

Buffalo Urban Development Corporation

95 Perry Street

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**Buffalo Urban Development Corporation
Special Meeting of the Members**

**Tuesday, January 27, 2026 at 12:00 Noon
95 Perry Street, 4th Floor
Vista Room**

Agenda

1.0 CALL TO ORDER

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

3.0 REPORTS OF COMMITTEES *(Information)*

4.0 REPORTS OF OFFICERS *(Information)*

5.0 OLD AND UNFINISHED BUSINESS *(Information)*

6.0 NEW BUSINESS

6.1 Amendments to the BUDC Certificate of Incorporation and Bylaws *(Action)(Enclosure)*

7.0 ADJOURNMENT

**Minutes of the Annual Meeting
of the Members
of
Buffalo Urban Development Corporation**

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

**June 24, 2025
12:00 p.m.**

1.0 Call to Order

Members Present:

Catherine Amdur
Bryan J. Bollman
Scott Bylewski
Daniel Castle
Dennis W. Elsenbeck
Thomas Halligan
Thomas A. Kucharski
Nadine Marrero
Kimberley A. Minkel
Dennis M. Penman
Karen Utz

Members Absent:

Mayor Christopher P. Scanlon (Chair)
Janique S. Curry
Darby Fishkin
Dottie Gallagher
Elizabeth Holden
Nathan Marton
Crystal Morgan
David J. Nasca

Officers Present:

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

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

Roll Call - The meeting was called to order at 12:07 p.m. by Mr. Penman, who served as Chair of the meeting. The Secretary called the roll of Members and a quorum was determined to be present. Mr. Bylewski joined the meeting during the presentation of item 3.0.

2.0 Reading of the Minutes – The minutes of the June 25, 2024 annual meeting of the Members were presented. Ms. Minkel made a motion to approve the minutes. The motion was seconded by Mr. Elsenbeck and unanimously carried (10-0-0).

3.0 Reports of the Committees – The respective chairs of the Audit & Finance Committee, Downtown Committee, Governance Committee, Loan Committee and Real Estate Committee were offered the opportunity to present reports to the membership.

4.0 Report of the Officers – Ms. Merriweather presented the Report of the Officers for the July 2024 - June 2025 program year, copies of which were included in the meeting agenda packet provided to the Members in advance of the meeting. The report summarizes the operations, accomplishments and activities of BUDC over the past year. Ms. Merriweather reviewed BUDC's accomplishments at Ralph Wilson Park, the Northland Beltline Corridor, and the Race for Place initiative.

5.0 Old and Unfinished Business – None.

6.0 New Business

6.1 Annual Report of the Board of Directors (NYS Not-For-Profit Corporation Law) – Ms. Profic presented the Annual Report of the Board of Directors as set forth in her June 24, 2025 memorandum to the Members. This report is required under Section 519 of the Not-for-Profit Corporation Law. Ms. Profic's report referenced the 2024 year-end audited financial statements of the Corporation, which were previously approved at the March 25, 2025 BUDC Board of Directors meeting.

7.0 Adjournment – There being no further business to come before the Members, upon motion made by Mr. Castle, seconded by Ms. Minkel and unanimously carried, the Annual Meeting of the Members was adjourned at 12:15 p.m.

Respectfully submitted by:

Kevin J. Zanner
Secretary

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MEMORANDUM

TO: Buffalo Urban Development Corporation Membership

FROM: Brandye Merriweather, President

SUBJECT: Amendments to the BUDC Certificate of Incorporation and Bylaws

DATE: January 27, 2026

The BUDC Certificate of Incorporation and bylaws currently include as an ex-officio Member and Director the Commissioner of Economic Development, Permit and Inspection Services for the City of Buffalo. Following the recent reorganization of City government, these provisions within the Certificate of Incorporation and bylaws need to be amended to reflect the current title for this role. Specifically, a change is needed to update the current title of the Commissioner of Permits and Inspections Services.

The following amendment is proposed to the Certificate of Incorporation and bylaws of BUDC to implement these changes:

Section (b) and of Article X of the Certificate of Incorporation and Section 1(b) of Article III of the Bylaws identifying certain ex-officio Members and Directors of the Corporation are hereby amended to read as follows:

“(b) Commissioner of Permits and Inspections Services for the City of Buffalo;”

ACTION:

The Membership is hereby requested to: (i) approve the changes to the Certificate of Incorporation and bylaws of BUDC as described in this memorandum; (ii) authorize the President or Executive Vice President to execute a Certificate of Amendment to the Certificate of Incorporation consistent with this memorandum; and (iii) authorize counsel to prepare revisions to the bylaws consistent with this memorandum and to file the Certificate of Amendment with the New York State Department of State.

Hon. Sean M. Ryan, Chairman of the Board • Dennis Penman, Vice Chairman • Brandye Merriweather, President
Rebecca Gandour, Executive Vice President • Mollie Profic, Treasurer • Atiqah Abidi, Assistant Treasurer • Kevin J. Zanner, Secretary