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## UTICA HARBOR POINT DEVELOPMENT CORPORATION

### MEETING MINUTES – SEPTEMBER 19, 2018

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

The meeting was called to order at 4:02 PM by Board President Vin Gilroy. The first item on the agenda was approval of the minutes of the July 11<sup>th</sup> meeting. On a motion by Ms. Brown-DePass and seconded by Ms. Brodock, all voting members of the Board unanimously approved the minutes.

Under the various committee reports, Bob Murray opened the report of the Partners committee, noting that discussions are continuing with the Canal Corporation relative to negotiating the sale of the balance of State-owned land. In addition, Bob noted that negotiations are continuing with National Grid and that NG appears to be receptive to a long term lease.

Under the Design & Engineering committee report, Mr. Romano indicated that work is ongoing at the DSA-1 closure site. As a result of conditions at the site and the work that is continuing, Mr. Romano noted that the engineers were recommending some additional work to provide for deeper weeps. However, Mr. Romano felt that the work could be accommodated from the ‘Contingency’ line and, therefore, only require Board approval of a transfer rather than a change order to increase to the contract amount. On that recommendation, Ms. Brodock made a motion to approve a transfer of \$75,000 from the ‘Contingency’ line of the project budget to ‘Construction’ to accommodate the need for deeper weeps. The motion was seconded by Ms. Ervin and unanimously approved by all voting members in attendance.

Under the Acquisition committee report, President Gilroy noted that there had been discussion in prior Board meetings relative to the need for labor law insurance coverage for the closure work at DSA-1. After considerable discussion, Board members agreed that the issue was complex and of critical importance. As such, it was the desire of the Board to invite the appropriate person from the

Board's insurer to the next Board meeting so as to better inform and direct the Board members in their deliberations.

In other acquisition matters, Mr. Murray noted that an issue recently arose relative to the proposed purchase of a narrow swath of land by the UHPDC from Visions Hotel group. Legal counsel for Visions is now asking for an easement on the parcel to allow for the earthen embankment required by federal regulations as a flooding prevention measure. As Mr. Murray explained, if Visions was not granted the easement, the embankment would have to be moved so as to be wholly located on the parcel of land owned by Visions, thereby requiring a reduction in the footprint of the Home2 hotel. As the long-term vision for the swath of land to be purchased by the UHPDC from Visions is only for landscaping (as opposed to development), Mr. Murray recommended that the Board approve the easement. On that recommendation, Mr. Thomas made a motion that the Board grant the easement requested by Visions for the North Genesee Street parcel that the UHPDC is obtaining from Visions in order to provide for an earthen embankment. The motion was seconded by Mr. Pezzolanella and unanimously approved by all voting Board members.

Prior to discussing any further potential real estate transactions, Mr. Murray suggested that the Board go into Executive Session. On a motion by Mr. Thomas, seconded by Ms. Brown-DePass and unanimously approved by all voting members, the Board agreed to go into Executive Session for the purpose of discussing the possible acquisition and/or sale of real property at 4:59 PM. At 5:04 PM, on a motion by Ms. Brown-DePass, seconded by Ms. Brodock and unanimously approved by all voting members, the Board agreed to come out of Executive Session.

Once out of Executive Session, Ms. Brodock made a motion authorizing negotiation of a purchase and sale agreement by the UHPDC President and Vice-President for the Suit-Kote property for \$32,000. The motion was seconded by Ms. Brown-DePass and unanimously approved by all voting members.

Under Old Business, President Gilroy noted that the deadline for submission of proposals in response to the UHPDC's Request For Proposals seeking private development proposals for the DSA-1 area is currently September 28. However, in light of several impending announcements, he suggested that the Board give consideration to extending the deadline. After some discussion, Ms. Brown-DePass made a motion to extend the deadline to February 15, 2019 from its current deadline of September 28, 2018. The motion was seconded by Ms. Brodock and unanimously approved by all voting members.

There being no further business before the Board, Mr. Pezzolanella made a motion to adjourn which was seconded by Ms. Brown-DePass at 5:05 PM.