

A RESOLUTION AUTHORIZING THE MAYOR AND DIRECTOR OF FINANCE TO ENTER INTO AMENDMENT TO THE LEASEHOLD REIMBURSEMENT GRANT AGREEMENT WITH ELECTRONIC IMAGING, LLC, D/B/A DIGITAL PRINT SOLUTIONS, AND DECLARING AN EMERGENCY

WHEREAS, Village Council passed Ordinance No. 50-2019 on November 6, 2019 authorizing the Mayor and Director of Finance to enter into a Leasehold Improvements Reimbursement Grant Agreement with Electronic Imaging, LLC, d/b/a Digital Print Solutions (“Grantee”) in connection with Grantee’s execution of a six (6) year lease agreement for roughly 22,000 square feet of office space at 4160-4170 Highlander Parkway (“Subject Property”); and

WHEREAS, the purpose of the grant was to encourage and support economic development and job creation within the Village and pursuant to the grant agreement, the Village would reimburse, up to \$75,000, expenses incurred by Grantee in performing certain leasehold improvements to the Subject Property office space; and

WHEREAS, the leasehold reimbursement grant was conditioned on, among other things, the Grantee meeting the following employment goals: (A) 41 employees or FTE’s working at the Subject Property by year-end 2019, with a total annualized payroll of not less than \$2,892,000; and (B) 46 employees or FTEs working at the Subject Property by year-end 2020, with a total annualized payroll of not less than \$3,117,000; and

WHEREAS, Grantee met the employment goals for 2019 and received the first grant payment of \$50,000 as authorized under the grant agreement; and

WHEREAS, Grantee did not meet the employment goals for 2020 and ended 2020 with a total annualized payroll of \$2,864,606, which is 91.1% of the required total annualized payroll of \$3,117,000 under the grant agreement; and

WHEREAS, Grantee could not meet the 2020 employment goals because of the effects of the COVID-19 pandemic on its business, which has caused significant disruption to local, regional, and national businesses; and

WHEREAS, under the grant agreement, Grantee is not eligible to receive the second payment of \$25,000; and

WHEREAS, Council determines that it is in the best interest of the Village to not penalize Grantee and amend the grant agreement to allow Grantee to receive 91.1% of the \$25,000 second payment authorized under the grant agreement.

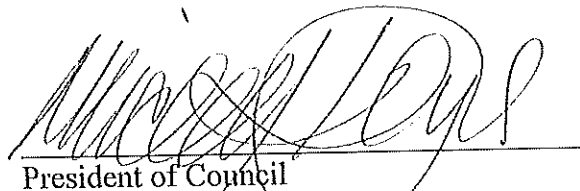
NOW, THEREFORE, BE IT RESOLVED by the Council of the Village of Richfield, County of Summit, State of Ohio that:

SECTION 1. The Mayor and Director of Finance are authorized and directed to enter into an Amendment to the Leasehold Reimbursements Grant Agreement with Electronic Imaging, LLC, d/b/a Digital Print Solutions substantially in accordance with the agreement attached hereto as Exhibit "A", and incorporated herein by reference.

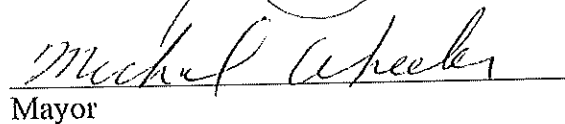
SECTION 2. It is found and determined that all formal actions of this Council concerning and relating to the adoption of this Resolution were adopted in an open meeting of this Council, and that all deliberations of this Council and any of its committees that resulted in such formal action were in meetings open to the public, in compliance with all legal requirements including Section 121.22 of the Ohio Revised Code.

SECTION 4. This Resolution is hereby declared to be an emergency measure necessary for the immediate preservation of the public health, safety and welfare and for the further reason that it is immediately necessary in order provide the modified grant payment to Grantee as soon as possible; wherefore, provided this Resolution receives the affirmative vote of two-thirds of the members of Council elected or appointed, it shall take effect immediately upon its passage and execution by the Mayor; otherwise, it shall take effect and be in force from and after the earliest period allowed by law.

PASSED: 6-1-2021

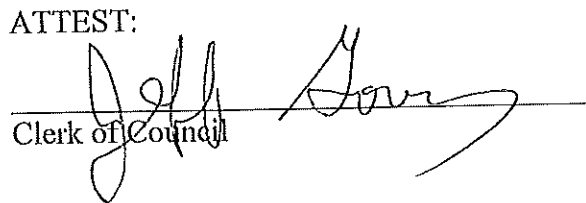


President of Council



Mayor

Dated: 6/2/2021

ATTEST:


Clerk of Council

AMENDMENT TO LEASEHOLD IMPROVEMENTS REIMBURSEMENT GRANT AGREEMENT

This Amendment to Leasehold Improvements Reimbursement Grant Agreement (“Amendment”) is made and entered into as of the date set forth below by and between the Village of Richfield, Ohio (“Village” or “Grantor”), an Ohio municipal corporation, 4410 W. Streetsboro Road, Richfield, Ohio 44286, and Electronic Imaging, LLC, a limited liability company d/b/a Digital Print Solutions (“Grantee”). Grantee, at the time of execution of this Agreement, has offices at 4160 Highlander Parkway, #300, Richfield, Ohio 44286. The Village and Grantee may be referred to herein collectively as “Parties.”

RECITALS

WHEREAS, Village Council passed Ordinance No. 50-2019 on November 6, 2019 authorizing the Mayor and Director of Finance to enter into a Leasehold Improvements Reimbursement Grant Agreement with Grantee in connection with Grantee’s execution of a six (6) year lease agreement for roughly 22,000 square feet of office space at 4160-4170 Highlander Parkway (“Subject Property”); and

WHEREAS, the purpose of the grant was to encourage and support economic development and job creation within the Village and pursuant to the grant agreement, the Village would reimburse, up to \$75,000, expenses incurred by Grantee in performing certain leasehold improvements to the Subject Property office space; and

WHEREAS, the leasehold reimbursement grant was conditioned on, among other things, the Grantee meeting the following employment goals: (A) 41 employees or FTE’s working at the Subject Property by year-end 2019, with a total annualized payroll of not less than \$2,892,000; and (B) 46 employees or FTEs working at the Subject Property by year-end 2020, with a total annualized payroll of not less than \$3,117,000; and

WHEREAS, Grantee met the employment goals for 2019 and received the first grant payment of \$50,000 as authorized under the grant agreement; and

WHEREAS, Grantee did not meet the employment goals for 2020 and ended 2020 with a total annualized payroll of \$2,864,606, which is 91.1% of the required total annualized payroll of \$3,117,000; and

WHEREAS, Grantee could not meet the 2020 employment goals because of the effects of the COVID-19 pandemic on its business, which has caused significant disruption to local, regional, and national businesses; and

WHEREAS, under the grant agreement, Grantee is not eligible to receive the second payment of \$25,000; and

WHEREAS, the Parties desire to enter into this Amendment to the grant agreement to allow Grantee to receive 91.1% of the \$25,000 second payment.

NOW, THEREFORE, in consideration of the mutual covenants and promises of the parties contained herein, and other good and valuable consideration, the receipt of which is acknowledged, the Parties hereto hereby agree as follows:

1. The Parties agree that COVID-19 was the primary reason why Grantee could not meet the 2020 employment goals required in the grant agreement and that Grantee should not be penalized as result of the COVID-19 pandemic.

2. The Parties agree that Grantee shall be entitled to 91.1% of the second payment grant amount of \$25,000, which is \$22,975.

3. Except as specifically modified or amended by the terms of this Amendment, the Leasehold Reimbursements Grant Agreement and all provisions contained therein shall continue in full force and effect and are hereby ratified and confirmed.

4. This Amendment shall be attached to the Leasehold Reimbursements Grant Agreement and incorporated therein by reference.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the dates hereinafter shown.

VILLAGE OF RICHFIELD

**ELECTRONIC IMAGING, LLC, d/b/a
DIGITAL PRINT SOLUTIONS**

By: _____
Michael Wheeler, Mayor

By: _____

Print Name: _____

And: _____
Sandy Turk, Finance Director

Title: _____

Approved as to form:

Alejandro V. Cortes, Law Director