

## Buffalo Urban Development Corporation

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### **Buffalo Urban Development Corporation**

#### **Board of Directors Meeting**

***Date: Tuesday, February 25, 2025***

***Time: 12:00 noon***

***BUDC Offices – 95 Perry Street, Buffalo, NY 14203***

***Vista Room***

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

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

#### **3.0 MONTHLY FINANCIAL REPORTS *(Enclosure)***

3.1 683 Northland Master Tenant, LLC Financial Statements *(Information)(Encl.)*

3.2 BUDC Consolidated Financial Statements *(Action)(Handout to be Distributed)*

#### **4.0 NEW BUSINESS**

4.1 Buffalo Lakeside Commerce Park – Proposal for Environmental Services at 193 Ship Canal Pkwy  
*(Action)(Encl.)*

4.2 Northland Corridor – Exclusivity Agreement with Lighthouse Center Inc. for 1669-1681 Fillmore Ave.,  
572-574 Northland Ave. and 162-168 Winchester Ave. *(Action) (Encl.)*

4.3 Northland Corridor - Contractor Selection for Phase 3 General Construction *(Action) (Encl.)*

4.4 Northland Corridor – Contractor Selection for Construction of Phase 3 Energy Component *(Action) (Encl.)*

4.5 Northland Central – Short-Term Lease to Professional Culinary Academy, LLC *(Action) (Encl.)*

4.6 Buffalo's Race For Place - COB-BUDC Memorandum of Understanding *(Action)(Handout)*

4.7 Buffalo's Race For Place – Downtown and Waterfront Infrastructure Improvements Project & Cost  
Management Consultant Selection *(Action)(Encl.)*

4.8 Queen City Hub Revisited – Marketing and Advocacy Support Services *(Action)(Encl.)*

4.9 Buffalo's Race For Place Project Update *(Information)*

4.10 Ralph Wilson Park Project Update *(Information)*

4.11 Northland Corridor Project Update *(Information)*

4.12 Buffalo Lakeside Commerce Park Project Update *(Information)*

#### **5.0 LATE FILES**

#### **6.0 TABLED ITEMS**

#### **7.0 EXECUTIVE SESSION**

#### **8.0 ADJOURNMENT *(Action)***

Hon. Christopher P. Scanlon, 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

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

**95 Perry Street– 4<sup>th</sup> Floor Vista Room  
Buffalo, New York 14203**

**January 28, 2025  
12:00 p.m.**

**Directors Present:**

Mayor Christopher P. Scanlon (Chair)  
Bryan J. Bollman  
Scott Bylewski  
Daniel Castle  
Janique S. Curry  
Darby Fishkin  
Thomas Halligan  
Elizabeth A. Holden  
Thomas A. Kucharski  
Nadine Marrero  
Nathan Marton  
Dennis M. Penman (Vice Chair)  
Karen Utz

**Directors Absent:**

Catherine Amdur  
Dennis W. Elsenbeck  
Dottie Gallagher  
Kimberley A. Minkel  
Crystal Morgan  
David J. Nasca

**Officers Present:**

Brandye Merriweather, President  
Rebecca Gandour, Executive Vice President  
Mollie Profic, Treasurer

**Guests Present:** Greg Baker, Gilbane Building Company; Jonathan Epstein, *The Buffalo News*; Alexis M. Florcza, Hurwitz Fine P.C.; Soma Hawramee, ECIDA Compliance Manager; Brian Krygier, Director of IT, ECIDA; Angelo Rhodes II, Northland Project Manager; Paul Tronolone, Empire State Development; and Sandy White, Mustard Seed World Consulting Group.

- 1.0 Roll Call** – The meeting was called to order at 12:12 p.m. by Mayor Scanlon. Ms. Florcza called the roll of directors and a quorum of the Board was determined to be present. Mr. Marton and Ms. Curry joined the meeting during the presentation of items 4.5 and 4.6, respectively.
- 2.0 Approval of Minutes – Meeting of December 17, 2024** – The minutes of the December 17, 2024 meeting of the Board of Directors were presented. Mr. Penman made a motion to approve the meeting minutes. The motion was seconded by Mr. Bylewski and unanimously carried (11-0-0).
- 3.0 Monthly Financial Reports**
- 3.1 Finance Update & Audit Plan for Year Ended December 31, 2024** – Ms. Profic reported that the 2024 year-end audit is underway. Freed Maxick presented the audit plan to the Audit & Finance

and Real Estate Committee at the joint meeting of the committees on December 10, 2024. Draft audited financial statements will be reviewed by the Audit & Finance Committee in March before being presented to the BUDC Board of Directors later that month.

## **4.0 New Business**

**4.1 Appointment of Nadine Marrero to BUDC Downtown Committee** – Ms. Merriweather welcomed Ms. Marrero to the BUDC Board and congratulated her on her new role as the Executive Director of the City of Buffalo's Office of Strategic Planning. Following her Board orientation, Ms. Marrero expressed interest in serving on the BUDC Downtown Committee.

**4.2 Appointment of Nadine Marrero to BUDC Real Estate Committee** – Ms. Merriweather reported that, following her Board orientation, Ms. Marrero expressed interest in serving on the BUDC Real Estate Committee.

**4.3 Appointment of Nadine Marrero to BUDC Governance Committee** – Ms. Merriweather reported that, following her Board orientation, Ms. Marrero expressed interest in serving on the BUDC Governance Committee.

At the conclusion of the presentation of items 4.1 through 4.3, Mr. Penman made a motion to appoint Ms. Marrero to the BUDC Downtown, Real Estate, and Governance Committees. The motion was seconded by Mr. Kucharski and unanimously carried (11-0-0).

**4.4 Ralph Wilson Park Project Update** – Greg Baker of Gilbane Building Company presented an update regarding the Ralph Wilson Park project. Work continues along the shoreline, which is expected to be complete in July-August. The subbase for the soccer fields has been placed. Looking ahead, lighting and communication lines will be installed for the sports fields, weather permitting. Ms. Gandour then shared a video update from the Ralph Wilson Park Conservancy and announced that the Conservancy's Winter Fest will take place on February 22, 2025.

**4.5 Northland Corridor Project Update** – Mr. Rhodes presented an update regarding Northland Corridor projects. BUDC is interviewing respondents to the Phase 3 general construction and energy construction RFPs and anticipates making recommendations for these awards next month. With respect to Phase 4 redevelopment, the National Parks Service has conditionally approved the SHPO Part 2 application for 631 Northland. In addition, the Brownfield Cleanup Program application for 631 Northland has been approved by NYSDEC. With respect to 741 and 777 Northland Avenue, BUDC is reviewing LiRo's draft letter prior to its submission to SHPO. Mr. Rhodes also reported on the Northland BOA nomination plan, noting that BUDC is reviewing the draft BOA report prepared by Colliers Engineering & Design.

Mr. Rhodes then reported to the Board that Manna is vacating its space at 683 Northland at the end of February. BUDC staff is preparing an RFP for a new food operator at Northland and anticipates releasing the RFP next month. Ms. Merriweather added that BUDC has been communicating with the Northland Workforce Training Center, which has arranged for food service on campus during the RFP process. Ms. Merriweather then introduced Sandy White to present an update to the Board. Ms. White noted that there is momentum in the Northland Corridor. She provided an overview of Mustard Seed's community engagement efforts in the Corridor, noting there had been calls for a transformative project in East Buffalo which the Northland Corridor redevelopment project has answered.

Ms. Florczak then provided an update regarding a recent memorandum from the White House Office of Management and Budget (OMB) that directs federal agencies to temporarily pause all federal financial assistance, including federal grants and loans in order for the current Administration to review alignment with recently issued executive orders. While uncertainty surrounds this directive. Ms. Gandour commented on the potential impact to BUDC projects, including the Ralph Wilson Park project and Phase 3 of redevelopment at Northland, both which include federal funding sources.

**4.6 Buffalo's Race for Place Project Update** – Ms. Merriweather presented an update regarding Buffalo's Race for Place. BUDC and legal counsel have completed a preliminary draft of an MOU to memorialize the responsibilities of the parties, funding sources, and flow of funding for the infrastructure improvements projects. BUDC anticipates that the Mayor's Office of Strategic Planning and Department of Public Works will provide additional comments and feedback to the MOU, which will be brought to the BUDC Board for approval in the future. BUDC continues to work with the waterfront coordination group regarding implementation of infrastructure improvements with its partners. Holiday programming for the Queen City Pop Up Downtown Dollars program has wrapped up. BUDC is collaborating with Buffalo Place, The Exchange at Beverly Gray, and the City's Diversity Office on Black History Month programming. The Black Business Expo will take place on February 20<sup>th</sup> in Seneca One Tower which will highlight a number of Black-owned businesses in the City of Buffalo. With respect to the Queen City Hub Revisited initiative, Ms. Merriweather was part of a panel hosted by the Buffalo Niagara Partnership to discuss the initiative and maintaining momentum in Downtown Buffalo. BUDC has received a number of applications for the open project manager position and is conducting applicant interviews this week.

**4.7 Buffalo Lakeside Commerce Park – Project Update** – Ms. Gandour presented an update regarding Buffalo Lakeside Commerce Park. CBRE continues to market the available properties at BLCP. With respect to the Property Owners Association, Uniland and BUDC each owe their respective second assessment payment for 2024. BUDC will be paying its second assessment payment once its year-end audit is complete.

**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, on motion made by Mr. Kucharski, seconded by Mr. Bollman and unanimously carried, the January 28, 2025 meeting of the Board of Directors was adjourned at 12:38 p.m.

Respectfully submitted,

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Alexis M. Florczak  
Secretary of the Meeting

**683 Northland Master Tenant, LLC**  
**Financial Statements**  
January 31, 2025  
(Unaudited)

**683 NORTHLAND MASTER TENANT, LLC**  
**Balance Sheet**

	<b>January 2025</b>	<b>(Unaudited) December 2024</b>
<b>ASSETS</b>		
<b>Current assets:</b>		
Cash	\$ 503,930	\$ 444,821
Tenant receivable	49,634	30,811
Prepaid expenses	92,671	112,860
Total current assets	646,235	588,492
 Prepaid rent - sublessee	559,477	552,943
Prepaid leasing commission	176,938	179,703
Tenant security deposits	109,384	109,324
Cash reserves	342,280	342,091
Equipment, net	30,001	27,785
Right of use asset - Master Lease Agreement	24,776,225	24,922,352
 Total assets	\$ 26,640,541	\$ 26,722,691
<b>LIABILITIES &amp; MEMBERS' EQUITY</b>		
<b>Current liabilities:</b>		
Accounts payable	\$ 180,060	\$ 101,707
Due to related parties	254,935	254,935
Total current liabilities	434,995	356,643
 Operating deficit loan	132,359	132,359
Tenant security deposits	109,266	109,266
Deferred operating lease liability - Master Lease Agreement	6,983,737	7,018,335
Deferred operating lease liability - sublessee	4,445,527	4,491,616
Distribution payable - priority return	257,904	257,904
Total noncurrent liabilities	11,928,792	12,009,480
 <b>MEMBERS' EQUITY</b>	14,276,753	14,356,569
 Total liabilities and net position	\$ 26,640,541	\$ 26,722,691

**683 NORTHLAND MASTER TENANT, LLC**  
**Income Statement**

**Year-to-Date For the Period Ended:**

	<b>January 2025</b>	<b>(Unaudited) December 2024</b>
<b>Revenues:</b>		
Lease revenue	\$ 125,622	\$ 1,455,051
Additional lease revenue	65,136	652,904
Interest and other revenue	521	7,443
Total revenues	<u>191,278</u>	<u>2,115,398</u>
<b>Expenses:</b>		
Lease expense	158,037	1,896,444
Payroll	9,970	114,147
Utilities expense	29,552	58,402
Insurance expense	11,740	136,220
Professional fees	3,965	84,141
Property management fee	5,786	76,041
Real estate taxes	-	28,866
Repairs and maintenance	52,043	346,395
Asset management fee	-	10,000
Miscellaneous expense	-	2,000
Depreciation expense	-	5,969
Total expenses	<u>271,093</u>	<u>2,758,625</u>
Net Income/(Loss)	(79,815)	(643,228)
Members' equity - beginning of period	<u>14,356,569</u>	<u>15,257,700</u>
Change in members' equity	(79,815)	(643,228)
Members' capital contributions	-	-
Distributions	-	(257,904)
Members' equity - end of period	<u>\$ 14,276,753</u>	<u>\$ 14,356,569</u>

**683 NORTHLAND MASTER TENANT, LLC**  
**Statement of Cash Flows**

**Year-to-Date For the Period Ended:**

	<b>January 2025</b>	<b>(Unaudited) December 2024</b>
<b>Cash flows from operating activities:</b>		
Net loss	\$ (79,815)	\$ (643,228)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation	-	5,969
Decrease (increase) in assets:		
Tenant receivables	(18,823)	(4,299)
Prepaid insurance	20,189	4,409
Accrued rental income	(6,534)	(17,347)
Prepaid leasing commission	2,765	11,233
Right of use asset - Master Lease Agreement	111,529	1,368,398
Increase (decrease) in liabilities:		
Security deposit liability	-	29,416
Accounts payable	78,352	15,771
Deferred operating lease liability - sublessee	(46,090)	(553,074)
<b>Net cash provided (used) by operating activities</b>	<b>61,574</b>	<b>217,248</b>
<b>Cash flows from investing activities:</b>		
Equipment purchases	(2,215)	(10,593)
<b>Net cash used by investing activities</b>	<b>(2,215)</b>	<b>(10,593)</b>
<b>Cash flows from financing activities:</b>		
Members' contributions	-	-
Distributions	-	(257,904)
Payments of prepaid rent under Master Lease Agreement	-	-
<b>Net cash provided by financing activities</b>	<b>-</b>	<b>(257,904)</b>
<b>Net increase (decrease) in cash</b>	<b>59,358</b>	<b>(51,249)</b>
<b>Cash and restricted cash - beginning of period</b>	<b>896,236</b>	<b>947,484</b>
<b>Cash and restricted cash - end of period</b>	<b>\$ 955,594</b>	<b>\$ 896,236</b>

**683 NORTHLAND MASTER TENANT, LLC**  
**Budget to Actual Comparison**

	<u>YTD January 2025</u>	<u>YTD Budget 2025</u>	<u>Variance</u>
<b>Revenues:</b>			
Lease revenue	\$ 125,622	\$ 123,417	\$ 2,205
Additional lease revenue	65,136	67,167	(2,031)
Interest and other revenue	<u>521</u>	<u>83</u>	<u>437</u>
Total revenues	<u>191,278</u>	<u>190,667</u>	<u>611</u>
<b>Expenses:</b>			
Lease expense	158,037	158,037	-
Payroll	9,970	13,167	(3,197)
Utilities	29,552	4,583	24,969
Insurance	11,740	12,167	(427)
Professional fees	3,965	6,667	(2,702)
Property management fee	5,786	5,900	(114)
Real estate taxes	-	2,833	(2,833)
Repairs and maintenance	52,043	24,650	27,393
Asset management fee	-	-	-
Miscellaneous	-	250	(250)
Depreciation	<u>-</u>	<u>498</u>	<u>(498)</u>
Total expenses	<u>271,093</u>	<u>228,751</u>	<u>42,342</u>
Net income (loss)	\$ (79,815)	\$ (38,084)	\$ (41,731)

**Budget variances:**

- Utility costs are above budget because of timing difference.
- Repairs and maintenance costs were higher due to heating unit and smoke detector work performed.

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Buffalo Urban Development Corporation  
Hon. Christopher P. Scanlon, Chairman

**Item 4.1****MEMORANDUM**

**TO: BUDC Board of Directors**

**FROM: Rebecca Gandour, Executive Vice President**

**SUBJECT: Buffalo Lakeside Commerce Park – Proposal for Environmental Services at 193 Ship Canal Parkway**

**DATE: February 25, 2025**

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In 2020, BUDC submitted an application to the New York State Department of Environmental Conservation (NYSDEC) Brownfield Cleanup Program (BCP) for 193 Ship Canal Parkway. As part of the BCP application process, LaBella Associates Inc. (LaBella) conducted a Supplemental Investigation (SI) for BUDC and helped prepare a draft Alternatives Analysis/Remedial Action Work Plan (AA/RAWP). BUDC did not finalize the AA/RAWP as it had several prospects interested in the parcels who would have continued the BCP application process. These prospects have not moved forward due to the uncertainty pertaining to the fill identified on the property. In an effort to market the property and mitigate future prospect's risk and uncertainty, BUDC staff is recommending finalizing the AA/RAWP and applying to the DEC for a Part 380 variance.

BUDC has received a proposal from LaBella for environmental services for 193 Ship Canal Parkway in order to develop the Part 380 variance request. LaBella's scope of services would include consulting with NYSDEC regarding the submission of the variance request, preparing the variance request, and revising and the AA/RAWP for submission to NYSDEC. LaBella has proposed a lump sum fee in the amount of \$24,999 for these services. BUDC proposes to pay for LaBella's services through the Buffalo Brownfields Redevelopment Fund, which requires authorization from the BUDC Board of Directors.

This item is being presented for recommendation as a "single source" procurement according to BUDC's procurement policy. The single source exception to seeking competitive proposals applies to "a situation where, even though two or more vendors are available to supply the required goods or services, BUDC determines that: (i) one particular vendor has unique knowledge or expertise concerning the required goods, services or project, rendering the use of the competitive procedures impractical; and (ii) considering the benefits, the cost to BUDC is

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reasonable.” LaBella possesses unique knowledge and expertise regarding 193 Ship Canal Parkway due to its involvement in the BCP application process for the site. As LaBella helped prepare the draft AA/RAWP, LaBella’s familiarity with the initial document will benefit BUDC by completing the proposed scope of work without significant onboarding or start-up costs.

This item was reviewed by the Real Estate Committee at its February 11, 2025, meeting and is being recommended for approval by the BUDC Board of Directors.

### **ACTION:**

I am requesting that the BUDC Board of Directors: (i) approve BUDC entering into an environmental services agreement with LaBella Associates, Inc. for a lump sum fee of \$24,999; (ii) approve BUDC’s use of funds from the Buffalo Brownfields Redevelopment Fund in the amount of \$24,999 to pay LaBella Associates, Inc. for its services; and (iii) authorize the President or Executive Vice President to execute the environmental services agreement and take such actions as may be necessary to implement this action.

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**Item 4.2**

**MEMORANDUM**

**TO: BUDC Board of Directors**

**FROM: Rebecca Gandour, Executive Vice President**

**SUBJECT: Northland Corridor – Exclusivity Agreement with Lighthouse Center Inc. for 1669-1681 Fillmore Avenue, 572-574 Northland Avenue and 162-168 Winchester Avenue**

**DATE: February 25, 2025**

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1669-1681 Fillmore Avenue, 572-574 Northland Avenue and 162-168 Winchester Avenues are nine contiguous parcels along the Northland Corridor owned by NorDel II, LLC that represent a combined 1.7+/- acres (the “Parcels”). BUDC has been actively marketing these parcels through its broker, CBRE.

CBRE recently received an inquiry from Lighthouse Center Inc. which is owned and operated by Tiffany Malone and Rachelle Sat’chell Robinson. The partners currently operate a licensed childcare center at 1166 Jefferson Avenue and have proposed to develop a childcare center on the Parcels. At this time, Lighthouse Center Inc. does not have a proposed site plan for the development of the Parcels. Lighthouse Center Inc. has provided an initial offer in the amount of \$125,000.00 to purchase the Parcels. BUDC does not have a current appraisal of the Parcels, which would be required in accordance with BUDC’s Property Disposition Guidelines prior to any disposition of the Parcels.

BUDC is proposing to enter into an exclusivity agreement with Lighthouse Center Inc. regarding the Parcels. The material terms of this agreement are as follows:

- BUDC will grant Lighthouse Center Inc. a six-month exclusivity period for Lighthouse Center Inc. to conduct due diligence. The exclusivity period may be extended an additional three months at Lighthouse Center Inc.’s option.
- Lighthouse Center Inc. will have limited access to the Parcels to conduct non-invasive testing and due diligence.

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- Lighthouse Center Inc. will indemnify and hold BUDC harmless from all liabilities arising out of any due diligence activities conducted on the Parcels.
- BUDC will receive a monthly exclusivity fee in the amount of \$500.00. The exclusivity fee payments are non-refundable but will be applied against the purchase price for the Parcels at closing, if Lighthouse Center, Inc. closes on the acquisition of the Parcels.
- The terms of a Land Sale Agreement will be negotiated by the parties during the exclusivity period.

This item was reviewed by the Real Estate Committee at its February 11, 2025, meeting and is being recommended for approval by the BUDC Board of Directors.

### **ACTION:**

I am requesting that the BUDC Board of Directors: (i) approve BUDC entering into an exclusivity agreement with Lighthouse Center Inc. regarding 1669-1681 Fillmore Avenue, 572-574 Northland Avenue and 162-168 Winchester Avenue parcels, consistent with the terms set forth in this memorandum; and (ii) authorize the President or Executive Vice President to execute the exclusivity agreement and take such other actions as may be necessary or appropriate to implement this action.

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**Item 4.3**

**MEMORANDUM**

**TO: BUDC Board of Directors**

**FROM: Angelo Rhodes II, Northland Project Manager**

**SUBJECT: Northland Corridor – Selection of Contractor for General Construction of Phase 3 of Northland Corridor Redevelopment**

**DATE: February 25, 2025**

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On September 23, 2024, and as revised on November 5, 2024, the Buffalo Urban Development Corporation (BUDC) issued a Request for Proposals (RFP) from contractors for the general construction of Phase 3 of Northland Corridor Redevelopment. The general construction component of Phase 3 redevelopment consists of the renovation of 541 E. Delavan Avenue and the “B” building of 612 Northland Avenue, associated site work, the repaving of the parking lot at 714 Northland Avenue, and the construction of a new parking lot on the “South Lot” of 683 Northland Avenue. An overall goal of thirty percent (30%) M/WBE participation was included as part of the solicitation.

BUDC advertised the RFP in the New York Contract Reporter and posted the RFP on its webpage. Questions regarding the RFP were accepted until November 15, 2024. On December 13, 2024, BUDC received proposals from Pike Construction Services, Inc. (“Pike”) and LeChase Construction Services, LLC (“LeChase”). The proposals were reviewed and evaluated by a selection committee consisting of BUDC staff, BUDC’s Phase 3 consultant, LaBella Associates, and representatives from the Mayor’s Office of Strategic Planning and Department of Permit and Inspection Services (the “Selection Committee”).

The proposals were evaluated based upon the following criteria:

- Responsiveness to the provisions and requirements of the RFP;
- Ability to meet required specifications or intent as proposed in recommended alternative;
- The availability of adequate personnel to provide the requested services safely and efficiently;
- The thoroughness of the quotation and clarity of the services being provided;

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- Quality of performance on previous contracts or services as demonstrated through references and/or previous clients; and
- Price.

After reviewing the proposals, the recommendation is to enter into a contract with LeChase. In the view of the Selection Committee, the LeChase team best responded to the RFP and demonstrated a thorough understanding of both the Phase 3 project and its importance to BUDC, the City of Buffalo, and the Northland community. Through its subcontractors, LeChase is projecting to achieve 11% MBE participation and 21% WBE participation on the project. The contract is a not to exceed amount of \$25,444,400.00 and project costs would be eligible for reimbursement from grant funds provided by the U.S. Economic Development Administration ("EDA") and Empire State Development ("ESD"). These grant agreements have previously been accepted by the BUDC Board of Directors. As required by BUDC's respective grant agreements with EDA and ESD, BUDC will pass on state and federal grant obligations to LeChase as part of the construction agreement.

This item was reviewed by the Real Estate Committee at its February 11, 2025, meeting and is being recommended for approval by the BUDC Board of Directors.

### **ACTION:**

I am requesting that the BUDC Board of Directors: (i) authorize BUDC to enter into an agreement with LeChase Construction Services, LLC for the general construction of Phase 3 of Northland Corridor Redevelopment, for an amount not to exceed \$25,444,400.00; and (ii) authorize the President or Executive Vice President to execute the agreement with LeChase Construction Services, LLC and take such other actions as may be necessary or appropriate to implement this authorization.

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**Item 4.4**

**MEMORANDUM**

**TO: BUDC Board of Directors**

**FROM: Angelo Rhodes II, Northland Project Manager**

**SUBJECT: Northland Corridor – Selection of Contractor for Construction of Energy Component of Phase 3 of Northland Corridor Redevelopment**

**DATE: February 25, 2025**

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On September 23, 2024, and as revised on November 5, 2024, the Buffalo Urban Development Corporation (BUDC) issued a Request for Proposals (RFP) from contractors for the construction of the energy portion of Phase 3 redevelopment of the Northland Corridor. The energy component of Phase 3 redevelopment consists of: (i) upgrades to the substation located at 644 Northland Avenue; and (ii) the installation of rooftop and ground-mounted community solar arrays located at 541 E. Delavan Avenue to support a community solar program. As part of the RFP, BUDC also solicited proposals for the operation and maintenance of the community solar project, and also solicited proposals for the management of subscribers for the community solar project. BUDC directed that these proposals be submitted as alternates within the respondents' energy construction proposal. An overall goal of thirty percent (30%) M/WBE participation was included as part of the solicitation.

BUDC advertised the RFP in the New York Contract Reporter and posted the RFP on its webpage. Questions regarding the RFP were accepted until November 15, 2024. On December 13, 2024, BUDC received a proposal from Frey Electric Construction Co. ("Frey"). Frey's proposal was reviewed and evaluated by a selection committee comprised of BUDC staff, BUDC's Phase 3 consultant, LaBella Associates, and representatives from the Mayor's Office of Strategic Planning and Department of Permit and Inspection Services (the "Selection Committee").

The proposal was evaluated based upon the following criteria:

- Responsiveness to the provisions and requirements of the RFP;
- Ability to meet required specifications or intent as proposed in recommended alternative;
- The availability of adequate personnel to provide the requested services safely and efficiently;

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- The thoroughness of the quotation and clarity of the services being provided;
- Quality of performance on previous contracts or services as demonstrated through references and/or previous clients; and
- Price.

After reviewing the proposal, the recommendation is to enter into a contract with Frey. In the view of the Selection Committee, Frey demonstrated a thorough understanding of the project and understanding of the solar energy industry. In addition, Frey's relationships with the contractors further discussed below provided a cohesive understanding of both the project's construction and BUDC's obligations once the solar array is placed in service to support a community solar program. Through its subcontractors, Frey is projecting to achieve 28% MBE participation and 6% WBE participation.

The contract amount will not exceed \$4,676,000.00 and would be eligible for reimbursement from grant funds provided by the U.S. Economic Development Administration ("EDA") and Empire State Development ("ESD"), both of which have previously been accepted by the BUDC Board of Directors. As required by BUDC's respective grant agreements with EDA and ESD, BUDC will pass on state and federal grant obligations to Frey and other parties as part of the parties' agreements.

As part of its bid package, Frey included the following proposals for the operation and maintenance, and enrollment and management of community solar subscribers:

- **Solar Liberty**: Solar Liberty has proposed to enter into a three (3) year agreement with BUDC for the operation and maintenance of the community solar array. As part of its submission, Solar Liberty included a list of recommended services that would be provided on an annual basis, which included visual inspections of the panels and equipment to confirm functionality and to identify signs of damage, and mechanical testing for operability. Under this proposal, BUDC would pay Solar Liberty \$2,545.00 per year, with a two percent (2%) fee escalator per year. BUDC would also be responsible for material, equipment and labor costs in the event that components of the solar array required replacement. BUDC is seeking additional information from Solar Liberty relating to the average annual amount of these costs, as well as costs beyond the contract term that would support the sustainability of the solar arrays. It is anticipated that BUDC would enter into an agreement with Solar Liberty in 2027, following the completion of construction. Solar Liberty has agreed to hold its rates as presented in its proposal.

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- ***Solar Simplified:*** Solar Simplified has proposed to enter into a fifteen (15) year agreement with BUDC for the enrollment and management of community solar subscribers. This would involve Solar Simplified subscribing customers to the community solar program, managing the billing and payment of enrolled customers, and communicating with National Grid. Under this proposal, enrolled customers would receive a ten percent (10%) discount on electric bills. BUDC would not pay any acquisition or set up fees to Solar Simplified. In exchange for its services, Solar Simplified would be paid a fee based on solar energy consumed, which would be calculated either by: (i) a fixed seven and one-half percent (7.5%) of the value of distributed energy resources ("VDER"), which is the system New York State utilizes to compensate owners of solar arrays based on the full value the system provides to the electric grid; or (ii) a fixed \$0.01/kwh. This would equate to an approximate range of \$6,600 to \$8,700 per year paid to Solar Simplified. Based on preliminary cash flow projection models, the project may generate approximately \$1–1.2 million dollars in revenue from the solar array over the 15 year term of the contract. It is anticipated that BUDC would enter into an agreement with Solar Simplified in 2026 prior to the completion of construction so that Solar Simplified could begin enrolling residents in the community solar program.

This item was reviewed by the Real Estate Committee at its February 11, 2025, meeting and is being recommended for approval by the BUDC Board of Directors.

### **ACTION:**

I am requesting that the BUDC Board of Directors: (i) authorize BUDC to enter into an agreement with Frey Electric Construction Co. for the construction of energy components of Northland Phase 3 redevelopment, for an amount not to exceed \$4,676,000.00; (ii) authorize BUDC and/or its affiliates to enter into an agreement with Solar Liberty for the operation and maintenance of the community solar arrays, at a cost not to exceed 2,545.00 in the first year, and with two percent (2%) increases in years two and three of the contract; (iii) authorize BUDC and/or its affiliates to enter into an agreement with Solar Simplified for the enrollment and management of community solar subscribers; and (iv) authorize the President or Executive Vice President to execute the agreements with Frey Electric Construction Co., Solar Liberty, and Solar Simplified, and take such other actions as may be necessary or appropriate to implement this authorization.

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**Item 4.5**

**MEMORANDUM**

**TO: BUDC Board of Directors**

**FROM: Rebecca Gandour, Executive Vice President**

**SUBJECT: Northland Central – Short-Term Lease to Professional Culinary Academy, LLC to 683 Northland Avenue**

**DATE: February 25, 2025**

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On December 23, 2024, Manna Culinary Group Inc. provided notice to BUDC of its decision to vacate its leased space at 683 Northland Avenue as of February 28, 2025. As BUDC prepares an RFP for a new operator at Northland, Professional Culinary Academy, LLC (“PCA”) expressed interest in a short-term rental of the former Manna space at Northland. BUDC, through its broker CBRE, has been working with PCA to develop lease terms, the principal terms of which are as follows:

- A. Landlord: 683 Northland Master Tenant, LLC (an affiliate of BUDC).
- B. Tenant: Professional Culinary Academy, LLC.
- C. Leased Premises: A 3,715+/- square foot portion of the building located at 683 Northland Avenue.
- D. Use: Tenant will use the space to teach New York State Education Department (“NYSED”) licensed culinary arts to its students.
- E. Term; Option to Renew: Five (5) months, commencing March 1, 2025 and ending July 31, 2025.
- F. Approvals: PCA is required to secure prior approval from NYSED to provide educational services at the Leased Premises. This prior approval involves the submission of documentation to and a site visit from NYSED before an approval can be issued.
- G. Rent: Base rent of \$2,550.00 per month.

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- H. Security Deposit: The Tenant will provide a security deposit in the amount of \$2,550.00.
- I. Additional Rent: The lease will be structured as a triple net (NNN) lease. Tenant will pay its pro-rata and/or metered share of all costs associated with the 683 Northland property including all real estate taxes and assessments, general liability and property insurance, maintenance, pest control, utilities, carrying costs and other obligations and liabilities of ownership during the Lease term.
- J. Leasehold Improvements: The Premises are being leased in “as is” condition.
- K. Request for Proposals: The Tenant understands that the Landlord will issue an RFP for the space during the Tenant’s Term.
- L. Broker Fee: Landlord’s broker shall receive a commission from Landlord per the terms of a separate agreement.

This item was reviewed by the Real Estate Committee at its February 11, 2025, meeting and is being recommended for approval by the BUDC Board of Directors.

### **ACTION:**

We are requesting that the BUDC Board of Directors: (i) authorize 683 Northland Master Tenant, LLC to enter into a lease with Professional Culinary Academy, LLC upon the terms outlined in this memorandum; and (ii) authorize the President or Executive Vice President of BUDC to execute the lease on behalf of 683 Northland Master Tenant, LLC and take such other actions as are necessary and appropriate to implement this authorization.

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### Item 4.7

## MEMORANDUM

**TO: BUDC Board of Directors**

**FROM: Brandye Merriweather, President**

**SUBJECT: Buffalo's Race For Place - Downtown and Waterfront Infrastructure Improvements Project and Cost Management Consultant Selection**

**DATE: February 25, 2025**

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BUDC and the City of Buffalo previously oversaw the coordination of multiple plans, including the Downtown Waterfront Improvements Plan, City of Buffalo Smart Streets Design Plan, Shelton Square—Erie Street Greenway Plan, and Downtown Buffalo Infrastructure and Public Realm Master Plan (the “City Infrastructure Improvement Plans”). The City Infrastructure Improvement Plans aim to improve connectivity, accessibility, economic vitality, equity, and safety by enhancing the public realm and creating vibrant places in Downtown Buffalo. This effort looks to accelerate many highly anticipated construction projects that will help to better connect residents, visitors, and adjacent East and West side neighborhoods to Downtown and the Waterfront.

On June 21, 2024, BUDC and the City of Buffalo released a Request for Proposals (RFP) for project, cost, and construction management services to support BUDC and the City of Buffalo in overseeing these infrastructure improvement projects. Twenty-five percent (25%) MBE and five percent (5%) WBE participation goals were included as part of the solicitation.

The selected firm will provide project and cost management services for multiple downtown infrastructure projects as outlined in the City Infrastructure Improvement Plans. The project manager's responsibilities will include:

- Preparation and management of RFPs;
- Ensuring project compliance with BUDC and City of Buffalo procurement policies and requirements through design and construction bids;
- Reviewing existing City Infrastructure Improvement Plans and materials to ensure alignment with BUDC and City of Buffalo goals and visions;
- Incorporating inclusive street design into every project;

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- Creating project schedules and tracking the status of projects;
- Developing a responsibility matrix to be followed by key parties to the projects;
- Assisting with identifying funding opportunities and developing a funding matrix and project budgets;
- Creating a community engagement strategy;
- Organizing project status meetings with BUDC and City of Buffalo departments;
- Creating a risk management strategy; and
- Coordinating and maintaining stakeholder communication.

On August 29, 2024, BUDC received proposals from the following consultant teams:

1. Wendel Companies
2. Buffalo Construction Consultants (BCC)
3. LiRo Engineers
4. Gardiner & Theobald

The proposals were reviewed and evaluated by a selection committee composed of representatives from Buffalo Urban Development Corporation, the Mayor’s Office of Strategic Planning, City of Buffalo Department of Public Works and Bisonwing Consulting (the “Selection Committee”). All four consultant teams were interviewed by the Selection Committee and proposals were evaluated based upon the following criteria:

- Experience;
- Local presence;
- Overall approach and methodology, and a demonstrated understanding of the objectives for the project;
- Budget; and
- Equity practices.

After much discussion, the Selection Committee is recommending that BUDC enter into a contract with BCC. Although each team was capable, qualified and presented a sincere interest in improving the Downtown and Waterfront area public realm, the Selection Committee believes that BCC is best suited to complete the entire breadth of the project scope and to coordinate each of the elements of the projects. The BCC team also offered unique approaches to accessibility, opportunities for an elevated level of community engagement and site management.

The expected duration of the project management contract is three (3) years, with the opportunity for the contract to be extended. As part of its proposal, BCC included hourly personnel rates for 2025–2027 and would negotiate fees for specific tasks based on the scope of the projects and available funding. BUDC will pay BCC for its services from funding available through the Accelerator Fund, as previously discussed in the Downtown Committee item regarding the Memorandum of Understanding between the City of Buffalo and BUDC.

This item was reviewed with the BUDC Downtown Committee on February 19, 2025. Although no quorum was present, the Downtown Committee members present voiced support for this item to be advanced to the BUDC Board of Directors for approval.

**ACTION:**

I am requesting that the BUDC Board of Directors: (i) authorize BUDC to enter into contract negotiations with Buffalo Construction Consulting for Project and Cost Management Services for Downtown & Waterfront area infrastructure improvements, pending funding authorization as provided in the Accelerator Funding Infrastructure Agreement; and (ii) authorize the President or Executive Vice President to execute the agreement with Buffalo Construction Consulting and take such actions and take such other actions as may be necessary or appropriate to implement this authorization.

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**TO: BUDC Board of Directors**

**FROM: Brandye Merriweather, President**

**SUBJECT: Queen City Hub Revisited Initiative – Marketing and Advocacy Support Services**

**DATE: February 25, 2025**

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The Queen City Hub Revisited initiative (the “QCHR Initiative”) is a strategic partnership with the Mayor’s Office of Strategic Planning, BUDC, Buffalo Place, the University at Buffalo Rudy Bruner Center for Urban Excellence and others to develop a strategy and advocacy to address social and economic changes due to the Covid-19 pandemic, including:

- Decreased in-person work schedules, and a decline in office space occupancy;
- Changing consumer behavior resulting in small business challenges and an increase in retail vacancies; and
- A lack of street vibrancy leading to negative public safety perceptions in public spaces.

The QCHR Initiative aims to produce insights from data and observations from a diverse group of downtown stakeholders through a series of engagements and interviews. Over the past several months, the QCHR Initiative has conducted a series of focus group meetings and collected and analyzed data to determine how to respond to challenges presented by remote work and office conversions. In addition, stakeholder meetings have been held to discuss the use of public private-partnerships to advance development in the City of Buffalo.

In furtherance of this initiative, marketing and advocacy services for the QCHR Initiative are needed. BUDC obtained written quotes from a total of three (3) vendors. After reviewing the quotations, BUDC staff is recommending entering into a contract with the University at Buffalo Rudy Bruner Center for Urban Excellence (the “Center for Urban Excellence”). The Center for Urban Excellence, led by its director, Professor Robert Shibley, possesses unique knowledge and expertise regarding the QCHR Initiative due to Professor Shibley’s initial involvement in the initial Queen City Hub plan released in 2003. Professor Shibley’s familiarity with the 2003 plan and involvement as a partner in the QCHR Initiative will be of great benefit to the QCHR Initiative.

The Center for Urban Excellence proposes to complete the following services:

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- Creation of a web home for the consortium for dashboard and progress reporting (queencityhubrevisit.org);
- Benchmarking of the QCHR Initiative's progress on post-pandemic challenges to downtown with data-based metrics;
- TOD Stimulus and Public Realm Investments with Marketing Studies/Building Reuse Scoring Systems that address the mis of ground floor, retail, entertainment, and frontage, and sky-level mixed-use opportunity priorities; and
- The development of the QCHR final document and advocacy materials.

The contract amount for these services would not exceed \$20,000.00 and would be funded through American Rescue Plan funding previously accepted by the BUDC Board of Directors. The Center for Urban Excellence is also seeking additional funding partners in furtherance of a larger scope of services. Due to this, BUDC will enter into a pass-through funding agreement with the Buffalo Place Foundation. The Buffalo Place Foundation will receive funds from BUDC and other funding partners and will be responsible for paying the Center for Urban Excellence for its services. BUDC will pass through any federal and City obligations to the ARP funding in its agreements with the Center for Urban Excellence and Buffalo Place Foundation. This procurement was completed in accordance with BUDC's procurement procedures applicable to the expenditure of federal funds.

This item was reviewed with the BUDC Downtown Committee on February 19, 2025. Although no quorum was present, the Downtown Committee members present voiced support for this item to be advanced to the BUDC Board of Directors for approval.

### **ACTION:**

I am requesting that the BUDC Board of Directors: (i) authorize BUDC to enter into a contract with the University at Buffalo Rudy Bruner Center for Urban Excellence for marketing and advocacy support services in connection with the Queen City Hub Revisited Initiative, at a cost not to exceed \$20,000.00; (ii) authorize BUDC to enter into a funding agreement with Buffalo Place Foundation in order for Buffalo Place Foundation to pay the Center for Urban Excellence; and (iii) authorize the President or Executive Vice President to execute the agreement and take such actions and take such other actions as may be necessary or appropriate to implement this authorization.