

MICHAEL P. GALIME, MAYOR
CITY OF UTICA



UTICA INDUSTRIAL DEVELOPMENT AGENCY
1 KENNEDY PLAZA
UTICA, NEW YORK 13502
PHONE: (315) 792-0195
FAX: (315) 797-6607

Agenda

Utica Industrial Development Agency
Regular Meeting – Wednesday, December 11, 2024 @ 12:00am
Fort Schuyler Club, Utica, New York and via WebEx

- I. Call to Order
- II. Approval of Minutes (October 2, 2024)
- III. Old Business
- IV. New Business

A. Utica Harbor Lodging Group, LLC

Consider an inducement resolution relating to the Utica Harbor Lodging Group, LLC Facility (a) making a determination relating to SEQR; (b) making a finding that the Residential Project will create employment opportunities and prevent economic deterioration in the City of Utica; (c) granting preliminary approval for financial assistance in the form of exemptions from sales tax (valued at \$2,143,751), exemptions from mortgage recording tax (valued at \$261,000) and reduction of real property tax for a period of 20 years (valued at \$9,104,167), which proposed financial assistance is a deviation from the Agency's Uniform Tax Exemption Policy; and (d) authorizing the Agency to schedule a public hearing.

V. Executive Session (if required)

VI. Adjourn

Members of the public may listen to the meeting by calling

1-408-418-9388, Access code: 2862 070 1474 or joining the meeting at Meeting link:

<https://cityofutica.webex.com/cityofutica/j.php?MTID=md6eebd2c8e660c70593b3b9f7dd01ef6>

Meeting password: 26xJp9k6VK8

The Minutes of the Agency meeting will be transcribed and posted on the UIDA website.

MICHAEL P. GALIME, MAYOR
CITY OF UTICA



UTICA INDUSTRIAL DEVELOPMENT AGENCY
1 KENNEDY PLAZA
UTICA, NEW YORK 13502
PHONE: (315) 792-0195
FAX: (315) 797-6607

October 2, 2024 9:00a.m.
Utica Industrial Development Agency Regular Meeting
City Hall, Utica, NY – WebEx Conference Call/In-Person

Members Present: Vin Gilroy, John Zegarelli, Steve Deery, Emmett Martin

Excused: John Buffa

Also Present: Jack Spaeth (Executive Director), Linda Romano – BSK agency counsel (via WebEx)

Others:

1) CALL MEETING TO ORDER: The meeting was called to order by Mr. Gilroy at 9:00a.m. The Finance, Governance and Audit Committees, as they consist of sitting Agency members, meet as a committee of the whole, and in doing such, meet at every meeting.

2) APPROVAL OF MINUTES: A motion was made by Mr. Martin, seconded by Mr. Deery, to approve the minutes of the September 11, 2024 meeting. All in favor.

3A) OLD BUSINESS – People First – Impact Cornhill

Mr. Spaeth informed Agency members that a final resolution was needed for the Impact Cornhill project.

With no discussion, Mr. Deery made a motion, seconded by Mr. Zegarelli to approve a final authorizing resolution relating to the Impact Cornhill LLC facility, authorizing financial assistance in the form of reduction of real property tax for a period of 32 years during which time the Company will pay as PILOT Payments (i) during the construction period in exemption years one and two: an amount equal to the taxes calculated using the assessment of the Land for the 2024 taxable status date and (ii) in exemption years three through thirty-two: eight percent (8.00%) of the effective gross income of the Facility (value estimated at \$8,247,484) and approving the form and execution of related documents in the Agency’s customary form, subject to counsel review. All in favor.

4A) NEW BUSINESS – none

5) EXECUTIVE SESSION: Not entered into

6) ADJOURNMENT: There being no further business brought before the Agency, Mr. Martin made a motion to adjourn, seconded by Mr. Deery and the meeting was adjourned at 9:02am.

The next regular meeting of the Utica Industrial Development Agency is scheduled for Wednesday, November 6, 2024 at 9:00am at City Hall via WebEx and in-person.

**City of Utica
Industrial Development Agency
Application**

The information required by this form is necessary to determine the eligibility of your project for IDA benefits. Please answer all questions; insert "NONE", or "NOT APPLICABLE", where necessary. If an estimate is given, put "EST." after the figure. Attach additional sheets if more space is needed for a response than is provided. Return three copies of this application to the City of Utica Industrial Development Agency.

Once submitted with the IDA, this Application becomes public information and will be published on the IDA's website. If the applicant deems any information requested to be exempt from FOIL, please answer the question "CONFIDENTIAL" and submit the information on a separate attachment marked confidential and provide the statutory exemption

A project financed through this Agency involves the preparation and execution of significant legal documents. Please consult with an attorney before signing any documents in connection with the proposed project.

PART I
Applicant

Applicant's legal Name: UTICA HARBOR LODGING GROUP LLC

Principal Address: 508 WHITE SPRUCE BLVD.
ROCHESTER NY 14623

Project Address: WELLS AVENUE
UTICA NY

Telephone Number(s): (607) 962-9868

Federal Identification Number: 88-3880252

Company IRS Filing Office Location: EFILE

Company Officer completing this application:

Name: ARUN PATEL

Title: MANAGER

Phone: (607) 738-1201 cell _____ office _____

Email: ARUNPATEL@VISIONSHOTELS.COM

1. A. **Is the applicant a:**

() Corporation: If YES, Public () Private ()
If a PUBLIC Corporation, on which exchange is it listed?

- () Sole Proprietorship
() Partnership
() Subchapter S
() DISC
() Other (specify)

LIMITED LIABILITY COMPANY

B. State of incorporation/organization, if applicable: NY

2. **Stockholders, Directors, Officers, Partners or Members**

A. Provide the following information in regard to principal stockholders or parties:

<u>Name</u>	<u>Home Address</u>	<u>Percentage of Ownership</u>
ARUN PATEL	223 OAK HILL	50%
	HORSEHEADS NY 14845	
HEMANT PATEL	2402 STONEGATE TR.	50%
	CORNING NY 14830	

B. Provide the following information in regard to officers and directors:

<u>Company Officer</u>	<u>Name and Home Address</u>	<u>Other Principal Business Affiliation</u>
MANAGER	ARUN PATEL	VISIONS HOTELS LLC
MANAGER	HEMANT PATEL	VISIONS HOTELS LLC
VICE PRESIDENT	MINESH PATEL	VISIONS HOTELS LLC
VICE PRESIDENT	ROBERT HALPIN	THE HALPIN FIRM

- C. Is the applicant or any of the persons listed in 2(A) above related, directly or indirectly, to any other entity by more than 50% common ownership? If also, indicate name of such entity and the relationship.

ARUN PATEL AND HEMANT PATEL OWN

VARYING OWNERSHIP INTERESTS IN THE ENTITIES
LISTED ON ADDENDUM A

- D. Is the applicant affiliated with any other entity, directly or indirectly, other than as indicated in response to paragraph C above? If YES, please indicate name and relationship of such other entity and the address thereof:

NO

3. **Applicant's accountant**

Name and Title: TONY SANDONATO

Name of Firm: MMB & CO.

Address: 100 CHESTNUT STREET
ROCHESTER NY 14604

Telephone Number: 585 672-1838 Email: ASANDONATO@MMB-CO.COM

4. **Applicant's attorney**

Name and Title: ROBERT L. HALPIN

Name of Firm: THE HALPIN FIRM

Address: 4588 ROUTE 224
MONTOUR FALLS NY 14865

Telephone: 607 594-3786 Email: RHALPIN@THEHALPINFIRM.COM

5. **References** (Individuals and institutions in this section may be contacted)

A. Banking/Financial Institution:

<u>Name of Institution</u>	<u>Address and Phone Number</u>	<u>Account Officer/ Contact Person</u>
BANK OF UTICA	223 GENESEE ST. UTICA NY 13502	BRIAN LOUGHLIN
	315 797-2700	

B. Business suppliers (list three largest accounts)

<u>Name of Supplier</u>	<u>Address and Phone Number</u>	<u>Account Officer/ Contact Person</u>
NA-NO OPERATIONS YET		

C. Major customers (list three largest)

<u>Name of Customer</u>	<u>Address and Phone Number</u>	<u>Account Officer/ Contact Person</u>
NA-NO OPERATIONS YET		

6. **Business Description**

A. Describe nature of business and principal products and/or services:

Applicant is an affiliate of Visions Hotels LLC, which is
a developer, operator and manager of a variety of classes
of hotels. The subject project involves two hotels and
a multi-family residential component. See attachments
for more project details.

B. Describe the geographical market(s) served:

Applicant has no current business operations

7. **Present location(s) of business operations**

A. List present location(s):

1. Applicant has no current business operations

2.

3.

B. For what purpose is each of these used?

1.

2.

3.

C. For each of your present locations which are RENTED, provide the following information:

D. Name of Landlord

Landlord's Address

Landlord's

Telephone Number

1. NA

2.

3.

Amount of Space

Annual Rental

Lease Termination Date

1.

2.

3.

E. For each of your present locations which you OWN, provide the following information:

	<u>Location</u>	<u>Annual Mortgage Payment</u>	<u>Termination Date</u>
1.	NA		
2.			
3.			

F. List which of your present locations, if any, will be vacated if IDA approval for your project is given:

NONE

If any of these locations will be sublet or sold, provide information concerning your ability to do so:

NA

How will the applicant's plans be affected if IDA approval is not granted?

The project will not proceed if IDA approval is not granted.

Please confirm by checking the box, below, if there is likelihood that the Project would not be undertaken but for the Financial Assistance provided by the Agency?

Yes or No

If the Project could be undertaken without Financial Assistance provided by the Agency, then provide a statement in the space provided below indicating why the Project should be undertaken by the Agency:

Identify the assistance being requested of the Agency (select all that apply):

1. Exemption from Sales Tax Yes or No
2. Exemption from Mortgage Tax Yes or No
3. Exemption from Real Property Tax Yes or No
4. Tax Exempt Financing * Yes or No

* (typically for not-for-profits & small qualified manufacturers)

A. **Type of Project**

Check category or categories best describing your project (O - Owner) and all end-users (T – Tenant(s)) and the square footage of each:

	Manufacturing		sf
	Industrial (Assembly or Service)		sf
	Research and Development		sf
	Warehousing		sf
	Commercial		sf
	Pollution Control		sf
	Housing		sf
	Back Office		sf
	Facility for Aging		sf
T	Multi-Tenant	168018	sf
O	Retail	120000	sf
	Recreational		sf
O	Other (specify)	4000 (clubhouse)	sf
		Total	292018

B. **Description of Proposed Project**

Check all appropriate categories which apply to the proposed project:

- | | | |
|--|--|---|
| 1. Acquisition of land | YES(<input checked="" type="checkbox"/>) | NO(<input type="checkbox"/>) |
| 2. Acquisition of existing building | YES(<input type="checkbox"/>) | NO(<input checked="" type="checkbox"/>) |
| 3. Renovations to existing building | YES(<input type="checkbox"/>) | NO(<input checked="" type="checkbox"/>) |
| 4. Construction of addition to existing building | YES(<input type="checkbox"/>) | NO(<input checked="" type="checkbox"/>) |
| 5. Demolition | YES(<input type="checkbox"/>) | NO(<input checked="" type="checkbox"/>) |
| 6. Construction of a new building | YES(<input checked="" type="checkbox"/>) | NO(<input type="checkbox"/>) |
| 7. Acquisition of machinery and/or equipment | YES(<input checked="" type="checkbox"/>) | NO(<input type="checkbox"/>) |
| 8. Installation of machinery and/or equipment | YES(<input checked="" type="checkbox"/>) | NO(<input type="checkbox"/>) |
| 9. Other (specify) <u>PUBLIC INFRASTRUCTURE</u> | YES(<input checked="" type="checkbox"/>) | NO(<input type="checkbox"/>) |

C. What is the zoning classification of the proposed site?

COMMERCIAL

D. For what purpose was the site most recently used (e.g. light manufacturing, heavy manufacturing, assembly, etc.)?

VACANT/ABANDONED INDUSTRIAL

E.	<u>Location(s)</u>	<u>Street Address</u>	<u>Number of Floors/ SF/floor</u>
		WELLS AVENUE	SEE PROJECT PLAN

F. Is the site in a former Empire Zone? () Yes () No

Is the business Empire Zone certified at this location: () Yes (X) No

Attach a copy of the last Business Annual Report filed.

Is the proposed project located within the boundary of a Central New York Regional Transportation (Centro) District? () Yes (X) No

G. 1. Please describe in detail the facility to be acquired, constructed or renovated (including number of buildings and other existing structures or facilities) and attach plot plans, photos or renderings, if available.

SEE ATTACHMENTS

2. If construction or renovation work on this project has already begun, please describe the work in detail.

NA

3. What is the estimated useful life of the:

a. Facility: 30 YEARS

b. Equipment: 10 YEARS

H. List the principal items or categories of equipment to be acquired as part of the project.
Furniture, fixtures and equipment for hotels and multi-
unit residential facility

I. If any of this equipment has already been purchased or ordered, please attach all invoices and purchase orders and list amounts paid and dates of expected delivery as well as a brief description:

NA

J. If the construction or operation of the proposed project will require any local ordinance or variance to be obtained or requires a permit or prior approval of any state or federal agency or body (other than normal occupancy/construction permits), please specify:
City planning board; site plan and subdivision approval

K. Will the project have a significant effect on the environment, YES () NO (x). If YES, please describe the effect. **Important: please attach Environmental Assessment Form to this Application**

This project is subject to GEIS that was conducted
in connection with Utica Harbor redevelopment. Further
SEQRA review is not required.

L. Will a related real estate holding company, partnership or other entity be involved in the ownership structure of the Transaction? YES (x) NO () If YES, please explain:

The applicant is the project developer. Each of the three elements
of the project will be hived off into separate ownership and operation
entities once the capital stack is finalized

M. 1. With regard to the present owner of the project site, please give:

Name: Utica Harbor Point Redevelopment Corp.

Address: 1 Kennedy Plaza Utica NY 13502

Telephone Number: _____

2. If the applicant already owns the project site, indicate:

a. date of purchase: NA

b. purchase price: NA

3. If the project site is mortgaged, please indicate:

a. balance of mortgage: NA

b. holder of mortgage: NA

N. Is there a relationship, legally, by virtue of common control, or through related persons, directly or indirectly, between the applicant and the present owner of the project site?
YES () NO (x) If YES, please explain:

O. Is the company currently a tenant in the building to be occupied?

YES () NO (x)

P. Are you planning to use/develop the entire proposed facility?

YES (x) NO ()

If NO, give the following information with respect to present tenants:

1. Present Tenant Information

a.	<u>Name of Business</u>	<u>Floors Occupied</u>	<u>Square Feet Occupied</u>	<u>Nature of Tenant's Business</u>
----	-------------------------	------------------------	-----------------------------	------------------------------------

NA

b. Which of the above tenants will be vacating upon your initial use of the facility? How many jobs will be affected?

<u>Name of Firm</u>	<u>Jobs</u>	<u>Square Footage Now Occupied</u>
---------------------	-------------	------------------------------------

NA

c. For those tenants who will remain after your initial occupancy of the site, provide the following transaction:

<u>Name of Tenant</u>	<u>Term of Lease</u>	<u>Renewal Options</u>	<u>Square Footage Now Occupied</u>
-----------------------	----------------------	------------------------	------------------------------------

NA

Are any of the above tenants related to the owner of the facility? YES () NO ()

d. If the applicant will be occupying the premises of any of the tenants listed in (c) when their lease expires, please list.

NA

e. Please provide copies of all present lease(s) at the proposed project site.

f. Do you propose to lease part of the project facility to firms not presently tenants?

YES (x) NO () If YES, provide details of your proposals:

Residential units will be leased to individuals and families

g. Will financing by the Agency for the Project result in the removal or abandonment of a plant or other facility of the applicant or any related entity presently located in another area in the State of New York? YES () NO (x)

If the answer is YES, please explain briefly the reasons for the move.

Is the proposed project reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the State of New York? YES () NO (x)

Is the proposed project reasonably necessary to preserve the competitive position of the project occupant in its respective industry? YES () NO (x)

h. If any of the parties who will be tenants in this project are related to or affiliated with the applicant, please identify them:

NA

1. Please attach any written agreements (e.g., options, purchase contracts, invoices, etc.) concerning the acquisition of the real property or equipment for this proposed facility.

2. Employment *

- a. List your present employment in the City of Utica, if any, and an estimate of the employment at the proposed facility at the end of two years. NOTE: New York State considers Full Time employment as 35 hours or more. Full-time jobs, plus the combination of two or more part-time jobs that, when combined together, constitute the equivalent hours of a full-time position (35 or more hours).

Employment	Current # of applicant's jobs at/or to be located at proposed project location	Number of FTE jobs to be RETAINED	Number of FTE jobs to be CREATED two years after project completion	Estimate number of residents in Labor Market Area that will fill projected jobs two years after project completion
Full-Time (FTE)	0	0	27	27

The Labor Market Area consists of the following counties: Oneida, Lewis, Herkimer, Otsego, Madison and Oswego

- b. Characterize the labor force to be associated with this project location according to the following categories:

Category	Current/ Anticipated	Avg Salary or Salary Range	Avg Fringe Benefits or Range
Officers	3	\$60,000-\$85,000	\$5,000
Sales/Supervisory	8	\$33,000-\$45,000	\$5,000
Clerical			
Plant/Production	16	\$33,000-\$45,000	\$3,000
Other (specify)			

Notes:

- c. Estimate the Annual Payroll for the employees associated with the project location.

Currently	End of Year One	End of Year Two
\$ 0	\$ 1,050,000	\$ 1,250,000

* Company/Applicant will be required to submit Annual Project Monitoring Reports (attached) along with a copy of the NYS 45 (four quarters) for a minimum of five (5) years for any commercial project and ten (10) years for any industrial/manufacturing project, or for the length of UIDA involvement in the project. Annual Project Monitoring Reports will be compared to employment counts as stated above and companies whose reported counts fall below those levels above will be subject to the Agency's Recapture Provisions Policy.

Sources of Funds for Project Costs:

**% of Total
project costs**

Bank Financing:	\$ <u>35000000</u>	<u>58</u>
Equity (excluding equity attributed to grants/tax credits)	\$ <u>25000000</u>	<u>42</u>
Tax Exempt Bond Issuance (if applicable)	\$ _____	_____
Taxable Bond Issuance (if applicable)	\$ _____	_____
Public Sources (Include sum total of all state and federal grants and tax credits)	\$ _____	_____

Identify each state and federal grant/credit:

_____	\$ _____
_____	\$ _____
_____	\$ _____
_____	\$ _____

Total Sources of Funds for Project Costs: \$ 60000000 100

Have any of the above costs been paid or incurred as of the date of this Application?

Yes No. If Yes, describe particulars:

Approximately \$150,000 in professional fees

Mortgage Recording Tax Exemption Benefit: Amount of mortgage that would be subject to mortgage recording tax:

Mortgage Amount (include sum total of construction/permanent/bridge financing): \$ 35000000

Estimated Mortgage Recording Tax Exemption Benefit (product of mortgage Amount as indicated above multiplied by 0.75%): \$ 262,500

Please Note: The New York State General Municipal Law was recently amended to reflect that industrial development agencies are not exempt from the additional mortgage recording tax of .25% that is assessed to properties that are located within a regional transportation district. Oneida County is located within the Central New York Regional Transportation District; as such, all UIDA projects will be exempt from .75% of mortgage recording tax, but must pay .25% of mortgage recording tax, which will be directed to the Transportation District.

3. Estimated Project Cost

Listed the costs necessary for the construction, acquisition or renovation of the project (this should NOT include working capital needs, moving expenses, work in progress, stock in trade, applicant's debt repayment, real estate broker fees or your legal fees):

Acquisition of Land	\$ <u>2,116,000</u>
Acquisition of Building(s)	\$ _____
Renovation Costs	\$ _____
New Construction of Buildings	\$ <u>40,000,000</u>
Machinery and Equipment (taxable) (other than furniture costs)	\$ <u>3,000,000</u>
Machinery and Equipment (non-taxable)	\$ _____
Furniture and Fixtures	\$ <u>5,500,000</u>
Installation Costs	\$ <u>Included</u>
Architectural/Engineering Fees	\$ <u>500,000</u>
Fees (other than your own counsel and brokerage fees)	\$ <u>5,000,000</u>
Interest on Interim Financings	\$ <u>2,100,000</u>
Other (specify) <u>Legal, franchise fees,</u> <u>insurance, site work</u>	\$ <u>1,784,000</u>
Total Project Cost	\$ <u>60,000,000</u>

Sales and Use Tax: Gross amount of costs for goods and services that are subject to State and local Sales and Use tax - said amount to benefit from the Agency's Sales and Use Tax exemption benefit:

\$ 24500000

Estimated State and local Sales and Use Tax Benefit (product of 8.75% multiplied by the figure, above):

\$ 2,143,750

	Phase I		Phase II		Phase III	
Employment						
Current # of applicant's jobs at/or to be located at proposed project location	0		0		0	
Number of FTE jobs to be retained	0		0		0	
number of FTE jobs to be created two years after project completion	11		14		2	
Estimate number of residents in Labor Market Area that will fill projected jobs two years after project completion	11		14		2	
Characterize the labor force to be associated with this project location according to the following categories:						
Officers	1		1		1	
Sales/Supervisory	4		4			
Clerical						
Plant/Production	6		9		1	
Other						
	Salary Range	Avg. Fringe Benefits	Salary Range	Avg. Fringe Benefits	Salary Range	Avg. Fringe Benefits
Officers	\$60,000 - \$85,000	\$5,000	\$60,000 - \$85,000	\$5,000	\$60,000 - \$85,000	\$5,000
Sales/Supervisory	\$33,000 - \$45,000	\$5,000	\$33,000 - \$45,000	\$5,000	\$33,000 - \$45,000	\$5,000
Clerical						
Plant/Production	\$33,000 - \$45,000	\$3,000	\$33,000 - \$45,000	\$3,000	\$33,000 - \$45,000	\$3,000
Other						
Sources of Funds for Project Costs						
	Amount	% of total project costs	Amount	% of total project costs	Amount	% of total project costs
Bank Financing	\$11,600,000	58%	\$8,700,000	58%	\$14,500,000	58%
Equity	\$8,400,000	42%	\$6,300,000	42%	\$10,500,000	42%
Tax Exempt Bonds	\$0	0%	\$0	0%	\$0	0%
Taxable Bond Issuance	\$0	0%	\$0	0%	\$0	0%
Public Sources	\$0	0%	\$0	0%	\$0	0%
Total Sources of Funds for Project Costs	\$20,000,000		\$15,000,000		\$25,000,000	
Costs paid/incurred as of date of application:						
Professional fees	\$50,000		\$50,000		\$50,000	
Mortgage Recording Tax Exemption Benefit						
Mortgage Amount:	\$11,600,000		\$8,700,000		\$14,500,000	
Estimated Mortgage Recording Tax Exemption Benefit:	\$87,000		\$65,250		\$108,750	
Estimated Project Cost						
Land	\$698,280		\$529,000		\$888,720	
Acquisition of Building	\$0		\$0		\$0	
Renovation Costs	\$0		\$0		\$0	
New Construction of Buildings	\$13,200,000		\$10,000,000		\$16,800,000	
Machinery and Equipment (taxable)	\$1,000,000		\$750,000		\$1,250,000	
Machinery and Equipment (non-taxable)	\$0		\$0		\$0	
Furniture and Fixtures	\$1,815,000		\$1,375,000		\$2,310,000	
Installation Costs	Included		Included		Included	
Architectural/Engineering	\$165,000		\$125,000		\$210,000	
Fees	\$1,650,000		\$1,250,000		\$2,100,000	
Interest on Interim Financings	\$700,000		\$525,000		\$875,000	
Other - Legal fees, insurance, site work, misc.	\$588,720		\$446,000		\$749,280	
Total Project Cost	\$19,817,000		\$15,000,000		\$25,183,000	
Sales and Use Tax: Gross amount of costs for goods and services that are subject to State and local sales and use tax - said amount to benefit from the Agency's sales and use tax exemption						
	\$8,200,000		\$6,125,000		\$10,175,000	
Estimated sales and use tax benefit	\$717,500		\$535,938		\$890,313	
Real Estate Taxes						
	Real Estate Taxes	Assessed Value	Real Estate Taxes	Assessed Value	Real Estate Taxes	Assessed Value
Land	\$2,865	\$40,200	\$2,865	\$40,200	\$5,700	\$80,000
Buildings	\$146,778	\$2,059,800	\$146,778	\$2,059,800	\$409,736	\$5,750,000
Total	\$149,643	\$2,100,000	\$149,643	\$2,100,000	\$415,436	\$5,830,000
Value of PILOT exemption anticipated for the project described	\$1,268,969		\$1,268,969		\$6,156,351	
Project Schedule						

Construction commencement:
Construction completion

May 1, 2025
August 1, 2027

August 1, 2026
February 1, 2029

August 1, 2026
February 1, 2029

Project financing: List the dates and in what amounts the estimated funds will be required

TBD

TBD

TBD

Indicated the name of the incorporated municipality in which the facility will be located and the applicant's (or any related entity's) estimated capital expenditures in such municipality in the last three years

City of Utica

City of Utica

City of Utica

What do you expect the applicant's (or any related entities) capital expenditures to be in the above municipality during the next three years (including this project)

\$19,817,000

\$15,000,000

\$25,183,000

4. Real Estate Taxes

List separately the proposed project's Real Estate Taxes and/or Assessed Value as it applies to land and building:

Project's	Real Estate Taxes	Assessed Value
Land(s)	\$ 11,430	\$ 160,400
Building(s)	\$ 703,308	\$ 9,869,600
Total	\$ 714,738	\$ 10,030,000

Calculate the value of the PILOT exemption anticipated for the project described:

\$ 8,694,289

5. Project Schedule

Indicate the estimated dates for the following:

- a. Construction commencement: May 1 2025
- b. Construction completion: February 1 2029
- c. Project financing: List the dates and in what amounts the estimated funds will be required:

To be determined

- d. Indicate the name of the incorporated municipality in which the facility will be located and the applicant's (or any related entity's) estimated capital expenditures in such municipality during the past three years:

City of Utica

- e. What do you expect the applicant's (or any related entities) capital expenditures to be in the above municipality during the next three years (including this project):

\$40 million

- f. If the applicant or any related entity has previously secured the benefit of tax exempt financing in the City of Utica, whether through IDA, the New York Job Development Authority or any other entity, please explain (indicate date, location of financed facility, and outstanding balance):

Affiliated entities have received IDA benefits for
Holiday Inn Express, Home2, Fairfield Inn and
Hotel Utica/DoubleTree projects

- g. Has the applicant or any related entity received the benefit of tax exempt financing anywhere within the United States within the past 90 days or is the applicant or any related entity contemplating the receipt of such financing assistance within the next 90 days? YES () NO (X) if YES, please explain.

6. Project Financing Efforts

IT IS THE APPLICANT'S RESPONSIBILITY TO SECURE A PURCHASER FOR IDA BONDS ISSUED IN CONJUNCTION WITH THIS PROJECT. Below are a series of questions relating to your efforts to secure financing for your project if IDA approval is granted.

- A. Has the applicant contacted any bank, financial/lending institution or private investor in regard to the financing for this project? YES (x) NO () If YES, please give details:

Applicant has had discussions with relationship lenders
and potential investors

B. Have you obtained a financial commitment for this project? YES () NO (x)

1. If YES, please briefly describe this commitment and attach related correspondence:

2. If NO, please explain how you will be able to finance this project:

Financing will come from a combination of bank
financing with relationship lenders and equity from
a legacy investor pool

C. Are there any other governmental agencies that you have contacted concerning financial assistance in regard to your proposed project? YES () NO (x) If YES, please explain:

D. 1. Will the applicant's obligations be guaranteed, and if so, by whom?

To be determined

2. Is the guarantor related to or affiliated with the applicant?

E. Financial Information (Attach the Following).

1. Financial Statements for the last three fiscal years.
2. Pro forma Balance Sheet as at start of operations at project site.
3. Projected Profit and Loss Statements for first two years of operation at project site.
4. Projected "Cash Flow" Statement, by quarters, for first year of operation at project site.

REPRESENTATIONS AND CERTIFICATION BY APPLICANT

The undersigned requests that this Application be submitted for review to the City of Utica Industrial Development Agency (the "Agency") and its Board of Directors.

Approval of the Application can be granted solely by this Agency's Board of Directors. The undersigned acknowledges that Applicant shall be responsible for all costs incurred by the Agency and its counsel in connection with the attendant negotiations whether or not the transaction is carried to a successful conclusion.

The Applicant further understands and agrees with the Agency as follows:

1. **Annual Sales Tax Filings.** In accordance with Section 858-b(2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant.
2. **Annual Employment Reports.** The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site as well as tax benefits received with the action of the Agency. Failure to provide such reports as provided in the transaction documents will be an Event of Default under the Lease (or Leaseback) Agreement between the Agency and Applicant. In addition, a Notice of Failure to provide the Agency with an Employment Report may be reported to Agency board members, said report being an agenda item subject to the Open Meetings Law.
3. **Absence of Conflict of Interest.** The Applicant has consulted the Agency website of the list of the Agency members, officers and employees of the Agency. No member, officer, or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as herein after described (if none, state "none"):
4. **Hold Harmless.** Applicant hereby releases the Agency and its members, officers, servants, agents and employees from, agrees that the Agency shall not be liable for and agrees to indemnify, defend and hold the Agency harmless from and against any and all liability arising from or expense incurred by (A) the Agency's examination and processing of, and action pursuant to or upon, the attached Application, regardless of whether or not the Application or the Project described therein or the tax

exemptions and other assistance requested therein are favorably acted upon by the Agency, (B) the Agency's acquisition, construction and/or installation of the Project described therein and (C) any further action taken by the Agency with respect to the Project; including without limiting the generality of the foregoing, all causes of action and attorneys' fees and any other expenses incurred in defending any suits or actions which may arise as a result of any of the foregoing. If, for any reason, the Applicant fails to conclude or consummate necessary negotiations, or fails, within a reasonable or specified period of time, to take reasonable, proper or requested action, or withdraws, abandons, cancels or neglects the Application, or if the Agency or the Applicant are unable to reach final agreement with respect to the Project, then, and in the event, upon presentation of an invoice itemizing the same, the Applicant shall pay to the Agency, its agents or assigns, all costs incurred by the Agency in the processing of the Application, including attorneys' fees, if any.

5. The Applicant acknowledges that the Agency has disclosed that the actions and activities of the Agency are subject to the Public Authorities Accountability Act signed into law January 13, 2006 as Chapter 766 of the 2005 Laws of the State of New York.
6. The Applicant acknowledges that the Agency is subject to New York State's Freedom of Information Law (FOIL). **Applicant understands that all Project information and records related to this application are potentially subject to disclosure under FOIL subject to limited statutory exclusions.**
7. The Applicant acknowledges that it has been provided with a copy of the Agency's recapture policy (the "Recapture Policy"). The Applicant covenants and agrees that it fully understands that the Recapture Policy is applicable to the Project that is the subject of this Application, and that the Agency will implement the Recapture Policy if and when it is so required to do so. The Applicant further covenants and agrees that its Project is potentially subject to termination of Agency financial assistance and/or recapture of Agency financial assistance so provided and/or previously granted.
8. The Applicant understands and agrees that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

9. The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.
10. The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.

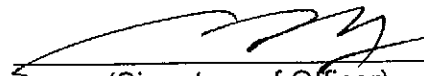
11. The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.

12. The Applicant and the individual executing this Application on behalf of the Applicant acknowledge that the Agency will rely on the representations made herein when acting on this Application and hereby represent that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

STATE OF NEW YORK)
COUNTY OF ~~ONEIDA~~ Schuylers) ss.:

Robert Halpin, being first duly sworn, deposes and says:

1. That I am the Counsel (Corporate Office) of Utica Harbor Lodging Group LLC (Applicant) and that I am duly authorized on behalf of the Applicant to bind the Applicant.
2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.

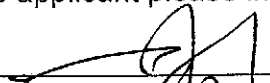

(Signature of Officer)

Kristi A. Pierce
Notary Public, State of New York
Reg. No. 01PI0135987
Qualified in Schuylers County
My Commission Expires 10/31/2025

Subscribed and affirmed to me under penalties of perjury
this 7th day of November, 2024

Kristi A. Pierce
(Notary Public)

If the application has been completed by or in part by other than the person signing this application for the applicant please indicate who and in what capacity:

By: 

Name: Anu Pahl

Title: Managing Member

Date: 11/6/24

Return the original application and six copies with a check in the amount of \$250.00 made payable to: Utica Industrial Development Agency, 1 Kennedy Plaza, Utica, New York, Attn.: Jack N. Spaeth, Executive Director.

UTICA HARBOR LODGING GROUP LLC
UTICA HARBOR REDEVELOPMENT PROJECT

Background

Utica Harbor Lodging Group LLC (“UHLG”) is an affiliate entity of Visions Hotels LLC. Visions Hotels is a hotel development and management company that has been in business for thirty years and currently operates approximately sixty hotels across New York, Pennsylvania, Massachusetts and Connecticut, including five hotels in the City of Utica. Four of its Utica properties were new-build projects constructed as part of the successful redevelopment of the north-city Genesee Street area. The fifth was the redevelopment of the landmark Hotel Utica into the DoubleTree by Hilton – Utica, an anchor lodging and dining facility on Lafayette Street in the heart of the city. For all of these projects Visions worked cooperatively with the city’s leadership and economic development team to advance their community renewal efforts.

Based on this successful partnership, Visions was invited to participate in the city’s redevelopment of the Harbor Point area. This project envisages transforming a series of contaminated former industrial sites bordering the canal harbor into a mix of recreation, entertainment, lodging and retail uses that will both attract new commerce and families and enhance the opportunities for those already living and working in the city and its surrounding communities. UHLG’s contribution to these efforts is a mixed-use development consisting of two hotels, a multi-building apartment complex and associated infrastructure.

Project Narrative

UHLG, on behalf of itself and/or the principals of UHLG and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “Company”) has applied to the Agency to enter into a lease-leaseback transaction in which the Agency will assist in acquisition of parcels of land measuring 20± acres in the aggregate located at Wells Avenue, Utica Harbor Point, City of Utica, Oneida County, New York (collectively, the “Land”) to undertake the following: (A) (i) construction of residential apartment buildings containing a total of 82 units, parking and storage for residents, fitness center and other common area amenities, an office for administration, together with all infrastructure to support the same (collectively, the “Residential Improvements”); and (ii) acquisition and installation of furniture, fixtures and equipment in the Residential Improvements (the “Residential Equipment”); all designed to attract young families and professionals that are currently either underserved by Utica’s existing apartment stock or living outside the City and to fill a demonstrated need for market rate housing (the Residential Improvements and the Residential Equipment are referred to collectively as the “Residential Facility” and the acquisition, construction and equipping of the Residential Facility is referred to collectively as the “Residential Project”); and (B) (i) construction of two extended stay hotels, each with approximately 100 rooms, together with all parking and infrastructure to support the same (collectively, the “Hotel

Improvements"); (ii) acquisition and installation of furniture, fixtures and equipment in the Hotel Improvements (the "Hotel Equipment"), designed to cater to families and transient business as well as guests seeking a more upscale destination lodging experience (the Hotel Improvements and the Hotel Equipment are referred to collectively as the "Hotel Facilities" (individually a "Hotel Facility") and the acquisition, construction and equipping of the Hotel Facilities is referred to collectively as the "Hotel Project"). The Land, the Residential Facility, and the Hotel Facilities are referred to collectively as the "Facility;" and the Residential Project, and the Hotel Project are referred to collectively as the "Project," all of which are in furtherance of preventing economic deterioration, promoting employment opportunities and enhancing economic development in downtown Utica, and specifically within the Harbor Point area.

Development of the Facility is being coordinated and sponsored by Company. It is anticipated that the Land will be subdivided into at least three separate lots, with the Residential Facility located on one lot and each Hotel Facility located on separate lots. Once subdivision is completed, all approvals are in place and financing is secured, it is anticipated that ownership of each component of the Facility, and the corresponding subdivided lot, will be transferred to an affiliate of the Company for construction, ownership and operation. As such, any approved benefits must be transferable to such affiliated transferees.

The Project has been planned and designed with the input of City leaders and economic development professionals to address the City's economic development needs. The Project is compatible with the Harbor Point District's master plan, as the preferred master plan incorporated into the Harbor Point District's generic environmental impact statement incorporates both residential and retail/destination components. The Project will advance the City's stated objective of turning the Harbor Point area into "a year-round destination for residents and tourists." See www.harborpoint.org.

Each Hotel Facility will have approximately 100 rooms and will be operated under a national franchise brand. Both Hotel Facilities will service the extended stay market. Current plans call for one Hotel Facility designed to cater to families and transient business and another for guests seeking a more upscale destination lodging experience. Visions currently operates the only extended stay product in Utica (the Home2 Suites) and based on its experience sees a current and expanding need for extended stay rooms. Existing demand drivers are tied to the area's health care, governmental and educational markets. Future demand will be driven by increased need from these markets as well as the sports and entertainment markets. More guests are making more multi-day trips to Utica, and Visions sees this trend continuing. These Hotel Facilities will be designed, placed and marketed to serve this market and attract visitors from outside Utica.

The Residential Facility will consist of market-rate rental units targeting renters who are underserved by the City's current rental mix and thus forced to choose between

living outside the city or settling for “down market” rental options. See Utica Housing Study, July 2022, p. 26. The need for housing in the city and the economic justification for the project are supported by the City’s housing study and the benefit cost analysis submitted herewith. It is well understood that a supply of quality and affordable housing goes hand-in-hand with economic development efforts. See, e.g. <https://www.naco.org/articles/housing-part-county%E2%80%99s-economic-development-strategy>. The units will be mostly two-bedroom, with the remainder being a mix of one- and three-bedroom units. The units will be divided among twenty-two stand-alone buildings build in a “townhouse” style, with parking on the first level and residences above. A clubhouse will provide a fitness center and other common area amenities and house an office for administration.

Regarding the requested financial assistance, the City’s housing study makes clear that subsidies will be necessary to support the housing development Utica needs. A tax abatement as requested in the application will be necessary for this project to obtain requisite debt and equity financing. The costs of materials are higher than they were when the cost assumptions in the City’s study were compiled. The cost of labor will also likely be higher than that factored into the city’s study and for prior projects (such as the Home2 Suites). There are also significant development costs for this project that are not applicable to other projects, as evidenced by the fact that the Company has incurred approximately \$150,000 in professional fees and has not even closed on the Project site yet. Finally, higher interest rates mean that the cost of borrowing is up significantly. Once all of these items are incorporated into the Project’s cost structure, financing simply will not be feasible unless property taxes, which are the largest ongoing operational cost, are managed through a PILOT abatement like that proposed and other costs are mitigated through the sales tax and mortgage tax exemptions. These realities combined with the Project’s importance to the harbor redevelopment project justify the requested assistance.

The Company contemplates completing the Project in three phases. Phase one will be construction of an access street and one of the Hotel Facilities. This phase will begin within six months after the Company acquires the Land and be completed within thirty months thereafter. Phases two and three will be construction of the second hotel and construction of the second Hotel Facility and the Residential Facility, respectively. These phases will run more or less concurrently, commencing eighteen months after the Company’s acquisition of the Land and concluding within forty-eight months thereafter.

UTICA INDUSTRIAL DEVELOPMENT AGENCY
COST/BENEFIT ANALYSIS
Required by §859-a(3) of the
New York General Municipal Law

TO BE ATTACHED TO AND MADE PART OF APPLICATION TO THE AGENCY

Name of Applicant: UTICA HARBOR LODGING GROUP LLC

Address of Project: WELLS AVENUE UTICA NEW YORK

Description of Project:

Two hotel and residential mixed use development. See
project narrative for details

Name of all Sublessees or Other Occupants of Facility:

NA

Principals or Parent Company of Applicant:

Arun Patel and Hemant Patel

Principals of any Sublessee or Occupant:

NA

Product/Services of Applicant:

Lodging and residential

Estimated Completion Date of Project: February 2029

Type of Financing/Structure:

Tax-Exempt Financing
 Taxable Financing
 Lease/Leaseback, Sale/Leaseback
 Other

Explain: _____

Types of Benefits	<u> </u>	Tax-Exempt Bonds
Expected to Receive:	<u> x </u>	Sales Tax Until Completion Date
	<u> x </u>	Mortgage Tax Abatement
	<u> x </u>	Real Property Tax Abatement

Project Costs - Capital Investment

Land	\$ 2,116,000	Cost per Acre \$ <u>122809</u>
Existing Building	\$ _____	
Rehab of Existing Building	\$ _____	
Construction of New Building	\$ 40000000	Cost per Sq Ft \$ <u>137</u>
Addition or Expansion	\$ _____	Cost per Sq Ft \$ _____
Engineering and Architectural Fees	\$ 500000	
Equipment (detail below)	\$ 8500000	
Legal Fees		
Bank, Bond, Transaction, Company, Credit Provider, Trustee	\$ 200000	
Finance Charges		
Title Insurance, Environmental Review, Bank Commitment Fee, Appraisals, etc.	\$ 8684000	
 TOTAL COST OF PROJECT	 \$ 60000000	

Type of Equipment to be Purchased Furniture fixtures and equipment for
hotels and residential complex; HVAC,
PTAC, communications and security,
infrastructure

Grants or Loans expected to be received (by who and amount)

<u>Loan from commercial mortgage lender</u>	\$ 35,000,000
<u>_____</u>	\$ _____
<u>_____</u>	\$ _____

Company Information

Existing Jobs	<u>0</u>
Created Jobs (by year 3)	<u>27</u>
Retained Jobs	<u>0</u>

BENEFITS

Taxable Goods and Services

		Spending Rate	Wages	Expenditures	Sales Tax Rate	State/ Local Sales Tax Revenues
Direct Jobs						
<u>27</u>	Created	36.0%	x <u>1250000</u>	= <u>450000</u>	x 8.75%	= <u>39375</u>
_____	Existing	36.0%	x _____	= _____	x 8.75%	= _____
Indirect Jobs						
_____	Created	36.0%	x _____	= _____	x 8.75%	= _____
_____	Existing	36.0%	x _____	= _____	x 8.75%	= _____
<u>122</u>	Construction	36.0%	x <u>5490000</u>	= <u>1976400</u>	x 8.75%	= <u>172935</u>
(see below)	Totals		<u>6,740,000</u>	<u>2,426,400</u>		<u>212,310</u>
				<u>x 3 years = 636,930</u>		

Real Property Taxes

Local (3 year) real property tax benefit (assuming 50 % of jobs existing and created own a residence with an average assessment of \$ 1000000 and the remainder of jobs existing and created pay real property taxes through rent based on an average assessment per apartment of \$ 25000)

Current tax rate = 67.25 per \$1000 of AV

Real Property Taxes Paid

\$ 340,455

3 Yr Comparative Benefits

\$ 977,385

COSTS

Real Property Taxes Abated on Improvements only (3-year period) \$ 1,653,000

Mortgage Tax Abated \$ 262,500

Estimated Sales Tax Abated During Construction Period \$ 2,143,750

3 Yr Comparative Costs

\$ 4,059,250

Calculation of Construction Jobs: Total project hard construction costs x .45 = Total Labor Costs / Construction term (in months) = Labor costs per month / \$3,750 (approx. average construction salary of \$45,000 per year / 12 months) = Number of construction employees. Use the Total Labor Costs as Construction Wages above.

**City of Utica Industrial Development Agency
One Kennedy Plaza, Utica, New York 13502**

RETAIL DETERMINATION

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

Please answer the following:

- A. Will any portion of the project consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

Yes or No. If the answer is yes, please continue.

For purposes of Question A, the term "retail sales" means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the "Tax Law") primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- B. What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project? 66 %
If the answer is less than 33% do not complete the remainder of the retail determination.

If the answer to A is Yes **AND** the answer to Question B is greater than 33.33%, indicate which of the following questions below apply to the project:

1. Will the project be operated by a not-for-profit corporation Yes or No.

2. Is the Project location or facility likely to attract a significant number of visitors from outside the City of Utica?

Yes or No

If yes, please provide a third party market analysis or other documentation supporting your response.

3. Is the predominant purpose of the project to make available goods or services which would not, but for the project, be reasonably accessible to the residents of the municipality within which the proposed project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes or No

If yes, please provide a third party market analysis or other documentation supporting your response.

4. Will the project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes or No.

If yes, explain Project will address housing needs that
are required to be addressed for job creation/retention

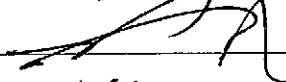
5. Is the project located in an area that has been designated an Empire Zone? Yes or No

The undersigned hereby certifies that the information contained in this Retail Determination is true, accurate and complete.

Print Name of Applicant: Ulrica Harba Ledem, Corp LLC

Print Name of Authorized Representative: Arun Patel

Title: Manager, Member

Signature: 

Date: 11/6/24

ADDENDUM A - Applicant Affiliate Entities

Albany Lodging Group LLC
East Greenbush Lodging Associates LLC
Finger Lakes Lodging Associates LLC
Buffalo Hotel Associates, LLC
East Aurora Lodging Associates LLC
North Buffalo Lodging Ventures LLC
Orchard Park Lodging Ventures LLC
WNY Lodging LLC
Auburn Hotel Ventures LLC
Canandaigua Lodging Group LLC
Oswego Lodging Group LLC
Corning Hotel Associates LLC
Corning Lodging Ventures LLC
Erwin Hospitality Associates LLC
HHA LLC
Painted Post Lodging Associates, LLC
CIS of Cortland LLC
Cortland Hotel Group LLC
Cortland Lodging Associates, LLC
South Cortland Hotel Group LLC
Wallingford Hotel Partners LLC
Big Flats Lodging Associates LLC
Big Flats Lodging, LLC
Big Flats Dining Associates LLC
Elmira Lodging Associates LLC
Horseheads Lodging Group LLC
Southern Tier Lodging Associates LLC
WH Asset Protection 1 LLC
WH Asset Protection 2 LLC
WH Asset Protection 3 LLC
WH Prom Group 1 LLC
WHF 1 GP LLC
WHF 1 LP
WHF 2 GP LLC
WHF 2 LP
WHOF 3 GP LLC
WHOF 4 GP LLC
WHOF 5 GP LLC
WHOF 5 GP LLC
Whitcomb Hotels Opportunity Fund 3 LP
Whitcomb Hotels Opportunity Fund 4 LP
Whitcomb Hotels Opportunity Fund 5 LP
Whitcomb Hotels Opportunity Fund 6 LP
Maple City Lodging Partnership
Amesbury Lodging Ventures LLC

East Syracuse Hotel Associates LLC
North Syracuse Lodging Group LLC
Syracuse Hospitality Developers LLC
Syracuse Lodging Ventures LLC
Griffiss Hotel Group LLC
Harbor Area Holdings LLC
Harbor Point Lodging Associates LLC
Lafayette Hotel Associates LLC
Lafayette Hotel Associates DEL LLC
Marsh Enterprises LLC
New Hartford Lodging Group LLC
North Utica Lodging Associates 2 LLC
North Utica Lodging Associates LLC
Rome Hospitality Group LLC
Utica Lodging Group LLC
Utica Lodging Group Outparcel LLC
Binghamton Hotel Ventures LLC
Binghamton Lodging Group LLC
Vestal Lodging Ventures LLC
Evans Mills Hotel Ventures LLC
North Country Lodging Associates LLC
Watertown Hotel Associates GP LLC
Watertown Hotel Ventures LLC
Watertown Lodging Associates LLC

**Full Environmental Assessment Form
Part 1 - Project and Setting**

Instructions for Completing Part 1

Part 1 is to be completed by the applicant or project sponsor. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification.

Complete Part 1 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; indicate whether missing information does not exist, or is not reasonably available to the sponsor; and, when possible, generally describe work or studies which would be necessary to update or fully develop that information.

Applicants/sponsors must complete all items in Sections A & B. In Sections C, D & E, most items contain an initial question that must be answered either "Yes" or "No". If the answer to the initial question is "Yes", complete the sub-questions that follow. If the answer to the initial question is "No", proceed to the next question. Section F allows the project sponsor to identify and attach any additional information. Section G requires the name and signature of the applicant or project sponsor to verify that the information contained in Part 1 is accurate and complete.

A. Project and Applicant/Sponsor Information.

Name of Action or Project: UTICA HARBOR DEVELOPMENT - HOTEL AND APARTMENT COMPLEX		
Project Location (describe, and attach a general location map): WELLS AVENUE, CITY OF UTICA		
Brief Description of Proposed Action (include purpose or need): FINANCIAL ASSISTANCE IN CONNECTION WITH DEVELOPMENT OF HOTELS AND APARTMENT COMPLEX		
Name of Applicant/Sponsor: UTICA HARBOR LODGING GROUP LLC	Telephone: (716) 307-2253	E-Mail: MINESHPATEL@VISIONSHOTELS.COM
Address: 508 WHITE SPRUCE BLVD.		
City/PO: ROCHESTER	State: NY	Zip Code: 14623
Project Contact (if not same as sponsor; give name and title/role): MINESH PATEL - VP	Telephone: SAME	E-Mail:
Address:		
City/PO:	State:	Zip Code:
Property Owner (if not same as sponsor): UTICA HARBOR POINT DEVELOPMENT CORP.	Telephone:	E-Mail:
Address: 1 KENNEDY HALL		
City/PO: UTICA	State: NY	Zip Code: 13502

B. Government Approvals

B. Government Approvals, Funding, or Sponsorship. ("Funding" includes grants, loans, tax relief, and any other forms of financial assistance.)

Government Entity	If Yes: Identify Agency and Approval(s) Required	Application Date (Actual or projected)
a. City Counsel, Town Board, <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No or Village Board of Trustees		
b. City, Town or Village Planning Board or Commission <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	SITE PLAN APPROVAL	DECEMBER 2024
c. City, Town or Village Zoning Board of Appeals <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
d. Other local agencies <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	CITY OF UTICA IDA - FINANCIAL ASSISTANCE	NOVEMBER 2024
e. County agencies <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
f. Regional agencies <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
g. State agencies <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	DEC - STORMWATER & ENVIRONMENTAL	DECEMBER 2024
h. Federal agencies <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
i. Coastal Resources. <p data-bbox="140 783 1455 814">ii. Is the project site within a Coastal Area, or the waterfront area of a Designated Inland Waterway? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p data-bbox="140 841 1455 872">iii. Is the project site located in a community with an approved Local Waterfront Revitalization Program? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p data-bbox="140 878 1455 909">iv. Is the project site within a Coastal Erosion Hazard Area? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		

C. Planning and Zoning

C.1. Planning and zoning actions.

Will administrative or legislative adoption, or amendment of a plan, local law, ordinance, rule or regulation be the only approval(s) which must be granted to enable the proposed action to proceed? Yes No

- If Yes, complete sections C, F and G.
- If No, proceed to question C.2 and complete all remaining sections and questions in Part I

C.2. Adopted land use plans.

a. Do any municipally- adopted (city, town, village or county) comprehensive land use plan(s) include the site where the proposed action would be located? Yes No

If Yes, does the comprehensive plan include specific recommendations for the site where the proposed action would be located? Yes No

b. Is the site of the proposed action within any local or regional special planning district (for example: Greenway; Brownfield Opportunity Area (BOA); designated State or Federal heritage area; watershed management plan; or other?) Yes No

If Yes, identify the plan(s):

HARBOR POINT DEVELOPMENT PLAN

c. Is the proposed action located wholly or partially within an area listed in an adopted municipal open space plan, or an adopted municipal farmland protection plan? Yes No

If Yes, identify the plan(s):

C.3. Zoning

a. Is the site of the proposed action located in a municipality with an adopted zoning law or ordinance. Yes No
 If Yes, what is the zoning classification(s) including any applicable overlay district?

b. Is the use permitted or allowed by a special or conditional use permit? Yes No

c. Is a zoning change requested as part of the proposed action? Yes No
 If Yes,
 i. What is the proposed new zoning for the site? _____

C.4. Existing community services.

a. In what school district is the project site located? UTICA CITY

b. What police or other public protection forces serve the project site?
UTICA CITY PD

c. Which fire protection and emergency medical services serve the project site?
UTICA CITY FD

d. What parks serve the project site?
NA

D. Project Details

D.1. Proposed and Potential Development

a. What is the general nature of the proposed action (e.g., residential, industrial, commercial, recreational; if mixed, include all components)? FINANCIAL ASSISTANCE FOR HOTELS AND MULTI-UNIT APARTMENT COMPLEX

b. a. Total acreage of the site of the proposed action? _____ 20 acres
 b. Total acreage to be physically disturbed? _____ 19 acres
 c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? _____ 20 acres

c. Is the proposed action an expansion of an existing project or use? Yes No
 i. If Yes, what is the approximate percentage of the proposed expansion and identify the units (e.g., acres, miles, housing units, square feet)? % _____ Units: _____

d. Is the proposed action a subdivision, or does it include a subdivision? Yes No
 If Yes,
 i. Purpose or type of subdivision? (e.g., residential, industrial, commercial; if mixed, specify types)

 ii. Is a cluster/conservation layout proposed? Yes No
 iii. Number of lots proposed? 3
 iv. Minimum and maximum proposed lot sizes? Minimum TBD Maximum TBD

e. Will the proposed action be constructed in multiple phases? Yes No
 i. If No, anticipated period of construction: _____ months
 ii. If Yes:
 • Total number of phases anticipated 2
 • Anticipated commencement date of phase 1 (including demolition) MAY month 2024 year
 • Anticipated completion date of final phase FEB month 2029 year
 • Generally describe connections or relationships among phases, including any contingencies where progress of one phase may determine timing or duration of future phases: _____
PHASE ONE -CONSTRUCTION OF HOTEL AND INFRASTRUCTURE PHASE TWO-CONSTRUCITON OF SECOND HOTEL AND APARTMENTS

f. Does the project include new residential uses? Yes No

If Yes, show numbers of units proposed.

	<u>One Family</u>	<u>Two Family</u>	<u>Three Family</u>	<u>Multiple Family (four or more)</u>
Initial Phase	_____	<u>2</u>	_____	<u>80</u>
At completion of all phases	_____	<u>2</u>	_____	<u>80</u>

g. Does the proposed action include new non-residential construction (including expansions)? Yes No

If Yes,

- i. Total number of structures 3
ii. Dimensions (in feet) of largest proposed structure: _____ height; _____ width; and _____ length
iii. Approximate extent of building space to be heated or cooled: 158000 square feet

h. Does the proposed action include construction or other activities that will result in the impoundment of any liquids, such as creation of a water supply, reservoir, pond, lake, waste lagoon or other storage? Yes No

If Yes,

- i. Purpose of the impoundment: _____
ii. If a water impoundment, the principal source of the water: Ground water Surface water streams Other specify: _____
iii. If other than water, identify the type of impounded/contained liquids and their source. _____
iv. Approximate size of the proposed impoundment. Volume: _____ million gallons; surface area: _____ acres
v. Dimensions of the proposed dam or impounding structure: _____ height; _____ length
vi. Construction method/materials for the proposed dam or impounding structure (e.g., earth fill, rock, wood, concrete): _____

D.2. Project Operations

a. Does the proposed action include any excavation, mining, or dredging, during construction, operations, or both? Yes No
(Not including general site preparation, grading or installation of utilities or foundations where all excavated materials will remain onsite)

If Yes:

- i. What is the purpose of the excavation or dredging? _____
ii. How much material (including rock, earth, sediments, etc.) is proposed to be removed from the site?
• Volume (specify tons or cubic yards): _____
• Over what duration of time? _____
iii. Describe nature and characteristics of materials to be excavated or dredged, and plans to use, manage or dispose of them. _____
iv. Will there be onsite dewatering or processing of excavated materials? Yes No
If yes, describe. _____
v. What is the total area to be dredged or excavated? _____ acres
vi. What is the maximum area to be worked at any one time? _____ acres
vii. What would be the maximum depth of excavation or dredging? _____ feet
viii. Will the excavation require blasting? Yes No
ix. Summarize site reclamation goals and plan: _____

b. Would the proposed action cause or result in alteration of, increase or decrease in size of, or encroachment into any existing wetland, waterbody, shoreline, beach or adjacent area? Yes No

If Yes:

- i. Identify the wetland or waterbody which would be affected (by name, water index number, wetland map number or geographic description): _____

ii. Describe how the proposed action would affect that waterbody or wetland, e.g. excavation, fill, placement of structures, or alteration of channels, banks and shorelines. Indicate extent of activities, alterations and additions in square feet or acres:

iii. Will the proposed action cause or result in disturbance to bottom sediments? Yes No
If Yes, describe: _____

iv. Will the proposed action cause or result in the destruction or removal of aquatic vegetation? Yes No
If Yes:

- acres of aquatic vegetation proposed to be removed: _____
- expected acreage of aquatic vegetation remaining after project completion: _____
- purpose of proposed removal (e.g. beach clearing, invasive species control, boat access): _____
- proposed method of plant removal: _____
- if chemical/herbicide treatment will be used, specify product(s): _____

v. Describe any proposed reclamation/mitigation following disturbance: _____

c. Will the proposed action use, or create a new demand for water? Yes No
If Yes:

i. Total anticipated water usage/demand per day: _____ 100000 gallons/day

ii. Will the proposed action obtain water from an existing public water supply? Yes No

If Yes:

- Name of district or service area: _____
- Does the existing public water supply have capacity to serve the proposal? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No
- Do existing lines serve the project site? Yes No

iii. Will line extension within an existing district be necessary to supply the project?

If Yes:

- Describe extensions or capacity expansions proposed to serve this project: _____

• Source(s) of supply for the district: _____

iv. Is a new water supply district or service area proposed to be formed to serve the project site? Yes No

If, Yes:

- Applicant/sponsor for new district: _____
- Date application submitted or anticipated: _____
- Proposed source(s) of supply for new district: _____

v. If a public water supply will not be used, describe plans to provide water supply for the project: _____

vi. If water supply will be from wells (public or private), what is the maximum pumping capacity: _____ gallons/minute.

d. Will the proposed action generate liquid wastes? Yes No

If Yes:

i. Total anticipated liquid waste generation per day: _____ 75000 gallons/day

ii. Nature of liquid wastes to be generated (e.g., sanitary wastewater, industrial; if combination, describe all components and approximate volumes or proportions of each): _____

SANITARY WASTEWATER

iii. Will the proposed action use any existing public wastewater treatment facilities? Yes No

If Yes:

- Name of wastewater treatment plant to be used: _____
- Name of district: _____
- Does the existing wastewater treatment plant have capacity to serve the project? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No

- Do existing sewer lines serve the project site? Yes No
- Will a line extension within an existing district be necessary to serve the project? Yes No

If Yes:

- Describe extensions or capacity expansions proposed to serve this project: _____

iv. Will a new wastewater (sewage) treatment district be formed to serve the project site? Yes No

If Yes:

- Applicant/sponsor for new district: _____
- Date application submitted or anticipated: _____
- What is the receiving water for the wastewater discharge? _____

v. If public facilities will not be used, describe plans to provide wastewater treatment for the project, including specifying proposed receiving water (name and classification if surface discharge or describe subsurface disposal plans):

vi. Describe any plans or designs to capture, recycle or reuse liquid waste: _____

e. Will the proposed action disturb more than one acre and create stormwater runoff, either from new point sources (i.e. ditches, pipes, swales, curbs, gutters or other concentrated flows of stormwater) or non-point source (i.e. sheet flow) during construction or post construction? Yes No

If Yes:

i. How much impervious surface will the project create in relation to total size of project parcel?

_____ Square feet or _____ acres (impervious surface)

_____ Square feet or _____ acres (parcel size)

ii. Describe types of new point sources. _____

iii. Where will the stormwater runoff be directed (i.e. on-site stormwater management facility/structures, adjacent properties, groundwater, on-site surface water or off-site surface waters)?

- If to surface waters, identify receiving water bodies or wetlands: _____

- Will stormwater runoff flow to adjacent properties? Yes No

iv. Does the proposed plan minimize impervious surfaces, use pervious materials or collect and re-use stormwater? Yes No

f. Does the proposed action include, or will it use on-site, one or more sources of air emissions, including fuel combustion, waste incineration, or other processes or operations? Yes No

If Yes, identify:

i. Mobile sources during project operations (e.g., heavy equipment, fleet or delivery vehicles)

ii. Stationary sources during construction (e.g., power generation, structural heating, batch plant, crushers)

iii. Stationary sources during operations (e.g., process emissions, large boilers, electric generation)

g. Will any air emission sources named in D.2.f (above), require a NY State Air Registration, Air Facility Permit, or Federal Clean Air Act Title IV or Title V Permit? Yes No

If Yes:

i. Is the project site located in an Air quality non-attainment area? (Area routinely or periodically fails to meet ambient air quality standards for all or some parts of the year) Yes No

ii. In addition to emissions as calculated in the application, the project will generate:

- _____ Tons/year (short tons) of Carbon Dioxide (CO₂)
- _____ Tons/year (short tons) of Nitrous Oxide (N₂O)
- _____ Tons/year (short tons) of Perfluorocarbons (PFCs)
- _____ Tons/year (short tons) of Sulfur Hexafluoride (SF₆)
- _____ Tons/year (short tons) of Carbon Dioxide equivalent of Hydrofluorocarbons (HFCs)
- _____ Tons/year (short tons) of Hazardous Air Pollutants (HAPs)

h. Will the proposed action generate or emit methane (including, but not limited to, sewage treatment plants, landfills, composting facilities)? Yes No

If Yes:

i. Estimate methane generation in tons/year (metric): _____

ii. Describe any methane capture, control or elimination measures included in project design (e.g., combustion to generate heat or electricity, flaring): _____

i. Will the proposed action result in the release of air pollutants from open-air operations or processes, such as quarry or landfill operations? Yes No

If Yes: Describe operations and nature of emissions (e.g., diesel exhaust, rock particulates/dust): _____

j. Will the proposed action result in a substantial increase in traffic above present levels or generate substantial new demand for transportation facilities or services? Yes No

If Yes:

i. When is the peak traffic expected (Check all that apply): Morning Evening Weekend
 Randomly between hours of _____ to _____.

ii. For commercial activities only, projected number of truck trips/day and type (e.g., semi trailers and dump trucks): _____

iii. Parking spaces: Existing _____ Proposed _____ Net increase/decrease _____

iv. Does the proposed action include any shared use parking? Yes No

v. If the proposed action includes any modification of existing roads, creation of new roads or change in existing access, describe: _____

vi. Are public/private transportation service(s) or facilities available within 1/2 mile of the proposed site? Yes No

vii. Will the proposed action include access to public transportation or accommodations for use of hybrid, electric or other alternative fueled vehicles? Yes No

viii. Will the proposed action include plans for pedestrian or bicycle accommodations for connections to existing pedestrian or bicycle routes? Yes No

k. Will the proposed action (for commercial or industrial projects only) generate new or additional demand for energy? Yes No

If Yes:

i. Estimate annual electricity demand during operation of the proposed action: _____
 306 MWH

ii. Anticipated sources/suppliers of electricity for the project (e.g., on-site combustion, on-site renewable, via grid/local utility, or other): _____

LOCAL UTILITY GRID

iii. Will the proposed action require a new, or an upgrade, to an existing substation? Yes No

l. Hours of operation. Answer all items which apply.

<p>i. During Construction:</p> <ul style="list-style-type: none"> • Monday - Friday: _____ 7AM - 6PM • Saturday: _____ • Sunday: _____ • Holidays: _____ 	<p>ii. During Operations:</p> <ul style="list-style-type: none"> • Monday - Friday: _____ 24 HOURS • Saturday: _____ 24 HOURS • Sunday: _____ 24 HOURS • Holidays: _____ 24 HOURS
--	---

m. Will the proposed action produce noise that will exceed existing ambient noise levels during construction, operation, or both? Yes No
 If yes:
 i. Provide details including sources, time of day and duration: _____

ii. Will the proposed action remove existing natural barriers that could act as a noise barrier or screen? Yes No
 Describe: _____

n. Will the proposed action have outdoor lighting? Yes No
 If yes:
 i. Describe source(s), location(s), height of fixture(s), direction/aim, and proximity to nearest occupied structures:
 OUTDOOR LIGHTING - SITE LIGHTING 30 FEET HIGH

ii. Will proposed action remove existing natural barriers that could act as a light barrier or screen? Yes No
 Describe: _____

o. Does the proposed action have the potential to produce odors for more than one hour per day? Yes No
 If Yes, describe possible sources, potential frequency and duration of odor emissions, and proximity to nearest occupied structures: _____

p. Will the proposed action include any bulk storage of petroleum (combined capacity of over 1,100 gallons) or chemical products 185 gallons in above ground storage or any amount in underground storage? Yes No
 If Yes:
 i. Product(s) to be stored _____
 ii. Volume(s) _____ per unit time _____ (e.g., month, year)
 iii. Generally, describe the proposed storage facilities: _____

q. Will the proposed action (commercial, industrial and recreational projects only) use pesticides (i.e., herbicides, insecticides) during construction or operation? Yes No
 If Yes:
 i. Describe proposed treatment(s): _____

ii. Will the proposed action use Integrated Pest Management Practices? Yes No

r. Will the proposed action (commercial or industrial projects only) involve or require the management or disposal of solid waste (excluding hazardous materials)? Yes No
 If Yes:
 i. Describe any solid waste(s) to be generated during construction or operation of the facility:
 • Construction: _____ tons per _____ (unit of time)
 • Operation: _____ tons per _____ (unit of time)
 ii. Describe any proposals for on-site minimization, recycling or reuse of materials to avoid disposal as solid waste:
 • Construction: _____

 • Operation: _____

 iii. Proposed disposal methods/facilities for solid waste generated on-site:
 • Construction: _____

 • Operation: _____

s. Does the proposed action include construction or modification of a solid waste management facility? Yes No

If Yes:

- i. Type of management or handling of waste proposed for the site (e.g., recycling or transfer station, composting, landfill, or other disposal activities): _____
- ii. Anticipated rate of disposal/processing:
 - _____ Tons/month, if transfer or other non-combustion/thermal treatment, or
 - _____ Tons/hour, if combustion or thermal treatment
- iii. If landfill, anticipated site life: _____ years

t. Will the proposed action at the site involve the commercial generation, treatment, storage, or disposal of hazardous waste? Yes No

If Yes:

- i. Name(s) of all hazardous wastes or constituents to be generated, handled or managed at facility: _____
- ii. Generally describe processes or activities involving hazardous wastes or constituents: _____
- iii. Specify amount to be handled or generated _____ tons/month
- iv. Describe any proposals for on-site minimization, recycling or reuse of hazardous constituents: _____

v. Will any hazardous wastes be disposed at an existing offsite hazardous waste facility? Yes No

If Yes: provide name and location of facility: _____

If No: describe proposed management of any hazardous wastes which will not be sent to a hazardous waste facility: _____

E. Site and Setting of Proposed Action

E.1. Land uses on and surrounding the project site

a. Existing land uses.

i. Check all uses that occur on, adjoining and near the project site.

- Urban Industrial Commercial Residential (suburban) Rural (non-farm)
- Forest Agriculture Aquatic Other (specify): _____

ii. If mix of uses, generally describe: _____

b. Land uses and covertsypes on the project site.

Land use or Covertype	Current Acreage	Acreage After Project Completion	Change (Acres +/-)
• Roads, buildings, and other paved or impervious surfaces	.12	19	+19
• Forested			
• Meadows, grasslands or brushlands (non-agricultural, including abandoned agricultural)			
• Agricultural (includes active orchards, field, greenhouse etc.)			
• Surface water features (lakes, ponds, streams, rivers, etc.)			
• Wetlands (freshwater or tidal)			
• Non-vegetated (bare rock, earth or fill)			
• Other Describe: LANDSCAPE/GREENSPACE	0	1	+1

c. Is the project site presently used by members of the community for public recreation? Yes No
 i. If Yes: explain: _____

d. Are there any facilities serving children, the elderly, people with disabilities (e.g., schools, hospitals, licensed day care centers, or group homes) within 1500 feet of the project site? Yes No
 If Yes,
 i. Identify Facilities: _____

e. Does the project site contain an existing dam? Yes No
 If Yes:
 i. Dimensions of the dam and impoundment:
 • Dam height: _____ feet
 • Dam length: _____ feet
 • Surface area: _____ acres
 • Volume impounded: _____ gallons OR acre-feet
 ii. Dam's existing hazard classification: _____
 iii. Provide date and summarize results of last inspection: _____

f. Has the project site ever been used as a municipal, commercial or industrial solid waste management facility, or does the project site adjoin property which is now, or was at one time, used as a solid waste management facility? Yes No
 If Yes:
 i. Has the facility been formally closed? Yes No
 • If yes, cite sources/documentation: _____
 ii. Describe the location of the project site relative to the boundaries of the solid waste management facility: _____
 iii. Describe any development constraints due to the prior solid waste activities: _____

g. Have hazardous wastes been generated, treated and/or disposed of at the site, or does the project site adjoin property which is now or was at one time used to commercially treat, store and/or dispose of hazardous waste? Yes No
 If Yes:
 i. Describe waste(s) handled and waste management activities, including approximate time when activities occurred:
 SEE DEC SITE MANAGEMENT PLAN

h. Potential contamination history. Has there been a reported spill at the proposed project site, or have any remedial actions been conducted at or adjacent to the proposed site? Yes No
 If Yes:
 i. Is any portion of the site listed on the NYSDEC Spills Incidents database or Environmental Site Remediation database? Check all that apply: Yes No
 Yes – Spills Incidents database Provide DEC ID number(s): 9101095,9101243,93114131,0100640
 Yes – Environmental Site Remediation database Provide DEC ID number(s): 633021,633032,633031,E633031,E633074
 Neither database
 ii. If site has been subject of RCRA corrective activities, describe control measures: _____
 iii. Is the project within 2000 feet of any site in the NYSDEC Environmental Site Remediation database? Yes No
 If yes, provide DEC ID number(s): 633021,633032,633031,633030,E633074,V00621
 iv. If yes to (i), (ii) or (iii) above, describe current status of site(s):
 SUBJECT TO SITE MANAGEMENT PLAN

v. Is the project site subject to an institutional control limiting property uses? Yes No

- If yes, DEC site ID number: MULTIPLE
- Describe the type of institutional control (e.g., deed restriction or easement): SMP, ENVIRONMENTAL EASEMENT
- Describe any use limitations: COMMERCIAL AND RESTRICTED RESIDENTIAL
- Describe any engineering controls: MONITORING WELLS
- Will the project affect the institutional or engineering controls in place? Yes No
- Explain: _____

E.2. Natural Resources On or Near Project Site

a. What is the average depth to bedrock on the project site? _____ >50 feet

b. Are there bedrock outcroppings on the project site? Yes No
 If Yes, what proportion of the site is comprised of bedrock outcroppings? _____ %

c. Predominant soil type(s) present on project site: UNDORTHENTS, SMOOTHED _____ 100 %
 _____ %
 _____ %

d. What is the average depth to the water table on the project site? Average: _____ >18 feet

e. Drainage status of project site soils: Well Drained: _____ % of site
 Moderately Well Drained: 100 % of site
 Poorly Drained _____ % of site

f. Approximate proportion of proposed action site with slopes: 0-10%: 100 % of site
 10-15%: _____ % of site
 15% or greater: _____ % of site

g. Are there any unique geologic features on the project site? Yes No
 If Yes, describe: _____

h. Surface water features.

i. Does any portion of the project site contain wetlands or other waterbodies (including streams, rivers, ponds or lakes)? Yes No

ii. Do any wetlands or other waterbodies adjoin the project site? Yes No

If Yes to either i or ii, continue. If No, skip to E.2.i.

iii. Are any of the wetlands or waterbodies within or adjoining the project site regulated by any federal, state or local agency? Yes No

iv. For each identified regulated wetland and waterbody on the project site, provide the following information:

- Streams: Name _____ Classification _____
- Lakes or Ponds: Name _____ Classification _____
- Wetlands: Name FEDERAL WATERS Approximate Size .5 ACRE
- Wetland No. (if regulated by DEC) _____

v. Are any of the above water bodies listed in the most recent compilation of NYS water quality-impaired waterbodies? Yes No
 If yes, name of impaired water body/bodies and basis for listing as impaired: _____

i. Is the project site in a designated Floodway? Yes No

j. Is the project site in the 100-year Floodplain? Yes No

k. Is the project site in the 500-year Floodplain? Yes No

l. Is the project site located over, or immediately adjoining, a primary, principal or sole source aquifer? Yes No
 If Yes:
 i. Name of aquifer: PRINCIPAL AQUIFER

m. Identify the predominant wildlife species that occupy or use the project site: _____

 NA _____

n. Does the project site contain a designated significant natural community? Yes No
 If Yes:
 i. Describe the habitat/community (composition, function, and basis for designation): _____

 ii. Source(s) of description or evaluation: _____
 iii. Extent of community/habitat:
 • Currently: _____ acres
 • Following completion of project as proposed: _____ acres
 • Gain or loss (indicate + or -): _____ acres

o. Does project site contain any species of plant or animal that is listed by the federal government or NYS as endangered or threatened, or does it contain any areas identified as habitat for an endangered or threatened species? Yes No
 If Yes:
 i. Species and listing (endangered or threatened): _____
 LEAST BITTERN

p. Does the project site contain any species of plant or animal that is listed by NYS as rare, or as a species of special concern? Yes No
 If Yes:
 i. Species and listing: _____

q. Is the project site or adjoining area currently used for hunting, trapping, fishing or shell fishing? Yes No
 If yes, give a brief description of how the proposed action may affect that use: _____

E.3. Designated Public Resources On or Near Project Site

a. Is the project site, or any portion of it, located in a designated agricultural district certified pursuant to Agriculture and Markets Law, Article 25-AA, Section 303 and 304? Yes No
 If Yes, provide county plus district name/number: _____

b. Are agricultural lands consisting of highly productive soils present? Yes No
 i. If Yes: acreage(s) on project site? _____
 ii. Source(s) of soil rating(s): _____

c. Does the project site contain all or part of, or is it substantially contiguous to, a registered National Natural Landmark? Yes No
 If Yes:
 i. Nature of the natural landmark: Biological Community Geological Feature
 ii. Provide brief description of landmark, including values behind designation and approximate size/extent: _____

d. Is the project site located in or does it adjoin a state listed Critical Environmental Area? Yes No
 If Yes:
 i. CEA name: _____
 ii. Basis for designation: _____
 iii. Designating agency and date: _____

e. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places? Yes No

If Yes:

i. Nature of historic/archaeological resource: Archaeological Site Historic Building or District

ii. Name: NYS BARGE CANAL HISTORIC DISTRICT

iii. Brief description of attributes on which listing is based:

f. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory? Yes No

g. Have additional archaeological or historic site(s) or resources been identified on the project site? Yes No

If Yes:

i. Describe possible resource(s):

ii. Basis for identification:

h. Is the project site within five miles of any officially designated and publicly accessible federal, state, or local scenic or aesthetic resource? Yes No

If Yes:

i. Identify resource:

ii. Nature of, or basis for, designation (e.g., established highway overlook, state or local park, state historic trail or scenic byway, etc.):

iii. Distance between project and resource: _____ miles.

i. Is the project site located within a designated river corridor under the Wild, Scenic and Recreational Rivers Program 6 NYCRR 666? Yes No

If Yes:

i. Identify the name of the river and its designation:

ii. Is the activity consistent with development restrictions contained in 6 NYCRR Part 666? Yes No

F. Additional Information

Attach any additional information which may be needed to clarify your project.

If you have identified any adverse impacts which could be associated with your proposal, please describe those impacts plus any measures which you propose to avoid or minimize them.

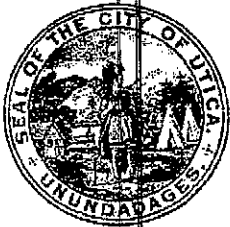
G. Verification

I certify that the information provided is true to the best of my knowledge.

Applicant/Sponsor Name Utica Harbor Landing Group LLC Date 11/6/24

Signature [Signature] Title Consultant

PRINT FORM



ROBERT M. PALMIERI
MAYOR

CITY OF UTICA

URBAN & ECONOMIC DEVELOPMENT

1 KENNEDY PLAZA, UTICA, NEW YORK 13502

PH. 315-792-0181 | FAX. 315-797-6607

BRIAN THOMAS, AICP
COMMISSIONER

December 14, 2023

Utica Industrial Development Agency
Attn: Mr. Jack Spaeth, Executive Director
1 Kennedy Plaza
Utica, New York 13502

Re: Application for Financial Assistance of Utica Harbor Lodging Group LLC

Dear Mr. Spath:

This Department has reviewed the above-referenced application to the City of Utica Industrial Development Agency for a project including two (2) 100-room hotels, four (4) apartment buildings and a 38,000 square foot entertainment center on the Dredge Spoils Area (DSA-1) at the Utica Harbor. Based on that review, the City finds the project described in such application was adequately addressed in the City of Utica – Harbor Point Development Final Generic Environmental Impact Statement (GEIS) accepted by the City of Utica on February 17, 2016. Furthermore, this Department hereby confirms that the project will be carried out in conformance with the conditions and thresholds established for such actions within the GEIS. Accordingly, the City has determined there is no need for further SEQRA review compliance activities.

Sincerely,

Brian Thomas, AICP
Commissioner

**City of Utica Industrial Development Agency
One Kennedy Plaza, Utica, New York 13502**

RETAIL DETERMINATION

To ensure compliance with Section 862 of the New York General Municipal Law, the Agency requires additional information if the proposed Project is one where customers personally visit the Project site to undertake either a retail sale transaction or to purchase services.

Please answer the following:

- A.** Will any portion of the project consist of facilities or property that are or will be primarily used in making sales of goods or services to customers who personally visit the project site?

Yes or No. If the answer is yes, please continue.

For purposes of Question A, the term “retail sales” means (i) sales by a registered vendor under Article 28 of the Tax Law of the State of New York (the “Tax Law”) primarily engaged in the retail sale of tangible personal property (as defined in Section 1101(b)(4)(i) of the Tax Law), or (ii) sales of a service to customers who personally visit the Project.

- B.** What percentage of the cost of the Project will be expended on such facilities or property primarily used in making sales of goods or services to customers who personally visit the project? _____ %
If the answer is less than 33% do not complete the remainder of the retail determination.

If the answer to A is Yes AND the answer to Question B is greater than 33.33%, indicate which of the following questions below apply to the project:

- 1.** Will the project be operated by a not-for-profit corporation Yes or No.

- 2.** Is the Project location or facility likely to attract a significant number of visitors from outside the City of Utica?

Yes or No

If yes, please provide a third party market analysis or other documentation supporting your response.

- 3.** Is the predominant purpose of the project to make available goods or services which would not, but for the project, be reasonably accessible to the residents of the municipality within which the proposed project would be located because of a lack of reasonably accessible retail trade facilities offering such goods or services?

Yes or No

If yes, please provide a third party market analysis or other documentation supporting your response.

4. Will the project preserve permanent, private sector jobs or increase the overall number of permanent, private sector jobs in the State of New York?

Yes or No.

If yes, explain _____

5. Is the project located in an area that has been designated an Empire Zone? Yes or No

The undersigned hereby certifies that the information contained in this Retail Determination is true, accurate and complete.

Print Name of Applicant: _____

Print Name of Authorized Representative: _____

Title: _____

Signature: _____

Date: _____

Full Environmental Assessment Form
Part 1 - Project and Setting

Instructions for Completing Part 1

Part 1 is to be completed by the applicant or project sponsor. Responses become part of the application for approval or funding, are subject to public review, and may be subject to further verification.

Complete Part 1 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; indicate whether missing information does not exist, or is not reasonably available to the sponsor; and, when possible, generally describe work or studies which would be necessary to update or fully develop that information.

Applicants/sponsors must complete all items in Sections A & B. In Sections C, D & E, most items contain an initial question that must be answered either “Yes” or “No”. If the answer to the initial question is “Yes”, complete the sub-questions that follow. If the answer to the initial question is “No”, proceed to the next question. Section F allows the project sponsor to identify and attach any additional information. Section G requires the name and signature of the applicant or project sponsor to verify that the information contained in Part 1 is accurate and complete.

A. Project and Applicant/Sponsor Information.

Name of Action or Project:		
Project Location (describe, and attach a general location map):		
Brief Description of Proposed Action (include purpose or need):		
Name of Applicant/Sponsor:		Telephone:
		E-Mail:
Address:		
City/PO:	State:	Zip Code:
Project Contact (if not same as sponsor; give name and title/role):		Telephone:
		E-Mail:
Address:		
City/PO:	State:	Zip Code:
Property Owner (if not same as sponsor):		Telephone:
		E-Mail:
Address:		
City/PO:	State:	Zip Code:

B. Government Approvals

B. Government Approvals, Funding, or Sponsorship. (“Funding” includes grants, loans, tax relief, and any other forms of financial assistance.)

Government Entity	If Yes: Identify Agency and Approval(s) Required	Application Date (Actual or projected)
a. City Counsel, Town Board, or Village Board of Trustees <input type="checkbox"/> Yes <input type="checkbox"/> No		
b. City, Town or Village Planning Board or Commission <input type="checkbox"/> Yes <input type="checkbox"/> No		
c. City, Town or Village Zoning Board of Appeals <input type="checkbox"/> Yes <input type="checkbox"/> No		
d. Other local agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
e. County agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
f. Regional agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
g. State agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
h. Federal agencies <input type="checkbox"/> Yes <input type="checkbox"/> No		
<p>i. Coastal Resources.</p> <p><i>i.</i> Is the project site within a Coastal Area, or the waterfront area of a Designated Inland Waterway? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>ii.</i> Is the project site located in a community with an approved Local Waterfront Revitalization Program? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>iii.</i> Is the project site within a Coastal Erosion Hazard Area? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>		

C. Planning and Zoning

C.1. Planning and zoning actions.

Will administrative or legislative adoption, or amendment of a plan, local law, ordinance, rule or regulation be the only approval(s) which must be granted to enable the proposed action to proceed? Yes No

- **If Yes**, complete sections C, F and G.
- **If No**, proceed to question C.2 and complete all remaining sections and questions in Part 1

C.2. Adopted land use plans.

a. Do any municipally- adopted (city, town, village or county) comprehensive land use plan(s) include the site where the proposed action would be located? Yes No

If Yes, does the comprehensive plan include specific recommendations for the site where the proposed action would be located? Yes No

b. Is the site of the proposed action within any local or regional special planning district (for example: Greenway; Brownfield Opportunity Area (BOA); designated State or Federal heritage area; watershed management plan; or other?) Yes No

If Yes, identify the plan(s):

c. Is the proposed action located wholly or partially within an area listed in an adopted municipal open space plan, or an adopted municipal farmland protection plan? Yes No

If Yes, identify the plan(s):

C.3. Zoning

a. Is the site of the proposed action located in a municipality with an adopted zoning law or ordinance. Yes No
If Yes, what is the zoning classification(s) including any applicable overlay district?

b. Is the use permitted or allowed by a special or conditional use permit? Yes No

c. Is a zoning change requested as part of the proposed action? Yes No

If Yes,

i. What is the proposed new zoning for the site? _____

C.4. Existing community services.

a. In what school district is the project site located? _____

b. What police or other public protection forces serve the project site?

c. Which fire protection and emergency medical services serve the project site?

d. What parks serve the project site?

D. Project Details

D.1. Proposed and Potential Development

a. What is the general nature of the proposed action (e.g., residential, industrial, commercial, recreational; if mixed, include all components)?

b. a. Total acreage of the site of the proposed action? _____ acres

b. Total acreage to be physically disturbed? _____ acres

c. Total acreage (project site and any contiguous properties) owned or controlled by the applicant or project sponsor? _____ acres

c. Is the proposed action an expansion of an existing project or use? Yes No

i. If Yes, what is the approximate percentage of the proposed expansion and identify the units (e.g., acres, miles, housing units, square feet)? % _____ Units: _____

d. Is the proposed action a subdivision, or does it include a subdivision? Yes No

If Yes,

i. Purpose or type of subdivision? (e.g., residential, industrial, commercial; if mixed, specify types)

ii. Is a cluster/conservation layout proposed? Yes No

iii. Number of lots proposed? _____

iv. Minimum and maximum proposed lot sizes? Minimum _____ Maximum _____

e. Will the proposed action be constructed in multiple phases? Yes No

i. If No, anticipated period of construction: _____ months

ii. If Yes:

• Total number of phases anticipated _____

• Anticipated commencement date of phase 1 (including demolition) _____ month _____ year

• Anticipated completion date of final phase _____ month _____ year

• Generally describe connections or relationships among phases, including any contingencies where progress of one phase may determine timing or duration of future phases: _____

f. Does the project include new residential uses? Yes No
 If Yes, show numbers of units proposed.

	<u>One Family</u>	<u>Two Family</u>	<u>Three Family</u>	<u>Multiple Family (four or more)</u>
Initial Phase	_____	_____	_____	_____
At completion	_____	_____	_____	_____
of all phases	_____	_____	_____	_____

g. Does the proposed action include new non-residential construction (including expansions)? Yes No
 If Yes,

i. Total number of structures _____

ii. Dimensions (in feet) of largest proposed structure: _____ height; _____ width; and _____ length

iii. Approximate extent of building space to be heated or cooled: _____ square feet

h. Does the proposed action include construction or other activities that will result in the impoundment of any liquids, such as creation of a water supply, reservoir, pond, lake, waste lagoon or other storage? Yes No
 If Yes,

i. Purpose of the impoundment: _____

ii. If a water impoundment, the principal source of the water: Ground water Surface water streams Other specify: _____

iii. If other than water, identify the type of impounded/contained liquids and their source.

iv. Approximate size of the proposed impoundment. Volume: _____ million gallons; surface area: _____ acres

v. Dimensions of the proposed dam or impounding structure: _____ height; _____ length

vi. Construction method/materials for the proposed dam or impounding structure (e.g., earth fill, rock, wood, concrete):

D.2. Project Operations

a. Does the proposed action include any excavation, mining, or dredging, during construction, operations, or both? Yes No
 (Not including general site preparation, grading or installation of utilities or foundations where all excavated materials will remain onsite)
 If Yes:

i. What is the purpose of the excavation or dredging? _____

ii. How much material (including rock, earth, sediments, etc.) is proposed to be removed from the site?

- Volume (specify tons or cubic yards): _____
- Over what duration of time? _____

iii. Describe nature and characteristics of materials to be excavated or dredged, and plans to use, manage or dispose of them.

iv. Will there be onsite dewatering or processing of excavated materials? Yes No
 If yes, describe. _____

v. What is the total area to be dredged or excavated? _____ acres

vi. What is the maximum area to be worked at any one time? _____ acres

vii. What would be the maximum depth of excavation or dredging? _____ feet

viii. Will the excavation require blasting? Yes No

ix. Summarize site reclamation goals and plan: _____

b. Would the proposed action cause or result in alteration of, increase or decrease in size of, or encroachment into any existing wetland, waterbody, shoreline, beach or adjacent area? Yes No
 If Yes:

i. Identify the wetland or waterbody which would be affected (by name, water index number, wetland map number or geographic description): _____

ii. Describe how the proposed action would affect that waterbody or wetland, e.g. excavation, fill, placement of structures, or alteration of channels, banks and shorelines. Indicate extent of activities, alterations and additions in square feet or acres:

iii. Will the proposed action cause or result in disturbance to bottom sediments? Yes No

If Yes, describe: _____

iv. Will the proposed action cause or result in the destruction or removal of aquatic vegetation? Yes No

If Yes:

- acres of aquatic vegetation proposed to be removed: _____
- expected acreage of aquatic vegetation remaining after project completion: _____
- purpose of proposed removal (e.g. beach clearing, invasive species control, boat access): _____
- proposed method of plant removal: _____
- if chemical/herbicide treatment will be used, specify product(s): _____

v. Describe any proposed reclamation/mitigation following disturbance: _____

c. Will the proposed action use, or create a new demand for water? Yes No

If Yes:

i. Total anticipated water usage/demand per day: _____ gallons/day

ii. Will the proposed action obtain water from an existing public water supply? Yes No

If Yes:

- Name of district or service area: _____
- Does the existing public water supply have capacity to serve the proposal? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No
- Do existing lines serve the project site? Yes No

iii. Will line extension within an existing district be necessary to supply the project? Yes No

If Yes:

- Describe extensions or capacity expansions proposed to serve this project: _____
- Source(s) of supply for the district: _____

iv. Is a new water supply district or service area proposed to be formed to serve the project site? Yes No

If Yes:

- Applicant/sponsor for new district: _____
- Date application submitted or anticipated: _____
- Proposed source(s) of supply for new district: _____

v. If a public water supply will not be used, describe plans to provide water supply for the project: _____

vi. If water supply will be from wells (public or private), what is the maximum pumping capacity: _____ gallons/minute.

d. Will the proposed action generate liquid wastes? Yes No

If Yes:

i. Total anticipated liquid waste generation per day: _____ gallons/day

ii. Nature of liquid wastes to be generated (e.g., sanitary wastewater, industrial; if combination, describe all components and approximate volumes or proportions of each): _____

iii. Will the proposed action use any existing public wastewater treatment facilities? Yes No

If Yes:

- Name of wastewater treatment plant to be used: _____
- Name of district: _____
- Does the existing wastewater treatment plant have capacity to serve the project? Yes No
- Is the project site in the existing district? Yes No
- Is expansion of the district needed? Yes No

• Do existing sewer lines serve the project site? Yes No
 • Will a line extension within an existing district be necessary to serve the project? Yes No
 If Yes:
 • Describe extensions or capacity expansions proposed to serve this project: _____

iv. Will a new wastewater (sewage) treatment district be formed to serve the project site? Yes No
 If Yes:
 • Applicant/sponsor for new district: _____
 • Date application submitted or anticipated: _____
 • What is the receiving water for the wastewater discharge? _____

v. If public facilities will not be used, describe plans to provide wastewater treatment for the project, including specifying proposed receiving water (name and classification if surface discharge or describe subsurface disposal plans):

vi. Describe any plans or designs to capture, recycle or reuse liquid waste: _____

e. Will the proposed action disturb more than one acre and create stormwater runoff, either from new point sources (i.e. ditches, pipes, swales, curbs, gutters or other concentrated flows of stormwater) or non-point source (i.e. sheet flow) during construction or post construction? Yes No
 If Yes:
 i. How much impervious surface will the project create in relation to total size of project parcel?
 _____ Square feet or _____ acres (impervious surface)
 _____ Square feet or _____ acres (parcel size)
 ii. Describe types of new point sources. _____

iii. Where will the stormwater runoff be directed (i.e. on-site stormwater management facility/structures, adjacent properties, groundwater, on-site surface water or off-site surface waters)?

 • If to surface waters, identify receiving water bodies or wetlands: _____

 • Will stormwater runoff flow to adjacent properties? Yes No

iv. Does the proposed plan minimize impervious surfaces, use pervious materials or collect and re-use stormwater? Yes No

f. Does the proposed action include, or will it use on-site, one or more sources of air emissions, including fuel combustion, waste incineration, or other processes or operations? Yes No
 If Yes, identify:
 i. Mobile sources during project operations (e.g., heavy equipment, fleet or delivery vehicles)

 ii. Stationary sources during construction (e.g., power generation, structural heating, batch plant, crushers)

 iii. Stationary sources during operations (e.g., process emissions, large boilers, electric generation)

g. Will any air emission sources named in D.2.f (above), require a NY State Air Registration, Air Facility Permit, or Federal Clean Air Act Title IV or Title V Permit? Yes No
 If Yes:
 i. Is the project site located in an Air quality non-attainment area? (Area routinely or periodically fails to meet ambient air quality standards for all or some parts of the year) Yes No
 ii. In addition to emissions as calculated in the application, the project will generate:
 • _____ Tons/year (short tons) of Carbon Dioxide (CO₂)
 • _____ Tons/year (short tons) of Nitrous Oxide (N₂O)
 • _____ Tons/year (short tons) of Perfluorocarbons (PFCs)
 • _____ Tons/year (short tons) of Sulfur Hexafluoride (SF₆)
 • _____ Tons/year (short tons) of Carbon Dioxide equivalent of Hydroflouorocarbons (HFCs)
 • _____ Tons/year (short tons) of Hazardous Air Pollutants (HAPs)

h. Will the proposed action generate or emit methane (including, but not limited to, sewage treatment plants, landfills, composting facilities)? Yes No
 If Yes:
 i. Estimate methane generation in tons/year (metric): _____
 ii. Describe any methane capture, control or elimination measures included in project design (e.g., combustion to generate heat or electricity, flaring): _____

i. Will the proposed action result in the release of air pollutants from open-air operations or processes, such as quarry or landfill operations? Yes No
 If Yes: Describe operations and nature of emissions (e.g., diesel exhaust, rock particulates/dust): _____

j. Will the proposed action result in a substantial increase in traffic above present levels or generate substantial new demand for transportation facilities or services? Yes No
 If Yes:
 i. When is the peak traffic expected (Check all that apply): Morning Evening Weekend
 Randomly between hours of _____ to _____.
 ii. For commercial activities only, projected number of truck trips/day and type (e.g., semi trailers and dump trucks): _____
 iii. Parking spaces: Existing _____ Proposed _____ Net increase/decrease _____
 iv. Does the proposed action include any shared use parking? Yes No
 v. If the proposed action includes any modification of existing roads, creation of new roads or change in existing access, describe: _____
 vi. Are public/private transportation service(s) or facilities available within 1/2 mile of the proposed site? Yes No
 vii. Will the proposed action include access to public transportation or accommodations for use of hybrid, electric or other alternative fueled vehicles? Yes No
 viii. Will the proposed action include plans for pedestrian or bicycle accommodations for connections to existing pedestrian or bicycle routes? Yes No

k. Will the proposed action (for commercial or industrial projects only) generate new or additional demand for energy? Yes No
 If Yes:
 i. Estimate annual electricity demand during operation of the proposed action: _____
 ii. Anticipated sources/suppliers of electricity for the project (e.g., on-site combustion, on-site renewable, via grid/local utility, or other): _____
 iii. Will the proposed action require a new, or an upgrade, to an existing substation? Yes No

l. Hours of operation. Answer all items which apply.
 i. During Construction:
 • Monday - Friday: _____
 • Saturday: _____
 • Sunday: _____
 • Holidays: _____
 ii. During Operations:
 • Monday - Friday: _____
 • Saturday: _____
 • Sunday: _____
 • Holidays: _____

m. Will the proposed action produce noise that will exceed existing ambient noise levels during construction, operation, or both? Yes No
 If yes:
 i. Provide details including sources, time of day and duration:

ii. Will the proposed action remove existing natural barriers that could act as a noise barrier or screen? Yes No
 Describe: _____

n. Will the proposed action have outdoor lighting? Yes No
 If yes:
 i. Describe source(s), location(s), height of fixture(s), direction/aim, and proximity to nearest occupied structures:

ii. Will proposed action remove existing natural barriers that could act as a light barrier or screen? Yes No
 Describe: _____

o. Does the proposed action have the potential to produce odors for more than one hour per day? Yes No
 If Yes, describe possible sources, potential frequency and duration of odor emissions, and proximity to nearest occupied structures: _____

p. Will the proposed action include any bulk storage of petroleum (combined capacity of over 1,100 gallons) or chemical products 185 gallons in above ground storage or any amount in underground storage? Yes No
 If Yes:
 i. Product(s) to be stored _____
 ii. Volume(s) _____ per unit time _____ (e.g., month, year)
 iii. Generally, describe the proposed storage facilities: _____

q. Will the proposed action (commercial, industrial and recreational projects only) use pesticides (i.e., herbicides, insecticides) during construction or operation? Yes No
 If Yes:
 i. Describe proposed treatment(s):

ii. Will the proposed action use Integrated Pest Management Practices? Yes No

r. Will the proposed action (commercial or industrial projects only) involve or require the management or disposal of solid waste (excluding hazardous materials)? Yes No
 If Yes:
 i. Describe any solid waste(s) to be generated during construction or operation of the facility:
 • Construction: _____ tons per _____ (unit of time)
 • Operation : _____ tons per _____ (unit of time)
 ii. Describe any proposals for on-site minimization, recycling or reuse of materials to avoid disposal as solid waste:
 • Construction: _____

 • Operation: _____

 iii. Proposed disposal methods/facilities for solid waste generated on-site:
 • Construction: _____

 • Operation: _____

s. Does the proposed action include construction or modification of a solid waste management facility? Yes No
 If Yes:
 i. Type of management or handling of waste proposed for the site (e.g., recycling or transfer station, composting, landfill, or other disposal activities): _____
 ii. Anticipated rate of disposal/processing:
 • _____ Tons/month, if transfer or other non-combustion/thermal treatment, or
 • _____ Tons/hour, if combustion or thermal treatment
 iii. If landfill, anticipated site life: _____ years

t. Will the proposed action at the site involve the commercial generation, treatment, storage, or disposal of hazardous waste? Yes No
 If Yes:
 i. Name(s) of all hazardous wastes or constituents to be generated, handled or managed at facility: _____

 ii. Generally describe processes or activities involving hazardous wastes or constituents: _____

 iii. Specify amount to be handled or generated _____ tons/month
 iv. Describe any proposals for on-site minimization, recycling or reuse of hazardous constituents: _____

 v. Will any hazardous wastes be disposed at an existing offsite hazardous waste facility? Yes No
 If Yes: provide name and location of facility: _____

 If No: describe proposed management of any hazardous wastes which will not be sent to a hazardous waste facility:

E. Site and Setting of Proposed Action

E.1. Land uses on and surrounding the project site

a. Existing land uses.
 i. Check all uses that occur on, adjoining and near the project site.
 Urban Industrial Commercial Residential (suburban) Rural (non-farm)
 Forest Agriculture Aquatic Other (specify): _____
 ii. If mix of uses, generally describe:

b. Land uses and covertypes on the project site.

Land use or Covertypes	Current Acreage	Acreage After Project Completion	Change (Acres +/-)
• Roads, buildings, and other paved or impervious surfaces			
• Forested			
• Meadows, grasslands or brushlands (non-agricultural, including abandoned agricultural)			
• Agricultural (includes active orchards, field, greenhouse etc.)			
• Surface water features (lakes, ponds, streams, rivers, etc.)			
• Wetlands (freshwater or tidal)			
• Non-vegetated (bare rock, earth or fill)			
• Other Describe: _____ _____			

c. Is the project site presently used by members of the community for public recreation? Yes No
i. If Yes: explain: _____

d. Are there any facilities serving children, the elderly, people with disabilities (e.g., schools, hospitals, licensed day care centers, or group homes) within 1500 feet of the project site? Yes No
If Yes,
i. Identify Facilities:

e. Does the project site contain an existing dam? Yes No
If Yes:
i. Dimensions of the dam and impoundment:

- Dam height: _____ feet
- Dam length: _____ feet
- Surface area: _____ acres
- Volume impounded: _____ gallons OR acre-feet

ii. Dam's existing hazard classification: _____
iii. Provide date and summarize results of last inspection:

f. Has the project site ever been used as a municipal, commercial or industrial solid waste management facility, or does the project site adjoin property which is now, or was at one time, used as a solid waste management facility? Yes No
If Yes:
i. Has the facility been formally closed? Yes No

- If yes, cite sources/documentation: _____

ii. Describe the location of the project site relative to the boundaries of the solid waste management facility:

g. Have hazardous wastes been generated, treated and/or disposed of at the site, or does the project site adjoin property which is now or was at one time used to commercially treat, store and/or dispose of hazardous waste? Yes No
If Yes:
i. Describe waste(s) handled and waste management activities, including approximate time when activities occurred:

h. Potential contamination history. Has there been a reported spill at the proposed project site, or have any remedial actions been conducted at or adjacent to the proposed site? Yes No
If Yes:
i. Is any portion of the site listed on the NYSDEC Spills Incidents database or Environmental Site Remediation database? Check all that apply: Yes No
 Yes – Spills Incidents database Provide DEC ID number(s): _____
 Yes – Environmental Site Remediation database Provide DEC ID number(s): _____
 Neither database
ii. If site has been subject of RCRA corrective activities, describe control measures: _____

iii. Is the project within 2000 feet of any site in the NYSDEC Environmental Site Remediation database? Yes No
If yes, provide DEC ID number(s): _____
iv. If yes to (i), (ii) or (iii) above, describe current status of site(s):

v. Is the project site subject to an institutional control limiting property uses? Yes No

- If yes, DEC site ID number: _____
- Describe the type of institutional control (e.g., deed restriction or easement): _____
- Describe any use limitations: _____
- Describe any engineering controls: _____
- Will the project affect the institutional or engineering controls in place? Yes No
- Explain: _____

E.2. Natural Resources On or Near Project Site

a. What is the average depth to bedrock on the project site? _____ feet

b. Are there bedrock outcroppings on the project site? Yes No
 If Yes, what proportion of the site is comprised of bedrock outcroppings? _____ %

c. Predominant soil type(s) present on project site: _____ %
 _____ %
 _____ %

d. What is the average depth to the water table on the project site? Average: _____ feet

e. Drainage status of project site soils: Well Drained: _____ % of site
 Moderately Well Drained: _____ % of site
 Poorly Drained _____ % of site

f. Approximate proportion of proposed action site with slopes: 0-10%: _____ % of site
 10-15%: _____ % of site
 15% or greater: _____ % of site

g. Are there any unique geologic features on the project site? Yes No
 If Yes, describe: _____

h. Surface water features.

i. Does any portion of the project site contain wetlands or other waterbodies (including streams, rivers, ponds or lakes)? Yes No

ii. Do any wetlands or other waterbodies adjoin the project site? Yes No
 If Yes to either *i* or *ii*, continue. If No, skip to E.2.i.

iii. Are any of the wetlands or waterbodies within or adjoining the project site regulated by any federal, state or local agency? Yes No

iv. For each identified regulated wetland and waterbody on the project site, provide the following information:

- Streams: Name _____ Classification _____
- Lakes or Ponds: Name _____ Classification _____
- Wetlands: Name _____ Approximate Size _____
- Wetland No. (if regulated by DEC) _____

v. Are any of the above water bodies listed in the most recent compilation of NYS water quality-impaired waterbodies? Yes No
 If yes, name of impaired water body/bodies and basis for listing as impaired: _____

i. Is the project site in a designated Floodway? Yes No

j. Is the project site in the 100-year Floodplain? Yes No

k. Is the project site in the 500-year Floodplain? Yes No

l. Is the project site located over, or immediately adjoining, a primary, principal or sole source aquifer? Yes No
 If Yes:
 i. Name of aquifer: _____

m. Identify the predominant wildlife species that occupy or use the project site: _____ _____ _____	
n. Does the project site contain a designated significant natural community? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> Describe the habitat/community (composition, function, and basis for designation): _____ _____ <i>ii.</i> Source(s) of description or evaluation: _____ <i>iii.</i> Extent of community/habitat: <ul style="list-style-type: none"> • Currently: _____ acres • Following completion of project as proposed: _____ acres • Gain or loss (indicate + or -): _____ acres 	
o. Does project site contain any species of plant or animal that is listed by the federal government or NYS as endangered or threatened, or does it contain any areas identified as habitat for an endangered or threatened species? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> Species and listing (endangered or threatened): _____ _____ _____	
p. Does the project site contain any species of plant or animal that is listed by NYS as rare, or as a species of special concern? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> Species and listing: _____ _____	
q. Is the project site or adjoining area currently used for hunting, trapping, fishing or shell fishing? <input type="checkbox"/> Yes <input type="checkbox"/> No If yes, give a brief description of how the proposed action may affect that use: _____ _____	
E.3. Designated Public Resources On or Near Project Site	
a. Is the project site, or any portion of it, located in a designated agricultural district certified pursuant to Agriculture and Markets Law, Article 25-AA, Section 303 and 304? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes, provide county plus district name/number: _____	
b. Are agricultural lands consisting of highly productive soils present? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>i.</i> If Yes: acreage(s) on project site? _____ <i>ii.</i> Source(s) of soil rating(s): _____	
c. Does the project site contain all or part of, or is it substantially contiguous to, a registered National Natural Landmark? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> Nature of the natural landmark: <input type="checkbox"/> Biological Community <input type="checkbox"/> Geological Feature <i>ii.</i> Provide brief description of landmark, including values behind designation and approximate size/extent: _____ _____ _____	
d. Is the project site located in or does it adjoin a state listed Critical Environmental Area? <input type="checkbox"/> Yes <input type="checkbox"/> No If Yes: <i>i.</i> CEA name: _____ <i>ii.</i> Basis for designation: _____ <i>iii.</i> Designating agency and date: _____	

<p>e. Does the project site contain, or is it substantially contiguous to, a building, archaeological site, or district which is listed on the National or State Register of Historic Places, or that has been determined by the Commissioner of the NYS Office of Parks, Recreation and Historic Preservation to be eligible for listing on the State Register of Historic Places? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Nature of historic/archaeological resource: <input type="checkbox"/> Archaeological Site <input type="checkbox"/> Historic Building or District</p> <p style="margin-left: 20px;">ii. Name: _____</p> <p style="margin-left: 20px;">iii. Brief description of attributes on which listing is based: _____</p>
<p>f. Is the project site, or any portion of it, located in or adjacent to an area designated as sensitive for archaeological sites on the NY State Historic Preservation Office (SHPO) archaeological site inventory? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>g. Have additional archaeological or historic site(s) or resources been identified on the project site? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Describe possible resource(s): _____</p> <p style="margin-left: 20px;">ii. Basis for identification: _____</p>
<p>h. Is the project site within five miles of any officially designated and publicly accessible federal, state, or local scenic or aesthetic resource? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Identify resource: _____</p> <p style="margin-left: 20px;">ii. Nature of, or basis for, designation (e.g., established highway overlook, state or local park, state historic trail or scenic byway, etc.): _____</p> <p style="margin-left: 20px;">iii. Distance between project and resource: _____ miles.</p>
<p>i. Is the project site located within a designated river corridor under the Wild, Scenic and Recreational Rivers Program 6 NYCRR 666? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If Yes:</p> <p style="margin-left: 20px;">i. Identify the name of the river and its designation: _____</p> <p style="margin-left: 20px;">ii. Is the activity consistent with development restrictions contained in 6NYCRR Part 666? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>

F. Additional Information

Attach any additional information which may be needed to clarify your project.

If you have identified any adverse impacts which could be associated with your proposal, please describe those impacts plus any measures which you propose to avoid or minimize them.

G. Verification

I certify that the information provided is true to the best of my knowledge.

Applicant/Sponsor Name _____ Date _____

Signature _____ Title _____

**Inducement Resolution
Utica Harbor Lodging Group LLC Facility**

RESOLUTION OF THE CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY TAKING OFFICIAL ACTION IN CONNECTION WITH A LEASE-LEASEBACK TRANSACTION WITH UTICA HARBOR LODGING GROUP LLC, THE PRINCIPALS OF UTICA HARBOR LODGING GROUP LLC, AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDUCEMENT AGREEMENT, AUTHORIZING A PUBLIC HEARING AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

WHEREAS, Utica Harbor Lodging Group LLC, on behalf of itself and/or the principals of Utica Harbor Lodging Group LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the Agency to enter into a lease-leaseback transaction in which the Agency will assist in the acquisition of parcels of land measuring 20± acres in the aggregate located at Wells Avenue, Utica Harbor Point, City of Utica, Oneida County, New York (collectively, the "Land") to undertake the following:

(A) (i) construction of residential apartment buildings containing a total of 82 units, parking and storage for residents, fitness center and other common area amenities, an office for administration, together with all infrastructure to support the same (collectively, the "Residential Improvements"); and (ii) acquisition and installation of furniture, fixtures and equipment in the Residential Improvements (the "Residential Equipment"); all designed to attract young families and professionals that are currently either underserved by Utica's existing apartment stock or living outside the City and to fill a demonstrated need for market rate housing (the Residential Improvements and the Residential Equipment are referred to collectively as the "Residential Facility" and the acquisition, construction and equipping of the Residential Facility is referred to collectively as the "Residential Project"); and

(B) (i) construction of two extended stay hotels, each with approximately 100 rooms, together with all parking and infrastructure to support the same

(collectively, the “Hotel Improvements”); (ii) acquisition and installation of furniture, fixtures and equipment in the Hotel Improvements (the “Hotel Equipment”), designed to cater to families and transient business as well as guests seeking a more upscale destination lodging experience (the Hotel Improvements and the Hotel Equipment are referred to collectively as the “Hotel Facility” and the acquisition, construction and equipping of the Hotel Facility is referred to collectively as the “Hotel Project”)

the Land, the Residential Facility and the Hotel Facility are referred to collectively as the “Facility;” and the Residential Project and the Hotel Project are referred to collectively as the “Project, ” all of which are in furtherance of enhancing economic development in downtown Utica and specifically within the Harbor Point area; and

WHEREAS, the Company projects the Project will be constructed on the following timeline:

First hotel and access street (“Phase 1 Project”)	Commence May 1, 2025 Complete August 1, 2027
Second hotel (“Phase 2 Project”)	Commence August 1, 2026 Complete February 1, 2029
Residential Facility (“Phase 3 Project”)	Commence August 1, 2026 Complete February 1, 2029

WHEREAS, the Company will lease the Facility to the Agency pursuant to a Lease Agreement; and

WHEREAS, the Facility will be leased back to the Company (or an entity to be formed on behalf of the Company) for its operation pursuant to a Leaseback Agreement by and between the Agency and the Company (the “Leaseback Agreement”) and pursuant to Article 18-A of the General Municipal Law of the State of New York and Chapter 372 of the Laws of 1970 of the State of New York, as may be amended from time to time (collectively, the “Act”); and

WHEREAS, the Company intends to further sublease individual units comprising the Residential Facility to residential tenants to be identified from time to time (each a “Residential Sublessee” and collectively the “Residential Sublessees”); and

WHEREAS, the Company intends to finance a portion of the costs of the Facility by securing from one or more lenders to be identified one or more loans in the estimated principal aggregate sum of \$35,000,000.00, to be secured by one or more mortgages and other instruments said lender or lenders may require (collectively, the “Loan Documents”); and

WHEREAS, the City of Utica commissioned a housing study dated July 2022 (the “Utica Housing Study”) that identifies a need for market-rate housing; and

WHEREAS, the Utica Harbor Point Development Corporation (the “Development Corp.”) is an organization dedicated to the long term improvement and enhancement of Harbor Point in the City of Utica, and prepared a redevelopment plan that outlines a vision to revitalize the harbor area to create an economically sustainable mixed-used development project that will become a major new destination within the Mohawk Valley (the “Harbor Point Redevelopment Plan”); and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York; and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from sales and use taxes on materials incorporated into the Facility, exemptions from mortgage recording taxes, and abatement of real property tax for a period of twenty (20) years during which time the Company will pay as PILOT Payments for each phase as follows:

Hotel Facility (Phase 1)

- Years 1 – 3 During the construction period, 100% of taxes calculated based on the taxable status of the Facility as of March 1, 2024;
- Years 4 – 6 30% of taxes
- Years 7 – 12 56% of taxes
- Years 13 – 20 87% of taxes

Hotel Facility (Phase 2)

- Years 1 – 3 During the construction period, 100% of taxes calculated based on the taxable status of the Facility as of March 1, 2024;
- Years 4 – 6 30% of taxes
- Years 7 – 12 56% of taxes
- Years 13 – 20 87% of taxes

Residential Facility (Phase 3)

- Years 1 – 3 During the construction period, 100% of taxes calculated based on the taxable status of the Facility as of March 1, 2024;
- Years 4 – 6 15% of taxes
- Years 7 – 12 24.35% of taxes
- Years 13 – 20 39% of taxes

WHEREAS, the value of the proposed Financial Assistance is as follows:

	Hotel Phase 1	Hotel Phase 2	Residential Phase 3	Total
Sales Tax Exemption	\$717,500.00	\$535,938.00	\$890,313.00	\$2,143,751.00
Mortgage Recording Tax Exemption	\$87,000.00	\$65,250.00	\$108,750.00	\$261,000.00
Real Property Tax Exemption	\$1,456,714.00	\$1,468,258.00	\$6,179,195.00	\$9,104,167.00
Total	\$2,261,214.00	\$2,069,446.00	\$7,178,258.00	\$11,508,918.00

WHEREAS, PILOT Payments will be allocated among the taxing jurisdictions in the same proportion as taxes would be allocated but not for the Agency’s involvement, unless the taxing jurisdictions enter into a written agreement assigning a different allocation; and

WHEREAS, prior to the closing of a lease-leaseback transaction, and the granting of any Financial Assistance, a public hearing (the “Hearing”) will be held so that all persons with views in favor of or opposed to either the Financial Assistance contemplated by the Agency, or the location or nature of the Facility, can be heard; and

WHEREAS, notice of the Hearing will be given prior to the closing of a lease-leaseback transaction, and the granting of any Financial Assistance, and such notice (together with proof of publication) will be substantially in the form annexed hereto as **Exhibit A**; and

WHEREAS, the minutes of the Hearing are or will be annexed hereto as **Exhibit B**; and

WHEREAS, the Agency has given due consideration to the Application for Financial Assistance of the Company dated November 7, 2024 and the associated materials submitted therewith (collectively, the “Application”) and to representations by

the Company that the proposed lease-leaseback transaction is either an inducement to the Company to maintain and expand the Facility in the City of Utica or is necessary to maintain the competitive position of the Company in its industry; and

WHEREAS, as a condition of the proposed Financial Assistance, the Company agrees to create 11 full-time equivalent positions (“FTEs”) within two years of completion of the Phase 1 Hotel Project, 14 FTEs within two years of completion of the Phase 2 Hotel Project, 2 FTEs within two years of completion of the Phase 3 Residential Project, and maintain all at the Facility for the term of the Leaseback Agreement; and

WHEREAS, the proposed Financial Assistance is a deviation from the Agency’s Uniform Tax Exemption Policy (the “Policy”), to be more particularly described in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein; and

WHEREAS, the Company has requested the Agency deviate from its Policy for the reasons described in **Exhibit C** attached hereto;

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the “SEQR Act” or “SEQRA”), the Agency constitutes a “State Agency”; and

WHEREAS, to aid the Agency in determining whether the Facility may have a significant effect upon the environment, the Company has prepared and submitted to the Agency an Environmental Assessment Form and related documents (the “Questionnaire”) with respect to the Facility, a copy of which is on file at the office of the Agency; and

WHEREAS, in furtherance of the Harbor Point Redevelopment Plan, the City of Utica adopted a Final Generic Environmental Impact Statement on February 17, 2016 (the “GEIS”) relating to proposed development within the Harbor Point; and

WHEREAS, the City of Utica reviewed the Project and delivered a letter to the Agency confirming that the Project is within the scope of the GEIS (the “City SEQR Letter”); and

WHEREAS, prior to the granting of any Financial Assistance, the Agency will complete its environmental review and make determinations for purposes of SEQRA.

NOW, THEREFORE, BE IT RESOLVED by the City of Utica Industrial Development Agency (a majority of the members thereof affirmatively concurring) that:

- Section 1. (a) The Project constitutes a “project” within the meaning of the Act.
- (b) With respect to the Agency’s financial assistance for the Project and based on the City SEQR Letter, the Agency hereby affirms the GEIS and determines that the requirements of the SEQR Act and Regulations thereunder have been met. Accordingly, the Agency hereby determines that no additional SEQR review is required in connection with the provision of financial assistance in support of the Project.
- (c) The acquisition, construction and equipping of the Facility and the Financial Assistance thereof by the Agency, through the lease of the Facility to the Company by the Agency pursuant to a lease-leaseback transaction, will promote job opportunities, health, general prosperity and the economic welfare of the inhabitants of the City of Utica and the people of the State of New York and improve their standard of living, and thereby serve the public purposes of the Act and the same is, therefore, approved;
- (d) It is desirable and in the public interest for the Agency to enter into a lease-leaseback transaction, for the purpose of providing financial assistance for the acquisition, construction and equipping of the Facility, together with necessary incidental expenses in connection therewith as reflected in the Application.
- (e) The purpose of the Residential Project is to provide quality and affordable housing, which fills a need identified in the Utica Housing Study. The units in the Residential Project will be market-rate with an upscale finish, designed to attract young families and professionals that are currently either underserved by Utica’s existing apartment stock or living outside the City of Utica. Based on these representations made by the Company and the materials provided in the Application, the Residential Project will promote employment opportunities and prevent economic deterioration in the City of Utica.

Section 2. The form and substance of a proposed inducement agreement (in substantially the form presented to this meeting) by and between the Agency and the Company setting forth the undertakings of the

Agency and the Company with respect to the closing of the lease-leaseback transaction and the development of the Facility (the "Agreement") are hereby approved. The Chairman of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the Agreement, with such changes in terms and form as the Chairman shall approve. The execution thereof by the Chairman shall constitute conclusive evidence of such approval.

Section 3.

The Agency shall (i) assist with the acquisition, construction and equipping of the Facility, (ii) lease the Facility to the Company pursuant to an agreement by and between the Agency and the Company whereby the Company will be obligated, among other things, to make payments to or for the account of the Agency, subject to satisfaction of the following conditions: (i) the Company obtaining all necessary governmental approvals, (ii) approval of the directors of the Company, (iii) approval of the members of the Agency, (iv) satisfactory completion of the environmental review of the Facility by the Agency in compliance with the State Environmental Quality Review Act, (v) agreement by the Agency and the Company upon mutually acceptable terms and conditions for the Lease (or Leaseback) Agreement and other documentation usual and customary to transactions of this nature, (vi) the condition that there are no changes in New York State Law which prohibit or limit the Agency from fulfilling its obligation and commitment as herein set forth to enter into the sale-leaseback or lease-leaseback transaction, (vii) payment by the Company of the Agency's transaction fee and the fees and disbursements of bond counsel or transaction counsel, (viii) the Agency conducting a public hearing, and (ix) the Agency adopting a finding that the Residential Project will promote employment opportunities and prevent economic deterioration in the area served by the Agency.

Section 4.

The Company is herewith and hereby appointed the agent of the Agency to construct, equip and complete the Facility. The Company is hereby empowered to delegate its status as agent of the Agency to agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company may choose in order to renovate, equip and complete the Facility. The terms and conditions for the appointment of the Company as agent of the Agency for the purposes described in this resolution are set forth in the form of the attached letter addressed to the Company, marked as **Exhibit D** to this resolution. The form

of such letter is incorporated herein by reference and is approved and adopted by the Agency, and the Chairman or Executive Director of the Agency or any other duly authorized official of the Agency are authorized to execute and deliver such letter to the Company. The Agency hereby appoints the agents, subagents, contractors, subcontractors, materialmen, vendors and suppliers of the Company as agents of the Agency solely for purposes of making sales or leases of goods, services, and supplies to the Facility, and any such transaction between any agent, subagent, contractor, subcontractor, materialmen, vendor or supplier, and the Company, as agent of the Agency shall be deemed to be on behalf of the Agency and for the benefit of the Facility. The Company shall indemnify the Agency with respect to any transaction of any kind between and among the agents, subagents, contractors, subcontractors, materialmen, vendors and/or suppliers and the Company, as agent of the Agency.

Section 5. The law firm of Bond, Schoeneck & King, PLLC is appointed Transaction Counsel and Agency Counsel in connection with the lease-leaseback transaction.

Section 6. Counsel to the Agency and Transaction Counsel are hereby authorized to work with counsel to the Company and others to prepare, for submission to the Agency, all documents necessary to effect the lease-leaseback transaction.

Section 7. The Chairman of the Agency is hereby authorized and directed (i) to distribute copies of this resolution to the Company, (ii) to distribute copies of this resolution to the Oneida County Executive, the City of Utica Mayor, the Utica City School District Superintendent and the Clerk of the Board of Education of the Utica City School District and (iii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 8. The Agency is hereby authorized to conduct a public hearing.

Section 9. This resolution shall take effect immediately.

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103a and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of December 2024.

Jack N. Spaeth, Assistant Secretary

DRAFT

EXHIBIT A

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing pursuant to Article 18-A of the New York State General Municipal Law, will be held by the City of Utica Industrial Development Agency (the "Agency") on the ____ day of January 2025, at ____ AM, local time, at Utica City Hall, Urban & Economic Development Corporation conference room, Second Floor, One Kennedy Plaza, Utica, New York, in connection with the following matters:

Utica Harbor Lodging Group LLC, on behalf of itself and/or the principals of Utica Harbor Lodging Group LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the Agency to enter into a lease-leaseback transaction in which the Agency will assist in acquisition of parcels of land measuring 20± acres in the aggregate located at Wells Avenue, Utica Harbor Point, City of Utica, Oneida County, New York (collectively, the "Land") to undertake the following: (A) (i) construction of residential apartment buildings containing a total of 82 units, parking and storage for residents, fitness center and other common area amenities, an office for administration, together with all infrastructure to support the same (collectively, the "Residential Improvements"); and (ii) acquisition and installation of furniture, fixtures and equipment in the Residential Improvements (the "Residential Equipment"); all designed to attract young families and professionals that are currently either underserved by Utica's existing apartment stock or living outside the City and to fill a demonstrated need for market rate housing (the Residential Improvements and the Residential Equipment are referred to collectively as the "Residential Facility" and the acquisition, construction and equipping of the Residential Facility is referred to collectively as the "Residential Project"); and (B) (i) construction of two extended stay hotels, each with approximately 100 rooms, together with all parking and infrastructure to support the same (collectively, the "Hotel Improvements"); (ii) acquisition and installation of furniture, fixtures and equipment in the Hotel Improvements (the "Hotel Equipment"), designed to cater to families and transient business as well as guests seeking a more upscale destination lodging experience (the Hotel Improvements and the Hotel Equipment are referred to collectively as the "Hotel Facility" and the acquisition, construction and equipping of the Hotel Facility is referred to collectively as the "Hotel Project") the Land, the Residential Facility and the Hotel Facility are referred to collectively as the "Facility;" and the Residential Project and the Hotel Project are referred to collectively as the "Project, " all of which are in furtherance of enhancing economic development in downtown Utica and specifically within the Harbor Point area. The Facility will be initially operated by the Company.

The Company will lease the Facility to the Agency for a term of approximately twenty (20) years (the "Lease Term"). The Agency will lease the Facility back to the Company for the Lease Term, and the Company will further sub-sublease the Residential Facility to residential tenants to be determined from time to time. At the end of the Lease Term, the Agency will terminate its leasehold interest in the

Facility. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from sales and use taxes on materials incorporated into the Facility, exemptions from mortgage recording taxes and abatement of real property tax for a period of twenty (20) years during which time the Company will pay as PILOT Payments:

For the Hotel Facilities:

- Years 1 – 3 During the construction period, 100% of taxes calculated based on the taxable status of the Facilities as of March 1, 2024;
- Years 4 – 6 30% of taxes
- Years 7 – 12 56% of taxes
- Years 13 – 20 87% of taxes

For the Residential Facility:

- Years 1 – 3 During the construction period, 100% of taxes calculated based on the taxable status of the Facility as of March 1, 2024;
- Years 4 – 6 15% of taxes
- Years 7 – 12 24.35% of taxes
- Years 13 – 20 39% of taxes

PILOT Payments will be allocated among the taxing jurisdictions in the same proportion as taxes would be allocated but not for the Agency's involvement, unless the taxing jurisdictions enter into a written agreement assigning a different allocation. The proposed financial assistance is a deviation from the Agency's Uniform Tax Exemption Policy, more particularly described in the Inducement Resolution adopted by the Agency on December 11, 2024 and to be confirmed in in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein.

A representative of the Agency will at the above-stated time and place hear and accept written comments from all persons with views in favor of or opposed to either the proposed financial assistance to the Company or the location or nature of the Facility. Comments may also be submitted to the Agency in writing or electronically prior to the Public Hearing. Minutes of the Public Hearing will be transcribed and posted on the Agency's website. A copy of the Application for Financial Assistance filed by the Company with the Agency, including an analysis of the costs and benefits of the proposed Project, is available for public inspection at the offices of the Agency, One Kennedy Plaza, Utica, New York and on the Agency's website.

CITY OF UTICA INDUSTRIAL
DEVELOPMENT AGENCY

Dated: December ____, 2024

By: /s/ Vincent J. Gilroy, Jr., Chairman

EXHIBIT B

MINUTES OF PUBLIC HEARING

City of Utica Industrial Development Agency
2025 Real Estate Lease
Utica Harbor Lodging Group LLC Facility

1. Jack Spaeth, Executive Director of the City of Utica Industrial Development Agency (the "Agency"), called the hearing to order at _____ a.m.
2. The Executive Director, also being the Assistant Secretary of the Agency, recorded the minutes of the hearing.
3. The Executive Director then described the proposed project and related financial assistance as follows:

Utica Harbor Lodging Group LLC, on behalf of itself and/or the principals of Utica Harbor Lodging Group LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the Agency to enter into a lease-leaseback transaction in which the Agency will assist in acquisition of parcels of land measuring 20± acres in the aggregate located at Wells Avenue, Utica Harbor Point, City of Utica, Oneida County, New York (collectively, the "Land") to undertake the following: (A) (i) construction of residential apartment buildings containing a total of 82 units, parking and storage for residents, fitness center and other common area amenities, an office for administration, together with all infrastructure to support the same (collectively, the "Residential Improvements"); and (ii) acquisition and installation of furniture, fixtures and equipment in the Residential Improvements (the "Residential Equipment"); all designed to attract young families and professionals that are currently either underserved by Utica's existing apartment stock or living outside the City and to fill a demonstrated need for market rate housing (the Residential Improvements and the Residential Equipment are referred to collectively as the "Residential Facility" and the acquisition, construction and equipping of the Residential Facility is referred to collectively as the "Residential Project"); and (B) (i) construction of two extended stay hotels, each with approximately 100 rooms, together with all parking and infrastructure to support the same (collectively, the "Hotel Improvements"); (ii) acquisition and installation of furniture, fixtures and equipment in the Hotel Improvements (the "Hotel Equipment"), designed to cater to families and transient business as well as guests seeking a more upscale destination lodging experience (the Hotel Improvements and the Hotel Equipment are referred to

collectively as the “Hotel Facility” and the acquisition, construction and equipping of the Hotel Facility is referred to collectively as the “Hotel Project”) the Land, the Residential Facility and the Hotel Facility are referred to collectively as the “Facility;” and the Residential Project and the Hotel Project are referred to collectively as the “Project, ” all of which are in furtherance of enhancing economic development in downtown Utica and specifically within the Harbor Point area. The Facility will be initially operated by the Company.

The Company will lease the Facility to the Agency for a term of approximately twenty (20) years (the “Lease Term”). The Agency will lease the Facility back to the Company for the Lease Term, and the Company will further sub-lease the Residential Facility to residential tenants to be determined from time to time. At the end of the Lease Term, the Agency will terminate its leasehold interest in the Facility. The Agency contemplates that it will provide financial assistance to the Company in the form of exemptions from sales and use taxes on materials incorporated into the Facility, exemptions from mortgage recording taxes and abatement of real property tax for a period of twenty (20) years during which time the Company will pay as PILOT Payments:

For the Hotel Facilities:

- Years 1 – 3 During the construction period, 100% of taxes calculated based on the taxable status of the Facilities as of March 1, 2024;
- Years 4 – 6 30% of taxes
- Years 7 – 12 56% of taxes
- Years 13 – 20 87% of taxes

For the Residential Facility:

- Years 1 – 3 During the construction period, 100% of taxes calculated based on the taxable status of the Facility as of March 1, 2024;
- Years 4 – 6 15% of taxes
- Years 7 – 12 24.35% of taxes
- Years 13 – 20 39% of taxes

PILOT Payments will be allocated among the taxing jurisdictions in the same proportion as taxes would be allocated but not for the Agency’s involvement, unless the taxing jurisdictions enter into a written agreement assigning a different allocation. The proposed financial assistance is a deviation from the Agency’s Uniform Tax Exemption Policy, more particularly described in the Inducement Resolution adopted by the Agency on December 11, 2024 and to be confirmed in in a Final Authorizing Resolution to be adopted by the Agency prior to the closing of the transactions described herein.

4. The Executive Director then opened up the hearing for comments from the floor for or against the proposed financial assistance and the location and nature of the Facility. Below is a listing of the persons heard and a summary of their views.
5. The Executive Director then asked if there were any further comments, and, there being none, the hearing was closed at _____ a.m.

(Assistant) Secretary

STATE OF NEW YORK)
 : SS.:
COUNTY OF ONEIDA)

I, the undersigned Assistant Secretary of the City of Utica Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the foregoing copy of the minutes of a public hearing held by the City of Utica Industrial Development Agency (the "Agency") on January __, 2025 at ____ a.m. local time, at Utica City Hall, Urban & Economic Development Corporation conference room, Second Floor, One Kennedy Plaza, Utica, New York with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the minutes in connection with such matter.

I FURTHER CERTIFY that (i) pursuant to Title 1 of Article 18-A of the New York General Municipal Law, said hearing was open to the general public, and public notice of the time and place of said hearing was duly given in accordance with such Title 1 of Article 18-A, (ii) the hearing in all respects was duly held, and (iii) members of the public had an opportunity to be heard.

IN WITNESS WHEREOF, I have hereunto set my hand as of _____, 2025.

(Assistant) Secretary

EXHIBIT C

COMPANY DEVIATION CRITERIA

- **The nature of the proposed project (e.g., manufacturing, commercial, civic)**

The proposed project consists of residential market rate housing and two limited-service hotels. The Company has worked cooperatively with the Utica Harbor Point Development Corporation (the "Development Corporation") to plan the Project to complement the City's other development efforts and to address existing and anticipated needs. The units in the Residential Project will be market-rate with an upscale finish, designed to attract young families and professionals that are currently either underserved by Utica's existing apartment stock or living outside the City. Based on its experience, the Company sees a current and expanding need for extended stay rooms in the City. Both the elements of the Project as well as details such as location, infrastructure and amenities have been developed with the active input of the Development Corporation's board and consultants.

- **The nature of the property before the project begins (e.g., vacant land, vacant buildings)**

The property is vacant land located in the Utica Harbor Point, which the City of Utica and the Development Corporation have identified as a priority for development. The Project envisages transforming a series of contaminated former industrial sites bordering the canal harbor into a mix of recreation, entertainment, lodging and retail uses that will both attract new commerce and families and enhance the opportunities for those already living and working in the City and its surrounding communities.

- **The economic condition of the area at the time of the application**

The City of Utica commissioned a housing study dated July 2022 demonstrating a need for quality market rate housing. The Residential Facility will consist of market-rate rental units targeting renters who are underserved by the city's current rental mix and thus forced to choose between living outside the city or settling for "down market" rental options. The housing study makes clear that subsidies will be necessary to support the housing development Utica needs.

- **The extent to which a project will create or retain permanent, private sector jobs**

The Company has committed to creating 27 new full-time equivalent positions as a result of undertaking the Project.

- **The estimated value of tax exemptions to be provided**

The property is currently on the exempt roll and generating no tax revenue. The Company submitted a cost/benefit analysis report prepared by an independent firm confirming the benefit of the project to the area will significantly outweigh the cost of the proposed tax exemptions.

- **The impact of the project and the proposed tax exemptions on affected tax jurisdictions**

The cost/benefit analysis report states the project will not result in significant additional costs to local government and it will not have a negative impact on costs to the school district.

- **The impact of the proposed project on existing and proposed businesses and economic development projects in the City**

The residential project will add 82 market rate apartments to the City of Utica housing supply, which will fill a demonstrated demand for housing targeted at young professionals and active adults cited in the City of Utica Housing Study dated July 2022. The tax exemptions are necessary to allow the Company to rent the residential units at an affordable market rate. The Company predicts that introducing 82 quality market rate housing units into the City of Utica will entice households into the City, relieve some of the over-demand on the City's limited supply of quality rental housing stock to the benefit of lower- and middle-income city residents and encourage owners of existing rental properties in the City to better maintain their properties to remain viable rental options.

- **The amount of private sector investment generated or likely to be generated by the proposed project**

The Company has committed to investing \$60,000,000.00 into the Project, as a condition of the financial assistance.

- **The effect of the proposed project upon the environment**

A Generic Environmental Impact Statement (GEIS) has been prepared for the harbor redevelopment project, and the City of Utica confirmed that the Project falls within the scope of the GEIS.

- **The extent to which the proposed project will provide additional sources of revenue for municipalities and school districts in which the project is located**

The Hotel Project will generate room tax and sales tax. It is reasonable to expect the Residential Project will attract residents who are currently living outside the City into the City, which will have a multiplier effect on taxes generated.

DRAFT

EXHIBIT D

FORM OF AGENCY APPOINTMENT LETTER

(To be copied on Agency letterhead and delivered to the Company for each phase of development, when appropriate.)

_____, 2025

Utica Harbor Lodging Group, LLC
508 White Spruce Boulevard
Rochester, New York 14623

Re: *City of Utica Industrial Development Agency 2025 Lease-Leaseback Transaction
Utica Harbor Lodging Group, LLC Facility [PHASE ____ PROJECT]*

Ladies and Gentlemen:

Pursuant to a resolution duly adopted on December 11, 2024, the City of Utica Industrial Development Agency (the "Agency") appointed Utica Harbor Lodging Group, LLC, on behalf of itself and/or the principals of Utica Harbor Lodging Group, LLC, and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company"), the true and lawful agent of the Agency to enter into a transaction in which the Agency will assist in the Utica Harbor Lodging Group LLC, on behalf of itself and/or the principals of Utica Harbor Lodging Group LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the "Company") has applied to the Agency to enter into a lease-leaseback transaction in which the Agency will assist in acquisition of parcels of land measuring 20± acres in the aggregate located at Wells Avenue, Utica Harbor Point, City of Utica, Oneida County, New York (collectively, the "Land") to undertake the following: (A) (i) construction of residential apartment buildings containing a total of 82 units, parking and storage for residents, fitness center and other common area amenities, an office for administration, together with all infrastructure to support the same (collectively, the "Residential Improvements"); and (ii) acquisition and installation of furniture, fixtures and equipment in the Residential Improvements (the "Residential Equipment"); all designed to attract young families and professionals that are currently either underserved by Utica's existing apartment stock or living outside the City and to fill a demonstrated need for market rate housing (the Residential Improvements and the Residential Equipment are referred to collectively as the "Residential Facility" and the acquisition, construction and equipping of the Residential Facility is referred to collectively as the "Residential Project"); and (B) (i) construction of two extended stay hotels, each with approximately 100 rooms, together with all parking and infrastructure to support the same (collectively, the "Hotel Improvements"); (ii) acquisition and installation of furniture, fixtures and equipment in the Hotel

Improvements (the “Hotel Equipment”), designed to cater to families and transient business as well as guests seeking a more upscale destination lodging experience (the Hotel Improvements and the Hotel Equipment are referred to collectively as the “Hotel Facility” and the acquisition, construction and equipping of the Hotel Facility is referred to collectively as the “Hotel Project”) the Land, the Residential Facility and the Hotel Facility are referred to collectively as the “Facility;” and the Residential Project and the Hotel Project are referred to collectively as the “Project, ” all of which are in furtherance of enhancing economic development in downtown Utica and specifically within the Harbor Point area.

It is the intent of the Agency that this agency appointment include, from the effective date of such appointment, authority to purchase, lease and otherwise use on behalf of the Agency all materials, equipment, goods, services and supplies to be incorporated into and made an integral part of the Facility and also include the following activities as they relate to the Project, whether or not any materials, equipment or supplies described below are incorporated into or become an integral part of the Facility: (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with the Project; (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description used in connection with the Project including all utility services and (iii) all purchases, leases, rentals and uses of equipment, machinery, and other tangible personal property (including installation costs), installed or placed in, upon or under such building, including all repairs and replacements of such property.

The agency appointment includes the power to delegate such agency appointment, in whole or in part, to agents, subagents, contractors, subcontractors, materialmen, suppliers and vendors of the Company and to such other parties as the Company chooses so long as they are engaged, directly or indirectly, in the activities hereinbefore described.

In exercising this agency appointment, the Company, its agents, subagents, contractors and subcontractors, should give the supplier or vendor a copy of this letter to show that the Company, its agents, subagents, contractors and subcontractors are each acting as agent for the Agency. Construction contracts, purchase orders and other agreements relating to the project should be executed by the Company, or any sub-agent appointed by the Company, as agent of the Agency. Also, purchases must be billed or invoiced by the vendor to the Company, or any sub-agent appointed by the Company, as agent of the Agency (e.g. “Utica Harbor Lodging Group, LLC as agent for the City of Utica Industrial Development Agency”). The supplier or vendor should identify the Facility as the “**Utica Harbor Lodging Group, LLC [NAME OF PHASE] Facility**” on each bill or invoice and indicate thereon that the Company, its agents, subagents, contractors and subcontractors acted as agent for the City of Utica Industrial Development Agency in making the purchase. You and each of your agents, subagents, contractors and/or subcontractors claiming a sales tax exemption in connection with the Facility must

execute a copy of the Contract in Lieu of Exemption Certificate attached hereto, and must complete a New York State Department of Taxation and Finance Form ST-60. Original copies of each Contract in Lieu of Exemption Certificate and completed Form ST-60 must be delivered to the Agency within five (5) days of the appointment of each of your agents, subagents, contractors or subcontractors. Any agent, subagent, contractor or subcontractors of the Company which delivers completed Form ST-60 to the Agency will be deemed to be the agent, subagent, contractor or subcontractor of the Agency for purposes of acquiring, renovating and equipping the Facility. **Failure to comply with these requirements may result in loss of sales tax exemptions for the Facility.**

You should be aware that the New York State General Municipal Law requires you to file with the New York State Department of Taxation and Finance Form ST-340 (Annual Report of Sales and Use Tax Exemptions Claimed by Agent/Project Operator of Industrial Development Agency/Authority) regarding the value of sales tax exemptions you, your agents, consultants or subcontractors have claimed pursuant to the authority we have conferred on you with respect to this Project. This statement must be filed on an annual basis for as long as the Company is claiming a sales tax exemption. **The penalty for failure to file such statement is the removal of your authority to act as an agent.**

The value of exemptions from sales and use taxes on materials and equipment currently authorized by the Agency is not to exceed \$2,143,750.00 in the aggregate and \$_____ for Phase __. If the exemptions claimed by the Company exceed (a) \$100,000 between the inducement date and the date of the public hearing, (b) \$_____ for Phase __ or (c) \$2,143,750.00 for the Project in the aggregate, it may subject the Company to recapture by New York State of the New York State portion of sales tax.

The aforesaid appointment of the Company as agent of the Agency to construct and equip the **[NAME OF PHASE]** Facility shall expire on December 11, 2025. If, for some reason, this transaction never closes, you will be liable for payment of the sales tax, if applicable and you are not otherwise exempt, on all materials purchased.

Please sign and return a copy of this letter for our files.

Very truly yours,

CITY OF UTICA INDUSTRIAL DEVELOPMENT AGENCY

By: _____
Jack N. Spaeth, Executive Director

ACCEPTED and AGREED

UTICA HARBOR LODGING GROUP, LLC

By: _____

Name:

Title:

DRAFT

TO: All Contractors, Subcontractors,
Suppliers and Vendors, etc. of
Utica Harbor Lodging Group, LLC

Attached please find a "Contract in Lieu of Exemption Certificate" (the "Contract") which will serve as documentation for not charging Utica Harbor Lodging Group, LLC (the "Company") sales or use tax in connection with any purchase, lease, rental or other use of materials, equipment, goods, services or supplies at the facility to be owned or leased by the City of Utica Industrial Development Agency (the "Agency") and described in Addendum A to the aforesaid Contract (the "Facility").

Also attached is a letter signed by the Agency appointing the Company as its agent for the purpose of renovating and equipping the Facility. This letter authorizes the Company to delegate its authority as agent of the Agency to its agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company authorizes.

In accordance with the authority granted to the Company by the Agency, you are hereby appointed as agent of the Agency for the purpose of making purchases or leases of materials, equipment, goods, services and supplies with respect to the Facility. **Your appointment as agent of the Agency is contingent upon your completing the attached Form ST-60 and returning it to us and the Form ST-60 then being filed by the Agency with the New York State Department of Taxation and Finance.**

Very truly yours,

UTICA HARBOR LODGING GROUP, LLC

By: _____

Name:

Title:

cc: City of Utica Industrial Development Agency

CONTRACT IN LIEU OF EXEMPTION CERTIFICATE

This Contract is entered into by and between **UTICA HARBOR LODGING GROUP, LLC** (the "Company"), as agent for and on behalf of the City of Utica Industrial Development Agency, a public benefit corporation and a governmental agency of the State of New York (the "Agency") in connection with the construction, equipping and completion of the facility described in Addendum A hereto (the "Facility") and the contractor or the subcontractor more particularly described on page 2 hereof (the "Contractor").

Pursuant to the authority granted to the Company, as agent of the Agency, the Contractor is hereby appointed agent of said Agency for purposes of completing, executing or otherwise carrying out the obligations imposed under this Contract.

The Contractor acknowledges that the Agency has acquired or will acquire a leasehold interest in the Facility and the Agency is a public benefit corporation and governmental entity of the State of New York. By reason of such status, Agency and its agents acting on its behalf are exempt from payment of all New York State and local sales and use taxes on the purchase or lease of all materials, equipment, goods, services and supplies incorporated into and made an integral component part of any structure, building or real property which becomes the property of Agency, and all equipment, machinery and other tangible personal property (including installation costs with respect thereto) which becomes the property of Agency or in which the Agency has a leasehold interest. In addition, Agency and its agents acting on its behalf are exempt from all sales and use taxes arising out of or connected with the following, as they relate to performance under this Contract: (i) purchases, leases, rentals and other uses of tools, machinery and equipment, and (ii) purchases, leases, rentals, uses or consumption of supplies, goods, materials and services of every kind and description; provided, however, that exemption from sales and use tax with respect to clauses (i) and (ii) above shall apply only if the Contractor is then acting as agent for Agency under the terms of this Contract.

Pursuant to these exemptions from sales and use taxes, the Contractor shall not include such taxes in its contract price, bid, or reimbursable costs, as the case may be. If the Contractor does not comply with the requirements for sales and use tax exemptions, as described above, then it shall be responsible for and pay any and all applicable New York State sales and use taxes, and no portion thereof shall be charged or billed to the Agency or the Company directly or indirectly, the intent of this Contract being that neither Agency nor the Company shall be liable for any of the sales or use taxes described above. This Contract may be accepted by the Contractor in lieu of an exemption certificate, and the Contractor shall retain a copy hereof to substantiate the sales and use tax exemption.

The aforesaid appointment of the Company as agent of the Agency to renovate and equip the Facility shall expire at the earlier of (a) the completion of such activities and improvements, or (b) December 11, 2025, provided, however, such appointment

may be extended at the discretion of the Agency, upon the written request of the Company if such activities and improvements are not completed by such time, and further provided that the Agency shall not unreasonably withhold its consent to the extension of such appointment.

The value of exemptions from sales and use taxes on materials and equipment currently authorized by the Agency is not to exceed \$2,143,750.00 in the aggregate and \$_____ for Phase __. If the exemptions claimed by the Company exceed (a) \$100,000 between the inducement date and the date of the public hearing, (b) \$_____ for Phase __ or (c) \$2,143,750.00 for the Project in the aggregate, it may subject the Company to recapture by New York State of the New York State portion of sales tax.

The Agency shall have the right to assign this Contract to the Company by written notice to the Contractor and without written consent of the Contractor, in which case Agency shall be relieved of all obligations hereunder. In the event of such assignment, all applicable sales and use taxes shall be added to the purchase price and paid to the Contractor pursuant to a change order. All of the above provisions with respect to exemptions for New York State sales and use taxes shall apply to all subcontractors and other parties in privity of contract with the Company, Agency or the Contractor pursuant to the terms of this Contract.

OWNER:

UTICA HARBOR LODGING GROUP, LLC

as agent for and on behalf of the City of
Utica Industrial Development Agency

[Insert name of Contractor or
Subcontractor]

By: _____
Name:
Title:

By: _____
Name:
Title:

DATE: _____

DATE: _____

Address of Contractor or
Subcontractor:

cc: City of Utica Industrial Development Agency

ADDENDUM A

DESCRIPTION OF THE FACILITY

Acquisition of parcels of land measuring 20± acres in the aggregate located at Wells Avenue, Utica Harbor Point, City of Utica, Oneida County, New York (collectively, the “Land”) to undertake the following: (A) (i) construction of residential apartment buildings containing a total of 82 units, parking and storage for residents, fitness center and other common area amenities, an office for administration, together with all infrastructure to support the same (collectively, the “Residential Improvements”); and (ii) acquisition and installation of furniture, fixtures and equipment in the Residential Improvements (the “Residential Equipment”); all designed to attract young families and professionals that are currently either underserved by Utica’s existing apartment stock or living outside the City and to fill a demonstrated need for market rate housing (the Residential Improvements and the Residential Equipment are referred to collectively as the “Residential Facility” and the acquisition, construction and equipping of the Residential Facility is referred to collectively as the “Residential Project”); and (B) (i) construction of two extended stay hotels, each with approximately 100 rooms, together with all parking and infrastructure to support the same (collectively, the “Hotel Improvements”); (ii) acquisition and installation of furniture, fixtures and equipment in the Hotel Improvements (the “Hotel Equipment”), designed to cater to families and transient business as well as guests seeking a more upscale destination lodging experience (the Hotel Improvements and the Hotel Equipment are referred to collectively as the “Hotel Facility” and the acquisition, construction and equipping of the Hotel Facility is referred to collectively as the “Hotel Project”) the Land, the Residential Facility and the Hotel Facility are referred to collectively as the “Facility;” and the Residential Project and the Hotel Project are referred to collectively as the “Project, ” all of which are in furtherance of enhancing economic development in downtown Utica and specifically within the Harbor Point area.

- The Phase 1 Project consists of the construction of an access road and construction and equipping of Hotel Facility #1.
- The Phase 2 Project consists of the construction and equipping of Hotel Facility #2.
- The Phase 3 Project consists of the construction and equipping of the Residential Facility.