

MINUTES OF
THE RHODE ISLAND INDUSTRIAL – RECREATIONAL BUILDING AUTHORITY

March 19, 2013 (#475)

PUBLIC SESSION

A monthly meeting of the Board of Directors (the “Board”) of the **RHODE ISLAND INDUSTRIAL – RECREATIONAL BUILDING AUTHORITY** (the “Authority”) was held in Public Session at the offices of the Rhode Island Economic Development Corporation, 315 Iron Horse Way, Suite 101, Providence, Rhode Island on March 19, 2013 at approximately 8:30 a.m., pursuant to notice of the meeting to all Directors, and public notice of the meeting as required by Rhode Island General Law 42-46-6.

PRESENT: Frank R. Benell, Chairperson
 Frances H. Gammell-Roach, Vice Chairperson
 Michael S. Imbruglia, Member

ABSENT: NONE

ALSO PRESENT: Sean W. Esten, Secretary of the Authority
 Adam Quinlan, Manager of the Authority
 Stacy Farrell, Assistant Manager of the Authority
 John Pagliarini, Chief of Staff for the RIEDC
 Tom Moses, Esq. Moses Afonso Ryan Ltd.
 Ellen Corneau, Esq. Moses Afonso Ltd.

Chairman Benell presided over the meeting.

1. Call to Order.

Mr. Benell called the meeting to order at 8:50 a.m.

2. Approval of the Public Session Minutes of the Meeting Held on March 1, 2013

Mr. Benell presented the Public Session Minutes of the meeting held on March 1, 2013. A motion was duly made by Mr. Imbruglia, was seconded by Mrs. Gammell-Roach and was unanimously carried to accept the Public and Executive Session Minutes, as presented. A roll call vote was taken:

Mr. Benell – aye
Mr. Imbruglia– aye
Mrs. Gammell-Roach – aye

3. Maintain the Executive Session Minutes of March 1, 2013 as Confidential

The next item to come before the Board was a vote to maintain the confidentiality of the Executive Session Minutes of the Board meeting held on March 1, 2013. A motion was duly made by Mrs. Gammell-Roach, was seconded by Mr. Imbruglia, and was unanimously carried to maintain the confidentiality of the Executive Session Minutes of the above noted meeting. A roll call vote was taken:

Mr. Benell – aye
Mr. Imbruglia– aye
Mrs. Gammell-Roach – aye

4. Review of the Internally Prepared Financial Statements for the period ended February 28, 2013.

Mr. Quinlan asked if there were any questions regarding the financial statements. He noted that since the last board meeting he has started to charge less administrative costs to IRBA as the activity has been down significantly. He pointed out that there had been some reallocations done regarding cash equivalents as well. There being no further discussion, a motion was duly made by Mr. Imbruglia, was seconded by Mrs. Gammell-Roach, and was unanimously carried to accept the internally prepared financial statements for the period ended February 28, 2013 (Exhibit A). A roll call vote was taken:

Mr. Benell – aye
Mr. Imbruglia– aye
Mrs. Gammell-Roach – aye

5. Other Business

At the advice of legal counsel it was suggested that the item relating to the adoption of the Final Resolution on behalf of Ashaway Pines, LLC be moved from Executive Session to Public Session. A motion was duly made by Mrs. Gammell-Roach, was seconded by Mr. Imbruglia, and was unanimously carried to move the adoption of the Final Resolution on behalf of Ashaway Pines, LLC to public session. A roll call vote was taken:

Mr. Benell – aye
Mr. Imbruglia– aye
Mrs. Gammell-Roach – aye

6. **To consider the adoption of a Final Resolution of Approval on behalf of Ashaway Pines, LLC for the issuance by the Authority of up to \$2 million, taxable industrial revenue bonds.**

Mr. Esten summarized the request for the Board and outlined the details of the transaction. He explained that the bond financing requested would facilitate the construction of an RV Resort on a 77 acre site in Ashaway Rhode Island. Mr. Esten explained that the facilities target open date was the summer of 2013, therefore construction needed to get underway as soon as possible. The request consists of a taxable RIIFC Bond to be purchased by Coastway Community Bank in the amount of \$1,765,000, an SBA 504 loan through Ocean State Business Development Authority in the amount of \$1,235,000, and the remainder of the project would be funded with approximately \$1,850,000 in equity. He reminded the board that an Inducement Resolution had been brought before them in December and approved for this transaction. He noted that the construction loan which was being provided by Coastway was close to closing. He outlined some of the reporting requirements and indicated that IRBA's requirements would mirror those of the Bank. There was some further discussion regarding the collateral value as well as the equity capital relating to the transaction. Ms. Corneau further reviewed the details of the Final Resolution (attached hereto as Exhibit B) with the Board. Upon conclusion of the discussion a motion was made by the Board as follows:

RESOLVED that the Board hereby approves the Final Resolution on behalf of Ashaway Pines, LLC for the issuance by the Authority of up to \$2 million, taxable industrial revenue bonds.

Upon a motion duly made by Mrs. Gammell-Roach and seconded by Mr. Imbruglia, the Inducement Resolution attached hereto as Exhibit B was approved. A roll call vote was taken:

Mr. Benell – aye
Mr. Imbruglia– aye
Mrs. Gammell-Roach – aye

7. **Executive Session**

Mr. Benell suggested that the Board move into executive session. Upon motion duly made by Mr. Imbruglia and seconded by Mrs. Gammell-Roach, the motion to move the meeting into executive session pursuant to Rhode Island Open Meetings Law 42-46-5(a)(2), 42-46-5(a)(5), 42-46-5(a)(6) and 42-46-5(a)(7) of the General Laws of the State of Rhode Island, as amended, was duly adopted. A roll call vote was taken:

Mr. Benell – aye
Mr. Imbruglia– aye
Mrs. Gammell-Roach – aye

Public Session concluded and Executive Session began at 9:00 a.m.

8. Executive Session Vote Ratification

The meeting was reconvened from Executive Session to Public Session at 9:07 a.m. Mr. Benell noted that no votes were taken by the Board in Executive Session.

9. Adjournment

There being no further business to come before the Board, upon motion duly made by Mrs. Gammell-Roach, was seconded by Mr. Imbruglia, the Board unanimously voted to adjourn the meeting. A roll call vote followed:

Mr. Benell – aye

Mr. Imbruglia– aye

Mrs. Gammell-Roach – aye

The meeting was adjourned at 9:08 a.m.

Respectfully submitted,

/s/ Stacy Farrell

Stacy Farrell, Assistant Manager