

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

***Northland Workforce Training Center
683 Northland Avenue—Community Room 126
Buffalo, New York 14211***

**November 29, 2022
12:00 p.m.**

Directors Present:

Dan Castle
Janique S. Curry
Dennis W. Elsenbeck
Darby Fishkin
Elizabeth Holden
Thomas A. Kucharski
Brendan R. Mehaffy
David J. Nasca
Darius G. Pridgen
Karen Utz

Directors Absent:

Catherine Amdur
Hon. Byron W. Brown (Chair)
Trina Burruss
Dottie Gallagher
Thomas Halligan
Nathan Marton
Kimberley A. Minkel
Dennis M. Penman (attended via Zoom)

Officers Present:

Brandye Merriweather, President
Rebecca Gandour, Executive Vice President
Kevin J. Zanner, Secretary

Guests Present: Jonathan Epstein, *The Buffalo News*; Zaque Evans, Senior Economic Development Specialist, Erie County Executive's Office; Alexis M. Florczak, Hurwitz Fine P.C.; Soma Hawramee, ECIDA Compliance Officer; Laurie Hendrix, BUDC Administrative Coordinator; Brian Krygier, Director of IT, ECIDA; Kelly Maloney, Gilbane Building Company; Antonio Parker, BUDC Project Manager; Lynette Thompson, ECIDA; and Hailey Whitney, General Planner, Office of Strategic Planning.

- 1.0 Roll Call** – The meeting was called to order at 12:11 p.m. by Mr. Mehaffy, who chaired the meeting. A quorum was not present. Items 4.7 and 4.8 were presented first for informational purposes. Ms. Curry joined the meeting during the presentation of agenda item 4.8, at which time a quorum of the Board was determined to be present. Mr. Pridgen left the meeting during the presentation of agenda item 4.6.
- 2.0 Reading of the Minutes** – The minutes of the November 29, 2022 meeting of the Board of Directors were presented. Mr. Kucharski made a motion to approve the meeting minutes. The motion was seconded by Ms. Fishkin and unanimously carried (10-0-0).

3.0 Monthly Financial Reports – Ms. Gandour presented for information purposes the financial statements for 683 Northland Master Tenant, LLC for the period ending October 31, 2022. She then presented the consolidated financial statements for BUDC and its affiliates, 683 Northland LLC and 683 WTC, LLC for the period ending October 31, 2022. Mr. Elsenbeck made a motion to accept the BUDC consolidated financial statements. The motion was seconded by Mr. Nasca and unanimously carried (10-0-0).

4.0 New Business

4.1 Appointment of Nathan Marton to BUDC Downtown Committee – Ms. Utz made a motion to appoint Board member Nathan Marton to the BUDC Downtown Committee. The motion was seconded by Mr. Elsenbeck and unanimously carried (10-0-0).

4.2 Ralph C. Wilson, Jr. Centennial Park – Ralph C. Wilson, Jr. Foundation Grant Agreement #8 – Mr. Parker presented his November 29, 2022 memorandum regarding a proposed grant agreement (Grant Agreement #8) from the Ralph C. Wilson, Jr. Foundation. Mr. Castle made a motion to: (i) accept the anticipated \$24,500,000 grant award from the Ralph C. Wilson, Jr. Foundation for additional components of the Phase 1 core park construction; and (ii) authorize the President or Executive Vice President to execute the grant agreement and take such other actions as are necessary or appropriate to implement this action. The motion was seconded by Ms. Fishkin and unanimously carried (10-0-0).

4.3 Ralph C. Wilson, Jr. Centennial Park – Biohabitats Proposal for Shoreline Monitoring Services – Ms. Gandour presented her November 29, 2022 memorandum regarding the Biohabitats proposal for shoreline monitoring services at Ralph C. Wilson, Jr. Centennial Park. Mr. Mehaffy commented that the Downtown Committee discussed the four-year monitoring commitment and noted that the City has the long-term responsibility for monitoring. Ms. Curry made a motion to: (i) approve an amendment to the MVVA Master Services Agreement for an amount not to exceed \$70,000 for shoreline monitoring services to be performed by Biohabitats; and (ii) authorize the BUDC President or Executive Vice President to execute the amendment to the Master Services Agreement and take such other actions as are necessary to implement this authorization. The motion was seconded by Ms. Utz and unanimously carried (10-0-0).

4.4 Ralph C. Wilson, Jr. Centennial Park – MLB-MLBPA Youth Development Foundation Grant Agreement/Ralph Wilson Park Conservancy MOU – Mr. Parker presented his November 29, 2022 memorandum regarding a proposed memorandum of understanding (MOU) with the Ralph Wilson Park Conservancy relating to the performance by the Conservancy of certain obligations under the MLB-MLBPA Youth Development Foundation Grant Agreement. Ms. Gandour noted that the Conservancy is responsible for programming at the park. In response to a question from Ms. Curry, Ms. Gandour indicated that the MLBPA grant agreement requires reporting of certain data but does not include specific metrics or benchmarks to be achieved. Following the discussion, Mr. Elsenbeck made a motion to: (i) approve the Memorandum of Understanding between BUDC and the Ralph Wilson Park Conservancy; and (ii) authorize the BUDC President or Executive Vice President to execute the Memorandum of Understanding and take such other actions as are necessary to implement this authorization. The motion was seconded by Ms. Utz and unanimously carried (10-0-0).

4.5 Northland Central – Extension of KeyBank Term Loan/Line of Credit – Mr. Castle made a motion to table this item. The motion was seconded by Mr. Elsenbeck and unanimously carried (10-0-0).

4.6 Buffalo’s Race for Place – Downtown Waterfront Infrastructure and Public Realm Improvements Plan Consultant Selection – Ms. Merriweather presented for information purposes her November 29, 2022 memorandum regarding the proposed selection of a consultant

for the Downtown Waterfront Infrastructure and Public Realm Improvements Plan. No vote was taken on this item as a quorum of the Board was not present when the item was presented.

4.7 BBRP/Buffalo’s Race for Place Project Update – Ms. Merriweather presented an update regarding Buffalo’s Race for Place. The Entertainment District project continues to move forward, and construction on Court Street is nearly complete. BUDC continues its work with the Project for Public Spaces on the placemaking grant received for the Ellicott Node. BUDC is working with the Erie County Department of Public Works with respect to the lighting components of the project. Queen City Pop-Up is teaming up with Buffalo Place, the Mayor’s Office of Strategic Planning and Buy Black Buffalo to encourage people to shop downtown this holiday season and is running a Downtown Dollars Sweepstakes to award 100 gift certificates over the next three weeks for use at participating businesses.

4.8 Northland Beltline Corridor - Project Update – Ms. Gandour presented the Northland Beltline Corridor update. The Economic Development Administration (EDA) approved BUDC’s proposed grant administration plan for the Build Back Better grant. A request for proposals for A/E and Project Administration for Build Back Better project work will be issued in early December. On December 9th, an EDA delegation will tour the Northland campus with local and state representatives. Mr. Eisenbeck commented that the tour is an opportunity to highlight New York State initiatives including its Climate Act, which will award \$200-300 million to disadvantaged communities. Ms. Gandour also reported that BUDC and Zephyr have not executed a lease for 612 Northland as Zephyr has not yet satisfied the contingency to execute a memorandum of understanding with the Northland Workforce Training Center. Mr. Mehaffy commented that if Zephyr does not satisfy the contingency by December 1st, Zephyr’s proposed lease of 612 Northland will no longer have Board approval and the matter will be returned to the Real Estate Committee for further consideration, including other lease proposals.

4.9 Waterfront/Ralph C. Wilson, Jr. Centennial Park Project Update – Ms. Maloney presented an update regarding the Ralph C. Wilson, Jr. Centennial Park Project. Gilbane has begun preconstruction work. Tree clearing signs have been installed on site, and the tree clearing work has been awarded to Scott Lawn Yard, a women-owned business enterprise. Scott Lawn Yard has commenced the tree clearing work, which is anticipated to take 5 to 6 weeks. The bridge steel fabrication bid package and the site, landscaping, bridge steel installation and shoreline work packages will be bid out in the next two weeks. A draft project labor agreement (PLA) has been prepared and is under review by City of Buffalo legal counsel. Gilbane and the City of Buffalo met last week regarding the PLA and GMP contract and follow up meetings are anticipated. An estimate was submitted to the Park’s core team and is being reconciled for Phase 1 and Phase 2 of construction. Site mobilization is anticipated to start in April 2023, depending on weather conditions. Permits from the NYSDEC and Army Corps of Engineers are currently on track.

4.10 Buffalo Lakeside Commerce Park – Project Update – Ms. Gandour presented an update regarding Buffalo Lakeside Commerce Park. Krog and Savarino are both current on payments under their respective exclusivity agreements with BUDC. The 2023 assessments for the Property Owners Association have been issued to POA members.

5.0 Late Files – None.

6.0 Tabled Items – None.

7.0 Executive Session – None.

8.0 Adjournment – There being no further business to come before the Board of Directors, the November 29, 2022 meeting of the Board of Directors was adjourned at 12:50 p.m.

Respectfully submitted,

Kevin J. Zanner, Secretary