

**MINUTES OF A MEETING OF THE
JOINT GOVERNANCE COMMITTEE OF THE
ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (ECIDA),
BUFFALO & ERIE COUNTY REGIONAL DEVELOPMENT CORP. (RDC)
AND
BUFFALO & ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORP. (ILDC)**

MEETING: January 23, 2019, at the Erie County Industrial Development Agency, 95 Perry Street, Suite 403, Buffalo, New York 14203

PRESENT: Hon. Diane Benczkowski, Hon. Brian J. Kulpa, Brenda W. McDuffie, David J. State and Maria Whyte

EXCUSED: Tyra Johnson

OTHERS

PRESENT: Steve Weathers, Chief Executive Officer; Mollie Profic, Chief Financial Officer; Karen M. Fiala, Assistant Treasurer, Dawn Boudreau, Compliance Officer, Jerry Manhard, Chief Lending Officer, Lori Szewczyk, Director of Grants and Carrie Hocienec, Administrative Assistant

GUESTS: Andrew Federick, Erie County Senior Economic Development Specialist

There being a quorum present at 1:49 p.m., the Meeting of the Members of the Joint Governance Committee of the Erie County Industrial Development Agency (ECIDA), Buffalo and Erie County Regional Development Corporation (RDC) and the Buffalo and Erie County Industrial Land Development Corporation (ILDC) was called to order by Ms. McDuffie.

MINUTES

The March 13, 2018 minutes of the joint meeting of the Governance Committee of the ECIDA, RDC and ILDC were presented. Upon motion made by Ms. Whyte, and seconded by Supervisor Benczkowski, the approval of the March 13, 2018 meeting minutes was unanimously carried.

LEGAL RFP PROCESS

At this point Mr. Weathers discussed the process undertaken by the ECIDA staff. Ms Profic discussed the process of the RFP notice and distribution. Copies of the RFP were distributed on September 17, 2018 to the top 20 law firms with corporate related expertise as referenced in the Business First “Book of Lists”. Public notices of the RFP were placed in the Buffalo News, The Buffalo Criterion, The Challenger News and posted on the ECIDA website. Copies of the RFP were also sent to the Minority Bar Association of WNY and Women’s Bar Association of WNY. Ms. Profic started that the RFP questions were due by September 24, 2018. One law firm submitted two questions related to current counsel fees/hours and conflict of interest matters. The responses were delivered to all the law firms.

Ms. Profic stated that the committee, comprised of seven ECIDA staff members, reviewed the legal proposals based on the following criteria:

- 1) Qualifications and experience of the partners and associates to be assigned to the engagement (40% of the total score)
- 2) Fees (25%) of the total score)
- 3) Qualifications and experience of the firm (25% of total score)
- 4) M/WBE Development (10%).

Ms. Profic stated that the staff review committee short-listed the firms and conducted interviews between December 4, 2018 and January 9, 2019 (3 for general counsel, 4 for loan counsel and 2 for tax-exempt bond counsel).

Ms. Profic stated that the staff review committee interviewed the following law firms. Harris Beach (General, Loan and Tax-Exempt Bond Counsel), Harter Secrest & Emery (Loan Counsel), Hodgson & Russ (General, Loan & Tax-Exempt Bond Counsel) and Hurwitz & Fine (General and Loan Counsel).

The following staff committee recommendations are based on proposals and the interviews conducted by the committee.

LEGAL RFP RECOMMENDATIONS

Primary General Counsel – Harris Beach
Conflict General Counsel – Hurwitz & Fine
Primary Loan Counsel – Hurwitz & Fine
Conflict Loan Counsel – Hodgson Russ
Primary Tax-Exempt Bond Counsel – Hodgson Russ
Conflict Tax-Exempt Bond Counsel – Harris Beach

General discussion ensued. Supervisor Kulpa recommended that primary counsel also be appointed conflict Tax-Exempt Bond Counsel. Ms. McDuffie called for a vote and the recommendations as stated above were unanimously approved.

There being no further business to discuss, upon motion made by Supervisor Kulpa and seconded by Ms. Whyte, the meeting was adjourned at 2:19 p.m.

Dated: January 23, 2019

Carrie A. Hocieniec