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UTICA HARBOR POINT DEVELOPMENT CORPORATION

MEETING MINUTES – MAY 17, 2017

A meeting of the Board of Directors of the Harbor Point Development Corporation (the “LDC”) was held in the Mayor’s Conference Room at Utica City Hall. Present at the meeting were members Chairman Vin Gilroy, Brian Thomas, Councilman Jack LoMedico, Mary Brown-DePass, Evon Ervin and Mike Pezzolanella. Also present was Jack Spaeth, Paul Romano, Allison Damiano-DeTraglia, Cat Manion, Bob Murray and Lisa Nagle.

The meeting was called to order at 4:03 PM by Board Chairman Vin Gilroy. The first item on the agenda was a review and approval of the documents required to be submitted for the Authorities Budget Office. Mr. Spaeth walked the LDC Board members through the various documents, including the mission statement, by-laws, measurement report, Assessment of the Effectiveness of Internal Controls and Operations & Accomplishments. Councilman LoMedico made a motion that the documents be approved and submitted to the State Authorities Budget Office; Mr. Thomas seconded the motion which was unanimously approved by all in attendance.

The next order of business was review and approval of the minutes of the LDC Board meetings on April 19th and May 3rd. Ms. Ervin moved that the minutes for both meetings be approved as submitted; the motion was seconded by Ms. Brown-DePass and unanimously approved by all in attendance.

The next order of business was an update on the project partners. Ms. Nagle and Mr. Romano summarized the status of discussions with the State Historic Preservation Office. Chairman Gilroy and Mr. Thomas then proceeded to update the Board on a recent meeting with NYPA and Canal Corporation

representatives. They noted that there were several important items that came out of the discussion. First, the NYPA representatives accepted up-front that all costs for the relocation of the Canal Corporation operations were theirs to bear. Second, Kimberly Harriman, Senior VP at NYPA, pushed for the LDC to send official notice of the LDC's intent to acquire the property, rather than to proceed in the bifurcated manner under which the LDC is currently proceeding. Discussion ensued regarding the various benefits and drawbacks to the suggestion, including the possibility of accepting liability for the spill that was never closed to DEC standards. Mr. Murray suggested that the official notice could be sent with the LDC reserving right to push this liability off on NYPA and the Canal Corporation as part of the closing documents. With that proposed solution, Mr. Thomas made a motion that Mr. Murray draft and send official notice to NYPA and the Canal Corporation seeking transfer of the entire property. The motion was seconded by Councilman LoMedico and unanimously approved by all voting members.

The next order of business was an update on the design and engineering. Mr. Romano indicated that design of the bulkhead wall replacement is continuing. He also briefly discussed the URI application and its optimistic reception by both Empire State Development and the Mohawk Valley Regional Economic Development Council and that while the second phase application has just been submitted, it is unclear what the process looks like from this point forward.

Finally, the last order of business was an update on property acquisition. Given the subject matter, a motion was made by Councilman LoMedico to go into executive session. The motion was seconded by Mr. Thomas and unanimously approved by all voting members at 4:42 PM. At 5:26 PM, a motion was made by Ms. Brown-DePass to come out of executive session which was seconded by Ms. Ervin and unanimously approved by all voting members.

There being no further business before the Board, Mr. Thomas made a motion to adjourn which was seconded by Ms. Ervin at 5:27 PM.