

## Buffalo Urban Development Corporation

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### **Buffalo Urban Development Corporation** **Annual Meeting of the Members**

***Date: Tuesday, June 27, 2023***

***Time: 12:00 Noon***

***New Location: Center of Excellence in Bioinformatics & Life Sciences  
701 Ellicott Street, 2nd Floor -- The Event Space Conference Room B2-205  
Buffalo, NY 14203***

#### **1.0 CALL TO ORDER**

#### **2.0 READING OF THE MINUTES** *(Action) (Enclosure)*

#### **3.0 REPORTS OF COMMITTEES** *(Information)*

#### **4.0 REPORTS OF OFFICERS** *(Information) (Enclosure)*

#### **5.0 OLD AND UNFINISHED BUSINESS** *(Information)*

#### **6.0 NEW BUSINESS**

6.1 Annual Report of Directors (NYS Not-For-Profit Corp. Law) *(Information) (Enclosure)*

#### **7.0 ADJOURNMENT**

**Minutes of the Annual Meeting  
of the  
Board of Directors  
of  
Buffalo Urban Development Corporation**  
**Via Video Conference Call & Live Stream Audio**

**June 28, 2022  
12:00 p.m.**

Directors Present:

Catherine Amdur  
Dan Castle  
Janique S. Curry  
Dennis W. Elsenbeck  
Michael J. Finn  
Darby Fishkin  
Thomas Halligan  
Thomas A. Kucharski  
Brendan R. Mehaffy  
Kimberley A. Minkel  
David J. Nasca  
Dennis M. Penman (Vice Chair)  
Darius G. Pridgen  
Karen Utz

Directors Absent:

Hon. Byron W. Brown (Chair)  
Trina Burruss  
Dottie Gallagher  
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:** Thomas Baines, Deputy Commissioner of Planning & Economic Development, Erie County; Cristina Cordero, Gardiner & Theobald; Zaque Evans, Senior Economic Development Specialist, Erie County Executive's Office; Alexis M. Florczak, Hurwitz Fine P.C.; Soma Hawramee, ECIDA Compliance Officer; Laurie Hendrix, ECIDA Administrative Coordinator; and Antonio Parker, BUDC Project Manager.

- 1.0** **Roll Call** – The meeting was called to order at 12:13 p.m. by Vice Chair Dennis Penman. The Secretary called the roll and a quorum of the Board was determined to be present. Mr. Mehaffy joined the meeting during the presentation of item 3.1. Mr. Halligan joined the meeting during the presentation of item 4.1. Ms. Curry left the meeting during the presentation of item 4.1 and rejoined the meeting during the presentation of item 4.3. Mr. Pridgen left the meeting following the vote on item 4.5.

The meeting was held via Zoom in accordance with the provisions of Article 7 of the Public Officers Law, as amended effective January 14, 2022, which authorizes public bodies to conduct meetings and take such action authorized by law without permitting in public in-person access to meetings and to authorize

such meetings to be held remotely by conference call or similar service, provided that the public has the ability to view or listen to such proceeding and that such meetings are recorded and later transcribed.

**2.0 Reading of the Minutes** – The minutes of the May 31, 2022 meeting of the Board of Directors were presented. Mr. Castle made a motion to approve the meeting minutes. The motion was seconded by Mr. Kucharski and unanimously carried (12-0-0).

**3.0 Monthly Financial Reports** – Ms. Profic presented for information purposes the financial statements for 683 Northland Master Tenant, LLC for the period ending May 31, 2022. She then presented the consolidated financial statements for BUDC and its affiliates, 683 Northland LLC and 683 WTC, LLC for the period ending May 31, 2022. Ms. Curry made a motion to accept the BUDC consolidated financial statements. The motion was seconded by Mr. Finn and unanimously carried (13-0-0).

**4.0 New Business**

**4.1 Appointment and Re-appointment of Citizen Board Members** – Ms. Merriweather presented Mayor Brown’s June 28, 2022 memorandum to the Board regarding his re-appointment of Dennis Penman as a citizen member and director of BUDC. The memorandum also proposes the re-appointment of David Nasca and appointment of Elizabeth Holden as citizen members and directors of BUDC. This item was presented at the June 2022 Governance Committee meeting and is recommended for approval. Mr. Kucharski made a motion to: (i) approve the re-appointment of David Nasca as a citizen member and director of BUDC for a term of three (3) years and until his successor is duly elected, and (ii) approve the appointment of Elizabeth Holden as a citizen member and director of BUDC for a term of three (3) years and until her successor is duly elected. The motion was seconded by Mr. Mehaffy and unanimously carried (13-0-0).

**4.2 2022-2023 Committee Appointments** – Ms. Merriweather presented the proposed slate of Committee appointments for 2022-2023. Two modifications to the committee slate were noted to reflect that Catherine Amdur will serve on the Audit & Finance Committee, and Dan Castle will continue to serve on the Downtown Committee. Mr. Kucharski made a motion to approve the proposed slate of Committee appointments as amended. The motion was seconded by Ms. Fishkin and unanimously carried (13-0-0). The Committee appointments made by the Board are as follows:

**Downtown Committee:** Catherine Amdur; Trina Burruss; Michael Finn; Darby Fishkin, Dottie Gallagher; Brendan R. Mehaffy (*Committee Chair*); Kimberley A. Minkel; Darius G. Pridgen; and Dan Castle.

**Governance Committee:** Hon. Byron W. Brown; Dennis W. Elsenbeck; Thomas Halligan; Thomas A. Kucharski (*Committee Chair*); Brendan R. Mehaffy; and Dennis M. Penman.

**Audit & Finance Committee:** Catherine Amdur; Trina Burruss; Janique S. Curry; David J. Nasca; and Dennis M. Penman (*Committee Chair*).

**Real Estate Committee:** Janique S. Curry; Elizabeth Holden; Thomas A. Kucharski; Brendan R. Mehaffy; Kimberley A. Minkel (*Committee Chair*); Dennis M. Penman; Maria R. Whyte.

**Loan Committee:** Dottie Gallagher; and Brendan R. Mehaffy (*Committee Chair*).

**4.3 2022-2023 Election of Officers** – Mr. Kucharski presented the following proposed slate of officers of BUDC as set forth in his June 28, 2022 memorandum to the Board of Directors:

Chair:	Hon. Byron W. Brown
Vice Chair:	Dennis M. Penman
President:	Brandye Merriweather
Vice President:	Rebecca Gandour
Treasurer:	Mollie M. Profic
Assistant Treasurer:	Atiqa Abidi
Secretary:	Kevin J. Zanner

Upon motion made by Mr. Kucharski, seconded by Mr. Nasca and unanimously carried (14-0-0), 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.

#### **4.4 Ralph C. Wilson, Jr. Centennial Park – Great Lakes Commission Funding**

**Agreement #3** – Mr. Parker presented his June 28, 2022 memorandum regarding the third Great Lakes Commission (GLC) grant funding agreement. Following the presentation, Mr. Pridden made a motion to: (i) approve the acceptance by BUDC of an approximately \$874,783 grant from the Great Lakes Commission in support of Phase 1 construction of shoreline elements at Ralph C. Wilson, Jr. Centennial Park; (ii) authorize BUDC to enter into a subgrant agreement with the City of Buffalo to allow BUDC to move funds to the City for shoreline construction, and to pass through the federal grant obligations in the GLC Grant Agreement; and (iii) authorize the President or Executive Vice President to execute the GLC Grant Agreement and subgrant agreement with the City of Buffalo in order to pass through the funding and grant obligations and take such other actions as are necessary or appropriate to implement this authorization. The motion was seconded by Mr. Nasca and unanimously carried (14-0-0).

#### **4.5 Buffalo’s Race for Place – Waterfront Strategic Placemaking Plan Grant Acceptance**

– Ms. Merriweather presented her June 28, 2022 memorandum on the Waterfront Streetscape Planning Grant in furtherance of Buffalo’s Race for Place. Following the presentation, Mr. Finn made a motion to: (i) accept the \$75,000 grant award from Empire State Development; and (ii) authorize the BUDC President or Executive Vice President to execute the Grant Agreement and take such other actions as are necessary to implement this authorization. The motion was seconded by Mr. Castle and carried with thirteen affirmative (13-0-1). Ms. Utz abstained from the vote.

- 4.6 BBRP/Buffalo’s Race for Place Project Update** – Ms. Merriweather presented an update on BBRP and the Race for Place project. BUDC is working with the Department of Public Works to pass through a \$250,000 grant award from National Grid to the City for the Court Street infrastructure improvements project. BUDC is working with Project for Public Spaces, Department of Public Works and GoBike Buffalo regarding implementation of Ellicott Street Placemaking Grant award to install lighting in the underpass and other pedestrian-friendly elements around the Buffalo and Erie County Public Library. It is anticipated that this work will wrap up in early fall. Ms. Merriweather also updated the Board regarding recent collaborative efforts with Invest Buffalo Niagara.

#### **4.7 Waterfront/RCWJ Centennial Park – Project Update**

– Mr. Parker introduced Cristina Cordero from Gardiner & Theobald to present an update on the Centennial Park project. Ms. Cordero summarized the milestones completed to date, and noted that the 100% Construction Documents milestone will be complete in August 2022. Ms. Cordero noted that Gilbane was selected by the City of Buffalo to serve as the construction manager for the Project and was approved by Common Council at its June 14<sup>th</sup> meeting. It is anticipated that pre-construction services will span four to six months. Groundbreaking for the Centennial Park project will take place July 19<sup>th</sup> and will include a press conference and community open house event.

**4.8 Buffalo Lakeside Commerce Park – Project Update** – Ms. Gandour presented an update regarding Buffalo Lakeside Commerce Park. BUDC and Zephyr are working through pre-closing requirements. BUDC staff continues to keep in touch with potential prospects for land sales at BLCP. Ms. Gandour also noted that Phil Riggs at ECIDA is retiring July 1<sup>st</sup> and that Phil's replacement will continue to assist BUDC with coordinating property management at BLCP.

**4.9 Northland Beltline Corridor - Project Update** – Ms. Gandour presented an update on the Northland Beltline Corridor. Ms. Gandour attended the EDA Build Back Better conference in Washington, D.C. EDA has reached out to BUDC regarding additional questions on its application and BUDC is working to provide the requested information to EDA. Frey Electric has advanced paperwork for the National Grid engineering study. The Mancuso Group continues to oversee property maintenance for the Northland Corridor.

**4.10 308 Crowley Project Update** – Ms. Gandour reported on the closing of the sale of the last remaining parcel of land at 308 Crowley to Douglas Development. BUDC is excited to see the re-development of this parcel and thanked all of the stakeholders and participants for their assistance with this project.

**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. Halligan, seconded by Ms. Minkel and unanimously carried, the June 28, 2022 Board of Directors meeting was adjourned at 12:53 p.m.

Respectfully submitted,

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Kevin J. Zanner, Secretary

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### Item 4.0

## Reports of the Officers

### BUDC Operations & Accomplishments

The Corporation is managed by a nineteen (19) member Board of Directors. Eleven (11) members serve as “ex-officio” members, related to public or quasi-public offices or positions that they hold. Their term on the Board parallels the time they hold that office or position. Eight (8) members serve as “citizen” members, appointed by the Board of Directors or the Chairman for three (3) year terms on a staggered basis. Regular Board meetings are commonly held on a monthly basis. The “Annual Meeting” of the Board is held in June and preceded by an annual meeting of the Corporation’s Membership.

In 2022, five Committees (Audit and Finance, Governance, Downtown, Real Estate, and Loan), as established by the Board, met on a regular basis to assist the staff with conducting the day-to-day business of the Corporation. Board members are encouraged to participate in at least one Committee.

At its Annual Meeting, the Board elects Officers of the Corporation to serve one (1) year terms. The 2022 officer positions were President, Executive Vice President, Treasurer, Assistant Treasurer and Secretary.

The mission of Buffalo Urban Development Corporation (BUDC) is to support the urban economic development efforts of the region through acquisition, remediation and management of distressed properties, and to engage in related real estate development activities for the purpose of attracting and/or retaining new and existing businesses to the City as part of the region. The mission of BUDC also includes supporting the revitalization of downtown Buffalo by serving as the lead management entity for Buffalo Building Reuse Project (BBRP) and Race for Place initiatives, working in collaboration with the City of Buffalo; including the coordination of financial assistance for downtown adaptive re-use projects and public right-of-way improvements. BUDC also serves as the lead management entity for the Ralph C. Wilson, Jr. Centennial Park (“Ralph Wilson Park”) transformation.

The goals of the Corporation are to:

- reclaim fallow and distressed land and buildings for future development
- attract and/or retain new and existing businesses to the City and region
- effectively manage property, development projects and initiatives, and
- support the revitalization of downtown Buffalo

Funding for the administration of the Corporation was initially provided by the City of Buffalo; however, the City has not allocated funding for administration to the Corporation for over twenty years. Nevertheless, The City and New York State have been instrumental in funding and supporting various grants for acquisitions, construction projects, lending programs, and infrastructure development consistent with the Corporation’s mission. Income for operations has been generated primarily through land sales, lease payments and grants.

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

In 2022, BUDC staff continued developing and managing a material change in BUDC operations and programs that began in 2019, as indicated in Section 1 (Operations & Accomplishments) in the section titled Waterfront / Ralph Wilson Park Project. BUDC applied to the Ralph C. Wilson, Jr. Foundation for grant funds to assist the City of Buffalo to become more engaged in downtown waterfront planning and development activities. The Foundation initially awarded BUDC a \$2.8 million dollar grant to enhance both BUDC's and the City's capacity to manage such development activities and to successfully implement the design and construction of Ralph Wilson Park. The project continues to progress through the first phase of construction, which began in 2022. In addition to securing and managing additional grant funding from the Ralph C. Wilson Foundation in the amount of \$50 million, BUDC was also successful in leveraging additional funding from the Great Lakes Commission; the Major League Baseball Youth Development Foundation; the Community Foundation for BUDC staff capacity, and other sources to support this transformational project. BUDC also continues to successfully manage contracts with Gardiner & Theobald for project management and cost estimating services, as well as a contract with Michael Van Valkenburg & Associates for landscape design and monitoring services. BUDC also provided assistance to the City of Buffalo to secure Gilbane Companies for Construction Management services.

BUDC continued to make significant strides in the Northland Beltline Corridor redevelopment area in 2022. BUDC, in coordination with Empire State Development, successfully secured \$14.4 million through the EDA Build Back Better grant program to bring additional resources for the development of 541 E. Delavan Avenue; 612 Northland-B Building; a Clean Energy Microgrid; substation upgrades and other improvements within the Northland Beltline Corridor. The Northland Beltline Corridor continues to evolve as an innovation hub focused on workforce training, advanced manufacturing, and energy, with a focus on encouraging job training and employment for East Side residents. The combined project at Northland Central has exceeded \$100 million. In addition to the grant funding from ESD, NYPA and the City of Buffalo, additional financing has been provided by Citibank and Key Bank, through the use of Historic Preservation Tax Credits and New Market Tax Credits allocated through the National Trust Community Investment Corporation and Building America Community Development Entity. Key Bank and Evans Bank have provided construction bridge financing for development of the Northland Central Building.

The BUDC has also continued to advance its downtown development efforts through its Buffalo's Race for Place initiative. BUDC successfully secured funding from Empire State Development for the Downtown Waterfront Improvement Plan, which will provide infrastructure and public realm designs to improve connections from the downtown waterfront to the investment at Ralph Wilson Park. BUDC also began implementing recommendations for the Ellicott Street Placemaking Strategy. BUDC has also participated with the City of Buffalo's Office of Strategic Planning in efforts to redevelop the Mohawk Ramp and Broadway Barn, as well as the Smart Streets Planning initiative. These investments in existing assets/infrastructure will increase development density in the City of Buffalo that encourages walkability and multi-modal transportation, connects dis-advantaged communities with employment clusters, and attracts private investment to further foster a vibrant, sustainable community in line with the Region's established smart growth principles.

BUDC also successfully negotiated and closed on several land sales transactions including multiple parcels at 308 Crowley following a six (6) year stewardship. BUDC also closed on the sale of numerous parcels at Buffalo Lakeside Commerce Park (BLCP). BUDC successfully marketed available BLCP parcels resulting in the execution of two (2) exclusivity agreements with potential purchasers.

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**Item 6.1**

**MEMORANDUM**

**TO: Buffalo Urban Development Corporation Members**  
**FROM: Mollie Profic, Treasurer**  
**SUBJECT: Annual Report of Directors**  
**DATE: June 27, 2023**

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Under Section 519 of the New York State Not-for-profit Corporation Law, BUDC is required to present an annual report at its annual member meeting. The annual report is to include 1) information on the assets and liabilities of BUDC as of the end of the prior fiscal year, 2) the principal changes in assets and liabilities during the prior fiscal year, 3) the revenue or receipts of BUDC during the prior fiscal year, 4) the expenses or disbursements of BUDC during the prior fiscal year and 5) the number of members of BUDC as of the date of the report, together with a statement of increase or decrease in the number of members during the prior fiscal year and a statement of the place where the names and places of residence of the current members may be found.

The Audited Financial Statements were previously approved by BUDC's Board of Directors at their March 28, 2023 meeting. In order to satisfy the first four requirements noted above, members can obtain a copy of the Audited Financial Statements at <http://www.buffalourbandevelopment.com/budc-corporate-reports>.

In satisfaction of the final requirement of the NYS Not-for-profit Corporation Law, BUDC has 19 membership positions at June 27, 2023 which is the same as reported at the prior year's annual meeting. The names of the members of BUDC may be found at: <http://www.buffalourbandevelopment.com/board-of-directors> while the places of residence of current board members may be found at the BUDC offices at 95 Perry Street, Suite# 404, Buffalo, NY.