

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS

WEDNESDAY, APRIL 11, 2007

4:00 P.M.

**IN THE CONFERENCE ROOM, 2220 SOUTH COUNTY TRAIL
EAST GREENWICH, RHODE ISLAND**

The meeting of the Rhode Island Airport Corporation (“Corporation”) Board of Directors was called to order by Chair, Kathleen C. Hittner, M.D., at 4:05 p.m., in the Conference Room, at 2220 South County Trail, East Greenwich, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.

BOARD MEMBERS PRESENT: Kathleen Hittner, M.D; James Forte; Joseph Cianciolo; Robert Sangster; Joseph Larisa; Michael Traficante.

ALSO PRESENT: Mark Brewer, A.A.E., President and CEO; Peter Frazier, General Counsel; Brian C. Schattle, Chief Financial Officer; Marci A. Greenberger, A.A.E., Senior Vice President of Operations and Maintenance; and those members listed on the attendance sheet attached hereto.

Dr. Hittner thanked the Board and the Corporation staff for their support as she assumes the role of Board Chair.

1. Approval of the Minutes:

A motion was made by Mr. Forte and seconded by Mr. Traficante to approve the minutes of the Board Meeting of February 21, 2007. The motion was passed unanimously.

2. Open Forum:

Dr. Hittner asked if anyone present wanted to speak in Open Forum. Mr. Patrick Quinn, State Council Director for the Service Employees International Union (SEIU) asked to make a presentation to the Board on behalf of the janitors who work for UNICCO the maintenance company responsible for janitorial services at the airport. The janitors enlisted the support of SEIU in an effort to improve wages and benefits at the airport. Ms. Roxanna Rivera, Director of the Rhode Island Division of SEIU, gave an overview of the issues and requested that the Corporation incorporate language in the Request for Proposals for Janitorial Services that would require any company wishing to provide janitorial services pay its workers a living wage, health insurance benefits and offer job stability. The Board received presentations from several workers who explained their working circumstances.

On behalf of the Board, Dr. Hittner thanked representatives of SEIU and the janitorial staff from UNICCO for their presentation and

indicated that the Corporation would give this issue due consideration.

3. Report from President and CEO:

Mr. Brewer congratulated Dr. Hittner on her new role as Board Chair.

Mr. Brewer reported that passenger numbers were down 6.6%. Mr. Brewer reported that this is a trend at all of the regional airports.

Mr. Brewer reported that Southwest Airlines had announced that they would be adding an additional flight to Fort Lauderdale in June, 2007.

Mr. Brewer reported that staff had met with the Block Island Town Council on plans for the new terminal building.

Mr. Brewer reported that RIAC had co-hosted the International Police Dog Association Conference. There were a total of 40 teams competing at this conference and the Rhode Island Airport Corporation officer/dog teams did very well.

Mr. Brewer congratulated Mr. Peter Frazier, RIAC's General Counsel, who had recently passed the first phase of the AAAC Accreditation program. Mr. Brewer reported that Mr. Ahmed Shihadeh, RIAC's Chief Engineer, is entering the third and final phase of the program, and Mr. Michael Mini, Manager of Planning, is entering the second

phase. Mr. Brewer also congratulated Ms. Patti Goldstein, who had recently completed the Women In Leadership Program offered by Bryant University.

Mr. Brewer reported that Mr. Paul Healy, ARFF Chief, will be retiring on April 12, 2007 after many years of service to the Corporation. Mr. Brewer was pleased to announce that after an extensive job search, Mr. Jack Thomas, Deputy ARFF Chief, will be promoted to the position of Chief.

Mr. Brewer reported that on April 2, 2007 the staff had met with Mayor Avedisian and Warwick officials to give them an update on airport issues.

Mr. Brewer reported that the interviews for the position of Senior Vice President of Planning, Engineering and Environmental are ongoing.

Mr. Brewer reported that Ms. Goldstein had given a detailed overview of current air service marketing strategies to the Operations and Capital Committee.

4. Legislative Report:

Mr. Brewer reported that the report was in the Board package. There was brief discussion of the air monitoring legislation.

5. Operations and Capital Committee Report:

(a) Discussion of Capital Improvement Program (CIP) (i.e., Land Acquisition Program, Draft Environmental Impact Statement, Environmental Permitting, Airfield Maintenance Facility, Easement Acquisition, In-Line EDS Baggage System/Security Checkpoint Modification and Terminal Building Improvements and Other Projects at the General Aviation Airports.

Ms. Carol Lurie from VHB, gave an overview of the recently released Group 3 Environmental Consequences Chapter. The presentation included a project overview, program elements and alternatives. Board Members and the consultants discussed the information presented, including the next steps in the process.

5.1. Consent Agenda Items:

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. Mr. Forte noted that item (e) was removed from the agenda and the resolution for item (f) had been amended by the Committee

A motion was made by Mr. Sangster and seconded by Mr. Traficante to approve the items on the Consent Agenda. The motion was passed unanimously.

(a) Consideration of and Action Upon Approval of Professional Services Agreements for “On-Call” Wetland Consultant Services.

WHEREAS, the Rhode Island Airport Corporation (RIAC) issued a Request for Qualifications (RFQ) for on-call wetlands consultant services pursuant to RIAC’s Procurement Rules and received eight proposals on January 31, 2007; and

WHEREAS, a Selection Committee comprised of Brenda Pope, VP Environmental Systems; Jay Brolin, Manager of Environmental Programs; Ernie Zielinski, Manager of Environmental Projects; Ahmed Shihadeh, Manager of Engineering; and Beth Tetreault, Procurement Specialist was formed to evaluate and review the proposals; and

WHEREAS, based on these evaluations the Selection Committee recommends the firms (1) Louis Berger Group, Inc.; (2) Pare Corporation; and (3) Natural Resource Services, Inc. to perform on-call wetlands consultant 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 one-year Professional Services Agreements (PSAs) for on-call wetland consultant services with the option to renew for two additional one-year terms at RIAC's discretion with the following firms: (1) Louis Berger Group, Inc.; (2) Pare Corporation;' and (3) Natural Resource Services, Inc.

(b) Consideration of and Action Upon Ratification of a Consultant Task Order for the Perimeter Road Culvert Repair at T. F. Green Airport.

WHEREAS, the Rhode Island Airport Corporation (RIAC) entered into a Professional Services Agreement (PSA) with Fuss & O'Neill (F&O) to provide on-call environmental services; and

WHEREAS, the rain event on March 2, 2007 washed away a portion of T. F. Green's perimeter road and damaged twin culverts which provide passage to migratory fish in the Buckeye Brook; and

WHEREAS, the culvert damage and soil deposits could impact the upcoming fish migration; and

WHEREAS, RIAC has received a scope and fee from F&O to provide design build services associated with the Perimeter Road Culvert Repair at T. F. Green Airport in the amount of \$81,845; and

WHEREAS, this project will be funded through the General Purpose Fund as an unbudgeted capital project.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby ratifies the authorization of the Task Order with F&O for the Perimeter Road Culvert Repair at T. F. Green Airport in an amount not to exceed of \$81,845.

(c) Consideration of and Action Approval of Construction Contract for the Design and Remove On-Airport Obstructions at North Central Airport.

WHEREAS, a competitive bidding process was undertaken according to the Rhode Island Airport Corporation's (RIAC) procurement rules for the Design and Remove On-Airport Obstructions at North Central Airport and three bids were received; and

WHEREAS, the firm of Stantec Consulting Services, Inc. (Stantec), serving as RIAC's design consultant for this project, determined that Northern Land Clearing, Inc. (Northern) submitted the lowest responsive bid in the amount of \$1,150,562; and

WHEREAS, Stantec recommends that Northern be awarded the construction contract for this project and RIAC staff agrees; and

WHEREAS, the project has been approved in the RIAC Fiscal Year 2007 Capital Improvement Program (CIP) budget in the amount of \$1,540,500 through the 2005 Airport Revenue Bond and General Purpose Funds.

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 Northern for the Design and Remove On-Airport Obstructions at North Central Airport in the amount of \$1,150,562.

(d) Consideration of and Action Upon Approval for Temporary Interim Air Monitoring System at T. F. Green Airport.

WHEREAS, current legislation requires that the Rhode Island Airport Corporation (RIAC) provide an air monitoring system at T. F. Green Airport; and

WHEREAS, while developing the scope of the permanent air monitoring system RIAC has the need to provide a temporary interim system; and

WHEREAS, R.I. Analytical Laboratories, Inc. (RI Analytical) is an approved vendor listed in the State's Master Price Agreement (MPA) for laboratory services and has provided similar services to RIAC in

the past; and

WHEREAS, this project is not included in RIAC's 2007 budget, however the expense for the months of July 2007 through September 2007 will be reflected in the Fiscal Year 2008 budget; and

WHEREAS, a scope and fee proposal has been received from RI Analytical Laboratories, Inc. in the amount of \$173,340; and

WHEREAS, RIAC is currently in discussions with the Rhode Island Department of Environmental Management (RIDEM) about the possibility of utilizing equipment from its study that was recently completed; and

WHEREAS, the total expense and scope for these services may be reduced if RIAC is able to utilize the RIDEM equipment; and

WHEREAS, RIAC Staff recommends that RIAC engage R.I. Analytical for air quality consulting and sampling services related to the interim air monitoring system at T. F. Green Airport.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to engage RI Analytical for air quality consulting and sampling services related to the interim air monitoring system at T. F.

Green Airport in an amount not-to-exceed \$173,340.

(e) Consideration of and Action Upon Approval of a Change Order to Increase the Guaranteed Maximum Price (GMP) Agreement with Skanska USA Building, Inc.

This item was removed from the agenda.

(f) Consideration of and Action Upon Approval of a Contract Award for the Terminal Security Projects at T. F. Green Airport.

WHEREAS, Rhode Island Airport Corporation (RIAC) Personnel are scheduled to move into the new administrative space in June 2007; and

WHEREAS, the re-configured administrative and meeting room space requires additional furnishings; and

WHEREAS, the Terminal Security Project is included in the approved RIAC Fiscal Year 2007 Capital Improvement Program (CIP) budget in the amount of \$83.532 million; and

WHEREAS, the budget for this project includes \$250,000 to furnish the second and third floor administrative space, offices, meeting rooms and the meditation room, and to provide a centralized filing

area; and

WHEREAS, the use of Cooperative Contracts is allowed under Section 2.2.2.5 of RIAC's Procurement Rules; and

WHEREAS, a selection process was undertaken and the Selection Committee unanimously chose Creative Office Pavilion to provide the required furnishings.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to execute a contract with Creative Office Pavilion in an amount not-to-exceed the \$250,000 included in the Terminal Security Projects budget for furnishings and a centralized filing area.

(g) Consideration of and Action Upon Approval of a Consultant Task Order for the Construct Taxiway M Project at T. F. Green Airport.

WHEREAS, the Rhode Island Airport Corporation (RIAC) entered into a Professional Services Agreement (PSA) with HNTB Corporation (HNTB) to provide on-call architectural and engineering services; and

WHEREAS, RIAC has received a scope and fee from HNTB to provide design and bid phase services associated with the Construct Taxiway M Project at T. F. Green Airport in the amount of \$448,061 and staff is

currently conducting negotiations; and

WHEREAS, the project was initially scheduled to be included in RIAC's fiscal year 2008 budget, however, design of this project is being moved to fiscal year 2007 at the request of the Federal Aviation Administration (FAA); and

WHEREAS, this project will be reflected in RIAC's fiscal year 2008 budget; and

WHEREAS, this Task Order will initially be funded through the General Purpose Fund with 75% (\$336,046) reimbursement from the FAA upon receipt of a federal fiscal year 2008 AIP grant offer and RIAC's 25% (\$112,015) matching share as part of the next bond issuance.

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 HNTB to provide design and bid phase services for the Construct Taxiway M Project at T. F. Green Airport in an amount not-to-exceed \$448,061.

(h) Consideration of and Action Upon Approval of Construction Contract for the Hangar 2 Rehabilitation Project at T. F. Green Airport.

WHEREAS, a competitive bidding process was undertaken according to the Rhode Island Airport Corporation's (RIAC) procurement rules for the Hangar 2 Rehabilitation Project at T. F. Green Airport and three bids were received; and

WHEREAS, the firm of Siegmund and Associates (Siegmund), serving as RIAC's design consultant for this project, determined that Maron Construction Co., Inc. (Maron) submitted the lowest responsive bid in the amount of \$733,900; and

WHEREAS, Siegmund recommends that Maron be awarded the construction contract for this project and RIAC staff agrees; and

WHEREAS, the project has been approved in the RIAC Fiscal Year 2007 Capital Improvement Program (CIP) budget in the amount of \$981,075 through the 2005 Airport Revenue Bond 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 Maron for the Hangar 2 Rehabilitation Project at T. F. Green Airport in the amount of \$733,900, subject to Board approval.

6. Finance and Audit Committee Report:

Mr. Schattle reported that RIAC is preparing for a potential bond issuance to finance various capital projects (2007 Airport Project.)
Mr. Schattle reported that that the recommendation is that the Board, on behalf of RIAC, declare its official intent to reimburse certain expenditures made for the 2007 Airport Bonds Project prior to the issuance of the 2007 bonds.

A motion was made by Mr. Sangster and seconded by Mr. Forte to approve the following resolution:

WHEREAS, the Rhode Island Airport Corporation (RIAC) is a public corporation, governmental agency and instrumentality of the State of Rhode Island and Providence Plantations (the State) organized and existing under Chapter 64 of Title 42 of the Rhode Island General Laws, as amended (the Act) as a subsidiary public corporation of the Rhode Island Economic Development Corporation (EDC); and

WHEREAS, RIAC has the power, pursuant to Section 42-64-2(g) and Section 42-65-5 of the Act" ..., to furnish proper and adequate airport facilities within the State ...;" and

WHEREAS, RIAC is planning to undertake the 2007 Airport Project, consisting of the financing of various capital projects; and

WHEREAS, RIAC intends to finance the 2007 Airport Project by requesting the EDC to issue up to \$93,440,000 Airport Revenue

Bonds (the 2007 Airport Bond).

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

RIAC hereby declares its official intent, pursuant to Treasury Regulation § 1.150-2, to reimburse certain expenditures made for the 2007 Airport Project prior to the issuance of the 2007 Airport Bond in amount not-to-exceed \$93,440,000.

7. Compensation Committee Report:

There was no report.

8. Action Item:

(a) Consideration of and Action Upon New Committee Structure.

A motion was made by Mr. Sangster and seconded by Mr. Traficante approving the new committee structure as presented.

The motion was passed unanimously.

9. Executive Session:

(a) Collective Bargaining – R.I.G.L. § 42-46-5(a)(2).

(b) Pending Litigation (Parking, and RIPDES) and Potential Litigation

(EIS, GA Airport Tenant, and Air Monitoring) - R.I.G.L. § 42-46-5(a)(2).

(c) Personnel - R.I.G.L. § 42-46-5(a)(1).

A motion was made by Mr. Larisa and seconded by Mr. Cianciolo to amend the agenda for Executive Session to include a discussion of the Intermodal project as it pertains to the investment of public funds were the premature disclosure would be detrimental to the public interest and in accordance with R.I.G.L. § 42-46-5 (a)(7). The motion was passed unanimously.

(d) Investment of Public Funds (Intermodal) - R.I.G.L. § 42-46-5 (a)(7).

Dr. Hittner noted that the affected personnel have been provided advance written notice that they may request that the discussions related to agenda item 9 (c) be held in Open Session and that no such request was received.

At approximately 5:25 p.m., a motion was made by Mr. Cianciolo and seconded by Mr. Traficante to go into Executive Session. By the following vote the motion was passed unanimously.

YEAS: Kathleen Hittner, M.D.

James Forte

Joseph Cianciolo

Robert Sangster

Joseph Larisa

Michael Traficante

NAYS: None

ABSTAIN: None

At approximately 6:25 p.m., a motion was made by Mr. Sangster and seconded by Mr. Cianciolo to reconvene to the Open Session. The motion was passed unanimously.

Mr. Traficante left the meeting at 5:45 p.m.

A motion was made by Mr. Forte and seconded by Mr. Cianciolo to seal the minutes of the Executive Session in accordance with R.I.G.L. § 42-46-4. By the following vote the motion was passed unanimously:

YEAS: Kathleen Hittner, M.D.

James Forte

Joseph Cianciolo

Robert Sangster

Joseph Larisa

NAYS: None

ABSTAIN: None

10. Future Meetings:

The next meeting will be held on Wednesday, May 16, 2007, at 4:00 p.m., in the Conference Room at 2220 South County Trail, East Greenwich, Rhode Island.

11. Adjournment:

At approximately 6:26 pm a motion was made by Mr. Sangster and seconded by Mr. Forte to adjourn the meeting. The motion was passed unanimously.

Respectfully submitted,

Kathleen C. Hittner, Chair

Rhode Island Airport Corporation

ATTENDANCE SHEET

RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS MEETING

APRIL 11, 2007

NAME AFFILIATION

Doug Dansereau RIAC

Bruce Wilde RIAC

Patti Goldstein RIAC

Brenda Pope RIAC

Ahmed Shihadeh RIAC

Richard Licht Tillinghast Licht

Steve Whitney Senate Fiscal Office

Robert Goff The Parking Company

Carol Lurie VHB

John Silva FAA

John Tarantino APS

Raleigh Jenkins RI Watch

Cynthia Needham Providence Journal

Don Pillsbury RIPA

Patrick Quinn SEIU

Roxana Rivera SEIU

Angela Navarrette UNICCO

Maria Cole UNICCO

Rafael Santana UNICCO

Celeste Ramos UNICCO

Florentino Varela UNICCO

Billy Ashley UNICCO

Maria Debarros UNICCO

Jorge Ramirez Rendon UNICCO

Luisa Ramirez Rendon UNICCO

Cristina Ramirez Rendon UNICCO

Madeleine Andersen UNICCO

Pedro Malave UNICCO

Amarillis Rodriguez UNICCO

THE MINUTES OF THE EXECUTIVE SESSION OF THE RIAC BOARD OF DIRECTORS MEETING OF APRIL 11, 2007 HAS BEEN SEALED IN ACCORDANCE WITH R.I.G.L. § 42-46-4.