

Pursuant to and in accordance with Sections 2897(7) (b) and (c) of the Public Authorities Law (“PAL”), the Albany Convention Center Authority (the “ACCA”) has prepared the following information for the ACCA Board and the public:

TRANSACTION & PURPOSE

The ACCA in furtherance of its statutory purposes to site and construct convention center facilities in downtown Albany acquired a number of parcels of real property from various public and private entities. The ACCA owns in fee title approximately 3.24 acres and has a leasehold interest in approximately 1.43 acres, all within a six acre area generally bounded by Hudson Avenue, South Pearl Street, Liberty Street and the South Mall arterial where the proposed convention center facilities were intended to be located. Fiscal restraints resulted in the development of an alternative plan for the convention facilities at an alternative site within downtown Albany. The previously acquired 4.67 acres, as more particularly described on the attached property list, are no longer necessary for the alternative plan and is therefore surplus property of the ACCA (the “Former Site”).

It is the desire of the ACCA to dispose of the Former Site in order to eliminate the carrying costs associated therewith and to redirect its resources, both financial and human, to its core mission of operating the Albany Capital Center. Additionally, given that the Former Site consists of a sizeable portion of land in downtown Albany, the ACCA also has a general civic desire to see the property put responsibly back into productive use through a comprehensive re-development initiative. However, in accordance with its enabling legislation, the ACCA is restricted in its ability to develop real property for purposes other than for convention facilities. As a result, the ACCA in conjunction with the New York State Office of General Services (“OGS”) and Empire State Development Corporation (“ESDC”) initiated a proposed transfer of the Former Site through the use of a Request for Proposal (“RFP”) issued by ESDC. Subsequent to two unsuccessful RFP attempts, ESDC commissioned a study to assess the feasibility for redevelopment and to provide strategic recommendations for advancing such redevelopment (the “Feasibility Study”). Upon review of the Feasibility Study, the ACCA determined that a disposition of the Former Site to a local quasi-governmental entity would best achieve the ACCA’s desire to (i) eliminate the carry costs associated with property and (ii) have the property redeveloped in a comprehensive and responsible manner taking into consideration local public interests.

Capitalize Albany Corporation (“CAC”) informed the ACCA of its interest in undertaking the redevelopment initiative of the Former Site. Subsequent to a period of due diligence, the ACCA determined that CAC was an appropriate transferee of the property in order to achieve the ACCA’s desires with respect to such property and CAC confirmed its commitment to undertaking the redevelopment initiative. CAC is a registered 501(c)(3) not-for-profit organization implementing programs and resources to create, retain and attract business in the City of Albany, serves as the city’s economic development arm and is a local public authority as defined in, and pursuant to, section 2(2) of the PAL.

Based upon the foregoing, the ACCA is proposing to transfer all of its rights, title and interest in and to those certain ground leases and parcels of real property comprising the Former Site, as more particularly described on the attached, to CAC, or other entity wholly owned by CAC, for nominal consideration for the ultimate disposition and development by CAC (the “Disposition”).

(1) Description of Asset:

The Former Site is comprised of approximately 4.67 acres located in downtown Albany, New York, consisting of vacant buildings and parking lots as more particularly described in **Exhibit A** attached hereto. In addition, to fee title, the Former Site being disposed of will also include an assignment of ACCA’s interest in three ground leases.

(2) Appraisal of the FMV:

The ACCA had the various parcels and leases appraised, which established a fair market value range of \$3,165,000 to \$4,710,000.

(3) Kind and Amount of Benefit to the Public:

The transfer of the Former Site will eliminate the carrying costs associated with such and thereby enable the ACCA to refocus its resources, financial and human, to its core public mission and purpose of operating the Albany Capital Center. In addition, the transfer will enable the Former Site to be redeveloped in a comprehensive and responsible manner taking into consideration local public interests as opposed to being sold to the highest bidder for unknown purposes. Thus, the proposed transfer as set forth herein is being undertaken in the public’s interest by (i) unburdening the ACCA from activities unrelated to its legislative mission and (ii) facilitating the re-development of a key area within downtown Albany.

(4) Value Received Compared to FMV:

Monetary value received by ACCA: \$1.00

Appraised FMV: \$3,165,000.00 to \$4,710,000.00

As more particularly described herein, the ACCA will also receive value from the transfer that is not reflected in the nominal consideration being used for purposes of the legal transaction.

Upon approval of by the ACCA of a Purchase and Sale Agreement, the ACCA will provide written notification of the Disposition to the Governor, the Speaker of the Assembly and the Temporary President of the Senate pursuant to PAL §2897(7)(iii). Therefore, the proposed Disposition will be exempt from publicly advertising for bids pursuant to PAL §2897(6) (c) (v) and obtaining fair market value pursuant to PAL §2897(7)(iii), absent a denial by the Governor, Speaker or Temporary President.

(5) Names of Private Parties to the Transaction and Value Received:

None. The CAC is a local public authority as defined in, and pursuant to, section 2(2) of the PAL.

(6) Names of Private Parties that have made an Offer, the Value of the Offer, and Purpose which the asset would have been used:

None.

**EXHIBIT A
PROPERTY LIST**

| ADDRESS | PARCEL # | SIZE (AC) +/- |
|------------------|-----------------|----------------------|
| 10 Dallius St. | 76.42-5-34 | 0.3 |
| 27 Dallius St. | 76.50-1-23 | 0.42 |
| 56 Division St. | 76.50-1-3 | 0.04 |
| 54 Division St. | 76.50-1-4 | 0.03 |
| 52 Division St. | 76.50-1-5 | 0.03 |
| 57 Green St. | 76.50-1-6 | 0.04 |
| 57 ½ Green St. | 76.50-1-7 | 0.01 |
| 61 Green St. | 76.50-1-9 | 0.013 |
| 65 Green St. | 76.50-1-10 | 0.07 |
| 65 Hamilton St. | 76.50-1-12 | 0.02 |
| 67 Hamilton St. | 76.50-1-13 | 0.02 |
| 62 Green St. | 76.50-1-15 | 0.02 |
| 62 ½ Green St. | 76.50-1-16 | 0.02 |
| 64 Green St. | 76.50-1-17 | 0.04 |
| 66 Green St. | 76.50-1-18 | 0.06 |
| 72 Green St. | 76.50-1-19 | 0.08 |
| 74 Green St. | 76.50-1-20 | 0.04 |
| 46 Division St. | 76.50-1-21 | 0.02 |
| 44 Division St. | 76.50-1-22 | 0.03 |
| 3 City Square | 76.11-1-7 | 0.44 |
| 324 Broadway | 76.11-1-8 | 0.14 |
| 320 Broadway | 76.11-1-9 | 0.05 |
| 310 Broadway | 76.11-1-10 | 0.29 |
| 5 Pruyn St. | 76.11-1-13 | 0.09 |
| 346-350 Broadway | 76.11-1-31 | 0.21 |
| 330 Broadway | 76.11-1-34 | 0.08 |
| 328 Broadway | 76.11-1-36 | 0.2 |
| 50 Hudson Ave | 76.42-5-25 | 0.07 |
| 358 Broadway | 76.42-5-44 | 0.25 |
| TOTAL FEE | | 3.24 |

| ADDRESS | PARCEL # | SIZE (AC) +/- |
|-----------------|-----------------|----------------------|
| 298 Broadway | 76.11-1-12 | 0.03 |
| 58 Green St. | 76.42-5-21 | 0.02 |
| 54 Green St. | 76.42-5-22 | 0.05 |
| 50 Green St. | 76.42-5-23 | 0.07 |
| 52 Hudson St. | 76.42-5-24 | 0.04 |
| 46 Hudson St. | 76.42-5-27 | 0.13 |
| 37 Division St. | 76.42-5-28 | 0.01 |
| 41 Division St. | 76.42-5-29 | 0.03 |
| 43 Division St. | 76.42-5-30 | 0.04 |
| 45 Division St. | 76.42-5-31 | 0.04 |
| 47 Division St. | 76.42-5-32 | 0.04 |
| 49 Division St. | 76.42-5-33 | 0.04 |

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|------------------------|-------------|-------------|
| 14 Dallius St. | 76.50-1-24 | 0.1 |
| 22 Dallius St. | 76.50-1-25 | 0.04 |
| 39 Hamilton St. | 76.50-1-26 | 0.03 |
| 37 Hamilton St. | 76.50-1-27 | 0.05 |
| 31 Hamilton St. | 76.50-1-28 | 0.06 |
| 23 Liberty St. | 76.50-1-29 | 0.14 |
| 28 Division St. | 76.50-1-30 | 0.1 |
| 342 Broadway | 76.50-1-32 | 0.11 |
| 388 Broadway | 76.50-1-233 | 0.25 |
| 330 Broadway | 76.50-1-35 | 0.01 |
| TOTAL LEASEHOLD | | 1.43 |

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|--------------------|--|-------------|
| GRAND TOTAL | | 4.67 |
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