

NEW YORK STATE URBAN DEVELOPMENT CORPORATION

d/b/a Empire State Development Corporation
Meeting of the Directors
University of Rochester Medical Center
415 Elmwood Avenue
Natapow Conference Room, No. 1-9545
Rochester, New York 14642

and

633 Third Avenue
37th Floor Conference Room
New York, New York 10017

December 18, 2009

MINUTES

In Attendance

Directors:

Derrick D. Cephas, Acting Chair
Dennis M. Mullen, Chairman and CEO Designate
Kevin S. Corbett
Patricia Meadow - Designee - Superintendent
- New York State Department of Banking

ESD Officers:

Jacqueline Dalton, Vice President -
Portfolio Management
Peter Davidson, Executive Director
Robert Godley, Treasurer
Warner Johnston, Vice President, Public
Affairs
Anita W. Laremont, Senior Vice President and
General Counsel - Legal
Sheri Lippowitsch, Vice president - Loans
and Grants
Eileen McEvoy, Corporate Secretary
Kathleen Mize, Comptroller
Frances A. Walton, Chief Financial Officer
Douglas Wehrle, Senior Vice President -
Loans and Grants

**Also Present
for ESD:**

Stephen Gawlik, Deputy General Counsel -
Upstate
Edward Muszynski, Area Director - Rochester
Regional Office
Jonathan Springer, Vice President - Real
Estate and Project Finance

Also Present:

The Public
The Press
The Media

The meeting of the Directors of the New York State Urban Development Corporation ("UDC") d/b/a Empire State Development Corporation ("ESD" or the "Corporation") was called to order at 10:35 a.m. by Acting Chairman Cephas. It was noted for the record that the time and place of the meeting had been given in compliance with the New York State Open Meetings Law.

Acting Chairman Cephas then turned the business of the meeting over to Dennis Mullen.

First, Mr. Mullen set forth the guidelines regarding comments by the public on matters on the Agenda.

Mr. Mullen then asked the Directors to approve the Minutes of the November 19, 2009 Directors' meeting. There being no

changes or corrections, upon motion duly made and seconded, the following resolution was unanimously adopted:

12705. APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE NOVEMBER 19, 2009 MEETING OF THE DIRECTORS OF THE NEW YORK STATE URBAN DEVELOPMENT CORPORATION

RESOLVED, that the Minutes of the meeting of the Corporation held on November 19, 2009 as presented to this meeting, are hereby approved and all actions taken by the Directors presented at such meetings as set forth in such Minutes, are hereby in all respects ratified and approved as actions of the Corporation.

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Mr. Mullen then asked Mr. Lee to begin the presentation of the Discretionary Projects on the Agenda.

Mr. Lee presented items 2 through 6 as referenced on the meeting Agenda. Mr. Lee began his presentation on each of the items to be considered by the Directors.

Following Mr. Lee's presentation regarding the Champlain Bridge Recovery Fund item, Mr. Mullen noted that he has been in the area to observe the situation and to meet with the local people and that not only are these funds needed, they are also greatly appreciated. He went on to praise the dedicated efforts of the ESD and DED staff working there to make this very difficult situation as palatable as possible.

Director Corbett then commented favorably with regard to this action. He then asked Mr. Lee how long these funds will last versus the time when the bridge will reopen.

Mr. Mullen stated that while the funds may not last as long as ESD originally anticipated, the Corporation is hopeful that the funds will see the community through the entire challenge that lies ahead.

Mr. Lee continued his presentation providing a brief synopsis of the remaining items.

In summary, Mr. Lee noted that the Directors were being asked to approve four grants totaling \$5,736,205 that will leverage approximately \$55 million of investments, ensure the retention of 253 existing jobs and the creation of 518 new jobs in New York State.

Following Mr. Lee's full presentation, Mr. Mullen called for any further questions or comments with regard to the foregoing.

Hearing none, and upon motion duly made and seconded, the

following resolutions were unanimously adopted:

12706. Essex County - Champlain Bridge Recovery Fund - Increased Transport Costs & Retail Assistance Programs - Empire State Economic Development Fund - General Development Financing (Working Capital Grants) - Findings and Determinations Pursuant to Sections 16-m and 10(g) of the Act - Authorization to Adopt Guidelines; Authorization to Make Grants; Authorization to Take Related Actions

RESOLVED, that the Corporation hereby authorizes the Champlain Bridge Recovery Fund - Increased Transport Costs & Retail Assistance Programs (the "Programs"), described in the materials presented in this meeting, a copy of which has been presented to this meeting and is ordered filed with the records of the Corporation, to provide assistance in accordance with Section 16-m and 10 (g) of the New York State Urban Development Corporation Act of 1968 (the "Act"); and be it further

RESOLVED, that with respect to the Programs, the Corporation makes the following findings pursuant to Section 16-m and Section 10(g) of the Act:

1. The proposed project would promote the economic health of New York State by facilitating the creation or retention of jobs or would increase activity within a municipality or region of the state or would enhance or help to maintain the economic viability of family farms.
2. The proposed project would be unlikely to take place in New York State without the requested assistance.
3. The project is reasonably likely to accomplish its stated objectives and the likely benefits of the project exceed costs.
4. There are no families or individuals to be displaced from the project area; and be it further

RESOLVED, that the Corporation hereby adopts the guidelines for the Programs, a copy of which has been presented to this meeting and is ordered filed with the records of the Corporation, and authorizes the Chairman and Chief Executive Officer-Designate of the Corporation, or his designee(s), to amend, from time to

time, such guidelines (such guidelines, as they may from time to time be amended, the "Guidelines") as he or she deems necessary or appropriate to effectuate the purposes of the program; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation, or his designee, is authorized to proceed with and make all necessary amendments to the rules and regulations promulgated by the Corporation for the Economic Development Fund in order to implement the Programs; and be it further

RESOLVED, that the Corporation is hereby authorized to make grants to eligible recipients pursuant to the Programs in accordance with the Guidelines and these Materials (each such grant being hereby authorized) in order to effectuate the purposes of the Programs; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, subsequent to the making of the grant, and each of them hereby is, authorized to take such actions and make such modifications to the terms of the grant as he or she may deem necessary or appropriate in the administration of the grant; and be it further

RESOLVED, that the provision of ESD financial assistance is expressly contingent upon: (1) the approval of the Public Authorities Control Board, if applicable, and (2) receipt of all other necessary approvals; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing resolutions.

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12707. Schenectady (Schenectady County) - GE Energy Capital - JOBS Now Program - Capital Grant - Findings and Determinations Pursuant to Section 10 (g) of the Act; Authorization to Adopt the Proposed General Project Plan; Authorization to Make a Grant and to Take

Related Actions

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Corporation, relating to the GE Energy Capital - JOBS Now Program - Capital Project (the "Project"), the Corporation hereby determines pursuant to Section 10 (g) of the New York State Urban Development Corporation Act of 1968, as amended (the "Act"), that there are no families or individuals to be displaced from the project area; and be it further

RESOLVED, that the Corporation does hereby adopt, subject to the requirements of Section 16(2) of the Act, the proposed General Project Plan (the "Plan") for the Project submitted to this meeting, together with such changes therein as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, a copy of which Plan, together with such changes, is hereby ordered filed with the records of the Corporation; and be it further

RESOLVED, that upon written finding of the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) that no substantive negative testimony or comment has been received at the public hearing held on the Plan, such Plan shall be effective at the conclusion of such hearing, and that upon such written finding being made, the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized to make to General Electric Company, acting through its GE Energy Division a grant for a total amount not to exceed Five Million Dollars (\$5,000,000) from the JOBS Now Program, for the purposes, and substantially on the terms and conditions, set forth in the materials presented to this meeting, with such changes as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, subject to the availability of funds and the approval of the State Division of the Budget; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, subsequent to the making of the grant, and each of them hereby is, authorized to take such actions and make such modifications to the terms of the grant as he or she may deem necessary or appropriate in the administration of the grant; and be it further

RESOLVED, that the provision of ESD financial assistance is expressly contingent upon: (1) the approval of the Public Authorities Control Board, if applicable, and (2) receipt of all other necessary approvals; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing resolutions.

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12708. Schenectady (Schenectady County) - GE Energy Capital - JOBS Now Program - Capital Grant - Determination of No Significant Effect on the Environment

RESOLVED, that based on the material submitted to the Directors with respect to the GE Energy Capital Project, the Corporation hereby determines that the proposed action will not have a significant effect on the environment.

* * *

12709. Cheektowaga (Erie County) - Cello-Pack MAP Capital - Empire State Economic Development Fund - General Development Financing (Capital Grant) - Findings and Determinations Pursuant to Sections 16-m and 10 (g) of the Act; Authorization to Adopt the Proposed General Project Plan; Authorization to Make a Grant and to Take Related Actions

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Corporation, relating to the Cello-Pack MAP Capital - Empire State Economic Development Fund - General Development Financing (Capital Grant) Project (the "Project"), the Corporation hereby determines pursuant to Sections 16-m and 10 (g) of the New York State Urban Development Corporation Act of 1968, as amended (the "Act"), that

1. The proposed project would promote the economic health of New York State by facilitating the creation or retention of jobs or would increase activity within a municipality or region of the state or would enhance or help to maintain the economic viability of family farms;
2. The project would be unlikely to take place in New York State without the requested assistance;
3. The project is reasonably likely to accomplish its stated objectives and that the likely benefits of the project exceed costs;
4. There are no families or individuals to be displaced from the project area; and be it further

RESOLVED, that the Corporation does hereby adopt, subject to the requirements of Section 16(2) of the Act, the proposed General Project Plan (the "Plan") for the Project submitted to this meeting, together with such changes therein as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, a copy of which Plan, together with such changes, is hereby ordered filed with the records of the Corporation; and be it further

RESOLVED, that upon written finding of the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) that no substantive negative testimony or comment has been received at the public hearing held on the Plan, such Plan shall be effective at the conclusion of such hearing, and that upon such written finding being made, the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized to make to Cello-Pack Corporation a grant for a total amount not to exceed four Hundred and Fifty Thousand Dollars (\$450,000) from the Empire State Economic Development Fund, for the purposes, and substantially on the terms and conditions, set forth in the materials presented to this meeting, with such changes as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, subject to the availability of funds and the approval of the State Division of the Budget; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, subsequent to the making of the grant, and each of them hereby is, authorized to take such actions and make such modifications to

the terms of the grant as he or she may deem necessary or appropriate in the administration of the grant; and be it further

RESOLVED, that the provision of ESD financial assistance is expressly contingent upon: (1) the approval of the Public Authorities Control Board, if applicable, and (2) receipt of all other necessary approvals; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing resolutions.

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12710. Ferndale (Sullivan County) - La Belle Farm Capital - Empire State Economic Development Fund - General Development Financing (Capital Grant) - Findings and Determinations Pursuant to Sections 16-m and 10 (g) of the Act; Authorization to Adopt the Proposed General Project Plan; Authorization to Make a Grant and to Take Related Actions

Comment [COMMENT1]: Page: 9
Use 16-m only for EDF projects, otherwise delete.
Use 10 (g) for all projects.

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Corporation, relating to the La Belle Farm Capital -- Empire State Economic Development Fund - General Development Financing (Capital Grant) Project (the "Project"), the Corporation hereby determines pursuant to Sections 16-m and 10 (g) of the New York State Urban Development Corporation Act of 1968, as amended (the "Act"), that

1. The proposed project would promote the economic health of New York State by facilitating the creation or retention of jobs or would increase activity within a municipality or region of the state or would enhance or help to maintain the economic viability of family farms;
2. The project would be unlikely to take place in New York State without the requested assistance;

3. The project is reasonably likely to accomplish its stated objectives and that the likely benefits of the project exceed costs;
4. There are no families or individuals to be displaced from the project area; and be it further

RESOLVED, that the Corporation does hereby adopt, subject to the requirements of Section 16(2) of the Act, the proposed General Project Plan (the "Plan") for the Project submitted to this meeting, together with such changes therein as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, a copy of which Plan, together with such changes, is hereby ordered filed with the records of the Corporation; and be it further

RESOLVED, that upon written finding of the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) that no substantive negative testimony or comment has been received at the public hearing held on the Plan, such Plan shall be effective at the conclusion of such hearing, and that upon such written finding being made, Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized to make to La Belle Farm, Inc. a grant for a total amount not to exceed One Hundred Seventy-Six Thousand, Two Hundred Five Dollars (\$176,205) from the Empire State Economic Development Fund, for the purposes, and substantially on the terms and conditions, set forth in the materials presented to this meeting, with such changes as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, subject to the availability of funds and the approval of the State Division of the Budget; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, subsequent to the making of the grant, and each of them hereby is, authorized to take such actions and make such modifications to the terms of the grant as he or she may deem necessary or appropriate in the administration of the grant; and be it further

RESOLVED, that the provision of ESD financial assistance is expressly contingent upon: (1) the approval of the Public Authorities Control Board, if applicable, and (2) receipt of all other necessary approvals; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing resolutions.

* * *

12711. Ferndale (Sullivan County) - La Belle Farm Capital - Empire State Economic Development Fund - General Development Financing (Capital Grant) - Determination of No Significant Effect on the Environment

RESOLVED, that based on the material submitted to the Directors with respect to the La Belle Farm Capital Project, the Corporation hereby determines that the proposed action will not have a significant effect on the environment.

* * *

12712. Liverpool (Onondaga County) - Syracuse Label MAP Capital - Empire State Economic Development Fund - General Development Financing (Capital Grant) - Findings and Determinations Pursuant to Sections 16-m and 10 (g) of the Act; Authorization to Adopt the Proposed General Project Plan; Authorization to Make a Grant and to Take Related Actions

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Corporation, relating to the Syracuse Label MAP Capital - Empire State Economic Development Fund - General Development Financing (Capital Grant) Project (the "Project"), the Corporation hereby determines pursuant to Sections 16-m and 10 (g) of the New York State Urban Development Corporation Act of 1968, as amended (the "Act"), that

1. The proposed project would promote the economic health of New York State by facilitating the creation or retention of jobs or would increase activity within a municipality or region of the state or would enhance or help to maintain

the economic viability of family farms;

2. The project would be unlikely to take place in New York State without the requested assistance;
3. The project is reasonably likely to accomplish its stated objectives and that the likely benefits of the project exceed costs;
4. There are no families or individuals to be displaced from the project area; and be it further

RESOLVED, that the Corporation does hereby adopt, subject to the requirements of Section 16(2) of the Act, the proposed General Project Plan (the "Plan") for the Project submitted to this meeting, together with such changes therein as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, a copy of which Plan, together with such changes, is hereby ordered filed with the records of the Corporation; and be it further

RESOLVED, that upon written finding of the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) that no substantive negative testimony or comment has been received at the public hearing held on the Plan, such Plan shall be effective at the conclusion of such hearing, and that upon such written finding being made, the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized to make to Syracuse Label Company, Inc. a grant for a total amount not to exceed One Hundred Ten Thousand Dollars (\$110,000) from the Empire State Economic Development Fund, for the purposes, and substantially on the terms and conditions, set forth in the materials presented to this meeting, with such changes as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, subject to the availability of funds and the approval of the State Division of the Budget; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, subsequent to the making of the grant, and each of them hereby is, authorized to take such actions and make such modifications to the terms of the grant as he or she may deem necessary or appropriate in the administration of the grant; and be it further

RESOLVED, that the provision of ESD financial assistance is expressly contingent upon: (1) the approval of the Public Authorities Control Board, if applicable, and (2) receipt of all other necessary approvals; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing resolutions.

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Next, Mr. Lee presented the Restore New York Consent Calendar for the Directors' approval.

Mr. Mullen then called for questions or comments from the Directors and from the public. Hearing none, and upon motion duly made and seconded, the following resolution was unanimously adopted:

12713. Statewide - Restore NY Communities - Capital Grants - Land Use Improvement Findings and Determinations Pursuant to Sections 10 (c), 10(g) and 16-n of the Act; Authorization to Adopt the Proposed General Project Plans; Authorization to Make Grants and to Take Related Actions

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Corporation, relating to the Restore NY Communities Capital Grant Projects (the "Projects"), the Corporation hereby determines pursuant to Sections 16-n and 10 of the New York State Urban Development Corporation Act of 1968, as amended (the "Act"), that

1. The area in which the project is to be located is a substandard or unsanitary area, or is in danger of becoming a substandard or unsanitary area and tends to impair or arrest sound growth and development of the municipality.
2. The project consists of a plan or undertaking for the clearance, replanning, reconstruction and rehabilitation of such area and for recreational and other facilities incidental or appurtenant thereto.
3. The plan or undertaking affords maximum opportunity for participation by private enterprise, consistent with the sound needs of the municipality as a whole.
4. There are no families or individuals displaced from the Project area; and be it further

RESOLVED, that the Corporation does hereby adopt, subject to the requirements of Section 16(2) of the Act, the proposed General Project Plans (the "Plans") for the Projects submitted to this meeting, together with such changes therein as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, a copy of which Plans, together with such changes, are hereby ordered filed with the records of the Corporation; and be it further

RESOLVED, that upon written findings of the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) that no substantive negative testimony or comment has been received at the public hearings held on the Plans, such Plans shall be effective at the conclusion of such hearings, and that upon such written findings being made, the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized to make to grants to the parties and for the amounts listed below from Restore NY Communities, for the purposes, and substantially on the terms and conditions, set forth in the materials presented to this meeting, with such changes as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, subject to the availability of funds and the approval of the State Division of the Budget; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized to make grants to the parties and for the amount listed below from Restore NY Communities, for the

purposes, and substantially on the terms and conditions, set forth in the materials presented to this meeting, with such changes as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, subject to the availability of funds and the approval of the State Division of the Budget; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, subsequent to the making of the grants, and each of them hereby is, authorized to take such actions and make such modifications to the terms of the grants as he or she may deem necessary or appropriate in the administration of the grants; and be it further

RESOLVED, that the provision of ESD financial assistance is expressly contingent upon: (1) the approval of the Public Authorities Control Board, if applicable, and (2) receipt of all other necessary approvals; and be it further

Restore NY Communities - Project Summary Table

	Project Name	Proj #	Grantee	Assistance up to
	Restore NY Communities Projects			
A.	Oneonta - RESTORE III - Bresee Block Redevelopment	W830	City of Oneonta	\$2,200,000
B.	Buffalo - RESTORE III Commercial and Mixed Use Center	W848	City of Buffalo	\$2,000,000
C.	Cape Vincent - RESTORE III - Roxy Hotel	W822	Village of Cape Vincent	\$1,532,286
D.	Sackets Harbor - RESTORE III - Madison Barracks	W795	Village of Sackets Harbor	\$735,000
E.	Tonawanda - RESTORE III - Spaulding Fibre Demolition	W851	City of Tonawanda	\$663,000
F.	Gowanda - RESTORE III - Historic Hollywood Theater	W866	Village of Gowanda	\$660,000
G.	Harrisville - RESTORE III - Dooley Drug Store	W817	Village of Harrisville	\$276,475
			TOTAL	\$8,066,761

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing

resolutions.

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12714. Buffalo (Erie County) - Buffalo - RESTORE III - Commercial and Mixed Use Center - Restore Communities 09-10 Capital Project - Determination of No Significant Effect on the Environment

RESOLVED, that based on the material submitted to the Directors with respect to the Buffalo-RESTORE III - Commercial and Mixed Use Center Project, the Corporation hereby determines that the proposed action will not have a significant effect on the environment.

* * *

12715. Cape Vincent (Jefferson County) - Cape Vincent - RESTORE III - Roxy Hotel - Restore NY Communities Capital Grant - Determination of No Significant Effect on the Environment

RESOLVED, that based on the material submitted to the Directors with respect to the Cape Vincent - RESTORE III - Roxy Hotel Project, the Corporation hereby determines that the proposed action will not have a significant effect on the environment.

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12716. Tonawanda (Erie County) - Tonawanda - RESTORE III - Spaulding Fibre Demolition - Restore NY Communities 08-09 Capital Grant - Determination of No Significant Effect on the Environment

RESOLVED, that based on the material submitted to the Directors with respect to the Tonawanda-RESTORE III-Spaulding Fibre Demolition Project, the Corporation hereby determines that the proposed action will not have a significant effect on the environment.

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12717. Gowanda (Cattaraugus County) - Gowanda - RESTORE III - Historic Hollywood Theater - Restore NY Communities 08-09 Capital Grant - Determination of No Significant Effect on the Environment

RESOLVED, that based on the material submitted to the Directors with respect to the Gowanda -RESTORE III - Historic Hollywood Theater Project, the Corporation hereby determines that the proposed action will not have a significant effect on the environment.

* * *

Next, Ms. Dalton requested authorization for ESD to amend its loan servicing contract with Greystone Servicing Corporation.

Following this presentation, Mr. Mullen called for questions or comments from the Directors and from the public. Hearing none, and upon motion duly made and seconded, the following resolution was unanimously adopted;

12718. Empire State Development Corporation - Loan Servicing Contract for Housing Portfolio - Authorization to Amend the Terms of the Contract for Loan Servicing with Greystone Servicing Corporation

BE IT RESOLVED, that upon the basis of the materials presented to this meeting (the "Materials"), a copy of which is hereby ordered filed with the records of the Corporation, the Corporation hereby finds Greystone Servicing Corporation to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to amend the contract for Loan Servicing with Greystone Servicing Corporation by extending the term for up to three years with annual compensation not to exceed \$230,000. Such servicing contract shall be for the purposes, services and conditions as set forth in the Materials; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized to take such action and execute such documents as may be necessary or appropriate to carry out the foregoing resolution.

* * *

Ms. Dalton then asked the Directors to authorize ESD to amend its agreement with Adrienne Driben for Cultural Tourism expertise services.

Following Ms. Dalton's detailed presentation of the specifics of this request, Mr. Mullen called for questions or comments from the Directors and from the public. Hearing none, and upon motion duly made and seconded, the following resolution was unanimously adopted:

12719. EMPIRE STATE DEVELOPMENT CORPORATION - Authorization to Extend the Term of the Contract with Adrienne Driben to Provide Consulting Services for a Period of Six Months with an Option to Further Extend, at the Discretion of the Senior Vice President & Chief Financial Officer, for an Additional Six Month Period, and to Take Related Actions.

BE IT RESOLVED, that upon the basis of the materials presented to this meeting (the "Materials"), a copy of which is hereby ordered filed with the records of the Corporation, the Corporation hereby finds Adrienne Driben to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to enter into an amendment to extend the term of the contract with Adrienne Driben for a period of six months in an amount not to exceed \$50,000 with an option to further extend, at the discretion of the Senior Vice President & Chief Financial Officer, for an additional six month period for a total amount not to exceed \$100,000 for the twelve month period for the purposes and services, and substantially on the terms and conditions, set forth in the Materials; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized to take such action and execute such documents as may be necessary or appropriate to carry out the foregoing resolution.

* * *

Taking the Agenda out of order, Ms. Dalton asked the Directors to authorize ESD to take various actions in connection with the Van Rensselaer Village Loan Portfolio item. Following this presentation, Mr. Mullen called for questions or comments from the Directors and from the Public. Hearing none and upon motion duly made and seconded, the following resolution was unanimously adopted:

12720. City of Watervliet - Albany County - Van Rensselaer Village (Van Rensselaer Village Houses, Inc. - UDC Loan No. 44) - Authorization to Forgive Project Improvement Program ("PIP") Loan and Take All Related Actions.

RESOLVED, on the basis of the materials submitted to this meeting and ordered filed with the records related to Van Rensselaer Village (Van Rensselaer Village Houses, Inc. - UDC Loan No. 44), the New York State Urban Development Corporation ("Corporation") be and hereby is authorized to Forgive the Project Improvement Program ("PIP") Loan and Take All Related Actions, and be it further

RESOLVED, that the Chairman and Chief Executive Officer of the Corporation or his designee(s) be, and each of them hereby is, authorized to take such action and execute such documents as may be necessary or appropriate to carry out the foregoing resolution.

* * *

It was noted for the record that the Directors would vote on the following item based upon their review of the materials only as this item did not warrant a presentation.

Mr. Mullen called for questions or comments from the Directors and from the public. Hearing none, and upon motion duly made and seconded, the following resolution was unanimously adopted:

12721. ISP Bandwidth Upgrade - Authorization to Enter into a Contract with Verizon Business for ISP Bandwidth Upgrades and to Take Related Actions

RESOLVED, that the Corporation is hereby authorized to enter into a contract with Verizon Business in an amount not to exceed \$2,500.00 per month for a period in excess of one year, and a one-time set-up fee of \$2,000, for the purposes and substantially on the terms set forth in the materials presented to this meeting, with such changes as the Chief Financial Officer or her designee(s) deem appropriate; and be it further

RESOLVED, that the Chief Financial Officer or her designee(s) be, and each of them hereby is, authorized to take such action or execute such agreement she or he may consider necessary or appropriate to effectuate the foregoing.

* * *

Ms. Lippowitsch then presented the December Non-Discretionary Projects Consent Calendar for approval providing a brief synopsis of each grant.

Following this presentation, Mr. Mullen called for questions or comments from the Directors and from the public. Hearing none, and upon motion duly made and seconded, the following resolution was unanimously adopted:

12722. Regional Economic Development Program - Operating - Findings and Determinations Pursuant to Section 10 (g) of the Act; Authorization to Make a Grant and to Take Related Actions

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Corporation, relating to the Regional Economic Development Program - Operating (the "Project"), the Corporation hereby determines pursuant to Section 10 (g) of the New York State Urban Development Corporation Act of 1968, as amended (the "Act"), that there are no families or individuals to be displaced from the project area; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized to make a grant to the party and for the amount listed below from the Regional Economic Development Program - Operating, for the purposes, and substantially on the terms and conditions, set forth in the materials presented to

this meeting, with such changes as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, subject to the availability of funds and the approval of the State Division of the Budget; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, subsequent to the making of the grant, and each of them hereby is, authorized to take such actions and make such modifications to the terms of the grant as he or she may deem necessary or appropriate in the administration of the grant; and be it further

RESOLVED, that the provision of ESD financial assistance is expressly contingent upon: (1) the approval of the Public Authorities Control Board, if applicable, and (2) receipt of all other necessary approvals; and be it further

Regional Economic Development Program - Operating - Project Summary Table

	Project Name	Proj #	Grantee	Assistance up to
A.	Syracuse Crunch Hockey Club - Rink Rental	W940	Syracuse Hockey Ownership Team, LP d/b/a Syracuse Crunch Hockey Club	75,000
			TOTAL	\$75,000

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing resolutions.

* * *

12723. Aid to Localities - Community Projects Fund - Findings and Determinations Pursuant to Section 10 (g) of the Act; Authorization to Make a Grant and to Take Related Actions

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Corporation, relating to the Aid to Localities - Community Projects Fund Project (the "Project"), the Corporation hereby determines pursuant to Section 10 (g) of the New York State Urban Development Corporation Act of 1968, as amended (the "Act"), that there are no families or individuals to be displaced from the project area(s); and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized to make a grant to the party and for the amount listed below from Aid to Localities - Community Projects Fund, for the purposes, and substantially on the terms and conditions, set forth in the materials presented to this meeting, with such changes as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, subject to the availability of funds and the approval of the State Division of the Budget; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, subsequent to the making of the grant, and each of them hereby is, authorized to take such actions and make such modifications to the terms of the grant as he or she may deem necessary or appropriate in the administration of the grant; and be it further

RESOLVED, that the provision of ESD financial assistance is expressly contingent upon: (1) the approval of the Public Authorities Control Board, if applicable, and (2) receipt of all other necessary approvals; and be it further

Aid to Localities - Community Projects Fund - Project Summary Table

	Project Name	Proj #	Grantee	Assistance up to
B.	Mosholu Preservation - Jerome-Gun Hill Business Improvement District	W681	Mosholu Preservation Corporation	35,000
			TOTAL	\$35,000

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the

Corporation to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing resolutions.

* * *

12724. New York State Economic Development Assistance Program
- Findings and Determinations Pursuant to Section 10
(g) of the Act; Authorization to Adopt the Proposed
General Project Plan; Authorization to Make a Grant
and to Take Related Actions

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Corporation, relating to the New York State Economic Development Assistance Program Project (the "Project"), the Corporation hereby determines pursuant to Section 10 (g) of the New York State Urban Development Corporation Act of 1968, as amended (the "Act"), that there are no families or individuals to be displaced from the project areas; and be it further

RESOLVED, that the Corporation does hereby adopt, subject to the requirements of Section 16(2) of the Act, the proposed General Project Plan (the "Plan") for the Project submitted to this meeting, together with such changes therein as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, a copy of which Plan, together with such changes, are hereby ordered filed with the records of the Corporation; and be it further

RESOLVED, that upon written finding of the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) that no substantive negative testimony or comment has been received at the public hearing held on the Plan, such Plan shall be effective at the conclusion of such hearing, and that upon such written finding being made, the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, and each of them hereby is, authorized to make a grant to the party and for the amount listed below from the New York State Economic Development Assistance Program, for the purposes, and substantially on the terms and conditions, set forth in the materials presented to this meeting, with such changes as the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) may deem appropriate, subject

to the availability of funds and the approval of the State Division of the Budget; and be it further

RESOLVED, that the Chairman and Chief Executive Officer-Designate of the Corporation or his designee(s) be, subsequent to the making of the grant, and each of them hereby is, authorized to take such actions and make such modifications to the terms of the grant as he or she may deem necessary or appropriate in the administration of the grant; and be it further

RESOLVED, that the provision of ESD financial assistance is expressly contingent upon: (1) the approval of the Public Authorities Control Board, if applicable, and (2) receipt of all other necessary approvals; and be it further

New York State Economic Development Assistance Program - Project Summary Table

	Project Name	Proj #	Grantee	Assistance up to
C.	HCIDA - Fermer Precision Equipment Acquisition	W268	Herkimer County Industrial Development Agency	254,000
			TOTAL	\$254,000

RESOLVED, that the President and Chief Executive Officer of the Corporation or her designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing resolutions.

* * *

Next, Mr. Phillips asked the Directors to authorize the allocation of Federal Tax Incentives for Designated Renewal Communities.

Following this presentation, Mr. Mullen called for

questions or comments from the Directors and from the public.

Hearing none, and upon motion duly made and seconded, the following resolution was unanimously adopted:

12725. Buffalo, Jamestown, Niagara Falls, and Schenectady - Federal Tax Incentives for Designated Renewal Communities - Authorization for the Allocation of Federal Commercial Revitalization Deductions to Specific Projects in the Buffalo-Lackawanna, Jamestown, Niagara Falls, and Schenectady Renewal Communities and to Take Related Actions

RESOLVED, that the Corporation hereby approves the allocation of federal commercial revitalization deductions ("CRD"), as described in the materials presented at this meeting, according to Schedule A, a copy of which has been presented to this meeting and is ordered filed with the records of the Corporation, and authorizes the President and Chief Executive Officer of the Corporation, or her designee(s), to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing resolutions.

* * *

Mr. Gawlik then asked the Directors to authorize the adoption of the General Project Plan for the Erie Canal Harbor Development Corporations Canal Side Project.

Following this presentation, Mr. Mullen called for questions or comments from the Directors and from the public. Director Corbett spoke in favor of this project and asked if ESD's tourism staff has been involved in any sort of campaign to

get the word out on the project.

Mr. Mullen stated that ESD was not that far along yet but noted his agreement with Director Corbett's sentiment that an "I Love New York" campaign should be utilized to assist in moving this project forward as a tourist destination.

There being no further questions or comments, and upon motion duly made and seconded, the following resolution was unanimously adopted:

12726. Buffalo (Erie County) - Canal Side Land Use Improvement Project - Findings Pursuant to Section 10 of the UDC Act

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Urban Development Corporation d/b/a Empire State Development Corporation (Corporation"), relating to the Canal Side Land Use Improvement Project (the "Project"), the Corporation makes the following findings pursuant to Section 10 of the New York State Urban Development Corporation Act of 1968, as amended (the "Act"):

Land Use Improvement Project

- (1) That the area in which the project is to be located is a substandard or unsanitary area, or is in danger of becoming a substandard or unsanitary area and tends to impair or arrest the sound growth and development of the municipality;
- (2) That the project consists of a plan or undertaking for the clearance, replanning, reconstruction and rehabilitation of such area and for recreational and

other facilities incidental or appurtenant thereto;
and

- (2) That the plan or undertaking affords maximum opportunity for participation by private enterprise, consistent with the sound needs of the municipality as a whole.

and be it further

RESOLVED, that no families or individuals will be displaced as a result of the Project, thereby satisfying the requirements of Section 10(g) of the Act.

* * *

12727. Buffalo (Erie County) - Canal Side Land Use Improvement Project - Adoption of General Project Plan; Authorization to Hold Public Hearing(s) Pursuant to the UDC Act and Other Applicable Laws

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Urban Development Corporation d/b/a/ Empire State Development Corporation (Corporation"), relating to the Canal Side Land Use Improvement Project (the "Project"), the Corporation hereby adopts, for purposes of the public hearing(s) required by Section 6 and Section 16 of the New York State Urban Development Corporation Act of 1968, as amended (the "Act"), and as may be appropriate pursuant to other applicable laws, the proposed General Project Plan (the "Plan") for the Project, together with such changes therein as the Chairman and Chief Executive Officer of ESDC or his designee(s) may deem appropriate, a copy of which Plan, together with such changes, is hereby ordered filed with the records of the Corporation; and be it further

RESOLVED, that the proposed Plan shall not be final until action is taken by the Directors as provided in the Act and until such time as all requirements of all applicable laws in connection therewith shall have been satisfied; and be it further

RESOLVED, that the Chairman and Chief Executive Officer of ESDC, or his designee, is hereby authorized to take such action as he or she deems necessary or appropriate in connection with the holding of the hearing required pursuant to Section 6 and

Section 16 of the Act), including without limitation, the providing, filing or making available of copies of the Plan or a digest thereof, the fixing of a date for such hearing, the publication of a notice relating to the Plan and such hearing in accordance with the procedures heretofore approved by the Corporation with respect to similar hearings, and the making of a report or reports to the Directors on such hearings, written comments received, and any local governmental recommendations respecting the Plan; and be it further

RESOLVED, that the Chairman and Chief Executive Officer of ESDC of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing resolutions.

* * *

Ms. Poole then presented the Second Quarter Fiscal Year 2009-2010 Report on ESD's Procurement Contracts for the Director's information.

Before calling for a motion to adjourn, Mr. Mullen took a moment to explain that from a budget perspective ESD and DED are fully aware of the State's present economic challenges. He added that there are 40 fewer associates operating the organization today than what the original plan anticipated. While this does not come without sacrifice to the remaining employees, he continued, productivity has not been minimized.

Acting Chairman Cephas asked what percentage the reduction

of 40 individuals resulted in and he was informed that it was approximately nine percent.

Mr. Mullen further noted that over the past 30 days, he has attended various celebrations recognizing long term service to the Corporation.

Mr. Mullen then noted that he wished to take this opportunity to recognize Ed Muszynski for his 25 years of dedicated service. Mr. Mullen explained that Mr. Muszynski is based in Rochester and therefore was only able to participate in the previous celebration via telephone.

Mr. Mullen then extended holiday wishes to everyone.

There being no further business, the meeting was adjourned at 11:25 a.m.

Respectfully submitted,

Eileen McEvoy
Corporate Secretary