

**Minutes of the Meeting
of the
Board of Directors
of
Buffalo Urban Development Corporation
95 Perry Street, 4th Floor, Vista Room
Buffalo, New York
February 27, 2024
12:00 p.m.**

Directors Present:

Catherine Amdur
Mayor Byron W. Brown (Chair)
Darby Fishkin
Thomas Halligan
Elizabeth Holden
Thomas A. Kucharski
Nathan Marton
Kimberley A. Minkel
Dennis M. Penman (Vice Chair)
Karen Utz

Directors Absent:

Scott Bylewski
Trina Burruss
Daniel Castle
Janique S. Curry
Dennis W. Elsenbeck
Dottie Gallagher
Brendan R. Mehaffy
David J. Nasca
Christopher P. Scanlon

Officers Present:

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

Guests Present: Jonathan Epstein, *The Buffalo News*; Alexis M. Florczak, Hurwitz Fine P.C.; Soma Hawramee, ECIDA Compliance Portfolio Manager; Brian Krygier, ECIDA IT Director; Kelly Maloney, Gilbane Building Company; and Angelo Rhodes, Northland Project Manager.

- 1.0 Roll Call** – The meeting was called to order at 12:12 p.m. by Mayor Brown. The Secretary called the roll and a quorum of the Board was determined to be present.
- 2.0 Approval of Minutes – January 30, 2024 Meeting** – The minutes of the January 30, 2024 meeting of the Board of Directors were presented. Mr. Penman made a motion to approve the meeting minutes. The motion was seconded by Mr. Kucharski and unanimously carried (10-0-0).
- 3.0 Monthly Financial Reports** – Ms. Profic reported that field work for the 2023 year-end audit has been completed. Draft audited financial statements will be reviewed by the Audit & Finance Committee at its March 14, 2024 meeting, before being presented to the BUDC Board of Directors later that month. Board members are invited to attend the Audit & Finance Committee presentation.

Ms. Profic then presented for information purposes the financial statements for 683 Northland Master Tenant, LLC for the period ending January 31, 2024. She next presented the consolidated financial statements for BUDC and its affiliates, 683 Northland LLC and 683 WTC, LLC for the period ending

January 31, 2024. Ms. Fishkin made a motion to accept the consolidated financial statements. The motion was seconded by Mr. Halligan and unanimously carried (10-0-0).

4.0 New Business

4.1 Appointment of Christopher Scanlon to BUDC Downtown Committee – Ms. Amdur made a motion to appoint Board member Christopher Scanlon to the BUDC Downtown Committee. The motion was seconded by Mr. Halligan and unanimously carried (10-0-0).

4.2 Ralph Wilson Park – Ralph Wilson Foundation Grant #10 – Ms. Gandour presented her February 27, 2024 memorandum regarding the tenth Ralph C. Wilson, Jr. Foundation Grant Agreement. Following this presentation, Mr. Kucharski made a motion to: (i) accept the \$3,260,000.00 grant award from the Ralph C. Wilson, Jr. Foundation to support the capacity of the Ralph Wilson project team through the end of 2025 as outlined in the February 27th memorandum to the Board; and (ii) authorize the BUDC President or Executive Vice President to execute the grant agreement and undertake any other necessary or appropriate actions to implement this action. The motion was seconded by Ms. Minkel and unanimously carried (10-0-0).

4.3 Ralph Wilson Park – Ninth Amendment to BUDC-COB Wilson Foundation Subgrant Agreement – Ms. Gandour presented her February 27, 2024 memorandum regarding the proposed ninth amendment to the BUDC-City of Buffalo subgrant agreement. Ms. Minkel made a motion to: (i) approve the ninth amendment to the BUDC-City of Buffalo subgrant agreement allowing BUDC to transfer up to \$117,000 from Wilson Grant 10 to the City of Buffalo to support the City of Buffalo City Engineer position, and up to \$300,000 from the Community Foundation of Southeast Michigan to support Phase 1A construction at Ralph Wilson Park; and (ii) authorize the BUDC President or Executive Vice President to execute the ninth amendment to the subgrant agreement and take such other actions as are necessary to implement this authorization. The motion was seconded by Mr. Marton and unanimously carried (10-0-0).

4.4 Ralph Wilson Park – MVVA Contract Amendment No. 13 – Ms. Gandour presented her February 27, 2024 memorandum regarding the proposed 13th amendment to BUDC's Master Service Agreement with Michael Van Valkenburgh Associates (MVVA). Ms. Utz made a motion to: (i) approve the 13th amendment to the MVVA Agreement in an amount up to \$17,000 for the redesign of the retaining wall handrail and preparation of new grading drawings; and (ii) authorize the BUDC President or Executive Vice President to execute the amendment to the MVVA agreement and take such other actions as are necessary to implement this authorization. The motion was seconded by Mr. Kucharski and unanimously carried (10-0-0).

4.5 Ralph Wilson Park – Acceptance of Funds from City of Buffalo for Seawall Design – Ms. Gandour presented her February 27, 2024 memorandum regarding the proposed acceptance of funds from the City of Buffalo for seawall design work at Ralph Wilson Park. Ms. Minkel noted that this is a reimbursement-based grant and asked whether any cash flow issues were anticipated for this work. Ms. Gandour indicated that the Ralph C. Wilson, Jr. Foundation will allow BUDC to utilize Wilson Foundation funds before reimbursement is received under the DHSES grant award, and she noted that the grant award includes a matching fund requirement that will be met through Wilson Foundation funding. There being no further discussion, Ms. Minkel made a motion to: (i) approve BUDC entering into a subgrant agreement with the City of Buffalo to allow the transfer of up to \$360,000 to BUDC from the City of Buffalo's DHSES Grant to fund the design of the seawall at Ralph Wilson Park; and (ii) authorize the BUDC President or Executive Vice President to execute the subgrant agreement and take such other actions as are necessary to implement this authorization. The motion was seconded by Ms. Fishkin and unanimously carried (10-0-0).

4.6 Northland Corridor Project – 714 Northland Mortgage Payoff – Ms. Gandour presented her February 27, 2024 memorandum regarding a proposal to pay a portion of the remaining balance

of the 714 Northland Avenue mortgage with funds from the Buffalo Brownfields Redevelopment Fund. Ms. Gandour noted that the balloon payment is due February 29, 2024. Ms. Holden made a motion to: (i) approve the use of up to \$127,000 from the Buffalo Brownfields Redevelopment Fund to pay off the M&T term loan related to 714 Northland Avenue; and (ii) authorize the BUDC President or Executive Vice President to execute the documents and take such other actions as are necessary or appropriate to implement this authorization. The motion was seconded by Ms. Amdur and unanimously carried (10-0-0).

4.7 Northland Corridor Project – BUDC-ESD NWTC 2016 Lease Memorandum of Understanding – Ms. Gandour indicated this item would be presented at the March 2024 meeting of the BUDC Board of Directors.

4.8 Northland Corridor Project Update – Mr. Rhodes presented an update regarding the Northland Corridor. The Comvest and CBRE team will assume responsibility for all property management and leasing services from Mancuso Management as of March 1, 2024. The City of Buffalo Planning Board approved designs for 537 E. Delavan on February 13th. BUDC’s request for quotations for substation equipment was approved by EDA on February 21st. BUDC continues to discuss next steps for Phase 3 of Northland redevelopment with the Buffalo Sewer Authority and NYSDEC. With respect to the 631 Northland project, Wendel has completed its immersion process and delivered conceptual designs for the 631 Northland building. Mr. Rhodes circulated a handout of the conceptual design for Board members to review.

4.9 Ralph Wilson Park Project Update – Ms. Maloney presented an update regarding the Ralph Wilson Park project. Work continues on reconstruction of the shoreline, and stone has been added to the east break-wall at the Park. Bridge pile installation will be completed in the next few weeks. Dig-out work for the inlet is anticipated to commence in the next few weeks. Utility work at the park is anticipated to start soon. The construction team is working through issues with National Grid lines and water lines. CSX and NYSTA are to approve plans for installing the pedestrian bridge, which is targeted for October 2024. Phase 1B of construction, which includes landscaping, roads and pathways, and metalwork for the sports fields and railings, is being bid out. Gilbane is working with the project design team as numbers for these bids are coming in higher than anticipated. Ms. Maloney also reported that the project is currently tracking 22% MBE and 10% WBE utilization, and anticipates these percentages will increase as construction continues.

4.10 Buffalo’s Race for Place Project Update – Ms. Merriweather presented an update regarding Buffalo’s Race for Place. BUDC, the City of Buffalo and MIG will have their final meeting March 1st before wrapping up work on the Downtown Waterfront Improvement Plan. BUDC is also coordinating with the City on its Smart Streets Design Plan which overlaps with the Downtown Waterfront Improvement Plan. A needs analysis will be completed in order to identify funding that has been secured and what funding gaps remain outstanding. BUDC also anticipates collaboration with private sector partners to secure funding, including the use of a second pilot increment financing structure for additional streetscape enhancements. Empire State Development has committed ten million dollars for improvements around Erie Street. Ms. Merriweather also reported that BUDC, the Mayor’s Office, and Buffalo Place worked on a series of Black History Month programming throughout February to highlight Black-owned businesses downtown. A Black Business Expo will be held at Seneca One Tower on February 29th to highlight sixteen Black-owned businesses in downtown Buffalo. Other marketing efforts, including the Downtown Dollars sweepstakes, and lunch crawl and happy hour were also undertaken to highlight Black-owned businesses in Buffalo’s Central Business District.

4.11 Buffalo Lakeside Commerce Park Project Update – Ms. Gandour presented an update regarding Buffalo Lakeside Commerce Park. RAS Development is current with its exclusivity agreement obligations for 193 Ship Canal Parkway. Final 2023 assessment bills for the BLCPP Property Owners Association were issued to POA members. Uniland continues to seek an alternate assessment calculation for its solar field. POA members asked Uniland to prepare a written

proposal for review, which has not been received to date. Ms. Merriweather provided an update on M/WBE compliance for the Zephyr project. The monitoring consultant, Landon & Rian, is working on ways to increase MWBE participation for future phases of Zephyr's project at BLCP. Landon & Rian will issue its final report for phase 1 of the project when the phase 1 building is completed.

5.0 **Late Files** – None.

6.0 **Tabled Items** – None.

7.0 **Executive Session** – None.

8.0 **Adjournment** – There being no further business to come before the Board, the February 27, 2024 meeting of the Board of Directors was adjourned at 12:55 p.m.

Respectfully submitted,



Kevin J. Zanner, Secretary