

**Minutes of the Meeting
of the
Board of Directors
of
Buffalo Urban Development Corporation**

**95 Perry Street
Buffalo, New York
April 27, 2021
12:00 p.m.**

Directors Present:

Trina Burruss
James Comerford
Janique S. Curry
Dennis W. Elsenbeck
Michael J. Finn
Darby Fishkin
Thomas Halligan
Thomas R. Hersey, Jr
Thomas A. Kucharski
Amanda Mays
Brendan R. Mehaffy
Kimberley A. Minkel
David J. Nasca
Dennis M. Penman (Vice Chair)
Craig A. Slater

Directors Absent:

Mayor Byron W. Brown (Chair)
Dottie Gallagher
Darius G. Pridgen
Maria R. Whyte

Officers Present:

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

Guests Present: Evan Y. Bussiere, Hurwitz & Fine, P.C.; Peter M. Cammarata, Cammarata Consulting, LLC; Arthur Hall, BUDC; and Jamee Lanthier, ECIDA Compliance Officer.

- 1.0** Roll Call – The meeting was called to order at 12:03 p.m. by Mr. Penman. The Secretary called the roll of directors and a quorum of the Board was determined to be present. Mr. Elsenbeck, Ms. Curry and Mr. Kucharski joined the meeting during the presentation of item 3.2.

The meeting was held via video/telephone conference in accordance with the provisions of Executive Order 202 issued by Governor Andrew Cuomo on March 12, 2020, as amended. The meeting was also live-streamed to the general public and recorded. A transcript of the meeting will be made available at a later date.

- 2.0** Approval of Minutes – Meeting of March 30, 2021 – The minutes of the March 30, 2021 meeting of the Board of Directors were presented. Ms. Burruss made a motion to approve the meeting minutes. The motion was seconded by Ms. Fishkin and unanimously carried (11-0-0).

3.0 Monthly Financial Reports – Ms. Profic presented the financial statements for 683 Northland Master Tenant, LLC and the consolidated financial statements for BUDC and its affiliates, 683 Northland LLC and 683 WTC, LLC for the period ending March 31, 2021. Mr. Nasca made a motion to accept the consolidated financial statements. The motion was seconded by Mr. Kucharski and unanimously carried (13-0-0).

4.0 New Business

4.1 308 Crowley – Sale of Land/Building to Enterprise Folding Box – Ms. Gandour presented her April 27, 2021 memorandum regarding the sale of a .665 acre parcel at 308 Crowley improved by a two-story cinder block building to Enterprise Folding Box Company. BUDC obtained an appraisal of the subject parcel which valued the parcel at \$110,000. BUDC staff and representatives from Enterprise Folding Box subsequently negotiated the terms of land sale agreement with a proposed purchase price of \$90,000, and other terms as set forth in the Board memorandum. Ms. Gandour noted that the purchaser will be required to seal certain exterior windows on the southeast wall of the building as a condition to closing. The sale is made on an “as-is” basis. The Real Estate Committee reviewed the proposed sale transaction at its April 20, 2021 meeting and recommended that the Board adopt the resolution approving the sale. At the conclusion of the presentation, Mr. Mehaffy made a motion to approve the resolution to approve the sale of a .655 acre parcel at 308 Crowley to Enterprise Folding Box Company. The motion was seconded by Mr. Comerford and unanimously carried (15-0-0).

4.2 BLCP – Sale of 255 Ship Canal Parkway – Property Disposition Findings – Ms. Minkel made a motion to enter into executive session to discuss a litigation claim involving the proposed sale of 255 Ship Canal Parkway. The motion was seconded by Mr. Slater and unanimously carried (15-0-0). Upon the conclusion of the executive session discussion, Mr. Kucharski made a motion to exit executive session. The motion was seconded by Ms. Fishkin and unanimously carried (15-0-0). No votes were taken in executive session.

Mr. Slater referred to the April 27, 2021 Board memorandum regarding proposed property disposition findings in connection with the sale of 255 Ship Canal Parkway and the resolution accompanying the Board memorandum. He then made a motion to adopt the resolution in the form attached to the April 27, 2021 Board memorandum. The motion to adopt the resolution was seconded by Ms. Minkel and unanimously carried (14-0-0). Ms. Mays did not vote on this item.

4.3 BUDC Executive Transition – Depository Banking Resolutions – Ms. Profic presented her April 27, 2021 memorandum and a proposed resolution to add Brandye Merriweather and Rebecca Gandour as authorized signatories for BUDC and its affiliates on the KeyBank accounts. Mr. Finn made a motion to approve the resolution to designate the individuals listed therein as authorized officers for banking matters with KeyBank. The motion was seconded by Mr. Elsenbeck and unanimously carried (15-0-0).

4.4 631 Northland – Creation of Limited Liability Company (LLC) – Ms. Gandour presented her April 27, 2021 memorandum regarding the formation of a special purpose limited liability company for the 631 Northland project and the proposed conveyance of the 631 Northland property by NorDel II, LLC to the new limited liability company. Ms. Gandour explained the rationale for forming the new limited liability company and transferring the real estate, as outlined in the Board memorandum. She noted that the transfer of title is necessary because NorDel II, LLC presently owns other properties in the Northland Corridor, and the anticipated historic tax credits structure for 631 Northland requires a single-asset owner. The transfer of real property from one BUDC subsidiary to another BUDC subsidiary is exempt from the requirements set forth in the BUDC

Property Disposition Guidelines because the transaction does not involve a disposition of property to an unrelated third party. This item was presented to the BUDC Real Estate Committee and was recommended for approval.

At the conclusion of the presentation, Mr. Nasca made a motion to (i) authorize the formation of a new wholly-owned subsidiary limited liability company to acquire title to the 631 Northland property; (ii) approve the transfer of title to 631 Northland from NorDel II, LLC to the newly formed limited liability company; and (iii) authorize the President and the Executive Vice President to each take such actions and execute such documents and instruments as are necessary or appropriate to form the new limited liability company and effectuate the transfer of ownership of the real property located at 631 Northland Avenue from NorDel II, LLC to the new formed limited liability company. The motion was seconded by Ms. Fishkin and unanimously carried (15-0-0).

4.5 Ralph C. Wilson, Jr. Centennial Park – Edith Wilson & Linda Bodgan Memorial Garden Grant

– Ms. Gandour presented her April 27, 2021 memorandum regarding the acceptance of grant funds for an entry garden and dog park to be located in the Ralph C. Wilson, Jr. Centennial Park. Details of the grant award were presented, as outlined in the Board memorandum. Ms. Gandour noted that BUDC will work with the City of Buffalo to name the entry garden the Edith Wilson & Linda Bodgan Garden. This item was presented to the Downtown Committee at its April 21, 2021 meeting and recommended for approval. Mr. Finn made a motion to accept the \$1,000,000 grant from the Ralph C. Wilson, Jr. Foundation to support the construction of the entry garden and dog park for Ralph C. Wilson, Jr. Centennial Park and authorize the President or the Executive Vice President to take such actions as are necessary to implement this authorization. The motion was seconded by Ms. Mays and unanimously carried (15-0-0).

4.6 Ralph C. Wilson, Jr. Centennial Park – Ralph C. Wilson, Jr. Legacy Design & Access Grant

– Ms. Merriweather presented her April 27, 2021 memorandum regarding the acceptance of grant funds for the Centennial Park project. These grant funds are being made available through the Ralph C. Wilson, Jr. Legacy Design & Access Grant, administered by the Community Foundation of Greater Buffalo. BUDC recently received notice that its grant application was approved in the amount of \$50,000. The grant will provide funding to support a project manager to assist in final planning, design and construction coordination. In addition, the project manager will provide added technical capacity to the BUDC team as the Centennial Park Project transitions into the final phase of design and construction. This item was reviewed with the Downtown Committee at its April 21, 2021 meeting and was recommended for approval. Mr. Comerford made a motion to accept \$50,000 in grant funding from the Ralph C. Wilson, Jr. Legacy Design & Access Grant to support a project manager to assist BUDC with the redevelopment of Centennial Park and authorize the President or the Executive Vice President to take such actions as are necessary to implement this authorization. The motion was seconded by Mr. Mehaffy and unanimously carried (15-0-0).

4.7 Northland Corridor - Project Update – Mr. Hall presented the Northland Beltline Corridor Project update as follows:

683 Northland: Garwood completed the build-out of the "Red Shed" and is now fully operational. Bank on Buffalo has a fully executed lease agreement, which will commence as of October 1, 2021. It is anticipated that Bank on Buffalo will begin their build-out by June 1, 2021. The Northland Workforce Training Center, Empire State Development and BUDC have been working to draft a Memorandum of Understanding to memorialize the capital grant from ESD to BUDC for \$6,000,000 which BUDC used to purchase equipment and furniture for the Training Center. BUDC counsel has edited the draft which was shared with ESD and the Training Center. BUDC continues to work with its consulting team led by Watts to complete the checklist for LEED certification. BUDC will submit to NYSERDA for remaining grant funds of approximately \$30,000. The grant disbursement

agreement (GDA) with ESD has been executed. Frey Electric has been given a notice to proceed. Frey's current focus is collecting utility usage for the buildings and tenants. Last week BUDC, the Frey team and Tesla met to discuss the project and possible ways to collaborate.

612 Northland: The Albright Knox is featuring an ongoing exhibit entitled Comunidades Vasibles (Visible Communities). The exhibit will continue to be on display through May 16, 2021. The outdoor film series has commenced.

631 Northland: BUDC staff is finalizing updates on the EDA Grant for 631 Northland. The grant will be submitted to Ed Hummel at EDA for review early next week.

537/541 E. Delavan: BUDC staff is exploring the restart of construction at 541 E. Delavan with some additional foundation work and roof work.

Property Management: The landscaping contractor began landscaping services this month. Areas along Northland Central and the campus continue to be maintained. Staff is working on a supplement to the contractor to include mulch for the first time in two years.

Neighborhood Planning and Development: BUDC staff submitted the BOA Nomination Document to the NYS Department of State. Staff will move to the next steps once feedback is received. The next steps in the BOA process will include the scheduling of a final public meeting presentation, the review of a final draft and then completion of the Nomination Document and the official Application for Designation.

UB Studio: The University at Buffalo Urban Design undergraduate class will be using their final project to present concepts and ideas for "Houdaille Place," a placemaking concept for the Northland Beltline Campus. The final presentations will take place on Tuesday, May 11th via Zoom. Professor Hiro Hata has offered his graduate studio of Urban Design and Architecture in the Fall 2021-22 semester for a comprehensive Houdaille Place proposal/project.

Community Outreach: BUDC staff continues to work with LISC, which received a grant from AARP to advance place-making concepts, including several Northland Campus sites. The funding focuses on celebrating and reinvigorating Black and Brown culture, a sense of community, and local pride. Alexa Wajed serves as the project manager for the LISC AARP Community Challenge. Her team will be finalizing the fabricating all of the parts and will have a schedule for the installation this week.

4.8 RCWJ Centennial Park – Project Update – Ms. Gandour updated the Board regarding the Ralph C. Wilson, Jr. Centennial Park project. She noted that the project has achieved 100% design development, the design documents are complete and final cost estimates are underway. Ms. Gandour indicated that staff is working through shoreline design matters and changes and are still looking for additional funding sources.

4.9 BBRP/Race for Place Project Update – Ms. Merriweather presented an update on BBRP and the Race for Place project. She noted that BUDC continues to work with the Department of Public Works and the Office of Strategic Planning on infrastructure planning and pre-construction meetings for the Entertainment District project. Work continues on the Ellicott Node concept plan. BUDC also continues to work with Buffalo Place regarding the expansion of the Buffalo Place business improvement district.

4.10 Buffalo Lakeside Commerce Park – Project Update - Mr. Hall noted that discussions continue with Zephyr Investors regarding the status of NYS legislation for adult-use cannabis and the timing for the project at BLCP.

7.0 **Late Files** – None.

8.0 **Tabled Items** – None.

9.0 **Executive Session** – See item 4.2.

10.0 **Adjournment** – There being no further business to come before the Board, the April 27, 2021 meeting of the Board of Directors was adjourned at 12:50 p.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Kevin J. Zanner', written in a cursive style.

Kevin J. Zanner, Secretary