries? Check all that apply and please explain how.

- |   |   |   |
|---|---|---|
| <input type="checkbox"/> Agriculture            | <input type="checkbox"/> Health/Life Sciences | <input type="checkbox"/> Higher Education |
| <input type="checkbox"/> Logistics/Trade        | <input type="checkbox"/> Tourism              |   |
| <input type="checkbox"/> Advanced Manufacturing | <input type="checkbox"/> Energy               |   |

**500 Character Limit**

13. Does the Project increase the industry profile of agriculture in WNY by: creating better access to markets; creating new products; creating new more efficient processes; creating strong regional brands; creating programs that promote careers in agriculture?

- YES  NO If Yes, explain.

**500 Character Limit**

14. Does the Project utilize Western New York's proximity to Canadian and U.S. population centers to advance economic development in Western New York ("WNY")? Bi-national projects will: utilize cross-border planning to create transportation and logistical infrastructure; improve operational relationships; promote the attractiveness of WNY as a hub for global trade.

- YES  NO If yes, explain.

**500 Character Limit**

15. Does the Project take steps toward making WNY a national and international model for new sources of clean energy and/or energy efficiency?

- YES  NO If yes, explain.

**500 Character Limit**

16. Does the Project support growth of advanced manufacturing by making research more available to manufacturers to help them innovate?

- YES  NO If yes, explain.

**500 Character Limit**

17. Does the Project spur growth in the WNY Health and Life Sciences industry? Health and Life Sciences Projects will: take ideas from the laboratory to the marketplace; recruit high profile research talent; create a globally unique research asset?

YES  NO If yes, explain.

**500 Character Limit**

18. Does the Project expand the scope of Higher Education in WNY? A Higher Education Project will: create greater accessibility to Higher Education for communities that currently have limited access to educational opportunities; create portals for the exchange of needs and interests between industry and higher education; create support structures for start-ups which will assist start-ups with commercialization, business planning, workforce preparation, facilities, etc.

YES  NO If yes, explain.

**500 Character Limit**

19. Does the Project bring new visitors to the region or help extend visitor stay and spend? A Tourism Project will: develop a strategy to capitalize on WNY's natural assets to increase tourist traffic and tourist revenues; develop a strategy that increases the amount of time each tourist spends in WNY; raise the profile of WNY as a national and international destination; connect multiple tourist destinations in WNY; improve the profile of the Northern Gateway to the United States.

YES  NO If yes, explain.

**500 Character Limit**

If the applicant project is physically located in the portions of Orleans or Genesee Counties within the 30 mile designated project radius provided on page 13 of the *GUIDELINES FOR APPLICATIONS FOR FUND BENEFITS FROM THE WESTERN NEW YORK ECONOMIC DEVELOPMENT FUND*, please complete this section detailing how the applicant project supports the Finger Lakes Regional Economic Development Council's Strategies and Priorities. To identify the Strategies and Priorities of the Finger Lakes Regional Economic Development Council please refer to: <http://regionalcouncils.ny.gov/content/finger-lakes>

20. Please describe how the Applicant's project supports the Fingers Lakes Regional Economic Development Council's strategies and priorities:

**1000 Character Limit**

## PROJECT ALIGNMENT WITH PROCEEDS CRITERIA

21. Does the Project comport with local development plan? (A local development plan is a strategy set forth by a City or Municipal Government, which shapes the vision of economic development for the locality, thus providing a template for consistency in local economic development.)  YES  NO If yes, explain:

**500 Character Limit**

22. Will an award of Fund Benefits affect your overall production and competitiveness?  
 YES  NO If yes, explain:

**500 Character Limit**

23. Does this Project involve clean technology and/or renewable energy?  
 YES  NO If yes, explain:

**500 Character Limit**

24. Does the Project involve energy efficiency projects or services?  
 YES  NO If yes, explain:

**500 Character Limit**

25. Will the Project increase the region's economic and social viability? Will the Project have significant regional breadth or wide regional impact?  
 YES  NO If yes, explain:

**500 Character Limit**

26. If you have other NYS locations, will operations at those locations be affected (positively or adversely) as a result of receiving an award of fund benefits?  
 YES  NO If yes, explain:

**500 Character Limit**

**BUSINESS INVESTMENT TRACK - JOB COMMITMENTS/PROJECTIONS**

**INSTRUCTIONS:** This section *must be* completed by Business Investment Applicants who will be required to achieve/maintain employment levels for a period of five years following receipt of Fund Benefits, subject to compliance provisions. This section may be completed by other Applicants; such other Applicants doing so must indicate the entity/entities providing the projected jobs. Please note that Not for Profit organizations generally are not held to the same job creation and or retention requirements as a private business and are not **required** to fill out yearly projections on job creation or retention or the section titled At Risk Positions.

27. Please complete the following:

Full-Time Permanent Employees*					
	Applicant		Applicant & Affiliates		Average Annual Wage
Project location	Current	Projected	Current	Projected	\$
New York State**	Current	Projected	Current	Projected	\$
<p>*A <b>Full-time Permanent Employee</b> is a full-time, permanent, private sector employee on the Applicant's payroll who works at the Project Location for a minimum of 35 hours per week for not less than 4 consecutive weeks and who is entitled to receive the usual and customary fringe benefits extended by the Applicant to other employees of comparable rank and duties; or 2 part-time, permanent, private sector employees on Applicant's payroll who work at the Project Location for a combined minimum of 35 hours per week for not less than 4 consecutive weeks and who are entitled to receive the usual and customary fringe benefits extended by the Applicant to other employees of comparable rank and duties.</p> <p>** If more than one NY State facility, please attach a list as <b>Exhibit 1 Additional NY State Facilities</b>. The list should include each major location, facility address and number of Full-time Permanent Employees. The total in the list should equal the NY State figure, above.</p>					

28. Of the Full-time Permanent Employees located in NY State, what share (%) are NY State residents? %

29. **Employees Committed by Applicant at Project Location** (*Enter employee quantities in the table below*)

**INSTRUCTIONS:** See **Appendix A** for an example of a completed spreadsheet. Year 1 is the year in which construction commences.

Full-time Permanent Employees	Current	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7
Current baseline employment, not at risk								
Current employment at risk								
New jobs to be added over Current Year								
<b>Total Permanent Employment at Year End</b>								

**AT-RISK POSITIONS:** If any positions counted above At Risk of being lost or moved out of state, please explain:

**250 Character Limit**

30. Is Applicant currently subject to any job creation, employment level, capital expenditure or other obligations resulting from previous public (federal, state or local) funding?  YES  NO

If Yes, submit detailed information as **Exhibit 2, Existing Obligations**.



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## ENTITY FORM / CORPORATE OWNERSHIP, page 1

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**INSTRUCTIONS:** In addition to the information requested below, all Applicants must complete **Exhibit 3, Organizational Chart**. All Applicants except publicly held companies must also complete **Exhibit 4, Corporate Financial Information**.

31. Please note the Applicant's form:

Privately held for-profit business  
"C" corp.  "S" corp.  LLC  LP  Sole proprietorship  Other:  
Please fill in Table 1 on the next page

Publicly held for-profit business

Not-for-profit corporation  
501(c)(3)  501(c)(4)  Other:  
Please fill in Table 2 on the next page

33. Does any entity and its affiliates together own 50% or more of Applicant?

YES  NO

If Yes, complete **Exhibit 4, Corporate Financial Information** for each entity in the ownership group.

33. Is this a startup company with no operating history?

YES  NO

If Yes, complete **Exhibit 5, Business Plan and 5 Year Financial Projections**

34. Does any individual and her/his immediate family members together own 20% or more of Applicant?

YES  NO

35. Does any individual and her/his immediate family members together own 50% or more of Applicant?

YES  NO

If Yes, complete **Exhibit 6, Personal Guarantor Financial Disclosure** for each member of the ownership group.

36. Is Applicant (or any owner of a 50% or greater interest) a NYS-certified Minority- or Women-owned Business Enterprise?  YES  NO

If Yes, provide name of M/WBE Certified entity:

37. Is there a relationship by virtue of common ownership or control between the Applicant and the vendor of any asset the Applicant intends to acquire as part of the Project?  YES  NO If Yes, explain:

### 250 Character Limit



38. Please complete the following

<b>TABLE 1: Owners of at least 5% of Applicant</b>		
<b>Name</b>	<b>Office Held (if any) or Type of Entity</b>	<b>Percent Ownership</b>
		%
		%
		%
		%
		%
		%
		%
		%
		%
		%
		%
		%
		%
		%

<b>TABLE 2: Officers of Not-for-Profit Corporation</b>		
<b>Name</b>	<b>Office Held</b>	<b>Organizational Affiliation</b>

## SOURCES AND USES

**INSTRUCTIONS:** See **Appendix B** for an example of a completed spreadsheet.

39. Please complete the following

Uses	Explanation (if applicable)	Cost	
Salaries & Wages		\$	
Rent/Lease		\$	
Supplies/Materials		\$	
Training		\$	
Planning/feasibility study costs (specify)		\$	
Land acquisition		\$	
Acquisition of existing assets (specify)		\$	
Demolition		\$	
Environmental remediation		\$	
Hard costs, inc. contingency		\$	
Infrastructure costs (specify)		\$	
Machinery + Equipment (specify)		\$	
Furniture, Fixtures + Equipment (specify)		\$	
Soft costs, inc. contingency		\$	
Developer fee		\$	
Other (specify)		\$	
	Total:	\$	
Sources	Provider	Amount	Terms
<b>Subject request for Fund Benefits</b>		\$	
Senior debt		\$	
Subordinate debt		\$	
Total Other Sources: Committed (see below)		\$	
Total Other Sources: Potential (see below)		\$	
Corporate cash/line of credit/Related Entity loan		\$	
Additional cash equity contribution		\$	
Deferred developer fee		\$	
Other (specify)		\$	
Unidentified		\$	
	Total:	\$	
<b>Other Sources: Committed</b>			
Provider	Use of Funds		Terms
		\$	
		\$	
		\$	
	Total:	\$	
<b>Other Sources: Potential</b>			
Provider	Use of Funds + Status of Request		Terms
		\$	
		\$	
		\$	
	Subtotal:	\$	
	Allowance for rejection of funding requests from potential sources (in order to show balanced budget):	\$	
	Total:	\$	

As **Exhibit 7, Commitment Letters/Term Sheets**, provide copies of commitment letters or term sheets for the funding sources listed above, if available.



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## SMART GROWTH QUESTIONS

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The NYS Smart Growth Public Infrastructure Policy Act requires that certain NYS entities, including NYPA, consider whether a “public infrastructure project” meets the relevant smart growth criteria. In addition, the WNY Regional Economic Development Council has prioritized implementation of Smart Growth principles in its regional plan. Please respond to the questions below regarding smart growth criteria.

43. Does the proposed Project use, maintain, or improve existing infrastructure?

YES  NO  N/A *Please explain all responses.*

### HELP SECTION

*If you are maintaining or improving existing infrastructure, please answer “YES”. If you are building new infrastructure, or expanding infrastructure answer “NO” and provide justification that explains the need to build new infrastructure instead of using or improving existing infrastructure.*

500 Character Limit

44. Is the proposed Project located in a municipal center?

YES  NO  N/A *Please explain all responses.*

### HELP SECTION

*Municipal Centers are areas of concentrated and mixed land use that serve as centers of various activities (civic, commercial, recreational, and residential, among others). Specific examples include Central Business Districts; Brownfield Opportunity Areas (BOAs); Downtowns in Local Waterfront Revitalization Program (LWRP) Areas; Transit-Oriented Development, Environmental Justice Areas and Hardship Areas; in many instances, an entire city, village or hamlet can be considered a municipal center.*

500 Character Limit

45. Is the proposed Project located in a developed area or an area designated for concentrated infill development in a municipally approved comprehensive land use plan, local waterfront revitalization plan and/or Brownfield opportunity area plan?

YES  NO  N/A *Please explain all responses.*

### HELP SECTION

*Please explain how your Project advances infill development or redevelopment in existing developed areas consistent with an approved plan. Infill development includes redevelopment, rehabilitation and new development between existing buildings on vacant or under-utilized sites.*

500 Character Limit

46. Will the proposed Project protect, preserve and enhance the State's resources, including agricultural land, forests, surface and groundwater, air quality, recreation and open space, scenic areas, and significant historic and archeological resources?

YES  NO  N/A *Please explain all responses.*

**HELP SECTION**

*Beyond simply avoiding or minimizing negative environmental impacts, please indicate the resources that may be impacted by your Project and how your Project will preserve and enhance these resources.*

500 Character Limit

47. Will the proposed Project foster mixed land uses and compact development, downtown revitalization, Brownfield redevelopment, the enhancement of beauty in public spaces, the diversity and affordability of housing in proximity to places of employment, recreation and commercial development and the integration of all income and age groups?

YES  NO  N/A *Please explain all responses.*

**HELP SECTION**

*Please explain how your Project advances these objectives and improves the quality of life in your community.*

500 Character Limit

48. Will the proposed Project provide mobility through transportation choices including improved public transportation and reduced automobile dependency?

YES  NO  N/A *Please explain all responses.*

**HELP SECTION**

*There are many alternatives to automobile transportation. Please explain how your Project provides or complements alternatives to automobile travel such as bikes, pedestrians, public transit, air travel or rail travel.*

500 Character Limit

49. Will the proposed Project involve participation in community based planning and collaboration?

YES  NO  N/A *Please explain all responses.*

**HELP SECTION**

*Please explain how the Project results from an inclusive, multi-stakeholder (including traditionally underserved populations) process of community-based planning and collaboration. To assist with your explanation, identify any affected community groups or organizations with an interest in the proposed Project and if the planning process involved outreach to citizens and stakeholders at all stages of development of the Project.*

500 Character Limit

50. Will the proposed Project promote sustainability by strengthening existing and creating new communities which reduce greenhouse gas emissions and do not compromise the needs of future generations, by among other means encouraging broad based public involvement in developing and implementing a community plan and ensuring the governance structure is adequate to sustain its implementation?

YES    NO    N/A   *Please explain all responses.*

**HELP SECTION**

*Please explain how your Project promotes sustainability. For example does your Project include buildings and plans that seek to minimize consumption of fossil fuels (coal, petroleum), reduce water usage / consumption, and encourage the use of renewable energy (wind, solar, and geo-thermal).*

500 Character Limit

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**INNOVATION/ENTREPRENEUR TRACK ONLY**

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51. Summary of total New York State small business entrepreneur assistance/investment track record, including volume, typical profile of portfolio companies, typical structure of investment, typical participation and oversight of each portfolio company, typical compensation structure for Applicant, co-investments secured, follow-on investments made, and overall performance.

500 Character Limit

52. Summary of expected or typical outcomes, including investment returns, job creation, creation of tax revenue and business launch or expansion outcomes.

500 Character Limit

53. Describe the current target markets (industries or geographic areas) in which the Applicant has particular focus, and the Applicant's view of the current state of those geographic areas, sectors or industries. (narrative)

500 Character Limit

54. Describe the Applicant's deal sourcing strategy and process. Describe how many equity investments are typically evaluated each year by the Applicant and, of these, how many commitments are made. Discuss how regional resource partners are used for sourcing and making investments (universities, incubators, angel networks, etc.).

500 Character Limit

55. Describe the Applicant's capacity to source, evaluate, and finalize investments in seed stage companies in the region. Describe the specific outreach and deal sourcing plan the Applicant would employ to identify potential investments.

500 Character Limit

56. Describe how the Applicant will serve specific communities, such as underserved areas of the Region or M/WBEs.

500 Character Limit

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**INFRASTRUCTURE/DOWNTOWN DEVELOPMENT TRACK ONLY - REAL ESTATE INFORMATION**

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Attach **Exhibit 8, Developer Background**, including individual and corporate resumes, with descriptions of Projects developed, Projects under management and other Projects under development, specifying square footage and development costs.

57. What is the estimated value of the property currently?      \$

58. What is the estimated value of the property as-built?      \$

59. Have tenants been identified?

YES     NO

For what percentage of overall square footage are there tenants with signed leases?      %

For what percentage of overall square footage are there tenants identified with letters of intent?      %

60. Does the Project involve reuse of an existing structure and/or remediation of an environmentally contaminated property?

YES     NO    If yes, please explain how.

500 Character Limit

**FOR DOWNTOWN REDEVELOPMENT PROJECTS ONLY**

Attach photographs and drawings in **Exhibit 9, Photos & Drawings**.

61. Does the Project bear the potential to revitalize a downtown neighborhood?

YES     NO    If yes, please explain how.

500 Character Limit

62. Is the Project consistent with surrounding architecture and does it involve architectural preservation?

YES     NO    If yes, please explain how.

500 Character Limit

---

**PROJECT READINESS - FOR ALL PROJECTS INVOLVING SITE, BUILDING, INFRASTRUCTURE, CONSTRUCTION – PAGE 1**

---

63. Does Applicant currently own the site in question?

YES  NO If no, describe how and when the Applicant plans to acquire the site:

500 Character Limit

64. If Applicant currently leases or intends to lease the site, what are the terms of the lease?

500 Character Limit

65. Does the Project require a zoning change or variance, site plan, special permit, subdivision, or other planning or zoning approval?

YES  NO If yes, what is the status of the approval?

500 Character Limit

66. Is the Project on land that may be environmentally contaminated or has a Phase 1 Environmental Site Assessment been performed?

YES  NO If yes, is there any contamination and what are the plans for remediation, if any?

500 Character Limit

67. Does the Project require review pursuant to the State Environmental Quality Review Act (SEQRA)? (For information about SEQRA, visit <http://www.dec.ny.gov>.)  YES  NO If yes, what is the status?

500 Character Limit

*If yes, you may be asked to provide a copy of the SEQRA review documents, e.g. Environmental Assessment Form and Negative Declaration, or Draft and Final Environmental Impact Statements and Statement of Findings.*

68. Does the Project involve:

- Demolition or rehabilitation of a building(s) more than 50 years old?  YES  NO
- Demolition or rehabilitation of a building(s) or new construction on or contiguous to a site listed on or eligible for listing on the State or National Registers of Historic Places?  YES  NO

If yes to either of the above, the Project requires consultation with the State Historic Preservation Office (SHPO). (For more information, visit <http://nysparks.state.ny.us/shpo>.) If the Project requires SHPO consultation, what is the status?

500 Character Limit

**PROJECT READINESS - FOR ALL PROJECTS INVOLVING SITE, BUILDING, INFRASTRUCTURE, CONSTRUCTION – PAGE 2**

69. Has an architect been engaged?

YES  NO If yes, provide name and firm:

Which drawings have been prepared?  None  Schematics  Design  Construction

70. Has a Construction Manager and/or General Contractor been selected?

YES  NO If yes, specify which and name firms:

71. Attach copies of third party estimates for Project costs as **Exhibit 10, Cost Estimates**.

Attached  Not Available

72. List all other federal, state and local permits or approvals required for the Project:

	Agency Name	Permit Name	Status
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			

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**TOURISM TRACK ONLY**

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73. Can you provide evidence or research of consumer demand for your Project?

YES  NO If yes, please provide.

500 Character Limit

74. What types of travelers are you hoping to reach through your Project?

500 Character Limit

75. Describe how your Project is tourism-driven.

500 Character Limit

76. Summarize your marketing message/concept for this Project.

500 Character Limit

77. How does your Project distinguish itself from others in the marketplace?

500 Character Limit

78. Describe the estimated impact of your Project on the number of visitors to the region and/or the amount visitors spend?

500 Character Limit

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**TRAINING/WORKFORCE DEVELOPMENT TRACK ONLY**

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79. Fully describe the training which will be provided to participants under this Project.

500 Character Limit

80. Identify the sector or industry cluster to which the Applicant business belongs. If the applicant is a Training Provider, please see the Help section below.

*HELP SECTION*

*For example, health care, advanced manufacturing, clean energy, transportation, construction, etc. For Training Providers please indicate the sector of the business for whom the training is being provided.*

500 Character Limit

81. Describe, identify, and document a compelling need for the proposed training, including the nature of the skills assessment performed, the results of the assessment, and the current state of the business, industry and economy that dictate the need for training; and provide full descriptions of every course.

500 Character Limit

82. Fully describe the training which will be provided to participants under this Project.

500 Character Limit

83. Describe the occupational skills to be acquired and how they are transferable.

*HELP SECTION*

*Occupational training is defined as instruction conducted in an institutional or worksite setting designed to provide individuals with or upgrade them in the technical skills and information required to perform a specific job or group of jobs. Transferable skills are recognized industry-wide or across multiple industries.*

500 Character Limit

84. Identify the anticipated outcomes of the program including: how proposed training will positively impact the business, the percentage of trainees who will receive an industry recognized credential or certification upon completion, a description of the credential/certification, the percentage of participants to be retained after training.

500 Character Limit

85. Please provide any historical data that shows the placement rates in jobs as a direct result of the training they received and please provide future projections for job placement as a direct result of the training they will receive.

500 Character Limit

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## SUITABILITY

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**INSTRUCTIONS:** *If the answer to any question below is Yes, please explain as **Exhibit 11, Suitability Explanation.***

86. Has any senior manager or principal of the Applicant or any affiliate ever been convicted of any felony or misdemeanor, other than a minor traffic violation, or are any such charges pending?  
 YES    NO
87. Has the Applicant or any affiliate been cited for a violation of federal, State or local laws or regulations with respect to labor practices, hazardous wastes, environmental pollution or other operating practices?  
 YES    NO
88. Is the Applicant or any affiliate delinquent on any NYS, federal or local tax obligations or has it been delinquent on any such tax obligations within the last 5 years?  
 YES    NO
89. Has the Applicant or any affiliate ever been involved in bankruptcy, a creditor's rights or receivership proceeding, or sought protection from creditors?  
 YES    NO
90. Has the Applicant or any affiliate ever settled a debt with a lending institution for less than the full amount outstanding?  
 YES    NO
91. Are there any outstanding judgments or liens pending against the Applicant or any Affiliate other than liens in the normal course of business?  
 YES    NO
92. Is the Applicant or any affiliate presently the subject of any litigation, or is any litigation threatened, which may have a material adverse effect on their financial condition?  
 YES    NO

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**AFFIRMATIVE ACTION & NON-DISCRIMINATION**

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**PARTICIPATION OPPORTUNITIES FOR NEW YORK STATE CERTIFIED MWBES**

WNYPPAB is required to comply with and implement the provisions of New York State Executive Law Article 15-A and 5 NYCRR Parts 142-144 ("MWBE Regulations") for all State contracts as defined therein, with a value (1) in excess of \$25,000 for labor, services, equipment, materials, or any combination of the foregoing or (2) in excess of \$100,000 for real property renovations and construction.

Approval of funding by NYPA, is conditioned upon and subject to the following requirements:

- d) Recipient agrees to fully comply and cooperate with NYPA in the implementation of New York State Executive Law Article 15-A. These requirements include contracting opportunities for MWBEs.
  
- e) Recipient's demonstration of "good faith efforts" pursuant to 5 NYCRR §142.8 shall be a part of these requirements. These provisions shall be deemed supplementary to, and not in lieu of, other applicable federal, state or local laws.
  
- f) For purposes of providing meaningful participation by MWBEs on the project and achieving the project goals established herein, Recipient should reference the directory of New York State Certified MWBEs found at the following internet address:  
<https://ny.newnycontracts.com/>

Additionally, Recipient is encouraged to contact ESD's Office of Contractor and Supplier Diversity at [OCSD@ESD.NY.GOV](mailto:OCSD@ESD.NY.GOV) to discuss additional methods of maximizing participation by MWBEs on the project.

## APPENDIX A

### Sample Job Commitment Spreadsheet

<b>Full-time Permanent Employees</b>	<b>Current</b>	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>	<b>Year 4</b>	<b>Year 5</b>	<b>Year 6</b>	<b>Year 7</b>
Current baseline employment, not at risk	75	75	75	75	75	75	75	75
Current employment at risk	25	25	25	25	25	25	25	25
New jobs to be added over Current Year		25	50	75	50	25	25	25
Total Permanent Employment at Year End	100	125	150	175	150	125	125	125

## **APPENDIX B**

### **Sample Sources & Uses**

<b>SOURCES &amp; USES</b>			
<b>Uses</b>	<b>Explanation</b>	<b>Cost</b>	
Planning/feasibility study costs (specify)			
Land acquisition		\$ 100,000	
Acquisition of existing assets (specify)			
Demolition			
Environmental remediation		\$ 500,000	
Hard costs, inc. contingency		2,000,000	
Infrastructure costs (specify)		-	
Machinery + Equipment (specify)		500,000	
Furniture, Fixtures + Equipment (specify)		-	
Soft costs, inc. contingency		-	
Developer fee		50,000	
Other (specify)		-	
	Total:	\$ 3,150,000	
<b>Sources</b>	<b>Provider</b>	<b>Amount</b>	<b>Terms</b>
Subject request for Fund Benefits		300,000	
Senior debt	Bank A	1,500,000	10 yrs, 20 yr amort @ 7%
Subordinate debt	Loan Fund B	500,000	10 yrs, 20 yr amort @ 12%
Total Other Sources: Committed (see below)		300,000	
Total Other Sources: Potential (see below)		235,000	
Corporate cash/line of credit/Related Entity loan		-	
Additional cash equity contribution		315,000	
Deferred developer fee		-	
Other (specify)		-	
Unidentified			
	Total:	\$ 3,150,000	
<b>Other Sources: Committed</b>			<b>Terms</b>
<b>Provider</b>	<b>Use of Funds</b>		
Local Loan Fund	hard costs	\$ 100,000	5 yrs, amortizing, 5%
Foundation Grant	land acquisition	100,000	grant
Municipal Grant	environmental remediation	100,000	grant
	Total:	\$ 300,000	
<b>Other Sources: Potential</b>			<b>Terms</b>
<b>Provider</b>	<b>Use of Funds + Status of Request</b>		
Foundation A	historical preservation; answer expected 12/09	\$ 100,000	
Foundation B	environmental remediation; answer expected 9/09	100,000	
Foundation C	streetscape improvements; status unknown	100,000	
	Subtotal:	\$ 300,000	
	Allowance for rejection of funding requests from pote	\$ -	
	Total:	\$ 300,000	
	Allowance for rejection of funding requests from pote	\$ (65,000)	
	Total:	\$ 235,000	

## EXHIBIT 1

### Additional NY State Facilities

If more than one NY State facility, please attach a list as **Exhibit 1 Additional NY State Facilities**. The list should include each major location, facility address and number of Full-time Permanent Employees. The total in the list should equal the NY State figure, above.

## EXHIBIT 2

### Existing Obligations

If Applicant is currently subject to any job creation, employment level, capital expenditure or other obligations resulting from previous public (federal, state or local) funding *submit detailed information.*

### **EXHIBIT 3**

#### **Organizational Chart**

Please provide an organizational chart depicting the Applicant, its corporate owners or members, its subsidiaries and affiliates and the relationships among them.

## EXHIBIT 4

### Corporate Financial Information

For **Applicant** itself, any **50% or more owner of Applicant**, and any **prospective tenant providing a third-party job commitment**, please provide the following information (note that any publicly-held company need not provide this information):

- Three (3) years of most recent financial statements
  - Must include balance sheet, income statement and statement of cash flows
  - If financial statements are not audited, signed tax returns for the same three (3) year period must be provided
  
- Internally-prepared year-to-date financial statements dated no older than 90 days prior to application submission

## **EXHIBIT 5**

### **Business Plan and 5 Year Financial Projections**

If a startup company, please provide personal financial statements from a personal guarantor and a business plan that includes an explanation of: (1) the product being sold, (2) current and future size of market, (3) the Applicant's current market share or potential future market share illustrating how increased market share can be achieved (4) 5 year financial Projections and (5) Management Team members bios.

## EXHIBIT 6

### Personal Guarantor Financial Disclosure

Please provide information for any individual owning 20% or more of Applicant, or any group of immediate family members together owning 20% of Applicant.

The information requested for each individual is as follows:

- Personal Financial Statement (see next page)
- Tax return for the most recent period
- Biographical information or resume
- Bank reference information
  - Bank name
  - Contact name
  - Contact telephone and fax numbers

## PERSONAL FINANCIAL STATEMENT

As of Date: \_\_\_\_\_

Name: \_\_\_\_\_ Business Phone: \_\_\_\_\_

Residence Address: \_\_\_\_\_ Residence Phone: \_\_\_\_\_

City, State, & Zip Code: \_\_\_\_\_

Business Name of Applicant/Borrower: \_\_\_\_\_

ASSETS		LIABILITIES	
	(Omit Cents)		(Omit Cents)
Cash on hand & in Banks	\$	Accounts Payable	\$
Savings Accounts	\$	Notes Payable to Banks and others (Describe in Section 2)	\$
IRA or Other Retirement Account	\$	Installment Account (Auto) Mo Payment	\$
Accounts & Notes Receivable	\$	Installment Account (Other) Mo. Payments	\$
Life Insurance-Cash Surrender Value Only (Complete Section 8)	\$	Loan on Life Insurance	\$
Stocks and Bonds (Describe in Section 3)	\$	Mortgages on Real Estate	\$
Real Estate (Describe in Section 4)	\$	Other Personal Property (Describe in Section 4)	\$
Automobile-Present Value	\$	Unpaid Taxes (Describe in Section 6)	\$
Other Personal Property (Describe in Section 5)	\$	Other Liabilities (Describe in Section 7)	\$
Other Assets (Describe in Section 5)	\$	Total Liabilities	\$
<b>Total</b>	<b>\$</b>	Net Worth	\$
		<b>Total</b>	<b>\$</b>

Section 1. Source of Income	Contingent Liabilities
Salary	\$
Net Investment Income	\$
Real Estate Income	\$
Other Income (Describe below)*	\$
	\$
	\$

Description of Other Income in Section 1.

\*Alimony or child support payments need not be disclosed in "Other Income" unless it is desired to have such payments counted toward total income.

**Section 2. Notes Payable to Banks and Others. (Use attachments if necessary. Each attachment must be identified as a part of this statement and signed.)**

Name and Address of Noteholder(s)	Original Balance	Current Balance	Payment Amount	Frequency (monthly, etc.)	How Secured or Endorsed Type of Collateral
	\$	\$	\$		
	\$	\$	\$		

	₹	₹	₹		
	₹	₹	₹		

**Section 3. Stocks and Bonds. (Use attachments if necessary. Each attachment must be identified as a part of this statement and signed).**

Number of Shares	Name of Securities	Cost	Market Value Quotation/Exchange	Date of Quotation/Exchange	Total Value
		\$	\$		\$
		\$	\$		\$
		\$	\$		\$
		\$	\$		\$

**Section 4. Real Estate Owned.** (List each parcel separately. Use attachment if necessary. Each attachment must be identified as a part of this statement and signed.)

	Property A	Property B	Property C
Type of Property			
Address			
Date Purchased			
Original Cost	\$	\$	\$
Present Market Value	\$	\$	\$
Name & Address of Mortgage Holder			
Mortgage Account Number			
Mortgage Balance	\$	\$	\$
Amount of Payment per Month/Year	\$	\$	\$
Status of Mortgage			

**Section 5. Other Personal Property and Other Assets.** (Describe, and if any is pledged as security, state name and address of lien holder, amount of lien, terms of payment and if delinquent, describe delinquency)

**Section 6. Unpaid Taxes.** (Describe in detail, as to type, to whom payable, when due, amount, and to what property, if any, a tax lien attaches.)

**Section 7. Other Liabilities.** (Describe in detail.)

**Section 8. Life Insurance Held.** (Give face amount and cash surrender value of policies - name of insurance company and beneficiaries)

I authorize WNYPPAB to make inquiries as necessary to verify the accuracy of the statements made and to determine my creditworthiness. I certify the above and the statements contained in the attachments are true and accurate as of the stated date(s). These statements are made for the purpose of either obtaining a loan or guaranteeing a loan. I understand FALSE statements may result in forfeiture of benefits and possible prosecution.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_ Social Security Number: \_\_\_\_\_

Signature:

Date:

Social Security Number:

--

## **EXHIBIT 7**

### **Commitment Letters/Term Sheets**

*Provide copies of commitment letters or term sheets for the funding sources listed on page 15, if available.*

## **EXHIBIT 8**

### **Developer Background**

Provide individual and corporate resumes of developer and development entities  
(units developed, units under management, etc.)

**EXHIBIT 9**  
**Photos & Drawings**

**EXHIBIT 10**

**Cost Estimates**

*Attach copies of third party estimates for Project costs.*

**EXHIBIT 11**

**Suitability Explanation**

If the answer to any question on page 25 *Suitability* is yes please explain here.

***Exhibit E***

<b>APPLICATION DUE DATES</b>	<b>WNYPPAB MEETING DATES</b>	<b>NYPATRUSTEE MEETING DATES</b>
	March 4, 2013 at 3:00pm Location: Empire State Development Board Room, 95 Perry Street Buffalo NY 14203	March 21, 2013
April 8, 2013 at 12:00pm	May 13, 2013 at 3:00pm Location: New York Power Authority Niagara Power Project Power Vista 5777 Lewiston Rd Lewiston, NY 14092	May 21, 2013
May 7, 2013 at 12:00pm	June 24, 2013 at 3:00pm Location: Empire State Development Board Room, 95 Perry Street Buffalo NY 14203	July 23, 2013
July 2, 2013 12:00pm	August 26, 2013 at 3:00pm Location: New York Power Authority Niagara Power Project Power Vista 5777 Lewiston Rd Lewiston, NY 14092	September 24, 2013
September 17, 2013 12:00pm	November 18, 2013 at 3:00pm Location: Empire State Development Board Room, 95 Perry Street Buffalo NY 14203	December 17, 2013