

**TOWN OF CLARENCE, ERIE COUNTY
INDUSTRIAL DEVELOPMENT AGENCY**

MINUTES

September 22, 2011

Present:	David C. Hartzell	Paul Leone
	Chris Kempton	Steven B. Bengart
	Mary Powell	Pam Smith
	Michael Buettner	Cynthia M. Rosel
	Scott Bylewski	Robert Geiger
	David Schuster	

Absent: Clayt Ertel and Nathan Neill

Meeting was opened by Chairman Hartzell at 8:00 a.m.

Mr. Hartzell asked Ms. Rosel to take the roll. Present were David Schuster, Scott Bylewski, Michael Buettner, Chris Kempton, and Chairman Hartzell. Mary Powell arrived at around 8:15 a.m. Mr. Ertel and Nathan Neill were not present as they were out of Town. Also in attendance were Paul Leone, Steven Bengart, Pam Smith, Cynthia Rosel and Robert Geiger.

Minutes. July 21, 2011 (DH) and August 18, 2011

Mr. Hartzell asked if everyone had a chance to review the minutes from July 21st and August 18th. Mr. Kempton said he had. Mr. Hartzell asked if there were any questions or any discussion. Mr. Hartzell asked for a motion to approve the July 21st minutes. He then added that he thought they could do both the July 21st and August 18th at one time. He asked if they could do that. Mr. Bylewski said he would prefer to do them separately as he would like to see one addition to the minutes of the July 21st but rather than go into a lot of discussion, refer to it by reference. Mr. Bengart said that either way was fine.

There was a motion by Mr. Bylewski to adopt approve the July 21, 2011 minutes with a second by David Schuster. Mr. Hartzell asked if there was anything on the question.

Mr. Bylewski said on the question that there were some comments that were excluded and rather than go over all those comments, he said...let's just refer to the Bee article that from September 14th by way of reference to the minutes and just leave it at that.

Mr. Buettner said...well, don't we want to say something about what this article is about...so that there is something?

Mr. Kempton said...so we're on the question for now...right? Mr. Hartzell answered...we are on the question. Mr. Bylewski said yes. Mr. Kempton added that it would be just adding a sentence to address the article...in the minutes. Mr. Bylewski said to address the article and rather than go

over the detailed discussion, the article...he said if they want to take a look at it and then we can talk about it.

Mr. Buettner asked to see the article as did Mr. Leone.

Mr. Buettner said rather than refer to the article of such and such a date...it should be the article pertaining to something. Mr. Bylewski said...well, it would be pertaining to the IDA meeting. Mr. Schuster asked ...wasn't that the August meeting? Mr. Bylewski and Mr. Bengart answered no. Mr. Bylewski said this is not to spend a lot of time on it... these were comments that were made at the meeting and just incorporate them...by reference...that they are in the article. Mr. Kempton said that it sounded reasonable. Ms. Rosel asked if they wanted to put in the minutes that a copy of the article is attached hereto. Mr. Bengart said no...you don't need that. Mr. Bylewski added...just a reference to the date...the date and it was the Bee article on the IDA... ...and that would be to incorporate it in its entirety...cause there were comments...just put the comments in, period.

Mr. Hartzell questioned putting the Bee article in the minutes. The Bee article really has nothing to do with the minutes from that meeting...do it? He continued "...I mean...aren't they two separate entities?" Mr. Bengart said clearly, they are two separate entities. Mr. Hartzell said that the Bee article wasn't part of that meeting. He did not know why it would be incorporated in the minutes.

Mr. Bylewski said that he would just read into the record...the verbatim quote...and have that as part of the minutes. Mr. Hartzell said...yeah...that's was fine. Mr. Bengart said okay...he can do that. Mr. Bylewski thought it would be easier just to do it as the Bee article...but if you want the actual statements...then we will reiterate the statements and ask that they be made part of the minutes. Mr. Bengart asked Mr. Bylewski if he had them. Mr. Bylewski said Mr. Buettner has the article. That is what Mr. Buettner thinks also...because if you do not make them part of the minutes...people reading the minutes afterwards won't know what you are talking about. Mr. Bylewski and Mr. Kempton said that they could refer back to the article.

Mr. Hartzell said that before you do that, his question is why we would put selected quotes into the minutes...if we are going to pull statements from the minutes why wouldn't we do a transcript. Do we have an edited transcript of all the dialogue during that meeting? Mr. Bengart said we never do. All we have is minutes that are recorded and the person who prepares the minutes tries to put in as much information as they can. They don't always put in enough...happens at Town Board meetings a lot where somebody will ask that something either be added or deleted or changed to refer to what it says. Mr. Hartzell said...right. Mr. Hartzell said that he had a transcript of that meeting and thinks that rather than putting in one sentence, in all fairness, we should put in...if we are going to put in statements from that meeting, we should put the whole meeting in there.

Mr. Bengart suggested that what if before we vote on this one, instead we move to...at this point Mr. Bylewski interrupted and moved to table it and go we can to back and look at it. Mr. Bengart said that what he was just about to suggest that and continued instead, that perhaps the better thing to do would be to put in the verbatim transcript of the minutes of that meeting.

Mr. Hartzell said that if the members of the IDA would like that, he thinks it is absolutely ridiculous to go through and transcribe that whole meeting, but if the members of the IDA would like that...that's fine.

Mr. Bylewski said he did make a motion to table. Mr. Bengart said there was not a second. There was a second by Michael Buettner. On the question, Mr. Bylewski said that he does not think we need a verbatim. He was just trying to point out that most of the discussion is captured, there is a small portion that's not captured, and that is all he was looking to was to include as part of the minutes, period. But if we want to do a verbatim transcript of the section...it would be after the minutes of June 16th were adopted up to the discussion of the RFP...fine. He does not think we need to do a whole meeting transcript.

Mr. Buettner thinks that as Mr. Hartzell said, putting in the whole transcript is ridiculous, but he thinks a comment of some sort is probably appropriate...just a reference to it. Mr. Hartzell said he does not think you can put in only one statement...who's to choose which statement we put into the minutes. Mr. Buettner said...point well taken. If you are going to stick something in there, we should put everything in or just stick nothing in there. Mr. Bengart said he leaves that to the Board. He does not think that is a legal question but is more of a policy question. Mr. Bylewski stated on the question the section that we are talking about...he does not think we need to go verbatim on the others unless the other Board members want to.

Mr. Kempton asked so where we are on...to table this? Mr. Bylewski said yes, to table this. Mr. Kempton said so we are not going to make a decision now. Mr. Bylewski said we need to vote on the table. Mr. Bengart said we have to know because the minutes have to be approved...they can't hang out there forever. Eventually, the minutes have to be in. They probably should decide now what they want into the record for the minutes for July 21st so that they can get approved at the next meeting, since we are potentially going to it table today.

Mr. Hartzell asked if they first have to deal on his motion to table his um...Mr. Bylewski said we are on the question of that motion. Mr. Bengart said yes. Mr. Buettner asked if everyone is happy with just a reference to the article. He thinks he is the only one who objected. Mr. Hartzell said no not at all. He does not think the article needs to be a part of the record. Mr. Buettner said he did not know why he didn't want to put even that in...the reference to the article. Mr. Hartzell answered that...well...he thinks you put the verbatim transcript in or you don't put anything in. He didn't think you can pick and choose. Mr. Buettner said okay.

Mr. Buettner said he seconded the tabling motion. Mr. Bengart said he understands, he was trying to...but Cindi needs to know what to do. Mr. Hartzell said well, let's deal with...Scott's... brought in a motion to table the...table his...Mr. Bengart said he understands. Mr. Bylewski said...on the question, otherwise...we are just tabling it. Mr. Kempton added so...we are not making a decision. Mr. Bengart said and we're not dealing with it one way or the other. Mr. Kempton added so then we are not dealing with it now. Mr. Bengart said that we are not dealing with it so we need to know one way or the other what happens as a result of the table if it is tabled. Mr. Buettner said that it would be brought up again at the next meeting I would say. Mr. Bengart said he understands but the question is do we put in the full transcript of the entire meeting, do we put in part of it, do we put it in the Bee. Mr. Buettner said we haven't

approved the minutes so you can't even publish it. Mr. Bengart said that is his point. They can't be left hanging...we need to eventually do it. So if we are putting in the entire minutes of the entire meeting Cindi has to know that so she can transcribe it. Mr. Buettner asked if we can table it or not. Mr. Bengart said well, sure...he is trying to get an answer as to what they are going to do after we table it. On the question, it came up ...what we are putting in. Mr. Bengart is trying to get an answer so we move on and get off this whole issue. Mr. Buettner said that is not going to happen until it's... Then on the question, Mr. Bylewski said that on the question, just do a transcript of the whole meeting. Mr. Bengart asked Mr. Hartzell, he preferred that right. Mr. Hartzell said he thinks it is ridiculous to do a transcript of the whole meeting...we can do it...but he thinks it is a lot of ...so Cindi has to go through and do...

Ms. Rosel said it would take at least five to six hour. Mr. Bylewski added..."that is why he said on that one section...but if."

Mr. Buettner said he thinks we should table. Mr. Bylewski made a motion to table it and he seconded it. Then we should take this under consideration until it is brought up again. Mr. Bengart said the problem is you are really supposed to get minutes done by the next meeting. Mr. Buettner added, well we won't this time. Mr. Bengart answered we are already one meeting behind.

Mr. Schuster said we need to come up with it. He thinks we should put in the little blurb that Scott says and move on. Mr. Bengart asked the members what they wanted in the minutes. Mr. Bylewski wanted the transcript. Mr. Buettner was okay with the blurb. Mr. Kempton said he guessed addressing the article is fine for him...it is not a big deal. Mr. Bylewski said there are three in favor of the blurb. Mr. Schuster added that he has no problem with addressing the article either. Mr. Bengart said there is a motion and a second. He asked if there is anything else on the question. He addressed the Chairman and said he is not trying to do his job. Mr. Hartzell answered..."Sure, sure." Mr. Bengart added he is just trying to bring this to a head.

Mr. Bylewski said, on the question, then you add that blurb it will come up again at the next meeting and if Dave feels that there are further statements that should be included that were part of the minutes...Mr. Kempton asked if he could amend it and add to it? Mr. Bylewski answered yes. Mr. Bengart said yes, absolutely. Mr. Kempton added...how about that. Mr. Hartzell said that was fine.

Ms. Rosel asked what she is actually putting in...just what you said in the first?

Mr. Hartzell said to Mr. Bylewski to just read the...Mr. Bylewski said he will just read the quote. Mr. Bylewski read from the Clarence Bee Article of September 14, 2011 as follows:

Mr. Bylewski, quote...

It also begs a larger question on Jeff's part, knowing that he does business with the town and knowing he's before the IDA, to sign a petition, I think, shows just absolute terrible judgment to insert himself into this political morass, into the IDA, you know, three months before the election

time knowing that there's going to be some sort of backlash. I can't believe he did it." Dave Hartzell.

Mr. Bylewski continued, quote...

"Wait, but, knowing that there's going to be some sort of backlash? But that would be..." was my response said Mr. Bylewski.

Dave said "Absolutely."

Then I said, (Mr. Bylewski) ..."Well, I'll just let it sit at that."

And those were...that was the comment in there said Mr. Bylewski.

Ms. Rosel asked if that was just what he wanted on that and Mr. Bylewski answered yes.

Mr. Bengart asked if there was more Mr. Hartzell wanted on that or if wanted the opportunity to think about it.

Mr. Hartzell answered no that he did not have to think about it. Mr. Hartzell continued that he thought it was really sad that the IDA has become a political...a political battleground. He loves the IDA when we were politically neutral...he thinks it is so sad when politics have been inserted in the IDA. He thinks it hurts the IDA. Anybody should be able to come before the IDA... Democrat or Republican. Politics and the IDA...it's just absolutely wrong...that's the way he feels said Mr. Hartzell.

Mr. Bengart added, working families, every party. Mr. Hartzell added...everybody. Mr. Bylewski added... or non-affiliated...it does not matter. He said he understands Mr. Hartzell's statement and he agrees...he thinks it is horrible when politics get inserted in the IDA, period. These statements were made...they have to be part of the record...that is my statement added Mr. Bylewski. He added that we have a motion and he is calling the question.

Mr. Bengart said it was Mr. Hartzell's call. Ms. Rosel asked which motion they were entertaining. Mr. Bengart said the motion to table supersedes another motion. Ms. Rosel asked...so we have a motion to table the approval of the minutes.

Mr. Bylewski said and that on the question would be to include the comments that he just read. Mr. Kempton said as opposed to...Mr. Bylewski continued with as part of the tabling and it will come back at the next meeting. Mr. Bengart said he has it and said it is motion to table at the moment.

Mr. Schuster asked if we could just take a vote to put those in. Mr. Bengart said no. You have the original motion by Bylewski to reference the article which was then superseded by the motion to table. So what's on the table is a motion to table, period. Ms. Rosel asked if there was a second. Mr. Bylewski answered yes. Mr. Buettner said: "I seconded it but if we want to go on to this other issue then we should re...ah..."

Mr. Bylewski said he will withdraw his motion if Mr. Buettner would withdraw his second. Mr. Buettner withdrew his second.

Now going back to the first motion to include those comments, Mr. Bylewski will amend that motion if Mr. Schuster would make a friendly amendment with the second to include those comments. Mr. Schuster moved to do so. Ms. Rosel asked what the motion is. Mr. Bylewski said the new motion is to include those comments that he just read...which was seconded, in a friendly manner, by Mr. Schuster.

Mr. Bengart reminded Mr. Hartzell that he needed to call for a roll call vote. There was a discussion between Mr. Bengart and Ms. Powell. Mr. Bengart was telling Ms. Powell that she would have to recuse herself because she was not present at the time of the first part of this meeting.

Mr. Hartzell said that he will bring her up to speed. What happened was they were discussing the minutes from July 21st and Mr. Bylewski would like to include comments from the Bee article. Specific comments, that he has pulled out...into the minutes. Mr. Hartzell's thing was, if you are going to include those let's include an amended transcript of everything that happened during the meeting of July 21st. Mr. Hartzell does not see why we have to put in specific comments in there, if we are going to put in specific comments, let's put them all in there...let's include the whole meeting.

Ms. Powell apologized because she didn't see the Bee article. She knows nothing about it. She does not follow. She was given a copy of the article. Mr. Bylewski said it is the blocked off portion. Mr. Kempton wanted to know if we could just table this and jus address this at the next meeting. Is that okay? Mr. Bengart said that if he is making a new motion (Mr. Kempton) there is no motion on the table...he is just following procedures. Mr. Schuster said we would be going through the same thing. Mr. Kempton said he knew but at least it would give people time to think about. Mr. Bengart continued ...he is just following procedure...at the moment, there is no motion on the table...at the there is just his original motion seconded by Schuster. If you wanted to bring a motion to table and get a second, we would be back at the table issue. Mr. Kempton said okay and made a motion to table this until the next meeting so people have time to reflect and then come back and make a recommendation. Maybe, you guys (addressing Mr. Bylewski and Mr. Hartzell) you know, can make your comment and you want to go back and look at the transcript and you can add make your comments and then we can include both those comments instead of putting the whole transcript in. Mr. Bengart said we have a motion and asked if we have a second. Mr. Buettner seconded the motion. There was nothing on the question.

Vote: Ayes: Schuster, Bylewski, Buettner, Kempton, Powell, Hartzell. Noes: None.
Absent: Ertel Recuse: None. Motion carried.

Mr. Kempton said we have to adjust this next meeting. Mr. Buettner said that means you still can't publish the minutes. Mr. Bengart answered no. Mr. Kempton added still unpublished for another month.

Mr. Bylewski moved to adopt the minutes of August 18, 2011 with a second by David Schuster. There was nothing on the question.

Vote: Ayes: Schuster, Bylewski, Buettner, Kempton, Powell, Hartzell. Noes: None.
Absent: Ertel Recuse: None. Motion carried.

Mr. Hartzell called on Chris Kempton to give the Treasurer's Report.

Treasurer's Report.

Mr. Kempton passed out the monthly Treasurer's Report through September 22, 2011 and went over the various reports. He reported on the balances in the checking account in the Bank of Akron and the HSBC account. Expenses exceed fees and interest collected. The details were attached for everyone to look at. Mr. Bylewski asked if there are any closings pending. Mr. Bengart answered no. Mr. Kempton asked if there were any closings on deck for the rest of the year. Mr. Kempton said that it looks like we will end with a negative balance this year. Mr. Hartzell asked if there were any questions on the Treasurer's Report. Pam Smith asked about the Community Relations/Donation money and her understanding was that that would be percentage of what the interest earnings were at one point. Mr. Kempton answered that is percentage of the balance of the capital fund. Ms. Smith wanted to know if the potential negative balance for this year would have anything to do with that money. Mr. Kempton said no it would not...you look at your balance not your income. Mr. Bylewski added that figure is not to exceed 2/% of the balance of the Capital Fund as of December 31st of the prior fiscal year. Mr. Bylewski wanted to find out where that was in relationship to last year but that can wait. In 2010 expenses were \$76,000. Our expenses will probably about \$77,000 this year. We may have to eliminate the contribution if we feel we are not going to generate enough income. We will have to look at that more closely as the donations are discretionary and we would be dipping into our capital for that. There was a motion by Mr. Bylewski to accept the Treasurer's Report with a second by David Schuster. There was nothing further on the question.

Vote: Ayes: Schuster, Bylewski, Buettner, Kempton, Powell, Hartzell. Noes: None.
Absent: Ertel Recuse: None. Motion carried.

Correspondence. (CR)

Cindi Rosel reported that she e-mailed the notices of public hearings from the Towns of Lancaster and Amherst IDAs. We did receive a letter from the Feinen Group declining to come in to this meeting.

New Business:

Paul Leone reported that he will be meeting shortly with David Huck for proposed 8,000 square foot office building to be located at 6085 Transit Road. The project amount would be approximately \$1,900,000. There was some discussion regarding the location and what else is around there. Mr. Leone said it is where Mr. Huck's offices are. Mr. Hartzell said his offices are right across the street from the Swormville

Mr. Leone will also be meeting with Paul Briandi who is talking about a school in a plaza. Mr. Bylewski said that would be the Bartending School. Mary Powell said he is looking to add other vocational schools like barbers and catering and some other things. He has not put in an application in as yet. It would be a small business and not a very big project but we are looking to help small business.

There is going to be a meeting at Dobkins and Company on October 12, 2011 at noon at 200 International Drive. Mr. Leone has arranged for the ECIDA, the State, and the training people to market IDA benefits at this seminar.

Mr. Leone also talked about the Regional Council that the Governor has put together. This was one of the topics at the IDA Leadership Council meeting on September 21st. He also said that there is much concern about the Regional Council talking about having one IDA. Mr. Leone said that they Leadership Council just came out with a new incentive work sheet for the Pilots. Mary Powell said that there was discussion at the Leadership meeting about local IDAs. She said that Al Cullinton spoke about the future of local IDA's. She also said that there was a document being drafted about what the Local IDAs have been doing since 1999. Mary Powell was also invited to join Jane Corwin and Sam Hoyt at the Bartending School. Ms. Powell spoke to Ms. Corwin suggesting that Mr. Hoyt come back to the area to attend a Leadership Council Meeting. She would like to do that within the next few weeks. Mr. Leone and Ms. Powell also added that "working teams" have been formed regarding for the regional council that do not have representation from the local IDA's. Mr. Bylewski said he had a conversation with someone who informed him that there is a big push with the Regional Council with absorbing functions that were not traditionally not done by Economic Development Agencies. Ms. Powell will add some language to the document that the Leadership Council is going to submit about the local IDA's. Mr. Leone said we really have to watch what is going on. We need to let people know about the positive things that the IDA's are doing for local business. The Town of Clarence IDA has been doing that all along.

Mr. Hartzell had to leave the meeting at 8:50 a.m.

In the absence of Mr. Hartzell and Mr. Ertel, Ms. Powell ran the rest of the meeting.

Ms. Powell handed out a spread sheet she had prepared on the RFP's that were submitted.

There was a motion by Mary Powell with a second by Michael Buettner to enter into Executive Session section 105-[1](f) of the Open Meeting Law regarding matters leading to the appointment of a corporation. In attendance were David Schuster, Scott Bylewski, Michael Buettner, Christopher Kempton, Mary Powell, Paul Leone, Steven Bengart, Pam Smith, Cynthia Rosel and Robert Geiger.

Vote: Ayes: Schuster, Bylewski, Buettner, Kempton, Powell, Noes: None.
Absent: Hartzell, Ertel Recuse: None. Motion carried.

Motion by Mary Powell with a second by Chris Kempton to exit the Executive session at 9:10 a.m.

Vote: Ayes: Schuster, Bylewski, Buettner, Kempton, Powell, Noes: None.
Absent: Hartzell, Ertel Recuse: None. Motion carried.

No action was taken in Executive Session.

The Board will discuss the RFP's further at the October meeting.

Mr. Callahan is invited to attend the October meeting as well as Joseph Floss, President of the Floss Agency to discuss the insurance coverage for the CIDA.

Strategic Planning

Further discussion on the Strategic Plan was tabled till the October meeting.

There was a friendly motion to adjourn by Mary Powell.

Meeting adjourned at 9:12 a.m.

Next Meeting has been rescheduled to October 20, 2011.