



Utica Harbor Point Development Corp.

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UTICA HARBOR POINT DEVELOPMENT CORPORATION

MEETING MINUTES – January 29, 2025

A special meeting of the Board of Directors of the Utica Harbor Point Development Corporation (the “LDC”) was held in the Mayor’s Conference Room at City Hall. Present at the meeting were members President Vin Gilroy, Brian Thomas, Councilman Joe Betrus, Robert Calli, Lou Parrotta, Phil Sbarra, Alica Dicks, (WebEx) and Evon Ervin (WebEx). Also present were Jack Spaeth, Chris Lawrence, Dominic Pavia, Robert Halpin, Allison Damiano-DeTraglia (WebEx), Paul Romano (WebEx), Lisa Nagle (WebEx), Bob Murray (WebEx) and Melanie Marotto (WebEx). The meeting was called to order at 4:00PM by Board President Vin Gilroy.

The first item was approval of the Board minutes for the January 15, 2025 meeting. On a motion by Councilman Betrus, seconded by Mr. Sabarra, and unanimously approved by all voting members, the Board approved the minutes of the January 15, 2025 meeting.

The next item was approval of the ESD Grant Disbursement Agreement. On a motion by Mr. Calli, seconded by Mr. Parrotta, and unanimously approved by all voting members, the Board authorized President Gilroy to sign the ESD Grant Disbursement Agreement.

The next item was extension of the due diligence period on DSA-1-Lot#3 and Lot #5. Mr. Pavia and Mr. Halpin were in attendance at the meeting on behalf of Utica Harbor Lodging Group, LLC. They referenced the update document that had been shared with the LDC prior to the meeting and opened it up to any questions. Mr. Calli thanked them for the update and asked if they were confident in being able to move forward at the end of the requested extension. Mr. Halpin shared that they are optimistic in completing all due diligence items by that date, as long as approval can be obtained from New York State Canal Corporation to the amended and restated standstill agreement. Mr. Murray shared that the document is currently being circulated at the Canal Corporation, and he anticipates and update next week. He will reach out to Mr. Halpin and any others if additional support is needed to expedite it. Ms. Marotto provided a brief update on status of the three-party easement agreement between developer, City, and LDC. She explained that the draft easement was circulated to developer counsel and corporation counsel for City for comments. On a motion made by Mr. Parotta, seconded by

Mr. Sabarra, and unanimously approved by all voting members, the Board approved ratifying and confirming the Corporation's execution of a third amendment, dated December 31, 2024 approving an extension to the feasibility period as so defined in the agreement of purchase and sale effective immediately until April 1, 2025.

Old/Other Business: Ms. Nagle and Mr. Romano shared that Rob Esche from Mohawk Valley Garden and Sal Borusso will be in attendance at the February meeting to provide updates on their projects.

There being no further business before the Board, Mr. Parrotta made a motion to adjourn, which was seconded by Mr. Sabarra and unanimously approved by all voting members at 4:27PM.