

**TOWN OF AMHERST INDUSTRIAL DEVELOPMENT AGENCY**  
**Minutes of the 488<sup>th</sup> Meeting**  
**Annual Meeting – January 20, 2017– 8:30 am**  
**Agency Offices, 4287 Main Street**

PRESENT: Carlton N. Brock, Jr.  
Michele F. Marconi  
E. Marshall Wood, Jr.  
Steven Sanders  
Edward F. Stachura  
Michael R. Szukala  
William M. Tuyn  
David S. Mingoia, Interim Executive Director  
Kevin J. Zanner, Hurwitz & Fine PC  
Diane K. Church, Hurwitz & Fine PC

GUESTS: AIDA Staff  
David Tytko, Uniland Development  
Stephen Watson, Buffalo News  
Ron George, Zaepfel Development  
Greg Zaepfel, Zaepfel Development  
Art Coleman, Tops Markets

Chairman Carlton N. Brock, Jr. called the meeting to order and reminded everyone that the meeting was being audio recorded.

**MINUTES**

The minutes of December 2016 meeting were approved with the correction that it be noted that Vice Chairperson Michele Marconi chaired the meeting in the absence of Chairman Brock.

**BILLS & COMMUNICATIONS**

There were no Bills & Communications presented at this meeting.

**TREASURER’S REPORT**

The December 2016 Treasurer’s Report was approved as presented.

**PUBLIC COMMENT**

There was no Public Comment at this meeting.

**EXECUTIVE DIRECTOR REPORT**

Attached to these minutes is the January Executive Director’s Report.

It was at this point of the meeting that Chairman Brock welcomed newly appointed Board Member William Tuyn.

## **COMMITTEE REPORTS-NOMINATING COMMITTEE**

Michael Szukala, Chairman of the Nominating Committee, offered the following slate of Officer Candidates for 2017:

Chairman – Carlton N. Brock, Jr.  
Vice Chairman – Michele F. Marconi  
Treasurer – Steven D. Sanders  
Secretary – E. Marshall Wood, Jr.

Chairman Brock asked if there was anyone else interested in any of the Officer positions. No one indicated that they were.

William Tuyn made a motion to approve the 2017 slate of Officer Candidates brought forth by Mr. Szukala and the Nominating Committee. Michele Marconi seconded the motion. Votes of aye were received from Brock, Marconi, Sanders, Wood, Stachura, Szukala and Tuyn. Motion to approve passed, 7-0.

The Governance Committee and the Finance/Audit Committee were then briefly discussed and the slate(s) developed. Pursuant to the Governance Committee Charter, the AIDA Chairman is to Chair the Governance Committee. The board agreed to the slate of Chairman Brock, Vice Chairman Marconi and Michael Szukala to form the Governance Committee for 2017.

Pursuant to the Finance/Audit Committee Charter, the Treasurer is to Chair the Finance/Audit Committee. The board agreed to the slate of Treasurer Sanders, Edward Stachura and William Tuyn to form the Finance/Audit Committee for 2017.

Marshall Wood made a motion to approve the slate of Committee members for the Governance Committee and the Finance/Audit Committee. Steven Sanders seconded the motion. Votes of aye were received from Brock, Marconi, Sanders, Wood, Stachura, Szukala and Tuyn. Motion to approve passed, 7-0.

## **COMMITTEE REPORTS-GOVERNANCE COMMITTEE**

The Governance Committee met on December 11<sup>th</sup>. Carl Calabrese of Masiello, Martucci, Calabrese & Associates gave a presentation for the continuation of the contract for the Coalition for Community Building (“Coalition”) that the Agency has recently been a part of.

The Committee recommended approval of the continuation of the contract.

Both Michele Marconi and Steven Sanders expressed concerns that the agenda for the Coalition may not necessarily be that of the Agency. A discussion on the Coalition agenda took place.

It was noted by Marshall Wood that the Agency will take part in the formation of the agenda for the Coalition. He said that he was comfortable to continue the contract because the board would be receiving more frequent updates than it had in the past.

Edward Stachura stated that he supported renewing the contract because he felt that while the NYS EDC was worthwhile in its efforts to lobby on the behalf of the NYS IDAs, the contract with Masiello, Martucci, Calabrese & Associates offered better lobbying opportunities for local IDA issues.

Michael Szukala agreed with Mr. Stachura's assessment and suggested that if the board approves the contract, the Committee evaluate the contract again in six months.

Edward Stachura made a motion to approve the contract with Masiello, Martucci, Calabrese & Associates with a performance review by the Governance Committee in six months. William Tuyn seconded the motion. Votes of aye were received by Brock, Wood, Stachura, Szukala and Tuyn. Marconi and Sanders voted no. The motion passed 5-2.

## **UNFINISHED BUSINESS**

Pursuant to discussion and the board's request from the December 2016 board meeting, a resolution authorizing Executive Director/CEO and Assistant Secretaries to execute documents administratively when no project benefit is requested was prepared by Agency counsel and present for approval.

Edward Stachura made a motion to approve the authorization for the Executive Director/CEO and Assistant Secretaries to execute documents administratively when project no project benefit is requested. Steven Sanders seconded the motion. Votes of aye were received by Brock, Marconi, Sanders, Wood, Stachura, Szukala and Tuyn. Motion to approve passed, 7-0.

**RESOLVED, THAT THE TOWN OF AMHERST INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZE THE EXECUTION AND DELIVERY OF MORTGAGE(S) WHERE NO EXEMPTION FROM MORTGAGE RECORDING TAX OR OTHER FINANCIAL ASSISTANCE WILL BE PROVIDED.**

## **NEW BUSINESS**

**6325 Main, LLC** – Applicant request approve for a second mortgage of \$500,000 for a multi-tenant building located at 6325 Main Street. The original project was authorized in April 2012, in the amount of \$3 million recognized that the mortgage recording tax exemption would be up to \$30,000. The proceeds of this transaction would be used to fund build out of raw space and tenant improvements, along with lease commissions.

The original mortgage was in the amount of \$2,100,000 with a \$1,772,402 balance remaining.

The project would realize \$3,750 in mortgage tax exemption.

Marshall Wood made a motion to approve the 6325 Main, LLC request for a \$500,000 second mortgage transaction. Michele Marconi seconded the motion. Votes of aye were received from Brock, Marconi, Sanders, Wood, Stachura, Szukala and Tuyn. The motion passed, 7-0.

**RESOLVED, THAT THE TOWN OF AMHERST INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZE THE EXECUTION AND DELIVERY OF A MORTGAGE AND OTHER DOCUMENTS IN CONNECTION WITH A MORTGAGE LOAN TRANSACTION FOR THE 2013 6325 MAIN ST ASSOCIATES LLC PROJECT.**

### **Sublessee Approval – 1760 Wehrle, LLC**

Applicant requested Agency consent to sublease its entire 98,000 square foot facility located at 1760 Wehrle Drive to Tops Markets, LLC for its headquarters operations. Tops Markets, LLC move to this location will consolidate its operations from multiple office locations throughout Amherst in to a new corporate headquarters.

Steven Sanders made a motion to approve the sublease request from 1760 Wehrle, LLC; sublessee being Tops Market, LLC. Edward Stachura seconded the motion. Vote of aye were received from Brock, Marconi, Sanders, Wood, Stachura, Szukala and Tuyn. The motion passed 7-0.

### **Appointment of Executive Director/CFO**

Chairman Brock presented a resolution to the board calling for AIDA Interim Executive Director, David S. Mingoia to be named Executive Director/CFO of the Town of Amherst Industrial Development Agency for a term of two years commencing on December 2, 2016, with an automatic renewal for a third year.

Steven Sanders made a motion to approve the resolution appointing David S. Mingoia as Executive Director/CFO of the Town of Amherst Industrial Development Agency for a term of two years commencing on December 2, 2016, with an automatic renewal for a third year. Marshall Wood seconded the motion. Votes of aye were received by Brock, Marconi, Sanders, Wood, Stachura, Szukala and Tuyn. The motion passed 7-0.

The board congratulated Mr. Mingoia.

9:15 am – meeting adjourned.