

Item I. A.

**Minutes of the 7/31/2023
USAN Directors' Meeting**

DRAFT – SUBJECT TO REVIEW AND REVISION

USA NIAGARA DEVELOPMENT CORPORATION

Meeting of the Directors
Held at the USA Niagara Offices
222 First Street – 7th Floor
Niagara Falls, New York 14303

With videoconferencing to:

ESD New York City Regional Office
633 Third Avenue – 37th Floor
New York, NY 10017

July 31, 2023

MINUTES

In Attendance Directors: Francine DelMonte – Chair
Scott M. Brydges – Voting Director
Dr. Chandra Foote – Voting Director

Present for USA Niagara: Yvonne Cooper – Acting Corporate Secretary (via videoconference)
Douglas Janese – Senior Counsel, Legal
Paul Ray – Senior Project Manager
John Risio – Project Manager
Lou Rizek – Officer Manager
Anthony Vilaro – President

**Present for ESD
(via videoconference):** Tiffany Beale – Director, Subsidiary Finance
Julia Borukhov – Finance Project Manager
Eugene Kwiatkowski – Senior Director of Budgeting

**Present for ESD Western
New York Regional Office** Laura Magee, Deputy Director – Public Affairs
Paul Tronolone, Vice President – Policy, Planning & Project Management

Also Present: Hon. Mayor Robert Restaino
Gary Siddall – President & CEO – Niagara Aquarium
Christine Stephens – Director of Communication – Niagara Aquarium

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Following the roll call and confirmation that a quorum was present, the meeting of the Directors of the USA Niagara Development Corporation (“USAN” or the “Corporation”) was called to order at 1:00 p.m. by Chair DelMonte.

Chair DelMonte called the meeting to order and noted that the meeting is being webcast and that the public had been given an opportunity to comment on the Agenda items by submitting their written comments by 4:30 p.m. on Thursday and noted that no comments were received from the public.

Chair DelMonte then noted that the Directors had received the relevant written materials in advance of today’s meeting and are free to ask questions.

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 the approval of the Minutes of the March 20, 2023 Directors’ meeting. There being no corrections noted, upon motion duly made and seconded, the following Resolution was unanimously adopted:

APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE MARCH 20, 2023 MEETING OF THE DIRECTORS OF THE USA NIAGARA DEVELOPMENT CORPORATION

RESOLVED, that the Minutes of the meeting of the Corporation held on March 20, 2023 as presented to this meeting, are hereby approved and all actions taken by the Directors present at

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such meeting as set forth in such Minutes, are hereby in all respects ratified and approved as actions of the Corporation.

* * *

Chair DelMonte took the Agenda out of order and called on Anthony Vilaro to present the President's Report noting the various projects in the region for informational purposes only.

Before giving the President's Report, Mr. Vilaro welcomed Mr. Gary Siddell, the President of the Aquarium of Niagara and noted he will be joining us for an item on the Agenda related to the Niagara Aquarium Foundation.

Following the President's Report, Chair DelMonte called on Mr. Vilaro to present the final item on the Agenda as it relates to a request for authorization to designate the Niagara Aquarium Foundation as preferred developer in connection with the Park View Site Development Project.

Mr. Vilaro explained that the Directors were being asked to approve the redevelopment of a multi-lot property located at 535 to 579 Second Street, which will include redeveloping up to 31,000 square-feet of programmable space comprising of an outdoor play area, an aquatic habitat gallery and a natural science exhibit.

Mr. Vilaro further explained that a committee consisting of representatives from USA Niagara, Empire State Development, Niagara Falls State Parks and the City of Niagara Falls reviewed the responses to a Request for Proposal ("RFP") against evaluation criteria measuring

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various aspects of each proposal.

Mr. Vilaro noted that the various measuring aspects included but were not limited to the proposed purchase price for the property, the experience each team had in undertaking similar projects, the quality of the development plan, the ability to complete a project expeditiously, the quality and reasonableness of the financial plan and the extent to which each team proactively undertakes diversity practices in their work.

Mr. Vilaro noted that the proposal from the National Aquarium Foundation received the highest score from the selection committee and was determined to best meet the evaluation criteria as stated in the RFP.

Mr. Vilaro further noted that the proposed development would extend the Aquarium's campus and build upon current efforts to program Niagara Falls State Park adjacent to the Niagara Gorge Discovery Center.

Before finishing the agenda item, Mr. Vilaro noted some images and asked Gary Siddall, the Executive Director at the Aquarium of Niagara if he would like to go through them.

Mr. Siddal then began going through the slides and noted from the architectural design perspective that they have taken great lengths to makes sure that it fits the cultural campus, vibe and mentality.

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Following the full presentation, Chair DelMonte called for questions or comments from the Directors. Hearing none and noting that no comments were received from the public, upon motion duly made and seconded, the following Resolution was unanimously adopted:

USA NIAGARA DEVELOPMENT CORPORATION – Park View Site Development Project — Preferred Developer — Determination of Responsibility with Respect to AON as the proposed Preferred Developer; Authorization to Designate AON as the Preferred Developer to Undertake the Park View Site Development Project; and Authorization to Take All Related Actions

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 USA Niagara Development Corporation (the “Corporation”), the Corporation hereby finds the Niagara Aquarium Foundation (“AON”) to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to designate AON as the Preferred Developer for the proposed Park View Site Development Project located at 535-579 Second Street in downtown Niagara Falls; 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.

* * *

There being no further business, the meeting was adjourned at 1:30 p.m.

Respectfully submitted,

Yvonne Cooper
Acting Corporate Secretary

**Minutes of the 9/27/2023
USAN Directors' Meeting**

DRAFT – SUBJECT TO REVIEW AND REVISION

USA NIAGARA DEVELOPMENT CORPORATION

Meeting of the Directors
Held at the USA Niagara Offices
222 First Street – 7th Floor
Niagara Falls, New York 14303

With videoconferencing to:

ESD New York City Regional Office
633 Third Avenue – 37th Floor
New York, NY 10017

September 27, 2023

MINUTES

In Attendance Directors: Francine DelMonte – Chair
Scott M. Brydges – Voting Director
Dr. Chandra Foote – Voting Director

Present for USA Niagara: Yvonne Cooper – Acting Corporate Secretary (via videoconference)
Douglas Janese – Senior Counsel, Legal
Paul Ray – Senior Project Manager
John Risio – Project Manager
Lou Rizek – Officer Manager
Anthony Vilaro – President

**Present for ESD
(via videoconference):** Tiffany Beale – Director, Subsidiary Finance
Julia Borukhov – Finance Project Manager
Eugene Kwiatkowski – Senior Director of Budgeting

Also Present: Hon. Mayor Robert Restaino

MINUTES

DRAFT - SUBJECT TO REVIEW AND REVISION

Following the roll call and confirmation that a quorum was present, the meeting of the Directors of the USA Niagara Development Corporation (“USAN” or the “Corporation”) was called to order at 11:00 a.m. by Chair DelMonte.

Chair DelMonte called the meeting to order and noted that the meeting will be webcast.

Chair DelMonte also noted that the public had been given an opportunity to comment on the Agenda items by submitting their written comments by 4:30 p.m. on Tuesday and noted that no comments were received from the public.

Chair DelMonte then noted that the Directors had received the relevant written materials in advance of today’s meeting and are free to ask questions

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.

Chair DelMonte then called on Anthony Vilaro to present the only item on the Agenda for the Directors’ consideration.

Mr. Vilaro explained that in March of 2019, through a Strategic Land Acquisition Program, USA Niagara purchased 217 Old Falls Street and 333 First Street with the intention of reviving the long dormant properties located in Niagara Falls State Park. The intention was to

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demolish the 85,000 square-foot building, formerly known as The Native Center and divide it into a northern and southern property for future development.

Mr. Vilardo further explained that on March 20, 2023 the Directors approved Community Services for Every1 as the preferred developer to undertake the First Street Apartment Building Development project and a development opportunity for the remaining portion of the project is being pursued.

Mr. Vilardo noted that on June 14, 2022, USA Niagara issued a Request for Proposal (“RFP”) for architecture and engineering services and received two proposals for the demolition of 333 First Street. The LiRo Group was selected based on the value and quality of the proposal they submitted.

Mr. Vilardo further noted that the LiRo Group was asked to provide additional engineering services related to the proposed interim site improvements to their original scope of work and they will retain Watts Architects and Engineers, a New York State certified MWBE, to provide architecture, civil and structural engineering for the development of three interim design concepts.

Lastly, Mr. Vilardo noted that the original contract amount is \$93,511 and the Directors were being asked to amend the contract amount for an additional \$78,710 for a new total contract amount of \$172,221.

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Following the full presentation, Chair DelMonte called for questions or comments from the Directors. Director DelMonte noted that Mayor Bob Restaino was in attendance at the meeting, and noted that he was aware that several Council members had concerns and made comments, but they were not expressed directly to him.

Chair DelMonte then called for any further questions or comments. Hearing none and noting that no comments were received from the public, upon motion duly made and seconded, the following Resolution was unanimously adopted:

USA NIAGARA DEVELOPMENT CORPORATION – Procurement of Consultant Services – Demolition of 217 Old Falls Street and 333 First Street – Authorization to Enter into a Contract Amendment with The LiRo Group to provide Consultant Services and to Take Related Actions

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 LiRo Group to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to enter into a contract with The LiRo Group in an amount not to exceed ONE HUNDRED SEVENTY-TWO THOUSAND TWO HUNDRED TWENTY-ONE DOLLARS (\$172,221) 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.

* * *

There being no further business, the meeting was adjourned at 11:09 a.m.

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Respectfully submitted,

Yvonne Cooper
Acting Corporate Secretary

Item I. B.



FOR CONSIDERATION

March 26, 2024

TO: The Directors

FROM: Anthony Vilaro

SUBJECT: USA Niagara Development Corporation – Fiscal Year (“FY”) 2024-25
Operating and Capital Budget Proposals

REQUEST FOR: Approval of the Corporation’s Operating and Capital Budgets for FY 2024-25 (April 1, 2024 – March 31, 2025)

I. Background

State Finance Law requires that prior to the commencement of each fiscal year on April 1st, the Directors of USA Niagara Development Corporation (“USAN” or the “Corporation”) adopt an annual operating budget and capital budget, if applicable. Attached for your review and approval are the proposed USAN FY 2024-25 (April 1, 2024 – March 31, 2025) Operating and Capital Budgets (the “Budgets”).

II. USAN FY 2024-25 Operating Budget Summary

The FY 2024-25 Operating Budget proposes a total of \$626,784 in personal services (salaries and benefits for 4.5 employees) and a total of \$163,568 in non-personal services (primarily office occupancy, insurance and other administrative expenses). The total of all budgeted personal and non-personal expenses for FY 2024-25 is \$790,352. Consistent with previous years’ operating budgets, the FY 2024-25 Operating Budget will be advanced by Empire State Development (“ESD”), USAN’s parent, with the expectation of reimbursement at a later date.

III. USAN FY 2024-25 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 FY 2024-25 Capital Budget is \$86,049,397. This includes, but is not limited to, design and other soft costs, legal costs, property management/maintenance costs, insurance costs, demolition and site clearance costs, construction costs and other miscellaneous costs. It is anticipated that the proposed Capital Budget will fund design support and construction costs for the Rainbow Mall Civic Improvement Project, capital grants related to the Hotel Niagara and Cambria Hotel/Residential Development Projects, and maintenance and site

preparation expenses associated with properties secured through USAN's Strategic Land Acquisition Program.

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 NYS Budget Appropriations. No USAN Corporate funds are included in the Capital Budget.

IV. Environmental Review

Approval of USAN's Operating and Capital Budgets for Fiscal Year 2024-25 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 & Supplier Diversity

Pursuant to New York State Executive Law Articles 15-A and 17-B, ESD recognizes its obligation under the law to promote opportunities for maximum feasible participation of certified Minority- and Women-owned Business Enterprises (MWBs) and Service-Disabled Veteran-owned Businesses (SDVOBs) in the performance of ESD projects. The Office of Contractor and Supplier Diversity will review each new project to determine goals on a case-by-case basis.

VI. Recommendation

Based upon the forgoing, the Directors are requested to ratify and approve the Corporation's proposed FY 2024-25 Operating Budget in the amount of \$790,352 and the Capital Budget in the amount of \$86,049,397 (subject to individual project approvals), and to authorize the Corporation to undertake tasks and incur expenditures consistent with advancing the scope of work contemplated in the proposed budgets.

VII. Attachments

Resolution
Proposed FY 2024-25 Operating Budget
Proposed FY 2024-25 Capital Budget

March 26, 2024

USA NIAGARA DEVELOPMENT CORPORATION – Fiscal Year (“FY”) 2024-25 Operating and Capital Budgets Proposals – Approval of the Corporation’s Operating and Capital Budgets for FY 2024 – 25 (April 1, 2024 – March 31, 2025)

RESOLVED, that based on the materials presented at this meeting and ordered filed with the Corporation (the “Materials”), the Corporation’s proposed FY 2024-25 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 Corporation is hereby authorized to undertake tasks and incur expenditures consistent with advancing the scope of work contemplated in the proposed budgets, subject to the availability of funds; and be it further

RESOLVED, that the Directors shall make individual approvals and authorizations for items under the Capital Budget; and be it further

RESOLVED, that the President or his designees be, and the same hereby are authorized to execute and deliver on behalf of the Corporation all documents, instruments and agreements that the President shall deem necessary and appropriate to carry out these resolutions; and be it further

RESOLVED, that the President or his designees be, and the same hereby are authorized to take any action necessary and appropriate to carry out the foregoing.

* * *

Empire State Development
USA Niagara Development Corporation
FY 2024-25 Proposed Operating Budget

	Board Approved Budget FY 2023-24	Proposed Budget FY 2024-25
<u>PERSONAL SERVICES</u>		
Salaries	\$ 450,056	\$ 444,528
Fringe Benefits	184,523	182,256
TOTAL PERSONAL SERVICES	\$ 634,579	\$ 626,784
 HEADCOUNT	 4.5	 4.5
<u>NON-PERSONAL SERVICE</u>		
Professional Fees		
Legal / Accounting Fees	\$ 250	\$ 250
Consultant Fees	-	-
Total Professional Fees	\$ 250	\$ 250
 Other Non-Personal Services		
Employee Travel & Meals	\$ 500	\$ 500
On-line Services/Dues & Subscriptions	1,500	1,500
Office Occupancy Expenses	73,116	73,116
Insurance	40,212	76,202
Other Outside Services	2,500	2,500
Telephone/Internet	5,000	5,000
Office Supplies and Expense	500	500
Computers/Software/Equipment	4,000	4,000
Total Other Non-Personal Services	\$ 127,328	\$ 163,318
 TOTAL NON-PERSONAL SERVICES	 \$ 127,578	 \$ 163,568
 TOTAL OPERATING BUDGET	 \$ 762,157	 \$ 790,352

Empire State Development
 USA Niagara Development Corporation
 FY 2024-25 Proposed Capital Budget

	Board Approved Budget FY 2023-24	Proposed Budget FY 2024-25
Design & Other Soft Costs	\$ 5,832,245	\$ 4,819,831
Legal Costs	55,920	55,920
Property Management/Maintenance Costs	3,457,293	2,424,344
Insurance	384,000	384,000
Demolition & Site Clearance	5,500,000	5,500,000
Construction Costs	50,219,302	64,219,302
Other Misc. Costs	8,646,000	8,646,000
TOTAL CAPITAL BUDGET	\$ 74,094,760	\$ 86,049,397

Item I. C.



FOR CONSIDERATION

March 26, 2024

TO: The Directors

FROM: Anthony Vilardo

SUBJECT: Niagara Falls Convention and Conference Facility Civic Project and Old Falls Street – Calendar Year (“CY”) 2024 Operating and Capital Budgets

REQUEST FOR: Approval of the Niagara Falls Convention and Conference Facility and Old Falls Street CY 2024 Operating and Capital Budgets; Approval of First Quarter 2025 Funding; and Authorization to Disburse Funds

I. Background

Attached for your review and approval are the proposed operating and capital budget requests (the “Budgets”) for the Niagara Falls Convention and Conference Facility Civic Project, known as the Niagara Falls Convention Center (“NFCC”) and Old Falls Street (“OFS”) for 2024.

USA Niagara Development Corporation (“USAN” or the “Corporation”) is the owner and developer of NFCC. The USAN Board of Directors on October 12, 2021, authorized USAN to enter into a five-year agreement (the “Agreement”) with the Niagara Tourism and Convention Corporation d/b/a/ Destination Niagara USA (“DNUSA”) to provide management services for NFCC and the City of Niagara Falls owned OFS, for a five-year term starting January 1, 2022. The Agreement has a two-year extension option.

For CY 2024, the funding source will be through NYS Budget Appropriations made available for projects located in Niagara Falls through the Regional Economic and Community Assistance Program (“RECAP”), FY 2022-23. On November 22, 2022, the Empire State Development (“ESD”) Board of Directors authorized ESD to enter into a Memorandum of Understanding (“MOU”), allowing for ESD to accept and administer funding from NYS for USAN projects. The MOU was executed in March 2023 and was amended in April 2023 to include funding for NFCC/OFS. USAN continues to work on identifying additional funding sources to ensure that future Budgets are fully funded. No USAN Corporate funds will be used to fund the Budgets.

The proposed CY 2024 Operating Budget for NFCC is \$417,054. The Operating Budget for OFS is \$847,930. The total Operating Budget for NFCC and OFS is \$1,264,984.

The proposed CY 2024 Capital Budget is \$235,016. The Capital Budget includes a total of \$181,516 in funding for NFCC and a total of \$53,500 in funding for OFS. DNUSA will make the proposed Capital Budget purchases on behalf of USAN through state contracts where cost effective and through competitive bids and comparable pricing where state contracts are not available.

The Capital Budget for NFCC includes digital signage upgrades of \$80,000; audio visual equipment upgrades of \$20,000; parking lot improvements of \$43,500 and emergency repairs of \$38,016. Included in the OFS Capital Budget is \$16,000 for a golf cart; \$7,000 for an outdoor distro box and cabling; \$6,000 for pop-up tent replacement frames and new branding covers; and \$24,500 for a “selfie” station featuring large Niagara Falls letters for photo opportunities.

The combined Operating and Capital Budgets total \$1,500,000. The NFCC Operating and Capital Budgets total \$598,570. The OFS Operating and Capital Budgets total \$901,430. The proposed Operating and Capital Budgets are attached.

To address the gap in the Corporation’s fiscal year (April 1st to March 31st) and the fiscal year for NFCC/OFS (January 1st to December 31st), the Directors approved on March 20, 2023, an advance of \$250,000 to fund first quarter operations in 2024. USAN proposes that the Directors approve at this time NFCC and OFS funding for the first quarter of 2025 (calendar quarter) in the amount not to exceed \$250,000. The NFCC and OFS budgets for 2025 will remain subject to approval by the Directors before the start of the Corporation’s fiscal year.

II. Environmental Review

USAN/ESD staff has determined that the action, which involves the adoption of an annual budget consisting of capital expenditure items all involving regular maintenance and operational items with no expansion of NFCC or OFS, would constitute a Type II action as defined by the New York State Environmental Quality Review Act and implementing regulations of the New York State Department of Environmental Conservation. No further review is required.

III. Non-Discrimination and Contractor & Supplier Diversity

ESD’s Non-Discrimination and Contractor & Supplier Diversity policies will apply to this Project. The Recipient shall be required to include minorities and women in any job opportunities created, to solicit and utilize Minority and Women Business Enterprises (MWBES) for any contractual opportunities generated in connection with the Project and shall be required to use Good Faith Efforts (pursuant to 5 NYCRR §142.8) to achieve the goals assessed for the NFCC and OFS contracts, individually.

IV. Requested Action

The Directors are requested to approve USAN's proposed CY 2024 NFCC and OFS Operating and Capital Budgets in an amount not to exceed \$1,500,000; to approve NFCC and OFS funding for the first quarter of 2025 (calendar quarter) in an amount not to exceed \$250,000; and to disburse funds in accordance with the CY 2024 NFCC and OFS Operating Budgets attached hereto.

V. Attachments

Resolution

Proposed CY 2024 NFCC Operating Budget

Proposed CY 2024 OFS Operating Budget

Proposed CY 2024 NFCC & OFS Capital Budgets

March 26, 2024

USA NIAGARA DEVELOPMENT CORPORATION – Approval of the Niagara Falls Convention and Conference Facility and Old Falls Street CY 2024 Operating and Capital Budgets; Approval of First Quarter 2025 Funding; and Authorization to Disburse Funds

RESOLVED, that based on the materials presented at this meeting and ordered filed with the Corporation (the “Materials”), the Corporation’s proposed CY 2024 Niagara Falls Convention and Conference Facility and Old Falls Street Operating and Capital Budgets in a cumulative amount not to exceed \$1,500,000 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, the Corporation’s proposal for first quarter 2025 (calendar quarter) funding for the Niagara Falls Convention and Conference Facility and Old Falls Street in an amount not to exceed \$250,000 is 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 actions of the President or his designees relating to the CY 2024 Niagara Falls Convention and Conference Facility and Old Falls Street Operating and Capital Budgets be approved and ratified, and the same hereby are, authorized to disburse funds substantially in accordance with the CY 2024 Niagara Falls Convention and Conference Facility and Old Falls Street Operating and Capital Budgets with such changes as the President or his designee deems necessary or appropriate; and be it further

RESOLVED, that the President or his designees be, and the same hereby are authorized to execute and deliver on behalf of the Corporation all documents, instruments and agreements that the President shall deem necessary and appropriate to carry out these resolutions; and be it further

RESOLVED, that the President or his designees be, and the same hereby are authorized to take any action necessary and appropriate to carry out the foregoing.

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**NIAGARA FALLS CONVENTION CENTER
 DESTINATION NIAGARA USA
 CALENDAR YEAR 2024 (January 1 - December 31)**

OPERATING BUDGET PROPOSAL

		BUDGET
		2024
# OF EVENTS		99
ATTENDANCE		81,868
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REVENUE		
<hr/>		
DIRECT EVENT REVENUE		672,260
ANCILLARY REVENUE		2,169,187
OTHER REVENUE		9,550
TOTAL ESTIMATED GROSS REVENUE		2,850,997
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EXPENSE		
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EVENT EXPENSE		949,429
INDIRECT EXPENSE (SALARIES & OVERHEAD)		2,214,061
TOTAL ESTIMATED EXPENSE		3,163,490
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NET INCOME / (LOSS)		(312,493)
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FEES		
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ADMINISTRATIVE FEE		104,561
TOTAL FEES		104,561
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NET INCOME / (SUBSIDY)		(417,054)

**OLD FALLS STREET
DESTINATION NIAGARA USA
CALENDAR YEAR 2024 (January 1 - December31)**

OPERATING BUDGET PROPOSAL

		BUDGET 2024
# OF EVENTS		103
ATTENDANCE		53,400
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REVENUE		
DIRECT EVENT REVENUE		87,700
ANCILLARY REVENUE		157,100
OTHER REVENUE		11,000
TOTAL ESTIMATED GROSS REVENUE		255,800
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EXPENSE		
EVENT EXPENSE		382,936
INDIRECT EXPENSE (SALARIES & OVERHEAD)		685,941
TOTAL ESTIMATED EXPENSE		1,068,877
NET INCOME / (LOSS)		(813,077)
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FEES		
ADMINISTRATIVE FEE		34,853
TOTAL FEES		34,853
NET INCOME / (SUBSIDY)		(847,930)

**NIAGARA FALLS CONVENTION CENTER
 OLD FALLS STREET
 FISCAL YEAR 2024 (January 1 - December 31)**

CAPITAL BUDGET PROPOSAL

2024 Convention Center Items	Capital Price
Digital Signage Upgrades	\$80,000
Audio Visual Equipment Upgrades	\$20,000
Parking Lot Improvements	\$43,500
Emergency Repairs	\$38,016
NFCC Total	<u>\$181,516</u>
2024 Old Falls Street Items	Capital Price
Golf Cart	\$16,000
Outdoor Distro Box & Cabling	\$7,000
Pop-Up Tent Replacement Covers & Branding Covers	\$6,000
“Selfie” Station (large NF letters for photo op)	\$24,500
OFS Total	<u>\$53,500</u>
GRAND TOTAL NFCC & OFS 2024	<u>\$235,016</u>

Item II. A.



FOR CONSIDERATION

March 26, 2024

TO: The Directors

FROM: Anthony Vilaro

SUBJECT: Consulting Services Amendment – Niagara Falls Heritage Gateways Design

REQUEST FOR: Authorization to Enter into a Contract Amendment for Consultant Services and to Take Related Actions

CONTRACT NEED AND JUSTIFICATION

I. Contract Summary

Contractor: Practice for Architecture Urbanism DPC (“PAU”)

Scope of Services: Architecture & Engineering Services

Contract Term: The proposed amendment will not affect the contract term. The original contract term will expire on April 30, 2026.

Original Contract Amount: Not to exceed \$2,100,000

Proposed Amendment Amount: Not to exceed \$341,663

New Proposed Total Contact Amount: Not to exceed \$2,441,663

Funding Source: NYS Budget Appropriations made available through the Buffalo Regional Innovation Cluster. No USAN Corporate funds will be used to fund the contract amendment.

II. Background

In 2018, USA Niagara Development Corporation (“USAN”) began purchasing vacant parcels near Niagara Falls State Park to return long-dormant land back to productive use. In total, USAN acquired 7 buildings and over 8 acres of vacant land through its Strategic Land Acquisition Program. With the land now acquired, USAN has begun to focus on projects that will activate the sites and attract new developments. Future infill, mixed-use developments will enhance the tourism industry, evolve a downtown neighborhood, diversify the economy, and benefit those who live and work in Niagara Falls.

On July 8, 2022, USAN issued a request for proposals titled “Niagara Falls Heritage Gateways” to select a qualified Architecture and Engineering team to provide design services and construction administration services for a project that will activate three of USAN’s sites. Pursuant to the resulting process, Practice for Architecture Urbanism (PAU) was scored the highest by the designated scoring committee and was approved by the USAN Board for contract approval in November 2022.

The design process for the heritage gateways was started in October 2022 and will soon enter the final stages. In USAN’s original contract with PAU, several tasks were identified as optional and not included in the original contract because the full scope of the project was unknown. At this time, these tasks should be added as they are now required to advance the current preferred designs for the project.

Additionally, the preferred design for the “Hydraulic Power Plaza” component of the project includes a signature water feature. Since the original scope of services did not include expertise related to water features, PAU must supplement their consulting team with an additional subconsultant to perform this work.

III. Contractor Selection Process

On July 8, 2022, USAN advertised for the Niagara Falls Heritage Gateways Design Services Project in the New York State Contract Reporter. The Request for Proposals (“RFP”) sought to retain a qualified Architecture and Engineering team to provide design services and construction administration services for the Project. On August 22, 2022, USAN received and opened seven (7) proposals. After reviewing all proposals and interviewing the top four ranked teams, a Selection Committee comprised of representatives from USAN, New York State Parks, Recreation & Historic Preservation, and the City of Niagara Falls, gave the highest score to the proposal submitted by PAU and they were recommended as the preferred consultant.

IV. Scope of Work

The proposed scope of work will include additional services for structural engineering, lighting design, electrical engineering, and all design work related to the proposed signature water feature. The water feature design work will include mechanical and electrical layout drawings,

detail drawings, complete specifications, and system review with the project team and USAN. The work will not add any additional time to the contract timeline and will be completed by the existing contract end date of April 30, 2026.

V. Contract Term, Price and Funding

The proposed amendment will add \$341,663 to the total contract amount. The amendment will not affect the original contract term or funding source.

The Funding source is NYS Budget Appropriations made available through the Buffalo Regional Innovation Cluster. No USAN Corporate funds will be used to fund the contract amendment.

VI. Non-Discrimination and Contractor & Supplier Diversity

ESD's Non-Discrimination and Contractor & Supplier Diversity policies will continue to apply to this Contract. The Recipient shall be required to include minorities and women in any job opportunities created, to solicit and utilize Minority and Women Business Enterprise (MWBES) and Service-Disabled Veteran-owned Businesses (SDVOBs) for any contractual opportunities generated in connection with the Contract and shall be required to use Good Faith Efforts (pursuant to 5 NYCRR §142.8 and 9 NYCRR § 252.2(m)) to achieve an overall MWBE Participation Goal of 30% and an SDVOB Participation Goal of 6% related to the total value of USAN funding.

VII. Environmental Review

USAN/ESD staff has determined that the requested authorization, which involves engaging a consultant to undertake design efforts that do not commit USAN to implementing any future project, constitutes a Type II action as defined by the New York State Environmental Quality Review Act and the implementing regulations of the New York State Department of Environmental Conservation. No further environmental review is required in connection with the authorization.

VIII. Requested Action

The Directors are requested to (1) make a determination of responsibility with respect to the proposed contractor; (2) authorize the Corporation to enter into a contract amendment with PAU for an amount not to exceed \$341,663; and (3) to authorize the taking of all related actions.

IX. Recommendation

Based on the foregoing, I recommend approval of the requested actions.

X. Attachment
Resolution

March 26, 2024

USA NIAGARA DEVELOPMENT CORPORATION – Consulting Services Amendment – Niagara Falls Heritage Gateways Design – Authorization to Enter into a Contract Amendment with Practice for Consultant Services and to Take Related Actions

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 Practice for Architecture Urbanism DPC to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to enter into a contract amendment with Practice for Architecture Urbanism DPC in an amount not to exceed THREE HUNDRED FORTY-ONE THOUSAND SIX HUNDRED SIXTY-THREE (\$341,663) 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.

* * *