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UTICA HARBOR POINT DEVELOPMENT CORPORATION

MEETING MINUTES – AUGUST 19, 2020

A regular meeting of the Board of Directors of the Utica Harbor Point Development Corporation (the “LDC”) was held via WebEx. Present at the meeting were members President Vin Gilroy, Brian Thomas, Evon Ervin, Councilman Joe Betrus, Mary Brown-DePass Steve DiMeo and Tom Colucci. Also present was Jack Spaeth, Paul Romano, Allison Damiano-DeTraglia, Tim Fitzgerald, Lisa Nagle and Melanie Marotto. Also attending from the public was Craig Williams. The meeting was called to order at 4:01 PM by Board President Vin Gilroy.

The first item on the agenda the approval of the Board minutes for the January 15, 2020, May 4, 2020, and June 17, 2020 meetings. On a motion by Councilman Betrus, seconded by Ms. Ervin, and unanimously approved by all voting members, the Board approved the minutes of the January 15, 2020, May 4, 2020, and June 17, 2020 meetings.

The next item on the agenda was consideration of approval of change orders 5 and 6 for Tioga Construction Co. regarding the contract related to work on the bulkhead. Mr. Romano presented the change orders to the board, noting that change order 5 reflected an increase in costs in the amount of \$99,711.43 and change order 6 reflected a credit in the amount of \$296,422.14 for costs coming in under budget. On a motion by Mr. Thomas, seconded by Ms. Ervin and unanimously approved by all voting Board members, the Board approved change orders 5 and 6.

The next item on the agenda was acceptance of the Certificate of Substantial Completion of the Bulkhead from Tioga Construction Co. This was accepted by Board President Gilroy on behalf of the LDC.

The next item on the agenda was review of Amendment number 4 from Elan Planning, Design & Landscape Architecture, PLLC; a proposed amendment to their original agreement for completion of 2018 Upstate Revitalization Initiative Capital Grant Award #132,084 in the amount of \$15,760. On a motion made by Mr. Thomas, seconded by Councilman Betrus and unanimously approved by all voting Board members, the Board approved Amendment 4.

The next item on the agenda was review of Amendment number 6 from Elan Planning, Design

& Landscape Architecture, PLLC; a proposed amendment to their original agreement for completion of Empire State Development Grant Z182 in the amount of \$64,700. On a motion made by Ms. Ervin seconded by Ms. Brown-DePass and unanimously approved by all voting Board members, the Board approved Amendment 6.

The next item on the agenda was a presentation by Craig Williams on the *Day Peckinpaugh*. The *Day Peckinpaugh* is a 1921 historic canal motorship currently owned by the New York State Museum as a traveling museum and class- room dedicated to sharing New York's world-renowned canal history. The *Day Peckinpaugh* was restored in 2005 as a joint effort of the New York State Museum, Erie Canalway National Heritage Corridor, New York State Canal Corporation, Canal Society of NYS, and the New York State Office of Parks, Recreation and Historic Preservation. The *Day Peckinpaugh* is looking for a new home. Board President Gilroy thanked Mr. Williams for his presentation. The UHPDC will continue to investigate and gather some additional information about the motorship as well as any state or federal grant opportunities available for this type of project as well as any potential partnerships. Additional updates will be provided at a future meeting.

The next item on the agenda was a review of the audit prepared by Bonadio & Co., LLP for the year ending March 31, 2020. On a motion made by Ms. Brown-DePass seconded by Ms. Ervin and unanimously approved by all voting Board members, the Board approved the audit pending review by Board President Gilroy prior to submission.

The next item on the agenda was discussion of the work of the various committees. Under the Partners report, Ms. Marotto reviewed the parameters under negotiation of the land sale agreement between the UHPDC and the Canal Corporation. They noted that they are awaiting an update from Canal Corporation regarding the mold abatement in the 1933 building as a result of the October 2019 flooding. Once that abatement reaches a comfortable environmental status and an updated survey is provided, the contract can be executed for the transfer of the property with a moving date of August 2021.

Ms. Nagle reported that there was no update from National Grid regarding work on the substation. Mr. Colucci will follow up for an update.

Ms. Nagle reported that Mohawk Valley Gardens is still committed to their investment in this project. Mr. Thomas is working to obtain updated appraisals on the property. She added that once the appraisal is completed the UHPDC can begin negotiations on a contract.

Under Design & Engineering, Mr. Romano then briefly reviewed the status of a variety of other ongoing projects related to the Harbor. As far as the promenade, the team is working on some initial design concepts and will have a draft to share in September. As far as wetlands in DSA-1, Mr. Romano noted that a wetland permit is needed before any more fill can be brought in; he indicated that the

Sauquoit Creek project may be the best source of such soils without having to purchase. On the Wurz Avenue Extension, Mr. Romano informed the Board that the project is moving forward. Finally, he shared that the team is working on the plan for the demolition of the Arctic Ice building.

Under Property Acquisition, Ms. Marotto relayed to the Board that they are reviewing proposed contract provisions between the UHPDC and Visions. There are three pending contracts that must be executed simultaneously; (1) The City is s contracting to buy the Visions parcel from Harbor Area Holdings LLC., (2) UHPDC is contracting to buy the Visions parcel from the City, and (3) UHPDC is contracting to sell a re-configured parcel (New Parcel)[made up of a portion of Visions Parcel, Arctic Ice Parcel and DSA 1 parcel] to Utica Harbor Lodging Group LLC. The required City of Utica approvals will be final on Monday 8/24/2020, such that all three contracts can then be executed by the parties to all three contracts. UHPDC will enter into contracts 2 and 3 above. Ideally, closing should occur within two weeks of execution.

On the Suit-Kote transaction, the property is under contract but closing has been delayed pending receipt of grant funds. Now that reimbursement has been received, closing is targeted for mid-September, 2020.

On another note, a question was raised about the maintenance of landscaping improvements at the Wurz Avenue Extension entrance. In response, Mr. Thomas noted that the City contracted with Royal Landscaping to do some cleanup and plantings.

There being no further business before the Board, Councilman Betrus made a motion to adjourn which was seconded by Ms. Ervin at 4:52 PM.