

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

**95 Perry Street  
Buffalo, New York 14203  
May 30, 2017  
12:00 p.m.**

**1.0 Call to Order**

Directors Present:

Hon. Byron W. Brown (Chair)  
James W. Comerford  
Janique S. Curry  
Dennis W. Eisenbeck  
Dottie Gallagher-Cohen  
Thomas R. Hersey, Jr.  
Thomas A. Kucharski  
Brendan R. Mehaffy  
Kimberley A. Minkel  
David J. Nasca  
Benjamin N. Obletz  
Darius G. Pridgen  
Craig A. Slater  
Maria R. Whyte

Directors Absent:

Thomas Beauford, Jr.  
Dennis M. Penman (Vice Chair)  
Christopher J. Schoepflin  
Steven J. Stepniak

Officers Present:

Peter M. Cammarata, President  
Brandye Merriweather, Vice President  
Mollie M. Profic, Treasurer  
Kevin J. Zanner, Secretary  
Bradley Bach, Assistant Treasurer

Others Present: Lou Battaglia, BUDC intern; Dawn Boudreau, ECIDA; James Fink, *Buffalo Business First*; Terry LaConte, Gilbane Building Company; Antonio Parker, BUDC intern; and Edward Watts, Jr., Watts Architecture & Engineering.

**Roll Call** – The Secretary called the roll of directors at 12:10 p.m. and a quorum was determined to be present. Mr. Slater chaired the meeting until Mr. Mehaffy joined the meeting during the presentation of item 3.0. Mr. Pridgen joined the meeting during the presentation of item 3.0, and left during the presentation of item 4.3. Ms. Whyte joined the meeting following the presentation of item 3.0. Mayor Brown joined the meeting during the presentation of item 4.3.

**2.0 Presentation of the Minutes** – The minutes of the April 25, 2017 meeting of the Board of Directors were presented. Mr. Eisenbeck made a motion to approve the meeting minutes. The motion was seconded by Mr. Comerford and unanimously carried.

**3.0 Monthly Financial Reports** – Ms. Profic presented the BUDC monthly financial report for the period ending April 30, 2017. The unrestricted cash balance at the end of the period was \$13,470,778 and the net position at the end of the period was \$16,472,313. Year-to-date revenue was \$904,102

and year-to-date expenses were \$1,069,188, resulting in a year-to-date net loss of (\$165,086). Ms. Profic then reviewed the balance sheet and income statement for 683 Northland LLC for the period ending April 30, 2017. Ms. Profic completed her report with an update regarding the federal Form 990 information return for BUDC. Board members were asked to review and submit any questions or comments to Ms. Profic. There was a brief discussion regarding the financial reports. Ms. Gallagher-Cohen suggested that the Form 990 be reviewed to confirm that conflicts of interest, if any, are appropriately disclosed. At the conclusion of the discussion, Mr. Nasca made a motion to accept the financial reports. The motion was seconded by Mr. Obletz and unanimously carried.

## **4.0 New Business**

**4.1 Central Terminal – ULI Panel Funding** – Mr. Cammarata presented the May 30, 2017 memorandum regarding proposed funding for an Urban Land Institute (ULI) advisory services panel for the Central Terminal and surrounding properties. Central Terminal Restoration Corporation (CTRC) is proposing to engage ULI for a five-day advisory services panel to study redevelopment options for the site. The cost of the panel is \$135,000. The ULI Foundation has committed \$35,000, ESD has committed \$50,000 and BUDC will seek National Grid grant funding of \$35,000. This leaves a funding gap of \$15,000, which BUDC executive staff is recommending be filled from funds available to BUDC in the Regionally Significant Project (RSP) fund. The Board discussed the funding request. In response to a question from Ms. Whyte, Mr. Cammarata confirmed that if grant funding is not obtained from National Grid, an additional Board action would be required to advance funds beyond the \$15,000 requested today. At the conclusion of the discussion, Ms. Gallagher-Cohen made a motion to authorize the use of \$15,000 from the Regionally Significant Project Fund to pay for a portion of the cost for the ULI advisory panel for the Central Terminal redevelopment strategy. The motion was seconded by Mr. Nasca and unanimously carried.

**4.2 Northland Belt Line Project – Watts Section 106 Compliance and Partial Implementation Proposal** – Mr. Cammarata presented the May 30, 2017 memorandum to the Board regarding Service Order No. 14 from Watts Architecture & Engineering for the development and partial implementation of mitigation plans relating to the demolition of 537 East Delavan. This work is required for Section 106 compliance. The proposed cost is \$99,150. Mr. Cammarata indicated that the Real Estate Committee reviewed the proposed Service Order and is recommending Board approval. Mr. Pridgen made a motion to approve Service Order No. 14 with Watts Architecture & Engineering for the lump sum cost of \$99,150 and to authorize the President or Executive Vice President to execute the Service order on behalf of BUDC. The motion was seconded by Ms. Whyte and unanimously carried.

**4.3 683 Northland – Watts Construction Phase Services Proposal** – Mr. Cammarata presented the May 30, 2017 memorandum to the Board regarding Service Order No. 15 for construction phase services for the WNY Workforce Training Center and 683 Northland core and shell improvements. As described in the Service Order, Watts will provide the following services and deliverables: (i) bid phase services, including responses to bidder questions and preparation of addenda; (ii) construction administration services, including attendance at progress meetings, review of submittals, requests for information (RFI) and other contractor issues; and (iii) post-construction services including commissioning of building systems. The proposed cost of this work is \$1,001,095. Mr. Cammarata indicated that BUDC obtained a peer review from Gilbane confirming that the proposed cost is reasonable. However, BUDC has not yet received a second peer review from Empire State Development.

The Board discussed the proposed Service Order. Mr. Watts addressed questions from Board members relating to the scope of work, the LEED certification process for the building and subcontractor M/WBE reporting requirements. There was an extended discussion regarding the peer review process. Mr. Pridgen stated that BUDC should obtain peer review from third parties that are not involved in the project. Mr. Mehaffy noted that one of Gilbane's roles as construction

manager is to review and evaluate these costs on behalf of BUDC. Mr. Nasca noted that Watts was selected through a competitive process and the proposed work is within the project budget. Ms. Gallagher-Cohen and Ms. Whyte each suggested that the Real Estate Committee should examine the peer review process. Mr. Cammarata confirmed that this Service Order would return to the Board for further consideration in the event that ESD does not provide a favorable peer review. At the conclusion of the discussion, Ms. Gallagher-Cohen made a motion to approve Service Order No. 15 in the amount of \$1,001,095, contingent upon BUDC's receipt of a favorable peer review response from Empire State Development. The motion was seconded by Mr. Kucharski and unanimously carried.

- 4.4 683 Northland – Gilbane Bid Results for Temporary Electric Service** – Mr. Cammarata circulated the Gilbane bid recommendation for temporary electric service for the 683 Northland Workforce Training Center project. Mr. LaConte indicated that two contractors submitted proposals. Weydmen Electric, Inc., a WBE-certified company, submitted the lowest cost proposal in the amount of \$88,750. The other company submitted a cost proposal in the amount of \$114,000. Gilbane is recommending that BUDC award the work to Weydmen Electric, Inc. Mr. Slater made a motion to approve the retention of Weydmen Electric, Inc. to provide temporary electric services at a cost of \$88,750. The motion was seconded by Mr. Nasca and unanimously carried.
- 4.5 683 Northland – Gilbane Bid Results for Hazmat/Asbestos Abatement** – Mr. Cammarata circulated the Gilbane bid recommendation for hazmat/asbestos abatement for the 683 Northland Workforce Training Center project. Mr. LaConte stated that Gilbane solicited proposals from seven contractors, and that three companies submitted proposals for the work. The proposals range from 3.4M to 3.83M. Mr. LaConte noted that the bid from the company providing the lowest cost proposal for the work was deemed incomplete for failing to meet the bid specification requirement for M/WBE participation. The other two companies met the M/WBE bid specification requirement. Gilbane is recommending that BUDC award the work to Total Wrecking & Environmental, LLC for the amount of \$3,718,680. Mr. Cammarata noted that each contractor that submits a proposal for the project is required to confirm that it will make a good faith effort to meet the M/WBE goals for the project and to identify the specific M/WBE subcontractor(s) as part of the proposal. The Board discussed the proposed award. In response to a question from Ms. Whyte, Mr. LaConte indicated that the proposal of the contractor that did not meet the bid specification requirement was deemed incomplete and non-responsive. There being no further discussion, Mr. Oblatz made a motion to approve the retention of Total Wrecking & Environmental, LLC to provide hazmat and asbestos abatement services at a cost of \$3,718,680. The motion was seconded by Mr. Hersey and carried with eleven affirmative votes, with Mr. Slater abstaining and Mr. Comerford voting in the negative (11-1-1).
- 4.6 612 Northland – Asbestos Abatement Work** – Mr. Cammarata presented his May 30, 2017 memorandum regarding the selection of an asbestos abatement contractor for the renovation of 612 Northland. He noted that at last month's Board of Directors meeting, the Board authorized BUDC to enter into a contract with Comprehensive Employee Management, Inc. to perform asbestos abatement services. Subsequent to the Board meeting, it was learned that the contractor recently entered a guilty plea in federal district court for violating the Clean Air Act in relation to asbestos removal work performed in the City of Buffalo. Given these circumstances, BUDC executive staff is not comfortable moving forward with CEM for this work. No contract was signed, and no work was performed by the contractor. Two other contractors submitted proposals for the asbestos abatement work in response to the informal solicitation process. Oneida Sales and Service, a certified MBE and registered asbestos contractor, submitted the next lowest cost proposal at a cost of \$102,100. BUDC executive staff is recommending that the Board authorize a contract with Oneida Sales and Service to perform the asbestos abatement work at 612 Northland. This item was reviewed with the Real Estate Committee, which is also recommending Board approval.

Ms. Gallagher-Cohen made a motion to approve the retention of Oneida Sales and Service to perform asbestos abatement work at 612 Northland at a cost of \$102,100, and authorize the President or Executive Vice President to execute a contract with Oneida on behalf of BUDC and/or NorDel I, LLC and take such other actions as may be reasonably necessary in connection with this work. The motion was seconded by Mr. Nasca and unanimously carried.

**4.7 Northland Belt Line Project Update** – Mr. Cammarata presented an update regarding the Northland Beltline project, as summarized below:

- The ECIDA Board approved a financial assistance package for 683 Northland, bolstered by the Mayor Brown's letter of support and positive comments from the County Executive Poloncarz and Rev. Mark Blue.
- Watts continues to work on preliminary floor plans for 50,000 square feet of space at 683 Northland for Buffalo Manufacturing Works. The early space analysis cost is being paid for through the Regionally Significant Project Fund.
- BUDC's branding consultant, Block Club, presented three logo options for Northland. A consensus was reached on Northland Beltline Concept #1 after consultation with BUDC staff, Watts, neighborhood representatives and the Mayor's Office of Strategic Planning.
- The debris removal contract with Harvey Washington (Western New York Mortgage Field Services) is being finalized for the initial work at 612 Northland. The consulting agreement with Kathleen Kinan, R.A. is also being finalized following Real Estate Committee review.
- The City of Buffalo Department of Public Works (DPW) is reviewing the bids received on May 24<sup>th</sup> for the Northland Avenue road and infrastructure project. DPW is working with its consultant on CI/CA scheduling. BUDC is finalizing the \$3.4M grant agreement with the City for this project.
- The CDBG funding agreement between BUDC and the City of Buffalo has been finalized and is ready to be executed by the parties. The first draw-down from the grant will be processed next week.
- The asbestos abatement work has been completed for 537 East Delavan; demolition work commenced on May 25<sup>th</sup>. LiRo Engineers is handling the construction inspection and contract administration work for the demolition.
- The public art mural project at 537 East Delavan is moving forward. A nationally known mural artist, Shantell Martin, has been engaged by Albright Knox for the mural. Facade preparation work was reviewed with the Real Estate Committee.
- The NYSDEC approved the interim remedial measures work plan for the Brownfield Cleanup Program project at 683 Northland.

**4.8 Buffalo Building Reuse Program Update** – Ms. Merriweather presented an update regarding the Buffalo Building Reuse Program. BUDC is working with the City of Buffalo Department of Public Works regarding a number of infrastructure projects, including the Erie Street connector project and the downtown highway underpass improvements initiative. The next Queen City Pop Up retail program will be located in the Brisbane Building. Brisbane Realty is sponsoring the program, which will begin on June 15<sup>th</sup> and run through September 1<sup>st</sup>. Ms.

Merriweather closed her report with updates regarding the Buffalo Niagara Partnership housing study and CFA application assistance.

**4.9 Buffalo Lakeside Commerce Park Update** – Mr. Cammarata reported that construction of the Superfund project is underway at Parcel 4 in Buffalo Lakeside Commerce Park. The NYSDEC's contractor, Environmental Service Group, is on site and will be working through spring and summer on the project. Mr. Cammarata also informed the Board that BUDC is working with a prospect for the 10 acre site at 193 Ship Canal Parkway.

**4.10 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 File** – Mr. Cammarata informed the Board of a proposed late file relating to an application to amend the Brownfield Cleanup Program agreement for the WNY Workforce Training Center project site. Ms. Whyte made a motion to accept the late file, which was seconded by Ms. Curry and unanimously carried. Mr. Cammarata then presented his May 30, 2017 memorandum to the Board and proposed resolutions to authorize an application to amend the Brownfield Cleanup Program agreement. Upon motion made by Mr. Slater, seconded by Ms. Gallagher-Cohen and unanimously carried, the following resolutions were adopted by the Board of Directors:

**RESOLUTIONS OF BUFFALO URBAN DEVELOPMENT CORPORATION  
REGARDING THE BROWNFIELD CLEANUP PROGRAM PROJECT AT 683  
NORTHLAND AVENUE**

**WHEREAS**, NorDel II, LLC, a subsidiary of Buffalo Urban Development Corporation, was accepted into the New York State Brownfield Cleanup Program for 683 Northland Avenue, the site at which the Western New York Workforce Training Center (WTC) will be located, and has entered into a Brownfield Cleanup Program Agreement with the New York State Department of Environmental Conservation; and

**WHEREAS**, NorDel II, LLC transferred ownership of the 683 Northland Avenue property to another BUDC subsidiary, 683 Northland LLC in furtherance of the historic tax credits transaction for the WTC project; and

**WHEREAS**, BUDC desires to amend the Brownfield Cleanup Program Agreement to replace NorDel II, LLC with 683 Northland LLC as the BCP project owner/applicant and to expand the property boundaries applicable to the BCP project.

**NOW, THEREFORE, IT IS HEREBY RESOLVED** as follows:

**Section 1.** Peter M. Cammarata, as President of BUDC and David A. Stebbins, as Executive Vice President of BUDC (each an "Authorized Person") are each hereby authorized, directed, and empowered, acting in the name of or on behalf of NorDel II, LLC and 683 Northland LLC to: (i) execute an application to amend the Brownfield Cleanup Program Agreement to replace NorDel II, LLC with 683 Northland LLC as the BCP project owner/applicant and expand the property boundaries applicable to the BCP project; and (ii) execute any other documents or agreements and take such actions as may be necessary, appropriate or advisable in connection with the Brownfield Cleanup Program project at 683 Northland Avenue.

**Section 2.** The Authorized Persons are each hereby authorized, empowered and directed to take all such action on behalf of NorDel II, LLC and 683 Northland LLC as the Authorized Persons may deem necessary, appropriate or advisable to carry out the intent and purposes of these resolutions.

**Section 3.** These resolutions shall take effect immediately.

**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 Ms. Minkel, seconded by Mr. Kucharski and unanimously carried, the May 30, 2017 meeting of the Board of Directors was adjourned at 1:30 p.m.

Respectfully submitted,

  
Kevin J. Zanner, Secretary