

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

**95 Perry Street– 4th Floor Vista Room
Buffalo, New York 14203**

**July 30, 2024
12:00 p.m.**

Directors Present:

Catherine Amdur
Scott Bylewski
Janique S. Curry
Darby Fishkin
Dottie Gallagher
Thomas A. Kucharski
Nathan Marton
Brendan R. Mehaffy
Kimberley A. Minkel
Crystal Morgan
David J. Nasca
Dennis M. Penman (Vice Chair)

Directors Absent:

Mayor Byron W. Brown (Chair)
Daniel Castle (attended via Zoom)
Dennis W. Elsenbeck
Thomas Halligan
Elizabeth Holden
Christopher P. Scanlon
Karen Utz

Officers Present:

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

Guests Present: Jonathan Epstein, *The Buffalo News*; Alexis M. Florczak, Hurwitz Fine P.C; Soma Hawramee, ECIDA Compliance Manager; Brian Krygier, Director of IT, ECIDA; Sean Najewski, Gilbane Building Company; and Angelo Rhodes II, Northland Project Manager.

- 1.0** Roll Call – The meeting was called to order at 12:13 p.m. by Vice Chair Penman, who welcomed Crystal Morgan to her first meeting as a member of the BUDC Board of Directors. A quorum was not present. Agenda item 4.6 was presented first as an informational item. Mr. Kucharski and Ms. Amdur joined the meeting during the presentation of item 4.6. Following the presentation of item 4.6. the Secretary called the roll of directors and a quorum of the Board was determined to be present. Ms. Curry joined the meeting during the presentation of item 3.1.
- 2.0** Approval of Minutes – Meeting of June 25, 2024 – The minutes of the June 25, 2024 meeting of the Board of Directors were presented. Mr. Nasca made a motion to approve the meeting minutes. The motion was seconded by Ms. Amdur and unanimously carried (11-0-0).

3.0 Monthly Financial Reports – Ms. Profic presented for information purposes the financial statements for 683 Northland Master Tenant, LLC for the period ending June 30, 2024. She then presented the consolidated financial statements for BUDC and its affiliates, 683 Northland LLC and 683 WTC, LLC for the period ending June 30, 2024. The Board discussed the financial statements. Mr. Mehaffy commented on the City of Buffalo’s financial commitment of American Rescue Plan funding to BUDC. Mr. Mehaffy then made a motion to accept the consolidated financial statements. The motion was seconded by Mr. Nasca and unanimously carried (12-0-0).

4.0 New Business

4.1 Northland Corridor Project – Northland Corridor BOA Plan Consultant – Mr. Rhodes presented his July 30, 2024 memorandum regarding the proposed retention of a consultant for the Northland Beltline Brownfield Opportunity Area Plan. Mr. Rhodes outlined the request for proposals process undertaken by BUDC staff and the selection team. This item was reviewed by the BUDC Real Estate Committee at its July 23rd meeting and is recommended for approval. Following the presentation, Mr. Nasca made a motion to: (i) authorize BUDC to enter into an agreement with Colliers Engineering & Design to provide nomination document preparation, assist with the designation of the proposed BOA, and project administration consultant services for the Northland Beltline Brownfield Opportunity Area for an amount not to exceed \$97,500; and (ii) authorize the BUDC President or Executive Vice President to execute the agreement with Colliers Engineering & Design and take such other actions as may be necessary or appropriate to implement this authorization. The motion was seconded by Ms. Gallagher and unanimously carried (12-0-0).

4.2 Northland Central – Lease to Rookery Labs – Ms. Gandour presented her July 30, 2024 memorandum regarding a proposed lease of the red shed building at 683 Northland to Rookery Labs, Inc. The Board asked several questions regarding the proposed lease. In response to a question from Ms. Gallagher, Ms. Gandour noted that the prospective tenant requested that BUDC utilize good faith efforts to limit increases in controllable expenses to three percent each year. In response to a question from Ms. Amdur, Ms. Gandour noted that current tenant, Garwood Medical, has terminated its lease and will vacate the premises by the end of August. At the conclusion of the discussion, Ms. Minkel made a motion to approve a lease with Rookery Labs consistent with the terms outlined in July 30th memorandum, and to authorize the BUDC President or Executive Vice President to execute the lease on behalf of 683 Northland Master Tenant, LLC. The motion was seconded by Ms. Curry and (with Ms. Fishkin abstaining) carried with eleven affirmative votes (11-0-1).

4.3 Ralph C. Wilson, Jr. Centennial Park – GLC Grant Agreement #5 – Ms. Gandour presented her July 30, 2024 memorandum regarding the fifth GLC grant agreement. Following the presentation, Mr. Kucharski made a motion to: (i) approve the acceptance by BUDC of an approximately \$1.63 million grant from the Great Lakes Commission for additional construction funding in support of the Ralph Wilson Park project; (ii) authorize BUDC to enter into the second amendment to the subgrant agreement with the City of Buffalo to allow BUDC to move funds for additional construction funding to the City, and to pass through the federal grant obligations in the GLC Grant Agreement; and (iii) authorize the BUDC President or Executive Vice President to execute the GLC Grant Agreement and second amendment to the BUDC-City of Buffalo subgrant agreement and take such other actions as are necessary or appropriate to implement this authorization. The motion was seconded by Ms. Minkel and unanimously carried (12-0-0).

4.4 BLCP – Brokerage Services for 80, 134, 158 & 200 Ship Canal Parkway – Ms. Gandour presented her July 30, 2024 memorandum regarding the retention of a real estate brokerage firm for the contiguous parcels located 80, 134, 158 and 200 Ship Canal Parkway. Proposals for brokerage services were solicited and three proposals were received. BUDC staff recommended the selection of CBRE Upstate NY and after reviewing the matter at its July 23rd meeting, the Real Estate Committee is recommending that the Board approve the selection. It was noted that Board member Darby Fishkin is the COO of CBRE Upstate NY and is considered a related party under the BUDC conflict of interest

policy. In order for the Board to proceed with the proposed transaction, it is required to determine that the transaction is fair, reasonable and in BUDC’s best interest and that the Board has considered alternatives to extent available.

Following the presentation, Mr. Nasca made a motion that the Board: (i) determine that the proposed transaction to retain CBRE as broker is a Related Party Transaction and is fair, reasonable, and in BUDC’s best interest, and that the BUDC Board has considered alternatives to the extent available and after considering such alternatives, it is in BUDC’s best interest to proceed with entering into an agreement with CBRE; (ii) authorize BUDC to enter into an agreement with CBRE for brokerage services for 80, 134, 158 and 200 Ship Canal Parkway on the terms set forth in this memorandum; and (iii) authorize the BUDC President or Executive Vice President to execute the agreement with CBRE and take such other actions as may be necessary or appropriate to implement this authorization. The motion was seconded by Mr. Marton and (with Ms. Fishkin abstaining) carried with eleven affirmative votes (11-0-1).

4.5 Buffalo’s Race for Place Project Update – Ms. Merriweather presented an update regarding Buffalo’s Race for Place. BUDC is coordinating with the City of Buffalo regarding the release of the Waterfront Improvement Plan and Smart Streets Design Plan. A request for proposals has been issued to retain a project coordinator to oversee implementation and coordinate infrastructure improvement projects in the City of Buffalo. A pre-proposal meeting was held with potential respondents and was well attended. The response deadline has been extended to August 15th due to the volume of questions received. The Buffalo Place Rangers, Buffalo Police Department and NFTA continue to hold coordination meetings addressing safety and quality of life enhancement matters. Focus group meetings are ongoing for the Queen City Revisited Plan. Mr. Mehaffy thanked Ms. Gallagher for joining this effort, and noted that the Office of Strategic Planning is currently in its data collection stage.

4.6 Ralph Wilson Park Project Update – Sean Najewski presented an update regarding the Ralph Wilson Park project. The pedestrian bridge was delivered to the Park. All pieces of the bridge have been fit together, and welding work on the bridge will continue through September. It is anticipated that the bridge will be erected in early October. Bridge abutment work continues and will be completed in August. Inlet work continues and subaqueous soil is being placed where stone was previously excavated. Mr. Najewski reported that utilization is currently tracking at 19.11% MBE and 26% WBE.

4.7 Northland Corridor Project Update – Mr. Rhodes presented an update regarding the Northland Corridor. With respect to Phase 3 redevelopment, EDA mortgage and certification documents for the Phase 3 project were submitted to EDA for approval. With respect to Phase 4 redevelopment, Wendel and BUDC are working with SHPO regarding historic preservation requirements for the 631 Northland building. Mr. Rhodes reported that LiRo prepared a draft update to its building conditions report for the buildings located at 741 and 777 Northland. As a result of the December 2022 blizzard, the condition of both buildings has deteriorated, with portions of the roofs of both buildings having caved in. Mr. Rhodes noted that 777 Northland is subject to a memorandum of agreement with SHPO that describes elements of the building that were intended to be preserved and rehabilitated. He noted that the memorandum of agreement does not apply to 741 Northland.

4.8 Buffalo Lakeside Commerce Park – Project Update – Ms. Gandour presented an update regarding Buffalo Lakeside Commerce Park. BUDC staff is following up with RAS Development regarding payment of its exclusivity fee with respect to 193 Ship Canal Parkway. The exclusivity agreement is scheduled to expire on August 15th. It is anticipated that RAS Development will request an extension to the exclusivity agreement, which would be reviewed with the Real Estate Committee. With respect to the Property Owners Association, Ms. Gandour reported that Uniland has not yet paid an outstanding assessment invoice.

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 Ms. Gallagher, seconded by Ms. Curry and unanimously carried, the July 30, 2024 meeting of the Board of Directors was adjourned at 12:51 p.m.

Respectfully submitted,



Kevin J. Zanner, Secretary