

CONSENT TO AUTHORIZE **AMENDMENT TO MEMORANDUM OF UNDERSTANDING (MOU) BETWEEN THE TOWN OF NEW LEBANON AND WELLNESS RX, LLC**

WHEREAS, the Town of New Lebanon is a health care desert, having no health care access in New Lebanon; and

WHEREAS, it is in the best interest of all New Lebanon residents to have some healthcare access in New Lebanon; and

WHEREAS, the Town of New Lebanon is a municipality located within Columbia County, NY with offices at 14755 Route 22, PO Box 328, New Lebanon, N.Y. 12125; and

WHEREAS, Wellness Rx, LLC is a pharmacy management company (Company) with offices at 5980 Main Street, Tannersville, NY 12485 that operates a successful Wellness Center Pharmacy at said location and **has opened** a second store at 53 Main Street, Phoenicia, NY 12464 (Pharmacy For The Public Good, Inc.); and

WHEREAS, the Company filed a Certificate of Formation with the Secretary of State to conduct business in the State of New York on April 27, 2012; and

WHEREAS, both Parties wish to proceed forward with the establishment of a nonprofit Wellness Center Pharmacy for the Town of New Lebanon to be located within the Tilden Plaza (3,000 sq. ft.); and

WHEREAS, the Town of Lebanon has authorized **and paid** the allocation of \$40,000 of ARPA Funds to assist with the development of a necessary 5-Year Business Plan, Operational & Construction Implementation Plans, Site Plan, Regulatory Approvals, Operating Manuals, Staff Recruitment & Training, Community Networking and fundraising activities (herein defined as pre-operational activities); and

WHEREAS, the Company has completed an assessment of the current market conditions for an independent pharmacy and **has completed most of the** defined pre-operational activities for the \$40,000 allocated ARPA Funds and has further agreed that if, for whatever reason, the Company is unable to open a Wellness Center Pharmacy in the

Town of Lebanon within a twelve (12) month period of time commencing on the execution of this amended MOU by the parties, the Company will reimburse the \$40,000 allocation back to the Town of New Lebanon; and

WHEREAS, the Company needs more time to secure the necessary funding for construction and build out and the Town has applied for federal funding for this project which, if awarded, would not be available until the beginning of 2025.

NOW, THEREFORE, BE IT RESOLVED, that the Town Board of The Town of New Lebanon deems it in the best public interest of all residents to do whatever possible to bring a pharmacy to New Lebanon.

NOW, THEREFORE, BE IT RESOLVED, that the Town of New Lebanon and Company hereby wish to continue to work together for the establishment of a Wellness Center Pharmacy at the Tilden Plaza and that the Town of New Lebanon has already paid \$40,000 of ARPA funds to Company for completion of necessary pre-operational activities with the understanding that if, for whatever reason, a Wellness Center Pharmacy is not opened in the Town of New Lebanon within twelve (12) months of the signing of this amended MOU, within twenty-four (24) months of the signing of the original MOU, that the Town of New Lebanon reserves the right to request from Company a full return of the \$40,000 allocation of ARPA Funds.

Dated this day of March, 2024.

Edward A. Ullmann
CEO/Member Manager
Wellness Rx, Inc.

Tistrya Houghtling
Town Supervisor
New Lebanon, NY 12125

