

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS

THURSDAY, SEPTEMBER 29, 2005

4:00 p.m.

IN THE MARY BRENNAN BOARD ROOM

AT T. F. GREEN AIRPORT, WARWICK, RHODE ISLAND

The meeting of the Rhode Island Airport Corporation (“Corporation”) Board of Directors was called to order by Vice Chairman, James Forte, at 4:02 p.m., in the Mary Brennan Board Room, T. F. Green Airport, Warwick, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.

BOARD MEMBERS PRESENT: James Forte, Joseph Cianciolo, Robert Sangster, Kathleen Hittner, MD., Joseph Larisa (arrived at 4:20 pm.)

BOARD MEMBERS ABSENT: James Rosati, Michael Traficante.

ALSO PRESENT: Mark P. Brewer, A.A.E., President and CEO; Laurie Cullen, A.A.E., Executive Vice President; Brian Schattle, Senior Vice President of Finance and Administration and CFO; Marci Greenberger, Senior Vice President of Operations and Maintenance; Peter Frazier, Chief Legal Counsel; Richard Licht, Outside Legal Counsel; and those members listed on the attendance sheet attached hereto.

1. Approval of the Minutes:

A motion was made by Mr. Cianciolo to approve the minutes of the Board Meeting of August 17, 2005. The motion was seconded by Dr. Hittner. The motion was passed unanimously.

2. Open Forum:

Mr. Forte invited members of the public to speak in open session. Mr. Richard Langseth, representing the Greenwich Bay Watershed Group, presented a statement to the Board outlining his concerns with the Corporation's use of Executive Session. A copy of the statement is attached. Mr. Forte thanked Mr. Langseth for his observations and stated that the Board would take his concerns under advisement.

3. Report from President and CEO:

Mr. Brewer reported that passenger numbers for the month of September were up 6.5% and approximately 7.3% year to date.

Mr. Brewer reported that US Airways and America West had announced plans to merge their respective operations and that this transition is underway.

Mr. Brewer gave a status report on airline bankruptcies and the impact on the aviation industry.

Mr. Licht gave a brief update on a meeting held by the McNamara Commission in Westerly, which he attended along with Ms. Goldstein, and the publicity that followed the meeting.

4. Report from Senior Vice President of Operations and Maintenance:

There was no report.

5. Discussion Items/Old Business:

There were no discussion items or old business.

6. Operations and Capital Committee Report:

Mr. Forte reported that Ms. Cullen had made a presentation regarding the EIS to the Operations and Capital Committee and invited Ms. Cullen to give the same presentation to the Board. Ms. Cullen's presentation focused on the development of the Purpose and Need Statement and the next stages in the process.

Mr. Forte noted that going forward the Operations and Capital Committee Meeting will convene one hour before the Board Meeting.

Mr. Forte reported that there were items on the consent agenda for approval by the Board. A motion was made by Mr. Sangster and seconded by Dr. Hittner to approve the following resolutions. The motion was passed unanimously.:

(a) Consideration of and Action Upon Consultant Task Order for Design and Bid Phase Services Associated with the Improve Airport Erosion Control (Phase 2 – Seawall) Project at Quonset Airport.

WHEREAS, RIAC has contracted with the firm of Siegmund and Associates to perform on-call architectural and engineering services; and

WHEREAS, RIAC received a scope and fee from Siegmund and Associates to provide design and bid phase services in a not-to-exceed amount of \$56,946.41; and

WHEREAS, the current Fiscal Year 2006 Capital Improvement Program (CIP) includes the Improve Airport Erosion Control (Phase 2 – Seawall) Project at Quonset Airport budgeted in the amount of \$1,133,000, 95% (\$1,076,350) funding through the Airport Improvement Program (AIP), with RIAC's 5% (\$56,650) matching share through the General Purpose Fund; and

WHEREAS, this Task Order will initially be funded 100% through the

RIAC General Purpose Fund Account with 95% (\$54,099) reimbursement from the FAA upon receipt of a federal AIP grant offer.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby recommends that the President and CEO, or his designee, to execute a Task Order with Siegmund and Associates to provide design and bid phase services for the Improve Airport Erosion Control (Phase 2 – Seawall) Project at Quonset Airport in an amount not-to-exceed \$56,946.41.

(b) Consideration of and Action Upon Consultant Contract Amendment for Construction Phase Services Associated with The New Airfield Maintenance Facility at T. F. Green Airport AND Consideration of and Action Upon Construction Contract for The New Airfield Maintenance Facility at T. F. Green Airport.

WHEREAS, RIAC contracted with the firm of The Austin Company to provide consultant services associated with this project; and

WHEREAS, RIAC will negotiate a fee with The Austin Company to provide construction phase services in an amount not-to-exceed \$905,000; and

WHEREAS, the project has been budgeted in the amount of

\$18,043,761 and this contract amendment will be funded through the 2000 and 2005 Airport Revenue Bond Accounts.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to negotiate and execute a contract amendment with The Austin Company to provide construction phase services for The New Airfield Maintenance Facility Project at T. F. Green Airport in an amount not-to-exceed \$905,000.

WHEREAS, a competitive bidding process was undertaken according to RIAC's Procurement Rules and Regulations for The New Airfield Maintenance Facility at T. F. Green Airport; and

WHEREAS, the firm of The Austin Company, serving as RIAC's design consultant for this project, determined that H. V. Collins Company submitted the lowest responsive bid in the amount of \$14,250,000; and

WHEREAS, The Austin Company recommended that H. V. Collins Company be awarded the construction contract for this project and RIAC staff agrees; and

WHEREAS, the project has been budgeted in the amount of \$18,043,761 and this contract will be funded through the 2000 and

2005 Airport Revenue Bond Accounts.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to execute a construction contract with H. V. Collins Company for The New Airfield Maintenance Facility Project at T. F. Green Airport in the amount of \$14,250,000.

(c) Consideration of and Action Upon Contract Amendment for Consultant Services Associated with the In-Line EDS Baggage System/Security Checkpoint Modification and Terminal Building Improvements at T. F. Green Airport.

WHEREAS, RIAC contracted with the firm of HNTB Corporation to provide consultant services associated with the installation of the in-line explosive detection systems (EDS) into the baggage make-up systems; and

WHEREAS, this contract was amended to include design services associated with the Security Screening Checkpoint Expansion at T. F. Green Airport; and

WHEREAS, RIAC has received a scope and fee from HNTB Corporation to provide design modifications of the police station in the North Concourse and Third Floor RIAC Administrative Office, and

the design and bid phase services for carpet replacement in the terminal in the amount of \$115,000 and is currently conducting negotiations; and

WHEREAS, RIAC will fund this project through the 2000 and 2005 Airport Revenue Bond Accounts and the Passenger Facility Charge (PFC) Account; and

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to execute a contract amendment with HNTB Corporation to perform consultant services for the In-Line EDS Baggage System/Security Checkpoint Modification and Terminal Building Improvements (Replace Carpet) at T. F. Green Airport in a not-to-exceed amount of \$115,000.

(d) Consideration of and Action Upon Award of Contract for the Procurement of a Four-Wheel Drive Tractor/Loader with Mower Attachment.

WHEREAS, the Rhode Island Airport Corporation is responsible for the maintenance and operation of airport facilities at the six Rhode Island airports; and

WHEREAS, it has been determined that there is a need for a

four-wheel drive tractor with mower attachment and accessories at the Newport Airport; and

WHEREAS, the Rhode Island Airport Corporation has a Fiscal Year budget which provides funding for this purchase through its Operating Capital budget; and

WHEREAS, in August 2005, the Corporation issued an Invitation for Bids (IFB) for a four-wheel drive tractor/loader with mower attachment; and

WHEREAS, one submission was received in response to the solicitation; and

WHEREAS, in compliance with RIAC Procurement Rules, the submission was evaluated to determine both responsiveness and responsibility; and

WHEREAS, as a result of this evaluation, the recommendation is to award a contract to Baker Tractor Corporation of Swansea, Massachusetts in the amount of \$58,560.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO to award a contract to Baker Tractor Corporation, Swansea, MA in the amount of

\$58,560 for the acquisition of this four-wheel drive tractor/loader with mower attachment.

7. General Aviation Report:

Dr. Hittner reported that the Committee had met on September 20 and the meeting had focused on infrastructure improvements at the general aviation airports.

8. Finance and Audit Committee Report:

Mr. Cianciolo reported that the Committee had met on September 21 and had reviewed the draft Audited Financial Statements. Mr. Cianciolo commended the Finance staff and the outside audit firm for their work in ensuring that the statements were completed on time.

Consent Agenda:

(a) Consideration of and Action Upon FY 2005 Draft Audited Financial Statements.

A motion was made by Mr. Cianciolo and seconded by Mr. Sangster to approve the Draft Audited Financial Statements in substantially the form submitted to the Board. The motion was passed unanimously.

9 Executive Session:

(a) Discussion Related to Potential and Pending Litigation (Parking and Bankruptcies R.I.G.L. § 42-46-5(a)(2)).

At approximately 4:27 pm., a motion was made by Dr. Hittner and seconded by Mr. Cianciolo to go into Executive Session. By the following vote, the motion was passed unanimously.

YEAS: James Forte

Joseph Cianciolo

Joseph Larisa

Robert Sangster

Dr. Kathleen Hittner

NAYS: None

At approximately 5:18 p.m., a motion was made by Dr. Hittner to reconvene to the Open Session. The motion was seconded by Mr. Larisa. The motion was passed unanimously.

9. Future Meetings:

The next meeting will be held on Wednesday, October 19, 2005 at 4:00 p.m., in the Mary Brennan Board Room, T. F. Green Airport, 2000 Post Road, Warwick, Rhode Island.

10. Adjournment:

Mr. Forte moved to adjourn at approximately 5:20 p.m. Mr. Cianciolo seconded the motion. The motion was carried by acclamation.

Respectfully submitted,

James C. Forte, Vice-Chair

Rhode Island Airport Corporation

ATTENDANCE SHEET

RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS MEETING

SEPTEMBER 29, 2005

NAME AFFILIATION

Patti Goldstein RIAC

Mel Einhorn RIAC

Joe DaSilva RIAC

Jason Doyle RIAC

Ahmed Shihadeh RIAC

Liberty Luciano RIAC

Steve Tibbetts Hawthorne

Robert Goff NEP

Maya Dehart UNITE Here

Ben Miller Vineyard Fast Ferry

Richard Langseth Greenwich Bay Watershed Group

Harry Collins H. V. Collins

Walter Augustyn H. V. Collins

Michael Zarum Representative Ward 2 Warwick

John Howell Warwick Beacon

**MINUTES OF THE EXECUTIVE SESSION
OF THE RHODE ISLAND AIRPORT CORPORATION
BOARD OF DIRECTORS MEETING ON SEPTEMBER 29, 2005**

1. At approximately 4:27 pm., a motion was made by Dr. Hittner and seconded by Mr. Cianciolo to go into Executive Session. The motion was passed unanimously.

2. Mr. Frazier, Chief Legal Counsel, gave an overview of potential litigation matters including a zoning issue with the City of Warwick. Mr. Frazier addressed legal issues related to the recent bankruptcies filing. Richard Licht gave an update on the parking litigation.

At approximately 5:18 p.m., a motion was made by Dr. Hittner to reconvene to the Open Session. The motion was seconded by Mr. Larisa. By the following vote the motion was passed unanimously.

YEAS: James Forte

Joseph Cianciolo

Joseph Larisa

Robert Sangster

Dr. Kathleen Hittner

NAYS: None

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Respectfully submitted,

James C. Forte, Vice-Chair

Rhode Island Airport Corporation