

**Minutes of the Meeting
of the
Downtown Committee
of
Buffalo Urban Development Corporation**

901 City Hall
Buffalo, New York 14202
May 23, 2019
12:00 p.m.

Committee Members Present:

James W. Comerford
Darby Fishkin
Thomas R. Hersey, Jr.
Brendan R. Mehaffy (Committee Chair)

Committee Members Absent:

Dottie Gallagher
Darius G. Pridgen

Officers Present:

Peter M. Cammarata, President
David A. Stebbins, Executive Vice President
Brandye Merriweather, Vice President
Mollie M. Profic, Treasurer
Atiqa Abidi, Assistant Treasurer

Guests Present: Michael Finn, City of Buffalo Department of Public Works; and Nicholas A. Pusateri, Esq., Hurwitz & Fine, P.C.

Roll Call: The roll of Committee members was called at 12:05 p.m. A quorum of the Committee was present. Mr. Pusateri served as secretary of the meeting.

- 1.0 Approval of Minutes of the January 8, 2019 Meeting** – The minutes of the January 8, 2019 meeting of the Downtown Committee were presented. Mr. Comerford made a motion to approve the meeting minutes. The motion was seconded by Mr. Hersey and unanimously carried.

Before the discussion moved to item 2.0 of the agenda, Mr. Mehaffy noted that the Downtown Committee's role has been expanded to include a more active role in waterfront and other downtown development projects of BUDC. Agenda items 3.0, 4.0, 5.0 and 6.0 reflect the Committee's new and expanded role.

- 2.0 Downtown and Waterfront Development – General Overview** – Ms. Merriweather reported that discussions regarding the downtown and waterfront development focused on how BUDC could develop and administer programs, facilities and infrastructure designed to connect Buffalo's central business district to the waterfront. Ms. Merriweather then directed the discussion toward increasing the number of Committee meetings due to the Committee's expanded role. Ms. Merriweather explained that it would be beneficial for the Committee to meet monthly rather than quarterly, with meetings scheduled at least two weeks before each meeting of the BUDC Board of Directors. Ms. Merriweather asked for Committee input regarding the scheduling of monthly meetings.

- 3.0 Waterfront Development – JLL Project Management Proposal** – Mr. Stebbins presented his May 22, 2019 memorandum regarding the process to hire a project manager for the redevelopment of

LaSalle Park. The \$2.8 million dollar grant from the Ralph C. Wilson, Jr. Foundation includes \$785,000 over a period of three (3) years to contract for Project Management and Development Services for the redevelopment of the park. Mr. Stebbins indicated that the Foundation had recommended that BUDC consider utilizing JLL, Inc. (Jones Lang LaSalle) to provide these services—the Foundation utilized JLL for the matching Ralph C. Wilson, Jr. Centennial Park project in Detroit, Michigan. He noted that JLL submitted to BUDC an initial proposal for project management services, a copy of which was included in the Committee meeting materials. The cost of the initial engagement is \$69,000 and would be paid for with Foundation grant funding. Mr. Stebbins then asked Mr. Pusateri to review with the Committee the provisions of the BUDC procurement policy as to relates to the proposed contract with JLL. Mr. Pusateri explained that the procurement policy includes a provision that permits the BUDC Board of Directors to adopt a resolution prospectively waiving competitive solicitation procedures upon the Board's determination that the solicitation would be impractical and that a waiver of the solicitation requirements is in the best interests of BUDC.

The Committee discussed the role of the BUDC Board of Directors in making the determination that an award of the contract to JLL is in the best interests of BUDC. Mr. Hersey indicated that the Board should be provided with evidence that JLL was properly vetted before it was selected to provide similar services for the matching Ralph C. Wilson, Jr. Centennial Park project in Detroit. Ms. Fishkin agreed with Mr. Hersey and inquired whether JLL went through a competitive solicitation process before being awarded the contract for the Detroit project. Mr. Mehaffy expressed reluctance in having the Committee make a recommendation to the Board that it award the contract to JLL without competitive solicitation without knowing that engaging JLL will result in project continuity and that there would not be a learning curve for the consultant. The Committee also expressed concern that the Board's award of the contract to JLL without competitive solicitation not be construed as acting outside the scope of the BUDC procurement policy. The Committee collectively decided not to issue a formal recommendation regarding the proposed contract award, but requested instead that executive staff present the item to the BUDC Board of Directors at the May 30th meeting, along with information to address the concerns raised by the Committee.

4.0 Waterfront Development – Ralph C. Wilson Foundation Grant #2 – Mr. Stebbins presented his May 22, 2019 memorandum regarding an additional grant from the Ralph C. Wilson, Jr. Foundation. Mr. Stebbins explained that BUDC had applied for a second grant from the Foundation for BUDC to continue design and due diligence work previously initiated by the Foundation for the conceptual design of the new Ralph C. Wilson, Jr. Centennial Park. The grant will provide BUDC with an additional \$3.9 million to cover costs associated with the schematic design, design development and site development due diligence work. The Committee discussed the grant and its necessity for the redevelopment of LaSalle Park. Mr. Hersey made a motion to recommend that the BUDC Board of Directors authorize BUDC to accept the \$3.9 million grant from the Foundation for the costs associated with the schematic design, design development and site development due diligence work for the transformation of LaSalle Park into the Ralph C. Wilson, Jr. Centennial Park. The motion was seconded by Ms. Fishkin and unanimously carried.

5.0 Waterfront Development – MVVA Design Proposal – Mr. Stebbins presented his May 22, 2019 memorandum regarding a proposal to retain Michael Van Valkenburgh Associates, Inc. (MVVA) to provide landscape design services for the transformation of LaSalle Park into Ralph C. Wilson, Jr. Centennial Park. He noted that MVVA was previously engaged for the initial park design phase as part of the Imagine LaSalle process. The Ralph C. Wilson Foundation has formally requested in writing that BUDC engage MVVA to undertake the design work. Mr. Stebbins noted that these services will be paid for exclusively with Foundation grant funding. Based on MVVA's unique knowledge and expertise with respect to the project, along with the reasonable cost of the services to be provided, BUDC executive staff asked that the Committee recommend that the BUDC Board of Directors authorize BUDC to enter into a Master Services Agreement with MVVA for the work. Mr. Stebbins then asked Mr. Pusateri to review the applicable provisions of the procurement policy as it relates to the proposed contract award to MVVA. Mr. Pusateri explained that the policy provides an exception to competitive solicitation procedures when, although there are two or more vendors available to supply the required

services, one particular vendor has unique knowledge or expertise regarding the project (rendering competitive solicitation impractical) and the cost to BUDC is reasonable. Mr. Stebbins explained that, with respect to the next phases of design work for the project, MVVA has unique knowledge and expertise regarding the design work, the cost to BUDC of retaining MVVA is reasonable, and partnering with MVVA for the next phases of design work is in BUDC's best interests.

This Committee discussed the proposed retention of MVVA. Discussions centered around the quality of MVVA's work and whether it was appropriate in this instance to seek alternative proposals through competitive solicitation given MVVA's prior work on the project. Mr. Mehaffy noted that MVVA is recognized as one of the top park design firms worldwide and that the development of "sister" parks in Detroit and Buffalo would be best accomplished by having the same design firm for both projects. Ms. Fishkin agreed. At the conclusion of the discussion, Mr. Comerford made a motion to recommend that the BUDC Board of Directors authorize BUDC to enter into a Master Services Agreement with MVVA for the schematic design phase of the Ralph C. Wilson, Jr. Centennial Park for a sum not to exceed of \$1,250,000, to be paid through the 3.9 million dollar grant award from the Foundation. The motion was seconded by Ms. Fishkin and unanimously carried.

- 6.0 Waterfront Development – Wendel Due Diligence Proposal** – Mr. Stebbins presented his May 22, 2019 memorandum to the Committee regarding a proposed contract with Wendel Companies to provide due diligence services for the design and implementation of the transformation of LaSalle Park into Ralph C. Wilson, Jr. Centennial Park. He noted that Wendel submitted a proposal for the services, a copy of which was included in the Committee meeting materials, and that Wendel has performed work in connection with the redevelopment of LaSalle Park since the project's early stages. The City of Buffalo had previously selected Wendel through a competitive solicitation process to work on the LaSalle Park Master Plan and MVVA has also retained Wendel to provide design-related due diligence and support services in connection with its initial work on the project. Due to the time sensitive nature of the due diligence services needed for the Park project and Wendel's knowledge and expertise with respect to the project site, BUDC executive staff is recommending that BUDC engage Wendel to perform due diligence services for the Park project.

The Committee discussed the proposed retention of Wendel. Discussions centered around the need to quickly award a contract for due diligence services due to MVVA's proposed project schedule. Several members of the Committee commented that awarding a contract for due diligence services as soon as possible was in BUDC's best interest and that seeking proposals through competitive solicitation would delay the progress of the project. An award of the contract to Wendel coupled with Wendel's prior experience with the project would keep the project schedule on track. At the conclusion of the discussion, Mr. Comerford made a motion to recommend that the BUDC Board of Directors authorize BUDC to enter into an agreement with Wendel Companies for Due Diligence Services for the Ralph C. Wilson Centennial Park project in the amount of \$135,000, which will be paid through the 3.9 million dollar grant award from the Foundation. The motion was seconded by Ms. Fishkin and unanimously carried.

- 7.0 Downtown Committee Schedule** – Ms. Merriweather revisited her prior comments regarding BUDC staff's desire to increase the number of Committee meetings due to the Committee's expanded role in BUDC. Ms. Merriweather reminded the Committee members to soon provide dates and times that would be best to meet on a monthly basis. After reviewing the Committee members' responses, BUDC staff will schedule the next meeting of the Committee.
- 8.0 Downtown Infrastructure Update** – Ms. Merriweather discussed that BUDC is focused on how to better facilitate making Buffalo a "four seasons" city. Initiatives currently being explored include heated sidewalks and multi-modal transportation to make the year-round city experience better for both residents and tourists.

- 9.0 Queen City Pop Up** – Ms. Merriweather reported that an RFP for the summer edition of the Queen City Pop Up program was issued on May 13, 2019. Proposals are due June 3, 2019. The program will run at the Market Arcade Building from June 27 to August 30, 2019.
- 10.0 Partner Updates** – None.
- 11.0 Adjournment** – There being no further business to come before the Downtown Committee, the May 23, 2019 meeting of the Downtown Committee was adjourned at 1:17 p.m.

Respectfully submitted,



Nicholas A. Pusateri
Secretary of the Meeting