



**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**

Monday  
February 8, 2016 – 10:30 AM

PROPOSED REVISED AGENDA

EXECUTIVE SESSION

1. Canalside Litigation – Formal Ratification of Actions of the President Relating to Pending Litigation – Affirmation and Ratification of the Actions of the President in the Administration of the Contract Regarding Construction of the Historically Aligned Canals; and to Take Related Actions

CORPORATE ACTION

2. Approval of the Minutes of the April 27, 2015 and June 8, 2015 Directors' Meetings
3. Proposed Acquisition of the Port Terminal Complex by the Erie Canal Harbor Development Corporation - Authorization to Acquire Real Property; Determination of No Significant Effect on the Environment; and Authorization to Take Related Actions

FOR INFORMATION

4. President's Report – Oral Report

# Item #2

**Minutes of the 4/27/15  
ECHDC Directors' Meeting**

Erie Canal Harbor Development Corporation  
Meeting of the Directors  
Held at the Offices of Empire State Development  
– Buffalo Regional Office  
95 Perry Street – Suite 500  
Buffalo, New York 14203

April 27, 2015

MINUTES

In Attendance

Directors:

Robert D. Gioia – Chairman  
David Colligan  
Michael DiVirgilio  
Sam Hoyt  
County Executive Mark Poloncarz (Non-Voting Director)

ECHDC Staff:

Thomas P. Dee, President  
Christopher Catanzaro, Assistant Project Manager  
Debbie Royce, Corporate Secretary (via videoconference)  
Margaret Tobin, Chief Financial Officer (via video conference)

ESD Staff:

(Attending via  
videoconference

unless otherwise noted)

Carey Gabay, First Deputy General Counsel  
Stephen Gawlik, ESD - VP Capital Projects & Senior Counsel and  
ECHDC - Assistant Secretary (attending in Buffalo)  
Kevin Hansen, Director, Real Estate Development  
Pamm Lent, Director of Communications - Western New York  
(attending in Buffalo)  
Laura Magee, Deputy Director, Public Affairs (attending in Buffalo)  
Max Padden, Director, Subsidiary Finance  
Robert White, AVP - Internal Audit

Also Present:

(Attending in Buffalo)

Doug Brackett - EDR  
Chris Fahey - Office of Representative Brian Higgins  
Jim Fink - Business First  
Janice Habuda - Buffalo News  
JoAnne Mecca – League of Women Voters of Buffalo Niagara  
Kathleen Peterson - City of Buffalo – Office of Strategic Planning  
Gary Witulski – City of Buffalo – Office of Strategic Planning  
Members of the Media  
Members of the Public

The meeting of the Erie Canal Harbor Development Corporation (the “Corporation” or “ECHDC”), was called to order at 10:30 a.m. It was noted for the record that the meeting was being webcast, and that the Directors had received all written material in advance of the meeting. Chairman Gioia then noted for the record the Corporation’s policy which welcomes public comments on the items on the current Agenda.

Before beginning with the substantive portion of the meeting, Chairman Gioia asked the Directors whether anyone had any potential conflict of interest with respect to any of the items on the proposed Agenda. Hearing none, Chairman Gioia then called for a motion to approve the Minutes of the Directors’ meeting of September 15, 2014. Having noted he did not attend the September meeting, Director Colligan stated he was abstaining from the vote. Noting no corrections and upon motion duly made and seconded, the following resolution was unanimously adopted:

APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE SEPTEMBER 15,  
2104 MEETING OF THE DIRECTORS OF THE ERIE CANAL HARBOR DEVELOPMENT  
CORPORATION

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RESOLVED, that the Minutes of the Meeting of the Corporation held on September 15, 2014 as presented to this meeting, are hereby approved and all actions taken by the Directors presented as such meeting as set forth in such Minutes, are hereby in all respects ratified and approved as actions of this Corporation.

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Chairman Gioia then called upon Steve Gawlik to request the adoption of revised guidelines for the use, awarding, monitoring and reporting of procurement contracts.

Mr. Gawlik explained that under the Public Authorities Law, the Corporation is required to adopt procurement guidelines annually. He noted that Empire State Development's Board recently adopted the guidelines and its subsidiaries are being asked to adopt the identical guidelines.

Mr. Gawlik stated that guidelines lay out the policy that the Corporation will follow in procuring contracts. He noted that there were no major changes from last year, except that the formatting was changed in order to try to make them more user friendly.

In response to a call for questions from the Directors, Director Colligan asked if there were only minor changes made. Mr. Gawlik replied yes like the change that was adding, pursuant to an Executive Order, a requirement for bidders to identify the use of New York State businesses but nothing substantive.

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

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – ECHDC Procurements Guidelines - Adoption of Revised Guidelines for the Use, Awarding, Monitoring and Reporting of Procurement Contracts

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BE IT RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered to be filed with the records of the Corporation, the proposed 2015 Guidelines

for the Use, Awarding, Monitoring and Reporting of Procurement Contracts, a copy of which is attached to the materials, be and hereby is approved and adopted as of the date hereof, and the President or her designee is authorized to promulgate the said Guidelines in electronic form and other media for the use of the staff of the Corporation, and to take such other and further action as may be deemed necessary or appropriate to effectuate the foregoing Resolution.

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Mr. Dee then presented a request for authorization for the Corporation to amend its contract with C & S Engineers, Inc. ("C & S") for engineering and architectural design services for the historically aligned canals and associated landscaping of the facilities. He noted that C & S was hired in 2011 and its contract has had one amendment. He stated the current amendment is for \$550,000 and would take the contract term to December 2015. He noted that when fully built out, the entire Canalside area will consist of approximately 1.1 million square-feet of commercial, cultural and residential space over 23 development parcels.

He stated the scope of work now required is in the design service phase of the construction. He noted the original contract completion date was expected to be in May 2013. He said that the original Contractor was unable to meet the required schedule and ECHDC received Board approval to amend the C&S contract in January, 2013 to allow C&S to continue to provide engineering services through the expected completion of the project. He advised that Travelers Casualty and Surety Company of America ("Travelers") has taken over the project and retained Pike Construction Company ("Pike") to complete the work. He stated that the delays associated with the transition of the new contractor have extended the final completion date to the fourth quarter of 2015.

Mr. Dee stated that this second amendment is required because project changes have required C&S to: participate in extensive coordination meetings; provide guidance to Pike as it transitions into the role of prime contractor; and provide contract services for a longer construction period than was originally contemplated.

Mr. Dee stated that there has been beneficial occupancy for the ice skating that was experienced this past winter and there will be substantial completion when the water opens in a few weeks. He noted for the Corporation to achieve its development goals, C & S will have to remain under contract for the balance of the time allotted for construction which is anticipated to be completed around the fourth quarter of this year even though it will be open for operation in a few weeks once the water is in the canals.

In response to Chairman Gioia's request for questions from the Directors, County Executive Poloncarz stated he appreciates the good work C & S has done and is supportive of a continuation of the contract, but he wanted to know what actual work remains on the inner canal system. Mr. Dee responded that there is a lot of clean-up work that has to happen. He said there is a concrete slab that is being worked on in terms of the delamination process and once corrected will allow the water to be filled and then a commissioning process of the piping is the next big step. He also noted the installation of the handrails will take a little longer which will take it to the Fall. County Executive Poloncarz asked if by the fourth quarter of 2015 the Corporation will have completed all of the work on the construction of the canals and Mr. Dee replied yes.