

REGULAR MEETING

Presentation of Minutes from July 14, 2015 meeting: Motion by Member Kenneth O'Brien, seconded by Member James Nunan, and unanimously approved.

Presentation of Financial Statement for period of July 14, 2015 to August 11, 2015: Motion by Member James Nunan, seconded by Member Steven Hoffman, and unanimously approved.

RESOLUTIONS:

- 1. RESOLUTION OF THE TOWN OF LANCASTER INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") AUTHORIZING PFANNENBERG, INC. (THE "LESSEE") TO EXPAND AND RENOVATE ITS EXISTING FACILITY LOCATED AT 68 WARD ROAD, TOWN OF LANCASTER, NEW YORK, AND TO ACQUIRE AND INSTALL NON-MANUFACTURING EQUIPMENT, FURNISHINGS AND FIXTURES REQUIRED IN CONNECTION THEREWITH TO BE ACQUIRED BY THE AGENCY AND LEASED TO THE LESSEE, AND TO TAKE OTHER PRELIMINARY ACTION.**

Paul Leone provided an overview of Pfannenberg's current project. The company is requesting sales tax exemptions only for the purchase and installation of equipment, furniture and fixtures with an estimated maximum cost of \$1,300,000. The company is also considering an expansion of their existing facility in 2016.

The question of the adoption of the foregoing resolution was duly put to a vote on roll call which resulted as follows:

MEMBER GRABER	VOTED	YES
MEMBER HOFFMAN	VOTED	YES
MEMBER KURTZMAN	VOTED	YES
MEMBER LOCICERO	VOTED	YES
MEMBER NUNAN	VOTED	YES
MEMBER O'BRIEN	VOTED	YES
CHAIRMAN FUDOLI	VOTED	YES

NEW BUSINESS

None

CURRENT BUSINESS

None

** Richard Grimm arrived at 8:50 AM*

OTHER BUSINESS

Board Member Steven Hoffman brought a matter to the Board's attention relating to the previously approved assistance given to the Village of Depew for restoration of the gazebo located in Veteran's Park. Mr. Hoffman noted that the restoration work is scheduled to start soon and reminded the Board that during previous discussions in late 2014, the LIDA Board gave verbal authorization for assistance to be provided up to \$25,000 based on initial estimates that were secured. There is additional reconstruction work being recommended to repair and replace damaged parts of the structure. The Village of Depew has requested assistance from the LIDA not to exceed \$5,000 for the necessary carpentry work. Chairman Fudoli requested that Steve obtain details from the Village of Depew to be presented via resolution for formal approval at the September LIDA meeting.

NEXT LIDA MEETING – TUESDAY, SEPTEMBER 8, 2015 AT 8:45 AM

By Motion of Member Kenneth O'Brien and seconded by Member Kenneth Graber, the meeting was adjourned at 9:00 AM.

E. James Nunan, Secretary

RESOLUTION OF THE TOWN OF LANCASTER INDUSTRIAL DEVELOPMENT AGENCY (THE "AGENCY") AUTHORIZING PFANNENBERG, INC. (THE "LESSEE") TO EXPAND AND RENOVATE ITS EXISTING FACILITY LOCATED AT 68 WARD ROAD, TOWN OF LANCASTER, NEW YORK, AND TO ACQUIRE AND INSTALL NON-MANUFACTURING EQUIPMENT, FURNISHINGS AND FIXTURES REQUIRED IN CONNECTION THEREWITH TO BE ACQUIRED BY THE AGENCY AND LEASED TO THE LESSEE, AND TO TAKE OTHER PRELIMINARY ACTION.

WHEREAS, Pfannenber, Inc. (the "Lessee" or "Applicant") has entered into negotiations with the officials of the Town of Lancaster Industrial Development Agency (the "Agency") with respect to the expansion and renovation of Lessee's existing facility located at 68 Ward Road, Town of Lancaster, New York, including the construction of a new climatic test chamber, meeting room, and rest room facilities, and the acquisition and installation of equipment, furnishings and fixtures by the Agency for lease to the Lessee to support such expansion and renovation (the "Project"); and

WHEREAS, the Applicant has submitted an Eligibility Questionnaire and other materials and information to the Agency (collectively hereinafter the "Eligibility Questionnaire") to initiate the accomplishment of the above; and

WHEREAS, the Eligibility Questionnaire sets forth certain information with respect to the Applicant, including the following: that the Applicant desires Agency assistance in connection with the acquisition of the equipment; that the Applicant presently employs approximately 80 full-time employees and it is anticipated that the Applicant will employ 86 full-time employees after the Project is completed; that the availability of financing and/or other assistance by the Agency will facilitate the Applicant's ability to expand and upgrade Applicant's business within the Town of Lancaster; there will be no substantial adverse disruption of existing employment at facilities of a similar nature in the Town of Lancaster; the Applicant (through the Project) will continue to provide employment and substantial capital investment in the Town of Lancaster; and that Agency financing or other assistance is necessary to allow the Applicant to proceed with the Project in the Town of Lancaster; and

WHEREAS, the Agency does not require a public hearing on the Project pursuant to Section 859-A of the General Municipal Law so the assistance available by the Agency is limited to \$100,000 at this time; and

WHEREAS, the Agency desires to further encourage the Applicant with respect to the acquisition and installation of the Project, if by so doing it is able to induce the Applicant to proceed with the Project in the Town of Lancaster to acquire the equipment, furnishings and fixtures required in connection therewith immediately; and

NOW, THEREFORE, THE TOWN OF LANCASTER INDUSTRIAL DEVELOPMENT AGENCY HEREBY RESOLVES AS FOLLOWS:

Section 1. The Agency hereby determines that the acquisition of the equipment, furnishings, and fixtures for the Project and the assistance thereof by the Agency pursuant to the New York State Industrial Development Agency Act (the "Act") will promote and is authorized by and will be in furtherance of the policy of the State as set forth in said Act. The Agency further hereby determines, on the basis of the Eligibility Questionnaire and supplemental information furnished by the Applicant, as follows: (a) it would not have assisted the Project except to induce the Applicant to invest funds into the Project in the Town of Lancaster; (b) but for the availability of Agency assistance for the Project in the Town of Lancaster, the Project would not be economically feasible; (c) there will be no substantial adverse disruption of existing employment or facilities of a similar nature to the Project in the Town of Lancaster; (d) the Applicant (through the Project) will provide substantial employment and substantial capital investment; (e) the Project as represented is reasonably necessary to advance the purposes of the Act, subject to verification and confirmation of such representations prior to the Agency entering an installment sale transaction; (f) that Agency financing or other assistance is necessary to encourage the Applicant to expand its investment in the Town of Lancaster; and (g) that the Project is an integral part of the Applicant's plans to upgrade and expand its business operations in the Town of Lancaster.

Section 2. The Agency hereby authorizes the Lessee to proceed with the Project as herein authorized. The assistance by the Agency at this time shall be limited to sales tax abatement on the purchase and installation of equipment, furnishings and fixtures required in connection therewith, with the estimated maximum cost to the Lessee of the Project not to exceed \$1,300,000.00.

Section 3. The Chairman, Vice Chairman, Treasurer and Secretary of the Agency and other appropriate officials of the Agency and its agents and employees are hereby authorized and directed to take whatever steps may be necessary to cooperate with the Applicant to assist in the acquisition and construction of the Project.

Section 4. The Applicant is authorized to initiate the renovation and expansion of its operations and the acquisition and installation of equipment, furnishings and fixtures required in connection therewith. The Agency is hereby authorized to enter into such agreements with the Applicant as the Chairman, Vice Chairman, Secretary, Assistant Secretary or other authorized officer may deem necessary in order to accomplish the above.

Section 5. Any such action heretofore taken by the Applicant in initiating the acquisition and installation of the Project is hereby ratified, confirmed and approved.

Section 6. Any expenses incurred by the Agency with respect to the Project and the financing thereof shall be paid by the Applicant. By acceptance hereof, the Applicant agrees to pay such expenses and further agrees to indemnify the Agency, its members, directors, officers, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Project and the financing thereof.

Section 7. The provisions of this resolution shall continue to be effective until one year from the date hereof whereupon this resolution shall cease to be effective (except with respect to

matters contained in Section 6 hereof) unless prior to the expiration of such period (a) the Agency shall by subsequent resolution extend the effective date of this resolution or (b) the Applicant shall continue to take affirmative steps to secure financing for the Project.

Section 8. The execution and delivery of an Agent Agreement between the Agency and the Applicant and an Installment Sale Agreement between the Applicant and the Agency, each substantially in the form approved by the Agency for prior transactions or in form approved by the Chairman, Vice Chairman, Secretary or Assistant Secretary are hereby authorized. The Chairman, Vice Chairman, Secretary or Assistant Secretary or other officer of the Agency, are hereby authorized to execute and deliver an Agent Agreement and an Installment Sale Agreement. The Secretary and Assistant Secretary are hereby authorized to attest to the signatures on such agreements and affix the seal of the Agency, if required, on such agreements. The appropriate officers of the Agency are hereby authorized to execute, seal, acknowledge and deliver such other agreements and any and all papers, instruments, opinions, certificates, affidavits and other documents and to do and cause to be done any and all acts and things necessary or proper for carrying out this resolution. The execution and delivery of each such instrument shall be conclusive evidence of due authorization and approval.

Section 9. The Agency hereby determines, based upon information furnished to the Agency by the Applicant and such other information as the Agency has deemed necessary to make this determination, that the Project does not require the preparation of an environmental impact statement under the State Environmental Quality Review Act, being Article 8 of the New York State Environmental Conservation law ("SEQR"), as the contemplated actions are Type II actions that have been determined by SEQR not to have a significant adverse effect on the environment.

Section 10. The Agency has made and makes no representation or warranty whatsoever, either express or implied, with respect to the merchantability, condition, environmental status, fitness, design, operation or workmanship of any part of the Project, its fitness for any particular purpose, the quality or capacity of the materials in the Project, or the suitability of the Project for the Applicant's purposes. The Applicant is satisfied that the Project is suitable and fit for Applicant's purposes. The Agency shall not be liable in any manner whatsoever to anyone for any loss, damage or expense of any kind or nature caused, directly or indirectly, by the Project or the use or maintenance thereof or the failure of operation thereof, or the repair, service or adjustment thereof, or by any delay or failure to provide any such maintenance, repairs, service or adjustment, or by any interruption of service or loss of use thereof or for any loss of business howsoever caused, and the Applicant hereby indemnifies and holds the Agency harmless from any such loss, damage or expense.

Section 11. Should the Agency's participation in the Project be challenged by any party, in the courts or otherwise, the Applicant shall defend, indemnify and hold harmless the Agency and its members, officers and employees from any and all losses arising from any such challenge including, but not limited to, the fees and disbursements of the Agency's counsel. Should any court of competent jurisdiction determine that the Agency is not authorized under Article 18-A of the General Municipal Law to participate in the Project, this resolution shall automatically become null and void and of no further force and effect, and the Agency shall have no liability to the Applicant hereunder or otherwise.

Section 12. This resolution is subject to compliance with all local building and zoning requirements.

Section 13. This resolution shall take effect immediately.

ADOPTED: August 11, 2015

ACCEPTED: _____

ACCEPTED:

PFANNENBERG, INC.

By: _____

Name:

Title:

I, Lynn Sacha, being the Administrative Secretary and Records Management Officer of the Lancaster Industrial Development Agency, hereby certify that this is a true and correct copy of the Resolution adopted by the LIDA board on August 11, 2015.



Lynn M. Sacha

8/11/2015

Date