

Buffalo Urban Development Corporation

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BUDC Downtown Committee Wednesday, November 16, 2022 City Hall – Room 901 12:00 Noon

Agenda

1. Approval of Minutes from October 19, 2022 *(Action)(Encl.)*
2. Ralph C. Wilson, Jr. Centennial Park - Project Update Presentation *(Informational)*
3. Ralph C. Wilson, Jr. Centennial Park - Ralph C. Wilson, Jr. Foundation Grant Agreement #8 *(Recommendation)(Encl.)*
4. Ralph C. Wilson, Jr. Centennial Park - Biohabitats Proposal for Shoreline Monitoring Services *(Recommendation)(Encl.)*
5. Ralph C. Wilson, Jr. Centennial Park - MLB-MLBPA Youth Development Foundation Grant Agreement/Ralph Wilson Park Conservancy MOU *(Recommendation)(Encl.)*
6. Buffalo's Race For Place - General Update *(Informational)*
7. Partner Updates *(Informational)*
8. Adjournment *(Action)*

**Minutes of the Meeting
of the
Downtown Committee
of
Buffalo Urban Development Corporation**

**65 Niagara Square
901 City Hall
October 19, 2022
12:00 p.m.**

Committee Members Present:

Catherine Amdur
Daniel Castle
Darby Fishkin
Brendan R. Mehaffy (Committee Chair)
Kimberley Minkel

Committee Members Absent:

Trina Burruss
Darius G. Pridgen
Dottie Gallagher

Officers Present:

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

Guests Present: John Cleary, Gilbane Building Company; Cristina Cordero, Gardiner & Theobald (via telephone); Alexis Florczak, Hurwitz Fine P.C.; Soma Hawramee, ECIDA Compliance Officer; Kelly Maloney, Gilbane Building Company; Antonio Parker, BUDC Project Manager; and Michael Schmand, Buffalo Place.

Roll Call: The meeting was called to order at 12:06 p.m. A quorum of the Committee was present.

- 1.0 Approval of Minutes of the August 17, 2022 Meeting** – The minutes of the August 17, 2022 meeting of the Downtown Committee were presented. Ms. Minkel made a motion to approve the meeting minutes. The motion was seconded by Ms. Fishkin and unanimously carried (5-0-0).

- 2.0 Ralph C. Wilson, Jr. Centennial Park – Project Update Presentation by Gardiner & Theobald** – Ms. Merriweather introduced Kelly Maloney from Gilbane Building Company to present the Ralph C. Wilson, Jr. Centennial Park project update. Ms. Maloney reported that the project is currently in the pre-construction phase. Gilbane estimates that it will begin bidding out work within the next month. Bids for the tree clearing for Phase 1 construction are due next week and work is anticipated to begin in November or December 2022. Ms. Gandour added that a press release regarding the tree removal work is being coordinated by G&T and the City. Also, on November 3rd, a M/WBE community outreach and matchmaking event will be held. The GMP contract between Gilbane and the City is currently being negotiated which will hopefully be in place by the end of 2022. In response to a question from Ms. Amdur, Mr. Cleary stated that Phase 1 construction is estimated to cost between 55 to 75 million dollars, depending on the final scope of the project, which is not yet finalized. In response to a question from Ms. Minkel, Ms. Gandour indicated that the Imagine LaSalle website is currently in place to provide details on the project, which will be transferred to the Ralph Wilson Park Conservancy. Ms.

Merriweather added that the BUDC website will also feature a webpage that will connect to the project's website.

- 3.0 Ralph C. Wilson, Jr. Centennial Park – Biohabitats Proposal for Shoreline Monitoring Services** – Ms. Gandour and Ms. Merriweather presented their October 19, 2022 memorandum regarding the Biohabitats proposal for shoreline monitoring services at Ralph C. Wilson, Jr. Centennial Park. Christina Cordero explained Biohabitats' current role in the project and the proposal to have Biohabitats perform post-construction shoreline monitoring services. The proposal would involve having BUDC's consultant Michael Van Valkenburgh Associates contract for these services. These services involve post-construction obligations, which is a potential expansion of BUDC's present role in the project. BUDC staff is seeking input from the Downtown Committee given these circumstances. There was an extended discussion following the presentation. Committee members expressed hesitation in having BUDC hold the contract due to the precedent it could set and because the monitoring work could turn into an extended remediation project in the event that plant life does not take hold along the shoreline. There was also discussion whether the obligation could be limited to the initial four-year timeframe set forth in the proposal and whether the obligations could be assigned to another party such as the Ralph Wilson Park Conservancy or the City of Buffalo.
- 4.0 Buffalo Building Reuse Project – Loan Program Payment Resolution** – Ms. Merriweather presented her October 19, 2022 memorandum regarding invoicing for past fees owed to BUDC in connection with Buffalo Building Reuse Loan Program. Following the presentation, Ms. Minkel made a motion to recommend that the invoice be presented to the Board of Directors for approval and for the Board to authorize the President or Executive Vice President to take such actions as are necessary to facilitate prompt payment. The motion was seconded by Ms. Fishkin and unanimously carried (5-0-0).
- 5.0 Buffalo's Race for Place – General Update** – Ms. Merriweather presented an update regarding Buffalo's Race for Place. BUDC continues its work with the Project for Public Spaces and GoBike Buffalo on the placemaking grant received for the Ellicott Node. BUDC is working with Wendel to adjust the scope of the first phase of the project and to potentially turn the library underpass work into a multi-phase approach to maximize project impact. The selection team assembled to review the responses to the request for proposals (RFP) for the Inner Harbor and Waterfront Public Realm master plan has selected four respondents for interviews, which will occur next week. A waterfront coordination meeting was held last week to re-engage waterfront stakeholders. It is anticipated that additional meetings will be held before the next quarterly meeting takes place. Mr. Parker is looking for a location for the holiday edition of the Queen City Pop-Up. On October 20th, Ms. Merriweather will be a guest speaker at the AIA annual meeting and will highlight Race for Place, Centennial Park, Northland, and Build Back Better.
- 6.0 Partner Updates** – Mr. Schmand reported that the last downtown farmer's market of the year will take place on October 20th. Rotary Rink will be open for free ice skating as of November 25th. The annual tree lighting ceremony will take place on December 3rd. Mr. Schmand also reported on the Main Street Grant program, noting that since 2006, \$1.3 million in grant funds have been disbursed to 38 projects, which has generated \$1.8 million in private investment. The 2022 grant awards will be announced in the coming months. Mr. Castle reported that on Friday October 21st, the Buffalo and Erie County Greenway Fund Standing Committee will celebrate its 15th anniversary. The Committee has committed approximately \$30 million to improvements along parklands, shorelines and trails.

7.0 Adjournment – There being no further business to come before the Downtown Committee, upon motion made by Ms. Minkel and seconded by Mr. Castle, the October 19, 2022 meeting of the Downtown Committee was adjourned at 12:55 p.m.

Respectfully submitted,

Kevin J. Zanner
Secretary

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Item 3

MEMORANDUM

TO: BUDC Downtown Committee

FROM: Antonio Parker, Project Manager

SUBJECT: Ralph C. Wilson, Jr. Centennial Park – Ralph C. Wilson, Jr. Foundation Grant Agreement #8

DATE: November 16, 2022

The BUDC Board of Directors previously authorized BUDC to accept grant funding from the Ralph C. Wilson, Jr. Foundation (the “Foundation”) for the redevelopment of Ralph C. Wilson, Jr. Centennial Park (“Ralph Wilson Park”). As the project team completed the RFQ/RFP process, the construction manager at risk Gilbane identified an opportunity for efficiency and budget optimization by including portions of the athletic fields and shoreline inlet construction in Phase 1 of the Park’s construction.

BUDC has submitted a grant proposal in the amount of \$24,500,000 to the Wilson Foundation. This proposal is BUDC’s second request for park construction funding. The grant is contingent upon approval from the Wilson Foundation’s Board, which will meet on November 16th to review and consider BUDC’s grant proposal. It is anticipated that the grant agreement will contain conditions similar to those of prior grant agreements between BUDC and the Foundation. The second draw of the grant is contingent on an executed Guaranteed Maximum Price (GMP) with the City and Gilbane.

This grant award will be used towards Phase 1 construction at Ralph Wilson Park, including the construction of the following:

- Laying the main driving route,
- Constructing landing connections on both sides of the pedestrian bridge
- Pedestrian Bridge
- Installing site utilities,
- Renovating the athletic fields
- Shoreline inlet site preparation.

Hon. Byron W. Brown, Chairman of the Board • Dennis Penman, Vice Chairman • Brandye Merriweather, President
Rebecca Gandour, Executive Vice President • Mollie Profic, Treasurer • Atiqa Abidi, Assistant Treasurer • Kevin J. Zanner, Secretary

ACTION:

I am requesting that the BUDC Downtown Committee recommend that the BUDC Board of Directors (i) accept the anticipated \$24,500,000 grant award from the Ralph C. Wilson, Jr. Foundation for additional components of the Phase 1 core park construction; and (ii) authorize the President or Executive Vice President to execute the grant agreement and take such other actions as are necessary or appropriate to implement this action.

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Item 4

MEMORANDUM

TO: BUDC Downtown Committee

**FROM: Brandye Merriweather, President
Rebecca Gandour, Executive Vice President**

**SUBJECT: Ralph C. Wilson, Jr. Centennial Park – Biohabitats Proposal for Shoreline
Monitoring Services**

DATE: November 16, 2022

As discussed at the October 19, 2022 Downtown Committee meeting, the New York State Department of Environmental Conservation and Great Lakes Commission has identified several monitoring requirements (the “Shoreline Monitoring Requirements”) associated with the restoration of vegetation as part of the Ralph C. Wilson, Jr. Centennial Park (“Ralph Wilson Park”) project. The Shoreline Monitoring Requirements include permitting work in the upcoming months as well as pre-construction assessments, review of construction work completed by construction manager at-risk Gilbane, and reporting and monitoring of plant survivability. These reporting requirements are anticipated to extend approximately four (4) years from the completion of Phase 1 of Ralph Wilson Park construction. The cost of this work is an amount not to exceed \$70,000 and would be paid for with funding from the Ralph C. Wilson Jr. Foundation core park grant #5.

BUDC was identified by the Ralph Wilson Park project team members as a potential option to hold the contract. Other options include Ralph Wilson Park Conservancy, but we have been informed that the Conservancy is not yet in a position to hold the contract from a staffing perspective. BUDC also explored the potential for Gilbane to hold the contract, but viewed this as a monitoring conflict as Gilbane will be the entity responsible for performing the work that will be monitored. At this point BUDC would appear to be in the best position to enter into this agreement, which would be in the form of an amendment to BUDC’s existing agreement with MVVA.

Gardiner & Theobald (“G&T”) and Michael Van Valkenburgh Associates (“MVVA”) are recommending that the Shoreline Monitoring Requirements be performed by Biohabitats, a subcontractor of MVVA.

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Biohabitats is currently part of MVVA's design team and its specific knowledge of and involvement in the Ralph Wilson Park project makes the company an appropriate single source procurement for the monitoring work.

BUDC's involvement in the redevelopment of Ralph Wilson Park is principally to act as a funding conduit and to contract for project management and design services through G&T and MVVA, respectively. BUDC's role is not intended to include post-construction obligations relating to the park, for which the Conservancy was formed. The monitoring work includes post-construction obligations, which appears to be a departure from and potential expansion of BUDC's role in the project. BUDC has anticipated this monitoring to coincide with the duration of BUDC's upcoming GLC grant which is anticipated to have a 4-year timeline. There have been ongoing discussions with the City of Buffalo and the Conservancy regarding responsibility for monitoring following the four-year period, if at the end of the four-year period, additional monitoring is required.

After the BUDC Downtown Committee Meeting on October 19, 2022, the project team further discussed the contract and recommended moving forward with the amendment to BUDC's current agreement with MVVA due to project timing and the monitoring obligation coinciding with the GLC grant.

ACTION:

We are requesting that the BUDC Downtown Committee (i) recommend that the BUDC Board of Directors approve an amendment to the MVVA Master Service Agreement for an amount not to exceed \$70,000 for Shoreline Monitoring Services that will be performed by Biohabitats, and (ii) authorize the BUDC President or Executive Vice President to execute the amendment to the MVVA Master Services Agreement and take such other actions as are necessary to implement this authorization.

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Item 5

MEMORANDUM

TO: BUDC Downtown Committee

FROM: Antonio Parker, Project Manager

SUBJECT: Ralph C. Wilson, Jr. Centennial Park –MLB-MLBPA Youth Development Foundation Grant Agreement/ Ralph Wilson Park Conservancy MOU

DATE: November 16, 2022

At its March 29, 2022 meeting, the BUDC Board of Directors authorized the acceptance of a \$960,000 grant award from the Major League Baseball Youth Development Foundation for renovations of the youth sports fields at Ralph C. Wilson, Jr. Centennial Park (“Ralph Wilson Park”). As was discussed at the May 18, 2022 Downtown Committee meeting, the grant agreement requires several conditions to BUDC receiving the grant funds, including the following:

- Post-construction reporting obligations to the MLB Youth Development Foundation including information on program operation, player participation, demographic information and facility use and conditions annually for five (5) years following completion of the field renovation work.
- Compliance with all state and federal mandates prohibiting discrimination.
- Compliance with all applicable child protection laws, including the Safe Sport Act which requires trainings, policies and mandatory reporting of child abuse suspicions and recordkeeping requirements.

The requirements outlined above have been incorporated into a Memorandum of Understanding (MOU) in order to pass these obligations from BUDC to the Ralph Wilson Park Conservancy. Both MLB and the Ralph Wilson Park Conservancy have reviewed the MOU, a copy of which is attached to this Memorandum.

ACTION:

I am requesting that the BUDC Downtown Committee (i) recommend that the Board of Directors approve the Memorandum of Understanding between BUDC and the Ralph Wilson Park Conservancy; and (ii) authorize the BUDC President or Executive Vice President to execute the Memorandum of Understanding and take such other actions as are necessary to implement this authorization.

Hon. Byron W. Brown, Chairman of the Board • Dennis Penman, Vice Chairman • Brandye Merriweather, President
Rebecca Gandour, Executive Vice President • Mollie Profic, Treasurer • Atiqa Abidi, Assistant Treasurer • Kevin J. Zanner, Secretary

MEMORANDUM OF UNDERSTANDING

THIS MEMORANDUM OF UNDERSTANDING (“MOU”) is made and entered into as of the ____ day of _____ 2022 (the “Effective Date”) by and between **BUFFALO URBAN DEVELOPMENT CORPORATION**, a New York not-for-profit corporation with offices at 95 Perry Street, Suite 404, Buffalo, New York 14203 (“BUDC”), and **RALPH WILSON PARK CONSERVANCY, INC.**, a New York not-for-profit corporation with offices at 12 Fountain Plaza, 600, Buffalo, New York 14202 (the “Conservancy”). BUDC and the Conservancy are sometimes referred to herein each as a “Party” and collectively as the “Parties.”

RECITALS:

A. BUDC serves as the lead management entity for the Ralph C. Wilson, Jr. Centennial Park (“Ralph Wilson Park”) project in Buffalo, New York. The Conservancy is responsible for developing the framework by which Ralph Wilson Park will be operated and maintained and will take on additional responsibilities for Ralph Wilson Park, including those relating to events and programming.

B. BUDC has been awarded a grant in the amount of \$960,000 (the “Grant Funding”) from the MLB-MLBPA Youth Development Foundation (“MLBYDF”). A copy of the grant agreement is attached to this Agreement as Exhibit A (“Grant Agreement”).

C. MLBYDF is a charitable foundation formed in 2016 by Major League Baseball and the Major League Baseball Players Association with a mission of increasing participation in, and expanding access to, youth baseball and softball across the United States and internationally. Pursuant to the Grant Agreement, BUDC will receive funding from MLBYDF that will be used for the youth baseball and softball field renovation project at Ralph Wilson Park, including the installation of field lighting (the “Field Renovation Project”).

D. The Grant Agreement provides that MLBYDF be awarded naming rights for the renovated fields and for certain requirements that will apply following completion of the Field Renovation Project which relate to youth sports programming. Specifically, Sections 8, 9 and 10 of the Grant Agreement require compliance with and certain obligations relating to federal and/or state laws and regulations regarding non-discrimination and child protection laws, and the acknowledgement and inclusion of MLBYDF’s support in public documents, press materials and public statements, respectively.

E. Following construction and completion of the Field Renovation Project, the Conservancy will be responsible for the maintenance and operation of Ralph Wilson Park and any youth sports programming which may occur on the renovated fields.

F. The Parties have acknowledged and agreed, among other things with respect to this MOU, that, in consideration of BUDC entering into the Grant Agreement for the Field Renovation Project at Ralph Wilson Park, the Conservancy will take on certain Grant Requirements relating to post-construction reporting, as more fully set forth below.

G. The Parties desire to enter into this MOU to clarify and memorialize their understanding of certain obligations of each Party under the Grant Requirements.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereby covenant, promise, and agree as follows:

1. Post-Construction Reporting Obligations. The Conservancy shall, on behalf of BUDC, provide information to MLBYDF regarding program operation, player participation and demographic information, facility use and conditions annually for five (5) years following the completion of the Field Renovation Project (the “Services”).

2. Naming Rights to Renovated Fields. The Conservancy and its members shall, along with BUDC, utilize its best efforts to assist MLBYDF through the Common Council process in order for MLBYDF to be awarded naming rights for the youth fields that are being renovated in connection with the Field Renovation Project.

3. Grant Requirements. In the Conservancy’s performance of the Services, the Parties acknowledge and agree that they are subject to, and shall comply with the following provisions of the Grant Agreement, incorporated herein by reference (collectively, the “Grant Requirements”):

- a. *Paragraph 8*, requiring compliance with all federal and state mandates which prohibit discrimination on the basis of race, color, national origin, ancestry, religion, age, gender, gender identity, sexual orientation, military veteran status, or disability.
- b. *Paragraph 9*, requiring compliance with all applicable child protection laws, including, without limitation, the Protecting Young Victims from Sexual Abuse and Safe Sport Authorization Act of 2017 (“Safe Sport Act”), which imposes obligations on certain youth sports programs with respect to trainings, policies, and mandatory reporting of child abuse suspicions, and recordkeeping demonstrating compliance with applicable child protection laws, training records and proof of background check clearances as further detailed in Paragraph 9 of the Grant Agreement.
- c. *Paragraph 10*, requiring the acknowledgement of MLBYDF’s support on public documents, press materials and public statement relating to the Field Renovation Project, notification to MLBYDF in advance of any publication in order for MLBYDF to ensure compliance with Paragraph 10 of the Grant Agreement, and cooperation with MLBYDF for MLBYDF to be included through quotes, interviews or otherwise in any documents, materials, or other media coverage.

4. Periodic Reporting. The Conservancy shall prepare reports and copies of necessary records to BUDC and MLBYDF as may be reasonably requested from time to time demonstrating the Conservancy’s compliance with reporting requirements included in the Services and the Grant Requirements.

5. Indemnification. To the fullest extent permitted by law, the Conservancy releases and agrees to indemnify and hold harmless BUDC, its officers, directors, and agents from any and all liabilities related to or in connection with all claims brought against BUDC by MLBYDF or a third party arising out of, related to or in connection with the Conservancy's failure to perform the Services or comply with the Grant Requirements as detailed in this MOU.

6. Recitals/Exhibits. The Recitals and Exhibits contained herein are material and incorporated into this MOU by reference.

7. Counterparts. This MOU may be executed in any number of counterparts, each of which shall be deemed an original and all of which together shall be deemed to constitute one and the same instrument. The Parties may deliver such counterparts by electronic copy or via facsimile, and such electronic copy or facsimile signature(s) shall be valid and binding as if original documents were delivered.

[Remainder of page intentionally left blank. Signature page to follow.]

[Signature page to MOU]

IN WITNESS WHEREOF, the Parties have executed this MOU as of the Effective Date.

BUDC:

Conservancy:

**BUFFALO URBAN
DEVELOPMENT CORPORATION**

**RALPH WILSON PARK
CONSERVANCY, INC.**

By: _____
Rebecca Gandour
Executive Vice President

By: _____
Name:
Title: