



BROADWAY MARKET MANAGEMENT INC. BOARD MEETING AGENDA

January 23, 2023 | 2:00 pm | In Person and Webex

AGENDA TOPICS

1.0 CALL TO ORDER

2.0 READING OF THE MINUTES

2.1 MEETING MINUTES 11/21/2022 (*Enclosure*)

3.0 NEW BUSINESS

3.1 BROADWAY MARKET PROJECT UPDATE (*Enclosure*)

3.2 BOARD COMMITTEE REPORTS

3.2.1 Governance

3.2.2 Audit and Finance

3.2.3 Operations, Tenant leasing and Programs

3.2.4 Development and Construction

3.2.5 Fundraising

3.2.6 New Committee Members

4.0 MONTHLY FINANCIAL REPORTS

5.0 TABLED ITEMS

6.0 EXECUTIVE SESSION

7.0 PUBLIC PARTICIPATION

8.0 ADJOURNMENT (*Action*)



2.0 READING OF THE MINUTES

2.1 MEETING MINUTES 11/21/2022 (*Enclosure*)

**Broadway Market Management Inc. (“BMMI”)
Board Meeting Minutes
Virtual (WebEx) & In Person (Broadway Market Community Room)**

Meeting Date, Time: Monday, November 21, 2022, | 2:00 p.m.

Members and Officers Present:

Tuona Batchelor
Peter Cammarata
Lisa Hicks
Pearl Omphalius
Atiqur Rahman
Johanna Walczyk

Guests:

Mark Ernst
Alex Carducci
Kathy Peterson
Paul Ray
Paul Tronolone
Aaron Zaretsky

1.0 CALL TO ORDER

Peter Cammarata, Board Chair, welcomed everyone in person and virtually and Johanna Walczyk, Senior Project Manager at Empire State Development, called the meeting to order at 2:02p.m. Johanna Walczyk called the roll of the Broadway Market Management Inc. board members. Peter Cammarata attended in person. Tuona Batchelor, Lisa Hicks, Pearl Omphalius, Johanna Walczyk, Atiqur Rahman and Jim Rykowski attending virtually.

2.0 READING OF THE MINUTES

Peter Cammarata asked if there were any questions on the meeting minutes. Hearing none, he made a motion to approve the October 17, 2022, BMMI meeting minutes. Atiqur Rahman made a motion to approve. It was seconded by Pearl Omphalius and carried unanimously.

3.0 NEW BUSINESS

3.1 BROADWAY MARKET PROJECT UPDATE (*Enclosure*)



Kathy Peterson shared that Gov. Kathy M. Hochul hosted a press event last week to announce the Downtown Revitalization Initiative 2022 Award winners for Broadway Fillmore. Kathy shared that \$2.5Million was announced as funding for Market.

Kathy Peterson shared that Paul Ray updated the timeline and status of the 2022 priorities and project goals, which is shared in the Board packet. Kathy also shared that she was working with the City on the transition of entity and bank accounts. Kathy provided an update that in the coming months ESD and UBRI, on behalf of the Ralph C Wilson Junior Foundation, will be releasing two new Requests for Proposals (RFPs) for additional Technical support for the next phase and for nonprofit management assistance and staff hiring. Kathy reported that Mark Ernst of Engberg Anderson Architects is currently revising the bakery stall prototype which would be shared with the project team on Wednesday Nov. 23. Kathy also reported that the project team is looking to receive some construction quotes for either or both bakery and produce stands prototypes that could be completed before the Easter 2023 season. Kathy shared that she rescheduled an event at the Market that was planned this past weekend because of the snowstorm and said that she would share a flier and more information for upcoming Christmas events including a train show.

Peter Cammarata asked about Paul Ray updating the matrix and timeline and reported that ESD is reviewing the RFPs in house and will be circulating soon. Peter Cammarata shared that he had a meeting with UBRI to coordinate the efforts of ESD, BMMI and UBRI. Johanna Walczyk shared that the support of UBRI is a critical component of the project implementation and that is supported directly through the support of the Ralph C. Wilson Junior Foundation and its capacity building commitment to BMMI and broader efforts in East Buffalo through the Regional Revitalization Partnership.

3.2 BOARD COMMITTEE REPORTS

3.2.1 Governance

3.2.1.1 Board Transition

Tuona Batchelor reported that the Committee discussed board transition and that Council President Pridgen did submit letter for resignation from board membership and suggested that the Board vote on approving his resignation. Peter Cammarata suggested waiting until the end of the report out.

Tuona Batchelor also reported that the Committee would like to recommend Chris Del Prince and Ray Nosworthy for board membership. Chris Del Prince was the owner of Lifestyle Street Gear and Ray Nosworthy Director of Administration and Finance in the City of Buffalo Finance Department.



Peter Cammarata shared a summary of experience of Chris Del Prince as a successful retail business founder and operator and that he also has public market experience as the current manager of the North Tonawanda Farmer's Market.

Lisa Hicks shared a summary of Ray Nosworthy's experience and why he would be the appropriate board designee as the Commissioner of Admin and Finance. Lisa reported that Mr. Nosworthy has worked at the city for an extensive amount of time both in the Department of Public Works as well as in the Budget department. He's currently very involved in the management of several City budgets and will be a helpful communicator with the City as BMMI transitions to its own budget.

Lisa Hicks made a motion to approve Ray Nosworthy and Chris Del Prince for Board membership. Peter Cammarata asked if there was any need for discussion. Hearing none, Peter asked if all were in favor. All were in favor.

Atiqur Rahman stated that he would like to nominate Steve Karnath from Broadway Filmore NHS to the Board. Atiqur stated that Steve Karnath is involved in several projects in the immediate neighborhood and could share a lot of insight as a neighborhood partner.

Peter Cammarata asked if Atiqur could get a resume for Steve Karnath. Atiqur asked if Kathy Peterson would be able to collect it and then asked Kathy her thoughts on Steve Karnath being a member. Kathy responded that Steve is very qualified and that she also thinks that the board could strive for more diversity.

Johanna Walczyk asked the board to think about support from the to-be hired not for profit support consultant expert to help identify skills sets for additional board members and added that at this point, the board should consider not adding any more members until the consultant is available.

Peter Cammarata commented that that was good feedback and that the Board should want that assistance. Peter added the consultant could help determine the "who" and "how many" board members to be added. Atiqur Rahman added that he agreed on gaining diversity and the need for different areas of expertise.

Tuona Batchelor suggested an urban planner, someone with construction background, someone with marketing experience and an attorney. Tuona suggested that existing members keep floating names, and that the consultant will be helpful in finalizing any new additions. Peter Cammarata also added that the consultant could provide help for board and for the committees and the stakeholders group.

3.2.1.2 Bylaws

Tuona Batchelor then provided an update on the BMMI bylaws and stated that Scott Billman, City of Buffalo Counsel for BURA, had approved the updated bylaws that were previously circulated. Lisa Hicks added that she just sent the bylaws and made a motion



to move the board bylaws as finalized. Aaron Zaretsky, guest from Public Market Development, asked Lisa's title and she shared that it is the Director of Development. Tuona Batchelor seconded the motion to approve the updated bylaws. Peter Cammarata then added that the board should accept the bylaws as a living document and that the consultant will come on board and review bylaws and that if changes determined helpful to make, they can be made in the future. The Board agreed with Peter's comments and were all in favor of adopting the bylaws.

3.2.2 Audit and Finance

Lisa Hicks reported on behalf of Jim Rykowski in his absence. Lisa stated that the Board's future engagement with a consultant will assist with the audit and finance tasks moving forward, especially the need for an accountant.

Lisa Hicks reported on the transfer of the Evans Bank account from BURA Inc to BMMI and that she and Kathy Peterson would be the two signing authorities on the bank account, at the moment. Lisa reported that the bylaws, if approved, and the meeting minutes would be provided to bank to change the account authority. Pearl Omphalius motioned the transfer of the accounts and to have Kathy Peterson and Lisa Hicks be the signing authorities and Tuona Batchelor seconded the motion to approve. All were in favor.

3.2.3 Operations, Tenant leasing and Programs

Pearl Omphalius provided the report out that the City of Buffalo and BMMI are working to finalize the lease. Pearl also made a note about tenants doing repairs, and eviction policies. Lisa Hicks stated that the city is working with BMMI to draft a lease between them and the City.

3.2.4 Development and Construction

The Development and Construction Committee did not meet; there were no updates.

3.2.5 Fundraising

Pearl Omphalius reported that she was the Chair of the Fundraising committee and at the November 2nd meeting the committee discussed the need to have a better understanding of the budget gap. Pearl discussed how the committee decided that they need to have agendas to make sure they keep on track and would like to have a conversation with the board about the actual fundraising expectations of the Committee. Pearl also stated that the Committee would like to engage with the Wilson Foundation to learn more about the Foundations' commitment. Pearl stated that there is an approximately \$16Million gap in the originally proposed budget and asked about the plan to fill this gap.

4.0 MONTHLY FINANCIAL REPORTS - NO UPDATE

Peter Cammarata stated that there were no financial reports to provide.

5.0 TABLED ITEMS

Peter Cammarata stated that there were no tabled items to discuss.



6.0 EXECUTIVE SESSION

Peter Cammarata stated that there was no need for an executive session.

7.0 PUBLIC PARTICIPATION

Peter Cammarata stated that in person public participation for this meeting was a challenge because of the snowstorm that occurred over the weekend, and no one was present at the Market for the meeting. He stated that the meeting minutes will be shared publicly.

Peter Cammarata also stated that there was a suggestion that the BMMI board meetings to move meetings to every other month, schedule. If the Board approved, Monday, January 23rd, 2023, would be the next meeting. Peter asked that if the Board meetings occurred every other month, should the board continue with committee meeting in the interim? The Board was OK with no December Committee meetings and the next meetings would be Tenants and Operations, Audit and Finance, Governance, Fundraising, Development and Construction would be rescheduled the first week in January 2023. Kathy Peterson offered to revise the Committee meeting schedule so that meetings were spread out over several days the first week in January.

Peter Cammarata stated that there would be a public notice forthcoming for the cancellation of December board and committee meetings and that the new schedule would be determined at the January 2023 Board Meeting.

Peter asked if there was any other news or business prior to adjournment and Atiqur Rahman stated that the board needed to vote to remove the resigned members. Peter Cammarata thanked Atiqur for the reminder and made a motion for the Board to accept the resignation of Council President Darius Pridgen from the Board. Lisa Hicks made a motion for the Board to accept the resignation, Atiqur Rahman seconded it, and all Board members were in favor.

8.0 ADJOURNMENT (*Action*)

Peter Cammarata asked for a motion to adjourn the November 21, 2022, Board Meeting of the BMMI. Lisa Hicks made the motion, Tuona Batchelor seconded the motion, and adjournment was unanimously approved.

Respectfully submitted,

By: _____

Johanna R. Walczyk, Broadway Market Management Inc, November 21, 2022



3.1 BROADWAY MARKET PROJECT UPDATE (*Enclosure*)

BROADWAY MARKET REDEVELOPMENT PROGRESS (AS OF JANUARY 13, 2023)

Outstanding Tasks

Task	Description	Status	Notes
1	Transition Non-Profit to Broadway Market Management, Inc. (BMMI)	In progress	Lisa and Kathy are working with other City officials to complete the transition.
2	Hire Technical Support Consultant(s) and Prepare BMMI to Hire Staff	In progress	Project Implementation Team (UBRI) has sent RFP to prospective consultants.
3	Launch Search for Deputy Director and Facilities Manager	TBD	In process of drafting job descriptions. They will be circulated to board members for review.
4	Begin Short-Term Improvements Designs	In progress	Prototype vendor stall designs nearing completion. Final designs will be shared with short list of contractors (34 Group, Rodriguez and Savarino) to prepare quotes. Quotes should be in-hand by end of January.
5	Procure Business Plan Implementation Support	In progress	Draft RFP is being reviewed by City and BMMI staff. It will be circulated to board members for review before it is released.

Upcoming Tasks

Task	Description	Status	Notes
1	Hire and onboard Deputy Director (title TBD) & Facilities Manager	TBD	Aiming for Q1 hire.
2	Short-Term Capital Improvements	TBD	Prototype vendor stalls to be started soon after a contractor is selected. Specifications for roof repairs will be ready early in Q1.
3	Kick-off Long-Term Renovations Design Process	TBD	Draft RFP is being reviewed by City and BMMI staff. It will be circulated to board members for review before it is released.



4	Hire Website & Marketing/Communications Support	TBD	Need to wait for new staff and business plan implementation consultant to be hired.
5	Develop a Fundraising Plan and Capital Campaign for Additional Operations and Capital needs	TBD	Need to wait for new staff and business plan implementation consultant to be hired.

3.2 BOARD COMMITTEE REPORTS

3.2.1 Governance

3.2.2 Audit and Finance - no update

3.2.3 Operations, Tenant leasing and Programs

3.2.4 Development and Construction - no update

3.2.5 Fundraising - no update

4.0 MONTHLY FINANCIAL REPORTS

5.0 TABLED ITEMS

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