

**Minutes of the Annual Meeting
of the
Board of Directors
of
Buffalo Lakeside Commerce Park
Property Owners Association, Inc.**

**95 Perry Street
Buffalo, New York 14203
January 22, 2024
12:00 p.m.**

[Immediately following the BLCP POA Annual Members Meeting]

Directors Present:

Thomas A. Kucharski
Michael Montante
Dennis M. Penman, Chair
Benjamin Siegel

Directors Absent:

Scott Bylewski
Janique Curry

Officers Present:

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

Guests Present: Alexis M. Florczak, Hurwitz Fine, P.C.; Talia Johnson-Huff, ECIDA Project and Facilities Manager; Antonio Parker, BUDC Project Manager; and Angelo Rhodes, BUDC Project Manager.

- 1.0 Call to Order/Roll Call:** The meeting was called to order at 1:10 p.m. A quorum of the Board of Directors was present.
- 2.0 Approval of Minutes – Meeting of November 20, 2023** – The minutes of the November 20, 2023 meeting of the Board of Directors were presented. Mr. Montante made a motion to approve the meeting minutes. The motion was seconded by Mr. Kucharski and unanimously carried (4-0-0).
- 3.0 Resolutions of the Board of Directors** – Ms. Gandour presented the proposed Board resolutions which provide for the election of POA officers and readoption of policies. Mr. Montante made a motion to adopt the resolutions. The motion was seconded by Mr. Siegel and unanimously carried (4-0-0). A copy of the Board resolutions is attached hereto as Exhibit A to these minutes.
- 4.0 Financial Report** – Ms. Profic presented a financial report through November 30, 2023 for the POA. BUDC continues to pay upfront for expenses on behalf of the POA, which are then reimbursed through the assessment process. Ms. Profic noted that the POA books through the

end of December 2023 have not yet been closed out. Partial assessments through September 30, 2023 had been issued to the POA Members based on estimated costs. Remaining assessment costs for 2023 will be billed to Members at a later date.

- 5.0 Property Maintenance Update** – Ms. Johnson-Huff presented an update regarding property maintenance at Buffalo Lakeside Commerce Park. DMJ Property Services continues to do a great job at the Park and has been onsite on a daily basis. The City of Buffalo helped DMJ with removing snow that was placed at BLCP. No dumping onsite has occurred in recent months.
- 6.0 Solar Facility Assessment Discussion** – Ms. Gandour provided a recap of discussions regarding the assessment of the solar facility at 255 Ship Canal Parkway. Mr. Montante noted that Uniland and Zephyr had discussed how to assess the solar facility. He stated that the current assessment of 255 Ship Canal Parkway is not equitable for a “passive use facility” and suggested the creation of a third assessment category for the solar facility, similar to the Parkside Lot assessment. Mr. Montante committed to drafting a written proposal for the Board’s consideration. In response to a question from Mr. Zanner, Mr. Montante indicated that the proposal would likely not result in Uniland paying less than it would pay as an Unimproved Lot. Mr. Siegel commented that the assessment for 255 Ship Canal Parkway should not be less than the Unimproved Lot calculation.
- 7.0 Adjournment** – There being no further business to come before the Board, the January 22, 2024 meeting of the Board of Directors was adjourned at 1:23 p.m.

Respectfully submitted,



Kevin J. Zanner
Secretary

Exhibit A

Board Resolutions

See attached.

**RESOLUTIONS OF THE
BOARD OF DIRECTORS OF
BUFFALO LAKESIDE COMMERCE PARK
PROPERTY OWNERS ASSOCIATION, INC.**

WHEREAS, Buffalo Lakeside Commerce Park Property Owners Association, Inc. (the “Corporation” or “POA”) is an affiliated corporation of Buffalo Urban Development Corporation (“BUDC”); and

WHEREAS, pursuant to Section 2 of the Public Authorities Law (“PAL”) of the State of New York, the provisions of the Public Authorities Accountability Act of 2005, as amended by Chapter 506 of the Laws of 2009 of the State of New York (the “PAA Act”) apply to certain “local authorities”; and

WHEREAS, BUDC as a local authority is subject to the requirements of the PAA Act, compliance with which is administered by the New York State Authorities Budget Office (the “ABO”); and

WHEREAS, at its January 18, 2022 meeting, the POA Board of Directors previously adopted the following policies, procedures and guidelines in accordance with the PAA Act, linked here <https://www.buffalourbandevelopment.com/budc-corporate-policies> (the “PAA Act Policies”) previously adopted by the BUDC Board of Directors (as the same may be amended, modified or repealed by the BUDC Board of Directors from time to time):

Code of Ethics
Investment & Deposit Policy
Procurement Policy
Property Disposition Policy
Property Acquisition Policy
Travel, Conference, Meals & Entertainment Policy
Whistleblower Policy

WHEREAS, Article VII, Section 1 of the POA Bylaws provides for the election of officers by a majority vote of the Board of Directors; and

WHEREAS, the Corporation’s Board of Directors desire to readopt the PAA Act Policies, elect officers of the Corporation and take such other actions as set forth herein.

NOW, THEREFORE, IT IS RESOLVED, that all PAA Act Policies previously adopted by the POA Board of Directors and BUDC Board of Directors (as the same may be amended, modified or repealed by the BUDC Board of Directors from time to time) and all PAA Act Policies which are hereafter adopted by the BUDC Board of Directors (as the same may be amended, modified or repealed by the BUDC Board of Directors from time to time), shall be applicable to the operations of the Corporation; and it is further

RESOLVED, that where applicable, the Corporation is authorized to include information regarding its activities, practices and operations as part of the reports required to be submitted by BUDC under the PAA Act; and it is further

RESOLVED, that the following persons are elected as officers of the Corporation, and shall hold such office for a term of two (2) years and until their successors are duly elected:

President:	Brandye Merriweather
Vice President:	Rebecca Gandour
Treasurer:	Mollie Profic
Secretary:	Kevin Zanner, Esq.
Assistant Treasurer:	Atiqa Abidi

and it is further

RESOLVED, that all acts and proceedings of the officers of the Corporation since the last annual meeting of the Board of Directors are hereby ratified, confirmed and approved in all respects; and it is further

RESOLVED, that these resolutions shall take effect immediately.

Adopted: January 22, 2024