

Erie Canal Harbor Development Corp.

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
August 11, 2014 – 10:30 AM

PROPOSED AGENDA

CORPORATE ACTION

1. Approval of the Minutes of the March 10, 2014 Directors' Meeting
2. Connecting Terminal Illumination – General Construction - Authorization to Enter in a Contract for the General Construction of the Connecting Terminal Grain Elevator; and Authorization to Take Related Actions
3. 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

FOR INFORMATION

4. 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

March 10, 2014

MINUTES

In Attendance

Directors:

Robert D. Gioia – Chairman
Julie M. Bargnesi
David J. Colligan
Michael DiVirgilio (via video conference)
Gary L. Ginsberg (via teleconference)
Sam Hoyt
County Executive Mark Poloncarz (Non-Voting Director)

ECHDC Staff:

Thomas P. Dee, President
Christopher Catanzaro, Assistant Project Manager
Kaitlin Chmura, Project Manager
Jill Clark, Assistant Project Manager
Elizabeth R. Fine, General Counsel (via video conference)
Jessica Gage, Assistant Project Manager
Deborah Royce, Corporate Secretary (via videoconference)

ESD Staff:

(Attending via
videoconference)

Ingrid Barbosa-Santiago, Director of Subsidiary Finance
Julia Borukhov, Financial Project Manager
Thomas Brennan, S.V.P. – Internal Audit
Joseph Chan, E.V.P., Real Estate Development & Public/Private
Partnerships
Stephen Gawlik, ESD - V.P. Capital Projects & Senior Counsel and
ECHDC - Assistant Secretary (attending in Buffalo)
Pamm Lent, Director of Communications, Western NY (attending in
Buffalo)
Laura Magee, Deputy Director, Public Affairs (attending in Buffalo)
Carlos Otero, V.P., Contracts Administration & ESD Subsidiary Finance
Robert White, Audit Manager – Internal Audit

Also Present:

Jessica Chapman – Eric Mower & Associates
Allison Conte – Eric Mower & Associates
Steve DeMeo – Pyramid Brokerage
Jim Fink – Business First

Also Present (con't): Kathleen Peterson, Office of Strategic Planning – City of Buffalo
Paula Varecka – Upstate Rebar
Gary Witulski, Office of Strategic Planning – City of Buffalo

Members of the Media
Members of the Public

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

Chairman Gioia welcomed Julie Bargnesi, the Corporation’s newest Board member who was recently recommended by Governor Cuomo. Ms. Bargnesi thanked the Chairman and stated she looked forward to serving as a member of the Board.

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. He asked if so, that the appropriate disclosure be made on the record at this time to ensure that the Director was reminded to recuse themselves from any discussion or vote with regard to such item. Director Bargnesi noted that she is a partner at the law firm of Damon & Morey which performs some legal for the Corporation so accordingly, she will recuse herself from the budget item on the proposed Agenda. She also noted that while she

does not practice in the area that services the Corporation, the firm is taking the appropriate steps to prevent any potential conflicts.

With the foregoing noted for the record, Chairman Gioia also noted for the record that Elizabeth Fine and Margaret Tobin were now officially the Corporation's General Counsel and Chief Financial Officer respectively. He reminded the Directors that these positions were previously approved as ex-officio to correspond to those at Empire State Development and both women were appointed to their respective positions at ESD's February Directors' meeting.

After stating the minutes of the January 13th would be presented at the next meeting, Chairman Gioia called on Tom Dee to present the request for authorization for the Corporation to adopt its Operating and Capital Budgets for FY 2014/2015. Mr. Dee pointed out that the Corporation's fiscal year ran from April 1st of 2014 to March 31st of 2015 and approvals were being sought of its two components, the Operating Budget and the Capital Budget.

Mr. Dee stated the Operating Budget consisted of staff salaries along with allocated fringe benefits; and non-personal services. He noted the fringe benefits are based on a percentage of the salaries and the non-personal services are random accounts, travel, seminars which are very modest numbers. He advised that the most significant numbers in the non-personnel related to rent, insurance, agency temps, telephone and advertising, printing. He stated that in all, the operating budget was a total of \$777,467 for personnel services and an

additional of \$219,400 for non-personnel services for a total of \$996,867. He further advised that this amount was relatively consistent over the last five years.

Mr. Dee then stated the most significant number is the capital budget and that from a capital budget standpoint, this is all the money that is allocated and is broken down into categories of acquisition costs, design and soft costs, legal, property management, insurance, demolition, construction and other miscellaneous costs.

He further stated that what was important about the \$51,000,000 is that is what the Corporation is projecting as it moves forward in the fiscal year. He noted that approximately \$20 million of it has already been signed off on and approved by the Board, and the balance of the \$31 million has to come back to the Board for approval. He explained that today's approval is really for the Board to indicate it is aware of the fact that a budget is in place and this then sets some parameters as to what the Corporation might be able to do going forward. He wanted it to be clear that just like any previous Capital projects, future ones would also have to come back to the Board for approval.

In response to a request for questions or comments from the Directors, County Executive Poloncarz asked if there were any changes in the number of employees from last year to which Mr. Dee responded that it was anticipated one more would be added to assist with all of the Corporation's projects. County Executive Poloncarz then asked if a breakdown of staff positions was available and Mr. Dee replied he would provide it to him.

County Executive Poloncarz then expressed his desire to receive the meeting materials a week in advance of the meeting. Chairman Gioia stated that the Corporation would endeavor to make that happen as best it could given the levels of procedural processes required for finalization of the items.

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

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – ECHDC FY 2014/2015 Operating and Capital Budget Proposal – Approval of the Corporation’s Operating and Capital Budgets for Fiscal Year 2014/2015 (April 1, 2014 – March 31, 2015)

BE IT RESOLVED, based on the materials at this meeting and ordered filed with the Corporation (the “Materials”), the Corporation’s proposed FY 2014/2015 Operating and Capital Budgets are hereby approved, and adopted in all respects, substantially in the form set forth in the materials and subject to the availability of funds; and be it further

RESOLVED, that the 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 Budget; 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.

* * *

Chairman Gioia then called on Mr. Dee to present the request for authorization for the Corporation to amend its contract for consulting services in connection with the branding and marketing of Canalside.

Mr. Dee stated the amendment would be for Phase 2 of the existing contract with Eric Mower & Associates (“EMA”) in the amount of \$231,000 to bring the total contract amount to \$548,900.

Mr. Dee explained that EMA began work in July 2013 by conducting both primary and secondary research in order to adequately assess the market and understand consumer perception of Canalside, its strengths & weaknesses, as well as its future vision. He stated that initially focus groups were conducted with members of the public that have been to Canalside before, as well as those who had never been. He noted that then one-on-one interviews were conducted with key community stakeholders and leaders and that finally, workshops were held with ECHDC employees in order to better understand Canalside’s vision and barriers to communicate with its audiences. He advised that through this research, EMA developed a Canalside brand position and identity that is valid, differentiating, and motivating to its audiences. Further, he stated that the brand position is an internal guide that serves as the foundation that defines what the Canalside brand stands for, how it is different, and why customers, employees, partners, and key stakeholders should care.

Mr. Dee explained that based on the insights gained from the research, EMA developed a comprehensive Integrated Marketing Communications (“IMC”) plan that also includes the

minority outreach plan. Referring to pictures in a handout about EMA's Canalside brand expression, Mr. Dee expressed what the public has said that Buffalo is a waterfront City and it should be marketed and branded as such. He also reminded the Directors of the tie back to the Corporation's guiding principles of not only wanting to attract customers and public down to the waterfront but to also create jobs and job opportunities, and to create business opportunities. He stated that this type of marketing and branding plan addresses that vision.

Mr. Dee explained that the brand expression will be carried out through various creative advertising medium signage, messaging and more and that the IMC plan aligns marketing, minority outreach, PR, and media with a goal of elevating Canalside in the minds of current and prospective customers and business partners to drive increased visitations and growth.

Speaking about the original selection process, Mr. Dee reminded the Directors that the original Request for Proposal ("RFP") was advertised in April 2011 with the selection being made in June 2013. The RFP and the executed IMC plan considered Phase 2 was to be done at the option of the Corporation based on the IMC plan's successful completion. He further explained that today, the Corporation is exercising that option to amend the contract to complete Phase 2 for one year of the IMC plan and its implementation. Noting that the scope of work and the EMA creative services are included in Exhibit A of the materials, he advised that the contract would cover fees and direct expenses over an approximate 12 month period, from approximately March 2014 through February 2015 with the base contract running through 2016. He stated the amendment would be for an amount not to exceed \$231,000 which is

\$210,000 plus a 10% contingency which would be funded through the New York Power Authority.

Lastly, Mr. Dee noted that he was pleased to report that contractor and supplier diversity goal of 25% is achieved with the addition of the five sub-consultants being added to the list of consultants for the contract.

In response to a call by Chairman Gioia for questions or comments from the Directors, Director Colligan asked what percentage of the amendment dollar amount would be used for media, grassroots activation and PR that is included in the scope of work. Mr. Dee replied approximately \$25,000 to which Mr. Colligan asked which avenues or media outlets would be used. Mr. Dee replied that he didn't have that information readily available but would get back to Director Colligan with an answer. Director Colligan indicated he was fine with that and was happy to see that there was some money allocated for outreach to utilize once the plan is set.

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

ERIE CANAL HARBOR DEVELOPMENT CORPORATION – Canalside - Branding and Marketing Phase 2; Minority Outreach; Public Relations - Authorization to Accept the Canalside Integrated Marketing Communications Plan as Complete; Authorization to Amend the Contract for Consultant Services; and Authorization to Take Related Actions

BE IT RESOLVED, that upon the basis of the materials presented to this meeting (the "Materials"), a copy of which is hereby ordered filed with the records of the Corporation, the

Corporation hereby accepts the Canalside Integrated Marketing Communications Plan as complete; and be it further

RESOLVED, that the Corporation hereby finds Eric Mower & Associates to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to enter into a contract amendment with Eric Mower + Associates for an amount not to exceed TWO HUNDRED THIRTY ONE THOUSAND DOLLARS (\$231,000.00) for a total contract price not to exceed FIVE HUNDRED FORTY EIGHT THOUSAND NINE HUNDRED DOLLARS (\$548,900) 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.

* * *

Chairman Gioia then asked Mr. Dee to provide his President's Report. Mr. Dee stated that another step had been made in the Corporation acquiring the Outer Harbor parcel with the NFTA Board approving the transfer a few weeks ago. He said the acquisition would officially take place in the Spring with NFTA continuing to operate and maintain the entire parcel until November 15, 2014 at which time the Corporation will take over the maintenance and operation of 150 acres and then will be partnering with State Parks who will maintain and operate 200 acres. Mr. Dee said that while the Corporation is working with Governor Cuomo towards his vision for the Outer Harbor through a Master Plan, State Parks is working on site improvements to Gallagher Beach and the Small Boat Harbor with a future initiative to create activities on the Outer Harbor.

Next, he reported that Global Spectrum is settling into their new offices and has hired their General Manager and Assistant General Manager/Director of Events and are looking to hire several other positions. He noted that the Corporation continues to encourage Global to do local and minority outreach for staffing and that Jennifer Parker and Antoine Thompson have been involved. He encouraged the public to visit Global's website, global-spectrum.com and check out the opportunities.

Next Mr. Dee updated the Directors on the programming at Canalside, stating the 2014 season is up and running. He advised event applications are on the Corporation's website and suggested that event applications for summer/early fall events be submitted by March 15th. He noted to submit requests for public programming events, to please visit "canalsidebuffalo.com/submit". He said that Arts Services Initiative of Western New York is conducting interviews today and tomorrow for the 2014 season programming and events along the Buffalo River with final decisions being announced on March 21st.

Mr. Dee then gave an update on design noting that during the week of February 28th, the Corporation had a kick-off meeting with EEK, the master architect, and FFAE, the design team, and Explore and More to discuss the development of over 100,000 square feet of construction. He noted that this includes the restaurant, comfort station, mixed-use space on the South Aud Block site and the Children's Museum with concept plans due at the end of March.

He quickly mentioned that the design process on the Grain Elevator Lighting is continuing; negotiations with local restaurants to choose a permanent restaurant operator are continuing; and lastly on design, he noted the Corporation is working with BRV and Global Spectrum on conceptualizing the Beer Garden for the North Aud parcel.

For his last update, Mr. Dee provided information on the current construction projects. He noted the 96 room Marriott Courtyard at One Canalside is scheduled to open in May and that the HarborCenter’s structural steel skeleton is now appearing on the Buffalo Skyline. He also noted Catco is scheduled to begin construction on Ohio Street on March 24th and the City of Buffalo is planning to set up a pre-construction meeting with the community this week at the project site. And finally, he noted that, the East Canal will be completed in the Spring with the final close out and filing of the Canal and programming at the site taking place in the summer.

In response to a request for questions, County Executive Poloncarz asked how Jennifer Parker and Antoine Thompson were involved and Mr. Dee replied for minority outreach with respect to job opportunities with the Global Spectrum contract. Mr. Dee further noted that Global is hiring between 10 and 20 people, depending on where they are in the process and that the Corporation has made it very clear that meeting the hiring goals is critically important so to that end, Ms. Parker, working with Ms. Thompson, are doing everything to achieve those goals.

Hearing no further business, Chairman Gioia adjourned the meeting at 11:00 a.m.

Respectfully submitted,

Deborah Royce
Corporate Secretary

Item #2

Erie Canal Harbor Development Corp.

FOR CONSIDERATION

August 11, 2014

TO: The Directors

FROM: Thomas P. Dee

SUBJECT: Connecting Terminal Illumination – General Construction

REQUEST FOR: Authorization to Enter in a Contract for the General Construction of the Connecting Terminal Grain Elevator; and Authorization to Take Related Actions

CONTRACT NEED AND JUSTIFICATION

I. Contract Summary

Contractor: Hohl Industrial Services, Inc.

Scope of Services: General Construction Services

Contract Term: September 2014 – June 2015

Contract Amount: Not to exceed \$1,167,710 (\$1,015,400 bid + 15% contingency of \$152,310).

Funding Source(s): The funding source for the proposed contract is proceeds payable to ECHDC pursuant to the NYPA Relicensing Agreement.

II. Background

On March 12, 2012, the Board of Directors of the Erie Canal Harbor Development Corporation (“ECHDC”) authorized the corporation to enter into a contract with Foit-Albert Associates and Ambiance Design Productions to develop a comprehensive phased Visual Master Plan that will illuminate and activate up to sixteen (16) Grain Elevators and two (2) Bridges with light and video projections. The Visual Master Plan represents one part of a larger vision for the redevelopment of Western New York’s waterfront, which includes the Inner Harbor, Outer Harbor, and Buffalo River. ECHDC believes it is important to create visually interesting and appealing components along the waterfront that will attract visitors, but will also make the citizens of Buffalo proud of the rich history and the redevelopment of their waterfront.

Based on the consultant team’s research of the different sites and the results from the technical test, the consultant team divided the entire collection of grain elevators and bridges into four zones with eighteen (18) sites. The consultant team developed individual site implementation plans, identified the appropriate installations, and an estimated cost range for each of the eighteen (18) sites. The most important phase of any implementation strategy is the beginning. On March 1, 2013, The Board of Directors of ECHDC accepted the Visual Master Plan, and authorized staff to take all related actions to implement Phase 1 of the Visual Master Plan.

Based upon the Board of Director’s authorization for Phase 1, ECHDC completed Final Design for project 1A. Connecting Terminal Illumination. ECHDC is seeking to enter into a General Construction Contract for the construction of the Connecting Terminal Illumination.

III. Contractor Selection Process

Due to The Wicks Law, ECHDC bid specific separate Multiple Prime Contracts for the construction of the Connecting Terminal Illumination project – General Construction and Electrical Construction. On June 6, 2014, ECHDC advertised a Request for Proposals (RFP) for the General Construction of the Connecting Terminal Illumination Project in the New York State Contract Reporter. ECHDC made drawings available at Foit-Albert Associates office and at the Buffalo Construction Exchange for contractors. ECHDC also placed an announcement of the bid opportunity in the Buffalo Criterion, the Challenger, the Panorama Hispano and the Black Capital Network. ECHDC held a pre-bid meeting and site tour on June 17, 2014 and 23 people attended the meeting. A total of three proposals were received on July 10, 2014 at 2:00pm.

General Contract	Base Bid	Alternate	Total
Hohl Industrial Services	\$ 743,400	\$ 272,000	\$ 1,015,400
Nichter Construction Inc.	\$ 1,157,000	\$ 407,000	\$ 1,564,000
Kirst Construction Inc.	\$ 1,730,000	\$ 585,000	\$ 2,315,000
Engineers' Estimate	\$ 575,928	\$ 190,400	\$ 766,328

ECHDC and Foit-Albert Associates interviewed the two lowest bidders on July 15 and 18. Based on the interview, the engineers review of the schedule of values and reference checks, it was Foit-Albert’s recommendation to award the contract to Hohl Industrial Services, Inc.

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

IV. Scope of Work

The construction of this project consists of a permanent lighting installation to the Connecting Terminal grain elevator. The permanent lighting installation is to be displayed through kinetic lighting comprised of five specific light layers. Each proposed light layer involves a different kind of light fixture and system for attachment. Construction and installation of the light fixtures' infrastructure is planned on and around the Connecting Terminal grain elevator and site, which is located at the First Buffalo River Marina, as well as on Kelly Island, which is located across the Buffalo River at General Mills. The infrastructure completed at these two sites is intended to accommodate five types of light fixtures, which will be commissioned and programmed to create a dynamic light display on the grain elevator façade. This General Construction contract includes, but not limited to, the following elements of construction; site preparation, site improvements, structural supports and brackets for light fixtures, selective demolition, foundations, slabs-on-grade, below-grade building construction, superstructure, exterior closure, roofing, interior construction, fire protection, interior finishes, painting of electrical work, asbestos abatement, and installation of temporary facilities. All work is to be completed in conformance with the documents prepared by Foit-Albert Associates dated June 6, 2014.

This project was bid as a multiple prime contract. This project also included an Add-Alternate that was competitively bid for additional lighting on the west side of the grain elevator. ECHDC has decided to accept the Add-Alternate and add the scope of work to the contract. Coordination with the Electrical Contractor and its subcontractors is imperative in order to have a successful project.

V. Contract Term, Price and Funding

This contract is a lump sum contract not to exceed \$1,167,710 (\$1,015,400 fee + 15% contingency \$152,310) and is inclusive of all of the work as spelled out in the Project's plans and specifications dated June 6, 2014, along with two (2) addenda that were issued during the bidding period. The funding source for the proposed contract is proceeds payable to ECHDC pursuant to the New York Power Authority Relicensing Agreement. Construction is slated to begin in September of 2014 and to be completed by June of 2015. ECHDC is requesting the issuance of a Notice To Proceed not to exceed \$50,000 to allow the contractor to begin the submittal process as soon as possible, prior to September construction start.

VI. Non-Discrimination/Affirmative Action

Erie Canal Harbor Development Corporation'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 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 Minority

Participation (MBE) of 20% and Women Business Enterprise (WBE) goal of 10% related to the total value of the contract.

VII. Environmental Review

The Directors made a Determination of No Significant Effect on the Environment for the proposed project at their meeting of May 8, 2013. This determination addressed all aspects of the proposed Project. Therefore, no further environmental review is required in connection with this requested action. Due to the structures' inclusion on, or eligibility for inclusion on, the State/National Registers of historic Places, ECHDC will ensure that consultation is continued with the NYS Office of Parks, Recreation & Historic Preservation as details of the Project are further developed.

VIII. Requested Action

The Directors are requested to (1) make a determination of responsibility with respect to the proposed contractor; (2) authorize the Corporation to enter into a contract with Hohl Industrial Services, Inc. for an amount not to exceed \$1,167,710; (3) Issue a notice to proceed not to exceed \$50,000 (4) and to take all related actions.

IX. Recommendation

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

Attachments
Resolution

August 11, 2014

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

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.

* * *

Item #3

Erie Canal Harbor Development Corp.

FOR CONSIDERATION

August 11, 2014

TO: The Directors

FROM: Thomas P. Dee

SUBJECT: Connecting Terminal Illumination – Electrical Construction

REQUEST FOR: Authorization to Enter in a Contract for the Electrical Construction of the Connecting Terminal Grain Elevator; and Authorization to Take Related Actions

CONTRACT NEED AND JUSTIFICATION

I. Contract Summary

Contractor: Frey Electric Construction Co.

Scope of Services: Electrical Construction Services

Contract Term: September 2014 – June 2015

Contract Amount: Not to exceed \$1,759,500 (\$1,530,000 bid + 15% contingency of \$229,500).

Funding Source(s): The funding source for the proposed contract is proceeds payable to ECHDC pursuant to the NYPA Relicensing Agreement.

II. Background

On March 12, 2012, the Board of Directors of the Erie Canal Harbor Development Corporation (“ECHDC”) authorized the corporation to enter into a contract with Foit-Albert Associates and Ambiance Design Productions to develop a comprehensive phased Visual Master Plan that will illuminate and activate up to sixteen (16) Grain Elevators and two (2) Bridges with light and video projections. The Visual Master Plan represents one part of a larger vision for the redevelopment of Western New York’s waterfront, which includes the Inner Harbor, Outer Harbor, and Buffalo River. ECHDC believes it is important to create visually interesting and

appealing components along the waterfront that will attract visitors, but will also make the citizens of Buffalo proud of the rich history and the redevelopment of their waterfront.

Based on the consultant team’s research of the different sites and the results from the technical test, the consultant team divided the entire collection of grain elevators and bridges into four zones with eighteen (18) sites. The consultant team developed individual site implementation plans, identified the appropriate installations, and an estimated cost range for each of the eighteen (18) sites. The most important phase of any implementation strategy is the beginning. On March 1, 2013, The Board of Directors of ECHDC accepted the Visual Master Plan, and authorized staff to take all related actions to implement Phase 1 of the Visual Master Plan.

Based upon the Board of Director’s authorization for Phase 1, ECHDC completed Final Design for project 1A. Connecting Terminal Illumination. ECHDC is seeking to enter into an Electrical Construction Contract for the construction of the Connecting Terminal Illumination.

III. Contractor Selection Process

Due to The Wicks Law, ECHDC bid specific separate Multiple Prime Contracts for the construction of the Connecting Terminal Illumination project – Electrical Construction and General Construction. On June 6, 2014, ECHDC advertised a Request for Proposals (RFP) for the Electrical Construction of the Connecting Terminal Illumination Project in the New York State Contract Reporter. ECHDC made drawings available at Foit-Albert Associates office and at the Buffalo Construction Exchange for contractors. ECHDC also placed an announcement of the bid opportunity in the Buffalo Criterion, the Challenger, the Panorama Hispano and the Black Capital Network. ECHDC held a pre-bid meeting and site tour on June 17, 2014 and 23 people attended the meeting. A total of three proposals were received on July 10, 2014 at 2:00pm.

Electric Contract	Base Bid	Alternate	Total
Frey Electric Construction	\$ 1,380,000	\$ 150,000	\$ 1,530,000
South Buffalo Electric	\$ 2,163,800	\$ 377,000	\$ 2,540,800
O’Connell Electric Co.	\$ 2,760,255	\$ 560,586	\$ 3,320,841
Engineers’ Estimate	\$ 1,689,051	\$ 326,388	\$ 2,015,439

ECHDC and Foit-Albert Associates interviewed the two lowest bidders on July 15 and 18. Based on the interview, the engineers review of the schedule of values and reference checks, it was Foit-Albert’s recommendation to award the contract to Frey Electric Construction.

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

IV. Scope of Work

The construction of this project consists of a permanent lighting installation to the Connecting Terminal grain elevator. The permanent lighting installation is to be displayed through kinetic lighting comprised of five specific light layers. Each proposed light layer involves a different kind of light fixture and system for attachment. Construction and installation of the light fixtures' infrastructure is planned on and around the Connecting Terminal grain elevator and site, which is located at the First Buffalo River Marina, as well as on Kelly Island, which is located across the Buffalo River at General Mills. The infrastructure completed at these two sites is intended to accommodate five types of light fixtures, which will be commissioned and programmed to create a dynamic light display on the grain elevator façade. This Electrical Construction contract includes, but not limited to, the following elements of construction; site electrical distribution, site lighting, site communications and security, electrical service and distribution, exterior and interior lighting, special electrical systems and controls, installation of temporary facilities, and provide assistance and coordination with the lighting control programmer provided by ECHDC during the programming of the project. The Electrical Contractor is required to attain a qualified System Integrator to provide for the installation, commissioning, and configuration of all control equipment as indicated in the documents. All work is to be completed in conformance with the documents prepared by Foit-Albert Associates dated June 6, 2014.

This project was bid as a multiple prime contract.. This project also included an Add-Alternate that was competitively bid for additional lighting on the west side of the grain elevator. ECHDC has decided to accept the Add-Alternate and add the scope of work to the contract. Coordination with the General Contractor and its subcontractors is imperative in order to have a successful project.

V. Contract Term, Price and Funding

This contract is a lump sum contract not to exceed \$1,759,500 (\$1,530,000 fee + 15% contingency \$229,500) and is inclusive of all of the work as spelled out in the Project's plans and specifications dated June 6, 2014, along with two (2) addenda that were issued during the bidding period. The funding source for the proposed contract is proceeds payable to ECHDC pursuant to the New York Power Authority Relicensing Agreement. Construction is slated to begin in September of 2014 and to be completed by June of 2015. ECHDC is requesting the issuance of a Notice To Proceed not to exceed \$50,000 to allow the contractor to begin the submittal process as soon as possible, prior to September construction start.

VI. Non-Discrimination/Affirmative Action

Erie Canal Harbor Development Corporation'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 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 Minority Participation (MBE) of 20% and Women Business Enterprise (WBE) goal of 10% related to the total value of the contract.

VII. Environmental Review

The Directors made a Determination of No Significant Effect on the Environment for the proposed project at their meeting of May 8, 2013. This determination addressed all aspects of the proposed Project. Therefore, no further environmental review is required in connection with this requested action. Due to the structures' inclusion on, or eligibility for inclusion on, the State/National Registers of historic Places, ECHDC will ensure that consultation is continued with the NYS Office of Parks, Recreation & Historic Preservation as details of the Project are further developed.

VIII. Requested Action

The Directors are requested to (1) make a determination of responsibility with respect to the proposed contractor; (2) authorize the Corporation to enter into a contract with Frey Electric Construction Co. for an amount not to exceed \$1,759,500; (3) issue a Notice to Proceed in an amount not to exceed \$50,000; (4) and to take all related actions.

IX. Recommendation

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

Attachments
Resolution

August 11, 2014

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

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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