

**MINUTES OF MEETING**

**RHODE ISLAND AIRPORT CORPORATION**

**BOARD OF DIRECTORS**

**MONDAY, JULY 28, 2008 AT 4:00 P.M.**

**IN THE MARY BRENNAN BOARD ROOM**

**2000 POST ROAD**

**WARWICK, RHODE ISLAND**

**The meeting of the Rhode Island Airport Corporation (“Corporation”)**

**Board of Directors**

**was called to order by Vice-Chair, James C. Forte, at 4:00 p.m., in the  
Mary Brennan Board**

**Room at 2000 Post Road, Warwick, Rhode Island, in accordance with  
the notice duly posted pursuant to the Open Meetings Law.**

**BOARD MEMBERS PRESENT: James C. Forte; Joseph Cianciolo;  
Robert D. Sangster; Russell Hahn; Joseph Larisa (arrived at 4:15  
p.m.)**

**BOARD MEMBERS ABSENT: Kathleen C. Hittner, M.D., Michael  
Traficante.**

**ALSO PRESENT: Kevin A. Dillon, A.A.E., President and CEO; Peter A.  
Frazier, General Counsel; and those members listed on the  
attendance sheet attached hereto.**

## **1. Approval of the Minutes:**

**A motion was made by Mr. Cianciolo and seconded by Mr. Sangster to approve the minutes of the Board Meeting of June 18, 2008, and Special Board Meeting of June 30, 2008. The motion was passed unanimously.**

## **2. Open Forum:**

**Mr. Forte asked if anyone present wanted to speak in Open Forum.**

**Mr. Richard Langseth, representing the Greenwich Bay Watershed Group noted that he was having difficulty hearing conversation at the Board table, but requested that the discussion on bids should be more descriptive and include bid amounts for all proposals.**

**Mr. Armand Lusi, representing A. F. Lusi Construction, Inc., raised an issue on whether the proposed construction management contract with Gilbane, which was on the agenda for approval, complied with the State Purchasing Act. Mr. Lusi cited a recent ruling by the Superior Court on a similar issue.**

**Mr. Bob Manocchia, representing Gilbane, respectfully disagreed with the comments made by Mr. Lusi and reported that there was further clarification available in support of the construction management process utilized by Gilbane for that specific project.**

**Mr. Forte thanked Mr. Langseth, Mr. Lusi and Mr. Manocchia for their comments.**

### **3. Report from Chair, Board of Directors:**

**There was no report.**

### **4. Report from President and CEO:**

**Mr. Dillon reported that passenger numbers were down 8.01% for the month of June and 2.83% year to date. This is in part due to increases in fares, the impact of the slowing economy on travel, and continuing capacity reductions from the air carriers. Mr. Dillon reported that there will be increased flights and capacity in the fall, when Southwest adds additional flights to Fort Lauderdale and Orlando, and US Airways will add additional flights and capacity to LaGuardia. Mr. Dillon also noted that United will increase their capacity to Chicago.**

**Mr. Dillon reported that he is continuing dialogue with several airlines interested in commencing service at T. F. Green.**

**Mr. Dillon reported that he has been appointed by AAAE to an Energy/Air Service Task Force which will address the rapidly changing air service landscape because of higher fuel prices. The**

**task force will also work to develop recommendations on national energy policy and national air service policy. Mr. Dillon gave an overview of the first meeting which occurred in Washington DC on July 9, and the Energy/Air Service Summit which was held the following day.**

**Mr. Dillon reported that he is continuing community outreach efforts, noting that he was the Guest Speaker at the Warwick Rotary and has several more speaking engagements scheduled in both Massachusetts and Rhode Island.**

**Mr. Dillon reported that he had met with the Warwick Redevelopment Group on July 22, 2008, to discuss mutual issues in relation to the intermodal project.**

**Mr. Dillon reported that the Providence Journal will be doing an article on the Day in the Life of the Airport and that the reporter will be on site on Friday, August 1, 2008 to start gathering material for the article. Airport Revenue News and Airport Magazine, both industry publications, will also be doing articles on the airport.**

**Mr. Dillon reported that the new Brooks Brothers Store and the Wolfgang Puck Express Restaurant are now open. The new Starbucks and News Kiosk on the lower level also opened recently.**

**Mr. Sangster asked for an update on the testing of the new in-line**

**baggage system. Mr. Dillon gave an overview of the outstanding issues and reported that the staff is continuing to work to ensure that the system is in compliance with all applicable rules and regulations.**

## **5. Discussion Item:**

**(a) Discussions Regarding Intermodal Project; Gilbane Building Co. Guaranteed Maximum Price; Construction Manager at Risk; Amtrak Agreements; and Intermodal Insurance Requirements.**

**Mr. Dillon gave an overview of the project and elaborated on certain issues addressed in the Board package materials. Mr. James Kennedy, from Gilbane discussed project logistics, including an overview of the various components of the project.**

**Mr. Dillon commented on the statements made by Mr. Lusi, regarding the Construction Manager at Risk process, noting that for a project of this complexity this methodology protects the stakeholders by utilizing an appropriate continuity of construction expertise through each project phase. Mr. Dillon also noted that the Corporation is in compliance with state procurement rules. Mr. Frazier reported that Rhode Island law exempts EDC and its subsidiaries from certain elements of the state procurement rules in relation to construction projects. Mr. Dillon reported that RIAC's project manager, PB Americas, had reviewed the GMP and recommended proceeding.**

**Board Members and Corporation Personnel discussed the funding mechanism for the intermodal project.**

**6. Executive Session:**

**(a) Investment of Public Funds Where Premature Disclosure Would Be Detrimental to the Public Interest (Intermodal Contract Negotiations – R.I.G.L. § 42-46-5(a)(7).**

**(b) Discussion Related to Potential Litigation (Two Non-Public Matters) - R.I.G.L. § 42-46-5(a)(2).**

**(c) Working Session Regarding Collective Bargaining Issues - R.I.G.L. § 42-46-5(a)(2).**

**(d) Discussions Related to Personnel (Job Performance) – R.I.G.L. § 42-46-5(a)(1).**

**At approximately 4:20 p.m., a motion was made by Mr. Hahn and seconded by Mr. Cianciolo to go into Executive Session. In relation to the discussion of personnel, it was noted for the record that individuals had been notified in writing that the Board intended to convene in Executive Session in order to discuss their job performance and they declined to have this discussion take place in Open Session.**

**By the following roll call vote the motion was passed unanimously.**

**YEAS: James C. Forte**

**Joseph Cianciolo**

**Joseph Larisa**

**Robert D. Sangster**

**Russell Hahn**

**NAYS: None**

**ABSTAIN: None**

**7. Reconvene to Open Session and Announcements:**

**At approximately 5:10 p.m., a motion was made by Mr. Hahn and seconded by Mr. Cianciolo to reconvene to the Open Session. The motion was passed unanimously.**

**A motion was made by Mr. Hahn 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 roll call vote the motion was passed unanimously:**

**YEAS: James C. Forte**

**Joseph Cianciolo**

**Joseph Larisa**

**Robert D. Sangster**

**Russell Hahn**

**NAYS: None**

**ABSTAIN: None**

**8. Action Item:**

**(a) Consideration of and Action Upon (1) Authorization to Utilize the Construction Manager at Risk Construction Contract Management Methodology for the Intermodal Project; (2) Authorization to Enter Into an Amendment of the Construction Manager's General Conditions Agreement (AIA A201); (3) Authorization to Enter into an Amendment of the Construction Manager Agreement with Gilbane Building Company; (4) Authorization to Execute a Force Account Agreement, Temporary Easement, and Permanent Easement Substantially with National Railroad Passenger Corporation; and (5) Authorization to Execute any Agreements Necessary to Bind the Insurance Coverages for the Owner Controlled Insurance Program, Builders Risk, Owners Professional Protective Indemnity, Railroad Protective, Environmental and any Other Insurance Coverages Recommended by RIAC's Insurance Broker or Required for the Amtrak Agreements.**

**Mr. Dillon gave an overview of the intermodal project, status of the**

**Amtrak agreements and the associated items that require approval. Discussion included the timeline for the project, and the funding mechanisms in place. Mr. Larisa asked who would bear the costs of any overruns on the project, and Mr. Dillon confirmed that those costs would be borne by the State of Rhode Island (DOT). There was a brief discussion of the customer facility charge collections.**

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

**WHEREAS, the Rhode Island Airport Corporation (RIAC) is constructing an Intermodal Facility in Warwick, Rhode Island, pursuant to its Capital Improvement Program (CIP), and in cooperation with the Rhode Island Department of Transportation (RIDOT); and**

**WHEREAS, all costs associated with the Board authorizations contemplated in this resolution will be included as part of the Intermodal Project; and**

**WHEREAS, the Guaranteed Maximum Price (GMP) Amendment will provide a Construction Manager at Risk GMP Contract with Gilbane for the construction of the Intermodal Facility Project; including the Garage structure and certain aspects of the Rental Car Company Quick Turnaround (QTA) facilities, Customer Service Operations (CSO) building, Skywalk and Terminal End Improvements (TEI); and**

**WHEREAS, RIAC staff is recommending that the Board approve the GMP Amendment with Gilbane, approve the utilization of the Construction Manager at Risk Construction Contract Management methodology for the Intermodal Project and the GMP Amendment in the amount of \$ 184,921,000; and**

**WHEREAS, a Memorandum recommending use of the Construction Manager at Risk Methodology is attached to this resolution; and**

**WHEREAS, the RIAC Board authorized the selection of PB America Inc. (PB) to serve as Project Manager for the Intermodal Facility at the February 15, 2007 Board Meeting; and**

**WHEREAS, a recommendation from PB to enter into the GMP Amendment with Gilbane in the amount of \$184,921,000 is attached to this resolution; and**

**WHEREAS, an Amendment to the Construction Manager's General Conditions Agreement (AIA A201) is required to update the roles of PB and Jacobs Engineering Group (Jacobs) to eliminate any potential duplication of efforts between PB serving as Project Manger and Jacobs serving as the potential Construction Administrator; and**

**WHEREAS, any necessary adjustments to the PB Agreement and the potential agreement for Construction Administration Services with**

**Jacobs will be brought to a future Board meeting as required by RIAC's Procurement Rules; and**

**WHEREAS, the Force Account Agreement with Amtrak allows Amtrak resources to work on the Intermodal project, the Temporary Easement with Amtrak allows for the construction of the facility on and over Amtrak property and the Permanent Easement with Amtrak allows for the continued presence of the facility on and over the Amtrak property; and**

**WHEREAS, as a condition precedent, RIAC must receive written concurrence from the Rhode Island Department of Transportation (RIDOT) and the Federal Highway Administration (FHWA) of the GMP Amendment in the form and dollar amount including contingencies and allowances prior to entering the GMP Amendment; and**

**WHEREAS, RIAC staff is requesting authorization to instruct Gilbane Building Company to terminate the Blakeslee Precast contract if written approval of the GMP Amendment is not received from RIDOT and FHWA by July 31, 2008.**

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the Board authorizes the President and CEO, or his designee to:**

**1. Utilize the Construction Manager at Risk Construction Contract**

**Management Methodology for the Intermodal Project; and**

**2. Enter into an Amendment of the Construction Manager's General Conditions Agreement (AIA A201) to update the roles of PB America Inc. as Project Manager and a potential Construction Administration firm; and**

**3. Enter into an Amendment of the Construction Manager Agreement with Gilbane Building Co. accepting the Guaranteed Maximum Price of \$184,921,000 (GMP Amendment) subject to the following conditions precedent:**

**(a) The receipt of written concurrence by the Rhode Island Department of Transportation (RIDOT) and the Federal Highway Administration (FHWA) of the GMP Amendment in the form and dollar amount including contingencies and allowances; and**

**4. Subject to the concurrence of RIDOT, to execute the Force Account Agreement, Temporary Easement and Permanent Easement with the National Railroad Passenger Corporation (Amtrak); and**

**5. Subject to the concurrence of RIDOT, to execute any agreements necessary to bind the insurance coverages for the Owner Controlled Insurance Program (OCIP), Builders Risk, Owners Professional Protective Indemnity, Railroad Protective, Environmental and any other insurance coverages recommended by RIAC's insurance broker**

**or required for the Amtrak agreements.**

**The motion was passed unanimously.**

## **9. Operations and Capital Committee Report:**

### **Consent Items:**

**Mr. Forte reported that the Committee had met prior to the meeting and that there were items on the consent agenda for approval by the Board. Mr. Hahn was temporarily absent from the meeting and did not participate in the following vote. A motion was made by Mr. Forte and seconded by Mr. Cianciolo to approve the following resolutions. The motion was passed unanimously.**

**(a) Consideration of and Action Upon Approval of a Change Order to Increase the Guaranteed Maximum Price (GMP) Agreement with Skanska USA Building, Inc., for the Terminal Security Project at T. F. Green Airport.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) has entered into a Guaranteed Maximum Price Agreement (GMP) with Skanska USA Building, Inc. (Skanska) to provide Construction Management at Risk Services for the Terminal Security Project; and**

**WHEREAS, the Terminal Security Project is included in the approved**

**RIAC Fiscal Year 2009 Capital Improvement Program (CIP) budget in the amount of \$86,531,506; and**

**WHEREAS, RIAC staff has received and reviewed 65 Change Order Requests (CORs) from Skanska over the past several months totaling \$2,817,326 for work performed outside of the scope of the GMP; and**

**WHEREAS, several meetings have been held between RIAC and Skanska to review and negotiate the proposed CORs; and**

**WHEREAS, since issuing the GMP, RIAC has authorized 131 Change Orders totaling \$4,271,926, bringing the total amount of the GMP to \$72,434,626 before this proposed Change Order; and**

**WHEREAS, Skanska has submitted a proposal to RIAC in the amount of \$1,411,092 to reconcile these CORs.**

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the Board approves the attached resolution authorizing the President and CEO, or his designee, to execute a Change Order with Skanska USA Building, Inc. to reconcile the attached 65 Change Order Requests in the amount of \$1,411,092.**

**(b) Consideration of and Action Upon Approval of a Professional Services Agreement for Air Service Consulting and Development**

**Services.**

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

**WHEREAS, it has been determined that there is a need for Air Service Consulting and Development Services at T. F. Green Airport; and**

**WHEREAS, RIAC has a fiscal year budget which provides funding for these services through its Operating & Maintenance (O&M) budget; and**

**WHEREAS, the approved Fiscal Year 2009 O&M budget includes \$85,000 in the Professional Fees line item for these services; and**

**WHEREAS, funding for expenditures under this agreement in future fiscal years will be established as part of the O&M budget process; and**

**WHEREAS, RIAC issued a Request for Proposals (RFP) in May 2008 for these services; and**

**WHEREAS, RIAC received one submission from InterVISTAS, the current provider of these services; and**

**WHEREAS, RIAC staff has been satisfied with the services provided by InterVISTAS under the previous agreement and recommends award of a Professional Services Agreement for Air Service Consulting and Development Services to InterVISTAS.**

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the Board 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 Air Service Consulting and Development Services with InterVISTAS.**

**(c) Consideration of and Action Upon Approval of a Contract Award for Repair and Rehabilitation Services to the Infield Oil/Water Separator System at T. F. Green Airport.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) is responsible for the operation and maintenance of airport facilities at T. F. Green Airport; and**

**WHEREAS, as part of the 1990's terminal expansion, the Infield Oil/Water Separator (OWS) System consisting of two 20,000 gallon tanks with Plate Separation Media was installed to meet Rhode Island Department of Environmental Management's (RIDEM) Water Quality and Rhode Island Pollutant Discharge Elimination System's (RIPDES) permit requirements; and**

**WHEREAS, the Airfield Maintenance Department has been conducting routine maintenance as outlined in the Operations and Maintenance (O&M) Manual provided with the system; and**

**WHEREAS, the O&M Manual outlines the process and schedule for the removal, inspection and cleaning of the Plate Separation Media, which Airfield Maintenance completed on the first tank in Fiscal Year 2008; and**

**WHEREAS, in October 2007, the Board authorized, and ATC completed, a rehabilitation of the first tank in the OWS system with the remaining tank to be budgeted and repaired in Fiscal Year 2009; and**

**WHEREAS, RIAC staff and ATC have negotiated a scope and fee for this work in an amount not-to-exceed \$70,000; and**

**WHEREAS, the approved Fiscal Year 2009 O&M budget includes \$60,000 to repair and rehabilitate the OWS under the Airfield Maintenance Department's Contracted Maintenance line item.**

**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 ATC Group Services, Inc. for**

**Repair and Rehabilitation Services to the Infield Oil/Water Separator System at T. F. Green Airport in an amount not-to-exceed \$70,000.**

**(d) Consideration of and Action Upon Approval of Professional Services Agreements for “On-Call” Environmental Consultant Services at T. F. Green Airport and the Five General Aviation Airports.**

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

**WHEREAS, it has been determined that there is a need for On-Call Environmental Consultant Services including, but not limited to: general environmental consulting and compliance, water quality, stormwater and Rhode Island Pollution Discharge Elimination System (RIPDES) analysis and services, air quality, hazardous materials, including site characterization and remedial action planning, underground and aboveground storage tank systems, asbestos management, environmental sustainability/stewardship, hazardous waste management and other services as necessary; and**

**WHEREAS, RIAC issued a Request for Proposals (RFP) for On-Call Environmental Consultant Services pursuant to RIAC’s Procurement Rules and received fourteen proposals on May 30, 2008; and**

**WHEREAS, a Selection Committee comprised of Brenda Pope, Vice**

**President of Environmental Management Systems; Ernie Zielinski, Environmental Projects Manager; Jay Brolin, Manager of Environmental Programs; and Beth Tetreault, Procurement Specialist, was formed to evaluate and review the proposals based on the evaluation criteria; and**

**WHEREAS, based on these evaluations the Selection Committee recommends the firms (1) The Louis Berger Group, Inc.; (2) EA Engineering Science and Technology, Inc. and (3) Vanasse Hangen Brustlin, Inc. to perform On-Call Environmental Consultant Services for a three-year period; and**

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

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the Board approves the attached resolution authorizing the President and CEO, or his designee, to negotiate and execute a Professional Services Agreements with a three-year term for “On-Call” Environmental Consultant Services with the following firms: (1) The Louis Berger Group, Inc.; (2) EA Engineering Science and Technology, Inc. and (3) Vanasse Hangen Brustlin, Inc.**

**(e) Consideration of and Action Upon Approval of Professional Services Agreements for “On-Call” Architectural and Engineering Consultant Services at T. F. Green Airport and the Five General**

## **Aviation Airports.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) 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 On-Call Comprehensive Architectural and Engineering Consultant Services including, but not limited to: planning, design, construction administration and other services as necessary; and**

**WHEREAS, RIAC issued a Request for Proposals (RFP) for On-Call Architectural and Engineering Consultant Services pursuant to RIAC's Procurement Rules and received sixteen proposals on May 30, 2008; and**

**WHEREAS, a Selection Committee comprised of Ahmed Shihadeh, Manager of Engineering; Eric Seabury and Joe Levesque, Airport Engineers; and Beth Tetreault, Procurement Specialist, was formed to evaluate and review the proposals based on the evaluation criteria; and**

**WHEREAS, based on these evaluations the Selection Committee recommends the firms (1) McFarland Johnson, Inc.; (2) PB Americas, Inc.; and (3) HNTB Corporation to perform On-Call Architectural and Engineering Consultant Services for a one-year period; and**

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

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the Board approves the attached resolution authorizing the President and CEO, or his designee, to negotiate and execute a Professional Services Agreements with a one-year term for On-Call Architectural and Engineering Consultant Services with the following firms: (1) McFarland Johnson, Inc.; (2) PB Americas, Inc.; and (3) HNTB Corporation.**

**(f) Consideration of and Action Upon Approval of an Energy Saving Performance Contract (ESPC) at T. F. Green Airport.**

**WHEREAS, the State and Federal Energy Office are promoting a “Rebuild America” program in an effort to reduce air emissions by enhancing building energy efficiency and performance; and**

**WHEREAS, on February 15, 2006, the Rhode Island Airport Corporation (RIAC) Board of Directors approved, and RIAC entered into, a Professional Services Agreement (PSA) with ConEdison to perform an Investment Grade Audit (IGA) for a potential Energy Saving Performance Contract (ESPC); and**

**WHEREAS, in June 2007, the RIAC Board authorized an amendment**

**of the PSA to include the completion of an IGA for Cogeneration at T. F. Green Airport; and**

**WHEREAS, RIAC staff reviewed the results of the IGA for Cogeneration and decided not to include this option as an Energy Conservation Measure (ECM) primarily based on its estimated cost of \$8.8 million and a projected payback period of approximately 30 years; and**

**WHEREAS, the recently completed IGA provides a fixed fee cost structure, guaranteed amount of annual energy savings and engineering design documentation detailing the equipment to be installed; and**

**WHEREAS, RIAC staff and its consultant Celtic Energy have reviewed the IGA and related documents and find that sufficient energy and cost savings will be realized to justify moving forward with the ESPC; and**

**WHEREAS, this project is included in RIAC's approved Fiscal Year 2009 Capital Improvement Program (CIP) budget funded by \$5,000,000 of the 2008 Series General Airport Revenue Bonds and rebates from utility companies for the purchase and installation of certain capital equipment; and**

**WHEREAS, the ESPC will include an annual Long Term Service**

**Agreement (LTSA), under which ConEdison will perform operations and maintenance oversight services, metering and verification and provide RIAC with periodic reports on the performance of the systems installed; and**

**WHEREAS, the annual fee for the LTSA services ranges from \$47,983 to \$66,421 resulting in total potential fees of \$680,988 over the 12-year contract period; and**

**WHEREAS, the guaranteed utility savings from the ECMs identified as part of this project are estimated to cover the annual costs of the LTSA, debt service and pay off the remaining principal balance on the bonds associated with this project in 12 years.**

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the Board hereby authorizes the President and CEO, or his designee, to enter into an Energy Saving Performance Contract (ESPC) with ConEdison Solutions based on the results of the recently completed Investment Grade Audit (IGA) at T. F. Green Airport. Capital costs of this contract will be funded in an amount not-to-exceed \$5,000,000 of the 2008 Series General Airport Revenue Bonds and the rebates obtained from utility companies for the purchase and installation of certain capital equipment. This contract will also incorporate fees associated with the Long Term Service Agreement not-to-exceed \$680,988 over the 12-year contract term.**

**(g) Consideration of and Action Upon Proposed Acquisition of Certain Property Adjacent to T. F. Green Airport.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) is a public corporation organized as a subsidiary of the Rhode Island Economic Development Corporation (RIEDC), a public corporation, governmental agency and public instrumentality of the state of Rhode Island; and**

**WHEREAS, through a certain Lease and Operating Agreement with the State of Rhode Island dated June 25, 1993, as amended, RIAC maintains and operates T. F. Green Airport in Warwick, Rhode Island; and**

**WHEREAS, 1910 Post Road, LLC (Seller) wishes to sell and RIAC wishes to purchase certain property located at 1910 Post Road and identified by the Warwick Tax Assessor to be Plat 322, Lot 343 (Property); and**

**WHEREAS, the approved Fiscal Year 2009 Capital Improvement Program (CIP) budget includes \$4 million in 2008 Airport Revenue Bond Funds for commercial land acquisition surrounding T. F. Green Airport; and**

**WHEREAS, the \$1,685,000 purchase price of the Property is**

**appropriate based on the results of an appraisal by an independent appraiser conducted by the Seller and RIAC; and**

**WHEREAS, the purchase will be funded with 2008 Airport Revenue Bonds.**

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the Board authorizes the President and CEO, or his designee, to execute a Purchase and Sales Agreement with 1910 Post Road, LLC containing a purchase price not-to-exceed \$1,685,000 and other terms and conditions as prepared by RIAC's General Counsel for purchase of certain property located at 1910 Post Road, Warwick, RI and identified by the Warwick Tax Assessor to be Plat 322, Lot 343.**

**(h) Consideration of and Action Upon Approval of an Agreement to Provide Parking Access and Revenue Control System at T. F. Green Airport.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) is responsible for the maintenance and operation of airport facilities at T. F. Green Airport; and**

**WHEREAS, in June 2007, the Board of Directors authorized the President and CEO, or his designee, to negotiate and execute a Parking Management Agreement (PMA) with Standard Parking**

**(Standard) to provide Professional Parking Management Services at T. F. Green Airport; and**

**WHEREAS, RIAC, in conjunction with Standard, issued a Request for Proposals (RFP) in January 2008 and as a result of the selection process selected Scheidt & Bachmann USA, Inc. (Scheidt & Bachmann) to provide revenue control equipment to RIAC; and**

**WHEREAS, on March 19, 2008, the Board of Directors approved the selection and authorized RIAC staff to negotiate an Agreement with Scheidt & Bachman to provide a Parking Access and Revenue Control System for all public parking facilities at T. F. Green Airport including a final scope and budget for this project; and**

**WHEREAS, since March, RIAC staff, Standard Parking and Scheidt & Bachmann have cooperatively developed a final scope of the project that meets the needs of the airport and fits within the approved Fiscal Year 2009 budget; and**

**WHEREAS, the Parking Access and Revenue Control System project will provide all required civil work, equipment purchase and installation, signage and software to implement a modern parking system including automated pay options, license plate recognition capabilities for RIAC's three parking garages and two surface lots and automated vehicle identification system for the commercial curb; and**

**WHEREAS, the scope of work to be included in the Agreement results in a total project cost of \$2,169,741; and**

**WHEREAS, the approved FY 2009 Capital Improvement Program (CIP) budget includes \$2,300,000 for this project funded from existing bond proceeds.**

**WHEREAS, approval of the agreement is dependent on the inclusion of an indemnity clause acceptable to both parties.**

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the President and CEO, or his designee, is authorized to execute an Agreement with Scheidt & Bachmann USA, Inc. to provide a Parking Access and Revenue Control System (including License Plate Recognition and Automatic Vehicle Identification) for all public parking facilities and the commercial curb at the T. F. Green Airport in an amount not-to-exceed \$2,169,741.**

**(i) Consideration of and Action Upon Approval to Enter into a Reimbursable Agreement with the Federal Aviation Administration and Increase the Project Budget for the Draft Environmental Impact Statement at T. F. Green airport.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) is in the**

**process of preparing a Draft Environmental Impact Statement (DEIS) for T. F. Green Airport; and**

**WHEREAS, the Federal Aviation Administration (FAA) requires their personnel assist in the engineering and environmental studies related to the improvements to the Runway 16-34 and Runway 5-23 Runway Safety Areas (RSA) at T. F. Green Airport; and**

**WHEREAS, the FAA has submitted a Reimbursable Agreement (RA) to RIAC in the amount of \$63,379; and**

**WHEREAS, this project is included in the approved Fiscal Year 2009 Capital Improvement Program (CIP) budget in the revised amount of \$9,961,409; and**

**WHEREAS, the approved Fiscal Year 2009 CIP budget for this project will need to be increased to a new total of \$10,024,788; and**

**WHEREAS, this amendment will initially be funded through the General Purpose Fund; and**

**WHEREAS, RIAC is pursuing 75% (\$47,534) reimbursement from the FAA and 25% (\$15,845) from Passenger Facility Charges (PFCs) through the completion of future FAA grant and PFC applications.**

**NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:**

**That the Board approves the President and CEO, or his designee, to:**

**(1) Execute a Reimbursable Agreement with the Federal Aviation Administration in the amount of \$63,379; and**

**(2) Increase the approved Fiscal Year 2009 CIP budget for this project to a new total of \$10,024,788.**

**10. Human Resources Committee Report:**

**Mr. Sangster reported that the Committee had met prior to the Board Meeting and that there were several items on the consent agenda for approval by the Board. It was noted that the item related to the FY 09 Goals was deferred at the meeting.**

**Mr. Larisa noted that The Mercer Group report contained sound recommendations and his approval was in deference to the recommendation of the President and CEO to implement this report as appropriate.**

**A motion was made by Mr. Sangster and seconded by Mr. Larisa approving the following items. The motion was passed unanimously.**

**(a) Consideration of and Action Upon Fiscal Year 2008 Accomplishments.**

**The Board approved the Human Resources Committee's acknowledgement that the organization had fully achieved the 2008 corporate goals.**

**(b) Consideration of and Action Upon Implementation of The Mercer Group Report.**

**The Board approved the Human Resources Committee's recommendation that the President and CEO implement the Mercer Group Compensation and Classification Report.**

**11. Finance and Audit Committee Report:**

**Mr. Cianciolo reported that the Committee had met prior to the Board Meeting and had received a report on the proposed Audit Plan for FY 09. Mr. Cianciolo noted that although this was on the consent agenda for approval it was an information item only, therefore, no action was required by the Board.**

**12. Future Meetings:**

**There is no meeting scheduled for August. The next meeting is scheduled for Wednesday, September 17, 2008 at 4:00 p.m., in the Mary Brennan Board Room, T. F. Green Airport, 2000 Post Road, Warwick, Rhode Island.**

**13. Adjournment:**

**Mr. Cianciolo moved to adjourn the meeting at 5:17 p.m. Mr. Sangster seconded the motion. The motion was passed unanimously.**

**Respectfully submitted,**

**James C. Forte, Vice-Chair**

**Rhode Island Airport Corporation**

**ATTENDANCE SHEET**

**RHODE ISLAND AIRPORT CORPORATION**

**BOARD OF DIRECTORS MEETING**

**JULY 28, 2008**

**NAME      AFFILIATION**

**Brian Schattle      RIAC**

**Ann Clarke      RIAC**

**Bruce Wilde      RIAC**

**Patti Goldstein RIAC**

**Alan Andrade RIAC**

**Steve Tibbetts Landmark**

**Richard Licht Adler Pollock and Sheehan**

**Ken Nathanson ConEdison Solutions**

**John Johnson ConEdison Solutions**

**Lou Delsesto Gilbane**

**Karen Colby Gilbane**

**Jim Kennedy Gilbane**

**Bob Manocchia Gilbane**

**Bob Hannon PB Americas**

**Val Mendonca HNTB**

**Armand Lusi A.F. Lusi Construction, Inc.**

**Jonathan Flynn   Jonathan Flynn, LLC**

**Richard Langseth   Greenwich Bay Watershed Group**

**Lynne Harrington   Greenwich Bay Watershed Group**

**Michael Zarum   Citizen**

**Robert Craven   Federal Signal**

**Don Vennell   Federal APD**

**Ron Cicerchia   Ristan**

**The minutes of the Executive Session of the Board Meeting of July 28, 2008 have been sealed in accordance with R.I.G.L. § 42-46-4.**