

**ROSWELL PARK CANCER INSTITUTE CORPORATION
BOARD OF DIRECTORS**

A Special meeting of the Board of Directors of Roswell Park Cancer Institute Corporation was held on Monday, March 2, 2026, at 9:00 a.m. in the Joseph Family Conference Room and using Microsoft Teams.

Present: Leecia Eve, Esq., Chair (via teams)
Gregory Daniel, MD (via teams)
Lisa Damiani (via teams)
Linda A. Dobmeier (via teams)
Donna Gioia (Via Teams)
Candace S. Johnson, Ph.D., President & CEO
Tina Kim (via teams)
Gail Mitchell, Esq. (via teams)
Elyse NeMoyer (via teams)
R. Buford Sears (via teams)
Garnell W. Whitfield, Jr. (via teams)
Lee Wortham (via teams)

Excused: Brian Higgins

**Present by
Invitation:** Betsy Doty-Lampson, Board Administrator
Margot P. Schoenborn, Esq., Senior Vice President and Chief Legal Officer, and
Corporate Secretary
Ryan Grady, Chief Financial Officer
Anthony Putrelo, Vice President of Facilities Management

I. CHAIRWOMAN'S OPENING REMARKS

Ms. Eve opened the meeting and welcomed all attendees.

II. Negative Declaration Resolution

Ms. Eve asked Ms. Schoenborn to present the resolutions related to the purchase of the Transit Road properties. Ms. Schoenborn presented the process for Roswell Park to serve as lead agency for the unlisted action and completion of a negative declaration of environmental impact. Mr. Putrelo discussed the Phase I evaluation and finding performed by LaBella Associates, and Mr. Putrelo's assessment and completion of the negative declaration. The Board discussed the State Environmental Quality Review assessment and negative declaration.

**RESOLUTION OF
THE
BOARD OF DIRECTORS OF
ROSWELL PARK CANCER INSTITUTE CORPORATION**

A meeting of the Board of Directors of the Roswell Park Cancer Institute Corporation (the "Board") was convened on March 2, 2026.

The following resolution was duly offered and seconded:

RESOLUTION OF THE ROSWELL PARK CANCER INSTITUTE CORPORATION (THE
"CORPORATION") TO MAKE A DETERMINATION PURSUANT TO THE STATE
ENVIRONMENTAL QUALITY REVIEW ACT

Whereas Roswell Park Cancer Institute Corporation ("Roswell Park" or "Corporation") is authorized and empowered by Section 3551 of the New York Public Authorities Law to exercise its functions, powers, and duties to perform its essential public and government functions for the public benefit of the people of New York; and

Whereas, Roswell Park wishes to purchase the parcels located at 6420 - 6450 Transit Road, 5079 Genesee Street, 5087 Genesee Street, and a portion of 22 Cloverleaf Drive, with Property Tax Parcel IDs 93.01-1-15.2; 93.01-1-41; 93.01-1-31.1; and 93.01-1-1-19, totaling approximately 10.23 acres (the "Transit Road Properties") from Marauder Enterprises LLC for the purpose of relocating Roswell Park Main Campus and RPCI Oncology, PC administrative personnel (the "Project"); and

Whereas, the Board of Directors of the Corporation has considered the merits of the Project and has determined that the Project is in the best interests of Roswell Park and its patients; and

Whereas, Roswell Park desires to comply with the New York State Environmental Quality Review Act ("SEQRA"), as set forth in Article 8 of the New York State Environmental Conservation Law, and the requirements of the implementing regulations set forth at 6 NYCRR Part 617 (the "Regulations"), with respect to the Project; and

Whereas, Roswell Park has prepared Part 1 of an environmental assessment form ("EAF") in connection with the Project to aid the Roswell Park in determining whether the Project may have a significant effect upon the environment; and

Whereas, pursuant to the Regulations, Roswell Park has considered the Project in light of the actions included on the Type I list specified in Section 617.4 of the Regulations

and in light of the actions included on the Type II list specified in Section 617.5 of the Regulations.

Whereas, after a review of the Regulations Roswell Park determines that the Project is an Unlisted action as the Action involves the acquisition of less than 100 contiguous acres; and

NOW, THEREFORE, upon motion duly made, seconded, and carried, **BE IT RESOLVED** as follows:

That Roswell Park restates and reiterates the previous **Whereas** clauses and based upon a review of the Project and the EAF prepared for the Project, Roswell Park hereby:

(i) Confirms that Roswell Park, as purchaser, is authorized to serve as the lead agency for purposes of the SEQRA, and confirms the status of the Project as an Unlisted action (the "Action") and states that it will conduct an uncoordinated review, within the meaning of, and for all purposes of complying with SEQRA; and

(ii) Determines that the Project consists solely of the acquisition of the Real Property such that no potentially significant impacts on the environment are indicated in the EAF or otherwise associated the Project; and

(iii) Determines that all provisions of SEQRA that are required to be complied with as a condition precedent to undertake the Project and the participation by Roswell Park in undertaking the Project have been satisfied.

BE IT FURTHER RESOLVED that Roswell Park hereby concludes that the following impacts are expected to result from the Action, when compared against the criteria in Section 617.7 (c) of the Regulations:

a. There will not be a substantial adverse change in existing air quality, ground or surface water quality or quantity, traffic noise levels; a substantial increase in solid waste production; a substantial increase in potential for erosion, flooding, leaching or drainage problems.

b. There will not be large quantities of vegetation or fauna removed or destroyed as the result of the Action; there will not be substantial interference with the movement of any resident or migratory fish or wildlife species as the result of the Action; there will not be a significant impact upon habitat areas; there are no substantial adverse impacts on any known threatened or endangered species of animal or plant, or the habitat of such species; nor are there any other significant adverse impacts to natural resources.

c. The site adjoins Critical Environmental Area(s) identified as wetlands, and as a significant and sensitive recharge area. However, the Critical Environmental Area will not be impaired as the result of the proposed Action because the Action does not involve any construction, physical alterations, or changes to existing drainage or water flow.

d. The Action will not result in the creation of a material conflict with the community's current plans or goals as officially approved or adopted.

e. The Action will not result in the impairment of the character or quality of important historical, archeological, architectural, or aesthetic resources or of existing community or neighborhood character.

f. There will not be an increase in the use of either the quantity or type of energy resulting from the Action as the Action entails purchasing existing property that includes two existing structures.

g. There will not be any hazard created to human health. While the EAF mapper identifies that the site or an adjoining property has been the subject of remediation for hazardous waste, further evaluation using the DEC info Locator indicates that the closest remediation parcel, known as the Pfohl Brothers Landfill (Site Code 915043) is not on the project site. Further, Roswell Park has reviewed the Phase 1 Environmental Site Assessment prepared by LaBella Associates, D.P.C., dated January 16, 2026, which found no evidence of recognized environmental conditions. Therefore, it is not anticipated that the Action would create any hazard to human health.

h. There will not be an irreversible change in the use of active agricultural lands that receive an agricultural use tax exemption or that will ultimately result in the loss of ten acres of such productive farmland.

i. The Action will not encourage or attract large number of people to a place or places for more than a few days, compared to the number of people who would come to such place absent the Action.

j. There will not be created a material demand for other Actions that would result in one of the above consequences.

k. There will not be changes in two or more of the elements of the environment that when considered together result in a substantial adverse impact.

l. There are not two or more related Actions which would have a significant impact on the environment.

BE IT FURTHER RESOLVED that the information available concerning the Action was sufficient for Roswell Park to make its determination as Lead Agency on the review; and

BE IT FURTHER RESOLVED that Roswell Park hereby approves and adopts the attached Short Environmental Assessment Form for the Action (Parts 1, 2, and 3); and

BE IT FURTHER RESOLVED that a Determination of Non-Significance on the proposed Action is hereby issued as a result of Roswell Park's uncoordinated review;

and **BE IT FURTHER RESOLVED** that the preparation of an environmental impact statement for the Action shall not be required; and

BE IT FURTHER RESOLVED that an Officer of Roswell Park is hereby directed to sign the Short Environmental Assessment Form Part 3 and issue the Negative Declaration as evidence of Roswell Park's determination; and

BE IT FURTHER RESOLVED that this determination constitutes a Negative Declaration for purposes of SEQRA pursuant to 6 NYCRR § 617.7 of the Regulations.

BE IT FURTHER RESOLVED that this Determination of Non-Significance has been prepared in accordance with SEQRA and the Secretary is hereby directed to file, publish and distribute a notice of this Negative Declaration pursuant to 6 NYCRR § 617.12(a)(1); and

BE IT FURTHER RESOLVED that this Resolution shall take effect immediately.

Short Environmental Assessment Form

Part 1-Project Information

Instructions for Completing

Part I -Project Information. The applicant or project sponsor is responsible for the completion of Part I. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification. Complete Part I based on information currently available. If additional research or investigation would be needed to fully respond to any item, please answer as thoroughly as possible based on current information.

Complete all items in Part 1. You may also provide any additional information which you believe will be needed by or useful to the lead agency; attach additional pages as necessary to supplement any item.

Part 1 - Project and Sponsor Information	
Name of Action or Project: Professional Building and Land Purchase	
Project Location (describe, and attach a location map): 22 Cloverleaf Drive, 6420-6450 Transit Road, 5079 Genesee Street, 5087 Genesee Street, Cheektowaga, New York 14043	
Brief Description of Proposed Action: The applicant seeks to purchase the subject property, known as the Professional Building, which is located at 22 Cloverleaf Drive, 6420-6450 Transit Road, 5079 Genesee Street and 5087 Genesee Street, Cheektowaga, Erie County, New York, and spans approximately 10.23 acres. It is owned by Marauder Enterprises LLC and features two developed structures: a one-story, 59,944-square-foot building constructed in 1985 on Transit Road and a one-story, 2,970-square-foot building built in 2005 on Genesee Street. The property is situated in an urban area with access via Genesee Street to the north and Transit Road to the east. Exterior areas include asphalt pavement and concrete sidewalks. Utilities are publicly sourced, including electricity, natural gas, potable water, and sanitary wastewater disposal, with no non-sanitary wastewater generated. Both buildings have slab-on-grade foundations and are single-story structures.	
Name of Applicant or Sponsor: Roswell Park Cancer Institute Corporation	Telephone: E-Mail:
Address: Elm & Carlton Streets	

City/PO: Buffalo	State: Zip Code: New York I 14263
1. Does the proposed action only involve the legislative adoption of a plan, local law, ordinance, administrative rule, or regulation? If Yes, attach a narrative description of the intent of the proposed action and the environmental resources that may be affected in the municipality and proceed to Part 2. If no, continue to question 2.	
2. Does the proposed action require a permit, approval or funding from any other government Agency? If Yes, list agency(s) name and permit or approval: Roswell Park Cancer Institute Board of Directors Approval	
3. a. Total acreage of the site of the proposed action? 10.23 acres b. Total acreage to be physically disturbed? 0 acres — — c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? 0 acres	
4. Check all land uses that occur on, are adjoining or near the proposed action: <input type="checkbox"/> Urban <input type="checkbox"/> Rural (non-agriculture) <input type="checkbox"/> Industrial IZI Commercial IZI Residential (suburban) 0 Forest <input type="checkbox"/> Agriculture <input type="checkbox"/> Aquatic IZI Other(Specify): WoodedNacant Lot, Retail, Restaurant 0 Parkland	

The adoption of the foregoing Resolution was moved by Ms. Damiani, seconded by Mr. Wortham, and duly put to vote, which resulted unanimous adoption.

III. Northtown Purchase Agreement Resolution

Ms. Schoenborn then presented the resolution for the purchase of the Transit Road property to the Board of Directors for consideration and explained the procurement process undertaken. Mr. Grady discussed the planned uses for the Transit Road office space. The Board discussed the property and planned uses.

RESOLUTION OF THE BOARD OF DIRECTORS OF ROSWELL PARK CANCER INSTITUTE CORPORATION

A Special Meeting of the Board of Directors of the Roswell Park Cancer Institute Corporation (the "Board") was convened on March 2, 2026.

The following resolution was duly offered and seconded, to wit:

RESOLUTION OF THE ROSWELL PARK CANCER INSTITUTE CORPORATION (THE "CORPORATION") TO AUTHORIZE ENTERING INTO A PURCHASE AND SALE AGREEMENT

Whereas Roswell Park Cancer Institute Corporation ("Roswell Park" or "Corporation") is authorized and empowered by Section 3551 of the New York Public Authorities Law to exercise its functions, powers, and duties to perform its essential public and government functions for the public benefit of the people of New York; and

Whereas, Roswell Park wishes to purchase the parcels located at 6420 - 6450 Transit Road, 5079 Genesee Street, 5087 Genesee Street, and a portion of 22 Cloverleaf Drive, with Property Tax Parcel IDs 93.01-1-15.2; 93.01-1-41; 93.01-1-31.1; and 93.01-1-1-19, totaling approximately 10.23 acres (the "Transit Road Properties" or the "Premises") from Marauder Enterprises LLC (the "Contract") for the purpose of relocating Roswell Park Main Campus and RPCI Oncology, PC administrative personnel (the "Project"); and

Whereas, the Board of Directors of the Corporation has considered the merits of the Project and has determined that the Project is in the best interests of Roswell Park and its patients; and

Whereas, Roswell Park posted a contracting opportunity on the New York State Contract Reporter (CR# 2131035), entitled Commercial Office Building Purchase (Contract Number 26-156), with an issue date of January 26, 2026, and a due date of February 17, 2026; and

Whereas, Roswell Park received one response to the contracting opportunity from Marauder Enterprises LLC presenting the Premises as an opportunity for purchase, and Roswell Park determined that the Premises would be suitable for the Project; and

Whereas, Roswell Park has complied with the New York State Environmental Quality Review Act (“SEQRA”), as set forth in Article 8 of the New York State Environmental Conservation Law, and the requirements of the implementing regulations set forth at 6 NYCRR Part 617 (the “Regulations”), with respect to the Project; and

Whereas, by resolution dated March 2, 2026, Roswell Park has determined that the Project is an Unlisted Action and that the Project and issued a Negative Declaration for purposes of SEQRA pursuant to 6 NYCRR § 617.7 of the Regulations; and

Whereas, Roswell Park has determined that based upon the location of the Premises, the \$4 million not to exceed figure constitutes a fair market price for the Transit Road Properties; and

Whereas, the negotiation and execution of the Contract is hereby approved.

NOW, THEREFORE, upon motion duly made, seconded, and carried, **BE IT RESOLVED** as follows:

That Roswell Park restates and reiterates the previous **whereas** clauses and Roswell Park hereby; and be it

RESOLVED, that the Board of Directors approves the purchase of the Premises from Marauder Enterprises LLC for an amount not to exceed \$4 million dollars for the purpose of the Project; and be it further

RESOLVED, that the Contract shall include at least the following contingencies which shall be satisfactorily met prior to the Corporation closing on the acquisition of the Transit Road Properties: (i) the marketability of title; (ii) approval of the Board of Directors; (iii) Corporation being satisfied with the environmental and physical condition of the Premises; (iv) Corporation being satisfied that the Premises can be utilized as a medical facility, laboratory, office use and supplemental uses associated with the foregoing purposes, and it is otherwise acceptable to Corporation in its sole discretion; and be it further

RESOLVED, that the officers of the Corporation are hereby authorized and directed to execute such documents, contracts of sale as may be reasonable and deemed necessary by counsel in order to bind the parties and close on the purchase of the Transit Road Properties; and be it further

RESOLVED, that the Corporation is hereby authorized and directed to take whatever other actions shall be necessary and execute any and all documents as shall be required to effectuate the intent of the foregoing resolutions.

BE IT FURTHER RESOLVED that this Resolution shall take effect immediately.

Motion to approve the Northtown Purchase Agreement Resolution was made by Ms. NeMoyer, seconded by Ms. Dobmeier, and unanimously approved.

Mr. Wortham moved that the meeting proceed to Executive Session pursuant to NYS Public Officers law Section 105 for the purpose of receiving and discussing a presentation related executive leadership team feedback and personnel matters as permitted by law, which was seconded by Ms. Damiani and unanimously approved.

Mr. Wortham moved that the meeting go back into Open Session which was seconded by Ms. Mitchell and unanimously approved.

V. ADJOURNMENT

Ms. Eve asked for a motion to adjourn which was made by Ms. Mitchell and seconded by Mr. Whitfield and unanimously approved.

Margot P. Schoenborn

Margot P. Schoenborn, Secretary