

**MINUTES OF MEETING**

**RHODE ISLAND AIRPORT CORPORATION**

**BOARD OF DIRECTORS**

**TUESDAY, JUNE 9, 2009 AT 3:00 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 Chair, Kathleen C. Hittner, at 3:00 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; Joseph Cianciolo; Robert D. Sangster; Russell Hahn; Michael Traficante.**

**BOARD MEMBERS ABSENT: Joseph Larisa.**

**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. Traficante and seconded by Mr. Forte to**

**approve the minutes of the Board Meeting of April 15, 2009. The motion was passed unanimously.**

**2. Open Forum:**

**Dr. Hittner asked if anyone present wanted to speak in Open Forum. Mr. Richard Langseth, representing Greenwich Bay Watershed, made available to the Board Members information concerning the recent Lambert Bond Offering. Mr. Langseth also commented on his recent letter to the Providence Journal concerning RIAC's debt service.**

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

**There was no report.**

**4. Report from President and CEO and Legislative Update:**

**Mr. Dillon reported that he had accepted the following grants:**

**PVD – Reconstruct, Mark and Light Taxiway N – Phase II**

**This grant is for the construction portion of the Taxiway N Project at PVD. The total of FAA funds offered is \$1,254,683 with RIAC's match in the amount of \$418,228 funded with the upcoming Passenger Facility Charges application.**

**PVD – Aeronautical Obstruction Survey**

**This is to perform an Aeronautical Obstruction Survey at PVD as required by the FAA. The total of FAA funds offered is \$320,250 with RIAC's match in the amount of \$106,750 funded with General Purpose Funds.**

**Mr. Dillon reported that Dr. Hittner had recently approved the following project initiatives. All have been reviewed by PB America's Inc., RIDOT and FHWA:**

**TYPE OF ACTION CONTRACTOR Description Amount**

**PROJECT INITIATIVES**

<b>5 AMTRAK Procurement long lead &amp; engineering Brayton Interlocking</b>	<b>\$2,365,515.00</b>
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**BUDGET ADJUSTMENT ESTIMATES**

<b>1310 Fleet Construction Water line replacement - Fresno Street</b>	<b>\$171,639.00</b>
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<b>97020 STS Steel Add metal decking for skywalk work</b>	<b>\$ 143,697.00</b>
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<b>1470 STS Steel Increase steel amount to accommodate moving walkways</b>	<b>\$125,833.00</b>
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<b>1043 JL Marshall &amp; Sons Modification to cast-in-place concrete to accommodate moment frame change to garages</b>	<b>\$562,480.00</b>
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## **CHANGE ORDERS**

**5 Covers a number of smaller COR's**

**\$99,938.00**

## **CHANGE ORDER REQUESTS**

**1120 Fleet Construction & JL Marshall Update contracts to Permit Drawings \$92,830.00**

**2900 Fleet Construction Changes to roadways and paving \$71,843.00**

**Mr. Dillon reported that Dr. Hittner was nominated by RIAC, and selected by the RI Commission on Women as one of Rhode Island's Women of the Year for her contributions to the healthcare industry. Dr. Hittner will be recognized at an event on October 8, 2009. Created in 1989, the Women of the Year Award celebrates the work of pioneering Rhode Island women who are influential in areas such as the arts, business, economic development, employment, education, health, legal rights and politics. These women have a positive impact on the lives of women and/or girls through their work as role models and mentors.**

**Mr. Dillon reported that Mr. Don Pillsbury, active member of the Rhode Island Pilot's Association and Ex-Officio member of the Operations and Capital Committee, recently received the Aero Club of New England's Annual Award for the State of Rhode Island for his commitment to General Aviation and the Rhode Island Airport Corporation. Mr. Pillsbury was presented with his award at a luncheon in Boston on April 24, 2009.**

**Mr. Dillon reported that Mr. Ahmed Shihadeh, RIAC's Chief Engineer, recently received AAAE Accreditation.**

**Mr. Dillon reported that Mr. Bruce Wilde recently received the Rev. Charles Quirk Award (awarded by the Quirk Institute of Industrial Relations) in recognition of his years of leadership and dedication in promoting the cause of labor-management cooperation in both the public and private sector communities of Rhode Island.**

**Mr. Dillon reported that Ms. Patti Goldstein had recently been appointed to the Board of Directors for Dorcas Place Adult and Family Learning Center. Ms. Goldstein reported that the center provides low-income Rhode Islanders the educational opportunities they need to realize their full potential through literacy, employment, advocacy and community involvement.**

**Mr. Dillon reported that passenger traffic for April was down 4.11%,**

**and 6.95% year to date. Overall capacity was down approximately 5.5% in April compared to April 2008. Mr. Dillon gave a brief overview of individual airline results noting that United Airlines continues to lead all carriers in terms of positive performance.**

**Mr. Dillon reported that dialogue is continuing with several airlines regarding service at T. F. Green. Several marketing trips are planned. Mr. Dillon reported that Ms. Goldstein recently returned from Jumpstart where airlines and airports came together to discuss air service.**

**Mr. Dillon reported that the Corporation is continuing to work with the business community in gathering data on travel trends which will be used in the air service marketing program.**

**Mr. Dillon reported that construction is continuing on the intermodal project with the focus on the steel on the skywalk which is over Post Road. There is also work being done in the West Garage (CSO Building).**

**Mr. Dillon reported that he had completed a walkthrough of the new hangar at Quonset on June 8, 2009, along with Senator Sheehan and Representative Ehrhardt from North Kingstown.**

**Mr. Dillon reported that there is a small event planned at the new Block Island Terminal on June 22, 2009, to commemorate the opening**

**of the new building.**

**Mr. Dillon reported that he has taken the opportunity to meet with several neighborhood groups to discuss the EIS.**

**Mr. Dillon gave an overview of the EIS Public Meeting which was held on June 3, 2009. Discussion focused on the criticism the FAA received on the format of the meeting.**

**Mr. Dillon gave an update on the selection process for the vacant police chief position. Mr. Dillon noted that there are 7 candidates on the short list, and discussion focused specifically on the candidate pool. Mr. Traficante asked if priority had been given to State Police candidates, and Mr. Dillon reported that there is an Assessment Center Process which fairly assesses all candidates. Mr. Dillon noted that the Corporation has established criteria for this position.**

**Mr. Dillon gave a brief legislative update.**

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

**Mr. Forte reported that the Committee had met prior to the Board Meeting and there were items on the consent agenda for approval by the Board. It was noted that items (c) (e) and (f) were being removed from the consent agenda for action by the Board.**

**A motion was made by Mr. Forte and seconded by Mr. Cianciolo to approve items (a), (b) and (d) on the consent agenda. The motion was passed unanimously.**

**Consent Agenda Items:**

**(a) Consideration of and Action Upon Approval of a Professional Services Agreement for the Airport Elevated Roadway Rehabilitation Project at T. F. Green Airport.**

**WHEREAS, the Airport Elevated Roadway Rehabilitation Project at T. F. Green Airport is included in the proposed Rhode Island Airport Corporation (RIAC) Fiscal Year 2010 Capital Improvement Program (CIP) budget in the amount of \$941,200; and**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) issued a Request for Proposals (RFP) to provide Design and Construction Phase Services associated with this project and received nine proposals on March 6, 2009; and**

**WHEREAS, a Selection Committee comprised of Ann Clarke, Sr. VP Planning, Environmental and Engineering; Ahmed Shihadeh, Manager of Engineering; Eric Seabury, Airport Engineer and Beth Tetreault, Procurement Specialist, was formed to evaluate and review the proposals based on the selection criteria; and**

**WHEREAS, based on these evaluations, the Selection Committee recommends the firm of Commonwealth Engineering, Inc. to provide Design and Construction Phase Services for the Airport Elevated Roadway Rehabilitation Project at T. F. Green Airport; and**

**WHEREAS, RIAC staff has negotiated a Scope and Fee for the Design and Construction Phase Services of this project for a not to exceed cost of \$126,695; and**

**WHEREAS, this contract will be funded with 2008 Airport Revenue Bonds.**

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

**That the Board authorize the President and CEO, or his designee, to execute a Professional Services Agreement with Commonwealth Engineering, Inc. to provide Design and Bid Phase Services for the Airport Elevated Roadway Rehabilitation Project at T. F. Green Airport with a Task Order for Design Phase Services in an amount not to exceed \$126,695.**

**(b) Consideration of and Action Upon Approval of a Professional Services Agreement for the Aeronautical Obstruction Survey at T. F. Green Airport.**

**WHEREAS, the Aeronautical Obstruction Survey at T. F. Green**

**Airport is required by the Federal Aviation Administration (FAA); and**

**WHEREAS, on January 21, 2009, the Board of Directors authorized the Rhode Island Airport Corporation (RIAC) to enter into a Professional Services Agreement (PSA) with Wilbur Smith Associates, Inc. (Wilbur Smith) for a not to exceed amount of \$250,000; and**

**WHEREAS, during the scoping process the Federal Aviation Administration (FAA) determined that additional work would be necessary; and**

**WHEREAS, RIAC staff has negotiated a revised Scope and Fee Proposal with Wilbur Smith in the amount of \$426,000; and**

**WHEREAS, the project is included in the proposed Fiscal Year 2010 Capital Improvement Program (CIP) budget in the amount of \$427,000; and**

**WHEREAS, this PSA will be funded 75% (\$319,500) through the FAA as part of the Airport Improvement Program (AIP) under AIP No. 3-44-0003-90-2009 with the 25% (\$106,500) matching share funded through the General Purpose Fund.**

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

**That the Board authorize the President and CEO, or his designee, to execute a Professional Services Agreement with Wilbur Smith Associates for the Aeronautical Obstruction Survey at T. F. Green Airport in an amount not to exceed \$426,000, subject to receipt of a federal grant offer.**

**(d) Consideration of and Action Upon Approval to Enter Into an Agreement for Water Quality Monitoring and Sampling Services at T. F. Green Airport.**

**WHEREAS, the RIPDES Permit issued November 12, 2004 requires that the Rhode Island Airport Corporation (RIAC) conduct water quality monitoring and analysis, and the Warwick Sewer Authority permit issued January 9, 2006 for discharges associated with Glycol Processing requires water quality analysis; and**

**WHEREAS, R.I. Analytical Laboratories, Inc. (R.I. 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 each of the last three fiscal years; and**

**WHEREAS, the proposed Fiscal Year 2010 Operating and Maintenance (O&M) budget includes \$95,000 for RIPDES water quality and monitoring analysis, and water quality analysis for discharges to the Warwick Sewer Authority associated with Glycol Processing; and**

**WHEREAS, total estimated costs for analytical requirements is \$95,000. RIAC staff recommends that RIAC enter into an agreement with R.I. Analytical to conduct water quality analysis.**

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

**That the Board authorizes the President and CEO, or his designee, to execute an agreement with R.I. Analytical to conduct water quality monitoring and analysis at T. F. Green in an amount not to exceed \$95,000.**

**Action Items:**

**A motion was made by Mr. Forte and seconded by Mr. Cianciolo to approve items (c), (e) and (f) which had been previously removed from the consent agenda for action by the Board. Mr. Hahn reported that he was recusing himself from voting on these three items, and left the board table during the deliberations and vote.**

**The motion was passed by five in the affirmative, with Mr. Hahn recusing himself from the vote. Those votes are as follows:**

**YEAS: Kathleen C. Hittner, M.D.**

**James C. Forte**

**Joseph Cianciolo**

**Robert Sangster**

**Michael Traficante**

**NAYS: None**

**RECUSED: Russell Hahn**

**(c) Consideration of and Action Upon Approval of a Construction Contract for Reconstruction, Marking and Lighting Taxiway N at T. F. Green Airport AND Consideration of and Action Upon Approval of a Consultant Task Order Amendment for the Construction Administration Services Associated with Reconstruction, Marking and Lighting Taxiway N at T. F. Green Airport.**

**WHEREAS, a competitive bidding process was undertaken according to the Rhode Island Airport Corporation's (RIAC) procurement rules for Reconstructing, Marking and Lighting Taxiway N at T. F. Green Airport and five bids were received; and**

**WHEREAS, the firm of McFarland Johnson (MJ), serving as RIAC's Design Consultant for this project, determined that Cardi Corporation (Cardi) submitted the lowest responsive bid in the amount of \$1,974,259; and**

**WHEREAS, MJ recommends that Cardi be awarded the Construction Contract for this project and RIAC staff agrees; and**

**WHEREAS, the project is included in the proposed Fiscal Year 2010 Capital Improvement Program (CIP) budget in the amount of \$2,540,761; and**

**WHEREAS, this contract will be funded 75% (\$1,480,694) through the Federal Aviation Administration (FAA) under Airport Improvement Program (AIP) No. 3-44-0003-89-2009 with the 25% (\$493,565) matching share through the planned Passenger Facility Charges application.**

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

**That the Board authorizes the President and CEO, or his designee, to execute a Construction Contract with Cardi for Reconstruction, Marking and Lighting Taxiway N at T. F. Green Airport in the amount of \$1,974,259, subject to receipt of a federal grant offer.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) entered into a Task Order with McFarland Johnson (MJ) to provide Design and Bid Phase Services associated with Reconstruction, Marking and Lighting Taxiway N at T. F. Green Airport; and**

**WHEREAS, RIAC has negotiated a Scope and Fee Proposal with MJ to provide Construction Administration Services in the amount of \$170,556; and**

**WHEREAS, the project is included in the proposed Fiscal Year 2010 Capital Improvement Program (CIP) budget in the amount of \$2,540,761; and**

**WHEREAS, this Task Order amendment will be funded 75% (\$127,917) through the Federal Aviation Administration (FAA) as part of the Airport Improvement Program (AIP) under AIP No. 3-44-0003-89-2009 with the 25% (\$42,639) matching share funded through the planned Passenger Facility Charges application.**

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

**That the Board authorizes the President and CEO, or his designee, to execute a Task Order Amendment with McFarland Johnson, Inc. to provide Construction Administration Services for Reconstruction, Marking and Lighting Taxiway N at T. F. Green Airport in an amount not to exceed \$170,556, subject to receipt of a federal grant offer.**

**(e) Consideration of and Action Upon Approval of a Construction Contract for Reconstruction, Marking and Lighting Taxiway A (North) and Taxiway N at Quonset Airport AND Consideration of and Action Upon Approval of a Consultant Task Order Amendment for Construction Administration Services Associated with Reconstruction, Marking and Lighting Taxiway A (North) and Taxiway N at Quonset Airport.**

**WHEREAS, a competitive bidding process was undertaken according to the Rhode Island Airport Corporation's (RIAC) procurement rules for Reconstruction, Marking and Lighting Taxiway A (North) and Taxiway N at Quonset Airport and five bids were received; and**

**WHEREAS, the firm of P B Americas, Inc. (PB), serving as RIAC's Design Consultant for this project, determined that J H Lynch & Sons (Lynch) submitted the lowest responsive bid in the amount of \$869,039; and**

**WHEREAS, PB recommends that Lynch be awarded the Construction Contract for this project and RIAC staff agrees; and**

**WHEREAS, the project is included in the proposed Fiscal Year 2010 Capital Improvement Program (CIP) budget in the amount of \$1,303,732; and**

**WHEREAS, this contract will be funded 100% through the Federal Aviation Administration (FAA) Airport Improvement Program (AIP) as part of the American Recovery and Reinvestment Act (ARRA) of 2009 under AIP No. 3-44-0006-14-2009.**

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

**That the Board authorizes the President and CEO, or his designee, to execute a Construction Contract with Lynch for Reconstruction,**

**Marking and Lighting Taxiway A (North) and Taxiway N at Quonset Airport in the amount of \$869,039, subject to receipt of a federal grant offer.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) entered into a Task Order with P B Americas, Inc. (PB) to provide Design and Bid Phase Services for Reconstruction, Marking and Lighting Taxiway A (North) and Taxiway N at Quonset Airport; and**

**WHEREAS, RIAC has negotiated a Scope and Fee Proposal with PB to provide Construction Administration Services in the amount of \$89,526; and**

**WHEREAS, the project is included in the proposed Fiscal Year 2010 Capital Improvement Program (CIP) budget in the amount of \$1,303,732; and**

**WHEREAS, this Task Order amendment will be funded 100% through the Federal Aviation Administration (FAA) Airport Improvement Program (AIP) as part of the American Recovery and Reinvestment Act (ARRA) of 2009 under AIP No. 3-44-0006-14-2009.**

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

**That the Board authorizes the President and CEO, or his designee, to execute a Task Order amendment with P B Americas, Inc. to provide**

**Construction Administration Services for Reconstruction, Marking and Lighting Taxiway A (North) and Taxiway N at Quonset Airport in an amount not-to-exceed \$89,526, subject to receipt of a federal grant offer.**

**(f) Consideration of and Action Upon Approval of a Construction Contract for Reconstruction, Marking and Lighting Runway 16-34 at Newport Airport AND Consideration of and Action Upon Approval of a Consultant Task Order Amendment for Construction Administration Services Associated with Reconstruction, Marking and Lighting Runway 16-34 at Newport Airport.**

**WHEREAS, a competitive bidding process was undertaken according to the Rhode Island Airport Corporation's (RIAC) procurement rules for Reconstruction, Marking and Lighting Runway 16-34 at Newport Airport and five bids were received; and**

**WHEREAS, the firm of McFarland Johnson (MJ), serving as RIAC's design consultant for this project, determined that Fleet Construction (Fleet) submitted the lowest responsive bid in the amount of \$794,135; and**

**WHEREAS, MJ recommends that Fleet be awarded the Construction Contract for this project and RIAC staff agrees; and**

**WHEREAS, the project is included in the proposed Fiscal Year 2010**

**Capital Improvement Program (CIP) budget in the amount of \$1,199,255; and**

**WHEREAS, this contract will be funded 100% through the Federal Aviation Administration (FAA) Airport Improvement Program (AIP) as part of the American Recovery and Reinvestment Act (ARRA) of 2009 under AIP No. 3-44-0002-17-2009.**

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

**That the Board authorizes the President and CEO, or his designee, to execute a Construction Contract with Fleet for Reconstruction, Marking and Lighting Runway 16-34 at Newport Airport in the amount of \$794,135, subject to receipt of a federal grant offer.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) entered into a Task Order with McFarland Johnson (MJ) to provide Design and Bid Phase Services associated with Reconstruction, Marking and Lighting Runway 16-34 at Newport Airport; and**

**WHEREAS, RIAC has negotiated a Scope and Fee Proposal with MJ to provide Construction Administration Services in the amount of \$113,632; and**

**WHEREAS, the project is included in the proposed Fiscal Year 2010 Capital Improvement Program (CIP) budget in the amount of**

**\$1,199,255; and**

**WHEREAS, this Task Order amendment will be funded 100% through the Federal Aviation Administration (FAA) Airport Improvement Program (AIP) as part of the American Recovery and Reinvestment Act (ARRA) of 2009 under AIP No. 3-44-0002-17-2009.**

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

**That the Board authorizes the President and CEO, or his designee, to execute a Task Order Amendment with McFarland Johnson, Inc. to provide Construction Administration Services for Reconstruction, Marking and Lighting Runway 16-34 at Newport Airport in an amount not to exceed \$113,632, subject to receipt of a federal grant offer.**

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

**Mr. Cianciolo gave an overview of meetings held on May 5, 2009 and June 2, 2009 and noted that there were items on the consent agenda for approval by the Board.**

**A motion was made by Mr. Cianciolo and seconded by Mr. Hahn to approve the items on the consent agenda. The motion was passed unanimously.**

## **Consent Agenda Items:**

**(a) Consideration of and Action Upon Approval of Professional Services Agreements for Airport Consulting Services.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) issued a Request for Proposals (RFP) in February 2009 for Airport Consulting Services pursuant to RIAC's Procurement Rules and received four proposals on March 20, 2009; and**

**WHEREAS, it has been determined that there is a need for Airport Consulting Services including, but not limited to: Bond Feasibility reports, Passenger Facility Charge (PFC) applications, benefit cost analyses, parking analyses, airline negotiations and other projects; and**

**WHEREAS, a Selection Committee comprised of: Brian Schattle, Chief Financial Officer; Jason Doyle, Corporate Controller and Ann Clarke, Senior Vice President - Planning, Engineering and Environmental was formed to evaluate and review the proposals based on the selection criteria; and**

**WHEREAS, based on these evaluations the Selection Committee recommends the following firms: (1) Ricondo & Associates, Inc. and (2) Jacobs Consultancy to perform Airport Consulting Services; and**

**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 Airport Consulting Services with (1) Ricondo & Associates, Inc. and (2) Jacobs Consultancy.**

**(b) Consideration of and Action Upon Approval of a Professional Services Agreement for Auditing Services.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) issued a Request for Proposals (RFP) in March 2009 for Auditing Services and conducted a selection process pursuant to RIAC's Procurement Rules; and**

**WHEREAS, a Selection Committee comprised of: Joseph Cianciolo, Russell Hahn and Joseph Larisa, RIAC Board and Finance and Audit Committee Members, was formed to evaluate the responses to the RFP; and**

**WHEREAS, the Selection Committee received seven proposals and unanimously selected McGladrey & Pullen, LLP to provide Auditing Services for a three year period; and**

**WHEREAS, the fees for the audits of financial statements are \$20,500, \$21,000 and \$22,500 for the Fiscal Years ended June 30, 2009, 2010 and 2011, respectively; and**

**WHEREAS, the fees for the Single Audit are \$7,250, \$9,000 and \$9,500 for the Fiscal Years ended June 30, 2009, 2010 and 2011, respectively; and**

**WHEREAS, the fees for the PFC Audit are \$4,500, \$4,600 and \$4,700 for the Fiscal Years ended June 30, 2009, 2010 and 2011, respectively; and**

**WHEREAS, the proposed Fiscal Year 2010 Operating and Maintenance (O&M) Budget includes \$32,250 for the first year of services in the Audit Services line item, and**

**WHEREAS, funding for these services, in future years, will be established on an annual basis as part of the O&M budget.**

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

**That the Board authorizes the President and CEO, or his designee, to engage McGladrey & Pullen, LLP to provide Auditing Services for a three year period.**

**(c) Consideration of and Action Upon Approval of a Professional Services Agreement for Financial Advisory Services.**

**WHEREAS, the Rhode Island Airport Corporation (RIAC) issued a Request for Proposals (RFP) in February 2009 for Financial Advisory Services pursuant to RIAC's Procurement Rules and received three proposals on March 20, 2009; and**

**WHEREAS, it has been determined that there is a need for Financial Advisory Services; and**

**WHEREAS, a Selection Committee comprised of: Brian Schattle, Chief Financial Officer; Jason Doyle, Corporate Controller and Ann Clarke, Senior Vice President of Planning, Engineering and Environmental, was formed to evaluate and review the proposals based on the selection criteria; and**

**WHEREAS, based on these evaluations the Selection Committee unanimously recommends Fullerton and Friar, Inc. (Fullerton) to perform Financial Advisory Services; and**

**WHEREAS, RIAC staff has negotiated a retainer relationship with Fullerton to perform Financial Advisory Services that will not exceed \$6,500 per month with reimbursement of "out of pocket" expenses; and**

**WHEREAS, for services directly related to the issuance of bonds and other financings, Fullerton will be paid \$1 per one thousand dollars of principal amount of bonds issued, with a minimum fee per issue of \$45,000; and**

**WHEREAS, funding for these services will be established on an annual basis as part of the Operating and Maintenance Budget.**

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

**That the Board authorizes the President and CEO, or his designee, to execute a Professional Services Agreement with an initial term of one-year with two additional one-year options at the sole discretion of RIAC, for Financial Advisory Services with Fullerton and Friar, Inc. with a retainer in an amount not-to-exceed \$78,000 per year.**

**(d) Consideration of and Action Upon Contract for Oracle Database Administration Services.**

**WHEREAS, AST Corporation (AST) has provided Oracle Database Administration (DBA) support for RIAC's Oracle 11i System since the existing system was established in 2007; and**

**WHEREAS, the continuance of a mechanism for ongoing DBA support is critical to system stability and provides access to Oracle**

**E-Business Suite experts to maximize RIAC's investment; and**

**WHEREAS, under section 10.4.2.7 of RIAC's Procurement Rules specialized services for which there is only one documented accepted source, such as transactions involving unique professional services...e.g.,...repair/maintenance agreements with manufacturers... qualifies as a sole source procurement; and**

**WHEREAS, as the original architect of the 11i migration and subsequent database migration, AST is uniquely positioned to provide ongoing DBA services, thus RIAC staff has determined that a Sole Source Selection for this contract is appropriate; and**

**WHEREAS, RIAC staff have reviewed the proposed Scope of Services and negotiated a fee of \$72,520 for year one beginning August 1, 2009, \$73,500 for the first option year and \$75,950 for the second option year; and**

**WHEREAS, included in the proposed Fiscal Year 2010 Operating and Maintenance Budget is \$75,000 for these services.**

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

**That the Board authorizes the President and CEO, or his designee, to execute a one-year Contract with AST Corporation for Oracle Database Administration Services in the amount of \$72,520, with two**

**additional one-year options in the amounts of \$73,500 and \$75,950.**

**(e) Consideration of and Action Upon Approval of the Fiscal Year 2010 Budget.**

**The budget was approved in substantially the form presented to the Board.**

## **7. Executive Session:**

**At approximately 3:22 p.m., a motion was made by Mr. Hahn and seconded by Mr. Forte to go into Executive Session for the purposes of discussing the following items:**

**(a) Motion to Approve Minutes of Executive Session Held on April 15, 2009 – R.I.G.L. § 42-46-5(a)(2), (7) and (5); and**

**(b) Discussion Related to Pending Litigation (Costa) and 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 and FBO) - R.I.G.L. § 42-46-5(a)(7); and**

**(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).**

**(e) Working Session Related to Collective Bargaining – R.I.G.L. § 42-46-5(a)(2).**

**(f) Discussion Related to Investigation Regarding Allegations of Criminal Misconduct - R.I.G.L. § 42-46-5(a)(4).**

**(g) Discussion Relating to Job Performance - R.I.G.L. § 42-46-5(a)(4).**

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

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

**YEAS: Kathleen C. Hittner**

**James C. Forte**

**Joseph Cianciolo**

**Robert D. Sangster**

**Russell Hahn**

**Michael Traficante**

**NAYS: None**

**ABSTAIN: None**

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

**At approximately 4:12 p.m. a motion was made by Mr. Forte and seconded by Mr. Traficante to reconvene to the Open Session. The motion was passed unanimously.**

**(a) Motion to Seal the Minutes of the Executive Session Held on June 9, 2009.**

**A motion was made by Mr. Hahn and seconded by Mr. Forte 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: Kathleen C. Hittner**

**James C. Forte**

**Joseph Cianciolo**

**Robert D. Sangster**

**Russell Hahn**

**Michael Traficante**

**NAYS: None**

**ABSTAIN: None**

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

**The Board unanimously passed the motion approving the sealed**

**minutes of the Executive Session from the April 15, 2009 Board Meeting.**

**9. Human Resources Committee Report:**

**Mr. Sangster reported that the Committee had met prior to the Board Meeting. There was one item on the consent agenda for approval by the Board and one action item.**

**Consent Agenda Item:**

**(a) Consideration of and Action Upon Collective Bargaining Agreement Extension.**

**A motion was made by Mr. Hahn and seconded by Mr. Traficante to approve the Memorandum of Agreement Extending the 2006-2009 Collective Bargaining Agreement in substantially the form presented to the Board. The motion was passed unanimously.**

**10. Action Item:**

**(a) Consideration of and Action Upon Confidential Job Performance Review.**

**A motion was made by Mr. Cianciolo, authorizing the Chair, on behalf of the Board of Directors, to meet with RIAC's president and**

**CEO for the purpose of providing him with his confidential performance review and to take all appropriate contractual measures in accordance therewith. Mr. Forte seconded the motion. The motion was passed unanimously.**

**11. Future Meeting:**

**The next meeting is scheduled for Wednesday, July 15, 2009 at 4:00 p.m. in the Mary Brennan Board Room, T. F. Green Airport, Warwick, Rhode Island.**

**12. Adjournment:**

**Mr. Forte moved to adjourn the meeting at 4:20 p.m. Mr. Traficante seconded the motion. The motion was passed unanimously.**

**Respectfully submitted,**

**Kathleen C. Hittner, M.D, Chair**

**Rhode Island Airport Corporation**

**ATTENDANCE SHEET**

**RHODE ISLAND AIRPORT CORPORATION**

**BOARD OF DIRECTORS MEETING**

**JUNE 9, 2009**

**NAME      AFFILIATION**

**Peter Frazier      RIAC**

**Brian Schattle      RIAC**

**Ann Clarke      RIAC**

**Patti Goldstein      RIAC**

**Bruce Wilde      RIAC**

**Doug Dansereau      RIAC**

**Val Mendonca      HNTB**

**Robert Goff      New England Parking**

**Richard Langseth      Greenwich Bay Watershed**

**John Howell      Warwick Beacon**

**Scott Bassett      McGladrey and Pullen**

**Chris McFadden      House Policy**

**The minutes of the Executive Session of the Board Meeting of June 9, 2009 have been sealed in accordance with R.I.G.L. § 42-46-4.**