

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS

MONDAY, OCTOBER 24, 2005

4:00 p.m.

**in the Mary Brennan Board Room, T. F. Green Airport, Warwick,
Rhode Island**

The meeting of the Rhode Island Airport Corporation (“Corporation”) Board of Directors was called to order by Chairman, James Rosati, at 4:01 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 Rosati; James Forte; Joseph Cianciolo, Robert Sangster, Michael Traficante; Joseph Larisa .

BOARD MEMBERS ABSENT: Dr. Kathleen Hittner.

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, A.A.E., Senior Vice President of Operations and Maintenance; 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. Traficante to approve the minutes of the Board Meeting of September 29, 2005. The motion was seconded by Mr. Larisa. The motion was passed unanimously.

2. Open Forum:

Mr. Rosati invited members of the public to speak in Open Session. No one came forward.

3. Report from President and CEO:

Mr. Brewer reported that passenger numbers for the month of September were up 6.5% and 7.2% year to date.

4. Discussion Items/Old Business:

There were no discussion items or old business.

5. Operations and Capital Committee Report:

Mr. Forte reported that the Committee had met one hour prior to the Board meeting and that there were items on the Consent Agenda for approval by the Board.

A motion was made by Mr. Larisa and seconded by Mr. Sangster to

approve the following resolutions. The motion was passed unanimously.:

Consent Agenda:

(a) Consideration of and Action Upon Consultant Task Order for the Rehabilitate Runway 10-28 and Safety Areas and Extend Taxiway C to Runway 10 Projects at Block Island Airport.

WHEREAS, RIAC has contracted with the firm of Edwards & Kelcey, Inc. to perform on-call architectural and engineering services; and

WHEREAS, RIAC received a Scope and Fee from Edwards & Kelcey, Inc. to provide design and bid phase services in a not-to-exceed amount of \$190,000 and is currently conducting negotiations; and

WHEREAS, the current Fiscal Year 2006 Capital Improvement Program (CIP) includes the Rehabilitate Runway 10-28 and Safety Areas and Extend Taxiway C to Runway 10 at Block Island Airport budgeted in the amount of \$2,832,500, 95% (\$2,690,875) funding through the Airport Improvement Program (AIP), with RIAC's 5% matching share (\$141,625) through the 2005 Airport Revenue Bonds and the General Purpose Fund; and

WHEREAS, this Task Order will initially be funded 95% (\$180,500) through the RIAC General Purpose Fund Account with

reimbursement from the FAA upon receipt of a federal AIP grant offer, and 5% (\$9,500) through the 2005 Airport Revenue Bonds.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to execute a Task Order with Edwards & Kelcey, Inc. to provide design and bid phase services for the Rehabilitate Runway 10-28 and Safety Areas and Extend Taxiway C to Runway 10 Projects at Block Island Airport in an amount not-to-exceed \$190,000.

(b) Consideration of and Action Upon Consultant Task Order for the New Terminal Building, Entrance Roadway and Reconstruct Auto Parking Projects at Block Island Airport.

WHEREAS, RIAC has contracted with the firm of L. A. Torrado Architects to perform on-call architectural and engineering services; and

WHEREAS, RIAC received a Scope and Fee from L. A. Torrado Architects to provide design and bid phase services in a not-to-exceed amount of \$380,284 and is currently conducting negotiations; and

WHEREAS, the current Fiscal Year 2006 Capital Improvement Program (CIP) includes the New Terminal Building, Entrance

Roadway, and Reconstruct Auto Parking Lot Projects at Block Island Airport budgeted in the amount of \$2,840,225, with funding through the Airport Improvement Program (AIP) (\$1,004,250), with RIAC's matching share (\$1,835,975) through the 2005 Airport Revenue Bonds and the General Purpose Fund; and

WHEREAS, this Task Order will be funded through the RIAC General Purpose Fund Account with reimbursement of eligible costs from the FAA upon receipt of a federal AIP grant offer, and the 2005 Airport Revenue Bond Fund Account.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to execute a Task Order with L. A. Torrado Architects to provide design and bid phase services for the New Terminal Building, Entrance Roadway and Reconstruct Auto Parking Projects at Block Island Airport in an amount not-to-exceed \$380,284.

(c) Consideration of and Action Upon Consultant Contract Amendment for the In-Line EDS Baggage System/Security Checkpoint Modifications and Terminal Building Improvements (Replace Carpet) Projects 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 services associated with the mechanical, electrical, plumbing and fire protection systems of the simplified in-line EDS baggage handling system, and 100% construction documents related to the in-line EDS in the amount of \$223,576 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.

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 \$223,576.

(d) Consideration of and Action Upon Construction Contract for the Perimeter Fencing Upgrades: Overflow Parking Lot Project at T. F. Green Airport.

WHEREAS, a competitive bidding process was undertaken according to RIAC's Procurement Rules and Regulations for the Perimeter Fencing Upgrades: Overflow Parking Lot at T. F. Green Airport; and

WHEREAS, the RIAC Engineering Department has determined that Cosco, Inc. submitted the lowest responsive bid in the amount of \$57,750; and

WHEREAS, the Engineering Department recommends that Cosco, Inc. be awarded the construction contract for this project; and

WHEREAS, this contract will be funded 75% (\$43,313) through the Federal Aviation Administration under AIP. No. 3-44-0003-60-2002, with RIAC's 5% (\$14,437) matching share through the General Purpose Fund.

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 Cosco, Inc. for the Perimeter Fencing Upgrades: Overflow Parking Lot Project at T. F.

Green Airport in the amount of \$57,750.

(e) Consideration of and Action Upon Consultant Task Order Amendment for the Catch Basin Maintenance Program at T. F. Green Airport.

WHEREAS, RIAC has contracted with the firm of Fuss & O'Neill to perform on-call environmental services; and

WHEREAS, RIAC has entered into a Task Order with Fuss & O'Neill in a not-to-exceed amount of \$49,308 to inspect and repair up to thirty-three (33) catch basins at T. F. Green Airport; and

WHEREAS, while inspecting the catch basins additional basins were identified that need repair; and

WHEREAS, RIAC staff has received a scope and fee from Fuss & O'Neill for these additional services for an amount not to exceed \$12,000; and

WHEREAS, the current Fiscal Year 2006 Department of Environmental Management Systems Professional Services Budget includes \$168,900 for miscellaneous as needed environmental services that will fund this amendment.

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 Task Order Amendment with Fuss & O'Neill to inspect and seal additional catch basins at T. F. Green Airport in an amount not-to-exceed \$12,000.

((f) Consideration of and Action Upon Consultant Task Order for the Glycol Waste Management Program 2005-2006 Deicing Season at T. F. Green Airport.

WHEREAS, RIAC has contracted with the firm of Fuss & O'Neill to perform on-call environmental services; and

WHEREAS, RIAC staff has received a scope and fee for Glycol Waste Management Program support services for the 2005-2006 Deicing Season in the amount of \$81,672 from Fuss & O'Neill and is conducting negotiations; and

WHEREAS, RIAC is requesting 75% reimbursement from the Federal Aviation Administration under AIP Nos. 3-44-0003-40 and 3-44-0003-43 (\$61,254); and

WHEREAS, the current Fiscal Year 2006 Department of Environmental Management Systems Professional Fees Budget includes \$179,200 for RIPDES Permitting/Compliance.

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 Task Order with Fuss & O'Neill to provide support services associated with the Glycol Waste Management Program for the 2005-2006 Deicing Season at T. F. Green Airport in an amount not-to-exceed \$81,672.

(g) Consideration of and Action Upon Three Professional Services Agreements for On-Call Vegetative Management Services.

WHEREAS, RIAC conducted a selection process for on-call vegetative management services for the six airports pursuant to RIAC's Procurement Rules; and

WHEREAS, a Selection Committee was formed pursuant to RIAC's Procurement Rules; and

WHEREAS, the Selection Committee received three proposals and recommends the firms RLV Industries, North Eastern Tree Service, Inc, and Northern Land Clearing, Inc to perform On-Call Vegetative Management Services for a one year period with up to two one-year extensions at the option of RIAC; and

WHEREAS, funding will be established on a task-by-task basis.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to negotiate and execute Professional Services Agreements for On-Call Vegetative Management Services with RLV Industries, North Eastern Tree Service, Inc, and Northern Land Clearing, Inc.

(h) Consideration of and Action Upon Purchase of Two Mobile Aircraft Deicing Units for Quonset and North Central Airports.

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 deicing equipment at the Quonset Airport and North Central 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 September 2005, the Corporation issued an Invitation for Bids (IFB) for two mobile aircraft deicing units; and

WHEREAS, two submissions were received in response to the

solicitation; and

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

WHEREAS, as a result of this evaluation, the recommendation is to award a contract to Premier Engineering Mfg., Inc. of Marinette, Wisconsin in the amount of \$97,300.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to award a contract to Premier Engineering Mfg., Inc. of Marinette, Wisconsin in the amount of \$97,300 for the acquisition of two mobile aircraft deicing units.

(i) Consideration of and Action Upon Professional Services Agreement for Public Relations and Advertising.

WHEREAS, RIAC conducted a selection process for public relations and advertising services for T. F. Green and the Five General Aviation Airports pursuant to RIAC's Procurement Rules and Regulations; and

WHEREAS, a selection committee was formed pursuant to RIAC's Procurement Rules and Regulations; and

WHEREAS, the Selection Committee received two proposals and recommends the firm RDW Group, Inc. to perform Public Relations and Advertising Services for a one year period with two one year extensions at the option of RIAC; and

WHEREAS, funding will be established on an annual basis;

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to execute a one year Professional Services Agreement with two one year extensions at the option of RIAC for Public Relations and Advertising Services with RDW Group, Inc. with a retainer in an amount not to exceed \$72,000 per year. Expenditures under this contract in future fiscal years will be dependant on the appropriation of funds for this purpose in the Operating and Maintenance budget.

6. General Aviation Report:

There was no meeting in October.

7. Finance and Audit Committee Report:

There was no meeting in October. However, Mr. Cianciolo noted that

the Audited Financial Statements had been approved by the State Auditor General and released to EDC.

8 Executive Session:

(a) Discussion Related to Investment of Public Funds (Intermodal) – R.I.G.L. § 42-46-5(a)(7).

(b) Discussion Related to Potential and Pending Litigation (RIPDES, Parking and Colman and Costa) - R.I.G.L. § 42-46-5(a)(2).

(c) Discussion Related to Safety and Security – R.I.G.L. § 42-46-5(a)(3).

At approximately 4:04 pm., a motion was made by Mr. Traficante and seconded by Mr. Larisa to go into Executive Session. By the following vote, the motion was passed unanimously.

YEAS: James Rosati

James Forte

Joseph Cianciolo

Joseph Larisa

Robert Sangster

Michael Traficante

NAYS: None

At approximately 5:40 p.m., a motion was made by Mr. Forte to reconvene to the Open Session. The motion was seconded by Mr.

Cianciolo. The motion was passed unanimously.

9. Future Meetings:

The next meeting will be held on Wednesday, November 16, 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 5:45 p.m. Mr. Cianciolo seconded the motion. The motion was carried by acclamation.

Respectfully submitted,

James V. Rosati, Chair

Rhode Island Airport Corporation

**ATTENDANCE SHEET
RHODE ISLAND AIRPORT CORPORATION
BOARD OF DIRECTORS MEETING
OCTOBER 24, 2005**

NAME AFFILIATION

Patti Goldstein RIAC

Joe DaSilva RIAC

Liberty Luciano RIAC

Steve Tibbetts Hawthorne

Don Pillsbury RIPA

Maya Dehart UNITE Here

**MINUTES OF THE EXECUTIVE SESSION
OF THE RHODE ISLAND AIRPORT CORPORATION
BOARD OF DIRECTORS MEETING ON OCTOBER 24, 2005**

1. At approximately 4:04 pm., a motion was made by Mr. Traficante and seconded by Mr. Larisa to go into Executive Session. The motion was passed unanimously.

2. Mr. Licht, Outside Legal Counsel, gave an overview of potential litigation matters including a zoning issue with the City of Warwick, and a contract matter with an airport consultant.

3. Mr. Licht, Outside Legal Counsel, gave an update on pending litigation matters including aircraft accidents at both North Central and Westerly airports, and parking. The discussion on parking focused on the Supreme Court Hearing scheduled for November 7, 2005.

4. Board Members and Corporation Personnel discussed the progress of negotiations on the intermodal project.

5. Board Members and Outside Legal Counsel, without the presence of Corporation Personnel discussed, in the context of the investment of public funds, various pending projects including management matters related thereto.

At approximately 5:40 p.m., a motion was made by Mr. Forte to reconvene to the Open Session. The motion was seconded by Mr. Cianciolo. By the following vote the motion was passed unanimously.

YEAS: James Rosati

James Forte

Joseph Cianciolo

Joseph Larisa

Robert Sangster

Michael Traficante

NAYS: None

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Respectfully submitted,

James V. Rosati, Chairman

Rhode Island Airport Corporati