

**Minutes of the Annual Meeting
of the
Board of Directors
Buffalo Urban Development Corporation
95 Perry Street
5th Floor Conference Room
Buffalo, New York 14203
June 28, 2016
12:00 p.m.**

1.0 Call to Order

Directors Present:

James W. Comerford
Janique S. Curry
Thomas R. Hersey, Jr.
Brendan R. Mehaffy
Kimberley A. Minkel
David J. Nasca
Benjamin N. Obletz
Dennis M. Penman (Vice Chair)
Christopher J. Schoepflin
Craig A. Slater
Steven J. Stepniak

Directors Absent:

Thomas Beauford, Jr.
Hon. Byron W. Brown (Chair)
Dennis W. Elsenbeck
Dottie Gallagher-Cohen
Thomas A. Kucharski
Rev. Darius G. Pridgen
Maria R. Whyte

Officers Present:

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

Guests Present: Bradley Bach, ECIDA Senior Accountant; Dawn Boudreau, ECIDA Compliance Officer; David Carswell, McGuire Development; Samantha Maziarz Christmann, *The Buffalo News*; Daniel Leonard, Buffalo Niagara Partnership; Evan Schweigel, BUDC intern; and Steven Weathers, ECIDA President and CEO.

Roll Call – The roll of directors was called at 12:15 p.m. A quorum of the Board was not present. The Vice Chair requested that information items 4.9 through 4.11 be presented. Board members Curry, Curry, Mehaffy and Slater joined the meeting during the presentation of 4.9, at which time a quorum of the Board was present.

2.0 Presentation of the Minutes – The minutes of the May 31, 2016 meeting of the Board of Directors were presented. Mr. Mehaffy made a motion to approve the meeting minutes. The motion was seconded by Mr. Nasca and unanimously carried.

3.0 Monthly Financial Report – Ms. Profic presented the monthly financial report for the period ending May 31, 2016. The unrestricted cash balance at the end of the period was \$2,372,919 and the net position of BUDC at the end of the period was \$15,176,679. Year-to-date revenue was \$1,095,519 and year-to-date expenses were \$655,437, resulting in year-to-date net income of \$440,082. Mr.

Mehaffy made a motion to accept the financial report. The motion was seconded by Mr. Comerford and unanimously carried.

4.0 **New Business**

4.1 **Re-appointment of Citizen Member by Mayor Brown** – Mr. Cammarata reported that Mayor Brown has re-appointed Dennis M. Penman as a citizen-member of BUDC for a term of three (3) years and until his successor is duly appointed. Mr. Cammarata indicated that Mr. Penman's reappointment was also recommended by the Governance Committee.

4.2 **Re-appointment of Citizen Member by Board** – Mr. Cammarata presented the June 28, 2016 memorandum of Governance Committee Chair Thomas A. Kucharski regarding the proposed re-appointment of Craig A. Slater as a citizen-member of the BUDC Board of Directors. Ms. Curry made a motion to re-appoint Mr. Slater as a citizen-member of the BUDC Board of Directors for a term of three years and until his successor is duly elected. The motion was seconded by Ms. Minkel and unanimously carried.

4.3 **2016-2017 Committee Appointments** – Mr. Cammarata presented the proposed slate of Committee appointments for 2016-2017 as detailed in Mr. Kucharski's June 28, 2016 memorandum to the Board. Mr. Comerford made a motion to approve the proposed slate of Committee appointments as set forth in the June 28th memorandum. The motion was seconded by Mr. Schoepflin and unanimously carried. The Committee appointments for July 2016-June 2017 are as follows:

Downtown Committee: James W. Comerford; Dottie Gallagher-Cohen; Thomas R. Hersey, Jr.; Brendan R. Mehaffy (*Committee Chair*); Benjamin N. Oblatz; Hon. Darius G. Pridgen; and Steven J. Stepniak.

Governance Committee: Thomas Beauford, Jr.; Hon. Byron W. Brown; Janique S. Curry; Dennis W. Eisenbeck; Thomas A. Kucharski (*Committee Chair*); Brendan R. Mehaffy; and Dennis M. Penman.

Audit & Finance Committee: James W. Comerford; David J. Nasca; and Dennis M. Penman (*Committee Chair*).

Real Estate Committee: Janique S. Curry; Thomas A. Kucharski; Brendan R. Mehaffy; Kimberley A. Minkel; Dennis M. Penman; Christopher J. Schoepflin; Craig A. Slater (*Committee Chair*); and Maria R. Whyte.

4.4 **2016-2017 Election of Officers** – Mr. Cammarata presented the following proposed slate of officers of BUDC as set forth in Mr. Kucharski's June 28, 2016 memorandum to the Board of Directors:

Chair:	Hon. Byron W. Brown
Vice Chair:	Dennis M. Penman
President:	Peter M. Cammarata
Executive Vice President:	David A. Stebbins
Vice President:	Brandye Merriweather
Treasurer:	Mollie M. Profic
Assistant Treasurer:	Bradley Bach
Secretary:	Kevin J. Zanner

Upon motion made by Mr. Oblatz, seconded by Mr. Stepniak, and unanimously carried, the foregoing slate of officers was approved, with each officer to serve a term of one (1) year and until his or her successor has been elected or appointed.

4.5 Banking Resolution – Ms. Profic presented a proposed banking resolution to reflect the appointment of Mollie Profic as Treasurer and Bradley Bach as Assistant Treasurer of BUDC. Mr. Nasca made a motion to approve the banking resolution in the form presented to the Board. The motion was seconded by Mr. Hersey and unanimously carried.

4.6 BBRP Loan Program – Loan Committee Structure – Ms. Merriweather presented her June 28, 2016 memorandum to the Board regarding appointees to the BUDC Loan Committee. Ms. Merriweather first reviewed with the Board the structure of the Loan Committee as approved by the Board pursuant to its January 26, 2016 resolution. The Loan Committee will be comprised of representatives from the five lenders participating in the BBRP Loan Fund as selected by the lenders, a representative from the Mayor’s Office of Strategic Planning, an appointee of the Downtown Committee Chair and one member of the BUDC Board of Directors selected by the Board. Ms. Merriweather then reviewed the list of individuals who have been appointed to the BUDC Loan Committee, as follows:

James L. Rykowski (Evans Bank)
Michael Anthony (M&T Bank)
Joseph W. Burden (HSBC Bank)
Timothy Brown (Key Bank)
Russ Gentner (First Niagara Bank)
Brendan R. Mehaffy (Mayor’s Office of Strategic Planning)
Adam W. Perry (Downtown Committee Chair appointee)

Ms. Merriweather stated the Downtown Committee is recommending that the Board appoint Dottie Gallagher-Cohen to serve as the BUDC Board member representative on the Loan Committee. A brief discussion regarding the Loan Committee followed. Ms. Curry raised a question regarding Committee diversity. Mr. Mehaffy indicated that the Committee will include additional ad hoc participation to increase diversity. There being no further discussion, Mr. Nasca made a motion to appoint Dottie Gallagher-Cohen as the BUDC Board member representative of the BUDC Loan Committee. The motion was seconded by Mr. Mehaffy and (with Mr. Schoepflin abstaining) carried with ten affirmative votes (10-0-1).

4.7 Northland Corridor Project – Design Service Orders Approval – Mr. Stebbins presented his June 28, 2016 memorandum to the Board regarding proposed service orders 06 through 09 under BUDC’s professional services agreement with Watts Architecture & Engineering. Mr. Stebbins provided an overview of each of the service orders, and referred to the scope of services documents that were included in the meeting agenda materials. The total cost of these service orders is \$292,930. He noted that the Real Estate Committee had reviewed the proposed service orders at its June 22nd meeting and is recommending Board approval. A Board discussion followed Mr. Stebbins’ presentation. Mr. Obletz asked how BUDC is ensuring that the prices quoted by Watts are competitive. Mr. Stebbins replied that BUDC staff reviews the proposed service orders internally and then meets with Watts to review the orders and negotiate downward price adjustments as necessary. The Real Estate Committee then reviews the service orders, with a Watts representative available to answer any questions. Mr. Slater commented that having a single design professional for this project is necessary for consistency. Mr. Penman noted that Watts was selected through a competitive process, and that one of the functions of the Real Estate Committee is to keep the work within budget. Mr. Comerford expressed a preference for having comparables from other design firms to confirm that the prices quotes are reasonable. Mr. Obletz suggested that BUDC perform random “spot-tests” of the prices that are quoted. There was a general consensus that the Real Estate Committee should consider implementing a price check mechanism for future reviews of service orders.

At the conclusion of the discussion, Mr. Slater made a motion to approve service orders 06-09 from Watts Architecture & Engineering relating to the Northland Corridor project and to authorize the President or Executive Vice President to execute the services orders so that the work may proceed immediately. The motion was seconded by Mr. Obletz and (with Mr. Schoepflin abstaining) carried with ten affirmative votes (10-0-1).

- 4.8 Redevelopment Strategy Contract Task Order Approval** – Mr. Stebbins presented his June 28, 2016 memorandum to the Board regarding proposed Task Order No. 5 under the Northland Corridor Redevelopment Strategy contract with LiRo Engineers. Mr. Stebbins explained that this task order is for work relating to the Brownfield Cleanup Program application for 683 Northland. The total cost of the Task Order is \$2,947 and the total budget remaining under this contract is \$10,740. Ms. Minkel made a motion to approve Task Order No. 5 for a sum not-to-exceed \$2,947 and to authorize the President or Executive Vice President to execute and deliver Task Order No. 5 and take such actions as may be reasonably necessary or appropriate to implement the action. The motion was seconded by Mr. Comerford and (with Mr. Schoepflin abstaining) carried with ten affirmative votes (10-0-1).
- 4.9 Northland Corridor Project Update** – Mr. Stebbins updated the Board regarding the Northland Corridor project. BUDC continues to work with the Mayor’s Office of Strategic Planning and BURA to complete the funding requirements for the four million dollars in CDBG funding to be allocated to the Northland Corridor project. BUDC recently submitted a pre-application for federal EDA funding for the project and also submitted a brownfield grant application to National Grid. Mr. Stebbins reported that BUDC issued an RFQ for construction management services. Qualification statements are due July 8th. He also reported that BUDC will move forward with applying for historic tax credits for 683 Northland, and indicated that a competitive solicitation will be issued for professional services relating to the historic tax credits process. Mr. Stebbins then moved on to an update regarding space planning activities and the structural analysis for the workforce training center. He next reported on the NYSDEC’s recent reclassification of the 537 East Delavan property from a class IV to a class II site. This reclassification was necessary in order for BUDC to access Superfund program funding for the site. Ms. Stebbins concluded his report with updates on the Northland Avenue road and right-of-way improvement project and a recent stakeholders advisory committee meeting. Mr. Cammarata then briefed the Board regarding the 577 Northland Avenue property, noting that LaBella Associates is in the process of completing the remediation work for this site.
- 4.10 Buffalo Building Reuse Project Update** – Ms. Merriweather presented an update regarding the Buffalo Building Reuse Project. Ms. Merriweather indicated that there is strong interest from developers with respect to the loan program RFP. The deadline for second quarter RFP responses is June 30th. Ms. Merriweather informed the Board that the Main-Cathedral project loan closed earlier this month. She then provided an update regarding the RFP for design services for the Erie/Shelton Square project. Ms. Merriweather concluded her report with an update on the Queen City Pop-up program, noting that earlier this month she made a presentation regarding the program at a meeting of the County Executives of America earlier this month.
- 4.11 Buffalo Lakeside Commerce Park Update** – Mr. Cammarata presented a brief update regarding Buffalo Lakeside Commerce Park matters. The dry summer weather has limited the need for lawn-mowing, so the landscaping firm is working on other landscaping projects at BLCP. Mr. Cammarata reported that term sheets are presently outstanding with respect to three potential new projects, and that a large project was also registered earlier today.
- 4.12 Information Package** – Mr. Cammarata reviewed the informational, marketing and media materials that were included in the monthly information package provided to the Board.

- 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, upon motion made by Mr. Nasca, seconded by Mr. Mehaffy and unanimously carried, the June 28, 2016 Annual Meeting of the Board of Directors was adjourned at 1:10 p.m.

Respectfully submitted,



Kevin J. Zanner, Secretary