

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

***Buffalo Niagara Partnership
79 Perry Street– 2nd Floor
Buffalo, New York 14203***

**March 25, 2025
12:00 p.m.**

Directors Present:

Mayor Christopher P. Scanlon (Chair)
Catherine Amdur
Bryan J. Bollman
Scott Bylewski
Daniel Castle
Janique S. Curry
Dennis W. Elsenbeck
Dottie Gallagher
Elizabeth Holden
Thomas A. Kucharski
Nadine Marrero
Kimberley A. Minkel
Crystal Morgan
David J. Nasca

Directors Absent:

Darby Fishkin
Thomas Halligan
Nathan Marton
Dennis M. Penman (Vice Chair)
Karen Utz

Officers Present:

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

Guests Present: Greg Baker, Gilbane Building Company; James Bernard, BUDC Project Manager; Katie Campos, Ralph Wilson Park Conservancy; Jonathan Epstein, *The Buffalo News*; Alexis M. Florczak, Hurwitz Fine P.C.; Bryan 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 12:06 p.m. by Mayor Scanlon. 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 3.1.5. Mr. Bollman left the meeting following the presentation of item 3.3.2.
- 2.0 Approval of Minutes – Meeting of February 25, 2025** – The minutes of the February 25, 2025 meeting of the Board of Directors were presented. Ms. Minkel made a motion to approve the

meeting minutes. The motion was seconded by Mr. Bollman and unanimously carried (13-0-0).

3.0 New Business

3.1 Audit & Finance Committee Report – Ms. Profic presented the Audit & Finance Committee report. Four items to be presented as part of the Audit & Finance Committee report require a Board vote and were recommended for approval by the Audit & Finance Committee at its March 13, 2025 meeting.

3.1.1 683 Northland Master Tenant, LLC Audited Financial Statements – Ms. Profic presented for information purposes the 2024 audited financial statements of 683 Northland Master Tenant, LLC. Ms. Profic reviewed the financial statements with the Board and reported that an unmodified (clean) opinion is being issued by Freed Maxick with respect to the financial statements of 683 Northland Master Tenant, LLC.

3.1.2 2024 BUDC Audited Consolidated Financial Statements Approval – Ms. Profic reviewed the draft 2024 audited consolidated financial statements. She noted that BUDC is being issued an unmodified (clean) opinion that the financial statements present fairly, in all material respects, the financial position of BUDC as of December 31, 2024, and the changes in its financial position and its cash flows for the year then ended, in accordance with accounting principles generally accepted in the United States. No material weaknesses or control deficiencies were found during the audit process. Ms. Profic also noted that the auditors performed a single audit which was required this year with respect to federal grant funding received in 2024. There were no negative findings or questioned costs in relation to the single audit. The Audit & Finance Committee reviewed the draft audited financial statements and is recommending that the Board accept the draft audited financial statements. The Board briefly discussed the audited financials. Ms. Gallagher then made a motion to accept the 2024 BUDC consolidated audited financial statements. The motion was seconded by Mr. Nasca and unanimously carried (13-0-0).

3.1.3 2024 Audited Financial Statements – BBRF – Ms. Profic presented for information purposes the 2024 audited financial statements for the Buffalo Brownfield Redevelopment Fund (BBRF). It is anticipated that the BBRF funds will be supplemented with PILOT payments from the Zephyr project this year.

3.1.4 2024 Investment Report and Approval – Ms. Profic presented the 2024 Investment Report. Ms. Minkel made a motion to approve the 2024 Investment Report. The motion was seconded by Mr. Nasca and unanimously carried (13-0-0).

3.1.5 Investment and Deposit Policy Re-adoption – Ms. Profic presented the BUDC Investment and Deposit Policy. No changes were made to the policy from the prior year. Ms. Gallagher made a motion to approve the Investment & Deposit Policy as presented. The motion was seconded by Mr. Bollman and unanimously carried (14-0-0).

3.1.6 Credit Card Policy Re-adoption – Ms. Profic presented the BUDC Credit Card Policy. No changes were made to the policy from the prior year. In response to a question from Ms. Minkel, Ms. Profic noted that Schedule A of the policy would be updated to reflect the credit card authorization limits for each authorized user. Mr. Nasca made a motion to approve the Credit Card Policy, with Schedule A to include the previously authorized limits. The motion was seconded by Ms. Amdur and unanimously carried (14-0-0).

3.2 Monthly Financial Report Approval – Ms. Profic presented for information purposes only the monthly financial statements for 683 Northland Master Tenant LLC for the period ending February 28, 2025. Ms. Profic then presented the consolidated financial statements for BUDC and its affiliates, 683 Northland LLC and 683 WTC, LLC for the period ending February 28, 2025.

Ms. Profic also reviewed with the Board the monthly cash flow forecast. Mr. Nasca made a motion to accept the BUDC consolidated financial statements for the period ending February 28, 2025. The motion was seconded by Mr. Kucharski and unanimously carried (14-0-0).

3.3 Governance Committee Report – Mr. Kucharski and Ms. Merriweather presented the Governance Committee report. Nine of the items to be presented as part of the Governance Committee report require a Board vote and were recommended for approval by the Governance Committee at its March 5, 2025 meeting. Items 3.3.4–3.3.10 were taken together by the Board. Mr. Kucharski also commented on the accomplishments that were achieved in 2024 by BUDC staff.

Ms. Merriweather then introduced BUDC's new project manager, James Bernard to the Board. Mr. Bernard has a background in urban planning and will be working on matters related to the Ralph Wilson Park project and Buffalo's Race for Place.

3.3.1 2024 Mission Statement and Performance Measurements w/ Results – Ms. Merriweather presented a written evaluation and overview of BUDC's achievement of the performance measurements that were established by the Board of Directors for the 2024 calendar year. Each year, BUDC develops a set of written performance measurements relating to BUDC projects, initiatives and operations in relation to its mission. The measurements are reviewed with Governance Committee and approved by the Board of Directors. The report is annually submitted to the Authorities Budget Office. Ms. Merriweather presented a PowerPoint summary of the 2024 performance measurements results.

3.3.2 2025 Mission Statement and Performance Measurements Approval – Ms. Merriweather presented the 2025 mission statement and proposed performance measurements for 2025. No changes are being proposed to the mission statement. The performance measurements for 2025 have been updated to reflect new measurements applicable to BUDC projects and initiatives, and Ms. Merriweather highlighted these new measurements, which include coordinating with SHPO to advance the 741 and 777 Northland Avenue projects, issuing a request for proposals for a general contractor to construct the 631 Northland project, and coordinating with the City of Buffalo and other partners to advocate for development tools, partnerships and resources to support the recommendations outlined in the Queen City Hub Revisited initiative. Mr. Kucharski made a motion to adopt the 2025 Mission Statement and Performance Measurements in the form presented. The motion was seconded by Mr. Nasca and unanimously carried (13-0-0).

3.3.3 2024 Public Authorities Annual Report – Ms. Profic presented the 2024 Public Authorities Annual Report for Board approval. Ms. Gallagher made a motion to approve the 2024 Public Authorities Annual Report. The motion was seconded by Ms. Curry and unanimously carried (13-0-0).

3.3.4 Procurement Policy Re-adoption – Ms. Merriweather presented the Procurement Policy, for re-adoption without changes.

3.3.5 Property Acquisition Guidelines Re-adoption – Ms. Merriweather presented the Property Acquisition Guidelines for re-adoption without changes.

3.3.6 Property Disposition Guidelines Re-adoption – Ms. Merriweather presented the Property Disposition Guidelines for re-adoption without changes.

3.3.7 Grant Administration Policy Re-adoption – Ms. Merriweather presented the Grant Administration Policy for re-adoption without changes.

3.3.8 Code of Ethics Policy Re-adoption – Ms. Merriweather presented the Code of Ethics Policy for re-adoption without changes.

3.3.9 Whistleblower Policy Re-adoption – Ms. Merriweather presented the Whistleblower Policy to the Board for re-adoption without changes.

3.3.10 Travel, Conferences, Meals & Entertainment Policy Re-adoption – Ms. Merriweather presented the Travel, Conferences, Meals & Entertainment Policy for re-adoption without changes.

At the conclusion of the presentation of items 3.3.4 through 3.3.10, Mr. Kucharski made a motion to re-adopt (i) the Procurement Policy, (ii) the Property Acquisition Guidelines, (iii) the Property Disposition Guidelines, (iv) the Grant Administration Policy, (v) the Code of Ethics Policy, (vi) Whistleblower Policy, and (vii) the Travel, Conferences, Meals & Entertainment Policy. The motion was seconded by Ms. Gallagher and unanimously carried (13-0-0).

3.4 Northland Corridor – 631 Northland Avenue Consulting Change Order – Mr. Rhodes presented his March 25, 2025 memorandum regarding a proposed change order for the 631 Northland Avenue consultant contract with Wendel. The change order would authorize Wendel to contract with LiRo Engineers to provide additional environmental services for the project. Following the presentation, Mr. Bylewski made a motion to: (i) authorize Wendel's retention of LiRo Engineers as a project team member under BUDC's existing agreement with Wendel; (ii) approve an amendment to the Wendel consulting agreement for the additional scope of work associated with the Brownfield Cleanup Program project at 631 Northland Avenue, for an amount not to exceed \$204,415; and (iii) authorize the President or Executive Vice President to execute an amendment to the agreement with Wendel and take such other actions as may be necessary or appropriate to implement this authorization. The motion was seconded by Ms. Curry and unanimously carried (13-0-0).

3.5 Northland Corridor Project Update – Mr. Rhodes presented an update regarding the Northland Corridor. With respect to Phase 3, BUDC has submitted its bid opening checklist to EDA for review and approval. Mr. Rhodes noted there is no update for Phase 4 redevelopment at this time. With respect to 741 and 777 Northland Avenue, Mr. Rhodes and Ms. Gandour reported that SHPO has requested that BUDC provide mitigation strategies for these buildings.

3.6 Ralph Wilson Park Project Update – Mr. Najewski presented a construction update for the Ralph Wilson Park project. The construction team is gearing up to re-mobilize efforts after the winter season. Soil and underground electrical work has moved forward at the soccer fields. Planting and soil work for the South Lawn is anticipated to be finished this spring, which will include irrigation work, planting trees and shrubs, and some paving work. Additional coating and installation of mesh and handrails to the pedestrian bridge will begin in the next few weeks. Ms. Campos then provided an update regarding the Ralph Wilson Park Conservancy. A video of the Winter Fest was shared with the Board. Ms. Campos noted that over three hundred community members were in attendance. The third annual meeting of the Conservancy will take place in May and will provide an update on construction and ways for community members to get involved with the Park. The Conservancy received over fifty applications for its ambassador program for the Park. Ms. Campos also reported that the Conservancy will be advancing a project to improve the Park amphitheater and is reviewing national fundraising models for this project.

3.7 Race for Place Project Update – Ms. Merriweather presented an update regarding the Race for Place project. BUDC continues to coordinate with its partners on the implementation of the downtown and waterfront infrastructure improvement plans. BUDC staff is moving forward with contract negotiations with Buffalo Construction Consultants. It is anticipated that the first

infrastructure project will be the Erie Street Greenway project. A request for proposals will be released in connection with short-term placemaking and wayfinding improvements due to construction around the Explore & More Children's Museum, the Naval Park and Heritage Point. Ms. Merriweather also reported that she was invited to speak at a conference in Lafayette, Louisiana regarding Race for Place and the Queen City Hub Revisited Initiative.

3.8 Buffalo Lakeside Commerce Park – Project Update – Ms. Gandour presented an update regarding Buffalo Lakeside Commerce Park. BUDC has executed an agreement with LaBella Associates for a variance request for the 193 Ship Canal Parkway site. BUDC continues to coordinate with CBRE on marketing efforts for available parcels at the Park.

4.0 Late File – None.

5.0 Tabled Items – None.

6.0 Executive Session – None.

7.0 Adjournment – There being no further business to come before the Board, the March 25, 2025 meeting of the Board of Directors was adjourned at 1:08 p.m.

Respectfully submitted,



Kevin J. Zanner, Secretary