

**Minutes of the Special Meeting
of the
Members of
Buffalo Urban Development Corporation**

95 Perry Street
Buffalo, New York 14203
October 30, 2018
12:00 p.m.

1.0 Call to Order

Members Present:

Hon. Byron W. Brown (Chair)
James W. Comerford
Darby Fishkin
Thomas Halligan
Thomas R. Hersey, Jr.
Thomas A. Kucharski
Brendan R. Mehaffy
Kimberley A. Minkel
Dennis M. Penman (Vice Chair)
Darius G. Pridgen
Steven J. Stepniak
Maria R. Whyte

Members Absent:

Trina Burruss
Janique S. Curry
Dennis W. Elsenbeck
Dottie Gallagher
David J. Nasca
Craig A. Slater

Officers Present:

Peter M. Cammarata, President
David A. Stebbins, Executive Vice President
Brandye Merriweather, Vice President
Mollie M. Profic, Treasurer
Kevin J. Zanner, Secretary
Atiqa Abidi, Assistant Treasurer

Others Present: Dawn Boudreau, ECIDA; Evan Y. Bussiere, Hurwitz & Fine, P.C.; Barbara Danner, Freed Maxick CPAs, P.C.; Jonathan Epstein, *The Buffalo News*; and Bonnie Kane Lockwood, Office of Congressman Brian Higgins.

Roll Call – The Secretary called the roll of Members at 12:05 p.m. and a quorum was determined to be present. Mr. Pridgen joined the meeting during the presentation of item 3.1.

2.0 Presentation of the Minutes – The minutes of the June 26, 2018 Annual Meeting of the Members were presented. Mr. Penman made a motion to approve the meeting minutes. The motion was seconded by Mr. Comerford and unanimously carried.

3.0 New Business

3.1 Amendments to the BUDC Restated Certificate of Incorporation and Bylaws - Mr. Cammarata presented the proposed amendments to the BUDC Restated Certificate of Incorporation and bylaws as described in his October 30, 2018 memorandum to the Members. In

addition to limited technical amendments, the proposed amendments would allow for the Regional Director of ESD to appoint a designee to serve on behalf of the Regional Director. After a brief discussion, Mr. Penman made a motion to approve the proposed amendments to the Restated Certificate of Incorporation and bylaws as described in the October 30, 2018 memorandum, with one modification to the language to require that the ESD designee must be a senior executive employee of ESD. The motion was seconded by Mr. Hersey and unanimously carried.

4.0 Adjournment – There being no further business to come before the Members, upon motion made by Mr. Penman, seconded by Mr. Hersey and unanimously carried, the October 30, 2018 Special Meeting of the Members was adjourned at 12:20 p.m.

Respectfully submitted,



Kevin J. Zanner, Secretary