

WYOMING COUNTY BAC BOARD MEETING MINUTES

The WCBAC Board of Directors met on May 9, 2019 at 2:30 p.m. at the Wyoming County Agriculture and Business Center, 36 Center Street Warsaw, New York 14569.

1. Roll Call

The meeting of the WCBAC Board was called to order by the Vice- Chairman at 2:31 p.m., in attendance were: A. Douglas Berwanger, Vice Chairman; Rebecca Ryan, Treasurer; Sandra Pirdy, Assistant Secretary; E. Joseph Gozelski, Director; James Hardie, Director; James Pierce, Executive Director; Robin Marschlok, Director of Operations; Jennifer Tyczka, Program Manager and William Daly, Special Projects Coordinator; Kevin Zanner, Hurwitz & Fine, Agency Counsel

Absent: Mark Dadd, Chairman

Guest in Attendance: Sage Keber, Williams Opera House; Brian Bieger, Underwriter

2. Action Item

A. Loan Request for Attica Opera House, owner Sage Keber will provide an overview, Brian Bieger will present the loan analysis.

Pierce introduced Sage Keber, to provide an overview of his business and loan application for the building, which will be an event center/music venue at the Williams Opera House in Attica. Keber began by thanking the Board for giving him the opportunity to present his request. He then gave a work history reporting that he started in 2014 with the Entertainment Collaborative, providing a service to book venues for artists to perform in the Rochester area. He expanded out to other areas including Erie, Syracuse, Philadelphia, Buffalo, Corning and Elmira. Keber has also started a digital music streaming business which is doing well financially and providing him with cash flow. With his booking business he soon realized that there is revenue to be made in owning a venue and providing the food and beverages consumed by concert goers. He looked in the Attica area to be centrally located between Rochester and Buffalo. He has a purchase contract with the owner of the Williams Opera House in Attica and is asking the Board for funds to secure the financing for the acquisition of the building. D. Berwanger asked about the size and seating capacity of the building and the expected crowd size when the business is up and running. Keber reported that the building is 17,500 sq. ft and has a projected capacity of 750-1000 people after the renovations are complete. The exact number will be approved by the County Code Enforcement once the building is renovated. Keber also explained that once he is able to acquire the building, he will hire an engineer to do a complete inspection and provide a list of what is required to bring the building to code. S. Pirdy asked if Keber will continue with his music streaming business and original booking for other venues. Keber stated yes and he will also have a lounge and restaurant in the downstairs of the building. He hopes to use his space to attract birthday parties, community events, and dance and yoga classes during the day hours. Pirdy asked about the parking and the issues there may be if a concert draws a large crowd. Keber stated he has been in contact with the Village Board and the police department and has some plans for parking in a municipal lot across the street and a park area further down the street from the Opera House. Keber concluded that his target date to open would be sometime in 2020 but until he gets the engineer report he won't know all the renovations that will need to be done.

Keber then left the meeting at 2:50 p.m.

The Board asked Don Roberts, Wyoming County Building and Codes Officer to join the meeting to give a brief overview on his evaluation of the building. Roberts reported that the building roof is in rough shape and even with some repairs to it there has been recent damage from wind. He also explained that some interior renovations had been done previous to Keber's interest in it that are in

violation of codes. In his opinion the repairs to the building will be extensive. Roberts then left the meeting.

Brian Bieger then reviewed his analysis of the request for funding. He explained that Keber is asking for \$96,000 to complete the purchase of the \$106,000 cost for the building. Keber has a substantial revenue source from his digital steaming service and his projected cash flow supports the funding of his personal expenses and would cover the monthly payments to the WCBAC should the funding be approved. Bieger reported that Keber co-owns other property with his father and if the Board should approve the financing request it would be recommended that the father transfer his ownership through a quitclaim deed to allow Keber to have 100% of the assets. Bieger provided the pros and cons of funding the request and concluded that he would recommend approval of \$96,000 with a 10-year term at a 4% interest rate with the following conditions: first lien on the building, Personal guarantee of Sage Keber, and transfer of ownership on the two residential properties from Keber's father to Sage and a second lien on both residential properties. After his review Bieger left the meeting at 3:40 p.m.

After a brief discussion the Board moved to approve the request for funding with the terms and conditions outlined above on a motion made by J. Hardie. The motion was seconded by J. Gozelski and unanimously approved.

3. Administrative

- A. Minutes of the April 11, 2019 Board Meeting were reviewed. A motion was made by J. Hardie to accept the minutes and seconded by S. Piridy. The motion was unanimously approved.
- B. R. Marschilok reviewed the financial report from April 2019. After review the Board approved the financial reports on a motion made by R. Ryan seconded by J. Hardie. The motion was unanimously approved.

4. Discussion Item

A. MOU with the WCIDA for administration of the WCBAC.

Pierce then explained to the Board that the MOU Agreement between the IDA and the BAC is expiring. The original Agreement had a term of 10 years and with a fee of \$60,000 per year. Pierce suggested the Board consider raising the fee to \$75,000 per year for 5 years. After consideration the Board agreed on a motion made by R. Ryan. The motion was seconded by J. Hardie and unanimously approved.

5. Other Business/Communications - None

6. Next Meeting- The next scheduled meeting is June 13, 2019 at 3:00 p.m.

7. Adjournment

The meeting was adjourned at 3:43 p.m. on motion by R. Ryan. The motion was seconded by S. Piridy and unanimously approved.

Minutes prepared by: R. Marschilok