



KATHY HOCHUL
Governor

Western NY Power Proceeds Allocation Board

ANTHONY J. COLUCCI III
Chairman

WESTERN NEW YORK POWER PROCEEDS ALLOCATION BOARD MINUTES

August 10, 2023 – 3:00 P.M.

VIDEO CONFERENCE

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Minutes of the Meeting of the Western New York Power Proceeds Allocation Board held at Niagara Power Project, 5777 Lewiston Road, Lewiston, NY 14092.

Board Members Present:

Anthony Colucci – Chairman
Brenda McDuffie – Member
Deanna Brennen – Member
Dennis Elsenbeck – Member

Paul Brown - Excused

NYPA Staff Present:

Karen Delince	Vice President and Corporate Secretary
Richard Smith	Senior Director – Economic Development
Emily Alkiewicz	Manager – Business Power Allocations and Compliance
Lorna Johnson	Senior Associate Corporate Secretary
Sheila Quatrocci	Senior Associate Corporate Secretary
Carol Sampson	Community Relations Representative II
Kristopher Kaczka	Senior IT Site Digital Services Specialist
Laurie Abounader	Senior Project Manager – Empire State Development

Opening Remarks

Chair Anthony Colucci welcomed members of the Board, the staff of Empire State Development Corporation ("ESDC"), and the staff of the New York Power Authority ("NYPA"). He stated that this meeting of the Board had been duly noticed as required by the Open Meetings law. The meeting was called to order at 3:00 p.m.

1. Adoption of the August 10, 2023 Proposed Meeting Agenda

Member Dennis Elsenbeck made a motion to adopt the June 6, 2023 proposed meeting agenda. The motion was seconded by member Brenda McDuffie. The agenda was unanimously adopted.

Conflicts of Interest

Chair Anthony Colucci stated that the members had been polled prior to the meeting regarding possible conflicts of interest with the entities previously provided for their review. Member Dennis Elsenbeck declared a conflict of interest and has been recused from the vote as it relates to The Economic Development Group, Inc. d/b/a Northland Workforce Training Center.

2. Adoption of the June 6, 2023 Meeting Minutes

Chair Colucci asked if there were any amendments to the Minutes.

Upon motion made by member Deanna Brennen and seconded by member Dennis Elsenbeck, the minutes of the June 6, 2023 meeting were adopted with Chair Colucci recused from the vote.

3. Fund Update

Mr. Richard Smith, Senior Director of Economic Development, submitted the following June 2023 Western New York Economic Development Fund Update report, to date:

- Total deposits to the fund are \$83,058,000.
- Total interest earned on deposits is \$1,511,925, making total funds deposited \$84,569,925.
- No Administrative Expenses have been withdrawn.
- Disbursements to grantees amount to \$36,032,700, making the current fund balance equal to \$48,537,225.
- Awards under standard projects amount to \$33,834,976.
- Energy-related projects awarded is \$6,737,815, making total fund benefits awarded equal to \$40,572,791.
- Total fund benefits available to be awarded by the Allocation Board are equal to \$43,997,134.
- As it relates to energy-related projects, the minimum amount of 15% of the fund is dedicated to energy-related projects, \$12,458,700.
- Total Awards made for energy-related projects, to date, amounts to \$6,737,815, making fund benefits currently available to be awarded for energy-related projects equal to \$5,720,885.
- Two recommendations are before the Board for consideration, the total amount of which is \$1,541,205.
- As to the power that supports this program, the estimated unallocated Expansion Power ("EP") and Replacement Power ("RP"), amounts to 108 megawatts. The estimated allocated but unused hydropower, to date, is 138 megawatts, making the total estimated unutilized EP and RP, to date, 246 megawatts.

Chair Colucci stated that this is an informational item and does not require any action by the Board and thanked Mr. Smith for the report.

Western New York Economic Development Fund Update¹

June-23

The Fund		
<i>this</i>	Total Deposits to the Fund to Date:	\$83,058,000
<i>plus</i>	Total Interest Earned on Deposits to Date:	\$1,511,925
=	Total Funds Deposited:	\$84,569,925
Expenditures		
<i>this</i>	Total Funds Deposited:	\$84,569,925
	Total Administrative Expenses Withdrawn:	\$0
	Disbursements to Grantees:	(\$36,032,700)
<i>plus</i>	Total Expenditures:	(\$36,032,700)
=	Current Fund Balance:	\$48,537,225
Awards		
<i>this</i>	Total Funds Deposited:	\$84,569,925
	Standard Projects:	\$33,834,976
	Energy Related Projects ² :	\$6,737,815
<i>minus</i>	Total Fund Benefits Awarded³:	\$40,572,791
=	Total Fund Benefits Available to be awarded by the WNYPPAB⁴:	\$43,997,134
Energy-Related Projects		
<i>this</i>	Minimum Amount (15%) of the Fund Dedicated to Energy-Related Projects:	\$12,458,700
<i>minus</i>	Total Awards (8%) Made for Energy-Related Projects to Date (not including today):	\$6,737,815
=	Fund Benefits Currently Available to be Awarded for Energy-Related Projects Only:	\$5,720,885
Today's Recommendations		
<i>this</i>	Standard Projects:	\$1,541,205
<i>plus</i>	Energy-Related Projects or Project Components:	\$0
=	2 Total Recommendations Before the WNYPPAB Today:	\$1,541,205
Expansion Power ("EP") and Replacement Power ("RP") Summary		
<i>this</i>	Estimated Unallocated EP and RP to Date (MW):	108
<i>plus</i>	Estimated Allocated but Unused Hydropower to Date (MW) ⁵ :	138
=	Total Estimated Unutilized EP and RP to Date (MW)⁶:	246

¹ The "Fund", known as the "Western New York Economic Development Fund", is created and administered by the New York Power Authority ("NYPA"). It is funded with the aggregate excess of revenues ("Net Earnings") received by NYPA from the sale of Expansion Power ("EP") and Replacement Power ("RP") produced at NYPA's Niagara Power Project that is 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 EP or RP customer.

² As defined by the Western New York Power Proceeds Allocation Act, a minimum of 15% of Fund Benefits shall be dedicated to "energy-related projects, programs and services". 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.

³ Funds awarded to applicants to the Fund who are recommended for an award by the WNYPPAB and approved by the NYPA Trustees are known as "Fund Benefits." Disbursement of Fund Benefits is subject to satisfaction of certain terms and conditions.

⁴ Total Fund Benefits Available to Be Awarded is calculated as Total Funds Deposited minus the sum of Total Fund Benefits Awarded and Total Administrative Expenses Withdrawn.

⁵ The NYPA Trustees may allocate EP or RP to eligible companies. Such customers may use the entire allocation, or such customers may "take down" only a portion of the allocation based on their needs at the time. EP and RP that is unallocated, or that is allocated but not taken down, is eligible to be used for WNYEDF "Net Earnings".

⁶ Unutilized EP and RP consists of an estimate of both unallocated hydropower and allocated hydropower that has not been taken down by customers.

WNYEDF Awards by County⁷

WNYPPAB Recommendati (Multiple Items)

County	Company	WNYPPAB Approvals (\$)
Erie	425 Michigan Ave, LLC	\$500,000
	Coolture	\$210,000
	Eden Valley Growers	\$80,000
	Field & Fork Network	\$166,912
	Ford Motor Company	\$1,000,000
	Forest Lawn Heritage Foundation	\$150,000
	Innomotive Solutions Group LLC	\$150,000
	Launch NY	\$5,418,000
	Living Green Insulation Products and Services, LLC	\$40,946
	Michigan Street African American Heritage Corridor Commission,	\$250,000
	Nexus Natural Gas LLC	\$570,000
	OSC Manufacturing & Equipment Services, Inc.	\$562,500
	PLS III LLC dba We Care Transportation Services	\$1,000,000
	Visit Buffalo Niagara	\$250,000
	43North LLC	\$6,000,000
	Explore and More...A Childrens Museum	\$1,700,000
	Amos Zittel & Sons	\$380,000
	D'Youville College	\$400,000
	Martin House Restoration Corporation	\$700,000
	General Mills	\$500,000
	Buffalo Arts and Technology Center	\$418,768
	43 North LLC (II)	\$6,000,000
	43North LLC (II)	\$2,000,000
	CL New Co., Inc. dba Campus Labs	\$400,000
	Invest Buffalo Niagara	\$65,836
	PostProcess Technologies, LLC	\$90,000
	Triad Recycling and Energy Corp.	\$150,000
	Hauptman - Woodward Medical Research Institute	\$1,000,000
	River Road Research, Inc.	\$220,000
	Eastman Machine Company	\$170,000
Hispanic Heritage Council of WNY, Inc.	\$300,000	
Launch New York, Inc.	\$250,000	
Buffalo Niagara Convention & Visitors Bureau, Inc.	\$120,000	
Erie Total		\$31,212,962
Genesee	Yancy's Fancy, Inc.	\$500,000
	Plug Power	\$1,500,000
Genesee Total		\$2,000,000
Niagara	Aquarium of Niagara	\$1,750,000
	Diversified Manufacturing, Inc.	\$450,000
	Global Outreach Mission, Inc.	\$102,829
	Niagara University	\$285,000
	Washington Mills	\$140,000
	NFIA Stakeholders Group, Inc.	\$24,750
	The WNY Women's Foundation, Inc.	\$100,000
	Cambria Asphalt Products	\$72,750
	Borderworx Logistics, LLC	\$285,000
	Tulip Manufacturing	\$1,000,000
	Niagara University (II)	\$500,000
	NFIA Stakeholders Group, Inc. (II)	\$90,000
	Platters Chocolates	\$200,000
	Niagara Falls National Heritage Area	\$200,000
	Moog, Inc.	\$1,600,000
	Historic Palace, Inc.	\$142,000
	Carousel Society of the Niagara Frontier	\$30,000
Ashdan Screw Machine Products, Inc.	\$12,500	
The Center for Kashmir, Inc.	\$225,000	
Niagara Total		\$7,209,829
Orleans	Quorum Group LLC dba Takeform Architectural Graphics	\$150,000
Orleans Total		\$150,000
Grand Total		\$40,572,791

⁷ The companies in this list are the applicants to the Fund whose proposed projects were recommended for an award of Fund Benefits by the WNYPPAB.

*The "Energy Projects (\$)" amount represents the estimated portion of each award that the WNYPPAB considers to be an "energy-related project" as defined by the Western New York Power Proceeds Allocation Act and in accordance with EDL § 189-a(6) (see footnote 2 above for more detail).

4. Awards of Fund Benefits from the Western New York Economic Development Fund – Round 31

Ms. Emily Alkiewicz, Manager of Business Power Allocations and Compliance, submitted the following report and resolution for consideration and adoption:

Applications for Fund Benefits from the Western New York Economic Development Fund

“SUMMARY

The Western New York Power Proceeds Allocation Board (“Allocation Board” or “Board”) is requested to recommend to the Board of Trustees of the Power Authority of the State of New York (“NYPA” or “Authority”) that an award of Fund Benefits be made to Top Seedz, LLC (“Top Seedz”) and Economic Development Group, Inc. dba Northland Workforce Training Center (“NWTC”). The projects and award amounts being recommended are discussed in Exhibits “A”, “A-1” and “A-2”.

BACKGROUND

1. Western New York Power Proceeds Allocation Act

The Western New York Power Proceeds Allocation Act (the “Act”) was signed into law on March 30, 2012. The Act provides for the creation, by the Authority, of the Western New York Economic Development Fund (“Fund”). The Fund consists of the aggregate excess of revenues received by the Authority from the sale of Expansion Power (“EP”) and Replacement Power (“RP”) produced at NYPA’s Niagara Power Project that was sold in the wholesale energy market over what revenues would have been received had such energy been sold on a firm basis to an eligible EP or RP customer under the applicable tariff or contract.

Under the Act, an “eligible applicant” is a private business, including a not-for-profit corporation. “Eligible projects” is defined to mean “economic development projects by eligible applicants that are physically located within the state of New York within a thirty-mile radius of the Niagara power project located in Lewiston, New York that will 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.” Eligible projects include, for example, capital investments in buildings, equipment, and associated 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 state tourism and business; and energy-related projects.

Eligible projects do not include 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; or retail businesses as defined by the board, including without limitation, sports venues, gaming and gambling or entertainment-related establishments, residential properties, or places of overnight accommodation.

Fund Benefits have been provided to successful eligible applicants in the form of grants. It is anticipated that Fund Benefits will be disbursed as reimbursement for expenses incurred by an Eligible Applicant for an Eligible Project, or for proposed eligible expenditures to be incurred by the eligible applicant for an eligible project when NYPA has authorized advance disbursements.

At least 15% percent of the Fund is dedicated to eligible projects which are “energy-related projects, programs and services,” which is defined as “energy efficiency projects and services, clean energy technology projects and services, and high performance and sustainable building programs and services, and the construction, installation and/or operation of facilities or equipment done in connection with any such projects, programs, or services.

Allocations of Fund Benefits may only be made based on moneys that have been deposited in the Fund. No award may encumber funds that have not been deposited in the Fund.

2. Western New York Power Proceeds Allocation Board

Under the Act, the Allocation Board is charged with soliciting applications for Fund Benefits, reviewing applications, making eligibility determinations, evaluating the merits of applications for Fund Benefits, and making recommendations to NYPA on Fund Benefit awards. The Allocation Board uses the criteria applicable to EP, RP and PP allocations, and for revitalization of industry, provided for in Public Authorities Law § 1005. Additionally, the Board is authorized to consider the extent to which an award of Fund Benefits is consistent with the strategies and priorities of the Regional Economic Development Council having responsibility for the region in which an eligible project is proposed.

At its meeting on March 4, 2013, the Board, in accordance with the Act, adopted by-laws, operating procedures, guidelines related to the application, and a form of application. A copy of the relevant criteria (collectively, "Program Criteria"), adapted from this Board's "Procedures for the Review of Applications for Fund Benefits," is attached as Exhibit "B" to this report.

The Board also defined "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."

3. Application Process

Initially, the Allocation Board established a series of application due dates coupled with a schedule of dates the Board expected to meet to consider applications. The program was initially promoted through a media release and with assistance from state and local entities, including the Western New York and Finger Lakes Regional Economic Development Councils, ESD and local and regional economic development organizations within the State. A webpage was created that is hosted on WWW.NYPA.GOV/WNYPPAB with application instructions, a link to the approved application form and other program details including a contact phone number and email address staffed by the Western New York Empire State Development regional office. As the program is now well-known, a rolling application process is used, and the Allocation Board meets regularly to consider applications for Fund Benefits.

DISCUSSION AND RECOMMENDATIONS TO THE BOARD

In this thirty-first round, the Allocation Board has before it two applications that have been made available to the Board for review. Staff analyzed the applications and is now making recommendations to the Board.

As detailed in Exhibit "A-1", Top Seedz seeks funds to support its expansion into a 34,379 square foot leased facility in Buffalo where it will add machinery and equipment to meet increased demand. Facility improvement costs, namely power upgrades required to support automated equipment, are substantially higher than originally anticipated and have caused a funding gap that can be addressed by an award of Fund Benefits. Top Seedz would spend approximately \$4.6M on its project, retain 42 and create 11 full time positions over the next 7 years.

As detailed in Exhibit "A-2", NWTC seeks funds to expand its course offering to include an Automotive Service Technician training program that will provide students with the education and experience necessary to become an automotive service technician and meet rising regional demand. Instruction will follow the Applicant's model of combining classroom and lab-based, hands-on learning with wrap around services so that students have a meaningful opportunity to learn this trade. The program will include six related courses and provide a Certificate and 27 transferable credits upon completion. NWTC would spend approximately \$4.3M on its project.

Based on a review of these applications and consideration of relevant Program Criteria, Staff recommends that the Allocation Board recommend to the NYPA Trustees that these applicants receive an award of Fund Benefits in the amounts indicated on Exhibits "A", "A-1" and "A-2".

To the extent these applications propose projects that must receive approval and/or comply with other legal requirements, such as the State Environmental Quality Review Act, before the projects may proceed, Staff recommends that any affirmative recommendation by the Board for such a project not be forwarded to the NYPA Board of Trustees for action until after the Board receives appropriate notification that all such approvals and requirements have been satisfied, and that such recommendations be made subject to further consideration by the Board in the event that such approvals and/or legal requirements are not satisfied.

PROJECT STATUS

Under the Act, a recommendation for Fund Benefits by the Allocation Board is a prerequisite to an award of Fund Benefits by NYPA. Upon a showing of good cause, NYPA has discretion to adopt the Allocation Board's recommendations or to award Fund Benefits in different amounts or on different terms than recommended by the Board. In addition, the Authority is authorized to include in any contract providing for the implementation of an award ("Award Contract") any terms and conditions that NYPA deems appropriate.

Given the preliminary stage of the projects identified in the accompanying Exhibits, Staff is not able to recommend proposed definitive terms and conditions that should be included in any Board recommendation for an award. Accordingly, except as otherwise indicated, Exhibits "A-1" and "A-2" offer general considerations relating to disbursement of fund benefits for NYPA's consideration. It is anticipated that NYPA staff, in consultation with Board Staff, will negotiate final terms and conditions if an award is made after the receipt of more detailed information concerning the project.

RECOMMENDATION

Based on the foregoing discussion and information, Staff recommends that the Allocation Board recommend to the NYPA Board of Trustees that the applicants listed in Exhibits "A", "A-1" and "A-2" receive an award of Fund Benefits in the amount recommended in the Exhibits for the project proposed.

For the reasons stated, Staff recommends the adoption of the above-requested action by adoption of the resolution below."

Recommendation for Top Seedz, LLC

Ms. Alkiewicz stated that staff is recommending that the Power Proceeds Allocation Board recommend a Fund Benefit award of \$366,605 (three hundred and sixty-six thousand six hundred and five dollars) to Top Seedz LLC to support its relocation to a 34,379 square-foot leased facility at 101 Oak Street in Buffalo where it will introduce automation to meet an expected increase in orders, retain 42 jobs and create 11 new jobs by 2030.

Top Seedz is a Limited Liability Company that was established in 2017 in Buffalo, NY. The company produces hand-made seed crackers, roasted seeds, raw seeds, and seed cracker mix (aka cake mix for crackers). All products are organic, gluten-free, and vegan and sold throughout the United States in grocery stores and specialty shops.

The Company was founded by Rebecca Brady, who launched it with a \$5,000 investment to capitalize on her passion for flavor and nutrition. In 2021, Top Seedz was the \$1M grand prize winner of the 43 North Business Competition and, in 2022, was recognized by Good Housekeeping with its Healthy Snack Award.

The project cost consists of machinery and equipment and facility improvement expenses related to power upgrades required to support the automated equipment.

Top Seedz anticipates product demand increasing from 1.5 million boxes to 6 million boxes annually.

Several aspects of this Project support a recommendation favoring a Fund Benefit award and they are as follows:

- 1) *The fund award will allow the applicant to close a funding gap caused by unanticipated cost increases associated with power upgrades required for the location to accommodate the expansion.*
- 2) *It will also help the applicant retain 42 employees and create 11 new jobs over a seven-year period. In addition, the company will continue to hire from the region's refugee community, paying an approximate wage of \$67,000 annually.*
- 3) *The fund award will support a Women-Owned Business Enterprise, with a national certification, seeking to intentionally grow its business in downtown Buffalo.*

In closing, Ms. Alkiewicz said that the project aligns well with Buffalo's 4-year Strategic Plan (2023-2027) by directly supporting goals associated with the creation of economic opportunities and mobility within the city of Buffalo. The project also aligns with the Western NY Regional Economic Development Council's ("REDC") strategies and priorities focused on developing the region's workforce inventory, which includes unemployed, underemployed and those living under the federal poverty level.

On motion made by Member Dennis Elsenbeck and seconded by Brenda McDuffie, staff's recommendation to award \$366,605 to Top Seedz LLC was unanimously adopted.

Recommendation for The Economic Development Group, Inc. dba Northland Workforce Training Center

Ms. Alkiewicz stated that staff is recommending that the Power Proceeds Allocation Board recommend a Fund Benefit award of \$1,174,600 (one million one hundred and seventy-four thousand six hundred dollars) to The Economic Development Group, Inc. d/b/a Northland Workforce Training Center to expand its course offerings to include an Automotive Service Technician training program in partnership with SUNY Erie Community College.

Northland Workforce Training Center is a 501 C-3 organization that was established in 2018. Located in East Buffalo, the training center is an industry-driven, public-private partnership between employers, educational institutions, community and faith-based organizations and state and local government that is focused on closing skills gaps and creating training, co-ops, internships, apprenticeships, and permanent employment to underserved populations seeking high-paying, advanced manufacturing and energy careers.

The training center currently offers 4-credit, certificate, and degree programs focused on welding technology, electrical construction and maintenance electrician, CNC manufacturing/machining, and mechatronics.

The training center provides educational opportunities at little to no cost to individuals with financial need and is uniquely designed to reduce major barriers that prohibit students from enrolling in, and completing post-secondary education such as transportation, childcare, academic readiness, and affordability.

The training center is the anchor of the Northland Beltline redevelopment project, which focuses on the redevelopment of multiple vacant buildings and properties in an approximately 35-acre historic manufacturing district located on Buffalo's East Side.

This project would support the Automotive Service Technician Certificate program which will provide students with the knowledge and experience necessary to become automotive service technicians. The program will consist of classroom and lab-based hands-on learning so that students have practical opportunities to sharpen their skills. Graduates of the Automotive Service Technician Certificate will be eligible for technician, lead technician, assistant foremen, shop foremen, parts manager, service advisor, and salesperson positions.

The funds are needed to outfit the lab and rent additional space for coursework. Project costs also consist of machinery and equipment, compressors, plumbing, exhaust filtration, vehicles, subscriptions, consumables, furnishings, and storage.

Several aspects of this Project support a recommendation favoring a Fund Benefit award which are as follows:

- 1) A Proceeds award will address a funding gap and allow the Applicant to launch this training program.*
- 2) This project will directly target enrollment to populations including the unemployed or underemployed, displaced employees from retail, hospitality, and food service sectors, and those that are otherwise disadvantaged. The Northland Workforce Training Center consistently reaches its annual enrollment goal of 300-400 students, many of whom are from historically underrepresented populations including women, people of color, the justice-involved, and first-generation college students.*
- 3) The success of the training center is built, in part, on offering programs that train people for jobs that are needed by the region's industries. According to the New York State Department of Labor, the demand for vehicle mechanics, installers, and repairers will increase to over 5,000 new employees needed for the workforce by 2028. The program will provide students with skills needed to fill these automotive positions and pay an annual salary range of \$36,000 - \$63,000.*

In closing, Ms. Alkiewicz said that the Project aligns well with the Western NY REDC strategies and priorities as this Applicant is listed among its Strategy for Prosperity. It also aligns with the Buffalo Urban Redevelopment Plan.

On motion made by Member Brenda McDuffie and seconded by Member Deanna Brennen, staff's recommendation to award \$1,174,600 to The Economic Development Group, Inc. d/b/a Northland Workforce Training Center was adopted with Member Dennis Elsenbeck recused from the vote.

On motions made and seconded, the following resolution was adopted.

NOW THEREFORE BE IT RESOLVED, That the Western New York Power Proceeds Allocation Board ("Board") hereby recommends that the Power Authority of the State of New York ("NYPA") make an award of Fund Benefits to the applicants recommended in the foregoing report, for the reasons set forth in the therein and any attachments thereto; provided that (i) if an application proposes a project that must receive approvals and/or comply with other legal requirements, such as the State Environmental Quality Review Act, before it may proceed, the recommendation for such application shall not be forwarded to NYPA until Staff, on behalf of the Board, receives appropriate notification that such legal approvals and/or requirements which are necessary for the project(s) to proceed have been satisfied, and (ii) such recommendations shall be subject to further Board review in the event that such approvals and/or legal requirements are not satisfied; and be it further

RESOLVED, That Staff is authorized on behalf of the Board to transmit the Board's decision and recommendations to NYPA subject to the qualification stated above regarding legal approvals and/or requirements, and to do any and all things and take any and all actions to effectuate the Board's decision and the foregoing resolution.

Other Business

5. Next Meeting and Adjournment

The next meeting of the Western New York Power Proceeds Allocation Board is scheduled to be held on Tuesday, October 3, 2023 at 3:00 p.m.

Upon motion made by member Deanna Brennen and seconded by member Brenda McDuffie, the meeting was adjourned at approximately 3:18 p.m.

Karen Delince

Karen Delince
Corporate Secretary

Exhibit "A"

8/10/2023

Applications for Proceeds and Fund Recommendations

Line	Business	City	County	Economic Development Region	Project Description	Project Type	Recommended Award Amount	Total Project Cost	Jobs Retained	Jobs Created
1	Top Seedz LLC	Buffalo	Erie	Western NY	Expansion	Business Investment	\$366,605	\$4,646,185	42	11
2	Economic Development Group, Inc. dba Northland Workforce Training Center	Buffalo	Erie	Western NY	New Training Program	Workforce Development	\$1,174,600	\$4,324,600	0	0
Total:							\$1,541,205	\$8,970,785	42	11
Total Jobs Created & Retained:									53	



Western NY Power Proceeds Allocation Board

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Western New York Economic Development Fund Recommendation Memo

EXHIBIT A-1

Applicant Name:	Top Seedz LLC (“Top Seedz”)	REDC Region:	Western New York
Project Type:	Business Investment	County:	Erie
Industry:	Manufacturing	Locality:	Buffalo
Amount Requested:	\$366,605	Start Date:	October 1 2023
		Finish Date:	December 31 2024
RECOMMENDED OFFER			
Recommended Total Award:	\$366,605		
Total Project Cost:	\$4,646,185		
% of Project Cost Recommended:	8%		
PROJECT BUDGET (Proposed by Applicant)			
Use of funds	Amount	Source of Funds	Amount
Machinery & Equipment	\$3,571,185	WNY EDF	\$366,605
Power Upgrade/Renovation	\$1,075,000	Equity	\$1,582,978
		Senior Debt	\$1,100,000
		Equipment Financing	\$846,602
		Subordinate Debt	\$750,000
Total:	\$4,646,185	Total:	\$4,646,185
REGIONAL IMPACT MEASUREMENTS			
Job Commitments:	Applicant will retain 42 and create 11 full time equivalents (“FTE”) at the project location over seven years.		
Average Salary of Jobs:	\$67,450		
Indirect Jobs Created:	N/A		
Other Impact:			
PROJECT DESCRIPTION (Adapted from Application)			

Top Seedz is a Limited Liability Company that a makes unique, award-winning artisan seed crackers and roasted seeds out of a 6,500 square foot facility in Cheektowaga where it produces 1.5M boxes of crackers annually through a labor-intensive process.

Top Seedz anticipates demand climbing to approximately 6M boxes a year and is seeking funds to support its expansion into a 34,379 square foot leased facility at 101 Oak St, Buffalo (the “Project”) where it will add machinery and equipment to meet increased orders and hopes to grow revenues to over \$25M by 2026. Facility improvement costs, namely power upgrades required to support automated equipment, are higher than originally anticipated, and therefore a funding gap exists that will compel the Applicant to postpone its expansion unless additional funding sources can be secured.

The Project will help Top Seedz to retain its current workforce of 42 FTE and create 11 FTEs by 2030.

OTHER ECONOMIC DEVELOPMENT BENEFITS RECEIVED

ESD	43N Award		\$1,000,000
ESD	Excelsior Tax Credits		\$315,000
ECIDA	RDC Loan		\$750,000
			\$2,065,000

PREVIOUS STATE ASSISTANCE OFFERED OR PROVIDED

TYPE	AMOUNT	STATUS
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BASIS FOR RECOMMENDATION

- Allows the Applicant to close a funding gap.
- Helps the Applicant:
 - Retain 42 FTEs and create 11 FTEs over a seven-year period.
 - Continue efforts to hire from the region’s marginal work force and pay an annual livable wage of up to \$67K.
 - Upskill its existing workforce by training them in operating new machinery and equipment.
 - Achieve higher sales and profitability by lowering operating costs and increasing gross margins.
- Supports a WBENC (National Certification) owned business that purposely seeks to grow its business in downtown Buffalo.
- Support for this Project aligns well with:
 - Buffalo’s 4-year Strategic Plan (2023-2027) by directly supporting goals associated with creation of economic opportunities and mobility within the city of Buffalo.
 - WNY REDC strategies and priorities focused on developing the region’s workforce inventory, which includes unemployed, underemployed and those living under the federal poverty level.

ANTICIPATED DISBURSEMENT TERMS

Fund Benefits would be used to reimburse the Applicant for a portion of machinery and equipment costs. It is anticipated that: (1) funds would be disbursed in arrears upon completion of the Project; and (2) reimbursement would be made upon presentation to NYPA of invoices and such other documentation acceptable to NYPA such as verification that the Applicant has incurred eligible expenses of approximately \$4.65M and is compliant with yearly job commitments.



Western NY Power Proceeds Allocation Board

KATHY HOCHUL
Governor

ANTHONY J. COLUCCI III
Chairman

**Western New York Economic Development Fund Recommendation Memo
EXHIBIT A-2**

Applicant Name:	The Economic Development Group, Inc. d/b/a Northland Workforce Training Center ("NWTC")	REDC Region:	Western New York
Project Type:	Workforce Development	County:	Erie
Industry:	Not for Profit	Locality:	Buffalo
Amount Requested:	\$1,174,600	Start Date:	February 1 2024
		Finish Date:	August 30 2034
RECOMMENDED OFFER			
Recommended Total Award:	\$1,174,600		
Total Project Cost:	\$4,324,600		
% of Project Cost Recommended:	27%		
PROJECT BUDGET (Proposed by Applicant)			
Use of funds	Amount	Source of Funds	Amount
1. Tuition	\$3,150,000	WNY EDF	\$1,174,600
2. Rent	\$759,600	Federal, State and Local Funds	\$3,150,000
3. Machinery & Equipment	\$320,000		
4. Comp., Plumb., Exhaust, 3 Vehicles	\$70,000		
5. Subscriptions, Consumables	\$15,000		
6. Furnishings & Storage	\$10,000		
Total:	\$4,324,600	Total:	\$4,324,600
REGIONAL IMPACT MEASUREMENTS			
Job Commitments:	The Funding Track under which the application was submitted does not require job-related commitments.		
Average Salary of Jobs:	N/A		
Indirect Jobs Created:	N/A		
Other Impact:			
PROJECT DESCRIPTION (Adapted from Application)			

Located in East Buffalo, the Northland Workforce Training Center (“NWTC”), a not-for-profit corporation is an industry-driven, public-private partnership between employers, educational institutions, community and faith-based organizations and state and local government that is focused on closing skills gaps and creating training, co-ops, internships, apprenticeships, and permanent employment to underserved populations seeking well-paying advanced manufacturing and energy careers.

A shift towards electric and autonomous vehicles is increasing demand for individuals trained in advanced auto technology to the extent that several area automotive businesses have indicated great need for people with related skills. As such, the Applicant is seeking funds to expand its course offerings to include an Automotive Service Technician training program in partnership with SUNY Erie Community College, one of NWTC’s academic institution partners. The Applicant estimates that the program will enroll 45 students per year for 10 years. The program will provide students with the education and experience necessary to become an automotive service technician. Instruction will follow the Applicant’s teaching model of combining classroom and lab-based, hands-on learning with wrap around services so that students have a meaningful opportunity to learn this trade. The program will include the following courses and provide a Certificate upon completion:

- Introduction to Automotive- 2 credit hours.
- Major Automotive Systems - 3 credit hours.
- Automotive Maintenance and Shop Operations- 4 credit hours.
- Automotive Chassis Systems 1 - 6 credit hours.
- Automotive Electrical - 6 credit hours.
- Engine Performance 1 - 6 credit hours.

Graduates will be eligible for technician, lead technician, assistant forepersons, shop forepersons, parts manager, service advisor, and salesperson positions.

OTHER ECONOMIC DEVELOPMENT BENEFITS RECEIVED

n/a			\$
			\$

PREVIOUS STATE ASSISTANCE OFFERED OR PROVIDED

TYPE	AMOUNT	STATUS
Buffalo Billion	\$65M	Project Completed

BASIS FOR RECOMMENDATION

- A Proceeds award will address a funding gap and allow the Applicant to launch this program.
- The Applicant’s success is built on training people for jobs needed by the region’s industries. According to the New York State Department of Labor, the demand for vehicle mechanics, installers, and repairers is expected to increase through 2028.
- Target enrollment includes the unemployed, underemployed, displaced employees, and those that are otherwise disadvantaged. The Applicant consistently reaches its annual enrollment

goal of 300-400 students, many of whom are from historically underrepresented populations including women, people of color, the justice-involved, and first-generation college students.

- The Applicant has exceeded its benchmark of 75% of graduates placed into employment (currently 82.5%). Placements have enjoyed an average starting wage of \$36K, which is higher than Erie County’s annual salary for a single adult (\$34,091 in 2022), based on MIT's Living Wage Calculator. Its current graduation rate is 60.9%, which is nearly three times the national average for community colleges.
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- Aligns well with:
 - the WNY REDC strategies and priorities as the Applicant is included in its Strategy for Prosperity.
 - Buffalo Urban Redevelopment Corporation’s Northland Redevelopment Plan.

ANTICIPATED DISBURSEMENT TERMS

Fund Benefits would be used to reimburse the Applicant for items 2 – 6 appearing in the Use of Funds section. It is anticipated that items 3 – 6 will be incurred to prepare for the program’s commencement and items 1 and 2 will be incurred over the program’s 10-year duration. Reimbursement for most expenses would be made in arrears upon presentation to NYPA of invoices and other documentation deemed acceptable to NYPA such as verification that the Applicant has incurred eligible expenses of approximately \$806K in year 1 and \$391K annually in years 2 through 10 (\$3.5M total) for a total project cost of approximately \$4.3M. Financial support for other expenses would likely be made in a different manner that would be worked out with the Applicant.



KATHY HOCHUL
Governor

Western NY Power Proceeds Allocation Board

ANTHONY J. COLUCCI III
Chairman

Exhibit B

Criteria adapted from the Western NY Power Proceeds Allocation Board's "Procedures for the Review of Applications for Fund Benefits"

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.¹ 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 startups in strategic industries and facilitates the commercialization of products that can lead to job growth in the Region.

¹ 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.

- 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.² 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>.
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.

² 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.

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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