



## BOARD OF DIRECTORS MEETING

October 17, 2017

3:15 PM

NFE 2107

### AGENDA

1. Call to order
2. Approval of Minutes: July 19, 2017
3. Audit Committee Report – Robert Samson
  - Engagement of Auditor for 2017 plan
4. Finance Committee Report – Kristin Proud
  - Resolution 164 – Authorization for Contract with Whiting Turner as preferred construction contractor for manufacturing facility for Norsk Titanium USA
  - Resolution 165 – Authorization for Contract with The Pike Company for design fit-up work at Quad-C for Danfoss
  - Authorization for equipment purchase for AMRI in Buffalo
5. President's Report
  - Resolution 166 – Recognition of Service of Michael Evke
6. New Business
7. Public Comment
8. Next quarterly Board of Directors meeting: TBD
9. Adjournment



## **MINUTES**

### **Fort Schuyler Management Corporation Meeting of the Board of Directors July 19, 2017 – CNSE Nano Fab East Conference Room 2107**

Directors present: Robert Samson – Chairman, Megan Daly, Kristin Proud, Franklin Hecht, Ken Tompkins

Staff: Robert Megna – President, Scott Bateman – Treasurer, Cheryl Casey-Rose – Board Secretary, Pat Bucklin

Guests: Kevin Younis - ESD, Emily Kunchala – RF SUNY

#### **1. Call to Order**

- The meeting of the Board of Directors of Fort Schuyler Management Corporation (FSMC) was called to order at 4:36 p.m. by Chair Samson.
- Chair Samson welcomed Kevin Younis of Empire State Development and Emily Kunchala of The Research Foundation.
- Chair Samson asked if there were any directors present who had a conflict of interest with regard to items on today's agenda to please state so, and there were none stated.

#### **2. Review/approval of May 10, June 12 and June 28 meeting minutes**

- The Board reviewed the meeting minutes. A motion was made by Ken Tompkins and seconded by Franklin Hecht. There was no discussion and the minutes were approved as presented.

#### **3. Chairman's Report/President's Report:**

- Resolution 161 - Norsk Project Scope change  
Robert Megna introduced the resolution: Norsk is the US subsidiary of a Norwegian company that has developed proprietary technology that enables it to manufacture aircraft components out of titanium. In July 2015, pursuant to Resolution 123, the Board authorized and approved the Corporation undertaking (1) the development, design, construction, and fit-up of an approximately 170,000 square feet facility to house Norsk's USA based manufacturing and business



operations, (2) the acquisition of real property for the new facility, and (3) the acquisition of manufacturing equipment to be housed in the new facility for use by Norsk ("Project"). As Norsk has progressed into the project they have discovered that what was initially proposed isn't what they really need and have determined that the most economical course of action is to continue to use the existing facility and to build a 100,000 sf facility rather than the originally proposed 170,000 sf facility with 20,000 sf of office space, 20,000 sf of research and development and 60,000 sf of manufacturing space. The directors at the Empire State Development Corporation have approved this plan. Megan Daly asked if the square footage would be about the same and Robert Megna responded that it would. Ken Tompkins asked if the existing space and the new space would be in two separate locations, to which Robert Megna responded it would. Kristin Proud stated the original plan was going to be office and manufacturing and that now they are adding a research and development component, which Robert Megna confirmed. He also stated that no additional funding would be necessary and that the requested authorization is for project scope change. Megan Daly asked if it changed the timeline for the project. Robert Megna stated that it does not.

Chair Samson asked for a motion to approve Resolution 161. Megan Daly moved to approve and Ken Tompkins seconded the motion. There was no further discussion and the motion was approved.

Vote: Ayes – 5, Nays – 0, Abstention - 0

- Resolution 162 - Equipment Purchase QUAD C  
President Megna introduced the resolution: This resolution would provide authorization for FSMC to enter into the contracts for the procurement of tools for use by Danfoss in the Power Electronics Packaging Manufacturing Center. President Megna said there will be approximately 120 tools ordered from 30 tool suppliers for the initial manufacturing lines. He adds that at a later date, tools for the transportation line will be ordered. President Megna informs the group the procurement process for all the tool purchases will be conducted in compliance with the Fort Schuyler Management Corporation (FSMC) Procurement Guidelines Policy and protocols. President Megna said that a vote made by the board on July 17<sup>th</sup> approved the resolution to authorize the purchase of tools for Power Electronics Packaging Manufacturing at QUAD-C. Tom O'Brien confirms for President Megna that the cap is \$27 Million for the construction. President Megna introduces the board to Tom O'Brien as the Construction Manager for the Danfoss Project. Franklin Hecht asked if transportation component will be added on separately in the future. Tom O'Brien responds saying the transportation component is included.



Chair Samson asked the Board if there is any further discussion on Resolution 162. Megan Daly asks if the cap discussed had a change. President Megna responds to the question saying that there is an allocated \$100 million for the project and the tool purchase is associated with the building design that was provided last time, adding there has been no change.

Chair Samson asked for a motion to approve Resolution 162. Kristin Proud moved to approve and Ken Tompkins seconded the motion.

Vote: Ayes – 5, Nays – 0, Abstention – 0

Chair Samson asked if there is any further discussion which Megan Daly stated that it is exciting to see them (Danfoss) manufacturing. President Megna asked Tom O'Brien if there is any update he would like to give to the board. Tom informs the board he is in negotiations with M+W regarding the construction time frame and they have started moving forward with designs. Tom said there are 100 people in Utica and that Danfoss also has people in Utica. Tom said that negotiations for some of the tools have begun and that they are on schedule.

Chairman Samson said that a motion has been introduced by Kristin Proud, seconded by Ken Tompkins and asks for a vote.

Vote: Ayes – 5, Nays – 0, Abstain – 0.

Resolution 162 passed unanimously.

- Resolution 163 – Procurement Policy Amendment  
Chairman Samson introduced the resolution. President Megna stated that the Board previously approved Resolution 147 adopting a Procurement Guidelines Policy and this makes two amendments to this policy:

**Amendment Section 3.J** – President Megna says this lists the circumstances where a contract may be awarded on sole source basis, single source or other non-competitive basis to add a new subsection 7. President Megna says that this is the companion piece to the Fuller Road piece.

**Amendment Section 7.B** – President Megna informs the Board that this is amended to delete item 17 related to Testimony as this part is not necessary and not relevant to the operation of Fort Schuyler and Fort Schuyler Procurement Policies.

Chair Samson asks the Board if there are any comments or questions related to Resolution 163. There were no comments or questions.

Chair Samson asked for a motion to approve Resolution 163. Kristin Proud moved to approve and Franklin Hecht seconded the motion.



Vote: Ayes – 5, Nays – 0, Abstention – 0

Resolution 163 was approved unanimously.

- Lease with Onondaga County Office of Economic Development  
Chair Samson introduced the next agenda item: He said that this is an Amendment to an existing lease at Onondaga County Office of Economic Development. He asked President Megna if he would like to provide comments on this. President Megna explained to the board that Fort Schuyler has an existing lease with Onondaga County Office of Economic Development and that this is for the Film Hub located in DeWitt. Onondaga County pays rent to Fort Schuyler in the amount one-thousand dollars a month for 115 sq. ft space within the Film Hub. President Megna says that since Onondaga County has been working to encourage folks to locate and to do film productions at this facility, it makes sense to provide them this space under the existing lease arrangement. Chair Samson asks if there are any questions or comments regarding this. Kristin Proud asks if the additional space is only 115 sq. ft. President Megna said “yes.”

Chair Samson asked if there are any other comments or questions related to the Onondaga Lease. There were no further comments or questions.

Chair Samson asked for a motion to approve. Kristin Proud moved to approve and Franklin Hecht seconded the motion.

Vote: Ayes – 5, Nays – 0, Abstention – 0

- Update:  
Chairman Samson moved onto Board Updates. Discussed at the previous Fuller Road meeting, Financial Advisor RFP and Legal Services RFP. President Megna reiterates to the board the importance of securing the services of a Financial Advisor and informs everyone that an RFP has been issued for this purpose. President Megna also intends to go forward with an RFP for outside legal services. Chairman Samson asked if there were any questions or comments. There were none.

#### 4. New Business

There was no new business brought before the Board.

#### 5. Public Comment

No public comments were made.

#### 6. Next quarterly Board of Directors Meeting: August 10, 2017



## 7. Adjournment

- There being no further business to come before the Board, the meeting was adjourned at 4:55 p.m. Kristin Proud moved to approve and Ken Tompkins seconded the motion.

Respectfully Submitted,

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Cheryl Casey-Rose  
Secretary of the Board

To: Fort Schuyler Management Corporation Board of Directors

Re: Contract for Design and General Construction for the Norsk Titanium US, Inc. Project

Date: October 11, 2017

## **Background**

Norsk Titanium US, Inc. (“Norsk”) is the US subsidiary of a Norwegian company that has developed proprietary technology that enables it to manufacture aircraft components out of titanium using additive manufacturing (3D printing) machines. In July of 2015, pursuant to Resolution 123, the Board of Directors authorized and approved the Corporation undertaking (1) the development, design, construction, and fit-up of an approximately 170,000 square feet facility to house Norsk’s USA based manufacturing and business operations, (2) the acquisition of real property for the new facility, and (3) the acquisition of manufacturing equipment to be housed in the new facility for use by Norsk (“Project”). The 2016/2017 New York State Budget included an appropriation of \$125,000,000 for the Project.

In subsequent Board actions pertaining to the Project, the Board of Directors authorized and approved the Corporation conducting an open, competitive procurement process for the selection of a developer and/or construction contractor through the issuance of a request for proposals and, by Resolution 135, approved the selection by the Corporation of Whiting Turner as the Corporation’s construction contractor and EYP as the Corporation’s architect.

Since the Board of Directors approved Resolution 123, it became clear that Norsk needed manufacturing space sooner than the Project as envisioned by Resolution 123 would allow. Norsk needed suitable space in which to house and operate the specialized manufacturing equipment being purchased by FSMC, where the equipment could be put through the various testing and qualification procedures and requirements to enable Norsk to start manufacturing product to fulfill customer orders by the fourth quarter of 2017. In July 2017, the Board of Directors approved Resolution 161 authorizing a change in project scope to include a new approximately 100,000 sq. ft. facility and use of 44 Martina for the remainder of the manufacturing space needed by Norsk.

The Whiting-Turner Contracting Corporation project team has advanced preliminary design and construction planning for a new 100,000 sf facility under a Notice to Proceed authorized by Resolution 153 and is now prepared to finalize design and begin construction activities. Whiting-Turner has developed a preliminary project scope, budget and schedule for completing the project. The project construction budget is targeted to be completed for an amount not to exceed \$41.8 million, with the guaranteed maximum price established upon further development of the project scope and design. The contractor will be required to achieve 30% participation of

Minority and Women Owned Business Enterprise Participation (“MWBE”), including at least 15% NYS certified MBE and 15% NYS certified WBE.

**Action Requested**

Approve a resolution authorizing the President and/or Treasurer to enter into a contract with The Whiting-Turner Contracting Corporation for the final design and construction of the project in an amount not to exceed \$41.8 million, with the guaranteed maximum price established upon further development of the project scope and design and subject to further Board approval if the amount exceeds \$41.8 million. The FSMC Finance Committee approved a motion recommending that the Board approve such a resolution.



RESOLUTION OF THE BOARD OF DIRECTORS OF FORT SCHUYLER MANAGEMENT CORPORATION

October 17, 2017

RESOLUTION NO: 164

AUTHORIZATION AND APPROVAL TO ENTER INTO ONE OR MORE CONTRACTS WITH WHITING TURNER AS CONSTRUCTION CONTRACTOR FOR A PROJECT IN PLATTSBURGH, NY

WHEREAS, Fort Schuyler Management Corporation (“Corporation”) is a 501(c)(3) corporation formed for the purposes of helping facilitate research and economic development activities related to the research and educational mission of the State University of New York (“SUNY”) by purchasing, constructing, and developing and managing facilities and promoting the research therein which support the economic development, research activities, and the mission of SUNY and SUNY Polytechnic Institute (“SUNY Poly”); and

WHEREAS, consistent with its purposes, the mission of the Corporation is to advance high-tech research, development and commercialization opportunities through the acquisition, construction, and management of state-of-the-art facilities, while promoting economic development and education and workforce training throughout New York; and

WHEREAS, the vision of the Corporation is to further expand New York’s global leadership in nanotechnology by leveraging cutting edge facilities and infrastructure, in conjunction with the world class resources and expertise of SUNY Poly, to enable innovation, private and corporate investments, and job creation across New York; and

WHEREAS, in accordance with the purposes, mission and vision of the Corporation, and in furtherance of additional private investment and job creation in Upstate New York, particularly in the Greater Plattsburgh, New York area, by Resolution Number 123, the Board of Directors authorized and approved the Corporation undertaking the development, design, construction, and fit-up, of an approximately 170,000 square foot manufacturing facility to house Norsk Titanium’s (“NORSK”) USA based manufacturing and business operations, the acquisition of real property for the manufacturing facility, and the acquisition of manufacturing equipment to be housed in the manufacturing facility for use by NORSK to support its USA based manufacturing and business operations (“Project”); and

WHEREAS, by Resolution 124, in support of the Project, the Board of Directors authorized and approved the Corporation, in conjunction with SUNY Poly, conducting an open, competitive procurement process for the selection of a developer and/or construction contractor through the issuance of a request for proposals for qualified local developers and/or construction contractors for a strategic research, technology outreach, business development, manufacturing, education and training ventures (or a subset of such) in the greater Plattsburgh area; and

WHEREAS, in accordance with the Board of Directors' authorization and approval under Resolution 124, the Corporation, in conjunction with SUNY Poly, issued a request for proposals ("RFP"), dated November 15, 2015, and titled "For a Strategic Research, Technology Outreach, Business Development, Manufacturing, and Education and Training Venture (or a Subset of Such) with a Qualified Local Developer and/or Construction Contractor in the Greater Plattsburgh Area"; and

WHEREAS, by Resolution 135, the Board of Directors authorized and approved the selection of (i) Whiting Turner as the preferred candidate for the Corporation's preferred construction contractor; (ii) EYP as the preferred candidate for the Corporation's preferred architect; and (iii) DACK Consulting as the preferred candidate for the Corporation's preferred MWBE consultant to perform work pertaining to promoting, monitoring and reporting MWBE utilization as an owner representative consultant for the Project; and further authorized the Corporations to proceed with discussions and negotiations with selected firms; and

WHEREAS, on June 23, 2016, The Board of Directors of New York State Urban Development Corporation d/b/a Empire State Development ("ESD") authorized a grant in the amount of \$4,050,000 to the Corporation for preconstruction planning and design in furtherance of the Project; and

WHEREAS, the Corporation commenced negotiations with Whiting-Turner and on August 5, 2016 entered into a notice to proceed with Whiting-Turner to begin various pre-construction activities, documentation, design and planning for the Project in an amount not to exceed \$1,670,927, subject to Board approval, and by Resolution 153, the Board of Directors authorized and approved the Corporation entering into the First Amendment to the Notice to Proceed to increase the Project expenditure authorization from \$1,670,927 to \$4,050,000; and

WHEREAS, since approval of Resolution 123 authorizing the Corporation to undertake the Project, Norsk recognized a more immediate need to find suitable space in which to house and operate the specialized manufacturing equipment purchased by FSMC, and enable it to begin manufacturing product to fulfill customer orders by the fourth quarter of 2017 and, with its own funds, leased and partially renovated a 67,500 sq. ft. building located at 44 Martina Circle, Plattsburgh, NY to provide a modest amount of office space and a manufacturing floor for some of the specialized manufacturing equipment; and

WHEREAS, after discussion and analysis of the situation, all the parties agreed that the best and most economical course of action was to (1) construct a new approximately 100,000 sq. ft. facility rather than a 170,000 sq. ft. facility and (2) utilize 44 Martina for the rest of the manufacturing space needed by Norsk, and this course of action was approved by the Board of Directors of Empire State Development Corporation (ESD) on June 29, 2017 and by the Board of Directors of the Corporation in Resolution 161 on July 19, 2017; and

WHEREAS, the Corporation now seeks to authorize the President and/or Treasurer to enter into a contract with Whiting Turner for construction of the new facility in an amount not to exceed \$41,800,000, with the guaranteed maximum amount established upon further development of the project scope and design and subject to further Board approval if the amount exceeds \$41,800,000; and

WHEREAS, the corporation anticipates receiving from the State of New York or its political subdivisions one or more grants for the Project that will cover cost of the contract ("Grant Funds"); and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CORPORATION, AS FOLLOWS:

SECTION 1: APPROVAL TO ENTER INTO AGREEMENTS WITH WHITING-TURNER. The Board of Directors of the Corporation hereby authorizes and approves the Corporation entering into one or more agreements with Whiting-Turner as the Corporation's construction contractor for the new facility in an amount not to exceed \$41,800,000, with the guaranteed maximum price established upon further development of the project scope and design and subject to further Board approval if the amount exceeds \$41,800,000.

SECTION 2: DOCUMENTS AND CONTRACTS. The Board of Directors of the Corporation hereby authorizes, empowers, and directs Robert Megna as President and/or Scott Bateman, as Treasurer, each of them without the other, to approve, sign, acknowledge and deliver all documents and contracts in such form, substance, and content, and upon such terms, as may be necessary or appropriate to implement and carry out the purposes and intents of this Resolution.

SECTION 3: RATIFICATION. The Board of Directors of the Corporation hereby approves, confirms and ratifies all acts and transactions of any officers, employees or agent of the Corporation that were taken or made with respect to the advancement of the notice to proceed in support of the Project.

SECTION 4: EFFECTIVE DATE. This Resolution shall take effect immediately.

**To: Fort Schuyler Management Corporation Board of Directors**  
**Re: Award for Design and General Construction Work at Quad-C**

**Project**

Pursuant to Resolution 154 approved by the Board of Directors on March 27, 2017, Fort Schuyler Management Corporation (FSMC) entered into a Contribution and Collaboration Agreement with Danfoss Silicon Power LLC (“Danfoss”) and General Electric Global Research (“GEGR”) to establish the New York Power Electronics Manufacturing Consortium Packaging Center located at Quad-C. The project is designed to achieve significant economic development benefits for New York State and the region, including the creation and retention of intellectual and physical resources to execute advanced packaging research programs, the commitment by Danfoss to use commercially reasonable efforts to employ 300 personnel, most of whom will be recruited from the Utica area, and the likelihood that Danfoss will attract other qualified businesses to the area to support their operations.

**Request for Proposal**

FSMC, in conjunction with the SUNY Polytechnic Institute (“SUNY Poly”), released a Request for Proposal for qualified construction contractors for design and general construction at Quad-C. The goal of the project is to develop the offices, conference rooms, lavatories, and common spaces that will support Danfoss’ business operations at the state-of-the-art facility. This project, along with the project for facilitation of the clean space, related infrastructure and tool install, are funded by two grants from Empire State Development Corporation that total \$100 million. Ten firms participated in the prerequisite Project Conference and Site Visit to discuss the Scope of Work, and two of the ten firms, the VMJR Companies and the Pike Company, submitted a response.

**Evaluation Criteria**

A seven-member Evaluation Team, including representatives for FSMC, SUNY Poly, and Danfoss, received and evaluated the proposals from The VMJR Companies (in association with architecture+) and The Pike Company (in association with EYP) in response to the RFP. The Evaluation Team assessed the proposals with respect to Qualifications, Equivalent Experience, and Environment Health and Safety (EHS); Project Approach; Project Schedule and Capacity; Financial Reliability and Cost and Fee Methodology. This project is scheduled for completion on or about October 31, 2017.

**Award of Contract**

Following the evaluation process, the Evaluation Team unanimously recommended a tentative award to the Pike Company pending FSMC Board approval. Pike has extensive experience in mixed-use facilities and buildings that encompass office space, conference rooms, and common space to accommodate business operations of the building. Pike also played a role in the fabrication of the existing Quad-C facility. Similarly, Pike has demonstrated the ability to meet critical design and construction deadlines and schedules for projects of similar scope. The proposals from the VMJR Companies and The Pike Company were markedly different with respect to cost.

FSMC made a tentative award to the Pike Company subject to FSMC approval and negotiated a contract with the Pike Company in an amount not to exceed \$3M, with the guaranteed maximum price established upon further development of the project scope and design. The RFP process and award were done in accordance with FSMC's Procurement Guidelines Policy and protocols. The contractor will be required to achieve at least 30% participation of Minority and Women Owned Business Enterprise Participation ("MWBE"), including at least 15% NYS certified MBE and 15% certified WBE. Resolution 160 authorized the award of this contract.

**Recommended Action**

Approve a resolution authorizing the President and/or Treasurer to enter into a contract with The Pike Company for the design and construction of the project in an amount not to exceed \$3 million, with the guaranteed maximum price established upon further development of the project scope and design and subject to further Board approval if the amount exceeds \$3 million. The FSMC Finance Committee approved a motion recommending that the Board approve such a resolution.

RESOLUTION OF THE BOARD OF DIRECTORS OF  
FORT SCHUYLER MANAGEMENT CORPORATION

October 17, 2017

RESOLUTION NO:165

AUTHORIZATION TO ENTER INTO A CONTRACT FOR DESIGN AND GENERAL  
CONSTRUCTION AT QUAD-C

WHEREAS, the Fort Schuyler Management Corporation (the “Corporation”) was formed for the purpose of helping facilitate research and economic development activities related to the research and educational mission of the State University of New York (“SUNY”) and SUNY Polytechnic Institute (“SUNY Poly”) by purchasing, constructing, developing, and managing facilities; and

WHEREAS, the Corporation entered into a ground lease (the “Ground Lease”) on May 1, 2010 with SUNY for portions of land designated as SUNY Poly’s Marcy Campus (the “Marcy Campus”) located in Oneida County for the purposes of constructing, operating, subleasing, and otherwise developing the Marcy Campus for use as a technology-oriented industrial park, to be used for purposes related to SUNY Poly’s research and educational mission; and

WHEREAS, the Ground Lease includes the Computer Chip Commercialization Center (“Quad-C”) and, in connection its financing of Quad-C, created a limited liability company, the QUAD-C PHASE 1 LLC (“LLC”), of which the Corporation is the sole member, to sublease its leasehold interest in the Property and limit the bank encumbrance related to the borrowing to this Property; and

WHEREAS, pursuant to Resolution 154 approved by the Board of Directors on March 27, 2017, the Corporation entered into a Contribution and Collaboration Agreement (“Agreement”) with Danfoss Silicon Power LLC (“Danfoss”) and General Electric Global Research (“GEGR”) to establish the New York Power Electronics Manufacturing Consortium Packaging Center located at Quad-C and, pursuant to the Agreement, the Corporation and LLC subleased the Property to Danfoss to achieve significant economic development benefits for New York State and the region, including the creation and retention of intellectual and physical resources to execute advanced packaging research programs, the commitment by Danfoss to use commercially reasonable efforts to employ 300 personnel, most of whom will be recruited from the Utica area, and the likelihood that Danfoss will attract other qualified businesses to the area to support their operations; and

WHEREAS, pursuant to the Agreement, the Corporation, in conjunction with the SUNY Poly, issued a Request for Proposal For “Qualified Construction Contractors for the Design and General Construction at Quad-C in Marcy, New York”; and

WHEREAS, based upon the evaluation team’s review and identification of The Pike Company as qualified under the selection criteria of the RFP, and in accordance with FSMC’s

Procurement Guidelines policy and protocols, management recommended the selection of The Pike Company as the construction contractor for the design and general construction at Quad-C; and

WHEREAS, by Resolution 160, the Board of Directors approved the award to The Pike Company and authorized management to enter into contract negotiations with The Pike Company, with the contract subject to approval by the Board of Directors; and

WHEREAS, the Corporation seeks to authorize the President and/or Treasurer to enter into a contract with The Pike Company for the project in amount not to exceed \$3 million, with the guaranteed maximum price established upon further development of the project scope and design and subject to further Board approval if it exceeds \$3 million; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CORPORATION, AS FOLLOWS:

SECTION 1: CONTRACT FOR BUILDER. The Board of Directors of the Corporation hereby authorizes, empowers and directs Robert Megna, as President, and Scott Bateman, as Treasurer, each of them without the other, to enter into a contract with the Pike Company for the Design and General Construction at Quad C in amount not to exceed \$3 million, with the guaranteed maximum price established upon further development of the project scope and design and subject to further Board approval if the amount exceeds \$3 million; and

SECTION 2. DOCUMENTS AND CONTRACTS. The Board hereby authorizes, empowers and directs Robert Megna, as President, and Scott Bateman, as Treasurer, each of them without the other, to approve, sign, acknowledge and deliver all documents or contracts in such form, substance, and content, and upon such terms, as may be necessary or appropriate, to implement and carry out the purposes and intents of this Resolution; and

SECTION 3: EFFECTIVE DATE. This Resolution shall take effect immediately.

CERTIFICATION

FORT SCHUYLER MANAGEMENT CORPORATION  
RESOLUTION NO:165

The undersigned, being a duly elected and qualifying officer of Fort Schuyler Management Corporation ("Corporation"), DOES HEREBY CERTIFY that the attached resolution constitutes a true and correct copy of a resolution adopted by the Board of Directors of the Corporation on \_\_\_\_\_, 2017, as it appears in the records of the Corporation in my possession as of the date hereof.

I FURTHER CERTIFY that, as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have signed this Certification on this \_\_\_\_ day of \_\_\_\_\_, 2017.

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Cheryl Casey-Rose  
Secretary of the Board



To: Fort Schuyler Management Corporation Board of Directors

Date: October 17, 2017

Re: AMRI Waters Contract

Requested Action:

Fort Schuyler Management Corporation Board ratification of a contract for the purchase of equipment in excess of \$250,000.

Background:

Albany Molecular Research Inc. (AMRI) is a global contract research and manufacturing organization that has been working with the Life Sciences industry to improve patient outcomes and the quality of life for more than two decades. Their key business segments include Discovery and Development Services (DDS), Active Pharmaceutical Ingredients (API) and Drug Product Manufacturing. AMRI's work involves separating chiral compounds and Supercritical Fluid Chromatography (SFC) is a superior technique for accomplishing this.

Specific details of the Contract follow:

This is a contract to purchase a Waters SFC instrument. It is the final equipment purchase for AMRI's lab fit-up in the Conventus Building in Buffalo. The contract value is \$609,405.24. The procurement was completed prior to FSMC's new Procurement Guidelines Policy with a Single Source Justification based primarily on standardization at AMRI on Waters SFC technical superiority in separating chiral compounds, decreased safety concerns and reduced ecological impact due to the lesser requirement of flammable organic solvents, and cost savings derived from improved process technologies.

RESOLUTION OF THE BOARD OF DIRECTORS  
OF FORT SCHUYLER MANAGEMENT CORPORATION

October 17, 2017

RESOLUTION NO: 166

RECOGNIZING THE CONTRIBUTIONS OF MIKE EVKE AS A FOUNDING BOARD  
MEMBER OF FORT SCHUYLER MANAGEMENT CORPORATION

WHEREAS, Fort Schuyler Management Corporation (“Corporation”) is a 501(c)(3) corporation formed to help facilitate research and economic development activities related to the research and educational mission of the State University of New York (“SUNY”) by purchasing, constructing, developing and managing facilities and promoting research therein which support the economic development, research activities, and the mission of SUNY and the SUNY Polytechnic Institute (“SUNY Poly”); and

WHEREAS, the mission of the Corporation is integral to the advancement of SUNY Poly and the future economic wellbeing of New York State; and

WHEREAS, with the leadership and contributions of Mike Evke as a Member of the Board of Directors, the Corporation achieved significant progress on the development of the now completed QUAD C building and the expansion of Corporation initiatives throughout New York State;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CORPORATION, AS FOLLOWS:

The Board of Directors hereby acknowledges the valuable efforts of Mike Evke as a Member of the Board of Directors for the Corporation and extends its gratitude for his service as a Board Member since the founding of the Corporation and his leadership of and guidance to the Corporation. The Board hereby recognizes the significant amount of progress accomplished by the Corporation during his tenure as a Board Member, which will considerably benefit the Corporation, SUNY Poly, and New York State for years to come.

CERTIFICATION

FORT SCHUYLER MANAGEMENT CORPORATION

RESOLUTION NO: 166

The undersigned, being a duly elected and qualifying officer of FORT SCHUYLER MANAGEMENT CORPORATION ("Corporation"), DOES HEREBY CERTIFY that the following constitutes a true and correct copy of a resolution adopted by the Board of Directors of the Corporation on October 17, 2017, as it appears in the records of the Corporation in my possession as of the date hereof.

I FURTHER CERTIFY that, as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereto set my hand this \_\_\_\_day of October, 2017.

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Cheryl Casey-Rose  
Secretary