

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

Via Video Conference Call & Live Stream Audio

**July 13, 2020
12:00 p.m.**

Call to Order:

Committee Members Present:

James Comerford
Janique S. Curry
David J. Nasca
Dennis M. Penman (Committee Chair)

Committee Members Absent:

Trina Burruss

Officers Present:

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

Roll Call; Order of Business – The Secretary called the roll of the members of the Audit & Finance Committee at 12:05 p.m. and a quorum of the Committee was determined to be present. Ms. Curry joined the meeting during the presentation of agenda item 2.0

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. 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.

- 1.0 Approval of Minutes of the June 10, 2020 Meeting** – The minutes of the June 10, 2020 meeting of the Audit & Finance Committee were presented. Mr. Nasca made a motion to approve the meeting minutes. The motion was seconded by Mr. Comerford and unanimously carried.
- 2.0 Buffalo Urban Development Corporation – Draft 2019 990/990-T** – Ms. Profic reviewed with the Committee the draft IRS Form 990/990T prepared by Freed Maxick, copies of which were circulated to the Committee in advance of the meeting. BUDC has obtained a filing extension until November but was required to make estimated tax payments. Ms. Profic reviewed the tax payments as outlined in a separate handout. These payments are attributable to the tax credits structure that was established for the 683 Northland project. The tax bill is approximately \$57,000. Ms. Profic noted that the Buffalo Brownfields Redevelopment Fund would be used to reimburse this expense. She also indicated that she would report at the July Board meeting that a copy of the draft Form 900/990T will be made available for Board member review and comment.

- 3.0 Cash Flow Analysis Process / Timeline** – Ms. Profic reported that BUDC has engaged Freed Maxick at a cost not to exceed \$7500.00 to prepare the analysis requested by the Committee of the tax credits projections and cash flows for the 683 Northland project. Ms. Cammarata commented that the analysis will be utilized by BUDC to help develop the 2021 budget.
- 4.0 Historic Tax Credit Certification Update** – Ms. Profic informed the Committee that Freed Maxick is working on the Phase 2 cost certification that is needed in order to receive the fourth installment of historic tax credits equity. A draft report is expected by the end of July.
- 5.0 Draft Amended and Restated Leasing Policy for Northland Corridor Properties** – Mr. Cammarata and Mr. Zanner presented the proposed amendment to the BUDC Leasing Policy for Northland Corridor Properties. Mr. Cammarata noted that several tenants have made requests to modify lease terms due to the COVID-19 pandemic. Mr. Zanner reviewed the proposed amendment, which would specifically authorize the President to modify existing lease terms except in those instances where the modification would result in a rent reduction of more than a to-be-determined percentage of the overall rent or would result in an adjustment to the duration of the lease. Those modifications would be subject to approval of the Real Estate Committee. Mr. Penman suggested that the policy be amended so that the President is the sole officer authorized to take action under the policy, and that references in the policy to the Vice President or Executive Vice President having concurrent authority should be deleted. Mr. Cammarata noted that the proposed amendment will be reviewed with the Governance Committee and the Real Estate Committee before it is presented to the Board of Directors for approval.
- 6.0 Adjournment** – There being no further business to come before the Committee, upon motion made by Ms. Curry, seconded by Mr. Comerford and unanimously carried, the July 13, 2020 meeting of the Audit & Finance Committee was adjourned at 12:30 p.m.

Respectfully submitted,



Kevin J. Zanner
Secretary