

**Minutes of the Meeting
of the
Audit & Finance Committee
of
Buffalo Urban Development Corporation**

**95 Perry Street
Buffalo, New York
January 12, 2023
12:00 p.m.**

Call to Order:

Committee Members Present:

Catherine Amdur
Janique S. Curry
David J. Nasca
Dennis M. Penman (Committee Chair)

Committee Members Absent:

Trina Burruss

Officers Present:

Brandy Merriweather, President
Rebecca Gandour, Executive Vice President
Mollie M. Profic, Treasurer
Kevin J. Zanner, Secretary
Atiqa Abidi, Assistant Treasurer

Others Present: Kathryn Barrett, Freed Maxick CPAs; Barbara Danner, Freed Maxick CPAs; Alexis M. Florczak, Hurwitz Fine P.C.; Soma Hawramee, ECIDA Compliance Officer; and Antonio Parker, BUDC Project Manager.

Roll Call – The meeting was called to order at 12:10 p.m. A quorum of the Committee was present. Ms. Curry joined the meeting during the presentation of agenda item 3.0.

1.0 Approval of Minutes of the November 10, 2022 Meeting – Presentation of this item was deferred to the next meeting of the Committee.

2.0 714 Northland LLC Amendment to M&T Loan Documents for LIBOR-SOFR Transition – Ms. Merriweather presented her January 12, 2023 memorandum regarding proposed amendments to the M&T loan agreement with 714 Northland LLC. The proposed amendment will effectuate the transition from the LIBOR interest-rate benchmark, which is being phased out, to a SOFR-based interest rate benchmark. Mr. Nasca made a motion to: (i) approve the amendment to the existing agreement for the 714 Northland Loan in order to transition the existing LIBOR-based interest rate to a SOFR-based interest rate; and (ii) authorize the President or Executive Vice President to execute and deliver such amendments and other documents and to take such actions on behalf of 714 Northland LLC as may be reasonably necessary or appropriate to implement this action. The motion was seconded by Ms. Amdur and unanimously carried (3-0-0).

- 3.0 2022 Audit Plan Discussion** – Ms. Profic introduced Kathryn Barrett and Barbara Danner from Freed Maxick to present the 2022 Audit Plan. Ms. Barrett and Ms. Danner provided an overview of the audit timeline and objectives for the BUDC Board, the Audit & Finance Committee, and officers. Developments affecting business and financial reporting were discussed, including GASB Statement No. 87 which is applicable to operating leases and ASC Statement No. 842. Ms. Barrett and Ms. Danner also presented a review of the audit risk areas.
- 4.0 2022 Audit Engagement Letters** – Ms. Profic provided an overview of the 2022 audit engagement letters provided by Freed Maxick.
- 5.0 Funding Updates** – Ms. Gandour and Ms. Merriweather presented the following funding updates:
- Brownfield Cleanup Program: Ms. Gandour reported that New York State Department of Taxation & Finance informed BUDC staff that the 2020 BCP tax credits refund will be processed and paid. The refund amount is approximately \$944,000, which will be used to pay down the KeyBank loan.
- Build Back Better: Ms. Gandour reported that the first allocation of EDA funding to BUDC is being processed. The request for proposals for architectural and engineering services has been released, with responses due January 17th.
- Inner Harbor and Waterfront Public Realm Study: Ms. Merriweather reported that BUDC staff is working with the Office of Strategic Planning regarding the City’s share of funding for the Inner Harbor and Waterfront Public Realm study. The City’s share would provide \$55,000 in funding immediately, as the ESD funding for the project is reimbursement-based.
- Ralph C. Wilson, Jr. Foundation Centennial Park Funding: Ms. Gandour updated the Committee regarding a re-allocation of grant funding from Wilson Foundation Grant Agreement #7. She also reported that subgrant agreement between BUDC and the City to transfer grant funding from the MLB Youth Development Foundation will be presented to the Downtown Committee and Board this month.
- American Rescue Plan Funds: BUDC is awaiting an update from the Office of Strategic Planning regarding American Rescue Plan funding.
- Project for Public Spaces Placemaking Grant: Ms. Merriweather reported that funds are anticipated to be transferred to BUDC soon. Changes to the scope of the project were made, which reduced the project budget to \$62,000. It is anticipated that the Buffalo and Erie County Public Library will contribute the balance of funding for the project. The lighting system for the library underpass is on backorder, and it is estimated that installation will be complete by the end of May 2023.
- 6.0 Adjournment** – There being no further business to come before the Committee, the January 12, 2023 meeting of the Audit & Finance Committee was adjourned at 12:50 p.m.

Respectfully submitted,



Kevin J. Zanner
Secretary