NEW YORK STATE OF OPPORTUNITY. | Erie Canal Harbor Development Corporation

A Subsidiary of Empire State Development

ERIE CANAL HARBOR DEVELOPMENT CORPORATION

at the offices of
Empire State Development – Buffalo Regional Office
95 Perry Street - Suite 500
Buffalo, NY 14203

Meeting of the Directors

Wednesday

March 25, 2026 – 10:30 AM

AGENDA

CORPORATE ACTION

1. Approval of the Minutes of the October 14, 2025 Directors' Meeting

2. Erie Canal Harbor Development Corporation Fiscal Year 2026-27 Operating and Capital Budget Proposals – Approval of the Corporation's Operating and Capital Budgets for the Fiscal Year 2026-27 (April 1, 2026 – March 31, 2027)

Item 1

Erie Canal Harbor Development Corporation
95 Perry Street
5th Floor Conference Room
Buffalo, New York 14203

October 14, 2025

MINUTES

In Attendance	
Directors:	Joan A. Kesner – Chair Sam Capitano Constance Lydon Erie County Executive Mark C. Poloncarz (Non-Voting) Bryan Wittman Leslie Zemsky
ECHDC Staff:	Mark Wendel, President Debbie Royce, Corporate Secretary
ESD Staff:	Anthony Dalessio, Deputy Chief Financial Officer and Controller Stephen Gawlik, VP, Poly and Capital Projects and Senior Counsel - Strategic Initiatives Eugene Kwiatkowski, Senior Director of Budgeting Laura Magee, Deputy Director - Public Affairs Florence Moses, Director - Subsidiary Finance
Also Present:	Dan Castle, Commissioner of Environment and Planning - Erie County Members of the Media

The meeting of the Erie Canal Harbor Development Corporation (the "Corporation"), was called to order at approximately 10:30 a.m. It was noted for the record that the meeting was being webcast. Chair Kesner then introduced and thanked the members of the Board who were present for the meeting.

Chair Kesner then noted that the public had been given an opportunity to provide comments on the Agenda items by submitting their written comments by 9:00 a.m. today and stated that one comment was received by the public, but it did not relate to the meeting's

Agenda. She also noted that there were no members of the public in attendance to provide comments.

Chair Kesner further noted that the Directors had received the relevant written materials in advance of today's meeting and were free to ask questions at any time.

The Chair then asked the Directors if anyone had any potential conflict of interest with regard to any of the items on the Agenda and no conflicts were noted at this time.

The Chair then called for a motion to approve the Minutes of the June 23, 2025 and of the July 14, 2025 Directors' Meetings. Hearing no questions, comments, additions, or deletions on either set, upon motion duly made and seconded, the following Resolution was unanimously adopted:

APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE JUNE 23, 2025 and JULY 14, 2025, MEETINGS OF THE DIRECTORS OF THE ERIE CANAL HARBOR DEVELOPMENT CORPORATION

RESOLVED, that the Minutes of the meetings of the Corporation held on June 23, 2025 and July 14, 2025, as presented to this meeting, are hereby approved and all actions taken by the Directors present at such meeting as set forth in each such Minutes, are hereby in all respects ratified and approved as actions of the Corporation.

* * *

Proceeding with the Agenda, the Chair called on Mark Wendel, President of the Corporation, to present the first item on the Agenda for the Directors' consideration related to the authorization for the Corporation to enter into a contract for construction management services in connection with the Buffalo Cruise Terminal Project.

Mr. Wendel started by explaining this was an exciting next step for the cruise terminal that has been discussed at precious meetings. He reminded the Directors that the they approved a design team in June 2025, and since that time the design team has been working on site analysis, starting to program, and preparing the siting portion of the project. He advised that today's action was related to the selection of the construction manager.

Mr. Wendel stated that on July 18, 2025, ECHDC solicited bids for a Buffalo Cruise Terminal construction management firm in the *New York State Contract Reporter*. He advised that following the receipt of seven proposals by the August 14, 2025 submission deadline, an evaluation committee conducted a formal review and determined that Buffalo Construction Consultants ("BCC") satisfied all requirements of the RFP and represented the best value for the proposed scope of work. He further advised that the resulting contract was established for a term spanning October 2025 through July 2027. Founded in 2017 and headquartered in Buffalo, he noted BBC possesses extensive experience managing complex construction projects throughout Western and Central New York.

Mr. Wendel reported that BCC previously oversaw the successful completion of the Gateway Building within Canalside. He noted that BCC would represent the Corporation throughout the pre-construction, construction, and post-construction phases of the current project. With the design team having already commenced work, Mr. Wendel emphasized the necessity of engaging the construction manager at this stage to provide critical constructability reviews of the project documents. He further detailed that BCC's immediate responsibilities included assessing required permits and managing the project budget. Looking forward, he

advised BCC was also tasked with assisting in the development of Request for Proposals ("RFP") for bidders, scheduled for release in Spring 2026.

Mr. Wendel confirmed that BBC would serve as the primary point of contact for the duration of the project, overseeing the design finalization, the RFP process for bidders, and construction through to final completion. He noted that their responsibilities further included securing necessary permits and obtaining the certificate of occupancy. Beyond core management, he explained the contract scope encompassed additional services such as third-party inspections for geotechnical testing, concrete testing, and steel welding as required.

Following the full presentation, Chair Kesner expressed enthusiasm for the commencement of the project and Director Capitano spoke in favor of the selection, noting BCC's long-standing competence and positive professional reputation based on prior collaborations.

County Executive Poloncarz concurred with Director Capitano's assessment, citing the strong professional relationship between Erie County and BCC based on its previous successful collaborations. The County Executive then inquired as to whether the design team had provided preliminary drawings or if there was an established estimate regarding the total construction costs for the facility.

Mr. Wendel responded that the design team was currently on-site and that the Corporation was awaiting the initial cost estimate, noting that a budget had already been

allocated for the project. He emphasized that the primary objective for onboarding the Construction Manager ("CM") was to begin the formal analysis of site operations. He advised that while initial reports for the seawall construction were complete and geotechnical analysis had commenced, coordination with customs officials had been impacted by the federal government's shutdown. He concluded by affirming that the CM, upon engagement, would be responsible for providing the detailed budgetary analysis required to move the project forward.

County Executive Poloncarz noted the contract term extending through July 2027 and inquired if this timeline included post-construction activities, as well as when construction estimates and bidding were expected to commence. Mr. Wendel clarified that the Corporation anticipated entering the bidding phase in spring 2026, specifically around April or May. Director Lydon then sought assurance that long-term maintenance requirements were being integrated into the initial project scope rather than addressed as an afterthought. Mr. Wendel responded that maintenance protocols would be incorporated into existing landscaping agreements and the final building contracts, noting that coordination with customs officials would also be a component of the long-term operational solution.

Director Lydon sought further confirmation that long-term maintenance was being integrated into the project's foundational planning, which Mr. Wendel confirmed.

Hearing no further questions or comments from the Directors, and noting no comments from the public, upon motion duly made and seconded, the following resolution was unanimously adopted:

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – Buffalo Cruise Terminal Construction Manager - Authorization to Enter into a Contract for Construction Management Services with Buffalo Construction Consultants, Inc. for the Buffalo Cruise Terminal Construction Manager; and Authorization to Take Related Actions

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BE IT RESOLVED, that upon the basis of the materials presented to this meeting (the "Materials"), a copy of which is hereby ordered filed with the records of the Corporation, the Corporation hereby finds Buffalo Construction Consultants, Inc.to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to enter into a contract with Buffalo Construction Consultants, Inc. for a base contract amount of SEVEN HUNDRED SIXTY SIX THOUSAND SIX HUNDRED EIGHTY FIVE DOLLARS ($766,685) plus a contingency in the amount of ONE HUNDRED FIFTY THREE THOUSAND THREE HUNDRED THIRTY EIGHT DOLLARS ($153,338) for a total contract amount not to exceed NINE HUNDRED TWENTY THOUSAND TWENTY THREE DOLLARS ($920,023) for the purposes and services, and substantially on the terms and conditions, set forth in the Materials; and be it further

RESOLVED, that the President of the Corporation or his designee be, and each of them hereby is, authorized to take such action and execute such documents as may be necessary or appropriate to carry out the foregoing resolution.

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Chair Kesner then asked Mr. Wendel to present the final Agenda item concerning a contract amendment with the Buffalo History Museum (the "Museum") related to the Erie Canal Bicentennial Visitors Experience at Canalside.

Mr. Wendel presented a request to amend the existing agreement with the Buffalo History Museum for the continued management and operation of the "Waterway of Change" exhibit at the Longshed. He recalled that the initial 2024 agreement tasked the Museum with providing staffing, daily maintenance, and public outreach, noting that the exhibit had successfully hosted between 30,000 and 40,000 visitors over the previous year.

Mr. Wendel stated the proposed amendment would extend the partnership through 2027, incorporating staffing adjustments based on a review of first-year operations. He detailed that the Museum would manage a team of approximately 12 part-time and two full-time employees responsible for ticketing, mobile app management, retail operations, and docent-led tours. He highlighted that educational outreach remained a priority, with school tours already booked through April 2026. Furthermore, he advised the Museum's scope of work includes the cleaning and maintenance of both the interior Longshed exhibits and external assets, such as the site arches and thresholds, as well as the procurement of all necessary operational supplies and promotional materials.

Mr. Wendel further clarified that the proposed amendment was structured as a "not-to-exceed" contract, ensuring that fees would be disbursed based on actual time and staffing utilized. He noted that this arrangement allowed for budgetary adjustments and potential savings during periods of lower visitor volume.

Chair Kesner thanked Mr. Wendel, noting the high volume of activity at the site, and called for any questions or comments from the Directors. County Executive Poloncarz inquired whether the opportunity had been formally issued as a Request for Proposals ("RFP") to other regional organizations. He noted that several other history-related and cultural institutions within the region possessed the capability to deliver successful programming and might have been interested in the partnership.

Mr. Wendel responded that a formal RFP had not been issued for this engagement. He explained that a Contract Reporter Exemption was executed to justify a sole-source selection based on the Buffalo History Museum's unique qualifications and existing involvement. He noted that the Museum played a foundational role in the initial set up of the historical exhibits and contributed its own proprietary artifacts for display in the Longshed. He explained given their long-standing expertise as a museum operator, their direct familiarity with the maintenance requirements of the current exhibits, and the seamless continuity provided by their existing staff, the Corporation determined that the Museum offered a specialized service that uniquely qualified them to continue as the operations manager.

County Executive Poloncarz raised two primary concerns regarding the proposed contract extension. First, he inquired whether there were specific plans to align the exhibit with the upcoming 250th anniversary of the United States, expressing concern that the current programming might overlook this significant national milestone. Second, he questioned the long-term viability and refreshment of the exhibit through 2027. Citing past financial challenges and observations regarding static displays at the Buffalo History Museum, the County Executive expressed concern that maintaining the same exhibits over several years could lead to a decline in repeat visitation. He concluded by asking if the current plan adequately addressed the need for new content to ensure continued public interest through the end of the contract term.

Mr. Wendel addressed the County Executive's concerns by outlining several initiatives for the upcoming project years. Regarding the national milestones, he noted that the

Corporation was beginning to coordinate with Governor Hochul's 2025 Celebration Commission to ensure Canalside serves as a key venue for New York State's commemorative events.

To address exhibit stagnation, Mr. Wendel clarified that the Corporation would not wait until 2027 to refresh content. He highlighted an ongoing collaboration with the University at Buffalo to display artifacts from the Marine Drive Apartments archaeological dig, as well as plans to incorporate new historical maps of the canal based on visitor feedback. He affirmed that the Museum, alongside the Corporation's design team, was tasked with implementing these updates starting in 2026 to ensure the exhibit remains engaging for the duration of the contract term.

Hearing no further questions or comments from the Directors, and noting no questions or comments from the public, upon motion duly made and seconded, the following resolution was unanimously adopted:

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – Erie Canal Visitor Experience at Canalside - Authorization to Enter into a Contract Amendment with our Premiere Museum Partner as the Operational Organization for the Erie Canal Bicentennial Visitors Experience at Canalside; Authorization to Amend Support Services; and Authorization to Take Related Actions

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BE IT RESOLVED, that upon the basis of the materials presented to this meeting (the "Materials"), a copy of which is hereby ordered filed with the records of the Corporation, the Corporation hereby finds The Buffalo History Museum to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to enter into a contract amendment with The Buffalo History Museum as the Operational Organization for the Erie Canal Visitors Experience at Canalside for a contract amendment amount of SIX HUNDRED EIGHTY SIX THOUSAND TWENTY EIGHT DOLLARS AND SIXTY TWO CENTS ($686,028.62), for a total contract not to exceed ONE MILLION THREE HUNDRED NINETY NINE THOUSAND TWENTY EIGHT DOLLARS AND SIXTY TWO CENTS ($1,399,028.62) for the purposes and services, and substantially on the terms and conditions, set forth in the Materials; and be it further

RESOLVED, that the President of the Corporation or his designee(s) be, and each of them hereby is, authorized to take such action and execute such documents as may be necessary or appropriate to carry out the foregoing resolution.

* * *

Chair Kesner then called to adjourn the meeting as there was no further business, but County Executive Poloncarz had additional comments to add. He expressed his gratitude to the Corporation's team for their collaboration with Erie County on an upcoming event scheduled for October 25th at The Ruin. He reported an exceptionally positive public response and noted that his office, in conjunction with the Historical Commission, was leading the coordination efforts.

The County Executive detailed several highlights of the planned celebration, including the installation of donated canal markers approved by the City. Additionally, he announced a partnership with the local library to host a bicentennial "birthday party" for the canal's symbolic figure, Sal the Mule. He shared a historical note regarding the transition from draft horses to mules during the canal's early operations, explaining that a draft horse would be featured at the event to honor that heritage.

County Executive Poloncarz continued by noting that the Buffalo & Erie County Public Library and Visit Niagara would be participating in the upcoming celebration, alongside numerous other organizations. He expressed his appreciation to the ECHDC team for their coordination, characterizing the event as a community-wide celebration of the canal's historical significance. Chair Kesner concurred with these sentiments.

Turning to other business, the County Executive requested an update on Heritage Point. He characterized the project's prolonged timeline as recurring and asked for the latest status regarding the closing process.

Mr. Wendel reported that the Corporation remained in daily communication with the Heritage Point developers and confirmed that all closing documents were prepared as of the previous Friday. He stated that the parties involved were currently coordinating the execution of signatures, and work was expected to resume immediately upon finalization and committed to notifying the Board as soon as the closing was confirmed. Stephen Gawlik, Senior Counsel, corroborated this report, noting that legal staff were engaged in the matter multiple times per day to ensure the project moved forward as rapidly as possible. He confirmed that he had participated in two separate calls regarding the closing this morning.

Chair Kesner affirmed that the Corporation remained committed to the project's completion and thanked the County Executive for the request for the update and the invitation to the upcoming bicentennial celebration. Reflecting on a recent canal event, the Chair noted the significant public turnout and noted for the record that the high level of community engagement was a testament to the district's local interest in the canal's heritage.

Hearing no further business, the meeting adjourned at approximately 10:48 a.m.

Respectfully submitted,

Debbie Royce
Corporate Secretary

Item 2

NEW YORK STATE OF OPPORTUNITY. | Erie Canal Harbor Development Corporation

A Subsidiary of Empire State Development

FOR CONSIDERATION
March 25, 2026

TO: The Directors

FROM: Mark J. Wendel

SUBJECT: Erie Canal Harbor Development Corporation Fiscal Year 2026-27 Operating and Capital Budget Proposals

REQUEST FOR: Approval of the Corporation's Operating and Capital Budgets for the Fiscal Year ("FY") 2026-27 (April 1, 2026 – March 31, 2027)

I. Background

New York State Finance Law requires that prior to the commencement on April 1 of each new fiscal year, the Directors of Erie Canal Harbor Development Corporation ("ECHDC" or the "Corporation") adopt an annual operating budget and capital budget, if applicable. Attached for your review and approval are the proposed ECHDC FY 2026-27 (April 1, 2026 – March 31, 2027) Operating and Capital Budgets (the "Budgets").

II. ECHDC FY 2026-27 Operating Budget Summary

The Operating Budget proposes a total of $1,257,316 in personal services (salaries and fringe benefits for nine employees) and a total of $264,483 in non-personal services (primarily office occupancy, other outside services, professional fees, insurance and other administrative expenses). The total of all budgeted personal and non-personal expenses for FY 2026/27 is $1,521,799. Consistent with previous years' operating budgets, the FY 2026/27 operating budget will continue to be advanced by Empire State Development, ECHDC's parent, with the expectation of reimbursement at a later date.

III. ECHDC FY 2026-27 Capital Budget Summary

Separate from the Corporation's Operating Budget is the Corporation's Capital Budget. Capital projects are individually approved by the Corporation's Board of Directors under separate actions. The Corporation's Fiscal Year 2026-27 Capital Budget is $39,711,278. This includes, but is not limited to, acquisition costs, design costs of several Canalside and Outer Harbor capital projects, legal costs, property management and maintenance costs, and Outer Harbor Phase 2

projects, as well as ECHDC's payments to the Niagara Frontier Transit Authority for the Outer Harbor property.

Funding for the Corporation's Capital Budget will be consistent with existing Board actions and primarily will consist of both existing and anticipated funds from the New York Power Authority, and New York State Budget Appropriations. No ECHDC corporate funds are included in the capital budget.

IV. Environmental Review

Approval of the Corporation's Operating and Capital Budgets for FY 2026-27 constitutes a Type II action as defined by the New York State Environmental Quality Review Act ("SEQRA") and the implementing regulations for the New York State Department of Environmental Conservation. No further environmental review is required in connection with this request. Capital projects are approved by the Corporation's Board of Directors under separate actions and, as necessary, will be subject to environmental review prior to such Board approval.

V. Non-discrimination and Contractor Diversity

Pursuant to New York State Executive Law Articles 15-A and Article 3 of New York State Veterans' Services Law, ESD recognizes its obligation under the law to promote opportunities for maximum feasible participation of certified minority and women-owned business enterprises (MWBEs) and service-disabled veteran-owned businesses (SDVOBs) in the performance of ESD projects. Specific goals related to the total value of ESD's funding will be established on a per-contract basis.

VI. Recommendation

Based upon the forgoing, The Directors are requested to ratify and approve the Corporation's proposed FY 2026-27 Operating Budget in the amount of $1,521,799 and the Capital Budget in the amount of $39,711,278.

VI. Attachments

Resolution
FY 2026-27 Budget – Operating – Erie Canal Harbor Development Corporation
FY 2026-27 Budget – Capital – Erie Canal Harbor Development Corporation

March 25, 2026

ERIE CANAL HARBOR DEVELOPMENT CORPORATION - FY 2026-27 Operating and Capital Budgets – Approval of the Corporation's FY 2026-27 Operating and Capital Budgets (April 1, 2026 – March 31, 2027)

BE IT RESOLVED, based on the materials at this meeting and ordered filed with the Corporation (the "Materials"), the Corporation's proposed FY 2026-27 Operating and Capital Budgets are hereby approved, and adopted in all respects, substantially in the form set forth in the materials and subject to the availability of funds; and be it further

RESOLVED, that the Officers of the Corporation and/or appropriate designees, and each of them, are hereby authorized and directed to take all actions and execute all documents in connection with the establishment and implementation of the Corporation's Budget; and be it further

RESOLVED, that the President of the Corporation or his designee be, and each of them hereby is, authorized to take such action and execute such documents as may be necessary or appropriate to carry out the foregoing resolution.

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Empire State Development
Erie Canal Harbor Development Corporation
FY 2026-27 Operating Budget

	Board Approved Budget FY 2025-26	Proposed Budget FY 2026-27
PERSONAL SERVICES		
Salaries	$ 844,930	$ 885,434
Fringe Benefits	354,871	371,882
TOTAL PERSONAL SERVICES	$ 1,199,801	$ 1,257,316
HEADCOUNT	9.0	9.0
NON-PERSONAL SERVICES		
Professional Fees		
Legal / Accounting Fees	$ 2,000	$ 2,000
Consultant Fees	-	-
Total Professional Fees	$ 2,000	$ 2,000
Other Non-Personal Services		
Employee Travel & Meals	8,000	8,000
On-line Services/ Due & Subscriptions	1,600	1,600
Office Occupancy Expenses	87,500	87,500
Insurance	100,483	119,183
Other Outside Services	37,000	37,000
Telephone/Internet	4,200	4,200
Office Supplies and Expense	5,000	5,000
Computers/Software/Equipment	-	-
Total Other Non Personal Services	$ 243,783	$ 262,483
TOTAL NON-PERSONAL SERVICES	$ 245,783	$ 264,483
TOTAL OPERATING BUDGET	$ 1,445,584	$ 1,521,799

Empire State Development
Erie Canal Harbor Development Corporation
FY 2026-27 Capital Budget

	Board Approved Budget FY 2025-26	Proposed Budget FY 2026-27
Acquistion Costs	$ 1,225,000	$ 1,225,000
Design & Other Soft Costs	9,617,927	8,469,340
Legal Costs	400,000	400,000
Property Management/Maintenance Costs	5,416,706	4,504,500
Insurance	250,000	250,000
Construction Costs	27,754,049	24,312,438
Other Misc. Costs	550,000	550,000
TOTAL CAPITAL BUDGET	$ 45,213,682	$ 39,711,278