



AGENDA

October 17, 2024 – 8:30 am
111 Washington Ave, Suite 100
Albany, NY 12210
Conference Room

1. Welcome Jeffrey Stone, Chair
2. Roll Call for Record Jeffrey Stone, Chair
3. Minutes of July 17, 2024 Meeting Jeffrey Stone, Chair
4. Committee Reports:
 - a. Finance Committee Allen Maikels, Committee Chair
 - i. September 2024 Financial Statements
 - ii. 2025 Budget for PARIS Filing
 1. (action) Resolution
 - iii. Q3 2024 - Alliance Voucher
5. CFO Report Amy Thompson, CFO
6. Other Business
 - a. Pavement Technology International Corp. – Renewal
 - i. (action) Resolution: Approval
 - b. 219 Warehouse Grill - Modification
 - c. Boozy Moo: The Yard Update Kevin Catalano
7. CEO Report Kevin O’Connor, CEO
8. Executive Session Jeffrey Stone, Chair
9. Adjournment Jeffrey Stone, Chair

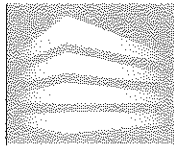


Roll Call

October 17, 2024 – 8:30 a.m.

111 Washington Ave, Suite 100, Albany, NY 12210 - Conference Room

| Board Member | Present / Excused / Absent |
|---|----------------------------|
| Jeffrey Stone, Chairman | |
| Alan Alexander, Treasurer | |
| Diana Ostroff, Secretary | |
| Allen Maikels, Member | |
| Marcus Pryor, Member | |
| Daniel Scarring, Member | |
| Susan Pedo, Member | |
| Caitlin O'Brien (Ex-Officio – J. Cunninham) | |
| Lucas Rogers (Ex-Officio – M. McLaughlin) | |



**Board of Directors Meeting Minutes
July 18, 2024**

DIRECTORS PRESENT Jeffrey Stone, Alan Maikels, Caitlin O'Brien, Susan Pedo, and Marcus Pryor

EXCUSED DIRECTORS Alan Alexander, Diana Ostroff, Lucas Rogers, and Daniel Scarring

COUNSEL PRESENT Madeline Kauffman (video)

AACA STAFF PRESENT Kevin O'Connor, Amy Thompson, Kevin Catalano, Antionette Hedge, Dylan Turke, and Clayton Besch

Mr. Stone called the meeting to order at 8:35 a.m. Mr. Stone read the roll call and it was determined that there was quorum.

Mr. Stone presented the Minutes from the May 16, 2024 meeting. There are no corrections noted. Mr. Pryor made a motion to approve the May 16, 2024 Meeting Minutes; Mr. Maikels seconded the motion; all those present voted in favor.

Finance Committee Report: Ms. Thompson presented the June 2024 Financial Statements. Mr. Maikels presented Second Quarter 2024 Advance Albany County Alliance Vouchers. There were no questions from the Board. Mr. Stone made a motion to accept the June 2024 Financial Statements and Second Quarter 2024 Advance Albany County Alliance Vouchers; Mr. Pryor seconded the motion; all Board members in attendance and voting on the motion voted in favor.

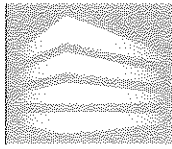
There was no CFO report.

New Business:

- (1) The loan application of Becky Puritz and Joan Puritz (Down Tube Too), and a Resolution in connection therewith, was presented to the Board by Mr. Catalano. Upon due consideration of the following loan terms, a motion to approve the loan application was made by Mr. Maikels and seconded by Mr. Stone. Mr. Pryor recused himself and all remaining Board members in attendance and voting on the motion voted in favor.

Borrower: Becky Puritz and Joan Puritz (Down Tube Too)
Principal Amount: \$125,000.00
Interest Rate: 4%
Term: 5-year term and 5-year amortization
Guaranty: Unlimited personal guaranty of Ms. Becky Puritz (51% owner) and her mother Ms. Joan Puritz (49% owner).
Collateral: First mortgage lien on a home owned by Joan Puritz located at 697 Winney Hill Rd, Oneonta, NY; and a first priority security interest in all business assets of Borrower.

- (2) The loan modification (extension) request of All Type Professional Door Service Inc., and a Resolution in connection therewith, was presented to the Board by Mr. Catalano. Upon due



ALBANY COUNTY BUSINESS
DEVELOPMENT CORPORATION
AL TECH LOAN FUND
FINANCING TO FUEL BUSINESS GROWTH

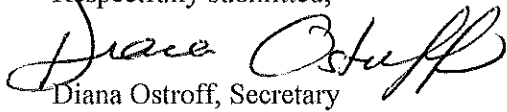
consideration of the following loan terms, a motion to approve the loan modification request was made by Mr. Pryor and seconded by Ms. Pedo. Mr. Maikels recused himself and all remaining Board members in attendance and voting on the motion voted in favor.

Borrower: All Type Professional Door Service Inc.
Principal Amount: Actual balance at closing not to exceed \$81,131.00
Interest Rate: 4%
Renewal Term: 5-year, 5 -year amortization
Guaranty: 400 North Pearl Street LLC (Mortgagor)
Collateral: Second Mortgage on real property and improvements commonly known as 400 North Pearl Street, Albany, NY and a subordinate security interest in all business assets of 400 North Pearl Street LLC.

Mr. O'Connor presented the Alliance CEO Report.

Mr. Maikels made a motion to move to adjourn the meeting at 8:50 a.m. and Mr. Pryor seconded the motion; all members of the Board in attendance voted in favor.

Respectfully submitted,


Diana Ostroff, Secretary

ALBANY BUSINESS DEVELOPMENT CORPORATION
Financial Statement Narrative
For the Period Ending YTD
September 30, 2024

This report provides an overview of the P&L and Balance Sheet for Albany Business Development Corporation YTD September 2024.

In 2024 the ACBDC will continue to promote economic growth and business retention by offering financing to businesses. The businesses demonstrated strong possibilities for growth, real property improvement, increased employment, and retention of employment within the County.

Total revenue for YTD September was \$535,506 derived from bank, loan, and investment interest. We were favorable to budget by \$64,131.

The ACBDC remains committed to financial transparency and accountability. Rigorous financial controls and reporting mechanisms are in place to ensure the effective and responsible use of funds in alignment with the organization's mission and objectives. As of September the ACBDC has disbursed three loans in 2024 for \$180,000 to Moxie Owl, \$550,000 to Common Roots and \$750,000 to Mailworks.

The expenses YTD were \$29,835 which was favorable to budget by \$159,165 due to the Shovel Ready Site Development Fund reimbursement being significantly less than the budgeted amount. All in, the ACBDC has spent roughly \$61,765 of the \$1,000,000 pledged to the Alliance to assist with the expenses related to shovel ready sites.

Our current cash position is strong at \$9,417,719. The decision to invest \$5,000,000 in US Treasury Bills has resulted in additional investment interest earned annually. The net income for the ACBDC at the end of September was \$244,671.

Our loan receivable balance stands at \$10,733,583 and all loans are paid current.

There are currently no identifiable significant risks or uncertainties that would impact the ACBDC's future financial performance.

ALBANY BUSINESS DEVELOPMENT CORPORATION
Financial Statement Narrative
For the Period Ending YTD
September 30, 2024

Profit & Loss

Operating Revenue –

Application fees of \$1,500 from Moxie Owl LLC, Common Roots and Mailworks for \$500 each.

Bank interest of \$112,376.

Loan interest received is in the amount of \$242,959.

Investment interest of \$178,671.

Operating Expenses–

Shovel Ready Site Development Fund expenses of \$22,257 are reimbursable items to the Alliance for Shovel Ready Site expenses paid to Tom Owens, Young Sommer and GdB Geospatial LS.

Agency Fee expenses of \$268,579 include expenses reimbursed to the Alliance for YTD September which include payroll/benefits, professional/legal services, and miscellaneous office expenses.

Balance Sheet

Assets –

Cash balance as of September 30, 2024 is \$9,417,719 of which roughly \$5,066,000 is invested in US Treasury bills.

Loans receivable of \$10,733,583 of which all loans are currently paid up to date.

Liabilities –

Due to Alliance balance of \$88,121 includes reimbursable expenses for Q3 2024 for both operating expenses as well as Shovel Ready Site Development Fund expenses.

Albany County Business Development Corporation
Statement of Net Position
As of September 30, 2024

| | Total |
|---|-------------------------|
| ASSETS | |
| Current Assets | |
| Bank Accounts | |
| Restricted Cash | |
| 10220 - M&T MM 3324 ALTECH ACBDC | 3,661,510.54 |
| 10250 - M&T 4113 AI Tech Operating | 491,464.18 |
| 10260 - US Treasury Bill - 6 months | 2,630,736.53 |
| 10270 - US Treasury Bill - 12 months | 2,609,977.84 |
| Total Restricted Cash | \$ 9,393,689.09 |
| Unrestricted Cash | |
| 10210 - M&T ACBDC Corp Checking 4105 | 24,026.69 |
| 10255 - M&T 3994 CRAF Operating | 3.00 |
| Total Unrestricted Cash | \$ 24,029.69 |
| Total Bank Accounts | \$ 9,417,718.78 |
| Accounts Receivable | |
| 14615 - Loans Receivable-AI Tech LT | 10,733,582.64 |
| 14620 - Bad Debt Allowance | -102,594.35 |
| 15150 - Accrued Loan Interest | 27,001.36 |
| Total Accounts Receivable | \$ 10,657,989.65 |
| Other Current Assets | |
| 15200 - Accrued Investment Income | 42,341.47 |
| Total Fixed Assets | \$ 42,341.47 |
| Total Current Assets | \$ 20,118,049.90 |
| Fixed Assets | |
| 16000 - Furniture & Fixtures | 6,588.00 |
| 16999 - Accumulated Depreciation | -6,588.00 |
| Total Fixed Assets | \$ 0.00 |
| TOTAL ASSETS | \$ 20,118,049.90 |
| LIABILITIES AND EQUITY | |
| Liabilities | |
| Current Liabilities | |
| Accounts Payable | |
| 20051 - Due to Advance Albany Co Alliance | 88,121.03 |
| Total Accounts Payable | \$ 88,121.03 |
| Total Liabilities | \$ 88,121.03 |
| Net Position | |
| 28615 - Trust Assets | 15,650,961.00 |
| 30000 - Net Assets | 6,176,905.00 |
| Retained Earnings | -2,042,607.67 |
| Net Operating Revenues | 244,670.54 |
| Total Net Position | \$ 20,029,928.87 |
| TOTAL LIABILITIES & NET POSITION | \$ 20,118,049.90 |

Albany County Business Development Corporation
Statement of Revenue, Expenses and Changes in Net Position
YTD Sep 2024

| | | <u>Total</u> |
|---|-----------|--------------------------|
| Operating Revenues | | |
| 41000 - Application Fees | | 1,500.00 |
| 44000 - Bank Interest | | 112,375.91 |
| 44050 - Loan Interest Earned | | 242,959.02 |
| 44100 - Investment Interest | | 178,670.88 |
| Total Operating Revenues | \$ | <u>535,505.81</u> |
| Operating Expenses | | |
| 50034 -Shovel Ready Site Development Fees | | 22,256.68 |
| 50035 - Agency Fee | | 268,578.59 |
| Total Operating Expenses | \$ | <u>290,835.27</u> |
| Change in Net Position | \$ | <u>244,670.54</u> |

Albany County Business Development Corporation
Budget vs. Actuals: 2024 Budget - FY24 P&L
YTD Sep 2024

| | Actual | Budget | Budget Variance | % of Budget |
|---|----------------------|----------------------|-----------------------|-----------------|
| Operating Revenues | | | | |
| 41000 - Application Fees | 1,500.00 | 2,625.00 | -1,125.00 | 57.14% |
| 44000 - Bank Interest | 112,375.91 | 187,500.01 | -75,124.10 | 59.93% |
| 44050 - Loan Interest Earned | 242,959.02 | 281,250.00 | -38,290.98 | 86.39% |
| 44100 - Investment Interest | 178,670.88 | 0.00 | 178,670.88 | 100.00% |
| Total Operating Revenues | \$ 535,505.81 | \$ 471,375.01 | \$ 64,130.80 | 113.61% |
| Operating Expenses | | | | |
| 50034 -Shovel Ready Site Development Fees | 22,256.68 | 187,500.01 | -165,243.33 | 100.00% |
| 50035 - Agency Fee | 268,578.59 | 262,499.99 | 6,078.60 | 102.32% |
| Total Operating Expenses | \$ 290,835.27 | \$ 450,000.00 | -\$ 159,164.73 | 64.63% |
| Change in Net Position | \$ 244,670.54 | \$ 21,375.01 | \$ 223,295.53 | 1144.66% |

Budget & Financial Plan Budgeted Revenues, Expenditures, And Changes in Current Net Assets.

| | Last Year 2023 | Current Year 2024 | Next Year 2025 | Proposed 2026 | Proposed 2027 | Proposed 2028 |
|--|---------------------|----------------------|---------------------|---------------------|---------------------|---------------------|
| REVENUE & FINANCIAL SOURCES | | | | | | |
| Operating Revenues | | | | | | |
| Charges For Services (Application Fees) | \$1,000.00 | \$2,500.00 | \$3,500.00 | \$3,500.00 | \$3,500.00 | \$3,500.00 |
| Rentals & Financing Income (Loan Interest) | \$334,366.73 | \$325,000.00 | \$350,000.00 | \$375,000.00 | \$375,000.00 | \$375,000.00 |
| Non-Operating Revenues | | | | | | |
| Investment Earnings | \$278,761.73 | \$331,690.30 | \$350,000.00 | \$350,000.00 | \$350,000.00 | \$350,000.00 |
| Other Non-Operating Revenues | \$32,478.65 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 |
| Total Revenues & Financing Sources | \$646,607.11 | \$659,190.30 | \$703,500.00 | \$728,500.00 | \$728,500.00 | \$728,500.00 |
| EXPENDITURES | | | | | | |
| Operating Expenditures | | | | | | |
| Professional Services Contracts | \$316,189.16 | \$360,000.00 | \$385,000.00 | \$400,000.00 | \$400,000.00 | \$400,000.00 |
| Other Operating Expenditures - loan loss reserves | \$78,569.97 | \$25,000.00 | \$25,000.00 | \$25,000.00 | \$25,000.00 | \$25,000.00 |
| Non-Operating Expenditures | | | | | | |
| Other Non-Operating Expenditures (AI Tech Steel Site) | \$39,548.25 | \$50,000.00 | \$327,000.00 | \$350,000.00 | \$233,451.75 | \$0.00 |
| Total Expenditures | \$434,307.38 | \$435,000.00 | \$737,000.00 | \$775,000.00 | \$668,451.75 | \$425,000.00 |
| Excess (Deficiency) Of Revenues And Capital Contributions Over Expenditures | \$212,299.73 | \$224,190.30 | -\$33,500.00 | -\$46,500.00 | \$70,048.25 | \$303,500.00 |

**ALBANY COUNTY BUSINESS DEVELOPMENT CORPORATION
BOARD OF DIRECTORS**

RESOLUTION

**APPROVING THE 2025 BUDGET OF THE ALBANY COUNTY BUSINESS
DEVELOPMENT CORPORATION (THE “CORPORATION”)
PURSUANT TO SECTION 2801 OF
THE NEW YORK PUBLIC AUTHORITIES LAW**

WHEREAS, the Corporation is a local development corporation organized for the benefit of the County of Albany, New York (the “**County**”) under §1411 of the New York Not-for-Profit Corporation Law (“**N-PCL**”), and is a “local authority” under §2 of the New York Public Authorities Law (the “**PAL**”); and

WHEREAS, pursuant to §2801 of the PAL, every local authority is required to submit to the chief executive officer, the chief fiscal officer, the chairperson of the legislative body of the local government or governments and the New York Authorities Budget Office, for their information, annually not more than ninety and not less than sixty days before the commencement of its fiscal year, in the form submitted to its members or trustees, budget information on operations and capital construction setting forth the estimated receipts and expenditures for the next fiscal year and the current fiscal year, and the actual receipts and expenditures for the last completed fiscal year; and

WHEREAS, in order to comply with its obligations under the PAL, the Corporation is required to adopt an annual budget for the fiscal year 2025 (the “**2025 Budget**”).

NOW, THEREFORE, BE IT RESOLVED by the Corporation (a majority of the members thereof affirmatively concurring) that the 2025 Budget attached hereto as Exhibit A, be and it is hereby adopted as the 2025 Budget of the Corporation (the “**Adopted 2025 Budget**”); and be it further

RESOLVED, the Chairperson of this Board shall arrange for the Adopted 2025 Budget to be forwarded to the Albany County Executive, Albany County Comptroller Chairperson of the Albany County Legislature, and the New York Authorities Budget office, as required by law.

Advance Albany County Alliance LDC
as agent for
Albany County Business Development Corporation
Q3 2024
Voucher \$82,335.63

| | | |
|--------------------------------------|-----------|------------------|
| 2024 Agency Budget | \$ | 350,000.00 |
| Q3 2024 Salaries and Fringe Benefits | \$ | 66,003.08 |
| Q3 2024 Professional Fees | \$ | 2,477.60 |
| Q3 2024 Other Business Expenses | \$ | 16,817.87 |
| Q3 2024 Rental Income | \$ | (2,962.92) |
| Total Q3 2024 Voucher | \$ | 82,335.63 |
| Q1 2024 Voucher Paid May 2024 | \$ | 85,266.74 |
| Q2 2024 Voucher Paid August 2024 | \$ | 100,976.22 |
| Total Remaining | \$ | 81,421.41 |

Advance Albany County Alliance LDC
as agent for
Albany County Business Development Corporation
Shovel Ready Site Development
Q3 2024
Voucher \$5,785.00

Shovel Ready Site Budget \$ 1,000,000.00

Q3 2024 Legal/Professional Fees \$ 5,785.00

Total Q3 2024 Voucher \$ 5,785.00

Q3 2023 Voucher Paid November 2023 \$ 33,400.00

Q4 2023 Voucher Paid April 2024 \$ 6,108.25

Q1 2024 Voucher Paid May 2023 \$ 7,931.68

Q2 2024 Voucher Paid August 2024 \$ 8,540.00

Total Remaining \$ 946,775.07

Advance Albany County Alliance
Profit and Loss by Class
 July - September, 2024

| | ACBDC | ACPHLA | General | Shovel Ready Site Dev Fund | STAGE Grant | TOTAL |
|--|---------------------|---------------------|----------------------|----------------------------|----------------------|----------------------|
| Income | | | | | | |
| ACBDC Reimbursement | 82,335.63 | | | | | 82,335.63 |
| CRC Management Fee | | 33,333.33 | | | | 33,333.33 |
| IDA Management Fee | | 66,666.66 | | | | 66,666.66 |
| Interest Income | | 7,930.24 | | | | 7,930.24 |
| Rental Income | 2,982.92 | | 8,885.76 | | | 11,851.68 |
| Shovel Ready Site Reimbursement | | | | 5,785.00 | | 5,785.00 |
| Total Income | \$ 85,298.55 | \$ 0.00 | \$ 116,818.99 | \$ 5,785.00 | \$ 0.00 | \$ 207,902.54 |
| Gross Profit | \$ 85,298.55 | \$ 0.00 | \$ 116,818.99 | \$ 5,785.00 | \$ 0.00 | \$ 207,902.54 |
| Expenses | | | | | | |
| Legal & Professional Services | | | | | | |
| Legal Fees | 1,182.60 | 27,065.00 | 15,650.00 | 5,785.00 | | 49,682.60 |
| Professional Fees | 0.00 | 320.00 | 487.19 | | | 807.19 |
| Total Legal & Professional Services | \$ 1,182.60 | \$ 27,385.00 | \$ 16,137.19 | \$ 5,785.00 | \$ 0.00 | \$ 50,489.79 |
| Office Supplies | | | 84.00 | | | 84.00 |
| Other Business Expenses | | | | | | |
| Automobile | 1,500.00 | | 200.00 | | | 2,000.00 |
| Bank Charges & Fees | | | 130.45 | | | 1,630.45 |
| Cell Phone | 215.97 | | 113.99 | | | 329.96 |
| Computer Software | 1,913.48 | | 2,481.15 | | | 4,394.63 |
| Computer/Internet | 2,332.84 | | 2,332.86 | | | 4,665.70 |
| Dues & Subscriptions | 1,249.98 | | 1,808.82 | | | 3,058.80 |
| Filing Fees | 750.00 | | 275.00 | | | 1,025.00 |
| Insurance | 1,139.10 | | 1,327.67 | | | 2,466.77 |
| Marketing | 1,295.00 | 1,295.00 | 3,187.64 | | | 5,777.64 |
| Meals & Entertainment | 14.85 | | 1,719.28 | | | 1,734.13 |
| Meeting Expense | 942.21 | | 119.04 | | | 1,061.25 |
| Office Supplies | | 1,689.81 | | | | 1,689.81 |
| Parking | -523.50 | | -1,384.07 | | | -1,907.57 |
| Payroll Fee | 1,080.65 | | 1,080.83 | | | 2,161.48 |
| Postage | | | 83.29 | | | 83.29 |
| Professional Development | | | 418.00 | | | 418.00 |
| Rent | 5,925.84 | | 17,777.55 | | | 23,703.39 |
| Sponsorship | | 837.11 | 2,650.00 | | | 3,487.11 |
| Travel Expenses | | 306.55 | | | | 306.55 |
| Utilities | 420.75 | | 380.25 | | | 801.00 |
| Total Other Business Expenses | \$ 19,094.28 | \$ 1,295.00 | \$ 36,685.11 | \$ 0.00 | \$ 0.00 | \$ 57,074.39 |
| Payroll Expenses | | | | | | |
| Employee Benefits | | | | | | 0.00 |
| 401k ER Match | 2,154.51 | 148.55 | -150.02 | | | 2,153.04 |
| Health Insurance | 7,384.69 | 1,377.98 | 8,482.64 | | | 17,255.31 |
| Payroll Tax - FICA | 3,769.15 | 2,417.84 | 5,436.30 | | | 11,623.29 |
| Payroll Tax - FUTA | 2.42 | 42.00 | 7.27 | | | 51.69 |
| Payroll Tax - SUTA | 55.44 | 425.00 | 292.40 | | | 772.84 |
| Workers Comp | 156.80 | 57.37 | 128.23 | | | 342.40 |
| Total Employee Benefits | \$ 13,533.01 | \$ 4,468.74 | \$ 14,196.82 | \$ 0.00 | \$ 0.00 | \$ 32,198.57 |
| Salaries | 51,488.68 | 32,091.34 | 67,876.12 | | | 151,456.12 |
| Total Payroll Expenses | \$ 65,021.67 | \$ 36,560.08 | \$ 82,073.94 | \$ 0.00 | \$ 0.00 | \$ 183,655.69 |
| Total Expenses | \$ 85,298.55 | \$ 65,240.08 | \$ 134,992.24 | \$ 5,785.00 | \$ 0.00 | \$ 291,315.87 |
| Net Operating Income | \$ 0.00 | \$ 65,240.08 | \$ 18,173.26 | \$ 0.00 | \$ 0.00 | \$ 83,413.33 |
| Other Expenses | | | | | | |
| Depreciation Expense | | | 9,021.48 | | | 9,021.48 |
| Stage Grant Expense | | | | 150,000.00 | | 150,000.00 |
| Total Other Expenses | \$ 0.00 | \$ 0.00 | \$ 9,021.48 | \$ 0.00 | \$ 150,000.00 | \$ 169,021.48 |
| Net Other Income | \$ 0.00 | \$ 65,240.08 | \$ 27,194.73 | \$ 0.00 | \$ 150,000.00 | \$ 242,434.81 |
| Net Income | \$ 0.00 | \$ 65,240.08 | \$ 27,194.73 | \$ 0.00 | \$ 150,000.00 | \$ 242,434.81 |

Shovel Ready Site Development Fund

ACBDC

| Row Labels | Sum of Amount | Row Labels | Sum of Amount |
|---------------------------------------|---------------------|---------------------|--------------------|
| ABM Parking Services | \$ 526.50 | Thomas M Owens, Esq | \$ 4,345.00 |
| Adobe | \$ 101.18 | Young Sommer LLC | \$ 1,440.00 |
| ADP | \$ 865.34 | Grand Total | \$ 5,785.00 |
| Baker PR | \$ 1,295.00 | | |
| Beazley Ins | \$ 771.36 | | |
| Boardable | \$ 755.76 | | |
| Cafe One Eleven | \$ 14.85 | | |
| CDPHP | \$ 9,086.93 | | |
| CEG | \$ 1,249.98 | | |
| Downhome | \$ 621.00 | | |
| Dropbox | \$ 108.00 | | |
| Hannaford | \$ 44.34 | | |
| Intelligent Technology Solutions, Inc | \$ 1,228.72 | | |
| Intuit | \$ 327.54 | | |
| Iron Mountain | \$ 290.55 | | |
| Kevin Catalano | \$ 1,053.08 | | |
| Nolan Heller Kauffman LLP | \$ 1,182.60 | | |
| NYS Charities Bureau | \$ 750.00 | | |
| Parking | \$ (1,050.00) | | |
| Payroll | \$ 56,050.81 | | |
| Philadelphia Ins | \$ 367.74 | | |
| Rent | \$ 5,925.84 | | |
| Spectrum | \$ 1,104.12 | | |
| Travelers Ins | \$ 99.24 | | |
| Utilities | \$ 420.75 | | |
| W.B. Mason | \$ 506.64 | | |
| Walmart | \$ 100.68 | | |
| Wilmington Trust | \$ 1,500.00 | | |
| (blank) | | | |
| Grand Total | \$ 85,298.55 | | |

**ALBANY COUNTY BUSINESS DEVELOPMENT CORPORATION
BOARD OF DIRECTORS**

RESOLUTION

**APPROVING LOAN EXTENSION AND MODIFICATION – REEVES ASSOCIATES, LLC
AND PAVEMENT TECHNOLOGIES INTERNATIONAL CORP.**

WHEREAS, Albany County Business Development Corporation (“**ACBDC**”) administers a revolving business loan fund for the purpose of creating and retaining jobs in Albany County; and

WHEREAS, ACBDC previously closed a loan to Reeves Associates, LLC and Pavement Technologies International Corp., the outstanding principal balance of which is \$60,580.56, which matured on October 1, 2024 (the “**Prior Loan**”); and

WHEREAS, the Prior Loan is performing, and the staff of the Advance Albany County Alliance Local Development Corporation (the “**Alliance**”), as agents of ACBDC, has received and reviewed a request for an extension of the Prior Loan (the “**Loan Extension Request**”), and has recommended approval of the same; and

WHEREAS, the borrowers, guarantors and collateral arrangements for the Prior Loan would remain in effect, subject to a change in the repayment terms as follows:

Principal Amount: Actual balance at closing not to exceed \$60,580.56
Interest Rate: 4%
Term: 5-year term, 5-year amortization

NOW, THEREFORE, BE IT RESOLVED, that the Loan Extension Request is hereby conditionally approved, subject to completion of all standard requirements of ACBDC and satisfaction of all conditions precedent normally applicable to ACBDC business loan extensions and all conditions which legal counsel for ACBDC deems reasonably appropriate to the circumstances; and be it further

RESOLVED, that upon satisfaction of all of the aforesaid requirements and conditions, ACBDC is authorized to close the modification and extension of the Prior Loan in accordance with the terms of this Resolution, including execution by appropriate official of Alliance, as agent of ACBDC, of all documents required to be executed in connection therewith.

AL TECH LOAN FUND - MATURITY EXTENSION REQUEST

| | | |
|---------------------------|--|-----------------------------|
| Company: | Pavement Technologies International Corp. | |
| RE Holding Company | Reeves Associates, LLC | Account #: ALT615114 |
| | | |

| | | | |
|----------------------|------------------|-------------------------|------------|
| Address: | 1525 Western Ave | Disbursed: | 9/12/2014 |
| | Albany NY | Amount: | \$150,000 |
| Phone: | | Maturity: | 10/1/24 |
| Contact Name: | Mark Reeves | Interest Rate: | 3.75% |
| | | Repayment Terms: | \$1,060.45 |

| | |
|---------------------------------------|--|
| Principal Balance for Renewal: | As of 10.1.24 \$60,580.56 |
| Proposed Renewal Terms: | 60-month term, fully amortizing |
| Proposed Interest Rate: | 4.00% |
| Proposed Renewal Repayment: | Not to exceed \$1,143.23 |

Collateral:

Collateral will be a second mortgage lien on the property behind an M&T Bank first mortgage

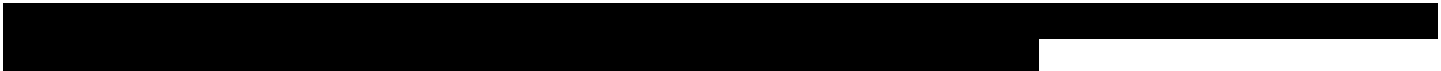
Business Description:

Pavement Technologies International Corporation (PTIC) was founded in 2002 by Mark and Edward "Ned" Reeves. Today, PTIC is a local supplier of new, used, refurbished and consigned asphalt equipment, roofing equipment, heavy construction equipment, water tanks and fuel trucks. They have clients in the USA, Canada and over 30 international markets. Its customer base consists of contractors, transportation departments and the armed services. PTIC has also developed a profit center in the shipping and logistics business, arranging through its vendors the transport of customer equipment to points within the USA and around the world.

Mark Reeves began his first pavement business in 1987 while studying marketing management at Siena College. After presenting a business plan and proof of concept for a driveway seal coating business, the young entrepreneur was chosen to receive start-up capital through a student venture loan fund sponsored by Key Bank and Siena College. Mark employed several classmates and cousins as crewmen and salesman. They set out, door-to-door offering customers free estimates, hanging door-flyers and handing out quotes. After gaining a foothold in a neighborhood they showcase their workmanship with wooden signs facing the directions of traffic, spawning additional business from neighbors. Following graduation, the business expanded its service offerings to the commercial market.

In 1990, Mark's older brother Edward "Ned" Reeves joined the business, having completed a civil engineering degree from RIT. The business's services were expanded to include paving, crack repairs, line-marking, asphalt rejuvenation and snowplowing. Local corporate customers include the likes of Stuyvesant Plaza, Corporate Woods and the 20 Mall with national clients such as Cumberland Farms, Ames and Home Depot. Projects included driveways, commercial parking lots and airports. While the company was focused on the Capital District it also included projects as far away as Georgia and Florida. Their marketing literature often showcased aerial photographs of major projects.

In 2006, the two brothers started selling used, refurbished paving equipment nationwide. In the last 5 years, Mark Reeves started offering new equipment. Branded with their name, they bid out the manufacturing of the equipment to manage margins and have started offering replacement parts.



Use of Loan Proceeds:

Purchase of 1525 Western Ave

2021 Site Review Info:

| | | | |
|--|----------------|------------------------------|-----------------|
| Conducted By: | Kevin Catalano | Visit Date: | Sept 2024 |
| Principal Balance as of Date of Review: | \$60,580.46 | Repayment Experience: | Paid as agreed. |
| Violations: | None | | |

Financial Information:

Borrower provided 2022 and 2023 accountant prepared tax returns for Reeves Associates and Pavement Technologies International Corp

Narrative & Financial Analysis:

Due to an increase in their new product offerings, sales

usually sold on consignment.

There are also 43 new pieces of equipment listed on their site, many are Pavement Group branded, others are industry names that paving companies would recognize. Many are customized at time of purchase or can be modified so prices are not listed.

Financial trends continue to improve.

Condition of Physical Collateral

(Staff Observation): Property is in average condition; owners have invested in the property and the property is currently fully leased.

Employment:

FTEs. 5 Full time employees

Employment goals met: why/why not:

They have not, they had hoped to bring on mechanics to refurbish used equipment for sale.

Notes:

All monthly loan payments have been paid as agreed.

[REDACTED]

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MEMORANDUM

To: ACBDC Board of Directors

From: Kevin Catalano – Director of Commercial Lending

Re: 219 Warehouse Grill – Release of Guarantor

Date: October 17, 2024

Loan Balance as of 10.1.24: \$79,899.82

The owners of 219 Warehouse Grill have requested that the ACBDC Board of Directors release the corporate guarantee of MezzaNotte, LLC and Stellare, LLC the restaurant Mezza Notte and the real estate holding company, from the loan to 291 Warehouse Grill as they are under contract to sell the property.

ACBDC has both Mezzanotte, LLC and Stellare, LLC as corporate guarantors, ACBDC does not have a lien on any real property or operating company assets.

The Purchase and Sales contract calls for a large deposit and a 4-year note based on a longer amortization with the full balance due at the end of 4 years.

The Sale of Mezza Notte will provide some cash to paydown the priority loan to 219 Warehouse Gill, reducing the loan payment to the priority lender (Pursuit Lending / Key Bank SBA 7A participation).

They have successfully sub-leased the restaurant at 219 Warehouse grill to Don Tequila Mexican Cantina, which will allow for enough cash flow to pay the loan monthly. This location will be the 15th for the owners in NYS, mostly in western and central NY. This location will be the first in the Albany Region

It is the recommendation of the Loan officer to release the guarantor for the amount of \$20,000 and then another principal payment of \$5,000 at the end of 6 months. Once ACBDC receives the \$5,000 payment, writer will request CFO re-amortize the loan to reduce the P&L payments until paid in full, at the current rate and current amortization schedule.

The release would only be effective if the sale of the property is completed.

Jeff Stone, ACBDC Board Chairperson

Dear Mr. Stone,

We are seeking the release of the corporate guarantee that is held on MezzaNotte.

In 2015 the guarantee was put in place to aid in the procurement of a loan for the opening of our second restaurant, Warehouse Grill & BBQ, at 219 Wolf Road. Due to the struggles imposed by the shutdown and economic upheaval that accompanied the Covid-19 pandemic, we were forced to cease operations in October of 2023. Since that time we have continued to make the loan payments out the income realized by MezzaNotte.

I'm sure you are aware of the enormous detrimental effect the pandemic and subsequent economy have had on the entire hospitality industry. Rather than allowing MezzaNotte to struggle in this environment, we have chosen to sell the property at 2026 Western Ave.

We currently have a buyer for the property and one of the contingencies of the sale is to have any and all liens removed from the property. At this time, the only liens are held by Pursuit/Key Bank and ACBDC. Pursuit/Key Bank have agreed to remove the lien for a fee. We seek the same from ACBDC,

The contract that is on the table has us receiving a down payment from the buyers which will go in its entirety to Pursuit/Key Bank along with money taking from our personal savings and money from the operating account at MezzaNotte. We will then carry the mortgage for a period of four years whereupon the buyers will make a balloon payment for the remaining balance.

Through these extreme economic struggles we have had the sole intent to pay all of our debts in full and that continues to be our goal. The most sensible path to our being able to achieve that is to complete the sale of the property at 2026 Western Ave to provide us with the funds to completely satisfy the loan.

We appreciate your aid in providing the release.

Mitch & Connie Ware

--

Mitch Ware

MezzaNotte Restaurant - 518.689.4433

Cell - 518.986.4464

October 1, 2024

Dear Kevin,

As a follow-up to our prior conversation, this email serves to inform Albany County Business Development Corp, Board of Directors that I will be listing The Yard - Hatchet House & Bar for sale through NAI Platform (Cory Tyksinski, Broker). The list price will be \$289,000, and includes all fixtures & equipment. I have decided to sell The Yard so that I can focus on growing Boozy Moo! Ice Cream Brand, as I see that brand as having the most potential for growth.

It is also my intention to separate Boozy Moo! as a standalone entity, incorporating it through the State of Delaware. I have not completed the paperwork yet for that process.

It is my understanding that I need the consent of Albany County Advance to sell The Yard and incorporate Boozy Moo! as a separate entity. Towards that end, please let me know if you need further information from me about either endeavor.

I have already spoken to my landlord (Redburn Development) about my intention to sell, and they've confirmed that they will cooperate with a buyer to assume the current lease etc. I anticipate that Cory will make the listing public within the next two weeks.

Thank you.

--

Leyla A. Kiosse
President
Moxie Owl, Inc.

Received via email 10.1.24