

TOWN OF CLARENCE, ERIE COUNTY
INDUSTRIAL DEVELOPMENT AGENCY

MINUTES
February 20, 2020

Chris Kempton called the meeting to order at 8:17 a.m.

Present at the meeting were Peter DiBiase, Robert Dixon, Patrick Johnson, Elaine Wolfe, Mary Powell, Clayt Ertel, and Chris Kempton. Also present were Paul Leone, Jennifer Strong, Larry Meckler, Kimberly Ignatowski, and Cynthia Rosel.

Minutes of January 16, 2020.

There was a motion to approve the minutes of the January 16, 2020 meeting minutes by Clayt Ertel with a second by Elaine Wolfe. There was nothing on the question.

Vote: Ayes: DiBiase, Dixon, Johnson, Wolfe, Powell, Ertel, Kempton. Noes: None Recuse: None. Absent: None. Motion carried. Unanimous.

Treasurer's Report.

The Treasurer, Patrick Johnson, reported that there is no financial report to hand out today. He did, however, let the Board know what the balances were in the accounts. The only revenue received to date is the interest earned on the money market and the checking account. The amount on interest in January was \$1,423.72. The checks for the February meeting were in the amount of \$1,310.00. Hopefully, the laptop will be available for the March meeting. There was a motion by Mary Powell with a second by Elaine Wolfe to accept the abbreviated Treasurer's Report through February 20, 2020. There was nothing on the question.

Vote: Ayes: DiBiase, Dixon, Johnson, Wolfe, Powell, Ertel, Kempton. Noes: None Recuse: None. Absent: None. Motion carried. Unanimous.

Ms. Ignatowski was working with Mr. Johnson on trying to purchase a new laptop. They were trying to purchase through Best Buy but ran into too many issues with the stores policies. Kimberly and Cindi spoke with Karen Jurek who handles the computers for the Town. It was suggested that the CIDA go through Network Services. That did not work out. After speaking with Karen Jurek who handles the computers for the Town, it was suggested that we go through Network Services It will be ordered through the same IT service that the Town uses. They did submit a quote. We are just waiting to see if they can also get Quick Books Professional. The quote will include what they would charge to get the computer up and running. Also, we would like to use them to look at the computer as necessary. They would charge only when we use them. The IT was able to retrieve some information off the computer. There was an attempt to purchase through Best Buy but that did not happen because of the stores policy regarding checks and who had to pick up the compute and they could not give us the same service. It would probably cost more in the long run. Network Services will submit a new quote with everything that we will need on the computer for the CIDA purposes.

Correspondence.

There was no correspondence.

New Business.

8600 Sheridan Drive-APEX Dental Solutions LLC. Amended resolution.

Mr. Kempton asked Jennifer Strong to explain what is going on with the APEX Project. The project was approved at last meeting. When the mortgage commitment was received by Ms. Strong, it was in the name of a different entity. Therefore, an amended application needed to be submitted and that was received. Ms. Strong prepared an amended resolution which would need to be adopted at this meeting correcting the name of the LLC. Everything else on the application is the same. We need a motion to approve the amended resolution. There was a motion by Elaine Wolfe with a second by Peter DiBiase to adopt the resolution as submitted by Ms. Strong amending the name of the project. There was nothing on the question.

Vote: Ayes: DiBiase, Johnson, Wolfe, Powell, Ertel, Kempton. Noes: None
Recuse: Dixon. Absent. None. Motion carried. Unanimous.

(Resolution attached hereto as “**Exhibit A**”)

Old Business.

The Chairman received an e-mail from Jason from the St. Comp. Office regarding the employee reporting on the annual questionnaire and some differences. It was decided that Mr. Meckler would respond to the Questions that Mr. Zuzhen has regarding this.

It was decided that the CIDA become a member of the NYSED Organization. Mr. Kempton added that the information should go to Ms, Rosel who in turn will distribute to the members.

There was discussion regarding proposed legislation regarding fees that IDA’s charge for projects approved for benefits. The prevailing wage issue has come up again and there may be some action on this sometime soon.

Jennifer Strong reported on the status of the Cortese Project that was induced back last July. They were waiting on the mortgage commitment. Mr. Ertel also said that there were some items that needed to be cleared with the Town. That is all done. The project should go forward as soon as the mortgage commitment is in place. There is a 1 year time limit on the projects.

The Board also discussed the Bank of Akron project. There is a Pilot. Bank on Buffalo has purchased and is merging with the Bank of Akron. Bank on Buffalo would need to submit an application to assume the benefits. Mr. Leone will get in touch with Mr. Delmonte of Bank of Akron to discuss this.

There was a motion to adjourn the meeting by Mary Powell with a second by Elaine Wolfe. There was nothing on the question.

Vote: Ayes: DiBiase, Johnson, Wolfe, Powell, Ertel, Kempton. Noes: None
Recuse: Dixon. Absent. None. Motion carried. Unanimous.

The meeting was adjourned at 9:10 a.m.

Respectfully submitted,
Cynthia M. Rosel

EXHIBIT "A"

RESOLUTION OF THE TOWN OF CLARENCE, ERIE COUNTY, INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") AMENDING IT'S INDUCMENT RESOLUTION ADOPTED JANUARY 16, 2020 AUTHORIZING APEX DENTAL SOLUTIONS, LLC FOR THE ACQUISITION AND RENOVATION OF AN EXISTING APPROXIMATELY 9,000 SQUARE FOOT BUILDING LOCATED AT 8600 SHERIDAN DRIVE TO SUBSTITUTE APEX ACQUISITION ASSOCIATES, LLC (THE "LESSEE") AND TO ACQUIRE AND INSTALL MACHINERY, EQUIPMENT, FURNISHINGS AND FIXTURES REQUIRED IN CONNECTION THEREWITH, AS AGENT FOR THE AGENCY, FOR LEASE TO THE AGENCY AND SUBSEQUENT LEASEBACK TO THE LESSEE, ALL FOR A DENTAL LAB MANUFACTURING/DISTRIBUTION FACILITY, AND TO TAKE OTHER PRELIMINARY ACTION.

WHEREAS, APEX Dental Solutions, LLC (the "Lessee") has entered into negotiations with the officials of the Town of Clarence, Erie County, Industrial Development Agency (the "Agency") with respect to the acquisition and equipping by the Agency through a lease with mortgage or lease only transaction of the acquisition and renovation of an existing approximately 9,000 square foot building located at 8600 Sheridan Drive, in the Town of Clarence and to acquire and install machinery, equipment, furnishings and fixtures required in connection therewith, as agent for the Agency, for lease to the Agency and subsequent leaseback to the Lessee, all for a dental lab manufacturing/distribution facility (the "Project"); and

WHEREAS, a Public Hearing was held on January 16, 2020 and a resolution was adopted on January 16, 2020 by the Agency authorizing the Project; and

WHEREAS, APEX Dental Solutions, LLC has requested that the Agency allow for the substitution of APEX Acquisition Associates, LLC (the "Lessee") who will be purchasing the real property at 8600 Sheridan Drive in the Town of Clarence.

NOW, THEREFORE, THE TOWN OF CLARENCE, ERIE COUNTY, INDUSTRIAL DEVELOPMENT AGENCY HEREBY RESOLVES AS FOLLOWS:

Section 1. The Agency does hereby amend the prior Inducement Resolution adopted on January 16, 2020 to substitute APEX Acquisition Associates, LLC in place of APEX Dental Solutions, LLC and authorizing the Agency to enter into an Agent Agreement, a Lease to Agency and a Leaseback Agreement with the new Lessee.

Section 2. The prior resolutions adopted on January 16, 2020, with all its terms and conditions shall continue in full force and effect except as specifically modified by this resolution and any actions taken in reliance on the prior resolution are hereby expressly ratified and confirmed.

Section 3. This resolution shall take effect immediately.

ADOPTED: February 20, 2020.

ACCEPTED:

APEX ACQUISITION ASSOCIATES, LLC

By: _____

Michael P. Curran, Jr.

President