



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
September 16, 2015 – 10:30 AM

PROPOSED AGENDA

EXECUTIVE SESSION

1. Procurement of Legal Services – Authorization to Amend a Contract for Environmental, Land Use and Real Estate Counsel and Related Litigation Services; and to Take Related Actions

CORPORATE ACTION

2. Children’s Museum at Canalside – Authorization to Enter into Agreements for the Development of a Children’s Museum at Canalside; and Authorization to Take Related Actions

FOR INFORMATION

3. Outer Harbor Blueprint – Update
4. President’s Report – Oral Report

Item #2



FOR CONSIDERATION

September 16, 2015

TO: The Directors

FROM: Thomas P. Dee

SUBJECT: Children's Museum at Canalside

REQUEST FOR: Authorization to Enter into Agreements for the Development of a Children's Museum at Canalside; and Authorization to Take Related Actions

I. Background

In August 2010, the Board of Directors of the Erie Canal Harbor Development Corporation ("ECHDC" or the "Corporation") authorized the Corporation to develop a Canalside Cultural Master Plan that would integrate cultural projects, as well as refine the use of public spaces and special features, into Canalside. This cultural plan, recommended by the community-based Cultural Steering Advisory Group, was approved by the Board of Directors in January 2012. The Canalside Cultural Master Plan identified short-term and long-term opportunities for cultural attractions, entertainment, waterside and special events programming which maximize the use of the indoor and outdoor public spaces, increase the likelihood of commercial investment, and attract additional visitors to Canalside.

In January 2012, ECHDC advertised for the Canalside – Museum Operator in the New York State Contract Reporter. The advertisement was also provided to over 130 local not-for-profit organizations and museum operators, as well as to 15 Children's Museums throughout New York, New Jersey, and Pennsylvania. The Request for Proposal ("RFP") sought to identify qualified organizations with the goal of entering into a partnership with an experienced museum operator to develop, fundraise, fit-out, operate and maintain this important cultural attraction. The RFP also sought proposals that were consistent with the overall policies of the Canalside Project, including the Canalside Modified General Project Plan and Final Generic Environmental Impact Statement, Design Guidelines, and Canalside Cultural Master Plan Final Report.

On May 9, 2012, the Board of Directors authorized the Corporation to designate Explore & More Children's Museum as the Museum Operator and authorized the Corporation to enter into a contract with Explore & More Children's Museum for museum planning phase tasks. Its selection was based on: (a) its overall concept as it relates to the site (i.e., adaptability to

Canalside, its policies and goals, appropriateness to an Aud Block building parcel, and relationship to the Story of Buffalo through the museum's mission, exhibits, and/or programming); (b) its financial sustainability (i.e., achievable capital and operational cost structure; attractiveness to encourage and support nearby commercial operations, operational sustainability, and track record of funder support and successful capital campaigns); and (c) its marketability (i.e., high levels of repeat visitation; mass-market appeal with an emphasis on children and families, year-round appeal, and regional tourism appeal that adds to the City's offerings). The museum planning phase was required by ECHDC as part of its due diligence to (a) ensure that the selected operator was capable of fully realizing the Project and funding the required capital, and (b) verify the appropriateness of the Museum's exhibits and programming, its size and configuration, and its capital and operational structures.

On October 9, 2013, the Board of Directors authorized the Corporation to accept the Museum's Master Plan and Pre-Campaign Capital Feasibility study and enter a Non-Binding Memorandum of Understanding to address the roles and responsibilities of ECHDC and Explore & More Children's Museum as the project proceeded, including the building development schedule, funding requirements, the museum fundraising timeline, and other project-related milestones. Further Board approval was required prior to the execution of any binding agreements or the expenditure of funds by ECHDC to move the project forward.

Between 2013 and 2014, ECHDC and Explore & More collaborated on a museum design which was a component of a much broader, three-parcel South Aud Block development project. The design progressed through Schematic Design with an economic analysis being developed for the project. Eventually these documents became part of a private redevelopment RFP effort that was not successful. After reconsidering the scope and scale of the project, the ECHDC and Explore & More Children's Museum determined that proceeding with a standalone museum project would best fulfill each partner's goals and objectives. Although construction documents would be finalized in the future, it is assumed that this standalone facility would be located on Parcels A2.1, A2.4, and a section of "Lake Street" located on the South Aud Block and would involve an approximately 42,900-square-foot structure to house the museum.

Reconfirming our mutual commitment to the Children's Museum project, ECHDC and Explore & More Children's Museum have developed a set of terms that will govern binding agreements for development of the project. The terms detail the Museum's new location, anticipated size and cost, rights and responsibilities, obligations, design and construction schedule, project delivery method, and fundraising milestones for each Party. A copy of the Term Sheet is attached. It is expected that the and Explore and More will enter into a development agreement, lease and other related documents in accordance with the terms contained in the attached Term Sheet.

II. Environmental Review

The New York State Urban Development Corporation d/b/a Empire State Development ("ESD"), as lead agency, completed an environmental review of the Canalside Project, which included

development assumptions for the South Aud Block, pursuant to the requirements of the State Environmental Quality Review Act ("SEQRA") and the implementing regulations of the New York State Department of Environmental Conservation. This review, which was coordinated with involved agencies, including ECHDC, due to the Project's Type I classification, included the preparation of a Draft and Final Generic Environmental Impact Statement ("GEIS"). The ESD Board of Directors issued SEQRA findings for the Canalside Project on March 13, 2010. Because the proposed scale/uses associated with a proposed standalone facility to house the Explore & More Museum are well within the thresholds established for the South Aud Block in the Canalside Project Final GEIS and SEQRA findings, no further environmental review is required in connection with this action.

III. Non-Discrimination & Contractor and Supplier Diversity

ESD's Non-Discrimination and Contractor & Supplier Diversity policies will apply to this Project. The Contractor shall be required to include minorities and women in any job opportunities created, to solicit and utilize Minority and Women-owned 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 an overall MWBE Participation Goal of 25%. The overall goal shall include a Minority-owned Business Enterprise Participation Goal of 15% and a Women-owned Business Enterprise Participation Goal of 10% related to the total value of ESD's funding.

IV. Requested Actions

The Directors are requested to: (1) authorize the Corporation to enter into all necessary agreements for development of a Children's Museum at Canalside in accordance with the terms contained in these materials; and (2) to take all related actions.

V. Recommendations

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

VI. Attachments

Resolution
Canalside – Children's Museum Term Sheet

September 16, 2015

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – Children’s Museum at Canalside –
Authorization to Enter into Agreements for Development of a Children’s Museum at Canalside;
and Authorization to Take Related Actions

RESOLVED, that on the basis of the materials presented to this meeting, the Corporation hereby accepts the “Explore & More Children’s Museum” Term Sheet substantially as described in the Materials; and be it further

RESOLVED, that the Corporation is authorized to enter into all necessary agreements with Explore & More Children’s Museum for development of a Children’s Museum at Canalside as described in these materials; 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.

* * *

CANALSIDE – CHILDREN’S MUSEUM

Term Sheet Dated: August 31, 2015

Note: This Indicative Term Sheet is intended as an outline of the terms likely to apply to the land development and lease agreement (the “LDA”) by and among the Erie Canal Harbor Development Corporation (“ECHDC”) and Explore & More Children’s Museum (“EMCM”). It does not purport to set forth fully all of the conditions, covenants, warranties and other terms and provisions that would be contained in the LDA. In addition, certain provisions might be subject to modification and/or restructuring based on due diligence and related efforts by the parties.

<i>Overview</i>	<p>In January of 2012, ECHDC issued a request for proposal (“RFP”) seeking a qualified museum operator to develop, fundraise, fit-out, operate and maintain a museum for the Canalside Project, a project being developed by ECHDC located in the City of Buffalo’s inner harbor. In response to the RFP, EMCM submitted a proposal whereby EMCM would operate a world-class children’s museum. As more fully articulated in this term sheet, ECHDC will design and construct the core and shell of a building as necessary to house the children’s museum and contribute \$9M for construction of the building. All site work for the footprint of the building (including a perimeter of five feet outside the footprint of the building) is included in the core and shell. EMCM will be responsible to fund the cost of construction of the core and shell of the building that exceed ECHDC’s \$9M contribution and EMCM will design and construct the interior of the building and operate the museum.</p>
<i>EMCM</i>	<p>Explore & More Children’s Museum, a not-for-profit corporation organized under the laws of the State of New York, with offices at 300 Gleed Avenue, East Aurora, New York 14052.</p>
<i>ECHDC</i>	<p>Erie Canal Harbor Development Corporation, a subsidiary of New York State Urban Development Corporation d/b/a Empire State Development with offices at 95 Perry Street, Buffalo, New York 14202</p>
<i>Property and Property Rights</i>	<p>Parcels A2.1, A2.4 and a section of “Lake Street” located on the Auditorium Block of the Canalside Project in Buffalo, New York.</p> <p>Property rights will include non-exclusive access to Lloyd Street, the Towpath and other areas as approved by ECHDC for outdoor programming, safe bus drop-off for museum school visitors, and non-exclusive access to adjacent parking for employee and visitor needs.</p>
<i>Building</i>	<p>An approximate 42,900 square foot structure located on the Property to house a Children’s Museum.</p>

<i>Project</i>	Design and construction of the Building and all associated fit-out including furniture, fixtures, equipment and exhibits necessary to permit the operation of a Children's Museum to be operated by the EMCM.
<i>Building Project Design Costs</i>	ECHDC is responsible for all costs associated with the design of the core & shell portion of the Building and Pre-Construction Services under a Construction Manager at Risk (CMaR) delivery method.
<i>Museum Project Design Costs</i>	EMCM is responsible for all costs associated with the design of the build-out, museum interior, and museum exhibits.
<i>Project Costs</i>	All costs associated with the construction and fit-out of the Project to allow the operation of Children's Museum. Project costs shall not include the Project Design Costs.
<i>ECHDC funding</i>	ECHDC shall pay directly all Project Design Costs and shall contribute or cause to be contributed \$9M for costs associated with site work and construction of the core & shell portion of the Building.
<i>EMCM funding</i>	EMCM shall contribute or cause to be contributed all Project Costs for the construction of the core and shell of the building in excess of the \$9M provided by ECHDC.
<i>Term</i>	40 years. At the end of the 40 years, EMCM shall have the right of first refusal to purchase the Building at 50% Fair Market Value. The lease shall continue on a month-to-month basis after the original term until the sale of the Building is consummated. If Building sold to a third party, EMCM will be entitled to 50% of the proceeds of sale.
<i>Land disposition</i>	Lease for the Term at a cost of \$1 per year. Term effective as of the date the museum opens to the public.

<p><i>Conditions Precedent Advertising for construction contracts (or requesting GMP if CM at Risk)</i></p>	<ol style="list-style-type: none"> 1. ECHDC/EMCM approval of plans and specifications for the construction of the Building at each design phase. 2. ECHDC/EMCM approval of all construction contracts for construction of Building. 3. ECHDC/EMCM will review all design contracts for the construction of the building. 4. ECHDC/EMCM approval of final Project budget and final Project capital sources and uses. 5. ECHDC/EMCM approval of final Project space and use program. 6. Receipt of all public board/council approvals including approval that project is consistent with Canalside Design Guidelines 7. EMCM shall demonstrate to the reasonable satisfaction of ECHDC, that EMCM has sufficient financial resources and professional ability to developed and operate the Children’s Museum consistent with the EMCM’s response to the RFP.
<p><i>Fundraising Conditions</i></p>	<ol style="list-style-type: none"> 1. EMCM’s good faith payment (based on capital campaign commitments) to ECHDC or into appropriate escrow account to fund balance of building construction costs for core and shell, including appropriate contingency amount, that exceeds ECHDC Funding. Prior to hiring a CMar, Fundraising goals must be met. 2. Proof of fundraising commitments at the following benchmarks: <ol style="list-style-type: none"> a. 100% of build-out and museum interior costs committed by the advertising for bids of construction contracts b. 33% of exhibit costs committed by the 50% date of core and shell completion c. An additional 33% of exhibit costs committed or secured by the start of fit out construction d. An additional 34% of exhibit costs committed or secured by the completion of fit out.
<p><i>EMCM Approval of Plans and Specifications</i></p>	<p>EMCM shall have approval of all plans and specifications for the Project at schematic, design development and construction document phases. EMCM’s review and approval shall not be unreasonably withheld, conditioned or delayed.</p>
<p><i>ECHDC Obligations – through Project Completion</i></p>	<ul style="list-style-type: none"> - In consultation with the EMCM, design, complete site work for the footprint of the building (including a perimeter of five feet outside the footprint of the building) and cause to be constructed the core & shell portion of the Building. - Pay all Project Design and architect construction administration

	<p>Costs, which costs shall not be included within the \$9 contribution of ECHDC.</p> <ul style="list-style-type: none"> - Contribute \$9M for costs associated with construction of the Building.
<i>EMCM's Obligations – through Project Completion</i>	<ul style="list-style-type: none"> - Consult with ECHDC on the design and construction of the Building (review and approvals) - Pay for all Project Costs for the construction of the core and shell of the building that exceed ECHDC Funding contribution of \$9M as well as fit-out and exhibits - Design and fit-out the interior of the Building as necessary to operate a Children's Museum. -EMCM will receive all change orders. As will be incorporated into the provisions of the CMaR Contract, EMCM shall have approval of change orders that (1) result in a material cost or savings; (2) change the Building or the leased premises in a manner that materially impact EMCM's interior buildout or programming; and/or (3) materially alter the timeframe for the completion of construction. EMCM will designate a representative for the review of change orders and such person will be responsible to respond within 48 hours of a request for approval.
<i>ECHDC Obligations – post Project Completion</i>	Provide for the capital repairs, routine maintenance and state of good repair of the Building during the Term.
<i>EMCM's Obligations – post Project Completion</i>	Operate, provide all custodial services, and pay all costs associated with operation of first-class Children's Museum to be located in the Building during the Term.
<i>Anticipated Project Schedule</i>	<i>Schedule Attached</i>
<i>Public Announcements</i>	EMCM and ECHDC agree to use good faith efforts to inform the other of any press releases and public announcements pertaining to the Project prior to dissemination to the public.
<i>Workforce/MBE/WBE requirements</i>	The Project shall be subject to appropriate goals for minority/women workforce participation and for minority/woman business enterprise participation for all Project Costs in accordance with Article 15 of the NYS Executive Law. The workforce/MBE/WBE requirements shall apply to ECHDC/EMCM and all parties retained by ECHDC/EMCM for any design, preconstruction, development and construction work on the Project.
<i>Right of Inspection</i>	Both before and after Project completion, ECHDC/EMCM shall have full access to the Property during all working hours, and shall have the right to observe all construction work on the Project and all facilities where such work or any part thereof is being

	fabricated or stored.
<i>Transfers and Assignments</i>	EMCM shall not sell, transfer or otherwise convey the Project or any equity interest in the EMCM such that operation and control of the Project will not be maintained by the EMCM without ECHDC consent, which consent shall be within the sole discretion of ECHDC.
<i>Non-Binding</i>	Except as expressly provided herein, this Term Sheet does not obligate ECHDC or EMCM in any manner whatsoever, and is not enforceable by either party in law or in equity, including but not limited to support or defend against a cause of action or remedy of any kind. This Term Sheet does not constitute an "action" under SEQRA or NEPA. Binding legal obligations will arise only upon execution of definitive final written contracts, executed by all parties.
<i>Public Approvals</i>	Execution of a binding LDA is subject to all required land use and other public approvals, including but not limited to all ECHDC and Public Authorities Control Board approvals and board approval of EMCM necessary to approve the Project (collectively, the "Approvals"), which shall be completed within ____ (____) days of execution of the binding LDA.
<i>Good Faith</i>	ECHDC and the EMCM shall negotiate in Good Faith to complete the transaction contemplated in this Term Sheet.

Agreed to and accepted as of the date set forth above.

Erie Canal Harbor Development Corporation

Explore & More Children's Museum

By: _____

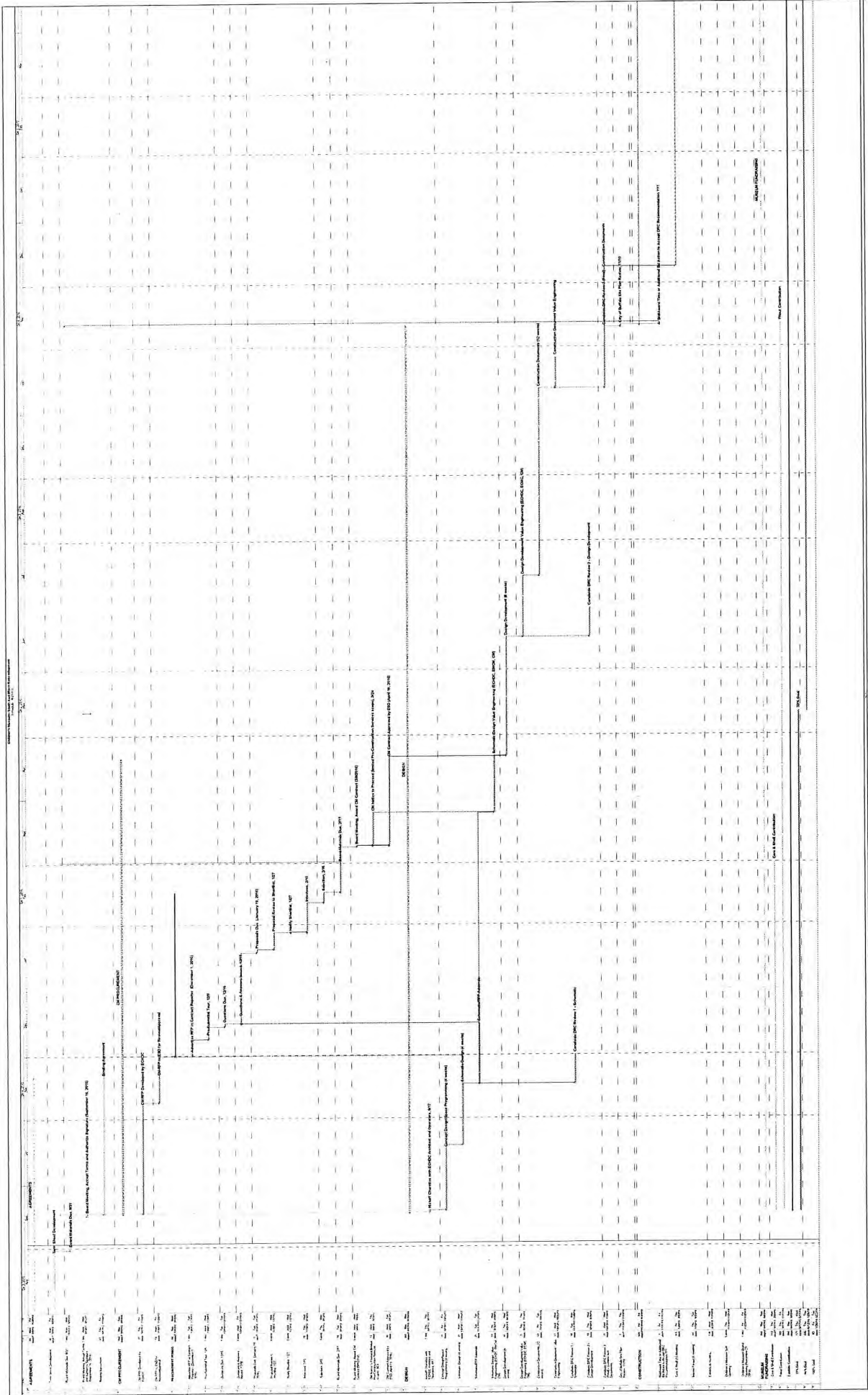
By: _____

Name: _____

Name: _____

Title: _____

Title: _____



Item No.	Description	Unit	Quantity	Unit Price	Total Price
1	Excavation	m ³	100	10.00	1000.00
2	Concrete	m ³	50	20.00	1000.00
3	Reinforcement	kg	2000	5.00	10000.00
4	Formwork	m ²	1000	1.00	1000.00
5	Transportation	km	1000	1.00	1000.00
6	Labour	man-days	500	2.00	1000.00
7	Material	m ³	100	10.00	1000.00
8	Equipment	hour	100	10.00	1000.00
9	Subtotal				26000.00
10	Tax				2600.00
11	Profit				2600.00
12	Grand Total				31200.00

Contract No. _____
 Project Name: _____
 Location: _____
 Date: _____

Item #3



BLUEPRINT

An Update on Planning for the Future of
Buffalo's Outer Harbor

14 September 2015



Erie Canal Harbor
Development
Corporation

PERKINS+WILL

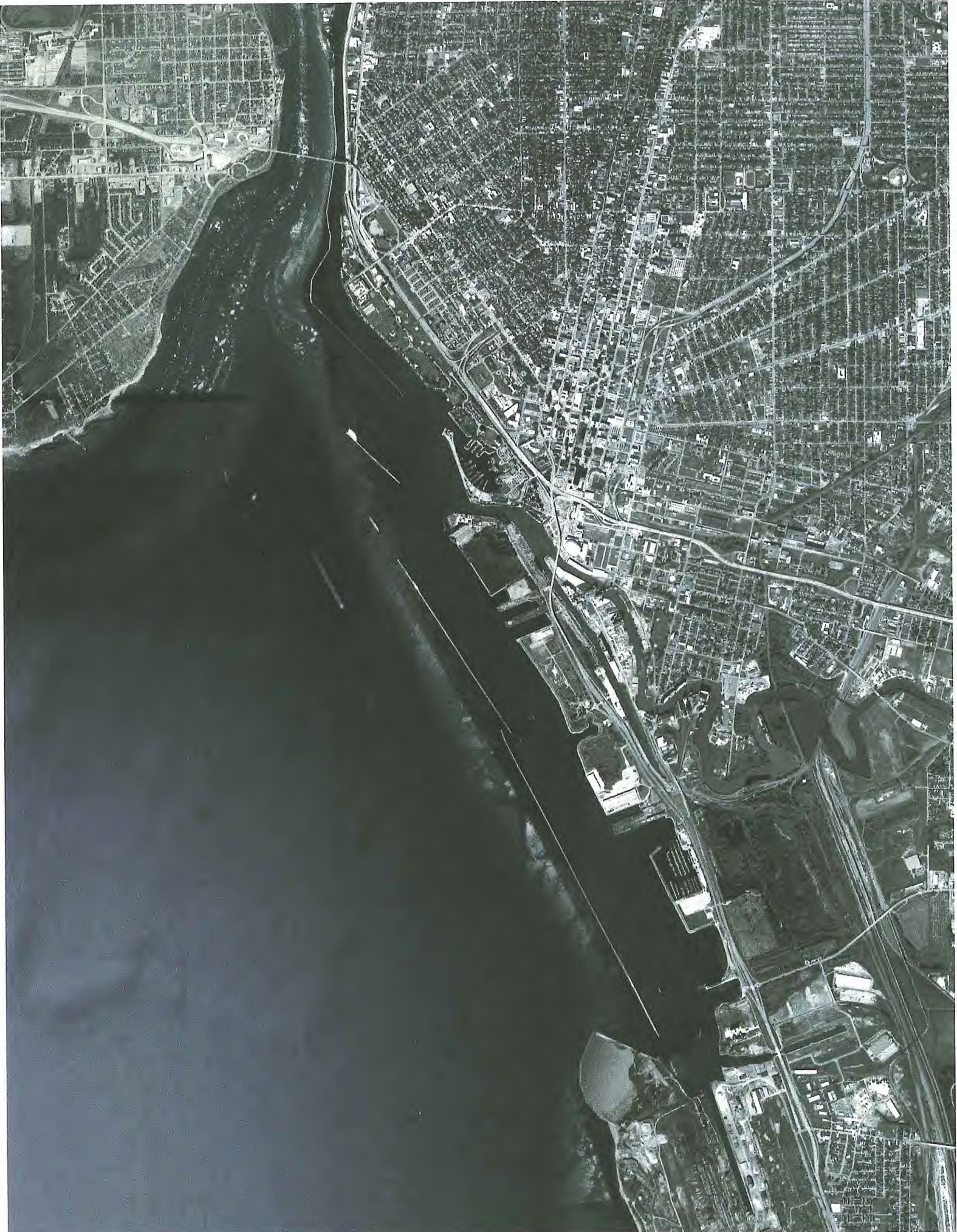
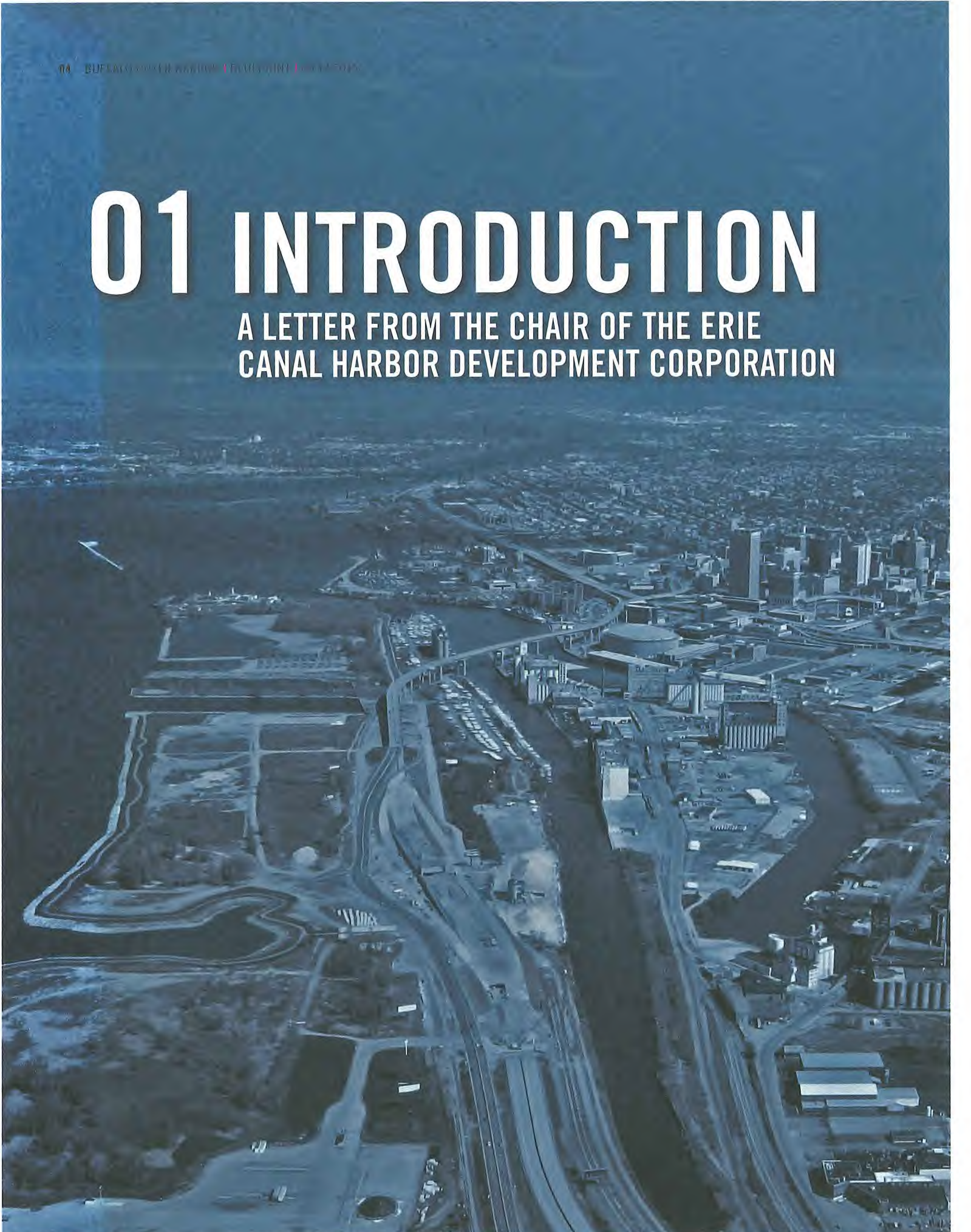


TABLE OF CONTENTS

01	INTRODUCTION: A LETTER FROM THE CHAIR OF THE ERIE CANAL HARBOR DEVELOPMENT CORPORATION	04
02	BACKGROUND ON THE OUTER HARBOR	06
03	THE OUTER HARBOR PLANNING PROCESS	16
04	THE BLUEPRINT: A LONG-TERM, LAND USE-BASED VISION FOR THE OUTER HARBOR	22
05	NEXT STEPS: FIRST PHASE SHORT-TERM INVESTMENTS	28

01 INTRODUCTION

A LETTER FROM THE CHAIR OF THE ERIE
CANAL HARBOR DEVELOPMENT CORPORATION





Erie Canal Harbor Development Corporation

A subsidiary of Empire State Development

After listening to the community and incorporating your input, it gives me great pleasure to share this update of the Outer Harbor Blueprint. Please note that this update does not represent the end of our work but an important milestone as we continue to listen and prioritize improvements.

Our ability to meaningfully discuss the future of these lands has not come easily. For generations, the Outer Harbor has been defined by industrial decline, poor environmental stewardship, and barriers to waterfront access. But today there is cause for hope. Buffalo is experiencing a renaissance, thanks to the commitments of Governor Andrew M. Cuomo, Congressman Brian Higgins, Mayor Byron W. Brown, County Executive Mark Poloncarz, city, county and state legislative delegations, community leaders, and the public itself.

Beginning with the reclamation of Gallagher Beach, momentum has led to the rebuilding of Fuhrmann Boulevard and Ohio Street, and the establishment of Buffalo Harbor State Park. ECHDC has contributed to this effort by reclaiming approximately 350 acres of underutilized land from the NFTA, making improvements at Wilkeson Pointe, and enhancing public access through investments in the Outer Harbor Greenbelt and the new Queen City Bike Ferry.

In light of these recent activities, Governor Cuomo tasked ECHDC with leading a public planning process on the future of the Outer Harbor. Under the guidance of the Buffalo Waterfront Development Advisory Committee, and with the help of a consultant team led by Perkins+Will, we listened carefully and studied the area in great detail.

The resulting Blueprint serves as a guide to future investments that will evolve over time and in partnership with the city. A considerable part of our legacy will be to ensure that our children and grandchildren are provided with the same opportunity that we've been given to preserve what we love about the Outer Harbor while improving what we can.

If you have any comments regarding the Blueprint, we encourage you to share them with us at OuterHarborInfo@esd.ny.gov. You may also follow progress and view updates at our project website. Thank you for your participation, and please stay engaged as we move forward together.

Robert D. Gioia, Chair

Erie Canal Harbor Development Corporation

02 BACKGROUND

2.1 History

The Outer Harbor is an approximately 500-acre strip of man-made land between Lake Erie and the City Ship Canal. At the northern tip is a Coast Guard station, a small boat marina and Times Beach Nature Preserve. Further south is Wilkeson Pointe, the Seaway Pier, the Bell Slip and the Terminal Buildings. These northern lands, with the exception of the Coast Guard Station and Times Beach, total approximately 231 acres and were the focus of the public planning process, which did not explicitly include the Outer Harbor's southernmost sites, such as the Freezer Queen property and Buffalo Harbor State Park, or the nearby Tiff Nature Preserve.

Public input on the future of the Outer Harbor has been collected in various forms for decades. Most recently, this input included dozens of public meetings with several thousand participants as part of the City of Buffalo's Green Code, Local Waterfront Revitalization Plan and Buffalo Harbor Brownfield Opportunity Area efforts. These plans solicited and incorporated input from people across the city and region and laid the foundation for the Outer Harbor Blueprint. A selection of previous proposals for the Outer Harbor are illustrated here.



21st Century Park



Greater Buffalo Sports and Entertainment Complex



Congress for New Urbanism



Brownfield Opportunity Area Sample Plan



Graphic created by Perkins + Will and modified by Buffalo Niagara Riverkeeper

- 1. The Buffalo Riverkeeper is currently working with the City of Buffalo to develop a plan for the waterfront area.
- 2. The Buffalo Riverkeeper is currently working with the City of Buffalo to develop a plan for the waterfront area.
- 3. The Buffalo Riverkeeper is currently working with the City of Buffalo to develop a plan for the waterfront area.
- 4. The Buffalo Riverkeeper is currently working with the City of Buffalo to develop a plan for the waterfront area.

Buffalo Niagara Riverkeeper

2.2 Blueprint

The Blueprint planning process originated in September 2013, when Governor Andrew M. Cuomo announced that the Niagara Frontier Transportation Authority would transfer a then-estimated 400 acres of largely open and underutilized land to ECHDC, whose mission and resources better positioned it to meet the challenge of enhancing and accelerating development.

Approximately 190 acres, including the Small Boat Harbor marina and Gallagher Beach, are now known as Buffalo Harbor State Park, the first State Park in the city. Uses for the remaining land were to be determined by a public master planning process that would be led by a consultant, managed by ECHDC and overseen by the Buffalo Waterfront Development Advisory Committee (BWDAC). The BWDAC included five members appointed by Governor Cuomo, including the committee's Chairman, Robert D. Gioia; and four members appointed by Buffalo Mayor Byron W. Brown.

BUFFALO WATERFRONT DEVELOPMENT ADVISORY COMMITTEE



Robert D. Gioia
(Chair)
President, John R. Oshel Foundation;
Chairman, ECHDC



Cliff Benson
Chief Development Officer/Senior
Advisor, Buffalo Sabres



Donald Boswell
President and CEO, Western NY Public
Broadcasting Association (WNED)



David Colligan
Partner, Colligan Law LLP;
Director, ECHDC



Ellen Grant
Deputy Mayor, City of Buffalo



Francisco Guzman
Architect/Engineer, Buffalo Urban
Renewal Agency



Kathy Hochul
Lieutenant Governor, State of
New York



Brendan Mehaffy
Executive Director, City of Buffalo
Office of Strategic Planning



Steve Stepniak
Commissioner, City of Buffalo Public
Works, Parks and Streets



Outer Harbor Ownership

- NYPA and NFTA Land
- ECHDC Land
- Buffalo Harbor State Park

OUTER HARBOR PARCEL AREAS*	
NYPA	15.4 acres
OUTER HARBOR (ECHDC)	185.8 acres
NFTA (terminals A+B)	50.2 acres
BUFFALO HARBOR STATE PARK	190 acres
TOTAL	421.4 acres

* Acreage includes some water areas; other Outer Harbor lands excluded from the study and their estimated acreages include the Coast Guard station (20 acres), Times Beach (85 acres) and the privately-held Freezer Queen parcel (21 acres).

2.3 Recapping Recent Progress

The Blueprint is designed to build on the many past and ongoing improvements ECHDC and the State of New York have already announced. Although this document is focused on the Outer Harbor's future, it is important to note the progress that has been made. Recent investments include:



Southtowns Connector/Buffalo Outer Harbor Access

The Southtowns Connector/Buffalo Outer Harbor Access (STC/BOH) Project involved a series of improvements to make the Lake Erie waterfront—originally designed mainly for trucks to service heavy industrial and port areas—to be accessible for all modes of transportation (pedestrian, bicycle, transit, vehicular and waterborne) and to support a host of new recreational and mixed-use development. Its initial phase, completed in 2010, involved a full reconfiguration of NYS Route 5 expressway to consolidate interchanges, allowing Fuhrmann Boulevard to be reconstructed into a single, two-way landscaped parkway providing local access along the waterfront. The project also created an extensive network of multi-purpose trails, trailhead parking areas, water access points, and interpretative features on the Outer Harbor, including the initial portions of Buffalo Industrial Heritage Trail.



Ohio Street Reconstruction

Included as a component in the STC/BOH Access Project, ECHDC partnered with the City of Buffalo to fund and implement the reconstruction of Ohio Street between Downtown Buffalo and Fuhrmann Boulevard. To be fully completed this year, the project involves a full reconfiguration of Ohio Street as a landscaped waterfront arterial connecting the burgeoning Canalside area with the Buffalo Outer, linking key areas along Buffalo's re-emerging Buffalo River and historic First Ward neighborhood. The project included new Olmsted-inspired street lighting, a full multipurpose trail system and interpretative features serving as a further extension of the Industrial Heritage Trail, as well as a number of sustainability features like permeable pavement and other stormwater features to reduce environmental effects.



Buffalo Niagara Medical Campus

250 Delaware Ave

Downtown Buffalo

One Seneca Tower

HARBORCENTER

Outer Harbor

Cobblestone District

River Works

Silo City

RiverBend

Ohio Street Improvements

Bell Slip

Terminal A + B

Buffalo Harbor State Park

Tifft Nature Preserve

Erie Basin Marina

Coast Guard

Times Beach

Wilkeson Pointe

Seaway Pier

Lake Erie

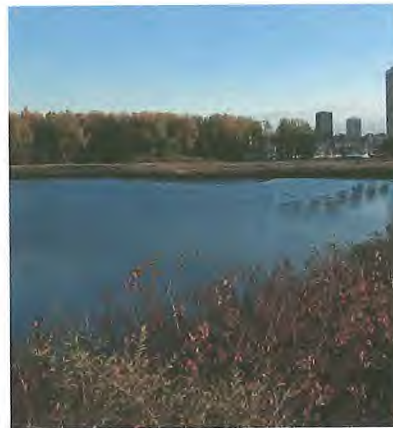
Recent + Ongoing Projects





The Queen City Bike Ferry

The Queen City Bike Ferry was developed and launched by ECHDC in order to allow safe and easy travel for bicyclists and pedestrians from Canalside to the Outer Harbor. The ferry service operates for four months out of the year. Future improvements to be opened in 2016 include the installation of a paved pedestrian pathway on land owned by the New York Power Authority, shelter next to the landing, as well as signage, benches, planters and bicycle racks.



Times Beach Nature Preserve

Improvements to the Times Beach Nature Preserve were also completed by DOT in spring 2012. To make this area more pleasing while protecting this important ecosystem, DOT invested \$900,000, to create an elevated boardwalk to improve pedestrian access complete with a new decorative fence, and lighting interpretive signage along the boardwalk.



Wilkeson Pointe

Wilkeson Pointe is a new, \$3.4 million, public recreational space along the entire length of the water's edge. It was completed by ECHDC in May 2013. The site improvements included shoreline enhancements, lighting and utility installations, pedestrian paths, volleyball courts, natural playgrounds, wind sculptures and public docking. This project was ECHDC's first construction project on the Outer Harbor.



The Outer Harbor Kayak & Canoe Launch

The boat launch converted an outdated ferry landing at the Outer Harbor into a new, modern, safe and easy to use kayak and canoe launch. The new kayak and canoe launch gives paddlers a safe way to climb aboard without tipping or flipping. A first in the industry, EZ Launch for kayaks and canoes was designed to allow people of all skill ranges to easily enter their watercraft and launch it simply in any type of waterfront venue. The approximate cost of the project was \$14,000.



The Outer Harbor Greenbelt Extension

The Greenbelt Extension is a multi-use path to connect the existing greenbelt, which used to end at the former Pier restaurant, with Fuhrmann Boulevard. The \$145,000 project included the construction of a new, multi-use trail adjacent to the Michigan slip that connects the Greenbelt Public Pathway with the trail along Fuhrmann Boulevard. It was completed in July 2015.



Buffalo Harbor State Park

The first State Park in the City of Buffalo was announced in May 2014. The state Office of Parks, Recreation and Historic Preservation (OPRHP) opened the new park in June 2015 and is moving forward with \$15 million in enhancements, including the construction of a very popular nautical-themed playground, picnic pavilions, an event platform, new paths, rest rooms and improved lighting. Additional park improvements are scheduled for construction in the coming years.



Safe Harbor Marina at Buffalo Harbor State Park

Safe Harbor Development's selection as the new marina operator at Buffalo Harbor State Park was announced in April 2015. ECHDC and OPRHP selected Safe Harbor through an RFP process to lease and maintain ownership of the marina property. Safe Harbor is expected to invest \$10 million in marina improvements and construct a full-service restaurant in the near future. The plans include upgrading slips, upgrading electrical and water service, and other amenities. Under terms of the proposed lease, Safe Harbor will oversee the 1,037-slip marina, 8,000-square-foot restaurant and administration building, 214 parking spaces, bait shop, and storage facilities at the park.



Gallagher Beach

Improvements were completed in spring 2012 by the New York State Department of Transportation (DOT). The \$500,000 improvement project included the addition of a new pavilion, boardwalk improvements, installation of picnic tables, bike racks and chess game tables turning Gallagher Beach into a multi-functional gathering place for visitors.



Tifft Pier, Industrial Heritage Trail & Lake Kirsty Dock

These elements entailed a \$4.3 million project that transformed the formerly neglected urban areas along Fuhrmann Boulevard to provide public access along the Lake Erie and Outer Harbor Shoreline. At the Tifft Street Pier, a new fishing pier, a boardwalk area, park space, seating and provisions for public art were installed. On the east side of Route 5, a new fishing dock was built on Lake Kirsty at the entrance to the Tifft Nature Preserve. The Industrial Heritage Trail along Fuhrmann Boulevard just north of Ohio Street was also developed. This historically-themed recreation area includes a series of historical interpretive markers that tell the story of how Buffalo's working waterfront developed and contributed to the growth of the Buffalo Outer Harbor.



Union Ship Canal

Improvements were completed in the summer of 2012. The \$2 million improvement project enhanced fishing access by constructing an ADA-compliant boardwalk and promenade area. Boardwalk and promenade enhancements include benches, architectural lighting and heritage markers describing the Union Ship Canal area and a decorative railing along the edge of the canal. The face of the rail has panels that depict Buffalo's previous industrial past which dominated the skyline around the Canal.



The Arts Services Initiative of Western New York

The Arts Services Initiative is providing educational events, recreational events and programming at various sites along the Outer Harbor. This programming, which is entirely funded by ECHDC, reflects the community's desire to enhance the Outer Harbor area as an outdoor visitor space offering an array of appealing activities. Programming on the Outer Harbor will take place May 2015 through September 2015 at various locations on the Outer Harbor.

03 PLANNING PROCESS

3.1 Principles

The BWDAC established four “guiding principles” to serve as the foundation for the master planning process. These principles emphasize universal public access, a diversity of uses and users, quality planning and design and financial returns on investments.

GUIDING PRINCIPLES

1. ACCESSIBILITY

- Activate water edges-for public use
- Maintain scenic views
- Promote year-round public use and access
- Offer a welcoming and safe environment
- Facilitate multiple modes of access (e.g., pedestrian, bike, water taxi, circulator, public transport, etc.)
- Ensure handicap accessibility

2. DIVERSE USE

- Offer multiple things to see and do (e.g., Green space, public places, historical sites, recreational activities, public art activities, etc.)
- Design a destination that attracts out-of-town, regional visitors as well as residents
- Promote a wide variety of land and water activities that complement each other
- Emphasize a mix of land uses

3. PLANNING AND DESIGN

- Lead a comprehensive and collaborative planning process with opportunities for public participation and review
- Create a remarkable and regionally significant waterfront.
- Design for all seasons
- Ensure green/ sustainable building and site development practices
- Consider investments that improve lake quality, reduce stormwater overflows, save energy and improve traffic flow and safety
- Pursue a phased development strategy

4. FINANCIAL PAYBACK

- Pursue long-term economic self-sufficiency
- Attract follow-on private investment
- Focus investment to optimize economic, social and environmental benefits
- Create jobs for local residents
- Pursue economic benefits from tourism
- Ensure Equal Employment Opportunity
- Complimentary to and not in competition with existing downtown development

3.3 Community Engagement

Round 1

Following the release of the Existing Conditions Report, three public meetings were held on July 9, 10, and 12, 2014 to present findings and allow the community to share their ideas. These meetings were attended by approximately 600 persons, drew a significant amount of publicity, and provided an engaging, hands-on experience for participants. Many key themes and takeaways arose over the course of the three meetings. The input provided allowed the team to gauge the community's preferences for the types and distribution of different land uses at the Outer Harbor, and to create an outline of uses as the basis for developing alternative design strategies in the next phase of the project.

Round 2

Based on the public input, two additional meetings were held on August 6, 2014, where alternatives for the Outer Harbor were presented. More than 400 participants were given a scorecard and asked to rate their preferred elements within the three alternatives, using eight frameworks to evaluate their relative merits:

- Land-use
- Access and mobility
- Open space
- Ecology
- Health and recreation
- Waterfront culture
- Human comfort
- Views





As a result of this feedback, a series of key public preferences emerged. These results were used in the development of a preferred concept, which incorporated the community's favored design strategies and features across the three approaches, tempered by the guiding principles and more detailed feasibility analysis.

Round 3

The Perkins+Will draft concept plan was presented to the community at an open house on September 9, 2014, which was attended by more than 300 persons. After a presentation of the overarching themes and an explanation of how these were derived from community input at the previous open houses, participants were encouraged to visit information stations and then assemble in groups to discuss and comment on the plan. The information was also displayed at the Buffalo & Erie County Public Library for over a week following the meeting, to give persons who were unable to attend the open house an opportunity to review the draft concept plan.

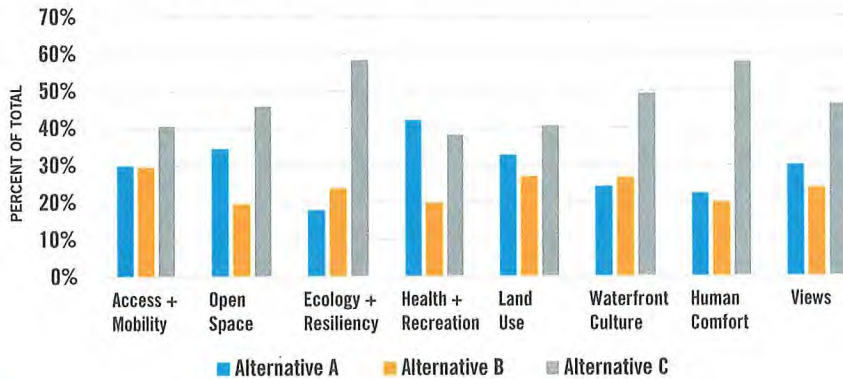
The draft concept plan was designed to:

1. Explore creative development options for the Outer Harbor, such as a City Ship Canal Bridge, fishery islands, a museum, beaches and a new waterway connection to the City Ship Canal.
2. Illustrate a potential development scenario, including number of residential units, size and shape of buildings and layout of roads.
3. Provide an order-of-magnitude financial projection to help establish priorities and identify early-action implementation items.



Sample 'framework' for Alternative Land Use Scenarios

Analysis of scorecard results using a weighted scoring system (3 points for first choice, 2 points for second choice and 1 point for third choice):



FRAMEWORKS	ALTERNATIVE A	ALTERNATIVE B	ALTERNATIVE C
Access/Mobility	466	505	512*
Open Space	499	465	516*
Ecology	379	458	562*
Health/Recreation	503*	449	478
Land Use	472	461	476*
Waterfront Culture	446	468	548*
Human Comfort	435	474	538*
Views	457	464	506*

*most popular alternative by framework

04 THE BLUEPRINT



In undertaking this planning process, BWDAC and the Perkins+Will team received an extraordinary outpouring of public input and enthusiasm, with many strong opinions becoming clear. As a result of this input and studies of the site's existing conditions, the team has reached several important decisions.

The **first decision** represents a commitment to maintaining the momentum of the Inner Harbor, which presents the highest potential for economic development in the near-term. The **second decision** is that the long-term future of the Outer Harbor should be guided by high-level land use recommendations, closely aligned

with and folded into the city's ongoing planning efforts regarding its Land Use Plan and Unified Development Ordinance (Green Code), the Local Waterfront Revitalization Plan, and the Buffalo Harbor Brownfield Opportunity Area.

The **third decision** is that while longer-term development discussions and reviews proceed, ECHDC will continue building on recent momentum at the Outer Harbor by making a \$5 million investment in targeted first phase short-term improvements, all of which are compatible with the long-term vision and could be absorbed into future phase developments. Future decisions regarding the balance of

green space with private development will be enhanced by encouraging more visitors to experience the Outer Harbor and envision it as a vital part of the city.

Based on feedback to the draft concept plan, the BWDAC identified additional work that will be necessary, such as researching financing sources; studying developer interest; and providing ongoing opportunities for public input, particularly regarding environmental impacts. Consequently, these three decisions are all based on the adjacent principles:

4.1 Recommit to the Inner Harbor

The many Outer Harbor projects either underway or under consideration will continue the positive momentum in recapturing the city's waterfront for public use and increasing its viability as an economically healthy metropolitan area.

As projects like the SolarCity-anchored 'Buffalo High Tech Manufacturing Innovation Hub' at RiverBend and the IBM-anchored 'Buffalo Information Technologies Innovation and Commercialization Hub' open for business, it will be increasingly important for the city to provide the kinds of attractions that promote Buffalo as a great place to live, work, and play, and make it attractive to an economically, culturally, and generationally diverse group of residents. Enhancing the Outer Harbor

RESPECT

Acknowledge, support, and protect efforts that have been made over past 25 years, such as at Times Beach, Wilkeson Pointe, and Buffalo Main Lighthouse

ACTIVATE

Target redevelopment to a few key locations, and work to establish the public/private partnerships that will be necessary to initiate and sustain these efforts

CONNECT

Tie together destinations along Outer Harbor from Gallagher Beach to the lighthouse on both land and water sides

will be an important part of this growth, attracting more businesses and people to call Buffalo home.

In this spirit, ECHDC and the City of Buffalo are recommitting efforts to focus near-term private development at Canalside and the Inner Harbor.

Whereas the Outer Harbor still requires significant public investments to become an attractive location for development, Canalside and the Inner Harbor represent a highly cost-effective opportunity to continue to rebuild the strength of the city's downtown core.

At ECHDC, this focus will include the long-awaited redevelopment of the Aud Block into the Explore & More Children's Museum. Set to open in 2018, it will anchor both the Canals and the Cultural District along the Commercial Slip. With 200,000 visitors annually, the Museum will contribute to the year-round offerings at Canalside. Additional mixed-use development on the South Aud Block will add retail, restaurants, office, and residential.

The southern portion of the Donovan Block is envisioned as a mixed-use building with a signature restaurant on the ground floor. Filling in the space between One Canalside and HARBORCENTER, the building will complete the east side of Main Street. With the State's commitment of \$9 million toward the Children's Museum, these development projects are expected to generate between \$100 and \$150 million of private and philanthropic investment.

ECHDC will also be enhancing the public space with an extension of the Central Wharf's wooden boardwalk. The popular waterfront esplanade will see over \$2 million worth of improvements, including an enhanced beach area, landscaping, railing, and service for seasonal businesses.

For the City, there is renewed focus on the 2004 Master Plan and development of the Historic Parcels nearest the Central Wharf. These efforts are also consistent with the ECHDC General Project Plan for Canalside that was adopted by ECHDC after extensive public input. It is expected that the City will select a preferred developer for the entire four acres, which is composed of several small development parcels.

4.2 Take a Long-Term View for the Outer Harbor

Based on the community’s input, along with the advice of its consultant team, the city, and BWDAC, ECHDC is advancing high-level land use designations and recommending their incorporation into the city’s new Land Use Plan and Unified Development Ordinance, collectively known as the Green Code.

By aligning the Blueprint with the Green Code, ECHDC is able to provide specific development guidelines that will direct the community’s vision for the Outer Harbor while still allowing for incremental flexibility in the scale, mix, and distribution of uses proposed for different sites. With the Green Code serving as a 20-year framework, a built-in process will exist for re-evaluating these designations when developments are proposed, and for determining whether the scope and patterning aligns with the vision of residents.

Rather than trying to predict or prescribe every element of the Outer Harbor’s future, this approach will ensure agreement on broad priorities, allow for incremental progress and provide ample opportunities for continued public input and environmental reviews along the way.

The following recommendations are offered to begin this process:

1. Focus redevelopment on the Terminal property at the foot of Ohio Street and the NYPA parcel
2. Maintain the balance of the Outer Harbor as open space in the interim, with specific uses to be determined in the future based on the Green Code
3. Preserve public access at all points along the lakefront and the City Ship Canal

Further, and in keeping with the importance of ensuring diversity and the broadest possible participation for our entire community, we are committed to fostering an environment in which everyone is positioned to succeed in reaching their true potential. We believe diverse, inclusive communities are vibrant, interesting, economically competitive and sustainable. We recognize that diverse and inclusive initiatives and developments appeal to top talent and encourage excellent performance and productivity, and that, in order for Buffalo to succeed whether it is in areas such as the Outer Harbor elsewhere in our community, we must support and embrace our region’s diversity.

ORANGE: N-3E Mixed Use Edge (NYPA Parcel) –
 This zoning designation is applied to transitional areas, which could consist of mixed-use development that will complement areas such as Canalside and the successful Bike Ferry. It envisions lower-scale, lower-density areas.

DARK GREEN: D-0N Natural –
 This designation, which would be applied to Times Beach, protects open spaces in a predominantly undeveloped state. These zones are typically set aside for land conservation, passive recreation, and ecological restoration.

GREEN: D-0G Open Space –
 The majority of the Outer Harbor would be zoned as this open space district, which permits only limited government/ public safety uses and certain recreational uses (e.g., cultural/assembly uses, taverns, stables) by special permit only.

RED: N-1S Secondary Employment–
 Lastly, the areas known for hosting the former NFTA Terminals would be zoned under this designation, which envisions mixed-use employment centers often defined by mid-rise and large-footprint industrial structures. This zoning designation permits a range of residential, commercial, office, retail, and light manufacturing uses.



Erie Basin Marina

Coast Guard

Times Beach

Wilkeson Pointe

Seaway Pier

Outer Harbor

Lake Erie

Terminals A + B

Bell Slip

Buffalo Harbor State Park

Tift Nature Preserve

Veterans Park

River Park

Conway Park

Buffalo Harbor

Whitestone District

River Works

City Ship Canal

Buffalo River

Niagara Valley Greenway

ERIE ST

MAIN ST

MICHIGAN AVE

MICHIGAN AVE

GARDEN ST

DRIP ST

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Land Use Designations

0' 1,000' 2,000'



4.3 Buffalo Green Code

Once these land use designations for the Outer Harbor are incorporated into the City's draft Green Code, they will be subject to additional review and public input under the Citywide Environmental Impact Statement (EIS) to support the Green Code re-zoning, the Buffalo Harbor BOA, and the LWRP. This process will further vet these land use designations and identify any possibility for negative environmental impacts they would create if unmitigated. ECHDC will also be required to demonstrate that it has satisfied all obligations under the State Environmental Quality Review Act (SEQRA) by preparing plan-specific supplementary environmental reviews for each proposed development.

The full realization of open space improvements and private development will take many years. A realistic assessment—taking into account the known constraints, historically slow-growth economic context, need for additional public financing and sheer size of the site—implies that the most effective future of the land will be one grown out of incremental progress and regular revisits to planning assumptions. Information collected by the planning team regarding market and environmental conditions will be used by the City during the Green Code adoption process.

The majority of the Outer Harbor will continue to be zoned in the Green Code as an open space district, which permits only limited government/ public safety uses and certain recreational uses by special permit only. When added to the adjacent 190 acres of land at Buffalo Harbor State Park, this represents an expanded and exciting publicly-accessible waterfront recreation area.

BUFFALO GREEN CODE OUTER HARBOR ZONING								
N-1S		N-3E		D-0G		D-0N		
Permitted Land Uses								
RESIDENTIAL		Residential Dwellings		Residential Dwellings		None		None
CIVIC		Open Space, Assembly, Cultural Facility, Government Office, University, School		Open Space, Government Office, Cultural Facility; With Special Use Permit: Some Assembly, Some School		Open Space; With Special Use Permit: Assembly		Open Space; With Special Use Permit: Cultural Facilities
LODGING		Bed + Breakfast, Hotel, Hostel		Bed + Breakfast, Hotel, Hostel		None		None
RETAIL + SERVICE		Amusement (indoor and outdoor), Day Care, Medical Clinic, Live Entertainment, Open Air Market, Restaurant, Retail and Services, Storage, Tavern, Stables/Riding Centers		Day Care, Medical Clinic, Restaurant, Retail and Services; With Special Use Permit: Amusement (indoor), Live Entertainment, Open Air Market and Tavern		With Special Use Permit: Some Amusement (indoor), Live Entertainment, Restaurant, Retail & Service, Tavern, Open Air Market, Stables/Riding Centers		None
EMPLOYMENT		Artisan Industrial, Light Industrial, Professional Offices, Research/Lab, Warehouse		Professional Offices, Research / Lab; With Special Use Permit: Artisan Industrial		None		None
AGRICULTURE		Community Gardens, Market Gardens		Community Gardens, Market Gardens		Community Gardens		Community Gardens
TRANSPORTATION		Bicycle Parking Station, Marina, Pedestrian + Bicycle Path, Parking Lots		Bicycle Parking Station, Pedestrian + Bicycle Path; With Special Use Permit: Marina, Parking Lots		Bicycle Parking Station, Pedestrian + Bicycle Path; With Special Use Permit: Marina, Parking Lots		Pedestrian + Bicycle Path; With Special Use Permit: Bicycle Parking Station
INFRASTRUCTURE		District Energy System, Utilities + Services (minor); With Special Use Permit: Utilities + Services (major), Wireless Communications		District Energy System, Utilities + Services (minor); With Special Use Permit: Wireless Communications		With Special Use Permit: District Energy System, Utilities + Services (minor and major)		With Special Use Permit: Utilities + Services (minor)
DEVELOPMENT AREA	Maximum 6-story building		Maximum 3-story building.		Maximum 3-story building. Only permitted to build on 25% of the parcel.		Maximum 1-story building. Only permitted to build on 5% of the parcel.	

Note: This is a representative but non-exhaustive list of the principal uses proposed to be allowed by zone under the Buffalo Green Code Unified Development Ordinance. Comprehensive zoning details are expected to be published soon by the City of Buffalo at buffalogreencode.com. The allowance of certain uses under each designated zone does not necessarily recommend their addition on the Outer Harbor. Share of circle that is filled is a qualitative indicator of the general degree to which uses are allowed.

Allowable Uses for each of the Four Land Use Categories at the Outer Harbor

05 NEXT STEPS

5.1 Target Strategic Improvements to the Outer Harbor

In line with public input, these long-term land use recommendations are accompanied by a series of short-term investments geared toward improving access and creating opportunities for residents and visitors to more fully enjoy the Outer Harbor.

ECHDC has received a \$5 million commitment from Governor Andrew M. Cuomo's Buffalo Billion initiative to support an initial round of open space improvements, all of which are compatible with the long-term vision and would be capable of being absorbed into future developments. Strategic phasing will increase the viability of private development on the Outer Harbor in the future, at which point some of the initial investment may be recouped through land disposition proceeds and other development-related tax revenues within the limited areas that development is allowed under the Green Code.

Investing in the open space improvements today will continue the Outer Harbor's positive momentum, demonstrate the resolve of ECHDC's commitment, and allow the public to enjoy widely-supported improvements to the Outer Harbor's accessibility and available activities.

This phasing is compatible with the fact that during the planning process, public open space investments emerged as a clear priority. From an economics and phasing standpoint, this also makes sense; by frontloading development with investments in public amenities and infrastructure, foot traffic and land values will increase.



Initial Targeted Improvements



Osprey Platform at Times Beach

Times Beach

Wilkeson Pointe

Seaway Pier

Outer Harbor

Mountain Bike Trails

Public Overlook

Public Overlook

Southern Bike Path Connection

Terminals A + B

Bell Slip

Bell Slip Visitor Center

Seasonal Trolley

Signage

Erie Basin Marina

Veterans Park

Pittsburgh Park

Maddestone District

River Park

Conway Park

Buffalo Harbor State Park

Tift Nature Preserve

ERIE ST

MAIN ST

MICHIGAN AVE

MICHIGAN AVE

SENECA ST

SENECA ST

SCOTT ST

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Proposals for initial targeted improvements include:



01 Creating a **Bell Slip Visitor Center** with pedestrian and bicycle amenities, to take advantage of the existing views and availability of parking. A pair of **overlooks** would be developed nearby to encourage birding, painting, photography, and astronomy.



02 Studying the potential for a **wildlife corridor** between Times Beach and Tift Nature Preserves; and installing an **Osprey-nesting platform** at Times Beach. Transforming the **Seaway Pier** into a multi-use flex space, building on the success of Wilkeson Pointe. The 8-acre site will be cleared, capped and re-graded to accommodate an adult workout area, ropes course, foot/bicycle paths (doubling as cross-country ski trails), cantilevered trail section (doubling as a fishing pier), deck, beach, beer garden, and games zone (horseshoes, bocce courts, petanq, shuffleboard, volleyball). The site may also include recreational fields or pollinator fields and seasonal floating docks, safety ladders and life rings.



03 Extending a **Southern Bike Trail** around Terminals A & B to complete the Greenbelt loop, with benches, trash cans, bike racks, and other features. New mountain bike facilities will provide additional, off-road trails.



04 Operating a **seasonal Trolley System** along Fuhrmann Boulevard between Gallagher Beach and the Lighthouse.



05 Installing **signage** from Gallagher Beach to the Lighthouse to highlight key public locations and distances. Consider the potential for additional interpretive signs and physical fitness signs such as 10,000 Steps.

5.2 Temporary Interventions

In conjunction with these permanent improvements, ECHDC also intends to facilitate other temporary uses of public space, such as public art installations, bicycle rentals, outdoor film screenings, and pop-up events and activities. In the future, as public and private funds become available, ECHDC will develop further plans for public investments and development in accordance with documented community priorities.

ACKNOWLEDGEMENTS

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Buffalo Waterfront Development Advisory Committee

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Erie Canal Harbor
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