



**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  
March 23, 2015 – 10:30 AM

PROPOSED AGENDA

CORPORATE ACTION

1. Approval of the Minutes of the August 11, 2014 Directors' Meeting
2. ECHDC FY 2015/2016 Operating and Capital Budget Proposal - Approval of the Corporation's Operating and Capital Budgets for the Fiscal Year 2015/2016 (April 1, 2015 – March 31, 2016)
3. Canalside - Public Space Management Contract - Authorization to Approve the 2015-2016 Budget for Canalside; and Authorization to Take Related Actions
4. Water-Bike Ferry Improvements - Authorization to Enter into a Consultant Agreement for Architectural and Engineering Services; and Authorization to Take Related Actions
5. City of Buffalo Outer Harbor - Utility Easement - Authorization to Grant a Utility Easement; and Authorization to Take Related Actions

FOR INFORMATION

6. 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

August 11, 2014

MINUTES

In Attendance

Directors: Robert D. Gioia – Chairman  
Julie M. Bargnesi  
David J. Colligan  
Michael DiVirgilio  
Sam Hoyt

ECHDC Staff:

Thomas P. Dee, President  
Maria Cassidy, Deputy General Counsel (via videoconference)  
Christopher Catanzaro, Assistant Project Manager  
Kaitlin Chmura, Project Manager  
Kim Frazier, Assistant Project Manager  
Debbie Royce, Corporate Secretary (via videoconference)  
Kevin Smith, Assistant Project Manager

ESD Staff:  
(Attending via  
videoconference)

Julia Borukhov, Financial Project Manager  
Thomas Brennan, SVP – Internal Audit  
Stephen Gawlik, ESD - VP Capital Projects & Senior Counsel and  
ECHDC - Assistant Secretary (attending in Buffalo)  
Kevin Hansen, Director - Real Estate Development  
Laura Magee, Deputy Director, Public Affairs (attending in Buffalo)  
Benson Martin, Director of Compliance  
Robert White, Audit Manager – Internal Audit

Also Present:  
(Attending in Buffalo)

Jim Fink, Business First  
Maria R. Whyte – Commissioner, Erie County Department of  
Environment and Planning  
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 10:34 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. Director Colligan noted that he had a conflict in connection with the second item on the Agenda and would be recusing himself from that vote. Noting that for the record, Chairman Gioia then called for a motion to approve of the Minutes of the Director's meeting of March 10, 2014. Upon motion duly made and seconded, the following resolution was unanimously adopted:

APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE MARCH 10,  
2014 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 March 10, 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 on Tom Dee to present a request for authorization for the Corporation to enter into a general construction services contract in connection with the illumination of the connecting terminal grain elevator.

As way of background, Mr. Dee reminded the Directors that in March 2013 the Directors accepted the Visual Master Plan and authorized the Corporation's staff to related actions. He stated that based on that recommendation for Phase I, today the Corporation is requesting authorization to begin Phase IA. He noted that Hohl Industrial Services is the contract being recommended today to provide General Contracting services and advised that the contract would be for an amount not to exceed \$1,167,710 which is the bid number plus a 15% contingency. He noted the funding for the contract would come from NYPA.

Mr. Dee explained that drawings for Contractors were made available at the offices of Foit-Albert and Buffalo Construction Exchange and placed bid announcements in the Buffalo Criterion, the Challenger, Panorama Hispano, and the Black Capital Network. He noted that the Corporation a pre-bid meeting and site tour and 23 people attended the meeting. He advised that three proposals were ultimately received and Hohl Industiral Services was the low bidder. Mr. Dee stated that based on the recommendation of Foit-Albert, the Corporation should move forward with the awarding of this contract.

He explained that the work was expected to be completed by next June and that the Corporation has also accepted the add alternate which would add the Western Elevation so that all four sides will be illuminated.

In response to a request for questions, Commissioner Whyte asked for the Selection Committees thoughts on why there was such a discrepancy in the bid proposals. Mr. Dee explained that Hohl had worked with NYPA in the past and was familiar with the site which gave them a competitive advantage to get the numbers to where they were.

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

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – Authorization to Enter into a Contract for the General Construction of the Connecting Terminal Illumination Project; and Authorization to Take Related Actions

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

RESOLVED, that the Corporation is hereby authorized to enter into a contract with Hohl Industrial Services, Inc. in an amount not to exceed ONE MILLION ONE HUNDRED SIXTY SEVEN THOUSAND SEVEN HUNDRED TEN DOLLARS (\$1,167,710) for the purposes and services, and substantially on the terms and conditions, set forth in the Materials; and be it further

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

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Mr. Dee then presented the request for the Corporation to enter into a contract for the electrical construction on the connecting terminal grain elevators. He noted that Frey Electric was chosen and the contract term would be from September 2014 to June 2015 in an amount not to exceed \$1,759,500 which includes a 15% contingency which would also be funded by

NYPA. Mr. Dee advised that all of the same meetings and advertisements were held and the same selection process was followed as the General Contractor process. He stated that after multiple meetings with the low bidder, the Corporation was satisfied that the bidder was responsible. Last he noted that the completion date and terms of the add alternate being included and dollar amounts were already identified.

In response to a request for questions, Commissioner Whyte again asked for an explanation of the discrepancies in the bids. Mr. Dee explained that Frey had done lighting project similar to this one and have extensive lighting history. He said they were a large contractor with incredible buying power. Commissioner Whyte asked if O'Connell Electric Co. was interviewed and Mr. Dee stated that they were not. He also advised that O'Connell had sent a letter to the Corporation stating that Frey was not a low responsible bidder but that it did not state the basis for that statement. Mr. Dee noted that O'Connell's bid was double the amount of the Frey bid.

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 – Connecting Terminal Illumination  
– Electrical Construction - Authorization to Enter in a Contract for the Electrical  
Construction of the Connecting Terminal Grain Elevator; and Authorization to Take  
Related Actions

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

RESOLVED, that the Corporation is hereby authorized to enter into a contract with Frey Electric Construction Co. in an amount not to exceed ONE MILLION SEVEN HUNDRED FIFTY NINE THOUSAND FIVE HUNDRED DOLLARS (\$1,759,500) for the purposes and services, and substantially on the terms and conditions, set forth in the Materials; and be it further

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

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Chairman Gioia then asked Mr. Dee if he would give his President's Report. Mr. Dee stated that last week another Thursday night concert took place on the Central Wharf highlighting the Buffalo Philharmonic Orchestra. He advised that musical diversification has been widely expanded to include the Music and Dance series, Battle of the Bands, Acoustic Sunset, and the Open Mic Series.

He noted that the 2014 Canalside Season is in the midst of an amazing summer and that every event is anywhere from 30 to 300 percent more popular than last year. He advised that the Corporation received a note from Explore and More stating that they had nearly 600 visitors last Friday, which nearly triples the average attendance from last year.

Next Mr. Dee stating the 2014 highlights this season are the Story of Buffalo at the Ruins; the enhances concert experience with VIP access and food and beverage. He reminded everyone that a full calendar of events could be viewed at Canalside.com. He said Clinton's Dish has been updated and is open for breakfast, lunch and dinner and includes a beer and wine garden and is the best place to relax by the water and enjoy the view.

Mr. Dee stated that from a media and marketing standpoint, the marketing of Canalside with “Our City. Our Waterfront.” Campaign has been hugely successful. He noted that the Facebook page has 50,000 “likes” and the Twitter account has 15,000 followers. He said the public uses the Corporation’s social media, as well as Canalside.com to find out what’s happening and to ask questions and give feedback.

Mr. Dee then gave an update on design noting that the South Aud block’s restaurant, Children’s Museum and mixed use concept plans are moving forward and the schematic design phase was completed and now will move into the design development phase following review.

Mr. Dee provided information on the current construction projects. He noted the Marriott Courtyard’s ribbon cutting was celebrated last Friday and that occupancy and excitement was high. He said HarborCenter continues to progress and Ohio Street construction is in full swing two months ahead of schedule. He further noted that coupled with the excitement of the Marriott Courtyard, the East Canal public space is being enjoyed by the public and the customers to One Canalside.

And for his last update, Mr. Dee stated that the progress on the historically-aligned canal site is apparent with two bridges installed and a third to arrive this month. He said the vertical granite installation is progressing and is 80% completed and the ice slab is scheduled to begin in a couple of weeks.

Mr. Dee noted that a favorable court decision came last week with regard to the Canals and asked Steve Gawlik to provide an update. Mr. Gawlik advised that there were three issues decided by the Appellate Division's 4th Department in favor of the Corporation. The first issue was siding with the Corporation that the soil disposal needed to go to a sanitary landfill; the second was that the Corporation's rejection of the granite was proper; and the third reversed the lower court's determination that permitted Travelers from settling claims on behalf of the contractor. He said that since the litigation was on-going, that was all he could discuss at this time.

In closing, Mr. Dee stated that the excitement moving forward on the Outer Harbor fulfills the promise of the Governor's vision and that the public meetings surrounding the Outer Harbor have kept the excitement level very high. He also made note of two comments that he has heard about Canalside, "It doesn't feel like Buffalo" and "I feel like a tourist in my own town".

Director Hoyt shared a comment that he was at Canalside Saturday night and noted that while there was no performance going, at 9:30 pm there were people everywhere, families, strollers, a line of people getting a beer at Clinton's Dish, and some getting an ice cream cone. He said that on Sunday he kayaked on the Buffalo River with his family and observed a long line of people waiting for a reservation. He stated Tom and the small staff at the Corporation work long hard hours and the success is very evident.

Director Colligan stated he was interested in the social media maintenance which was robust right now and asked how it was managed and maintained. Mr. Dee advised that Jill Clark on the Corporation's staff heads that up and that the Corporation has help from Eric Mower & Associates to keep a steady platform. He also said that the public's use of the Twitter account or the Facebook page also shows that the social media aspect fits right in with the excitement.

Chairman Gioia added that on behalf of the Board wanted to thank all of the staff present and those who were not for all that they do on a day-to-day basis and the also thank those in New York City who have helped so much with all the progress that has been made in the last six months, especially with the addition of the Outer Harbor and everything else the Corporation is doing.

Hearing no further business, Chairman Gioia adjourned the meeting at 10:55 a.m.

Respectfully submitted,

Debbie Royce  
Corporate Secretary

**Item #2**



FOR CONSIDERATION

March 23, 2015

TO: The Directors

FROM: Thomas P. Dee

SUBJECT: ECHDC FY 2015/2016 Operating Budget and Capital Expense  
Authorization Proposal

REQUEST FOR: Approval of the Corporation's Operating Budget and Capital Expense  
Authorization for the Fiscal Year 2015/2016 (April 1, 2015 – March 31,  
2016)

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I. Background

Attached for your review and approval are the proposed operating and capital requests (the "Budgets") for the Erie Canal Harbor Development Corporation (the "Corporation" or "ECHDC") for Fiscal Year 2015/2016 (April 1, 2015 – March 31, 2016).

II. ECHDC 2015/2016 Operating Budget Summary

The FY 2015-2016 Operating Budget proposes a total of \$1,045,939 in personal services (salaries and fringe benefits for nine employees) and a total of \$233,147 in non-personal services (primarily professional services, insurance, office occupancy and other administrative expenses). The total of all personal and non-personal amounts for Fiscal Year Budget 2015/2016 is \$1,279,086. Consistent with previous years' operating budgets, the FY 2015/2016 operating budget will be advanced with Empire State Development Corporate Funds, with the expectation of reimbursement at a later date.

III. ECHDC 2015/2016 Capital Expense Authorization Summary

Separate from the Corporation's Operating Budget is the Corporation's Capital Expense Authorization. Capital projects are individually approved by the Corporation's Board of Directors under separate actions. The Corporation's FY 2015/2016 Capital Expense Authorization is \$34,908,844, including a program-wide contingency allowance. This amount includes the remaining costs on the construction of the historically aligned public canals, towpaths, and bridges; the extension and improvements at the Central Wharf; design and

redevelopment at the South Aud Block; and Canalside events, programming, site operations, maintenance, and utility costs.

Additionally, the proposed funding will advance various projects at the Outer Harbor including, but not limited to, operations, maintenance, and utility costs; the Blueprint Master Plan and Environmental Impact Statement; and access/activation design and construction. Also included is funding for initiatives along the Buffalo River, including the remaining construction of the Ohio Street Parkway which cohesively links together the Inner and Outer Harbor. As in years past, the Corporation is also working with Art Services Initiative for programming along the River, for which proposed funding is included. Finally, the Grain Elevator & Bridges Lighting Project has moved into its construction phase, which is reflected in the Capital Expense Authorization.

Funding for the Corporation's Capital Expense Authorization will primarily consist of both existing and anticipated funds from the New York Power Authority, New York State, and the Federal Highway Administration.

#### IV. Environmental Review

Approval of the Corporation's Operating and Capital Budgets for Fiscal Year 2015/2016 constitutes a ministerial action as defined by the New York State Environmental Quality Review Act ("SEQRA") and the implementing regulations for the New York State Department of Environmental Conservation. No further environmental review is required in connection with this request. Capital projects are approved by the Corporation's Board of Directors under separate actions and, as necessary, will be subject to environmental review prior to such Board approval.

#### V. Recommendation

Based upon the forgoing, The Directors are requested to ratify and approve the Corporation's proposed FY 2015/2016 Operating Budget in the amount of \$1,279,086 and the Capital Budget in the amount of \$34,908,844.

#### VI. Attachments

Resolution  
ECHDC – FY 2015/2016 Spending Plan – OPERATING  
ECHDC – FY 2015/2016 Spending Plan – CAPITAL

March 23, 2015

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – ECHDC FY 2015/2016 Operating and Capital Expense Authorization Proposal –Approval of the Corporation’s Operating and Capital Expense Authorization for Fiscal Year 2015/2016 (April 1, 2015 – March 31, 2016)

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BE IT RESOLVED, based on the materials at this meeting and ordered filed with the Corporation (the “Materials”), the Corporation’s proposed FY 2015/2016 Operating and Capital Expense Authorization are hereby approved, and adopted in all respects, substantially in the form set forth in the materials and subject to the availability of funds; and be it further

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

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

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**Empire State Development  
Erie Canal Harbor Dev Corp  
Operating Spending Plan FYE 2016**

	Actual Expense FYE 2014	Spending Plan FYE 2015	Projected Expense FYE 2015	Spending Plan FYE 2016
<b><u>PERSONAL SERVICES</u></b>				
Salaries	533,588	563,382	623,705	757,927
Fringe Benefits	207,357	214,085	241,388	288,012
<b>TOTAL PERSONAL SERVICES</b>	<b>740,946</b>	<b>777,467</b>	<b>865,094</b>	<b>1,045,939</b>
<b>HEADCOUNT</b>	<b>6</b>	<b>7</b>	<b>8</b>	<b>9</b>
<b><u>NON-PERSONAL SERVICES</u></b>				
<b>Professional Fees</b>				
Legal / Accounting Fees	3,168	3,000	910	1,500
Consultant Fees	0	0	2,000	1,500
<b>Total Professional Fees</b>	<b>3,168</b>	<b>3,000</b>	<b>2,910</b>	<b>3,000</b>
<b>Other Non-Personal Services</b>				
Employee Travel & Meals	271	2,000	10	1,000
On-line Services/ Due & Subscriptions	886	2,000	1,332	1,500
Office Occupancy Expenses	64,329	64,000	76,122	80,000
Insurance	25,026	58,000	22,929	54,247
Repairs/ Maint /Prop Mgmt/ Outside Serv.	71,491	72,000	72,873	75,000
Telephone/Fax/Internet	9,616	10,000	6,565	10,000
Office Supplies / Printing / Advertising	3,728	8,000	4,532	8,000
Computers/Software/Equipment	59	400	0	400
<b>Total Other Non Personal Services</b>	<b>175,406</b>	<b>216,400</b>	<b>184,365</b>	<b>230,147</b>
<b>TOTAL NON-PERSONAL SERVICES</b>	<b>178,574</b>	<b>219,400</b>	<b>187,275</b>	<b>233,147</b>
<b>TOTAL OPERATING BUDGET</b>	<b>919,520</b>	<b>996,867</b>	<b>1,052,369</b>	<b>1,279,086</b>

**Empire State Development  
Erie Canal Harbor Dev Corp  
Capital Spending Plan FYE 2016**

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	Actual Expense FY 2014	Spending Plan FY 2015	Projected Expense FY 2015	Spending Plan FY 2016
Acquisition Costs	0	6,000,000	0	100,000
Design & Other Soft Costs	4,122,322	7,290,931	5,327,629	6,300,000
Legal Costs	247,225	502,780	1,390,656	1,000,000
Property Management/Maintenance Costs	1,008,078	2,640,325	1,975,163	3,500,000
Insurance	70,785	70,000	60,640	108,844
Demolition & Site Clearance	0	700,000	0	0
Construction Costs	8,782,122	33,699,418	9,192,762	23,900,000
Other Misc. Costs	41,534	500,000	214,422	0
<b>TOTAL CAPITAL BUDGET</b>	<b><u>14,272,066</u></b>	<b><u>51,403,454</u></b>	<b><u>18,161,272</u></b>	<b><u>34,908,844</u></b>

**Item #3**



FOR CONSIDERATION

March 23, 2015

TO: The Directors

FROM: Thomas P. Dee

SUBJECT: Canalside - Public Space Management Contract

REQUEST FOR: Authorization to Approve the FY 2015-2016 Budget for Canalside; and  
Authorization to Take Related Actions

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I. Summary

Contractor: Global Spectrum, LP (“GLOBAL”)  
3601 South Broad Street  
Philadelphia, PA 19148

Scope of Services: Canalside Public Space Management

FY 2015-2016 Budget Amount: Not to exceed \$2,449,121 (\$1,899,121 Operating  
Support + \$350,000 Capital Budget + \$200,000  
Contingency) for Year 2 (See Attachment A for Budget).  
The contract amount for each subsequent operating year  
will be subject to ECHDC Board approval.

Funding Source(s): The funding source for the proposed contract is  
proceeds payable to ECHDC pursuant to the New York  
Power Authority Relicensing Agreement and common  
area maintenance charges generated from the project.

II. Background

As ECHDC transitions Canalside from a public space to a true world-class destination, there is a continuing effort to include something for everyone. On the heels of its successes in 2013, ECHDC’s goal was to take Buffalo’s waterfront to the next level in 2014 in terms of programming and events, as well as private investments. To this end, Global Spectrum (“Global”) was hired in January of 2014 to be the manager of Canalside. Global was chosen as the site manager after an exhaustive vetting process identified it as the most capable entity that responded to the competitive solicitation advertised in the *New York State Contract Reporter*. Thanks in part to Global’s efforts, the 2014 summer season

at Canalside exceeded all expectations, with more than 1 million visitors making their way down to the waterfront destination for a diverse offering of festivals, activities for children, concerts, arts and culture, fitness and more. In 2014, ECHDC was pleased to provide 30 percent more events and activities than what was offered in past summer seasons- there was something to do every single day this summer at Canalside.

ECHDC's vision for a redeveloped waterfront includes transforming Canalside into a unique, year-round asset that attracts people and businesses to the community. During the winter of 2014-2015, Canalside opened the Ice at Canalside, New York State's largest ice rink. Despite heavy snow and bitter cold, Canalside had the most eventful and memorable winter in the history of Buffalo's waterfront. With references in The Boston Globe and The Washington Times, it is clear that other cities are paying attention to what's happening at Canalside. Highlights of the winter activities include: over 55,000 admissions to the ice rink; over 450 season passes sold; 2,500 curling passes sold; over 3,200 ice bike rentals; and substantial interest in Broom Ball and Pond Hockey leagues. This tremendous interest in winter activities at Canalside resulted in substantially better than budget Ice Rink Revenues, which will serve to support continuing development at the site. With Buffaloians and visitors alike having embraced Canalside as a winter destination, it is clear that the waterfront has truly become a year-round world class attraction.

### III. Current Management Status

Pursuant to the contract between ECHDC and Global, the latter shall act as ECHDC's agent and be the sole manager and operator of the Managed Premises. The scope of work includes the services listed below:

#### **Operations and Maintenance:**

- Sanitation
- Security
- Horticulture
- Hospitality Services
- Capital Plant Maintenance
- Floating Dock Operations

#### **Programming and Events Management:**

- Programming Management
  - Programming Supervision and Coordination
  - Programming Development and Marketing
- Experiential Marketing and Third Party Event Management
  - Event Logistics Evaluation
  - Applications, Approvals, and Permitting

- Staffing
- Pre and Post Site Conditions
- Site Fees and Production Costs
- Coordinate with the City of Buffalo Special Events Office for Special Events at Canalside
- Commercial Rights Sales and Activation
- Food and Beverage Management and Operations

**Canal/Ice Rink Operations and Maintenance:**

- Canal Mechanical Systems Operations and Maintenance
- Ice Rink Operations
  - Skating facilities and support services
  - Comprehensive ice rink programming and event management

FY 2015-2016 will be the first year for Canalside to program, market, and operate the Central Wharf and Lawns, as well as the Aud Block/Canals for a full twelve months. The size of the managed premise has grown by 40% over last year. Due to the increased managed space, Global has made various staffing and operating changes to improve the operation, promotion, and development of Canalside's premier public space.

IV. 2015-2016 Budget and Contract Terms

The contract entered into between ECHDC and Global Spectrum, requires ECHDC to fund the operating deficit at Canalside pursuant to an established budget prepared by Global and approved by ECHDC. The proposed FY 2015-2016 Canalside budget is \$2,449,121. This figure includes \$1,899,121 in operating support, \$350,000 in capital expenditures for fixtures, furnishings and equipment needed for year-round operations of the enlarged premise, and a \$200,000 contingency. Notably, the FY 2015-2016 budget is approximately 5% lower than the final FY 2014-2015 budget of \$2,575,702, despite large increases in both total space managed and the scope of programmatic offerings. A copy of the FY 2015-2016 Budget is attached hereto as Exhibit A.

In FY 2015-2016 Global will be responsible for fixed assets and inventories related to the operations of Canalside. In addition Global must meet new enhanced minimum reporting requirements for monthly, quarterly, flash, and budget variance reports. These reporting measures will provide improved and more efficient processes for identifying and correcting potential future budget variances.

ECHDC will continue to provide oversight of Canalside operations and will work closely with Global on all operations, event, sales and marketing initiatives. ECHDC will remain an active owner and ensure that Global adequately performs all designated duties.

V. Non-Discrimination and Contractor and Supplier Diversity

The Corporation's non-discrimination and contractor and supplier diversity policies 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.

For purposes of this contract originally resulting from the Contract solicitation, ECHDC hereby establishes an overall goal of twenty-three percent for Minority and Women-Owned Business Enterprises (MWBE) participation related to the total value of ECHDC's funding for year two.

In addition, ECHDC hereby establishes a Minority and Women workforce participation goal of twenty-three percent.

VI. Environmental Review

The Canalside Project was the subject of a SEQRA EIS process. The ESD Board of Directors issued a Findings Statement for the Project at their meeting of March 25, 2010 and the ECHDC Board of Directors issued Involved Agency Findings on March 12, 2010. These prior reviews and findings addressed all aspects of the Canalside Project, including the operation and maintenance of and programming for Canalside. Therefore, no further environmental review is required in connection with this action.

VII. Requested Action

The Directors are requested to (1) authorize the Corporation to approve the budget regarding the operations and management of Canalside to an amount not to exceed \$2,449,121 (\$1,899,121 – Operating Support + \$350,000 – Capital Expenses + \$200,000 – Contingency ); and (2) authorize the Corporation to take all related actions.

VIII. Recommendation

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

Attachments

Resolution

Attachment A – FY 2015-2016 Budget

March 23, 2015

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – Canalside – Public Space Management –  
Authorization to Approve the 2015-2016 Budget; and Authorization to Take Related Actions

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BE IT RESOLVED, that upon the basis of the materials presented to this meeting (the “Materials”), a copy of which is hereby ordered filed with the records of the Corporation, the Corporation is hereby authorized to approve the FY 2015-2016 budget contained in the Management Agreement (“Agreement”) with Global Spectrum, LP (“Global”), for an amount not to exceed \$2,449,121 (\$1,899,121 – Operating Support + \$350,000 – Capital Expenses + \$200,000 – Contingency) (TWO MILLION FOUR HUNDRED FORTY NINE ONE HUNDRED TWENTY ONE DOLLARS) in accordance with 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, including amending the Management Agreement with Global, as may be necessary or appropriate to carry out the foregoing resolution.

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**Canalside**  
**GLOBAL SPECTRUM**  
**FISCAL YEAR 2016 April 1,2015- March 31,2016**  
**INCOME STATEMENT**  
**BUDGET PROPOSAL**

<b>REVENUE</b>	
GROSS RENT INCOME	\$ 59,200
FOOD TRUCK COMMISSIONS	\$ 44,000
TICKETS	\$ 88,000
GROSS SERVICE INCOME	\$ 51,000
<b>TOTAL EVENT REVENUE</b>	<b>\$ 242,200</b>
CATERING/CONCESSIONS INCOME	\$ 1,145,523
NOVELTY REVENUE	\$ 39,650
<b>TOTAL ANCILLARY INCOME</b>	<b>\$ 1,185,173</b>
ICE RINK REVENUE	\$ 459,414
SPONSORSHIP (Net Commissions)	\$ 625,875
OTHER INCOME	\$ 61,600
<b>TOTAL OTHER INCOME</b>	<b>\$ 1,146,889</b>
<b>GROSS EVENT OPERATING INCOME</b>	<b>\$ 2,574,262</b>
<b>EXPENSES</b>	
SERVICE INCOME EXPENSE	\$ 874,610
FOOD & BEVERAGE EXPENSE	\$ 474,887
<b>TOTAL EVENT OPERATING EXPENSE</b>	<b>\$ 1,349,497</b>
<b>INDIRECT EXPENSES</b>	
EXECUTIVE	\$ 211,421
FINANCIAL	\$ 223,429
SALES & MARKETING	\$ 315,585
EVENTS	\$ 484,314
F&B EXPENSES	\$ 147,568
OPERATIONS	\$ 1,053,785
ICE RINK EXPENSE	\$ 297,822
OVERHEAD	\$ 389,962
<b>TOTAL INDIRECT EXPENSES</b>	<b>\$ 3,123,886</b>
<b>NET INCOME (Operating)</b>	<b>\$ (1,899,121)</b>
<b>CAPITAL BUDGET</b>	<b>\$ 350,000</b>
<b>BUDGET CONTINGENCY</b>	<b>\$ 200,000</b>
<b>2015-2016 CANALSIDE BUDGET TOTAL</b>	<b>\$ 2,449,121</b>

**Item #4**



FOR CONSIDERATION

March 23, 2015

TO: The Directors

FROM: Thomas P. Dee

SUBJECT: Water-Bike Ferry Improvements

REQUEST FOR: Authorization to Enter into a Consultant Agreement for Architectural and Engineering Services; and Authorization to Take Related Actions

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CONTRACT NEED AND JUSTIFICATION

I. Contract Summary

Consultant: DiDonato Associates, Engineering & Architectural, P.C.  
689 Main Street  
Buffalo, New York 14203

Contract Term: Thirteen (13) months (approximately May 2015 – June 2016)

Contract Amount: Base amount not to exceed \$115,265 plus a contingency of \$24,735 for a total contract amount of \$140,000.

Funding Source(s): New York Power Authority (Relicensing Agreement)

II. Background

In April 2011, the Erie Canal Harbor Development Corporation (“ECHDC” or the “Corporation”) Board of Directors approved a three-year contract with Buffalo Sailing Adventures d/b/a Queen City Ferry Company for pedestrian ferry service between the inner and outer harbors. In early 2014 that contract was extended to maintain the ferry services through Labor Day 2014.

In September 2014, after a successful initial four-year operation, ECHDC awarded Buffalo Sailing Adventures now d/b/a Queen City Bike Ferry, Inc. (hereinafter “Queen City Bike Ferry”) a new four-year contract for regular water ferry service for both pedestrian and bicycle passengers. This new contract has already provided users with a more efficient, standardized route and a significant increase in ferry frequency; however, in order to accommodate bicycle passengers, Queen City Bike Ferry had to purchase a new, specially outfitted vessel that is designed for bicycle ridership. The vessel is anticipated to arrive in Buffalo in May 2015.

### III. The Project

The Project, known as the First Buffalo Marina Civic Project in the General Project Plan (adopted and affirmed by the ESD Board of Directors in December 2014) will consist of rehabilitation and limited reconstruction of a group of existing boat docks at the First Buffalo Marina (32 Fuhrmann Boulevard) and the installation of related amenities to permit the expanded ferry service as described above.

#### Marine Improvements

The Project includes the modification of existing transient (i.e., seasonal) docks and the access gangway at the Marina.

#### Landside Improvements

The Project includes the installation of a paved pedestrian pathway extending from the access gangway, through a portion of an existing, already-disturbed gravel/asphalt-paved boat storage area on the site, and then terminating at Fuhrmann Boulevard. A new gate will be installed within the existing perimeter fence along Fuhrmann Boulevard. Additional site amenities and aesthetic features will also be installed, including, but not limited to signage, benches, planters, bicycle racks, and accessory structures. An additional fence along a northern boundary, as well as additional landscaping, will also be installed.

Within the Fuhrmann Boulevard right-of-way, a new concrete sidewalk (connecting the Project paved pathway with an existing path at the Coast Guard driveway) and signage will be provided.

### IV. Selection Process

On January 23, 2015 ECHDC advertised for the *Water-Bike Ferry Improvements* Project in the New York State Contract Reporter. The Request for Proposals (RFP) sought to retain professional architecture, engineering, landscape architecture, and/or land surveying consultant firms and/or teams to provide design and construction services for the Project. On February 13, 2015, ECHDC received and opened four (4) proposals, all consisting of consultant teams. These proposals were reviewed and scored by the Selection Committee and a top ranked team was selected.

The final rankings of the Selection Committee are as follows:

1. DiDonato Associates, Engineering & Architectural, P.C.
2. Greenman-Pederson, Inc.
3. Kheops Architecture, Engineering & Survey, DPC
4. Watts Architecture & Engineering

The DiDonato Associates, Engineering & Architectural, P.C. (DiDonato) consultant team also includes Foit-Albert Associates (MBE – Survey & Inspection), Watts Architecture & Engineering (MBE – Electrical Design), Joy Kuebler Landscape Architect (WBE – landscape) and Design Synergies (WBE – Architectural Support).

DiDonato is well suited for this project, having completed multiple projects in the City of Buffalo, including the new service building at the First Buffalo Marina and the Hatch Restaurant upgrades at the Erie Basin Marina. Based on their knowledge of ECHDC work to date and these other significant projects, DiDonato has the advantage of being able to “hit the ground running”. In addition to DiDonato’s experience, this WNY-based team has worked with ECHDC and/or the City of Buffalo on several other waterfront projects. The team will be led by principal Gregory Hewitt and project manager, Peter Ringo. The team clearly understands the project, permitting and other issues, and the time constraints of providing a construction bid package by the end of 2015.

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.

V. Scope of Work

The DiDonato team will provide services to complete detailed architectural and engineering design and the preparation of the construction bid package, including all plans, proposals, specifications, estimates, notes, special contract requirements, and any other contract documents necessary to advance the Project to construction, as well as construction administration and inspection. Tasks include the following:

- Task 1: Concept Design
- Task 2: Schematic Design
- Task 3: Design Development
- Task 4: Construction Document
- Task 5: Signature Submittal
- Task 6: Bidding and Awarding
- Task 7: Construction Administration
- Task 8: Construction Inspection

The estimated project schedule is as follows:

Advertisement	January 23, 2015
Proposals Due	February 13, 2015
Review/Selection	March 4, 2015
De-Scoping Session	March 10, 2015

ECHDC Board Approval: March 23, 2015  
Design Start: May 2015  
Design End: October 2015

Construction Advertisement: Q4 2015  
Construction Begins: Q2 2016  
Construction Ends: Q2 2016

VI. Contract Term, Price and Funding

The Consultant Agreement will cover fees and direct expenses over an approximate 13-month period (May 2015 – June 2016).

The Contract amount with the DiDonato team to complete the above scope of work shall not exceed \$140,000, including a contingency of \$24,735.

The total contract fee will be calculated on a “cost plus fixed fee” basis, payable in releases as the work is completed. The fee is based on approved man-hour estimates and salary schedules, and includes an allowance for incidental out of pocket project expenses (i.e., travel, reproduction costs, postage and delivery charges, permits and miscellaneous fees). Labor and expenses will be reimbursed on a monthly basis upon submission of timesheets and acceptable receipted documentation.

The funding source shall be the New York Power Authority (Relicensing Agreement).

VII. Non-Discrimination and Contractor & Supplier Diversity

Erie Canal Harbor Development Corporation’s Non-Discrimination and Contractor & Supplier Diversity policies will apply to this Project. The Consultant shall be required to include minorities and women in any job opportunities created, to solicit and utilize 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 Minority and Women Business Enterprise (MWBE) Participation Goal of 30%. The overall goal shall include a Minority Business Enterprise (MBE) Participation Goal of 20% and a Women Business Enterprise (WBE) Participation Goal of 10% related to the total value of Erie Canal Harbor Development Corporation’s funding.

Sub-consultants on the DiDonato team, listed by MWBE percentages, are as follows:

12.4% Foit-Albert Associates (MBE)  
*Mr. Gregory Carballada, 763 Main Street, Buffalo, NY 14020*

- 12.1% Watts Architecture & Engineering (MBE)  
*Mr. Edward Watts, 95 Perry Street, Buffalo, NY 14203*
- 6.9% Joy Kuebler Landscape Architect (WBE)  
*Ms. Joy Kuebler,*
- 3.5% Design Synergies (WBE – Architectural Support)  
*Ms. Roxanne Button,*

Overall, the consultant team has achieved a combined MWBE involvement of 34.9% (24.5% MBE, 10.4% WBE).

VIII. Environmental Review

Empire State Development staff has determined that the action, which involves entering into a contract for the purposes of engaging a design consultant team to undertake detailed architectural design and engineering of the Water-Bike Ferry Improvements project without committing the agency to undertake any future project, constitutes a Type II action as defined by the New York State Environmental Quality Review Act and the implementing regulations for the New York State Department of Environmental Conservation. No further environmental review is required at this time.

IX. Requested Action

The Directors are requested to (1) make a determination of responsibility with respect to DiDonato Associates, Engineering & Architectural, P.C. as the proposed Water-Bike Ferry Improvements project consultant team; (2) authorize the Corporation to enter into a contract with DiDonato Associates, Engineering & Architectural, P.C. to complete the above listed scope of work for an amount not to exceed \$140,000 (which includes a contingency of \$24,735) and; (3) to take all related actions.

X. Recommendation

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

XI. Attachments

Resolution

March 23, 2015

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – Water-Bike Ferry Improvements Project -  
Authorization to Enter into a Consultant Agreement for Architectural and Engineering Services;  
and Authorization to Take Related Actions

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BE IT RESOLVED, that upon the basis of the materials presented to this meeting (the “Materials”), a copy of which is hereby ordered filed with the records of the Corporation, the Corporation hereby finds DiDonato Associates, Engineering & Architectural, P.C. to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to enter into a contract with DiDonato Associates, Engineering & Architectural, P.C. to complete the work for a base contract amount of ONE HUNDRED FIFTEEN THOUSAND TWO HUNDRED SIXTY-FIVE DOLLARS (\$115,265), plus a contingency amount of TWENTY-FOUR THOUSAND SEVEN HUNDRED THIRTY-FIVE DOLLARS (\$24,735) for a total contract price not to exceed ONE HUNDRED FORTY THOUSAND DOLLARS (\$140,000) 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.

\* \* \*

**Item #5**



FOR CONSIDERATION

March 23, 2015

TO: The Directors

FROM: Thomas P. Dee

SUBJECT: City of Buffalo Outer Harbor - Utility Easement

REQUEST FOR: Authorization to Grant a Utility Easement to the Niagara Mohawk Power Corporation; and Authorization to Take Related Actions

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I. The Project

In September of 2013, Governor Andrew M. Cuomo announced a new vision for the dramatic transformation of the City of Buffalo's Outer Harbor waterfront. As part of that vision, in January of 2014, the Board of Directors of the Erie Canal Harbor Development Corporation ("ECHDC" or the "Corporation") authorized the corporation to acquire property located on Fuhmann Boulevard on Lake Erie in the Buffalo Outer Harbor consisting of approximately 354 acres (the "Property") from the Niagara Frontier Transportation Authority. The Property includes a 1,000-slip boat harbor (hereinafter the "Marina"), Gallagher Beach (a non-swimming beach hereinafter "Gallagher Beach") and approximately 150 acres of vacant land (hereinafter "Outer Harbor Land").

Since that time, ECHDC has acquired the full Property and has assumed responsibility for all capital needs. ECHDC has also assumed responsibility for the operations and maintenance of the Outer Harbor Land and has entered a long-term operations and maintenance agreement with the New York State Office of Parks, Recreation and Historic Preservation ("State Parks"), which is required to operate and maintain the Marina and Gallagher Beach. In May, Governor Cuomo announced that the property controlled by State Parks would be dedicated as the Buffalo Harbor State Park, a new state park and the first state park in the City of Buffalo.

II. Easement

Currently, State Parks is constructing improvements to green space north of Gallagher Beach and south of the Marina that is part of the Buffalo Harbor State Park, for which they planned and undertook required State environmental reviews/approvals in 2014. The improvements include a playground, picnic pavilions, promenade and stage. In order to provide electrical service to these improvements, a utility easement needs to be granted by ECHDC as the property owner to the Niagara Mohawk Power Corporation ("NMPC").

The easement consists of a 25 foot by 961 foot wide section of land as shown on Exhibit "A". The proposed easement would prohibit building construction on the section and grants NMPC the right to access the property to inspect, maintain and repair the electric cabling as necessary.

### III. Compliance with the Public Authorities Accountability Act

Pursuant to the provisions of the Public Authorities Accountability Act ("PAAA"), ECHDC is required to dispose of property through a competitive process unless a specific statutory exception applies. In the present case, the relevant exception permits negotiated transactions when the transfer supports the purpose or mission of the public authority.

Furthermore, as the transfer will be to NMPC for nominal consideration and therefore for below fair market value, the PAAA requires that the transfer is within the purpose, mission or governing statute of the public authority. As the granting of the easement is necessary to provide electric service to project site, the transfer will support the mission of ECHDC, namely development of the City of Buffalo's outer harbor.

The following information is provided for the below market transfer pursuant to the PAAA:

- (i) A full description of the asset: a 25 foot by 961 foot utility easement.
- (ii) An appraisal of the fair market value of the asset: Pursuant to an independent appraisal, the value of the property right granted to NMPC is \$24,500.
- (iii) A description of the purpose of the transfer, and a reasonable statement of the kind and amount of the benefit to the public resulting from the transfer, including but not limited to the kind, number, location, wages or salaries of jobs created or preserved a required by the transfer, the benefits, if any to the communities in which the asset is situated as are required by the transfer: As more fully described in these materials, the public benefit expected includes permitting electric service that is necessary for development of the City's outer harbor.
- (iv) A statement of the value to be received compared to the fair market value: The transfer will not provide any monetary compensation to ECHDC but will provide electrical service to the site and allow State Parks to operate and maintain the site.
- (v) The names of the private parties participating in the transfer: Niagara Mohawk Power Corporation. No other private parties are participating in the transaction.
- (vi) The names of the private parties who have made an offer for such asset, the value offered, and the purpose for which the asset was sought to be used: No other offer has been received.

The goal of the transfer is to provide necessary electric service which is required in order for State Parks to operate and maintain the project site in support of ECHDC's mission of waterfront development. As the easement is needed by NMPC to install and maintain the

electric service, there is no reasonable alternative to the proposed below market transfer that would achieve the same objective.

IV. Environment Review

The New York State Office of Parks, Recreation, and Historic Preservation (OPRHP), as lead agency, completed an environmental review of proposed green space improvements to Buffalo Harbor State Park, inclusive of activities under the proposed project, 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, for which ESD was an involved agency, found the project to be a Type I Action which would not have a significant effect on the environment. OPRHP issued a Negative Declaration on August 27, 2014. No further environmental review is required in connection with the requested authorization.

V. Recommendation

Based upon the foregoing, the Directors are requested to: 1) authorize the Corporation to grant an easement to the Niagara Mohawk Power Corporation as described in these materials; 2) make a determination of no significant effect on the environment; and 3) take all related actions.

Attachments

Resolution  
Exhibit "A" – Description of Easement

March 23, 2015

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – City of Buffalo Outer Harbor –  
Authorization to Grant a Utility Easement to the Niagara Mohawk Power Corporation; and  
Authorization to Take Related Actions

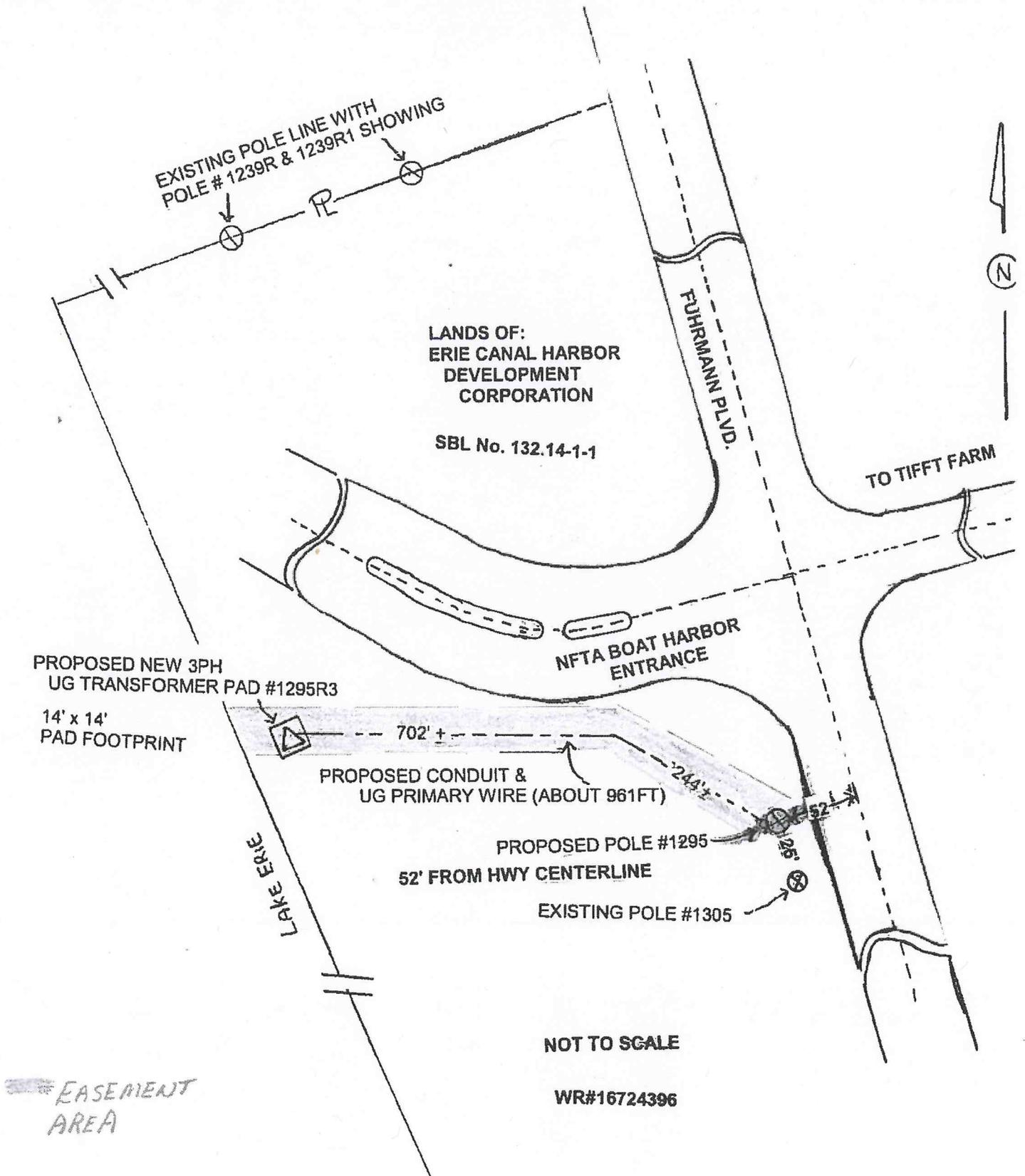
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RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Erie Canal Harbor Development Corporation (the “Corporation”), the Corporation is hereby authorized to grant an easement to the Niagara Mohawk Power Corporation as described in these materials on the terms and conditions set forth in the materials; and be it further

RESOLVED, that the President of ECHDC or his designee(s), be and the same hereby is, authorized in the name of and on behalf of the ECHDC to enter in any such agreements and take any and all actions necessary or appropriate to implement the foregoing.

\* \* \*

**EXHIBIT "A"**  
**CITY OF BUFFALO**  
**COUNTY OF ERIE**



NOT TO SCALE

WR#16724396