

BROADWAY MARKET MANAGEMENT INC. BOARD MEETING AGENDA

December 18, 2023 | 1:30 pm | In Person

AGENDA TOPICS

1.0 CALL TO ORDER

2.0 READING OF THE MINUTES

2.1 MEETING MINUTES 11/20/2023

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

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

November 20, 2023 | 1:15 pm | In Person at 1021 Broadway, 4th Floor

Members and Officers Present:

Peter Cammarata
Chris DelPrince
Lisa Hicks
Jim Rykowski
Johanna Walczyk

Guests:

James Malley
Kathleen Peterson
Patra Mangus



3.0 Call to Order

Peter Cammarata called the meeting to order at 1:20PM. Attendees stated their presence for the purpose of the roll call and quorum. Quorum achieved.

4.0 READING OF THE MINUTES

2.1 Meeting minutes 9/18/2023 and 10/16/2023

Peter Cammarata called for the September 18th & October 16th meeting minutes to be approved. Approval was motioned by Chris Del Prince, seconded by Jim Rykowski and all were in favor.

3.0 NEW BUSINESS

3.1 Broadway Market Project Update

Kathy Peterson expanded upon the Broadway Market project update (*Enclosure*). Kathy reported that ESD's contract with James Lima Planning + Development (JLP+D) for Business Support Services, had been secured and that there would be a team kick off on November 30th. Kathy also shared that Flynn Battaglia with the support of Diamond Schmidt and Hugh Boyd Architects had been approved by ESD's Board of Directors to serve as the project's Architect and Engineering team. Johanna Walczyk stated that the contract should be secured by the end of 2023. Kathy shared copies of both consultant groups' team make up and scope. Kathy stated that the bulk of the work will begin in 2024, including the hiring of new staff, creating a project website, engaging with vendors for design input, and so on.

Kathy shared that there were renderings completed for the conference and gallery space and that she would be soliciting quotes from contractors to complete the work. Peter Cammarata asked if the electric can be supplemented by the City and Kathy said she would check. She stated that typically for City buildings, CIR is used for the electric and MKS is used for the plumbing.

Kathy shared that the NYS Grants Gateway system had been set up in prep for the NYS Agriculture and Markets grant, but that this year's application window had been closed. Kathy noted that moving forward, Agriculture and Market grants should be considered including the NYS Farmers Market resiliency program that is launching Round 2 in 2024. Johanna Walczyk stated that JLP+D is available to assist with grant applications. Chris DelPrince said he will alert Kathy of new opportunities.

3.2 CJAM Update



Kathy stated that CJAM is uploading the final versions of all documents, and they will be shared on Microsoft Team.

3.3 BOARD COMMITTEE reports

3.3.1 Governance

Kathy Peterson shared the Governance Committee report out on recommendations by CJAM. The Governance Committee recommended the Board approve of nine of the twelve governance recommendations (outlined in memo). Lisa Hicks stated that the Committee wanted to have more discussion with the Board and with the business planning consultant on the three items related to Board Composition, Conflict of Interest, and the Establishment of Values. Peter Cammarata asked if the Board was ok with the recommendations by the committee and called for a member to make a motion for approval. Jim Rykowski made the motion, Chris DelPrince seconded, and all were in favor.

Johanna Walczyk stated that she would add the procurement policies for UBRI for the board to consider adopting to move forward with the work in the conference room and for any interim consultants.

3.3.2 Audit and Finance

Lisa Hicks reported out that Johanna and Lisa will be working on scope for an attorney and accountant, and Lisa stated that the models that CJAM provided confirmed that BMMI needs a dedicated person/firm for these tasks.

Jim Rykowski suggested that Kathy send him the financials on a monthly basis, and he asked about funding sources that exist now. Kathy stated that she has submitted the required information to the City's accounting department to file the PARIS / ABO reports and that once the attorney and finance person are on board, a formalized process will be established. Kathy stated the Ralph C Wilson funds are still in the BMMI account.

3.3.3 Operations, Tenant leasing and Programs

In Pearl Omphalius' absence, Kathy gave a brief report out of the committee meeting. She stated that two new bakeries – that Greek Guy and Oasis – moved into their approximately 400 square foot spaces with new equipment. Each bakery will be present at the market from Tuesday through Saturday making and selling product as outlined in their leases. Kathy will be having a conversation with both vendors to ensure that adequate staffing available to meet these requirements.

Kathy stated that the Wine Festival was a success and there were a few additional wineries this year. She said that there is a good commitment for Christmas vendors and that the first floor is already almost fully rented for the Easter season.

3.3.4 Development and Construction



No update to report. The Committee did not meet.

3.3.5 Fundraising

No update to report. The Committee did not meet.

5.0 Monthly Financial Reports

No new items to report.

6.0 Tabled Items

Peter Cammarata stated there were no tabled items to discuss.

6.0 Public Participation

Peter Cammarata asked the public participants if they had any comments or concerns that they would like to share.

Patra Mangus shared her opinions that the Wine Festival worked out very well, that there was not too much noise and there was a lot of participation. She shared that her main concern is always safety and cleanliness and suggested that more people be available to clean the bathrooms due to lack of staffing. Kathy stated that during the Easter season, there is always extra staff available.

Jim Malley stated that he is worried about the structural issues in the market and in the parking garage and requested the status of the second-floor ramp and to know what is going on with the roof. Kathy stated that the City is currently evaluating the status of the roof and the overall building structure and that last week, the lead City Inspector and a structural engineer did an inspection. Peter added that the structural review will be one of the first tasks taken on by the A&E team.

7.0 EXECUTIVE SESSION

Peter motioned to go into exec session. Lisa motioned, Chris seconded. The discussion was regarding the master lease and term sheet as well as a personnel matter. Peter called for an end of executive session. Lisa Hicks motioned to come out of executive session, Jim Rykowski seconded and all were in favor.

8.0 ADJOURNMENT (*Action*)

Peter Cammarata called for the meeting to adjourn. Chris DelPrince motioned to adjourn, Lisa Hicks seconded. Meeting ended at 2:00PM.



Respectfully submitted by,

Johanna R. Walczyk, Broadway Market Management Inc, November 20, 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. The kick-off meeting with JLP&D was held on November 30. Meetings will continue bi-weekly. Flynn Battaglia, Architect & Engineering Co., is completing contract process with ESD.
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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

3.2 BOARD COMMITTEE REPORTS

- 3.2.1 Governance - Procurement Policy (draft policy attached)
- 3.2.2 Audit and Finance
- 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

6.0 PUBLIC PARTICIPATION



7.0 EXECUTIVE SESSION

8.0 ADJOURNMENT (*Action*)