

Albany County Business Development Corporation

Board of Directors Meeting

111 Washington Ave, Albany NY August 17, 2023 8:30 AM – 10:00 AM

AGENDA

1. Review of July 20, 2023, Meeting Minutes Jeff Stone 2. Review of July 2023 Financials Allen Maikels & **Amy Thompson** 3. Election of Sean Ward as Vice Chairman Jeff Stone Jeff Stone **4.** Resolution: Establishing and Continuing Standing Committees Of the Board and Appointing Members Thereof a. Audit: Marcus Pryor **b.** Finance: Alan Alexander c. Governance: Diana Ostroff **5.** Resolution: Approving Loan Proposal - Guenther Management Kevin Catalano **6.** Alliance CEO Report Kevin O'Connor 7. Other Business

Jeff Stone

8. Adjournment



Board of Directors Meeting Minutes July 20, 2023

DIRECTORS PRESENT Alan Alexander, Caitlin O'Brien, Diana Ostroff, George Penn,

Marcus Pryor, Daniel Scarring, Jeffrey Stone, and Sean Ward

EXCUSED DIRECTORS Allen Maikels

COUNSEL PRESENT John Hartzell, and Madeline Kaufman (virtual)

GUEST PRESENT Lucas Rogers

AACA STAFF PRESENT Kevin O'Connor, Amy Thompson, Kevin Catalano, Rosemary

McHugh, and Antionette Hedge

Mr. O'Connor asked the Board members to complete the Financial Disclosure form and submit the form to the State if they have not done so already.

Jeffrey Stone was designated to chair the meeting in Allen Maikels' absence.

Mr. Stone called the meeting to order at 8:35 a.m.

Mr. Catalano presented the following proposed slate of officers for the Board of Directors for consideration by the Board:

- Jeffrey Stone, Chairperson
- Allen Maikels, Treasurer
- Diana Ostroff, Secretary

Following due consideration, Mr. Alexander made a motion to elect the above Board members to the above positions and Mr. Ward seconded the motion. Mr. Stone and Ms. Ostroff abstained from voting. All those voting on the motion, voted in favor, and the above members were elected to serve in the above positions on the Board.

Mr. Stone presented the Minutes from the June 15, 2023 meeting. No corrections were noted. Mr. Pryor made a motion to approve the June 15, 2023 minutes as presented. Mr. Alexander seconded the motion; all those voting on the motion voted in favor.

Ms. Thompson presented the June 2023 Financial Statements. Ms. Ostroff made a motion to accept the June 2023 Financial Report as presented, Mr. Alexander seconded the motion; all those voting on the motion voted in favor.



Ms. Thompson presented the Alliance Voucher for services performed on behalf of ACBDC. Mr. Ward made a motion to approve the Voucher as presented, Mr. Alexander seconded the motion. All those voting on the motion voted in favor.

Ms. Thompson presented an investment report detailing how investing in United States Treasuries could provide a vehicle to earn interest in amounts greater than ACBDC is currently earning at M&T Bank. A proposed Resolution was presented to the Board authorizing investment of ACBDC funds in short term United States Treasury Bills. Mr. Alexander made a motion to (a) amend the proposed Resolution to authorize investment of ACBDC funds in an aggregate amount of \$5,000,000.00, as follows: (i) \$2,500,000.00 in United States Treasury Bills with six month maturities, and (ii) \$2,500,000.00 in United States Treasury Bills with twelve month maturities, and (b) approve the Resolution, as amended., Mr. Ward seconded the motion. All those voting on the motion voted in favor.

Mr. Catalano presented an update respecting Daigle Cleaning Systems, Inc.'s dispute with RPI based on his communications with Mr. Foster, President of the Company.

Mr. Catalano presented a proposed Resolution to the Board respecting the application of Energy Catalyst, LLC ("Energy Catalyst") to the United States Department of Energy (the "US DOE") under the Heat Pump Defense Production Act Program for grant funds to support expansion of its ground-source heat pump manufacturing capacity and Energy Catalyst's request for the ACBDC to provide a letter to the US DOE in connection therewith. Following due consideration, Mr. Ward made a motion to approve the Resolution. Ms. Ostroff seconded the motion. All those voting on the motion voted in favor.

Mr. O'Connor presented a proposal and Resolution to the Board to establish the "Albany County Business Development Corporation Shovel Ready Site Development Fund." Following due consideration, Mr. Pryor made a motion to approve the Resolution. Ms. Ostroff seconded the motion. All those voting on the motion voted in favor.

Mr. O'Connor presented the Alliance CEO report including a summary of a recent meeting with an offshore wind supplier in South Carolina.

Mr. Pryor made a motion to move to adjourn the meeting at 9:40 a.m., Mr. Alexander seconded the motion. All those voting on the motion voted in favor.

Respectfully submitted,

Diana Ostroff, Secretary

search Ostuff

Albany County Business Development Corporation Statement of Net Position

As of July 31, 2023

	Total
ASSETS	
Current Assets	
Bank Accounts	
Restricted Cash	
10220 - M&T MM 3324 ALTECH ACBDC	8,007,357.81
10250 - M&T 4113 Al Tech Operating	720,447.96
Total Restricted Cash	\$ 8,727,805.77
Unrestricted Cash	
10210 - M&T ACBDC Corp Checking 4105	23,520.92
10255 - M&T 3994 CRAF Operating	3.00
Total Unrestricted Cash	\$ 23,523.92
Total Bank Accounts	\$ 8,751,329.69
Accounts Receivable	
14615 - Loans Receivable-Al Tech LT	11,030,206.60
14620 - Bad Debt Allowance	-84,193.00
15150 - Accrued Loan Interest	32,262.00
Total Accounts Receivable	\$ 10,978,275.60
Total Current Assets	\$ 19,729,605.29
Fixed Assets	
16000 - Furniture & Fixtures	6,588.00
16999 - Accumulated Depreciation	-6,588.00
Total Fixed Assets	\$ 0.00
TOTAL ASSETS	\$ 19,729,605.29
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
20051 - Due to Advance Albany Co Alliance	26,147.97
Total Accounts Payable	\$ 26,147.97
Total Current Liabilities	\$ 26,147.97
Total Liabilities	\$ 26,147.97
Net Position	
28615 - Trust Assets	15,650,961.00
30000 - Net Assets	6,176,905.00
Retained Earnings	-2,254,907.40
Net Operating Revenues	 130,498.72
Total Net Position	\$ 19,703,457.32
TOTAL LIABILITIES & NET POSITION	\$ 19,729,605.29

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

YTD July 2023

	Total		
Operating Revenues			
41000 - Application Fees		500.00	
44000 - Bank Interest		113,868.20	
44050 - Loan Interest Earned		200,407.95	
Total Operating Revenues	\$	314,776.15	
Operating Expenses			
50035 - Agency Fee	\$	184,277.43	
Total Operating Expenses	\$	184,277.43	
Change in Net Position	\$	130,498.72	

Albany County Business Development Corporation Budget vs. Actuals: 2022 Budget - FY22 P&L YTD July 2023

	Actual	Budget	Budget Variance	% of Budget
Operating Revenues				
41000 - Application Fees	500.00	2,500.00	-2,000.00	20.00%
44000 - Bank Interest	113,868.20	746.65	113,121.55	15250.55%
44050 - Loan Interest Earned	200,407.95	228,936.15	-28,528.20	87.54%
Total Operating Revenues	\$ 314,776.15	\$ 232,182.80	\$ 82,593.35	135.57%
Operating Expenses				
50015 - Bank Fees		250.00	-250.00	0.00%
50035 - Agency Fee	\$ 184,277.43	134,750.00	49,527.43	136.76%
Bad Debt Writeoff		30,000.00	-30,000.00	0.00%
Total Operating Expenses	\$ 184,277.43	\$ 165,000.00	\$ 19,277.43	111.68%
Change in Net Position	\$ 130,498.72	\$ 67,182.80	\$ 63,315.92	194.24%

ALBANY COUNTY BUSINESS DEVELOPMENT CORPORATION

Resolution

Establishing and Continuing Standing Committees of the Board and Appointing Members Thereof

RESOLVED, that pursuant to subdivision 4 of Section 2824 of the New York Public Authorities Law (the "PAL"), and in accordance with the By-laws of the Corporation, an Audit Committee of the Corporation is established and continued, which Committee shall be comprised of the each and every member of this Board, who shall serve at the pleasure of this Board; and be it further

RESOLVED, that pursuant to subdivision 7 of Section 2824 of the PAL, and in accordance with the By-laws of the Corporation, a Governance Committee of the Corporation is established and continued, which Committee shall be comprised of the each and every member of this Board, who shall serve at the pleasure of this Board; and be it further

RESOLVED, that pursuant to the By-laws of the Corporation, the Chairperson of this Board, shall appoint the chairperson of each of the foregoing Committees of this Board.

ALBANY COUNTY BUSINESS DEVELOPMENT CORPORATION

Resolution

Approving Loan Application from Guenther Management Inc.

Whereas, Albany County Business Corporation (the "Corporation") maintains and administers a revolving loan fund to advance employment opportunities and economic development within the County of Albany (the "RLF"); and

Whereas, the Corporation is in receipt of an application from Guenther Management Inc, dba Adventure in Food Trading, for a loan from the RLF in the amount of \$89,800.00 (the "Application"); and

Whereas, the Application has been reviewed and deemed complete by the staff of the Advance Albany County Alliance Local Development Corporation, who have also determined that the Application satisfies the purposes and requirements of the RLF;

Now, Therefore, Be It Resolved, that a Loan from the RLF in the amount of \$89,800.00 (the "Loan"), to Guenther Management Inc, dba Adventure in Food Trading, or a Real Estate Holding Company to be formed (the "Borrower"), is hereby conditionally approved, such Loan to be at a rate of interest of 4% per annum, with a five year term, and 20 year amortization, and secured by a second mortgage on real property commonly known as 12 Old Myers Road, Town of Colonie, Albany County, New York and a collateral assignment of Life Insurance in the full amount of the Loan on the life Eric Guenther; and be it further

Resolved, that the Loan shall otherwise be structured and documented in a manner consistent with the normal practices of the Corporation, and with the advice of Counsel to the Corporation, and be it further

Resolved, that all conditions precedent normally required in the operation of the RLF shall be first satisfied by the Borrower and the principals of the Borrower before the Loan shall be closed.

Albany County Business Development Corp. Al Tech Loan Fund Loan Proposal August 17, 2023

BORROWER:

Guenther Management, Inc dba Adventures in Food Trading or

Real Estate Holding Co. to be formed

Eric Guenther

Gretchen Guenther-Collins

381 Broadway

Menands, NY 12204

REQUEST:

Eighty-Nine Thousand and Eight Hundred Dollars (\$89,800)

TERM:

5-year term / 20-year amortization

RATE:

Prime minus three percent with a floor of 4.00%

PROJECT:

Guenther Management, Inc is looking to purchase Edelweiss Veal Products, a long-standing wholesale butcher specializing in beef and veal offerings to restaurants and small specialty markets.

The sources and uses of the proposed project financing are follows:

SOURCES		USES		
Al Tech Funds	\$89,800	Purchase	\$448,300	
Owners Equity	44,200			
Bank Financing	314,300			
Total	\$448,300	Total	\$448,300	

Sources and Uses is for the property only, Pioneer Bank will be providing a \$202,000 term loan to purchase the equipment held by Edelweiss Veal Products.

Additionally Pioneer Bank will increase Guenther Managements, Inc LOC by \$100M to \$300M.

COLLATERAL:

Collateral will be a second mortgage on 12 Old Myers Dr, Colonie NY. Behind a first

Al Tech provided funding to Mr. Warrington, owner of Edelweiss Veal Products when he originally purchased the business in 2010 from the original owner, at the time, Mr. Warrington was an employee. Since the purchase, Mr. Warrington has been able to increase sales from

GUARANTORS:

Loan will require the personal guarantees of both Eric Guenther and his sister Gretchen Guenther-Collins.

Gretchen Guenther-Collins handles all the finances of the business operations and is a Partner at Teal, Becker Chiaramonte, where she works full-time.

BACKGROUND:

Guenther Management, Inc was previously known as Specialty Whole Foods and was

company while Gretchen Guenther-Collins is part time, as she is a full time Partner at Teal & Becker Accounting Firm.

The business has developed a reputation for its commitment to culinary arts by being the premier provider of wild game, natural meat, gourmet cheese, and culinary specialties to the finest chefs in the Northeast. The business primarily operates as a high-quality food wholesale distribution company. Their clientele is primarily made up of high-end hotels, restaurants, and catering businesses. They take pride in the quality of their products with their main goal being to bridge the gap between consumers and the origins of real food.

In addition to their wholesale distribution services, the business additionally sells to large catering services in their footprint, offering a wide variety of food options for events and gatherings.

Through COVID, Guenther Management was able to increase their client base by creating new or additional delivery runs into the Finger Lakes Region, Southern Tier, Hudson Valley, Lake Placid Region and Western Massachusetts. They have 5 salespeople working to increase the number of clients in their respective regions and increase the revenue per order. Just prior to COVID, Guenther Management added Produce to their product offerings.

Guenther Management has nine - 16 & 20 foot box trucks that deliver to their clients. The trucks are all leased. They do have two smaller vans for local delivery that they own and maintain.

Through COVID, while restaurants were slowing down, Guenther Management reduced staff to 4 people and they scoured the industry for opportunities and decided to start offering produce and started selling into retail accounts, such as small specialty food stores, the rest areas along the NYS Thruway, they sell to all the I Love NY stores.

In order to sell to specialty retailers, they found a niche in Made in NY products. And subsequently he learned that chefs will order products produced in the native land, it Asian Oils and Vinegars, specialty cheeses, etc., a chef second choice is Made in NY. Sales into retail establishments created a product mix that chefs also appreciate.

Sales to retailers exceeded \$3MM and produce sales exceeded \$3MM last year, all were brough in due to COVID. Employment is back to full staff of 26 full-time and they will be bringing over 4 employees from Edelweiss. With their projections, Eric is confident they will grow employment by as many as 7 over the next 3 years.

Guenther Management currently has 150-160 active weekly clients. During the summer months, the list can grow as high as 190 and in Q1 as the industry slows, they can have as few as 115-120 active clients. Edelweiss has 85 active clients and less than 20 overlap.

The motivation behind the purchase is primarily to add product lines of fresh and frozen Beef, Pork, Lamb, Veal and Chicken. All products that Edelweiss offers while specializing in Veal and Beef products. The specialty meat market is slowing shifting back to basic proteins, due to economic factors including but not limited to inflation and the cost of specialty meats.

Included in this request, the business is looking to purchase the operations of a veal company, which will expand their products and services, as well as drive revenues for future years. Combined revenues should exceed \$11 million in revenue with expected combined cash flow \$364M before any operational efficiencies that can be recognized. When meeting with Eric Guenter he was very open about the Specialty Meats demand and how the demand has shifted to core "proteins" like beef, veal, pork and chicken. He feels that core proteins could double the revenue Edelweiss current achieves in 2 years.

He referred to core proteins as "the center of the plate" Guenther Management has products for all the other areas of a plate.

Guenther Management is located at the Menands Farmers Market at 381 Broadway, Menands.

Edelweiss Veal Products is located at 12 Old Myers Drive, it is a mixed-use property located in the Town of Colonie. The 4,196 Sq Ft building sits on 0.69 acres of land and consists of a single commercial unit and residential unit. The commercial unit currently houses the operations of Edelweiss Veal Products. The business will be purchasing the property and taking over operations of the veal company.

The borrower has a contract with Edelweiss Veal Products to purchase the business. The purchase agreement states the purchase of the business will include all the assets necessary to operate the business, which includes the subject property. The contract for

```
a appraisal of the subject property. The contract for a appraisal of the subject the time of valuation.

In appropriate the business, which includes the subject property. The contract for a appraisal of the subject the time of valuation.

In appropriate the business, which includes the subject property. The contract for a appraisal of the subject the time of valuation.

In appropriate the business, which includes the subject property. The contract for a appraisal of the subject the time of valuation.
```

Guenther Management will have two locations in Albany County, with a majority of shipping and receiving taking place at the Menands location.

FINANCIALS:

See attached financial information:

ECONOMIC IMPACT: Al Tech will be providing a loan to a local food wholesaler to purchase a local beef and veal wholesaler, retaining 4 butcher jobs and Mr. Guenther feels they will create up to 7 more jobs as they rollout the new offerings to their clients.

STRENGTHS

- Long established businesses will remain in Albany County
- > There is sufficient cash flow to pay the proposed and existing debt
- Eric and Gretchen are a strong ownership team, offering strong personal guarantees.
- Wide range of product offerings

WEAKNESS:

- New product offering for Guenter Management
- > Food Industry has inherently risky due to outside economic factors.

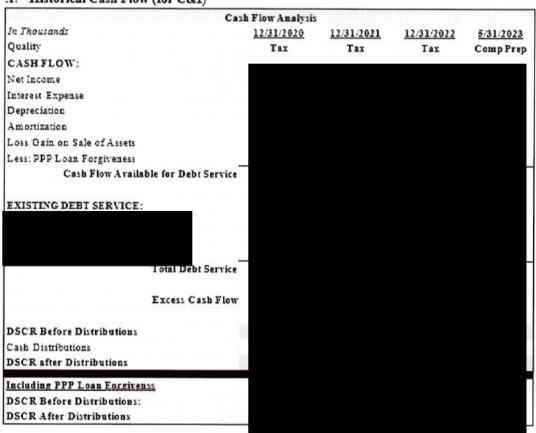
OTHER TERMS AND CONDITIONS

- Assignment of life insurance on the life of Eric Guenther in the full amount of the loan
- Updated real estate appraisal on property located at, 12 Old Myers Dr, Town of Colonie
- Environmental report on the property located at, 12 Old Myers Drive, Town of Colonie
- Al Tech to fund at closing

The following two tables representing the Historical and Projected Cash Flow were provide by Pioneer Bank in their Approval Document.

REPAYMENT ABILITY:

A. Historical Cash Flow (for C&I)



B. Projected Cash Flow (for C&I)

Assumptions

.
.
.



PRODUCT LIST





ASIAN (78 ITEMS)



BEVERACE (77 (TEMS)



BREAD/CROISSANT (3) ITEMS)



CHARCUTERIE (III8 ITEMS)



CHEESE FRANCE (9 ITEMS)



CHEESE IMPORT (25 ITEMS)



CHEESE ITALY (25 ITEMS)



CHEESE NEW YORK (300 ITEMS)



CHEESE SPAIN (20 ITEMS)



CHEESE USA (HITEMS)



CHEESE VERMONT (25 ITEMS)



CONDIMENTS (54 ITEMS)



CRACKERS (SO ITEMS)



DAIRY/YOCURT (71 (TEMS)



DEMI/BASE (16 ITEM5)



DESSERTS (10 ITEMS)



FRUIT DRY (25 ITEMS)



FRUIT PUPEE (36 ITEMS)



CRAIN (IS ITEMS)



HERBS/SPICES (160 ITEMS)



HORS DIOEUVRES (16 ITEMS)



MEAT BEEF (16 ITEMS)



MEAT CAME (36 ITEMS)



MEAT LAMB/VEAL (14 (TEMS)



MEAT PORK (53 ITEMS)



MEAT POULTRY (4) ITEMS)



MEAT SAUSAGE (32 ITEMS)



MEAT SAUS CAME (22 ITEMS)



MOLECULAR (9 ITEMS)



NUTS (70 ITEMS)



OILS (31 ITEMS)



OLIVES (97 ITEMS)



PASTA (125 ITEMS)



PASTRY/BAKING (50 ITEMS)



PASTRY/CHOCOLAT (25 ITEMS)



PATE (22 ITEMS)



PRESERVE/HONEY (64 ITEMS)



RICE/BEANS/LENT (29 ITEMS)



SAUCE ASIAN (2 ITEMS)



SAUCES (20 ITEMS)



SEAFOOD (8 ITEMS)



TRUFFLE PRODUCT
(14 (TEMS)



VEC PRESERVED (148 ITEMS)



VINECAR (44 ITEMS)



VINECAR ASIAN (TITEMS)



WOOD (2 ITEMS)



X - APPLES (15 ITEMS)



X - ARTICHOKES (8 ITEMS)



x - ASPARAGUS (6 ITEMS)



X - AVOCADO (6 ITEMS)



X - BANANAS (7 (TEMS)



X - BEANS & PEA (14 ITEMS)



X - BERRIES . (12 ITEMS)



x - BROCCOLI (7.11EMS)



X - BRUSSEL SPR (4 ITEMS)



X - CABBAGE (IQ ITEMS)



X - CARROTS (13 ITEMS)



X - CAULIF LOWER (8 ITEMS)



X - CELERY (SITEMS)



X - CHICORIES (9 ITEMS)



X - CITRUS (21 ITEMS)



X - CORN (3 ITEMS)



X - CUCUMBERS (SITEMS)



X - EGGPLANT (3 ITEMS)



X - FENNEL (3 ITEMS)



X - FICS (LITEMS)



X - FRESH HERBS (29 ITEMS)



X - CINCER (2 ITEMS)



X - CRAPES (7 ITEMS)



X - LEAFY CREEN (15 ITEMS)



X - LEEKS (2 ITEMS)



X - LET & SALAD (33 ITEMS)



X - MANCOES (4 ITEMS)



X - MELONS (IS ITEMS)



X - MICROGREENS (34 ITEMS)



X - MUSHROOMS (26 ITEMS)



X - ONION & GAR (23 ITEMS)



X PAPAYAS (3 ITEMS)



X - PEARS (7 ITEMS)



X - PEPPERS (2) (TEMS)



x - PINEAPPLE (6 (TEMS)



X - POTATOES (34 ITEMS)



X - RADISHES (9 ITEMS)



X - ROOT VEG (14 ITEMS)



x - sprouts (4 ITEMS)



X - SQUASH (16 ITEMS)



X - STONE FRUIT (18 ITEMS)



X = TOMATOES (20 ITEM5)



X - TROPICAL (12 ITEMS)



X - BANANAS (7 ITEMS)



X BEANS & PEA (14 ITEMS)



X - BERRIES (12 ITEMS)



X -BROCCOLI (7 ITEMS)



X - BRUSSEL SPR (4 ITEMS)



X - CABBAGE (IQ ITEMS)



X - CARROTS (13 ITEMS)



X - CAULIFLOWER (8 ITEMS)



X - CELERY (5 ITEMS)



X - CHICORIES 19 ITEMS)



X - CITRUS (21 ITEMS)



X - CORN (3 ITEMS)



X - CUCUMBERS (SITEMS)



X - ECCPLANT (3 ITEMS)



X - FENNEL (3 ITEMS)



X - FIGS (LITEMS)



X - FRESH HERBS (29 [TEMS]



X - GINCER (2 ITEMS)



X - CRAPES 17 ITEMS1



X - LEAFY CREEN (15 ITEMS)



K - LEEKS (2 ITEMS)



X - LET & SALAD (33 ITEMS)



X - MANCOES (4 ITEMS)



X MELONS (16 (TEMS)



X MICROCREENS (34 ITEMS)



X - MUSHROOMS (26 ITEMS)



X - ONION & CAR (23 ITEMS)



X PAPAYAS (3 (TEMS)



X PEARS [7 ITEMS]



X - PEPPERS (21 ITEMS)



x - PINEAPPLE (6 ITEMS)



X - POTATOES (\$4 ITEMS)



X - RADISHES (9 ITEMS)



X - ROOT VEC [14]TEMS]



K - SPROUTS (4 ITEMS)



X - SQUASH (16 ITEMS)



x - STONE FRUIT (IS ITEMS)



X TOMATOES (20 ITEMS)



X - TROPICAL (12 ITEMS)