

# BROADWAY MARKET MANAGEMENT INC. BOARD MEETING AGENDA

November 20, 2023 | 1:15 pm | In Person

## AGENDA TOPICS

### 1.0 CALL TO ORDER

### 2.0 READING OF THE MINUTES

#### 2.1 MEETING MINUTES 9/18/2023 AND 10/16/2023

### 3.0 NEW BUSINESS

#### 3.1 BROADWAY MARKET PROJECT UPDATE (*Enclosure*)

#### 3.2 CJAM UPDATE

#### 3.3 BOARD COMMITTEE REPORTS

##### 3.3.1 Governance

##### 3.3.2 Audit and Finance

##### 3.3.3 Operations, Tenant leasing and Programs

##### 3.3.4 Development and Construction

##### 3.3.5 Fundraising

### 4.0 MONTHLY FINANCIAL REPORTS

### 5.0 TABLED ITEMS

### 6.0 PUBLIC PARTICIPATION

### 7.0 EXECUTIVE SESSION

### 8.0 ADJOURNMENT (*Action*)

## 2.0 READING OF THE MINUTES

### 2.0 MEETING MINUTES



## BROADWAY MARKET MANAGEMENT INC. BOARD MEETING MINUTES

*September 18, 2023 | 1:15 pm | In Person at 1021 Broadway, 4<sup>th</sup> Floor*

#### **Members and Officers Present:**

Tuona Batchelor  
Peter Cammarata  
Raymour Nosworthy  
Jim Rykowski  
Johanna Walczyk

#### **Guests:**

Lisa Burdick  
Phil Lowry  
James Malley  
Kathleen Peterson  
Monica Triplett

## **1.0 CALL TO ORDER**

Peter Cammarata called the meeting to order at 1:17pm. Johanna Walczyk asked Board Members to identify themselves for the purpose of roll.

## **2.0 READING OF THE MINUTES**

### **2.1 MEETING MINUTES 7/17/2023 & 8/21/2023**

Tuona Batchelor called a motion to approve the meeting minutes from July and August. Jim Rykowski seconded the motion, and all members were in favor.

## **3.0 NEW BUSINESS**

### **3.1 BROADWAY MARKET PROJECT UPDATE (*Enclosure*)**

Kathy Peterson provided details on the enclosed project update. Kathy reported that she and Lisa Hicks recently met with the Commissioner of Finance and Ray Nosworthy to discuss the lease agreement. Kathy reported that there are no staffing updates as we are awaiting the staffing suggestions from CJAM. Johanna Walczyk reported that the Business Plan Support and A&E consultant contracts are under review by ESD's contracting department. Kathy reported that Paul Ray at ESD is working on the scope for the community/conference room updates. Kathy stated that the ESD/City of Buffalo/UBRI project team will be restarting their bi-weekly team meetings.

### **3.2 CJAM UPDATE**

The CJAM provided an update and facilitated a discussion on the following topics:

- Potential recommendations for new staffing/management structure and timing of hiring
- Discussion regarding the need to fundraise for the new staff
- Discussion regarding professional services support functions such as HR, IT, Accounting, Legal
- Update that the Operations Plan will also include draft policies for tenants and procurement policies as part of the next steps planning, also financials.

### **3.3 BOARD COMMITTEE REPORTS**

#### **3.3.1 Governance**

Governance committee is reviewing the governance recommendations and will share with the Board upon their final review. The next meeting committee meeting is 10/4 at 11:00AM.

#### **3.3.2 Audit and Finance**

No meeting. No update to report.

#### **3.3.3 Operations, Tenant leasing and Programs**

Reviewed operations and procedures, tenants, upcoming events. Beverly Gray might help with a pitch competition. Pearl to send. 10/3 at 9:30

#### **3.3.4 Development and Construction**

No meeting. No update to report.

#### **3.3.5 Fundraising**

No Meeting. No update to report.

#### **4.0 MONTHLY FINANCIAL REPORTS**

No update to report.

#### **5.0 TABLED ITEMS**

Kathy Peterson asked for Board assistance to volunteer at certain events. 10/2 Slow Roll, 11/18 Wine Festival, Dec 16/17 train show at the holidays at the market. Kathy will send a follow up email to the board with the dates and request, Peter asked if some City Hall staff could also help.

#### **6.0 PUBLIC PARTICIPATION**

Parking issue on the second floor is still an issue. Kathy can talk to the city about having Tremco to do an assessment again. Need to also consider an alternative parking plan for Easter. Kathy will talk to Kevin Dagher at Cedarland. Peter suggested a DPW Commissioner meeting. Central terminal lot with a shuttle.

Eastern Hills Mall vendors are leaving and need to think about the Broadway Market marketing that they do for additional holiday sales.

#### **7.0 EXECUTIVE SESSION**

No need.

#### **8.0 ADJOURNMENT (*Action*)**

Peter Cammarata stated that the next meeting is October 18<sup>th</sup> at 1:15p.m. and that a substantial portion of the meeting would be dedicated to an executive session with CJAM consultants. Peter asked for a motion to adjourn the meeting. Ray Nosworthy made the motion, seconded by Pearl Omphalius. All members were in favor and the meeting adjourned.

**Respectfully submitted,**

**By:**



Johanna R. Walczyk, Broadway Market Management Inc, October 30, 2023



# BROADWAY MARKET MANAGEMENT INC.

## BOARD MEETING MINUTES

*October 16, 2023 | 1:15 pm | In Person at 1021 Broadway, 4<sup>th</sup> Floor*

**Members and Officers Present:**

Peter Cammarata  
Chris DelPrince  
Lisa Hicks  
Pearl Omphalius  
Jim Rykowski

**Guests:**

Linda Lund  
James Malley  
Kathleen Peterson  
Monica Triplett



Johanna Walczyk

## **1.0 CALL TO ORDER**

Peter Cammarata called the meeting to order at 1:20PM. Johanna Walczyk asked Board Members to identify themselves for the purpose of roll.

## **2.0 READING OF THE MINUTES**

### **2.1 MEETING MINUTES 9/18/2023**

To be discussed and approved at next meeting.

## **3.0 NEW BUSINESS**

### **3.1 BROADWAY MARKET PROJECT UPDATE (*Enclosure*)**

Kathy Peterson reported that the term sheet is close to being completed for the master lease. Lisa Hicks met with City of Buffalo Finance and Admin to make sure they are comfortable with the terms to make sure they were good with the set up for BMMI to lease from the City. The City provided comments, several of which applied to future conditions of the market. The term sheet is in a good place. The next steps will be to have other stakeholders to review the draft and share a summary with the Board and then move to final version for approval and execution. Peter Cammarata is working through some of the open insurance issues for cost.

Paul Ray from ESD is working on the gallery and conference space to put the work out to bid. ESD anticipates that the Business Support Services consultant will have a signed contract by November and that the A&E Consultant will be under contract by December. Once the contracts are finalized, the consultant teams, with ESD, City of Buffalo and BMMI will develop a robust communication plan with tenants and community for the upcoming year and tasks.

### **3.2 CJAM UPDATE**

Monica Triplett of CJAM was present to provide the final recommendations to the Board in the Executive Session.

### **3.3 BOARD COMMITTEE REPORTS**

#### **3.3.1 Governance**

Committee recommendations to be discussed in CJAM report out.

#### **3.3.2 Audit and Finance**

Nothing to report.

#### **3.3.3 Operations, Tenant leasing and Programs**

Pearl Omphalius reported on the committee meeting including an update on the upcoming events for Halloween, the Wine Festival in November, and shared that the seasonal application has been made available for Christmas. Black History Month and the Buy Black Buffalo event were discussed such as considerations to changing some of the requirements for participating in the gift certificate program. Pearl reported on the ongoing conversations with the Beverly Grey Center on developing a pitch competition



for vendors and small businesses along with considerations of the Hatch & Hype model from British Columbia.

Pearl also reported that there was a robust discussion at the committee meeting regarding the procurement process for the ESD supported consultant teams. Discussion included questions as to why BMMI members and tenants were not included in the decision-making process.

Board discussion followed that included an ESD explanation of the procurement process and consultant selection policies in accordance with ESD policy. Johanna Walczyk reassured the Board that the selection committees included representation of the Market through Kathy Peterson and several members of the Board that have specific technical capabilities for reviewing the proposals. Johanna further explained how the ESD review and approval process is similar to the BMMI voting and approval process and reassured that once both teams are officially hired, there will be several opportunities for board, tenant, and community input into the process.

#### 3.3.4 Development and Construction

No meeting. Nothing to report.

#### 3.3.5 Fundraising

No meeting. Nothing to report.

### 4.0 MONTHLY FINANCIAL REPORTS

No update to report.

### 5.0 TABLED ITEMS

No tabled items to discuss.

### 6.0 PUBLIC PARTICIPATION

No need for public participation.

### 7.0 EXECUTIVE SESSION

Lisa motioned to go into executive session. Jim seconded. Peter asked that guests leave for the private portion of the meeting. CJAM shared the findings and recommendations with the Board members which included Board discussion and commentary. The final report will be provided at the November board meeting based on the feedback. At 3:09PM, Chris del Prince asked for a motion to move out of executive session. Lisa Hicks seconded. All were in favor.

### 8.0 ADJOURNMENT (*Action*)

Peter Cammarata provided a reminder of the upcoming committee meetings, scheduled on November 8<sup>th</sup> - 9:30AM Operations, Tenants and Leasing, 11:00AM Audit and Finance, 11:30AM Governance. The next board meeting is scheduled for Monday 11/20 at 1:15PM at 1021 Broadway. At 3:12, Lisa Hicks motioned to adjourn the meeting, Chris del Prince seconded, all were in favor.



Respectfully submitted,

By:

Johanna R. Walczyk, Broadway Market Management Inc, October 30, 2023

### 3.0 3.1 BROADWAY MARKET PROJECT UPDATE (*Enclosure*)

#### **BROADWAY MARKET REDEVELOPMENT PROGRESS (AS OF AUGUST 14, 2023)**

#### Outstanding Tasks

Task	Description	Status	Notes
1	Transition Non-Profit to Broadway Market Management, Inc. (BMMI)	In progress	Committee consisting of Lisa H., Kathy P., Johanna W., Paul T. and Peter C. are working with City of Buffalo officials to complete the transition.
2	Hire Technical Support Consultant(s) and Prepare BMMI to Hire Staff	Completed	CJAM Consulting has completed their contract. Final documents will be sent to board members.
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	TBD	Pending Business Development Firm and Architect & Engineering Company start dates.
5	Procure Business Plan Implementation Support and Architecture and Engineering	In progress	James Lima Planning & Development, business development firm, contract is complete. Meetings with JLP&D will be bi-weekly and begin mid-November. Flynn Battaglia, Architect & Engineering Co., is completing contract process with ESD.





## Upcoming Tasks

Task	Description	Status	Notes
1	Hire and onboard Deputy Director (title TBD) & Facilities Manager	TBD	Aiming for Q1 2024 hire.
2	Short-Term Capital Improvements	TBD	Pending
3	Kick-off Long-Term Renovations Design Process	TBD	Aiming for Q1 2024
4	Hire Website & Marketing/Communications Support	TBD	Aiming for Q2 2024
5	Develop a Fundraising Plan and Capital Campaign for Additional Operations and Capital needs	TBD	Aiming for Q2 2024

### 3.3 BOARD COMMITTEE REPORTS

3.3.1 Governance

3.3.2 Audit and Finance

3.3.3 Operations, Tenant leasing and Programs

3.3.4 Development and Construction - no update

3.3.5 Fundraising - no update

### 4.0 MONTHLY FINANCIAL REPORTS

### 5.0 TABLED ITEMS

### 6.0 PUBLIC PARTICIPATION



7.0 EXECUTIVE SESSION

8.0 ADJOURNMENT (*Action*)