

Item I. A.

DRAFT – SUBJECT TO REVIEW AND REVISION

USA NIAGARA DEVELOPMENT CORPORATION

Meeting of the Directors
Held at the USA Niagara Offices
222 First Street – 7th Floor
Niagara Falls, New York 14303

With videoconferencing to:

ESD New York City Regional Office
633 Third Avenue – 37th Floor
New York, NY 10017

May 1, 2024

MINUTES

In Attendance Directors: Francine DelMonte – Chair
Scott M. Brydges – Voting Director
Dr. Chandra Foote – Voting Director

Present for USA Niagara: Yvonne Cooper – Acting Corporate Secretary (via videoconference)
Douglas Janese – Senior Counsel, Legal
John Risio – Project Manager
Lou Rizek – Officer Manager
Anthony Vilardo – President

Present for ESD: Tiffany Bowie – Director Subsidiary Finance
(via videoconference) Eugene Kwiatkowski – Senior Director of Budgeting

Present for ESD - WNY Paul Tronolone - Vice President, Policy & Planning
(via videoconference):

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Following the roll call and confirmation that a quorum was present, the meeting of the Directors of the USA Niagara Development Corporation (“USAN” or the “Corporation”) was called to order at 1:02 p.m. by Chair DelMonte.

Chair DelMonte called the meeting to order and noted that the meeting will be webcast.

Chair DelMonte also noted that the public had been given an opportunity to comment on the Agenda items by submitting their written comments by 4:30 p.m. on Monday and noted that no comments were received from the public.

Chair DelMonte then noted that the Directors had received the relevant written materials in advance of today’s meeting and are free to ask questions.

The Chair then asked the Directors if anyone had any potential conflict of interest with regard to any of the items on the Agenda and no conflicts were noted at this time.

The Chair then called for the approval of the Minutes of the March 26, 2024 and Directors’ meeting. There being no corrections noted, upon motion duly made and seconded, the following Resolution was unanimously adopted:

**APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE MARCH 26, 2024
MEETING OF THE DIRECTORS OF THE USA NIAGARA DEVELOPMENT CORPORATION**

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RESOLVED, that the Minutes of the meeting of the Corporation held on March 26, 2024 and as presented to this meeting, are hereby approved and all actions taken by the Directors present at such meeting as set forth in such Minutes, are hereby in all respects ratified and approved as actions of the Corporation.

* * *

Chair DelMonte then called on Anthony Vilaro to present the next item on the Agenda related to the Procurement Guidelines for the Directors' consideration.

Mr. Vilaro explained that the Directors were being asked to approve the proposed 2024 Procurement Guidelines for the use, awarding, monitoring and reporting that were adopted on March 28, 2024 by the Empire State Development Directors, which are designed to govern procurements by ESD and its subsidiaries, such as USA Niagara.

Following the full presentation, Chair DelMonte called for questions or comments from the Directors. Director Foote asked what was clarified regarding the procedures for setting participation goals for Minority and/or women-owned Business Enterprises and Service-Disabled Veteran-owned businesses in the revised guidelines.

Mr. Janese explained that every year ESD reviews the guidelines in which many questions asked come from concerns raised by staff members throughout the year. In this particular case, a larger than normal number of questions regarding the exact way these procedures were utilized in setting participation goals came up.

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Mr. Janese further explained that the section regarding the goals for the MWBE and SDVOB participation is almost four pages out of the document, which is a significant portion based on two articles of the Executive Law. Once it was looked at it was decided that it was too clunky as drafted.

Mr. Janese noted that the rules weren't changed. Things were moved around within that section so that it followed more logically in how goals get set from when staff firsts conceive of doing a procurement all the way through the end of the procurement process.

Mr. Janese further noted that duplicative statements were removed and the contract approval process was clarified in order to help staff best utilize the guidelines to achieve equity fairness in all of our procurements.

The Acting Chair then called for any further questions or comments. Hearing none and noting that no comments were received from the public, upon motion duly made and seconded, the following Resolution was unanimously adopted:

USA NIAGARA DEVELOPMENT CORPORATION – 2024 USAN Procurement Guidelines – Adoption of Revised Guidelines for the Use, Awarding, Monitoring and Reporting of Procurement Contracts

BE IT RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered to be filed with the records of the Corporation, the proposed 2024 Guidelines for the Use, Awarding, Monitoring and Reporting of Procurement Contracts, a copy of which is attached to the materials, be and hereby is approved and adopted as of April 1, 2024; and the President or his designee is authorized to promulgate the said Guidelines in electronic form and other media for the use of the staff of the Corporation, and to take such other and further action as may be deemed necessary or appropriate to effectuate the foregoing Resolution.

* * *

The Chair then called on Mr. Vilardo to present the next item on the Agenda related to the Property Disposition Guidelines and Appointment of Contracting Officer for the Directors' consideration.

Mr. Vilardo explained that the Public Authorities Accountability Act, Chapter 766 of the 2005 Laws of New York that were signed into law in 2006 and amended by the Public Authorities Reform Act of 2009, establishes the standards for the governance and operations of public authorities such as the New York State Urban Development d/b/a Empire State Development and its subsidiaries, including USA Niagara Development Corporation.

Mr. Vilardo further explained that Title 5-A of the Act requires the annual adoption of the guidelines with respect to property disposition and on March 28, 2024 the ESD Directors adopted those guidelines.

Mr. Vilardo noted that the Directors are being asked to adopt the Property Disposition Guidelines and appoint the Executive Vice President of Real Estate Development at ESD or his or her designee or any successive Vice President, Executive Vice President, or contracting officer for the purposes of the guidelines.

Following the full presentation, Chair DelMonte called for questions or comments from the Directors. Hearing none and noting that no comments were received from the public, upon

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motion duly made and seconded, the following Resolution was unanimously adopted:

USA NIAGARA DEVELOPMENT CORPORATION (“USAN”) – Property Disposition Guidelines
– Adoption of Property Disposition Guidelines; Appointment of Contracting Officer; and
Authorization to Take Related Actions

WHEREAS, USAN wishes to comply with Title 5-A of the Public Authorities Accountability Act, as amended by the Public Authorities Reform Act of 2009 (collectively, the “Act”), which mandates that public benefit corporations including USAN prepare annual Guidelines regarding Disposition of Property (the “Guidelines”) attached hereto; and

WHEREAS, Empire State Development (“ESD”) has prepared the Guidelines in accordance with the Act; and

WHEREAS, USAN has reviewed said Guidelines and found them to be satisfactory; and

WHEREAS, the Guidelines require the appointment of a Contracting Officer;

NOW, THEREFORE, IT IS HEREBY RESOLVED, that based on the materials presented at this meeting, a copy of which is ordered to be filed with the records of the Corporation, (the “Materials”), the Guidelines, a copy of which is attached to the Materials, be and hereby are approved and adopted on behalf of USAN; and it is further

RESOLVED, that the Executive Vice President, Real Estate Development, ESD or his/her designee (or any successor Executive Vice President) is hereby appointed as USAN Contracting Officer as required and set forth in the Guidelines; and it is further

RESOLVED, that the President and 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 Resolutions and implement the Guidelines and to take all related actions.

* * *

Chair DelMonte then called on Mr. Vilardo to present the last item on Agenda for the Directors’ consideration.

Mr. Vilardo explained in March of 2019 USA Niagara Development Corporation purchased 217 Old Falls Street and 333 First Street through a strategic land acquisition program

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intended to assemble and revive long dormant properties located near the Niagara Falls State Park.

Mr. Vilaro further explained that on March 20, 2023, the USA Niagara Board of Directors approved Community Services for Every1 as the preferred developer to undertake the First Street development project located on the northern portion of the property.

Mr. Vilaro noted that USA Niagara is currently pursuing development opportunities for the remainder of the site on the southern portion of the property. To enable construction of interim improvements on the site, USA Niagara intends to demolish an 85,000 square-foot building currently on the site and divide it into northern and southern portions.

Mr. Vilaro further noted that in September of 2023, USA Niagara contracted with LiRo Group for engineering and construction administration services associated with the site. On March 3, 2024, USA Niagara advertised in the New York State Contract Report in order to procure a qualified contractor. Pre-bid meetings and walk throughs were held on March 15th and April 3rd of 2024 and the basis for the award on the contract was set as the lowest responsible bidder.

Mr. Vilaro noted that three bids were received, and USA Niagara is proposing to enter into a contract with Atlantic Contracting Partners, LLC, the lower responsive bidder. They have

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performed well over 4,000 projects which involve various aspects of demolition, interior dismantling, environmental abatement and site work.

Mr. Vilaro noted that USA Niagara will enter a contract with Atlantic Contracting for a base amount not to exceed \$692,100 plus a contingency of \$69,210 for a total contract amount of \$761,310.

Following the full presentation, Chair DelMonte called for questions or comments from the Directors. Hearing none and noting that no comments were received from the public, upon motion duly made and seconded, the following Resolution was unanimously adopted:

USA Niagara Development Corporation – Procurement of Demolition and Site Preparations Services – Authorization to Enter into a Contract for Demolition and Site Preparation Services; Authorization to Make a Determination of No Significant Effect on the Environment; 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 Atlantic Contracting Partners, LLC to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to enter into a contract with Atlantic Contracting Partners, LLC for a base contract amount of SIX HUNDRED NINETY-TWO THOUSAND ONE HUNDRED DOLLARS (\$692,100), plus a contingency in the amount of SIXTY NINE THOUSAND TWO HUNDRED TEN DOLLARS (\$69,210) for a total contract amount not to exceed SEVEN HUNDRED SIXTY ONE THOUSAND THREE HUNDRED TEN DOLLARS (\$761,310) for the purposes and services, and substantially on the terms and conditions, set forth in the Materials; and be it further

RESOLVED, that based on the Materials submitted to the Directors with respect to the contract, the Corporation hereby determines that the proposed action will not have a significant effect on the environment; and be it further

RESOLVED, that the President of the Corporation or his designee be, and each of them hereby is, authorized to take such action and execute such documents as may be necessary or appropriate

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to carry out the foregoing resolution.

* * *

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There being no further business, the meeting was adjourned at 1:15 p.m.

Respectfully submitted,

Yvonne Cooper
Acting Corporate Secretary

Item II. A.



FOR CONSIDERATION

June 26, 2024

TO: The Directors

FROM: Anthony Vilardo

SUBJECT: Gorge Gateway Park & Hydraulic Power Plaza – General Project Plan

REQUEST FOR: Findings and Determinations Pursuant to Sections 10(d) and 10(g) of the New York State Urban Development Corporation Act (the “Act”); Adoption of the Proposed General Project Plan; Authorization to Hold a Public Hearing; Authorization to Provide USAN Funds for the Project; Authorization to Make a Determination of No Significant Effect on the Environment; and Authorization to Take All Related Actions

GENERAL PROJECT PLAN

Project Location: Two vacant parcels (Parcel Nos. 158.08-1-2 and 158.08-1-11) owned by the City of Niagara Falls and USA Niagara Development Corporation (“USAN”), respectively, located along Main, First, Second and Niagara Streets in downtown Niagara Falls, New York.

Proposed Project: Construction of proposed multi-use public space, to include two embedded “heritage checkpoints” or interpretative stations to create small destinations/activity nodes within the broader project area, both to enhance overall placemaking in Niagara Falls’ downtown/waterfronts, and to add value to adjoining USAN-owned vacant property in realizing future mixed-use infill development.

Funding Source: NYS Budget Appropriations made available through the Buffalo Regional Innovation Cluster and Regional Economic & Community Assistance Program.

I. INTRODUCTION

USAN, a subsidiary of the New York State Urban Development Corporation d/b/a Empire State Development (“ESD”), proposes the undertaking of the Gorge Gateway Park & Hydraulic Power Plaza (the “Project”) in the City of Niagara Falls (the “City”), Niagara County, New York.

The Project involves an expenditure of up to \$17 million for the planning, design and construction of proposed multi-use public space located in downtown Niagara Falls.

As previously authorized by the USAN Board of Directors in November 2022, USAN entered into a \$2.1 million contract with Practice for Architecture Urbanism DPC (“PAU”) for planning, design and construction administration services associated with the Project. In March 2024, the USAN Board amended PAU’s contract in the amount of \$341,663 for additional design work not included in the original contract related to water features for the “Hydraulic Power Plaza” component of the Project. To date, PAU has provided USAN with conceptual planning and construction documents to permit public competitive bidding for construction of the Project; and will continue to provide construction oversight services to facilitate completion of the Project.

As the ESD subsidiary with a mission to facilitate revitalization of the tourism industry in downtown Niagara Falls, NY, USAN is adopting this General Project Plan (“GPP”) in accordance with the New York State Urban Development Corporation (“UDC”) Act, which permits ESD and its subsidiaries to undertake activities in furtherance of Civic Projects.

The Project is consistent with the 2009 City of Niagara Falls Comprehensive Plan, City Zoning requirements, and USAN policies for new development to support overall placemaking in the city’s downtown/waterfront areas; future infill development for a mixed-use downtown neighborhood; and increasing the city’s tourism base, and would include actions in furtherance of those goals. Support for these findings is discussed herein.

II. BACKGROUND

In 2018, USAN began purchasing vacant parcels near Niagara Falls State Park to return long-dormant land back to productive use. In total, USAN acquired 7 buildings and over 8 acres of vacant land through its Strategic Land Acquisition Program. With these key parcels now acquired, USA Niagara has begun to focus its attention on strategies that will reactivate these properties. The first step in this process was the creation of a formal strategy to ensure new development is done in a thoughtful manner that responds to the character of downtown. The resulting “Downtown Niagara Falls Development Strategy” illustrated a range of interim interventions and attainable development guidelines to re-imagine a more vibrant downtown in the near-term while building momentum and continuing to promote sustainable dynamic growth over time. Implementation of the Development Strategy includes the construction of several public infrastructure investments, including a series of heritage-themed gateways to better connect downtown amenities with the natural assets of the State Park. The gateways will also include checkpoints that link together the numerous cultural, historical and natural assets of downtown Niagara Falls. Gorge Gateway Park & Hydraulic Power Plaza will be the first of these gateways to be constructed.

The Project will strengthen connections between downtown Niagara Falls and Niagara Falls State Park along the Upper and Lower Niagara River and interpret some of the important historical events that shaped the city while providing new opportunities for future private sector development. The Project will consist of an updated City-owned park and a new public plaza that will straddle Main Street. Together, the sites will create a multi-use public space that will serve as a landscaped connection between the natural wonder of the State Park and downtown

Niagara Falls. Additionally, the Project will include two embedded “heritage checkpoints” or interpretative stations to create small destinations/activity nodes within the broader project. Overall, the Project will create context sensitive designs that address the needs of residents and tourists; provide public space that will complement and facilitate future surrounding mixed-use infill developments; and create new accessible and safe pedestrian connections between Niagara Falls State Park and the downtown street grid.

III. PROJECT DESCRIPTION

A. Location

The proposed Project is located on approximately 3.7 acres on two parcels (Parcel Nos. 158.08-1-2 and 158.08-1-11) owned by the City and USAN (see Figure 1: Site Location Map). The Project site is bounded by the following geographical features: to the north by New York State Parks Police, Niagara Headquarters building; to the west by First Street and Discovery Way; to the east by Second Street; to the south by Niagara Street; and the site is bisected by Main Street.

B. Objectives

The overall objectives of the Project are as follows:

- Provide context sensitive public space that address needs of residents and tourists;
- Provide public space that complements and facilitates future infill development(s);
- Create new opportunities for family-friendly activities;
- Provide safe connections between Niagara Falls State Park and downtown street grid;
- Create flexible public spaces that can host various types of events and activities;
- Create safe public spaces that are comfortable year-round and throughout the day; and
- Ensure compliance with Americans with Disabilities Act (ADA) requirements and other applicable regulations and codes.

C. Design Features

Gorge Gateway Park will transform approximately 2.3 acres of City-owned vacant land (formerly DiFranco Park) into a multi-use recreational space to act as transition between the natural setting of Niagara Falls State Park and the dense urban setting of downtown Niagara Falls (see Figure 2: Gorge Gateway Park Site Plan). The park will include an event lawn for gatherings and picnicking; woodland gardens with walking paths and benches; stormwater meadows to capture rainwater on-site; and a seat wall terrace that will allow for views above the rest of the site, provide seating and accessible path from the top of the site to the bottom while traversing approximately 12 feet of elevation drop.

In addition to the landscaping for Gorge Gateway Park, a 1,480 square foot multi-use pavilion (66' x 44' in dimension) will be constructed adjacent to the event lawn (see Figure 3: Gorge Gateway Pavilion Rendering). The siting of the pavilion will take advantage of the surrounding skyline and the Falls' mist as a backdrop. The pavilion could be used for events and gatherings

such as weddings, small concerts, lectures and pop-up retail. During non-event hours it could also function as a shaded seating area for visitors. After its construction, the facility will be owned and operated by the City.

Hydraulic Power Plaza will be built on vacant land between First and Second Streets. The approximately 1.4-acre plaza will follow the alignment of the historic hydraulic canal that once ran through the site to power early industry and electric generation (see Figure 4: Hydraulic Power Plaza Site Plan and Figure 5: Hydraulic Power Plaza Aerial View). The plaza will include landscaping, informal setting areas, a small play structure, an array of lights supported by steel structures inspired by historic transmission line towers and a 105-foot-long misting fountain that invokes the former canal. The plaza is also designed to accommodate a temporary ice rink in the winter months. In addition to providing a new connection from the State Park to downtown Niagara Falls, the plaza will become an amenity for adjacent future developments to be constructed on the surrounding State-owned land. Following construction, the plaza will remain a public amenity owned and operated by New York State agencies.

D. Project Scope and Budget

The Project consists of the development of two proposed multi-use public spaces located between Main, First, Second and Niagara Streets in downtown Niagara Falls. The scope includes Permit Applications; Tests and Inspections; Construction Layout; Field Engineering and Surveying; Installation of the Work; Cutting and Patching; Progress Cleaning; Starting and Adjusting; Protection of Installed Construction; Construction Waste Management; and Disposal and Closeout Procedures (see Figures 2,3,4, and 5).

The budget for the Project, including a list of sources and uses, follows below.

**Gorge Gateway Park & Hydraulic Power Plaza
Sources & Uses of Funds**

Funding Sources	
Buffalo Regional Innovation Cluster NYS Budget Allocation	\$10,000,000
Regional Economic & Community Assistance Program NYS Budget Allocation (Niagara and Buffalo Waterfront Projects)	\$5,000,000

Regional Economic & Community Assistance Program NYS Budget Allocation (Niagara Falls Waterfront and Community Anchors)	\$2,000,000
TOTAL	\$17,000,000
Estimated Project Costs	
Architecture & Engineering Consulting Services (previously committed)	\$2,441,663
Hard Construction (maximum, including any “add alternatives”, if exercised)	\$14,558,337
TOTAL	\$17,000,000

E. Tentative Project Timeline

- USAN Board Approval of GPP June 2024
- Public Hearing on GPP July 2024
- Review by Public Authorities Control Board July 2024
- Final Design Drawings & Specs (Park & Plaza) May 2024
- Start of Construction (Park & Plaza)..... September 2024
- Substantial Completion (Park & Plaza)..... October 2025
- Final Completion (Park & Plaza)..... May 2026
- Final Design Drawings & Specs (Pavilion)..... August 2024
- Start of Construction (Pavilion)..... February 2025
- Substantial Completion (Pavilion)..... July 2025
- Final Completion May 2026

IV. STATUTORY BASIS

Based on the information set forth in this GPP and other due investigation conducted by USAN/ESD, USAN hereby makes the following UDC Act Findings:

A. Civic Project Findings – UDC Act Section 10 (d)

1. *There exists in the area in which the Project is to be located, a need for the educational, cultural, recreational, community, municipal, public service or other civic facility to be included in the Project.*

The Project will address this direct need by providing new recreational opportunities and programming space in downtown Niagara Falls. The Project will also enhance the overall setting for residents and visitors by providing a public benefit to the local community, the City of Niagara Falls, and Niagara County.

2. *The Project consists of a building or buildings or other facilities which are suitable for educational, cultural, recreational, community, municipal, public service or other civic purpose.*

The proposed improvements will create a setting for various recreational activities. Additionally, the Project will include several cultural and educational aspects including “heritage checkpoints” that will tell stories about the history of each site and Niagara Falls as a whole. Together, the recreational and cultural components of the Project will further facilitate the economic revitalization of downtown Niagara Falls.

3. *The Project will be leased to or owned by the state or an agency or instrumentality thereof, a municipality or an agency or instrumentality thereof, a public corporation, or any other entity which is carrying out a community, municipal, public service or other civic purpose, and adequate provision has been, or will be, made for the payment of the cost of the acquisition, construction, operation, maintenance and upkeep of the Project.*

The Project will be constructed on publicly-owned parcels. The Hydraulic Power Plaza will be constructed on USAN land and Gorge Gateway Park will be constructed on City land. Upon completion of the Project, each entity will own and maintain the improvements on their respective lands. Appropriate Memorandums of Understanding (MOUs) will be entered into between USAN, the City and Niagara Falls State Park prior to construction to spell out access, ownership and maintenance terms.

4. *The plans and specifications assure or will assure adequate light, air, sanitation and fire protection.*

The construction of the Project will conform to all applicable laws, codes, and standards.

B. Displacement Findings – UDC Act Section 10(g)

Pursuant to Section 10(g) of the UDC Act, USAN makes the finding that no residential or business relocation is required because no families, individuals, or businesses would be displaced because of the Project.

V. NON-DISCRIMINATION AND CONTRACTOR & SUPPLIER DIVERSITY

ESD's Non-Discrimination and Contractor & Supplier Diversity policies will apply to this Project. The Contractor shall be required to include minorities and women in any job opportunities created, to solicit and utilize Minority and Women-owned Business Enterprises (MWBES) and Service-Disabled Veteran-owned Businesses (SDVOBs) for any contractual opportunities generated in connection with the Project and shall be required to use Good Faith Efforts (pursuant to 5 NYCRR §142.8 and 9 NYCRR § 252.2(m)) to achieve an overall MWBE Participation Goal of 30% and a SDVOB Participation Goal of 6% related to the total value of ESD's funding.

VI. ENVIRONMENTAL REVIEW

The City of Niagara Falls Planning Board, as lead agency, has completed an environmental review of the proposed project, pursuant to the requirements of the State Environmental Quality Review Act and the implementing regulations of the New York State Department of Environmental Conservation. This review found that the proposed project is a Type I action that will not result in significant adverse impacts on the environment. The Planning Board issued a Negative Declaration on April 23, 2024. ESD staff reviewed the Negative Declaration and supporting materials and concurs. It is recommended that the Directors make a Determination of No Significant Effect on the Environment.

VII. CONCLUSION

The proposed Project will create a setting for various recreational activities, include several cultural and educational aspects including "heritage checkpoints" that will tell stories about the history of each site and Niagara Falls as a whole, and will further facilitate the economic revitalization of downtown Niagara Falls.

VIII. RECOMMENDATION

Based on the foregoing, USAN staff recommends the making of the requisite findings and determinations pursuant to Sections 10(d), and 10(g) of the New York State Urban Development Corporation Act (the "Act"); Adoption of the Proposed General Project Plan; Authorization to Hold a Public Hearing; Authorization to Provide USAN Funds for the Project; Authorization to Make a Determination of No Significant Effect on the Environment; and Authorization to Take All Related Actions.

IX. ADDITIONAL SUBMISSION TO DIRECTORS

Resolution

Figure 1: Site Location Map

Figure 2: Gorge Gateway Park Site Plan

Figure 3: Gorge Gateway Pavilion Rendering

Figure 4: Hydraulic Power Plaza Site Plan

Figure 5: Hydraulic Power Plaza Aerial View

USA NIAGARA DEVELOPMENT CORPORATION – Gorge Gateway Park & Hydraulic Power Plaza Project – General Project Plan – Findings and Determinations Pursuant to Sections 10(d) and 10(g) of the New York State Urban Development Corporation Act (the “Act”); Adoption of the Proposed General Project Plan; Authorization to Hold a Public Hearing; Authorization to Provide USAN Funds for the Project Authorization to Make a Determination of No Significant Effect on the Environment; and Authorization to Take All Related Actions

BE IT 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 (the “Materials”), relating to the Gorge Gateway Park & Hydraulic Power Plaza Project (the “Project”), the Corporation hereby finds, pursuant to Sections 10 (d) of the New York State Urban Development Corporation Act, as amended (the “Act”), that:

(1) there exists in the area in which the Project is to be located, a need for the educational, cultural, recreational, community, municipal, public service or other civic facility to be included in the Project.

(2) the Project consists of a building or buildings or other facilities which are suitable for educational, cultural, recreational, community, municipal, public service or other civic purpose.

(3) the Project will be leased to or owned by the state or an agency or instrumentality thereof, a municipality or an agency or instrumentality thereof, a public corporation, or any other entity which is carrying out a community, municipal, public service or other civic purpose, and adequate provision has been, or will be, made for the payment of the cost of the acquisition, construction, operation, maintenance and upkeep of the Project.

(4) the plans and specifications assure or will assure adequate light, air, sanitation and fire protection.

RESOLVED, that on the basis of the Materials which indicate that no residential or business relocation is required, as no families, individuals, or businesses reside in nor are they to be displaced from the Project area; the Corporation hereby finds that the requirements of Section 10(g) of the Act are satisfied; 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 President and Chief Executive Officer of the Corporation or in the event such office is vacant, the Chief Financial Officer, General Counsel or their 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 President and Chief Executive Officer of the Corporation, or in the event such office is vacant, the Chief Financial Officer, General Counsel or their designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to take such actions as may be considered necessary or appropriate in connection with the holding of the public hearing required pursuant to Sections 6 and 16 of the Act, including, without limitation, the providing, filing or making available of copies of the Plan or a digest thereof and the finding required by Section 10 of the Act relating to the Project, the fixing of a date for such hearing, the publication of a notice relating to the Plan and such hearing in accordance with the Act; and be it further

RESOLVED, that upon written finding of the President and Chief Executive Officer of the Corporation or in the event such office is vacant, the Chief Financial Officer, General Counsel or their 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 be it further

RESOLVED, that the Corporation hereby authorizes the commitment of Corporation funding up to the amount of \$17,000,000 for the Project, with such changes as the President and Chief Operating Officer or other proper officers of the Corporation may deem appropriate, and be it further

RESOLVED, that the provision of USAN funding 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 based on the Materials submitted to the Directors with respect to the Project, the Corporation hereby determines that the proposed action will not have a significant effect on the environment; and be it further

RESOLVED, that the President and Chief Executive Officer or in the event such office is vacant, the Chief Financial Officer, General Counsel or their 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.

Figure I. Project Location within downtown Niagara Falls



Figure 2. Gorge Gateway Park Site Plan

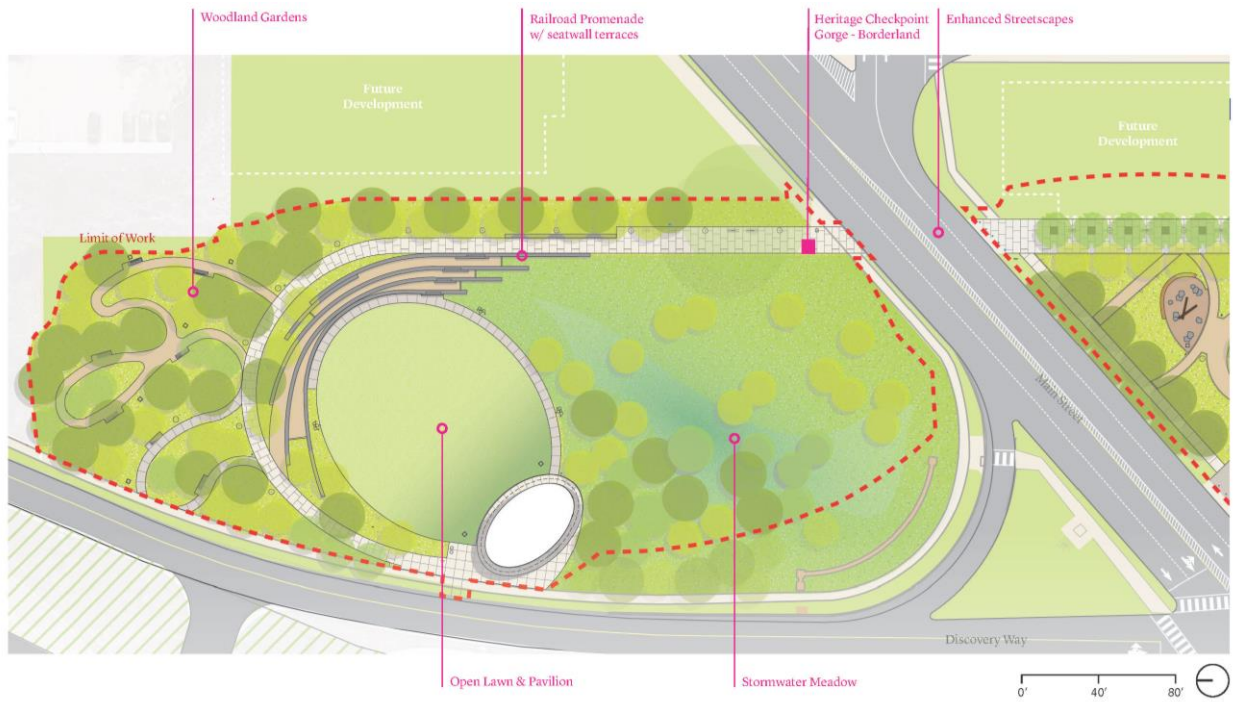


Figure 3. Gorge Gateway Pavilion Rendering



Figure 4. Hydraulic Power Plaza Site Plan

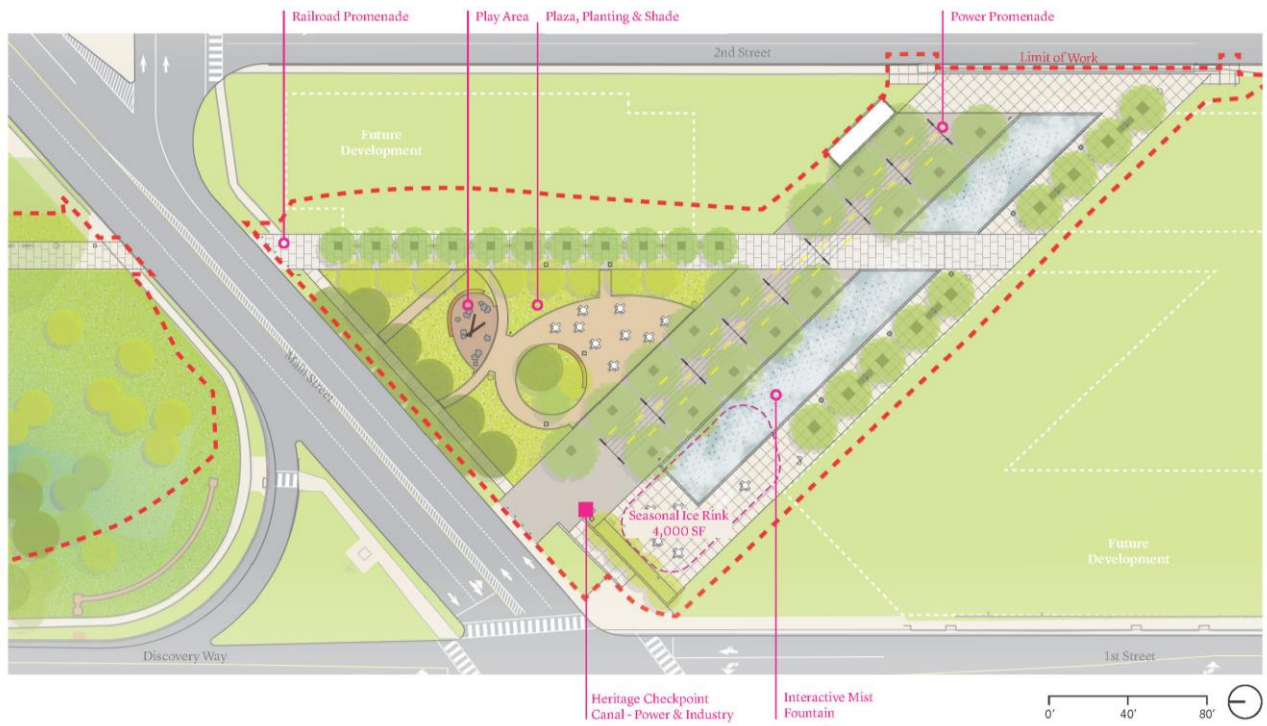
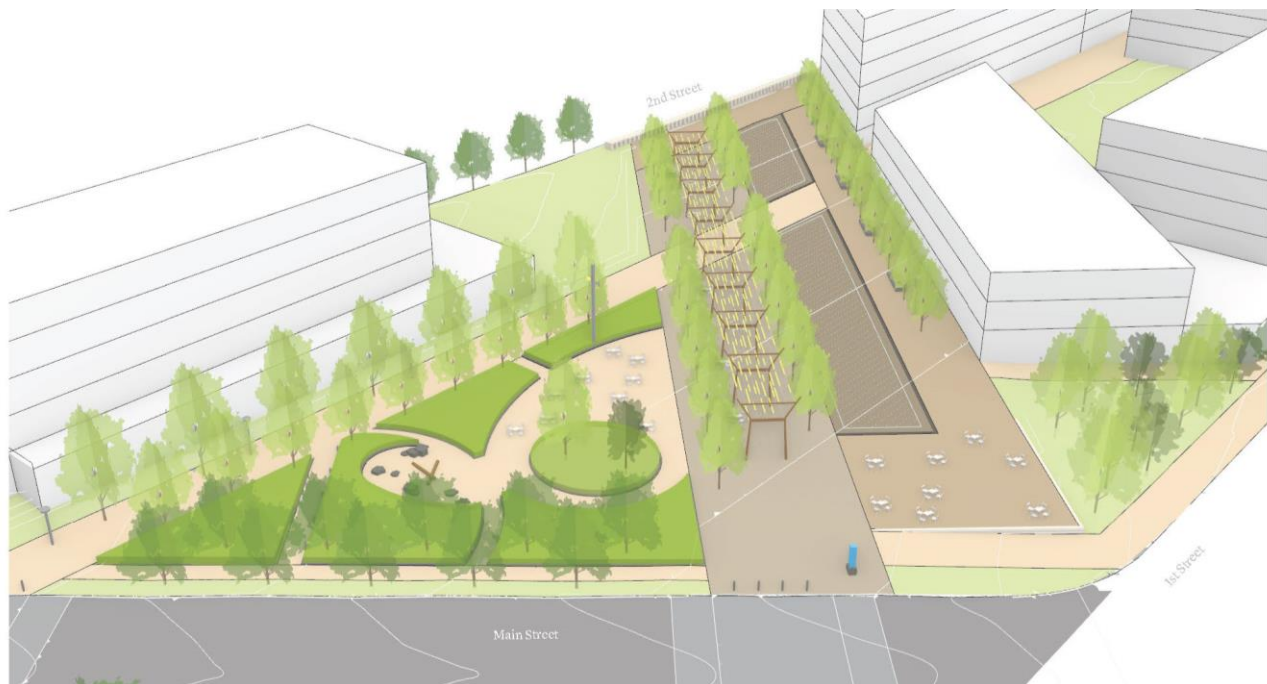


Figure 5. Hydraulic Power Plaza Aerial View



Item II. B.



FOR CONSIDERATION

June 26, 2024

TO: The Directors

FROM: Anthony Vilardo

SUBJECT: First Street Mixed-Use Building Project – General Project Plan

REQUEST FOR: Findings and Determinations Pursuant to Sections 10(c) and 10(g) of the New York State Urban Development Corporation Act (the “Act”); Adoption of the Proposed General Project Plan; Authorization to Hold a Public Hearing; Authorization of the Sale of Real Property; Authorization to Provide Financial Assistance for the Project; Authorization to Enter Into Necessary Agreements for the Project; Making a Determination of No Significant Effect on the Environment; and Authorization to Take All Related Actions

GENERAL PROJECT PLAN

Developer: Community Services for Every1

Contact: Kelly Kinderman, Vice President of Program Support & Development

Project Location: 333 1st Street, Niagara Falls, New York

Proposed Project: Mixed-Use Development, New Construction

Financing Sources: USAN and ESD Capital Grants, NYS Homes and Community Renewal (“HCR”) Low Income Housing Tax Credit (“LIHTC”) Equity, HCR Housing Trust Fund (“HTF”), NYS Office of Temporary and Disability Assistance Homeless Housing and Assistance Program (“HHAP”), HCR Rural and Community Investment Fund (“CIF”), HCR New Construction Program, HCR Clean Energy Initiative (“CEI”), New York State Energy Research & Development Authority (“NYSERDA”) Solar Incentive, NYS DEC Brownfield Cleanup Program (BCP)

I. INTRODUCTION

The USA Niagara Development Corporation (“USAN”), a subsidiary of the New York State Urban Development Corporation d/b/a Empire State Development (“ESD”), proposes the undertaking of the First Street Mixed-Use Building Project (the “Project”) in the City of Niagara Falls, Niagara County, New York.

The project involves the construction of a new six-story, mixed-use building on soon-to-be-vacant land in the heart of downtown Niagara Falls, NY. The Project will include approximately 73 studio, one- and two-bedroom apartment units and 4,700 square feet of commercial space. The residential units will target individuals and small families earning up to 50%, 60%, and 80% of the Area Median Income and will also include three market rate units. The Project will address housing and development goals articulated in the City of Niagara Falls (the “City”) Comprehensive Plan, augment NYS Housing Goals and provide residential density to support further development in downtown Niagara Falls.

The Project, which is consistent with the 2009 City Comprehensive Plan, City Zoning requirements, and USAN policies and design standards for new development.

As previously authorized by the USAN Board of Directors in March 2023, the Preferred Developer for the Project is Community Services for Every1 (“CSE1”), a New York State-based not-for-profit community services provider. CSE1 will be the project’s owner, developer, and property manager. They have a successful and long-standing commitment to providing affordable housing to those in need and currently own and operate several multifamily buildings in the Western New York Region, including projects with ESD involvement/funding. To ensure the Project’s successful development, CSE1 has partnered with experienced consulting developer Edgemere Development. Edgemere has achieved tremendous success with its clients; fifty-eight projects have been funded, totaling over 4,000 units and \$1B in total project costs. Rounding out the development team – Rochester-based design firm, SWBR, will be the project architect, and Hamilton Stern Construction will be the project’s General Contractor.

USAN is adopting this General Project Plan (“GPP”) in accordance with the New York State Urban Development Corporation (“UDC”) Act, which permits ESD and its subsidiaries to undertake activities in furtherance of Land Use Improvement projects in areas in need of redevelopment, particularly those in danger of becoming substandard or blighted.

II. BACKGROUND

In 2018, USAN began purchasing parcels near Niagara Falls State Park to return long-dormant properties back to productive use. In total, USAN acquired 7 buildings and over 8 acres of vacant land through its Strategic Land Acquisition Program. With these key parcels now acquired, USAN has begun to focus its attention on strategies that will reactivate these properties. The first step in this process was the creation of a formal strategy to ensure new development is done in a thoughtful manner that responds to the character of downtown. The resulting “Downtown Niagara Falls Development Strategy” illustrated a range of interim interventions and attainable development guidelines to re-imagine a more vibrant downtown in the near-term while building momentum and continuing to promote sustainable dynamic growth over time. Implementation of the Development Strategy includes the construction of several mixed-use buildings on USAN’s acquired land back to productive use, promote new year-round activity and support new economic opportunities.

In preparation for the project, USAN will demolish an existing vacant 85,000 square foot, two-story pre-engineered building. The building was constructed in 1987 but has been vacant since

2017. It was previously used as a Native American themed gift shop, theater, buffet, coffee shop, small graphics art studio and clothing manufacturing operation. Following demolition of the existing building, the land will be subdivided into two development parcels—one parcel will be sold to CSE1 for the Project (the “Property”) and the other will be retained by USAN for a future development opportunity.

In September 2021, USAN launched a competitive procurement process for the selection of a preferred developer by issuing a Request for Proposals (“RFP”) for the Property’s sale and redevelopment. In October 2021, a USAN/ESD Selection Committee reviewed and scored several proposals for the Property. The USAN Board of Directors ultimately designated CSE1 as the preferred developer on March 20, 2023.

III. COMPLIANCE WITH THE PUBLIC AUTHORITIES LAW

Pursuant to the provisions of the Public Authorities Law (“PAL”), ESD and its subsidiaries are required to dispose of property through a competitive bid process and for fair market value unless a specific statutory exception applies.

With respect to the Property to be transferred to CSE1, the consideration paid by CSE1 will be \$380,000 for acquisition of the Property in exchange for construction of the Project. In accordance with the PAL, USAN is currently undertaking an appraisal for the Property to determine its fair market value. Ultimately the appraisal, in relation to the acquisition price, will determine the next steps to be taken by USAN pursuant to the PAL.

IV. PROJECT DESCRIPTION

A. Project Location

The proposed Property is approximately 0.8 acres currently spanning portions of two existing USAN-owned parcels (Parcel Nos. 159.09-1-2.11 and 159.09-1-2.12). Prior to construction, new parcel lines will be drawn and filed with Niagara County to apportion the land for the Project (see Figure 1 Property Location). The Property is bounded by the following geographical features:

- To the north by a City Right-of-Way (Wendel Way)
- To the west by 1st Street;
- To the east by a City Right-of-Way/Sheraton Niagara Falls Hotel; and
- To the south by First Presbyterian Church.

B. Objectives and Purpose of Transfer

The overall objectives of the Project and the purposes of the transfer to CSE1 are as follows:

- Create quality housing that will be accessible for City workers in industries like hospitality and tourism;
- Create new pedestrian-level activity on a prominent street in the downtown Niagara Falls with new commercial and community spaces;

- Provide safe housing for families fleeing domestic abuse, a need described in the City's 2021 Annual Action Plan;
- Promote employment opportunities through workforce development programs; and
- Deliver on high standards with respect to Energy Efficiency and Green Design;
- Remediate the site via participation in the Brownfield Cleanup Program.

C. Purchase Price/Transfer of the Property

CSE1 will pay USAN \$380,000 to purchase the Property and receive a USAN economic development incentive in the form of a capital grant of \$1 million. CSE1 will also seek state/federal housing tax credits for the Project. Other financial assistance will come from NYS Homes and Community Renewal ("HCR"), NYS Energy and Research Authority ("NYSERDA"), NYS OTDA's Homeless Housing and Assistance Program, ESD Capital Grant and the Brownfield Cleanup Program.

D. Project Program & Design

The Project will include approximately 73 apartments and 4,700 square feet of commercial space occupied by CSE1. The proposed unit mix includes studio, one- and two-bedroom units targeted to households earning up to 50%, 60%, and 80% of the Area Median Income. Rents range from \$822 to \$1,125 for one-bedroom apartments, and \$987 to \$1,425 for two-bedroom apartments. Studio rents will be at \$828 per unit. Eight units will be fully adapted for households with mobility impairments, and four will be adapted for those living with an audio/visual impairment. Recognizing great need in the community, CSE1 will set aside 18 units for survivors of domestic violence ready to move to permanent housing. The Project will also include three unrestricted market rate units on the top floor.

Project amenities will include a community room, central air-conditioning, an on-site rental office, common laundry, multiple elevators, tenant parking, and greenspace featuring a playground. The building will achieve high Energy Efficiency and Green Building Design standards, including Passive House Institute US ("PHIUS") certification. The project will also be designed to promote survivor safety, including cameras at entries/stairwells, hallway mirrors, exterior lighting, and other relevant measures.

CSE1 will master lease the commercial space to provide three of its most sought-after services:

- **Prevocational Services:** helping people with developmental disabilities (a) to discover, set, and pursue goals related to working and living in the community, (b) to attain "soft" skills and job readiness skills that create the foundation for future employability, and (c) to actively explore career interests through community-based volunteer and job readiness activities.
- **Individualized Supported Employment/Workforce Development Services:** help people with disabilities (a) to secure competitive job opportunities in the community and (b) to augment workplace skills required to maintain employment over the long term.
- **Community Habilitation Services:** Inspire and empower people with developmental disabilities to attain skills that promote independent living, socialization, and community

inclusion.

The Project’s design (see Figure 2: Project Site Plan and Figure 3: Project Rendering) takes its inspiration from the Falls, with a parallel goal of complementing the neighborhood’s existing characteristics e.g., the adjacent First Presbyterian Church. The ground-story portion of the building will use traditional and natural building materials to match the features of the historical church. The design also incorporates strong visual demarcation features with brick masonry materials on the lower level of the building, terra cotta shingles in the middle, and metal panels at the top – this look is intended to be reminiscent of the Falls’ geology. The ground floor will have facades with high levels of transparency and include brick masonry and metal panels with storefront access. The Project will be a “Zero-lot-line” which complies with the USAN’s Urban Design Standards. Additionally, the project will incorporate sustainable building practices, which includes the following:

- High performance windows
- Low flow plumbing fixtures
- High performance electric heating, ventilation, and air conditioning systems
- Air sealing and energy recovery ventilation
- High efficiency lighting
- High efficiency appliances
- Low-emitting products
- Rainwater management
- Active solar-ready design

The budget for the Project, including a list of sources and uses, follows below.

Community Services for Every1 Sources & Uses of Funds

Anticipated Funding Sources	
HCR NCP Loan	\$1,405,669
HCR HTF Loan	\$1,058,046
HCR CEI Program	\$547,500
Office of Temporary and Disability Assistance HHAP Loan	\$4,548,361
ESD/Regional Economic Development Council (“REDC”) Capital Grant	\$320,000
USAN Capital Grant	\$1,000,000
HCR CIF Loan	\$1,394,118
Investor Equity	\$27,598,304
Deferred Development Fee	\$1,087,377
GRAND TOTAL	\$38,959,375
Funding Uses	
Site Acquisition	\$380,000
Construction Cost	\$27,568,000
Professional Services	\$1,958,950

Carrying & Financing Charges	\$3,338,505
Construction Contingency	\$1,378,400
Development Fee	\$3,948,773
Working Capital	\$221,258
Operating Reserve	\$165,489
GRAND TOTAL	\$38,959,375

E. Tentative Project Timeline

State Environmental Quality Review & Site Plan/Zoning Approval (City of Niagara Falls)	March 2023
Adoption of General Project Plan	June 2024
Public Hearing & Public Authorities Control Board Approval	July 2024
Land Disposition & Funding Agreement	July 2024
Construction Finance Closing	October 2024
Transfer of Land	October 2024
Construction Start	October 2024
Construction Complete/Certificate of Occupancy	April 2026
Project Rent-up Complete	October 2026

F. Land Disposition and Development Agreement

Upon adoption of this GPP, USAN and CSE1 and/or its affiliate will enter into a Land Disposition and Development Agreement (“LDA”) which provides the detailed conditions, covenants, warranties and other terms and provisions for the Project. The primary terms of the LDA will include the following:

- The project consists of the construction of a mixed-use, six-story building to be located at 333 First Street. It shall consist of seventy-three (73) studio, one- and two-bedroom units and 4,700 square feet of ground-floor commercial space. Seventy (70) of the seventy-three (73) units shall be targeted toward small families earning up to 50%, 60%, and 80% of Area Median Income (“AMI”), with eighteen (18) of those units available for survivors of domestic violence.
- The total project cost is anticipated to be approximately \$38.9M.
- USAN will clear the site and then transfer title to the CSE1 at the time CSE1 closes on its financing, for the sum of \$380,000. CSE1 will pay any costs incurred by USAN associated with the real estate transaction, including costs for survey, title, recording fees, etc. CSE1 will accept title subject to a declaration of covenants, conditions and restrictions as is customary and appropriate for such a project, including, without limitation, timely

persecution of construction, substantial completion, restrictions on use after completion of construction and restrictions on property covenants before and after completion.

- USAN shall provide an amount not to exceed \$1,000,000 in financial assistance to be used towards completion of construction. These funds shall take the form of a reimbursable capital grant to be paid following project completion and shall be subject to USAN's customary and appropriate disbursement terms.
- The MWBE and SDVOB participation goals for this project shall be based on a percentage of USAN's contribution and shall be not less than 30% for MWBE participation and 3% for SDVOB participation.

V. STATUTORY BASIS

A. Land Use Improvement Project Findings – UDC Act Section 10(c)

USAN, pursuant to Section 10 of the UDC Act, has made the findings set forth below:

1. *That the area in which the project is to be located is a substandard or insanitary area, or is in danger of becoming a substandard or insanitary area and tends to impair or arrest the sound growth and development of the municipality.*

The current building on the Property has had many uses over the past three decades, including a night club, telemarketing facility, Native American themed gift shop, theater, buffet, coffee shop and clothing manufacturing facility. In 2017 the building went vacant and there has been no economic activity derived from the Property since then, despite its location two blocks from the entrance to the Niagara Falls State Park which enjoys nine million annual visitors.

Additionally, the City has experienced chronically high jobless rates. The Property is in an underutilized area that would be in danger of becoming further economically depressed if actions are not taken to facilitate new investment.

2. *That the project consists of a plan or undertaking for the clearance, replanning, reconstruction and rehabilitation of such area for recreational and other facilities incidental or appurtenant thereto.*

The Project will represent a major step in continued efforts to grow year-round economic activity downtown. Since the Project will include new commercial space and housing units, it will improve the character of downtown, increase street-level activity and support demand for new services that are critical for residents and visitors.

The Project also directly advances USAN's ongoing implementation of its 2021 "Downtown Development Strategy" that articulates a range of interim interventions, attainable development guidelines and project recommendations to re-imagine a vibrant downtown in the near-term while building momentum and continuing to promote sustainable dynamic growth and development over time.

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

CSE1 is a private, not-for-profit organization and an integral part of the Project. The Project will provide space for valuable community services and new housing units near the City's largest job providers. The project will also contribute to the regrowth of the City's downtown district and bring new activity to neglected block that has seen little investment in the past several decades.

B. Displacement Findings – UDC Act Section 10(g)

Pursuant to Section 10(g) of the UDC Act, USAN makes the following finding:

No residential or business relocation is required because no families, individuals, or businesses would be displaced at the Property as a result of the Project.

VI. RESPONSIBLE VENDOR DETERMINATION

As noted in the March 20, 2023, Board Materials, staff has examined the proposed developer's "responsibility" as defined in State Finance Law §163, and as provided in ESD's Procurement Guidelines. Based on this analysis of financial and organizational capacity, legal authority to do business in New York, integrity of principals, and past performance on contracts, staff concludes that the proposed developer is a responsible vendor.

VII. NON-DISCRIMINATION AND CONTRACTOR & SUPPLIER DIVERSITY

Pursuant to New York State Executive Law Article 15-A, USAN and ESD recognizes its obligation under the law to promote opportunities for maximum feasible participation of certified minority and women-owned businesses (MWBEs) and Service-Disabled Veteran-Owned Businesses ("SDVOBs") in the performance of ESD contracts. Accordingly, ESD's Non-discrimination and Contractor & Supplier Diversity policy will apply to the Project.

The Project shall be subject to an overall 30% MWBE and a 3% SDVOB contracting requirement, calculated as a percentage of the \$1 million in financial assistance provided the Project. The overall goal shall include a Minority Business Enterprise Participation Goal of 15% and a Women Business Enterprise Participation Goal of 15% related to the total value of ESD's funding. The MBE/WBE and SDVOB contracting requirements shall apply to the Preferred Developer and may be achieved through all parties retained by the Developer for any design, pre-construction, and construction efforts, as well as for materials purchased on the Project.

VIII. ENVIRONMENTAL REVIEW

The City Planning Board, as lead agency, has completed an environmental review of the proposed project, pursuant to the requirements of the State Environmental Quality Review Act and the implementing regulations of the New York State Department of Environmental Conservation. This review found that the proposed project is an unlisted action that will not result in significant

adverse impacts on the environment. Therefore, staff recommends that the Directors make a Determination of No Significant Effect on the Environment.

IX. CONCLUSION

The proposed Project will bring life back to a blighted corner and will contribute to further building a dense cluster of activity in the core of the downtown district. It will also support new economic activity and provide valuable community services to residents.

X. RECOMMENDATION

Based on the foregoing, USAN staff recommends the making of the requisite findings and determinations pursuant to Sections 10(c), and 10(g) of the New York State Urban Development Corporation Act (the "Act"); Adoption of the Proposed General Project Plan; Authorization to Hold a Public Hearing; the making of a Determination of No Significant Effect on the Environment; and Authorization to Take All Related Actions.

XI. ADDITIONAL SUBMISSION TO DIRECTORS

Resolution

Figure 1: Property Location in Downtown Niagara Falls

Figure 2: Property Plan

Figure 3: Project Rendering

USA NIAGARA DEVELOPMENT CORPORATION – First Street Mixed-Use Building Project – General Project Plan – Findings and Determinations Pursuant to Sections 10(c), and 10(g) of the New York State Urban Development Corporation Act (the “Act”); Adoption of the Proposed General Project Plan; Authorization to Hold a Public Hearing; Authorization of the Sale of Real Property; Authorization to Provide Financial Assistance for the Project; Authorization to Enter Into Necessary Agreements for the Project; and Authorization to Take All 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 USA Niagara Development Corporation (the “Corporation”), relating to the First Street Mixed-Use Building Project (the “Project”), the Corporation hereby makes the requisite findings pursuant to Sections 10(c) of the New York State Urban Development Corporation Act of 1968, as amended (the “Act”), specifically: (1) that the area in which the project is to be located is a substandard or insanitary area, or is in danger of becoming a substandard or insanitary 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 for recreational and other facilities incidental or appurtenant thereto; and (3) 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 on the basis of the Materials which indicate that no residential or business relocation is required, as no families, individuals, or businesses reside in nor are they to be displaced from the Project area; the Corporation hereby finds that the requirements of Section 10(g) of the Act are satisfied; 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 President and Chief Executive Officer of the Corporation or in the event such office is vacant, the Chief Financial Officer, General Counsel or their 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 President and Chief Executive Officer of the Corporation, or in the event such office is vacant, the Chief Financial Officer, General Counsel or their designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to take such actions as may be considered necessary or appropriate in connection with the holding of the public hearing required pursuant to Sections 6 and 16 of the Act, including, without limitation, the providing, filing or making available of copies of the Plan or a digest thereof and the finding required by Section 10 of the Act relating to the Project, the fixing of a date for such hearing, the publication of a notice relating to the Plan and such hearing in accordance with the Act; and be it further

RESOLVED, that upon written finding of the President and Chief Executive Officer of the Corporation or in the event such office is vacant, the Chief Financial Officer, General Counsel or their 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 be it further

RESOLVED, that, subject to the requirements of Section 16(2) of the Act and upon effectiveness of the Plan, the Corporation is hereby authorized to enter into a Land Disposal and Development Agreement (“LDA”) and/or all other agreements necessary to carry out the transaction, including a deed and other necessary conveyance documents to effectuate the real property transfer contemplated by the LDA; and be it further

RESOLVED, that, on the basis of the materials submitted to the Directors, if the proposed transfer is for less than fair market value, the Directors hereby find that there is no reasonable alternative to the proposed below market transfer that would achieve the same purpose of such transfer; and be it further

RESOLVED, that the Corporation is hereby authorized to accept a payment of THREE HUNDRED EIGHTY THOUSAND DOLLARS (\$380,000) from CSE1 for the Property; and be it further

RESOLVED, that the Corporation is hereby authorized to provide a financial incentive up to the amount of \$1,000,000 for the Project, and be it further

RESOLVED, that the provision of USAN 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 President and Chief Executive Officer or in the event such office is vacant, the Chief Financial Officer, General Counsel or their 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.

June 26, 2024

USA NIAGARA DEVELOPMENT CORPORATION – First Street Mixed-Use Building Project – General Project Plan – Determination of No Significant Effect on the Environment

RESOLVED, that based on the material submitted to the Directors with respect to the First Street Mixed-Use Building Project – General Project Plan, the Corporation hereby determines that the proposed action will not have a significant effect on the environment.

* * *

Figure 1: Property Location in Downtown Niagara Falls



Figure 2: Project Site Plan

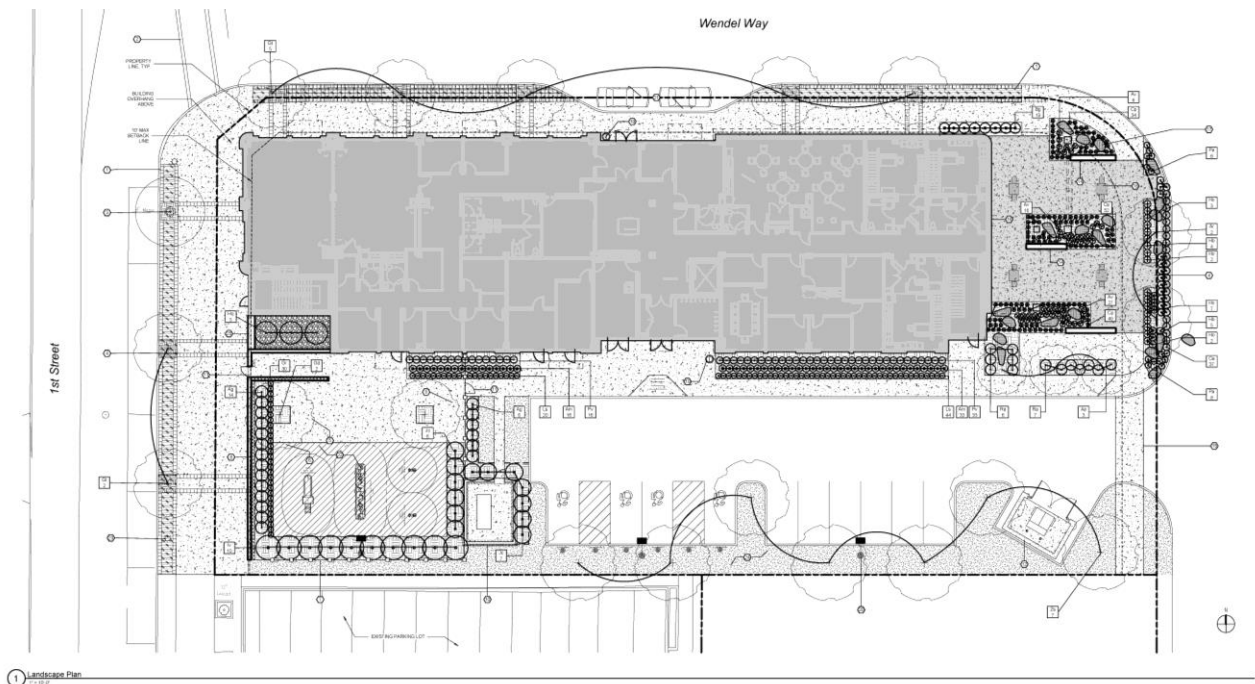


Figure 3: Project Rendering

