

**RESOLUTION OF THE MEMBERS OF THE BOARD OF THE ALBANY
CONVENTION CENTER AUTHORITY TO AUTHORIZE AMENDING AND
RESTATING AN AGREEMENT WITH THE OPERATOR OF THE
ALBANY CAPITAL CENTER**

SEPTEMBER 26, 2025

WHEREAS, the Albany Convention Center Authority (the “Authority”) is a public benefit corporation established to design, develop, plan, finance, create, site, construct, renovate, administer, operate, manage, and maintain a convention center and related facilities to be located in the City of Albany, New York; and

WHEREAS, pursuant to Section 2675-e of the Public Authorities Law, the Authority has the power to contract for services of architects, engineers, consultants, lawyers, financial and other professional consultants and advisors, developers, contractors, vendors, concessionaires, tenants, and/or convention facility users, occupant managers and service providers; and

WHEREAS, pursuant to Resolution No. 23-14 dated August 22, 2014, the Authority authorized entering into an agreement with SMG for the operations of the convention center facility (the “Management Agreement”); and

WHEREAS, in October of 2019 SMG merged with AEG Facilities to form ASM Global; and

WHEREAS, SMG, now ASM Global, had been operating the convention facility pursuant to and in accordance with the Management Agreement, which expired on December 31, 2020, which was extended and amended by the Amended and Restated Management Agreement with ASM Global Albany, LLC dated as of January 1, 2021 and adopted pursuant to Resolution 08 - 20 adopted on July 30, 2020; and

WHEREAS, the Amended and Restated Management Agreement expires on December 31, 2025 and the Authority desires to exercise its last option within the Amended and Restated Management Agreement to extend the term of such agreement for one additional five (5) year period; and

WHEREAS, the Authority and ASM Global are desirous of entering into a Second Amended and Restated Management Agreement to establish the extended term and to make other certain revisions as deemed necessary or desirable in connection therewith; and

NOW, THEREFORE BE IT RESOLVED by the Members of the Board of the Authority, as follows:

SECTION 1: The Members of the Board of the Authority hereby approves entering into a Second Amended and Restated Management Agreement with ASM Global Albany, LLC for the operations of the Albany Capital Center in a form substantially similar to the agreement attached hereto.

SECTION 2: The Chair and Executive Director, each of them without the other, are hereby authorized, on behalf of the Authority, to execute, acknowledge and deliver the Seconded Amended and Restated Management Agreement in substantially the form attached hereto, with such changes, variations, omissions and insertions as the officer of the Authority signing same shall approve, the execution thereof by such officer to constitute conclusive evidence of such approval.

SECTION 3: The Chair and Executive Director, each of them without the other, are hereby authorized and directed to take such actions as are necessary and appropriate to effectuate the foregoing resolutions.

SECTION 4: This resolution shall take effect immediately.