



**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

Monday

June 8, 2015 – 10:30 AM

PROPOSED AGENDA

CORPORATE ACTION

1. Approval of the Minutes of the October 15, 2014 Directors' Meeting
2. Central Wharf Extension, Phase 2 – Boardwalk Extension - Authorization to Enter into a Contract for Construction of the Central Wharf Extension, Phase 2 - Boardwalk Extension at Canalside; and Authorization to Take Related Actions

FOR INFORMATION

3. President's Report – Oral Report

Item #1

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

October 15, 2014

MINUTES

In Attendance

Directors:

Sam Hoyt – Acting Chairman
David Colligan
Michael DiVirgilio (via videoconference)
Makau Mutua
Mayor Byron W. Brown (Non-Voting Director)

ECHDC Staff:

Thomas P. Dee, President
Elizabeth R. Fine, General Counsel (via videoconference)
Maria Cassidy, Deputy General Counsel (via videoconference)
Christopher Catanzaro, Assistant Project Manager
Jill Clark, Financial Assistant Project Manager
Kimberly Frazier, Assistant Project Manager
Debbie Royce, Corporate Secretary (via videoconference)
Mark E. Smith, Director of Construction
Margaret Tobin, Chief Financial Officer

ESD Staff:

(Attending via
videoconference

unless otherwise noted)

Julia Borukhov, Financial Project Manager
Ingrid Barbosa-Santiago, Director, Insurance, Contracts & Grants
Compliance
Peter Cutler, Director of Communications & Special Projects
(attending in Buffalo)
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)
Angela Rossi, Special Assistant to the Regional President (attending
in Buffalo)
Robert White, AVP - Internal Audit

Also Present:

(Attending in Buffalo)

Chris Falz, Office of Representative Brian Higgins
Jim Fink, Business First

Also Present: (con't) Bonnie Kane Lockwood, Office of Representative Brian Higgins
(Attending in Buffalo) Assemblyman Sean Ryan
Maria R. Whyte, Commissioner of Environment and Planning
– Erie County
Gary Witulski, City of Buffalo – Office of City Planning
Members of the Media
Members of the Public

The meeting of the Erie Canal Harbor Development Corporation (the “Corporation”), was called to order at 10:50 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, Acting Chairman Hoyt asked the Directors whether anyone had any potential conflict of interest with respect to any of the items on the proposed Agenda. Hearing none, Acting Chairman Hoyt then called for a motion to approve of the Minutes of the Director’s meeting of April 11, 2014. Upon motion duly made and seconded, the following resolution was unanimously adopted:

APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE APRIL 11, 2014
MEETING OF THE DIRECTORS OF THE ERIE CANAL HARBOR DEVELOPMENT
CORPORATION

RESOLVED, that the Minutes of the Meeting of the Corporation held on April 11, 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.

* * *

Next Tom Dee was called upon to present a request for authorization for the Corporation to, among other things, adopt the General Project Plan (“GPP”) for the First Marina Civic Project (the “Project”).

Mr. Dee stated that the adoption of the GPP is protocol for capital construction projects and allows for a public hearing and conversation about what the Corporation is doing on the other side of the river at First Buffalo Marina. He advised the Project includes the rehabilitation and limited reconstruction of an existing boat dock and installation of supporting amenities to provide passenger/bicycle-only ferry across the City of Buffalo to the City of Buffalo’s Outer Harbor.

By way of background, Mr. Dee explained that the Corporation and the New York State Power Authority (“NYPA”) have had on-going discussions regarding a ferry stop at the First Buffalo Marina for the past few years. Further, he stated that given the increased focus on developing the Outer Harbor, public comments received during the Blueprint process, and the past several years of experience providing water ferry services, the two agencies agreed to develop a preliminary plan to incorporate a ferry stop at the northern end of the First Buffalo Marina property owned by NYPA. He advised that this new ferry stop location will provide the most direct and efficient service route between the Inner and Outer Harbors.

Mr. Dee explained that the goals are to maintain seasonal marine based services for commuters and other pedestrian traffic between the Inner and Outer Harbor, and enhanced

bicycle access to the Outer Harbor. He said the Corporation wants to make the Outer Harbor more vibrant and that bringing bicyclists out there is really a way to do that and it also supports that Outer Harbor's Blueprint short-term connectivity strategy. Lastly, he noted that no further environmental review was required at this time as ESD staff has determined this action constitutes a Type II action as defined by the New York State Environmental Quality Review Act.

Acting Chairman Hoyt pointed out that the Board has acted on the issue in the past and has spoken at length about how important it is to provide access to the Outer Harbor. He noted that the Corporation has heard from experts across the Country, including the Brooklyn Bridge Park team, CNU and many others in addition to friends locally and everyone agrees that you have to provide direct access that reliable, affordable, and accessible to the general public in Buffalo.

Director Colligan asked how close it would be to the facilities with the sailing school that is at the Marina and Mr. Dee responded that it was at least over a hundred yards away and Acting Chairman Hoyt stated that they will co-exist but it is not shared space.

Acting Chairman Hoyt reiterated the great support over the years from colleagues in elected office and mentioned Congressman Higgins' support for this Project. He also stated that Assemblyman Sean Ryan, who was in attendance, has been the catalyst in insisting that this Project get done and that it get done quickly. He then offered Assemblyman Ryan an opportunity to provide comments.

Assemblyman Ryan thanked Acting Chairman Hoyt, Chairman Gioia, Governor Cuomo and NYPA for their cooperation and for advancing this Project forward. He said he believed there was a shared common goal of public access to the waterfront on the Outer Harbor. He said that one of the most frustrating things about Canalside is that you can see the Outer Harbor and wish you could be out there. He noted he believes with this ferry, connectivity between the Inner and Outer Harbor will be seen, and that it will be well received by the public and will be very successful. He stated he looks forward to working with the Corporation in the spirit of activating the Outer Harbor to make sure that helps to activate the Lighthouse, the Times Beach, Wilkeson Pointe and also the emerging Sailing School. Lastly, he applauded the Corporation's willingness to go forward with this Project.

Acting Chairman Hoyt thanked the Assemblyman for his leadership over the years on this particular issue and many others the Corporation works on and hearing no further questions or comments from the Directors and no further comments from the public, upon motion duly made and seconded, the following resolution was unanimously adopted:

ERIE CANAL HARBOR DEVELOPMENT CORPORATION - First Buffalo Marina – Civic Project Findings; Adoption of a General Project Plan; Authorization to Hold a Public Hearing; and Authorization to Take Related Actions

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Corporation, relating to the First Buffalo Marina Civic Project (the "Project"), the Corporation hereby finds pursuant to Section 10 of the New York State Urban Development Corporation Act of 1968, as amended (the "Act"):

(1) that there exists in the area in which the Project is to be located a need for the educational, cultural, recreational, community, municipal, public service or other civic facility to be included in the project;

(2) that such Project shall consist of a building or buildings which are suitable for educational, cultural, recreational, community, municipal, public service or other civic purposes;

(3) that such Project will be leased to or owned by the State or an agency or instrumentality thereof, a municipality or an agency or instrumentality thereof, a public corporation, or any other entity which is carrying out a community, municipal, public service or other civic purpose, and that adequate provision has been, or will be made for the payment of the cost of acquisition, construction, operation, maintenance and upkeep of this project;

(4) that the plans and specifications assure adequate light, air, sanitation and fire protection; and be it further

RESOLVED, that on the basis of the materials presented to this meeting relating to the Project indicating that there are no families or individuals to be displaced from the Project area, the Corporation hereby finds that the requirements of Section 10(g) of the Act are satisfied; and be it further

RESOLVED, that the Corporation does hereby adopt, subject to the requirements of Section 16(2) of the Act, the proposed General Project Plan (the "Plan") for the Project submitted to this meeting, together with such changes therein as the President and Chief Executive Officer of the Corporation or his designee(s) may deem appropriate, a copy of which Plan, together with such changes, is hereby ordered filed with the records of the Corporation; and be it further

RESOLVED, that upon written finding of the President that no substantive negative testimony or comment has been received at the public hearing held on the Plan, such Plan shall be effective at the conclusion of such hearing; and be it further

RESOLVED, that the President of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all actions as he or she may in his or her sole discretion consider to be necessary or proper to effectuate the foregoing resolutions.

* * *

Acting Chairman Hoyt then asked Mr. Dee to proceed with his President's Report. Mr. Dee stated that autumn does not signal the end of waterfront fun and there is still something to do at Canalside every day. He wanted to go back a few weeks and advise that the Second Annual Buffalo Maritime Festival attracted 10,000 visitors which was highlighted by the U.S. Brig Niagara and that this past weekend HarborCenter sponsored the first Fall Festival at Canalside.

Mr. Dee advised that the winter planning is being finalized as the Corporation looks to bring ice skating, ice bikes, curling, broomball, and tons of family fun to Canalside. He stated that in little over a three years, Canalside has made the transition from a three month seasonal space with the focus on concerts only to a year-round destination with something to do every day.

Mr. Dee then gave an update on design noting that the planning team is considering the numerous expressions of public interest and Perkins and Will are also continuing to study and refine a revised preferred plan based on such input and other technical and financial analyses related to implementation. On the South Aud block, Mr. Dee noted the Corporation continues to review the schematic design drawings.

Mr. Dee then provided updates on current construction projects. He advised the Grain Elevator Lighting is a work in progress with the lighting of the connecting terminal probably late next spring. He stated that the official grand opening of the HarborCenter would be help on

November 6th and that even before that some hockey would be taking place on October 31st. He mentioned that the 2016 NHL Draft would be hosted by the Sabres and the Corporation couldn't be happier to have such great partners and neighbors at Canalside. He explained that Ohio Street construction is in full swing and ahead of schedule thanks to the City of Buffalo in partnering on that. He stated that the progress on the historically-aligned canals is apparent so skating will happen soon.

In closing, Mr. Dee reminded everyone to stay tuned to Canalside.com, the Facebook page and to the Twitter account as more fall and winter "Things to Do" will be added as Canalside is turned into a year-round destination.

Before calling for a motion to adjourn the meeting, Acting Chairman Hoyt wanted to share that after each President's Report, he is reminded of just how much this Corporation is actively involved with and how many construction projects and plans are in the works to improve Buffalo's waterfront and the he appreciates Mr. Dee's good work and wanted to again acknowledge the very small but incredibly hard working staff of the Corporation. He stated he knows he speaks for the Board when he says they appreciate the hard work and the long hours the staff puts in and that he hopes the staff recognizes and appreciates the fruits of its labor. Lastly, he acknowledged the great team at Congressman Higgins' office, Assemblyman Ryan and his good team and also County Executive Poloncarz and his Commissioner Maria Whyte.

Hearing no further business, the meeting adjourned at 11:07 a.m.

Respectfully submitted,

Debbie Royce
Corporate Secretary

Item #2



FOR CONSIDERATION

June 8, 2015

TO: The Directors

FROM: Thomas P. Dee

SUBJECT: Central Wharf Extension, Phase 2 – Boardwalk Extension

REQUEST FOR: Authorization to Enter into a Contract for Construction of the Central Wharf Extension, Phase 2 – Boardwalk Extension at Canalside; and Authorization to Take Related Actions

CONTRACT NEEDS AND JUSTIFICATION

I. Contract Summary

Contractor: Scott Lawn Yard, Inc.
5552 Townline Road
Sanborn, New York 14132

Scope of Services: Construction

Contract Term: Through June 15, 2016

Contract Amount: Not to exceed \$2,152,000 (\$1,956,000 plus \$196,000 contingency)

Funding Source(s): New York Power Authority (Industrial Incentive) funds and balance of the Inner Harbor State funds

II. Background

In April 2011, the Erie Canal Harbor Development Corporation (“ECHDC” or the “Corporation”) retained services for the construction of a temporary extension of the boardwalk and other, minor landside improvements. To further the goal of a permanent boardwalk extension and related amenities, ECHDC issued a Request for Proposals for Architectural and Engineering Services to complete the design necessary for ECHDC to solicit proposals from Contractors. Parsons Brinckerhoff, Inc. was awarded the Design Contract in October of 2011.

In March 2012, ECHDC retained Herbert F. Darling, Inc. for the construction of the Central Wharf Extension, Phase 1 – Seasonal Dock Extension. This project, which opened in May 2013, provided an additional 520 linear feet of dock along the Buffalo River.

ECHDC now seeks authorization to enter into a Contract with the Scott Lawn Yard, Inc. with offices at 5552 Townline Road, Sanborn, New York to provide Construction Services for the construction of the Central Wharf Extension, Phase 2 – Boardwalk Extension. As Phase 2 of the Central Wharf Extension, this project will replace over 500 linear feet of temporary, asphalt boardwalk at Canalside with a new, wooden boardwalk. Upgrades to the beach area, the southern entrance of the site, and miscellaneous landscaping improvements will also be completed. The design was coordinated with the City of Buffalo and New York State Department of Transportation.

III. Contractor Selection Process

On April 28, 2015 ECHDC advertised for the Central Wharf Extension, Phase 2 – Boardwalk Extension in the New York State Contract Reporter. A total of three (3) bids were received on May 28, 2015 and read publically. ECHDC and Parsons Brinckerhoff (design consultants) interviewed the two lowest bidders on June 2, 2015 and it was the recommendation of Parsons Brinckerhoff to award the Contract to the Scott Lawn Yard, Inc. who was found to be the lowest responsible bidder. The following are the bid results:

Contractor	Total Contract Amount
Scott Lawn Yard, Inc.	\$1,956,000
Keleman-Bauer Construction	\$2,225,000
Northern Dreams Construction	\$2,460,000
Engineers Estimate ¹	\$1,882,000

Pursuant to State Finance Law Section 139-j and 139-k and the Corporation’s policy related thereto, staff has: a) considered proposed contractor’s ability to perform the services provided for in the proposed contract; and b) consulted the list of offerers determined to be non-responsible bidders and debarred offerers maintained by the New York State Office of General Services. Based on the foregoing, staff considers the proposed contractor to be responsible.

IV. Scope of Work

This project is intended to enhance the recreational use of the Buffalo River and Canalside, as well as enhance the trail system along the River. The Phase 2 work will consist of the construction of over 500 linear feet of permanent, wooden boardwalk, extended from the existing boardwalk installed by Empire State Development (“ESD”) in 2008. In addition to the boardwalk, ECHDC will replace the temporary chain link fence with a permanent railing to match the existing motif. Bike pathway improvements will be made at the southern entrance to the site, including new walks and paths, signage and landscaping. The beach area will be expanded and rebuilt, while fencing will be added to screen the Buffalo Sewer Authority pump station. Miscellaneous landscaping work will take place throughout the site.

All work will be completed in conformance with the bid documents prepared by Parsons Brinckerhoff, Inc. dated April 28, 2015 and subsequent Addendums.

¹ Cost estimate from Parsons Brinckerhoff, Inc., ECHDC’s design consultant

V. Contract Term, Price and Funding

This contract is a lump sum contract inclusive of all work as delineated in the projects plans and specifications dated April 28, 2015 along with two (2) addendums that were provided during the bidding period.

The project is slated to begin in October 2015 and be complete by April 29, 2016.

The funding sources are the New York Power Authority (Industrial Incentive) funds and the balance of the Inner Harbor State funds.

VI. Non-Discrimination & Contractor and Supplier Diversity

The Corporation's non-discrimination and affirmative action policy will apply to this contract. ECHDC, as part of its responsibility, recognizes the need to promote the employment of minority group members and women and to ensure that certified minority and women-owned business enterprises have opportunities for maximum feasible participation in the performance of ECHDC contracts.

In 2006, the State of New York commissioned a disparity study to evaluate whether minority and women-owned business enterprises had a full and fair opportunity to participate in state contracting. The findings of the study were published on April 29, 2010, under the title "The State of Minority and Women-Owned Business Enterprises: Evidence from New York" ("the Disparity Study"). The report found evidence of statistically significant disparities between the level of participation of minority and women-owned business enterprises in state procurement contracting versus the number of minority and women-owned business enterprises that were ready, willing and able to participate in state procurements. As a result of these findings, the Disparity Study made recommendations concerning the implementation and operation of the statewide certified minority and women-owned business enterprises program. ECHDC's Affirmative Action program is established pursuant to this policy, the provisions of the New York State Executive Law Article 15-A and 5 NYCRR Parts 142-144.

For purposes of this procurement and any subsequent contracts resulting from the Contract solicitation, ECHDC hereby establishes an overall goal of 25% for Minority and Women-Owned Business Enterprises (MWBE) participation; 15% for Minority-Owned Business Enterprises ("MBE") participation and 10% for Women-Owned Business Enterprises ("WBE") participation. The Contractor must document its good faith efforts to provide meaningful participation by MWBEs as subcontractors or suppliers in the performance of this Contract and any future contracting opportunities resulting from the Contract solicitation.

Subcontractors on the Scott Lawn Yard, Inc. team at the time of the bid, listed by MWBE percentages, are as follows:

- 53% (WBE) Scott Lawn Yard, Inc., Sanborn NY (51%)
Martin Piling & Lumber Co., Williamsville NY (2%)
- 8% (MBE) Iroquois Bar Corporation, Lackawanna NY (4%)
Rand & Jones, Buffalo NY (4%)

Overall, the Contractor is expected to achieve a combined MWBE participation of 61% (53% WBE and 8% MBE).

VII. Environmental Review

As Lead Agency, the ESD Board of Directors issued a Findings Statement pursuant to SEQRA and its implementing regulations of the New York State Department of Environmental Conservation for the project at their meeting of March 26, 2010. This Findings Statement was based upon the Draft and Final Generic Environmental Impact Statement (DGEIS and FGEIS) for the Canalside Land Use Improvement project. The DGEIS, FGEIS, and Finding Statement specifically evaluated and addressed the installation of the wharf extension in the proposed location along the Buffalo River. Therefore, no further environmental review is required in connection with this action.

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 with the Scott Lawn Yard, Inc. for an amount not to exceed \$1,956,000 plus a 10% construction contingency for a total contract amount of \$2,152,000; and (3) to take all related actions.

IX. Recommendation

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

X. Attachments
Resolution

June 8, 2015

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – Central Wharf Extension, Phase 2 - Authorization to Enter into a Contract for Construction of the Boardwalk Extension at Canalside; and Authorization 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 Scott Lawn Yard, Inc. to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to enter into a contract with the Scott Lawn Yard, Inc. for a base contract amount of ONE MILLION NINE HUNDRED FIFTY-SIXTHOUSAND DOLLARS (\$1,956,000), plus a 10% contingency in the amount of ONE HUNDRED NINETY-SIX THOUSAND DOLLARS (\$196,000) for a total contract amount not to exceed TWO MILLION ONE HUNDRED FIFTY TWO THOUSAND DOLLARS (\$2,152,000) 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.

* * *