

**Minutes of the Meeting
of the
Board of Directors
Buffalo Urban Development Corporation
Via Video Conference Call & Live Stream Audio**

**August 25, 2020
12:00 p.m.**

1.0 Call to Order

Directors Present:

Trina Burruss
James W. Comerford
Janique S. Curry
Dennis W. Elsenbeck
Darby Fishkin
Dottie Gallagher
Thomas Halligan
Thomas R. Hersey, Jr.
Thomas A. Kucharski
Amanda Mays
Kimberley A. Minkel
David J. Nasca
Dennis M. Penman (Vice Chair)
Darius G. Pridgen
Craig A. Slater

Directors Absent:

Hon. Byron W. Brown (Chair)
Michael J. Finn
Brendan R. Mehaffy
Maria R. Whyte

Officers Present:

Peter M. Cammarata, President
Brandye Merriweather, Vice President, Downtown Development
Rebecca Gandour, Vice President, Finance & Development
Mollie M. Profic, Treasurer
Kevin J. Zanner, Secretary
Atiqa Abidi, Assistant Treasurer

Others Present: Evan Y. Bussiere, Hurwitz & Fine, P.C; and Arthur Hall, BUDC.

Roll Call – The Secretary called the roll of directors and a quorum was determined to be present. Mr. Slater joined the meeting during the presentation of item 3.2. Ms. Curry joined the meeting during the presentation of item 4.1.

The meeting was held via video/telephone conference in accordance with the provisions of Executive Order 202.1, issued by Governor Andrew Cuomo on March 12, 2020, as amended. The meeting was also live-streamed to the general public and recorded. A transcript of the meeting will be made available at a later date.

2.0 Presentation of the Minutes – The minutes of the July 28, 2020 meeting of the Board of Directors were presented. Mr. Comerford made a motion to approve the meeting minutes. The motion was seconded by Mr. Elsenbeck and unanimously carried (13-0-0).

3.0 Monthly Financial Reports – Ms. Profic presented the consolidated financial statements for 683 Northland Master Tenant LLC and for BUDC and its affiliates, 683 Northland LLC and 683 WTC, LLC for the period ending July 31, 2020. Ms. Fishkin made a motion to accept the financial report. The motion was seconded by Mr. Nasca and unanimously carried (14-0-0).

4.0 New Business

4.1 541 E. Delavan – 34 Group Construction Management Services Contract Extension Approval – Mr. Cammarata presented his August 25, 2020 memorandum regarding a proposed extension of the construction management agreement with 34 Group. He outlined the original timeline for completion of the work and the impact of the COVID-19 shutdown. The proposed amendment will extend the agreement through December 31, 2020 with a net cost increase of \$55,217.75. The proposed amendment was reviewed with the Real Estate Committee at its August 18, 2020 meeting and recommended for Board approval. Mr. Slater made a motion to approve an amendment to the construction management agreement with 34 Group to extend its services through December 31, 2020 at a not-to-exceed cost of \$55,217.75 and to authorize the President to execute and deliver the amendment on behalf of NorDel I, LLC. The motion was seconded by Mr. Nasca and (with Ms. Mays abstaining) carried with fourteen affirmative votes (14-0-1).

4.2 Buffalo Lakeside Commerce Park – BUDC/Uniland Development Company Land Sale Agreement Amendment Approval – Mr. Cammarata presented his August 25, 2020 memorandum regarding a request from Uniland to extend its due diligence period under the Land Sale Agreement through December 31, 2020. The Real Estate Committee reviewed the proposed extension at its August 18, 2020 meeting and recommended Board approval. Mr. Kucharski made a motion to approve an amendment to the Land Sale Agreement between BUDC and Uniland to extend the due diligence period to December 31, 2020 and to authorize the President to execute and deliver the amendment on behalf of BUDC. The motion was seconded by Ms. Mays and unanimously carried (15-0-0).

4.3 Waterfront/Ralph C. Wilson, Jr. Centennial Park Project Update – Ms. Merriweather reported that BUDC is working with the Great Lakes Commission to finalize the grant agreement for Centennial Park design services. Ms. Gandour reported on a groundbreaking ceremony for the Army Corps of Engineers seawall project.

4.4 BBRP/Race for Place Project Update – Ms. Merriweather presented an update regarding BBRP and the Race for Place. She commented on the “Be in Buffalo” initiative and reported that the Ellicott Node project is nearly complete. She also reported on her upcoming participation on an International Downtown Association panel that will focus on entrepreneurship and retail pop-ups.

4.5 Northland Beltline Corridor Project Update – Mr. Cammarata reported that the 612 Northland project and the 683 Northland Phase 2 construction project have been named finalists in the best adaptive reuse category for the 2020 Business First Brick-by-Brick Awards. The award ceremony will take place virtually on September 24th. Mr. Cammarata then presented a detailed update regarding Northland Beltline project funding as follows:

631 Northland: BUDC continues to compile data for a potential grant application to the U.S. Economic Development Administration (EDA) for building rehabilitation. Staff is also assembling information for the \$300,000 Brownfield Redevelopment Grant application to National Grid.

612 Northland: BUDC has submitted the final reimbursement request for Restore NY IV grant funds in the amount of \$384,069.49. A lien release was executed and submitted to Empire State Development as a final step in the process.

777 Northland: BUDC has received a \$100,000 National Grid Brownfield Redevelopment Grant for the select demolition project at 777 Northland. The budget for the first phase of site clearance is approximately \$650,000 and will be primarily funded with Restore NY V funds, with a local match.

541 E. Delavan: BUDC received a \$131,250 reimbursement check from National Grid for this project. The first reimbursement request for Restore NY V funds was submitted in May in the amount of \$853,396.08 and is expected shortly. BUDC staff is finalizing the second reimbursement request, which will total \$1,226,037.65.

683 Northland: BUDC has submitted two reimbursement requests to ESD related to the Northland Workforce Training Center equipment grant. BUDC has provided the final documents required for the fourth installment of historic tax credits, which will total \$3.1 million dollars. Ms. Profic continues to work with Freed Maxick to respond to the audit request from NYS regarding the Phase I (2018) brownfield tax credits.

Northland Solar/Microgrid Project: The potential two million dollar Buffalo Billion grant for this project is expected to be considered by the ESD Board sometime this fall. Discussions with National Grid continue with respect to utilization of their economic development and infrastructure programs for the solar/microgrid project.

Mr. Penman asked about the status of the line of credit. Ms. Profic indicated that BUDC has drawn against the line of credit for the 541 East Delavan project, which will be repaid with Restore NY V grant funds. Mr. Hall then presented additional Northland Corridor updates as follows:

LISC Grant – A supplemental grant agreement with the Local Initiatives Support Corporation has been executed for \$26,301.79. The grant expires at the end of the month. BUDC has prepared a draft of the final report.

Retech Systems: The landlord improvements for the Retech Systems space are complete, and the lease commenced as of July 1st. Retech has retained Gilbane Building Company to construct the tenant buildout, which will take place over the next six months. Base rent payments will begin on January 1, 2021. BUDC has reviewed plans for the tenant buildout.

Rodriguez Construction: The lease with Rodriguez Construction has been executed. The tenant is finalizing the design for its third floor space. Construction of tenant improvements is expected to commence on August 3rd and completed by October 31, 2020. Base rent will begin as of November 1, 2020.

683 Northland Phase 2: The Phase 2 construction project is complete. Temporary certificates of occupancy for all areas of the building that were included in Phase II have been issued. The commissioning of the mechanical equipment is complete and final reports are being drafted.

612 Northland: Albright Knox is finalizing its re-opening plans. AKAG recently conducted a "Chalk Walk" community engagement initiative with the neighborhood.

537 and 541 E. Delavan: The Planning Board approved the subdivision for 537 E. Delavan. Core and shell rehabilitation work continues at 541 E. Delavan, with 34 Group providing construction management services for the project. Apollo Steel is presently on site. All Phase 1(C) work is on hold.

Northland Corridor Property Management: The Mancuso Group continues to coordinate all exterior and building maintenance contracts and related work. Responsibility for some equipment maintenance contracts has been transferred to Northland Workforce Training Center. The Mancuso Group is soliciting proposals for snow removal services, which will include all common areas, parking lots and sidewalks.

Property Exchanges. BUDC counsel continues to work on two property exchange transactions, one involving an exchange of properties with Plesh Industries and the other an exchange of properties with the City of Buffalo.

Neighborhood Planning and Development: The BOA nomination document has received comments from the New York Department of State (DOS). Staff along with OSP, BURA and the Buffalo Sewer Authority are preparing responses to those comments. Next steps include the receipt of nomination document comments from DOS and holding a final public meeting.

Community Outreach: The Business Network Series was held August 13th. The theme was Recover, Re-Launch, and Rebuild, Next Steps for Our Minority Businesses.

4.6 Buffalo Lakeside Commerce Park Project Update – Mr. Cammarata presented an update regarding Buffalo Lakeside Commerce Park. He noted that Arcadis has completed the final engineering report for Parcel 3 and submitted the report to NYSDEC for review. He also reported that BUDC is working with a prospect that is interested in 193 Ship Canal Parkway. BUDC and the prospect have scheduled a meeting with NYSDEC to discuss the Brownfield Cleanup Program project for the site.

4.7 308 Crowley Project Update – Mr. Cammarata briefly commented on the 308 Crowley project, noting that progress with SHPO has been made regarding the proposed partial demolition work, which will be documented in a memorandum of agreement.

5.0 Late Files – None.

6.0 Tabled Items

6.1 Northland Corridor – Amended & Restated Leasing Policy Approval – Mr. Cammarata noted that the Amended and Restated Leasing Policy for Northland Corridor Properties had been tabled at the July Board of Directors meeting. Mr. Halligan made a motion to remove the item from the table. The motion was seconded by Ms. Fishkin and unanimously carried (15-0-0). Mr. Cammarata then reviewed the changes that were made to the policy since the last Board meeting, which were reviewed with the Real Estate Committee and recommended for Board approval. The Board discussed the proposed policy. Mr. Pridgen commented on the provisions that would authorize the President to approve rent reductions, and suggested that the President should obtain approval for rent reduction modifications. At the end of the discussion, Mr. Pridgen made a motion to adopt the Amended and Restated Leasing Policy for Northland Corridor Properties, subject to the addition to the policy of provisions requiring the President to obtain approval for rent reductions. The motion was seconded by Ms. Gallagher and unanimously carried (15-0-0).

7.0 Executive Session – None.

- 8.0 **Adjournment** – There being no further business to come before the Board, upon motion made by Mr. Nasca, seconded by Ms. Fishkin and unanimously carried, the August 25, 2020 meeting of the Board of Directors was adjourned at 1:07 p.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Kevin J. Zanner', written in a cursive style.

Kevin J. Zanner, Secretary