

**MINUTES OF MEETING**

**RHODE ISLAND AIRPORT CORPORATION**

**BOARD OF DIRECTORS**

**WEDNESDAY, SEPTEMBER 16, 2009, AT 4:00 PM**

**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 Chair, Kathleen C. Hittner, 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: Kathleen C. Hittner, M.D; James C. Forte; Robert D. Sangster; Russell Hahn; Joseph Larisa (arrived at 4:10 p.m.)**

**BOARD MEMBERS ABSENT: Joseph Cianciolo; Michael Traficante.**

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

**1. Approval of the Minutes:**

**A motion was made by Mr. Hahn and seconded by Mr. Sangster to**

**approve the minutes of the Board Meeting of August 19, 2009. The motion was passed unanimously.**

## **2. Open Forum:**

**Dr. Hittner asked if anyone present wanted to speak in Open Forum. No one came forward.**

## **3. Executive Session:**

**The first Executive Session was deferred until later in the meeting.**

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

**Mr. Dillon gave a brief general aviation update, noting that there had been a small event on Block Island commemorating the opening of the new terminal building. Several Board members and Corporation staff joined members of the Block Island Town Council for lunch in the new building. Mr. Dillon reported that there were 9.45% more operations at the airports system wide, although fuel sales were still down approximately 15%. Mr. Dillon also gave a brief overview of ongoing construction projects at the GA airports. Mr. Dillon cut short his report so that the Board could go into Executive Session. It was noted that he would conclude his comments when the Board returned to Open Session.**

## **5. Executive Session:**

**(a) Discussion Related to Potential Litigation (EIS) - R.I.G.L. § 42-46-5(a)(2);**

**At approximately 4:08 p.m., a motion was made by Mr. Hahn and seconded by Mr. Forte to go into Executive Session. By the following roll call vote the motion was passed unanimously:**

**YEAS: Kathleen C. Hittner**

**James C. Forte**

**Robert D. Sangster**

**Russell Hahn**

**NAYS: None**

**ABSTAIN: None**

**(b) Motion to Return to Open Session:**

**It was noted for the record that Mr. Larisa had joined the meeting at 4:10 p.m.**

**At approximately 4:25 p.m. a motion was made by Mr. Larisa and seconded by Mr. Sangster to reconvene to the Open Session. The**

**motion was passed unanimously.**

## **6. Continuation of President and CEO's Report:**

**Mr. Dillon continued his overview of ongoing construction projects at the GA airports.**

**Mr. Dillon reported that the Wings Over Westerly Event had been well received by the local community. This event was originally scheduled for September 12, 2009 but was moved to September 13, 2009 because of inclement weather. There are several other events scheduled which will be positive publicity for the airports involved.**

**Mr. Dillon gave an overview of easement issues at several of the airports.**

**Mr. Dillon reported he had met with the Warwick Historical Cemetery Commission on September 1, 2009, to discuss the EIS and potential impacts to cemeteries on or near airport property.**

**Mr. Dillon reported that he is continuing to speak to local community groups.**

**Mr. Dillon reported that he will appear on the Channel 12 show "Newsmakers" in October. Mayor Avedisian will also be a guest on the show.**

**Mr. Dillon introduced RIAC's new Police Chief, Leo Messier, who joins the Corporation officially on September 28, 2009. Chief Messier has over 30 years experience in law enforcement, homeland security, public safety, and emergency planning. He also served for 24 years with the RI State Police.**

**Mr. Dillon reported that the FAA has selected a new Air Traffic Control Manager, Barry Morgan, who is the former Tower Manager at New Bedford.**

**Mr. Dillon gave an update on the Intermodal project reporting that the current focus is on the installation of the glass walls on the skywalk. There will also be lane shifts on the loop road in connection with the project, although this work is anticipated to take place during non-peak hours.**

**Mr. Dillon introduced Ms. Elizabeth Keithline, from the Rhode Island State Council of the Arts who gave an overview of the two public art projects being installed on the bypass ramps at the airport.**

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

**Mr. Forte reported that there had been no meeting but that he had two change orders to report out.**

**Company Project Description Cost**

**VHB PVD – Draft EIS Noise Sensitivity Analysis & Evaluation**

**\$55,000**

**For Winslow Ball Fields**

**STS Steel/ PVD – Intermodal Skywalk Roof Tie=Off Devits**

**\$55,148**

**McKenna**

**Roofing**

**Action Items:**

**(a) Consideration of and Action Upon Approval to Enter Into a Contract for Microsoft Software Assurance Services.**

**Mr. Dillon gave an overview of the contract. Mr. Schattle added information on the specific services being provided. The recommendation is that the Board authorize the President and CEO, or his designee, to execute a contract with Dell Marketing LP for Microsoft Assurance services for a three year period.**

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

**WHEREAS, the Rhode Island Airport Corporation (RIAC) wishes to enter into a contract with Dell Marketing LP (formerly ASAP Software) to provide Microsoft Software Assurance covering the most essential Microsoft products under the State of Rhode Island Master Price Agreement; and**

**WHEREAS, this Software Assurance will allow for product updates and maintenance support over the next three years allowing staff access to the current versions of the Microsoft software; and**

**WHEREAS, Software Assurance annually costs between 20-25% of the price of new licenses, making it a cost effective option for organizations to maintain access to current versions of covered software; and**

**WHEREAS, the term of this agreement will run for three years through October 1, 2012, the minimum term allowable by Microsoft; and**

**WHEREAS, the approved Fiscal Year 2010 Operating and Maintenance Budget includes \$30,000 for this service.**

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

**That the Board authorizes the President and CEO, or his designee, to execute a contract with Dell Marketing LP for Microsoft Assurance services for a three year period, in an amount not to exceed \$105,000.**

**The motion was passed unanimously.**

**(b) Consideration of and Action Upon Approval of a Consultant Task Order to Support the Rhode Island Airport Corporation Staff with Airline Negotiations.**

**Mr. Dillon gave an overview of the task order, and of the services to be provided by Jacobs Consulting. The recommendation is that the Board authorize the President and CEO, or his designee, to execute a Consultant Task Order with Jacobs Consulting to support RIAC staff in the development and negotiation of a new Airline Agreement.**

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

**WHEREAS, the Board of Directors approved the selection of Jacobs Consulting as Airport Consultants at the June 2009 Board of Directors meeting; and**

**WHEREAS, the existing Airport Use and Lease Agreement with the Signatory Carriers expires on June 30, 2010; and**

**WHEREAS, support with airline negotiations is contemplated under the terms of the Professional Service Agreement (PSA) with Jacobs;**

and

**WHEREAS, the approved Fiscal Year 2010 Operating and Maintenance (O&M) budget includes \$100,000 for these services in the Professional Fees line item; and**

**WHEREAS, Jacobs has provided RIAC a Scope and Fee for these services in the amount of \$100,000; and**

**WHEREAS, the Scope and Fee assumes certain timeframes and possible agreement structures; and**

**WHEREAS, any required change orders based on actual negotiations or agreement development will be brought before the Operations and Capital Committee and Board of Directors as needed in accordance with RIAC's Policies and Procurement Rules.**

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

**That the Board authorizes the President and CEO, or his designee, to execute a Consultant Task Order with Jacobs Consulting to support RIAC staff in the development and negotiation of a new Airline Agreement in an amount of \$100,000.**

**The motion was passed unanimously.**

**(c) Consideration of and Action Upon Approval of Professional Services Agreements for On-Call Architectural and Engineering Services for the Rhode Island Airport Corporation.**

**Mr. Dillon gave an overview of the agreement, and explained the evaluation process. The recommendation is that the Board authorize the President and CEO, or his designee, to execute Professional Services Agreements with initial terms of one year with two additional one year options at the sole discretion of RIAC for Civil Engineering Services with: Parsons Brinckerhoff, AI Engineers and Gordon R. Archibald, Inc; for Airfield Engineering Services with: Parsons Brinckerhoff, McFarland Johnson and HNTB, for Architectural Services with: LA Torrado, AECOM and Robinson Green Beretta, and for MEP Systems Engineering Services with: Jacobs, RDK Engineers and Fuss & O'Neill.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) issued a Request for Proposals (RFP) in June 2009 for On-Call Architectural & Engineering Services pursuant to RIAC's Procurement Rules and received 43 proposals on July 23, 2009; and**

**WHEREAS, it has been determined that there is a need for On-Call Architectural & Engineering Services including, but not limited to: Civil Engineering, Airfield Engineering, Mechanical, Electrical, & Plumbing (MEP) Engineering Systems and Architectural services; and**

**WHEREAS, RIAC staff has elected to qualify three firms in each of the above referenced disciplines; and**

**WHEREAS, a Selection Committee comprised of: Ann Clarke, Senior Vice President – Planning, Engineering and Environmental; Ahmed Shihadeh, Manager of Engineering; Eric Seabury, Project Manager; Joseph Levesque, Project Manager; and Beth Tetreault, Procurement Specialist was formed to evaluate and review the proposals based on pre-established selection criteria; and**

**WHEREAS, based on these evaluations the Selection Committee recommends the following firms:**

**CIVIL ENGINEERING    AIRFIELD ENGINEERING**

**Parsons Brinckerhoff    Parsons Brinckerhoff**

**AI Engineers    McFarland Johnson**

**Gordon R. Archibald, Inc.    HNTB**

**ARCHITECTURAL ENGINEERING    MEP SYSTEMS ENGINEERING**

**LA Torrado    Jacobs**

**AECOM    RDK Engineers**

**Robinson Green Beretta    Fuss & O'Neill**

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

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

**That the Board authorizes the President and CEO, or his designee, to execute Professional Services Agreements with initial terms of one year with two additional one year options at the sole discretion of RIAC for Civil Engineering Services with: Parsons Brinckerhoff, AI Engineers and Gordon R. Archibald, Inc; for Airfield Engineering Services with: Parsons Brinckerhoff, McFarland Johnson and HNTB, for Architectural Services with: LA Torrado, AECOM and Robinson Green Beretta, and for MEP Systems Engineering Services with: Jacobs, RDK Engineers and Fuss & O'Neill.**

**The motion was passed unanimously.**

**(d) Consideration of and Action Upon Amendment to the Contract Agreement for Construction Phase Engineering and Architectural Services for the Warwick Intermodal Facility at T. F. Green Airport AND Consideration of and Action Upon Approval for Two Change Orders to the Guaranteed Maximum Price Agreement Associated with the Warwick Intermodal Facility at T. F. Green Airport.**

**Mr. Dillon gave an overview of the amendment to the contract agreement and the two change orders, noting that both items were for design and build out services related to the rental car offices and breaks rooms in the CSO Building and QTA areas of the Warwick Intermodal facility. It also includes catenary and electrical service work related to the project. There was detailed discussion and Mr.**

**Sangster asked why these services were not included in the original architectural drawings. Mr. Dillon reported that the exact delineation of space was not known early on in the project. The recommendation is that the Board authorize the President and CEO, or his designee to: (1) execute an amendment to the Construction Phase Engineering and Architectural Services Agreement with Jacobs Engineering Group, Inc., to perform additional design services for the rental car offices and break rooms in the CSO and QTA area of the garage for the Warwick Intermodal Project at T. F. Green Airport, subject to Rhode Island Department of Transportation and Federal Highway Administration approval; (2) execute two Change Orders to the Guaranteed Maximum Price (GMP) Agreement with Gilbane Building Company to construct the rental car offices and break rooms in the CSO and QTA areas of the Warwick Intermodal Facility, and also to perform catenary and electrical service work at the Brayton and Post 178 interlockings, subject the Rhode Island Department of Transportation and Federal Highway Administration approval.**

**A motion was made by Mr. Forte and seconded by Mr. Larisa to approve the following resolution. The motion was carried with four members voting yes and one member abstaining. Those votes are as follows:**

**YEAS: Kathleen C. Hittner**

**James C. Forte**

**Joseph Larisa**

**Russell Hahn**

**NAYS: None**

**ABSTAIN: Robert D. Sangster**

**WHEREAS, the Rhode Island Department of Transportation (RIDOT) procured the services of Jacobs Engineering Group, Inc. (Jacobs), formerly Edwards and Kelcey, to provide Design and Construction Phase Services related to the Intermodal Facility; and**

**WHEREAS, on July 28, 2008, the Board of Directors authorized RIAC to enter into a Guaranteed Maximum Price (GMP) agreement with Gilbane Building Company (Gilbane) for the construction of the Warwick Intermodal Facility; and**

**WHEREAS, on September 26, 2008, the Board of Directors authorized RIAC to enter into a Construction Administration Agreement with Jacobs to provide typical Construction Phase Activities; and**

**WHEREAS, additional design and construction work is required to complete office and break room spaces in the Customer Service Operations (CSO) building and the garage Quick Turn Around (QTA) areas; and**

**WHEREAS, RIAC agreed that these areas would be designed and constructed using Intermodal Projects funds outside of the Tenant Improvement Fund subject to RIDOT and the Federal Highway Administration (FHWA) concurrence; and**

**WHEREAS, Jacobs has provided RIAC staff a Scope and Fee in the amount of \$114,887 to perform Engineering Design Services for the construction of the office and break room spaces in the CSO building and the garage QTA areas; and**

**WHEREAS, RIAC intends to amend the GMP Contract with Gilbane for the construction of the office and break room spaces in the CSO building and the garage QTA areas in an amount not to exceed \$1,850,000; and**

**WHEREAS, Amtrak and RIDOT have requested that Gilbane perform catenary and electrical service work at the Brayton and Post 178 Interlockings; and**

**WHEREAS, Gilbane has provided a Scope of Work and Fee estimate in an amount of \$939,761 to perform catenary and electrical service work at the Brayton and Post 178 Interlockings; and**

**WHEREAS, the work performed by Jacobs and Gilbane authorized by this resolution will be funded with Intermodal Project funds; and**

**WHEREAS, Gilbane has proposed a deductive Change Order of approximately \$16,600,000 to reflect bid savings to date; and**

**WHEREAS, approximately \$2.9 million of the bid savings will be utilized to fund these items; and**

**WHEREAS, the final Scope and Fee negotiated with Gilbane and Jacobs for work authorized by this resolution will be subject to RIDOT and Federal Highway Administration (FHWA) approval.**

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

**(1) That the Board authorizes the President and CEO, or his designee, to execute an amendment to the Construction Phase Engineering and Architectural Services Agreement with Jacobs Engineering Group, Inc. to perform additional design services for the rental car offices and break rooms in the CSO and QTA area of the garage for the Warwick Intermodal Project at T. F. Green Airport in an amount not to exceed \$114,887, subject to Rhode Island Department of Transportation and Federal Highway Administration approval; and**

**(2) That the Board authorizes the President and CEO, or his designee, to execute two Change Orders to the Guaranteed Maximum Price (GMP) Agreement with Gilbane Building Company in an amount not to exceed \$2,789,761; \$1,850,000 to construct the rental car offices**

and break rooms in the Customer Service Operations (CSO) building and Quick Turn Around (QTA) areas of the Warwick Intermodal Facility, and \$939,761 to perform catenary and electrical service work at the Brayton and Post 178 Interlockings, subject to Rhode Island Department of Transportation and Federal Highway Administration approval.

## **8. Finance and Audit Committee Report:**

Mr. Hahn gave the report in Mr. Cianciolo's absence noting that the Committee had met on September 10, 2009 and had received a presentation from Mr. Dansereau on work accomplished on the 2009 Audit Plan, and had received an overview of the 2010 Audit Plan. There was also a presentation from Mr. Schattle on the draft audited financial statements, and that item was on the agenda for approval by the Board.

### **(a) Consideration of and Action Upon Draft Fiscal Year 2009 Audited Financial Statements.**

A motion was made by Mr. Hahn and seconded by Mr. Larisa to approve the audited financial statements in substantially the form presented to the Board. The motion was passed unanimously.

## **9. Executive Session:**

**At approximately 4:58 p.m., a motion was made by Mr. Hahn and seconded by Mr. Larisa to go into Executive Session for the purposes of discussing the following items:**

**(a) Motion to Approve Minutes of Executive Session Held on August 19, 2009 – R.I.G.L. § 42-46-5(a)(2), (5) and (7); and**

**(b) Discussion Related Potential Litigation (EIS) - R.I.G.L. § 42-46-5(a)(2); and**

**(c) Investment of Public Funds Where Premature Disclosure Would be Detrimental to the Public Interest (Air Service Development) - R.I.G.L. § 42-46-5(a)(7).**

**(d) Discussion Related to the Acquisition of Real Property for Public Purposes at T. F. Green Airport – R.I.G.L. § 42-46-5(a)(5); and**

**(e) Motion to Return to Open Session.**

**The motion was passed by the following roll call vote:**

**YEAS: Kathleen C. Hittner**

**James C. Forte**

**Robert D. Sangster**

**Russell Hahn**

**Joseph Larisa**

**NAYS: None**

**ABSTAIN: None**

**10. Post Executive Session Actions and Announcements:**

**At approximately 6:07 p.m. a motion was made by Mr. Larisa and seconded by Mr. Hahn to reconvene to the Open Session. The motion was passed unanimously.**

**It was noted for the record that Mr. Forte left the meeting at 6:02 p.m.**

**(a) Motion to Seal the Minutes of the Executive Session Held on August 19, 2009.**

**A motion was made by Mr. Hahn and seconded by Mr. Larisa to seal the minutes of both Executive Sessions in accordance with R.I.G.L. § 42-46-4. By the following roll call vote the motion was passed unanimously:**

**YEAS: Kathleen C. Hittner**

**Robert D. Sangster**

**Russell Hahn**

**Joseph Larisa**

**NAYS: None**

**ABSTAIN: None**

**(b) Report of Action Taken In Executive Session:**

**During the Executive Session a motion was made by Mr. Larisa and seconded by Mr. Sangster to approve the sealed minutes of the Executive Session from the August 19, 2009 Board Meeting. By roll call vote the motion was passed unanimously. Those votes are as follows:**

**YEAS: Kathleen C. Hittner**

**James C. Forte**

**Robert D. Sangster**

**Russell Hahn**

**Joseph Larisa**

**NAYS: None**

**ABSTAIN: None**

**11. Future Meeting:**

**The next meeting is scheduled for Wednesday, October 21, 2009 at**

**4:00 p.m. in the Mary Brennan Board Room, T. F. Green Airport,  
Warwick, Rhode Island.**

**12. Adjournment:**

**Mr. Hahn moved to adjourn the meeting at 6:16 p.m. Mr. Larisa  
seconded the motion. 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**

**SEPTEMBER 16, 2009**

**NAME      AFFILIATION**

**Peter Frazier      RIAC**

**Brian Schattle      RIAC**

**Ann Clarke    RIAC**

**Patti Goldstein    RIAC**

**Bruce Wilde    RIAC**

**Doug Dansereau    RIAC**

**Alan Andrade    RIAC**

**Chief Leo Messier    RIAC**

**Mayor Scott Avedisian    City of Warwick**

**Val Mendonca    HNTB**

**Bob Hannon    PB Americas**

**Jim Falvey    PB Americas**

**Robert Goff    New England Parking**

**Chris MacFadden    House Policy**

**Mike Schrader    Hoyle Tanner**

**Dale Wilde    Hoyle Tanner**

**Liz Keithline    RISCA**

**The minutes of the Executive Session of the Board Meeting of September 16, 2009 have been sealed in accordance with R.I.G.L. § 42-46-4.**