

**Minutes of the Meeting
of the
Audit & Finance Committee
of
Buffalo Urban Development Corporation**

**95 Perry Street
Buffalo, New York
March 13, 2025
12:00 p.m.**

Call to Order:

Committee Members Present:

Catherine Amdur
Janique S. Curry
Crystal Morgan

Committee Members Absent:

David J. Nasca
Dennis M. Penman (attended via Zoom)

Officers Present:

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

Others Present: Barbara A. Danner, Freed Maxick CPAs; Alexis M. Florczak, Hurwitz Fine P.C.; and Caroline Mazzone, Freed Maxick CPAs.

Roll Call – The meeting was called to order at 12:08 p.m. A quorum of the Committee was not present. Informational items were presented to the Committee first, followed by the action items. Ms. Curry joined the meeting during the presentation of agenda item 6, at which time a quorum of the Committee was present.

- 1.0 Approval of Minutes of the December 10, 2024 meeting** – The minutes of the December 10, 2024 joint meeting of the Audit & Finance Committee and Real Estate Committee were presented. Ms. Curry made a motion to approve the meeting minutes. The motion was seconded by Ms. Amdur and unanimously carried (3-0-0).
- 2.0 Draft 2024 683 Northland Master Tenant, LLC Audited Financial Statements** – This information item was presented during item 4.0 of the meeting agenda.
- 3.0 Draft 2024 683 Northland LLC Audited Financial Statements** – This information item was presented during item 4.0 of the meeting agenda.
- 4.0 Draft 2024 BUDC Audited Financial Statements** – Ms. Danner and Ms. Mazzone presented the draft 2024 audited financial statements for 683 Northland Master Tenant, LLC, 683 Northland LLC and BUDC. Ms. Danner began the presentation with a review of the draft Report to the Board of Directors and the management letter. She noted that no material weaknesses or control deficiencies were found during the audit. With the exception of the adjustment of two journal entries for recording depreciation, disposal of equipment and donation proceeds for 683 Northland LLC,

there were no audit adjustments. There were no uncorrected misstatements. Ms. Danner stated that Freed Maxick is issuing unmodified (clean) opinions for each of 683 Northland Master Tenant, LLC, 683 Northland LLC and BUDC. Ms. Danner also noted that Freed Maxick conducted a Single Audit for fiscal year 2024 due to BUDC's expenditure of federal dollars for fiscal year 2024 surpassing the applicable monetary threshold. The Single Audit required additional review of grant funding and documentation. BUDC's agreements with the Great Lakes Commission were selected for this review, and the auditors found that BUDC was in compliance with all material requirements. Ms. Mazzone then presented an overview of the financial statements for 683 Northland Master Tenant, LLC which were presented to the Committee for information purposes only. The BUDC draft audited financial statements were then reviewed in detail with the Committee.

The auditors also presented a report to the Committee regarding projections with respect to the exiting and unwinding of the tax credits structure for the 683 Northland project. The Committee discussed the draft financial statements and the tax credits presentation. At the conclusion of the discussion, Ms. Curry made a motion to recommend that the Board of Directors accept the 2024 BUDC draft audited financial statements. The motion was seconded by Ms. Amdur and unanimously carried (3-0-0).

5.0 Draft 2024 BBRF Audited Financial Statements – This information item was presented during item 4.0 of the meeting agenda.

6.0 Re-Adoption Items for Review

(a) Investment & Deposit Policy - Ms. Profic presented the BUDC Investment and Deposit Policy. No changes to the policy were proposed. Ms. Curry made a motion to recommend that the Board of Directors approve the Investment and Deposit Policy as presented. The motion was seconded by Ms. Amdur and unanimously carried (3-0-0).

(b) Credit Card Policy – Ms. Profic presented the BUDC Credit Card Policy. No changes to the policy were proposed. Ms. Curry made a motion to recommend that the Board of Directors approve the Credit Card Policy as presented. The motion was seconded by Ms. Amdur and unanimously carried (3-0-0).

7.0 2024 BUDC Investment Report – Ms. Profic presented the 2024 Investment Report. Ms. Curry made a motion to recommend that the Board of Directors approve the Investment Report in the form presented to the Committee. The motion was seconded by Ms. Amdur and unanimously carried (3-0-0).

8.0 2024 Corporate Credit Card Usage Report – Ms. Profic presented the 2024 Corporate Credit Card Usage Report, the presentation of which is a requirement of the BUDC Credit Card Policy.

9.0 2024 Management's Assessment of Internal Controls – Ms. Profic reviewed with the Committee a two-page memorandum setting forth BUDC's assessment of its management of the effectiveness of BUDC's internal controls for 2024, including the controls in place with respect to payroll, cash disbursements, cash receipts and security of computer information and software.

10.0 2024 Audit & Finance Committee Self-Evaluation Update & Review – Ms. Profic presented the 2024 Audit & Finance Committee self-evaluation. The Committee reviewed the self-evaluation and the 2024 activities of the Committee. No changes to the Committee self-evaluation were suggested. Ms. Curry made a motion to approve the 2024 Audit & Finance Committee Self-Evaluation. The motion was seconded by Ms. Amdur and unanimously carried (3-0-0).

11.0 Audit & Finance Committee Charter Review – Ms. Profic presented the Audit & Finance Committee Charter for review by the Committee. No changes to the charter were proposed.

- 12.0 Audit & Finance Committee Training** – Ms. Profic referred the Committee to a January 2025 Deloitte publication included in the meeting agenda packet entitled “*On the Audit Committee’s Agenda—2025: Looking Ahead to 2025*”.
- 13.0 2024 Property Report Review** – Ms. Gandour presented the BUDC property report for the year ending December 31, 2024. The report reflects changes made by BUDC staff and legal counsel to update the report to reflect the subdivision of 541 E. Delavan into five parcels and the prior swap transaction with Plesh. The property report will be submitted to the Authorities Budget Office as part of the BUDC annual report.
- 14.0 Adjournment** – There being no further business to come before the Committee, on motion made by Ms. Curry, seconded by Ms. Amdur and unanimously carried, the March 13, 2025 meeting of the Audit & Finance Committee was adjourned at 12:58 p.m.

Respectfully submitted,



Kevin J. Zanner
Secretary