

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS

THURSDAY, MAY 22, 2014 AT 4:00 PM

IN THE MARY BRENNAN BOARD ROOM

T. F. GREEN AIRPORT

2000 POST ROAD, WARWICK, RHODE ISLAND

The meeting of the Rhode Island Airport Corporation (Corporation) Board of Directors was called to order by Chair, Jon Savage 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: Jon Savage; Russell Hahn; John Justo; Deborah Thomas, Paul Carroll and Bradford Dimeo.

BOARD MEMBER ABSENT: Michael Traficante.

ALSO PRESENT: Kelly J. Fredericks, P.E., 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. Dimeo to

approve the minutes of the Board of Director's Meeting of April 17, 2014. The motion passed unanimously.

2. Open Forum:

Mr. Savage asked if anyone present wanted to speak in Open Forum. No one came forward.

3. Report from President and CEO:

Mr. Fredericks presented the President and CEO Report and reported on the following:

- Mr. Fredericks reported a press event was held for Cape Air in the Mary Brennan Board Room at 10 am this morning to celebrate the start of seasonal service between Block Island and T. F. Green Airport. Cape Air has been providing seasonal service from T. F. Green Airport Nantucket and Martha's Vineyard for 17 years.**
- Mr. Fredericks reported, as expected, passenger travel was down 7.56% with year to date down 6.42%. Seating capacity was down 7% and is anticipated to be down 6.75% in May, 5.97% in June and 8.09% in July. Improvements in capacity are expected in the 3rd and 4th quarters. US Airways continues to be the only airline to show growth for the fifth straight month with a 6.74% increase.**

• **Mr. Fredericks reported air cargo was down 0.11% and up 1.75% year to date. It was noted the continuous upturn in cargo is for goods being shipped out of T. F. Green Airport. Mr. Fredericks reported, as part of the Go Green Partnership, small meetings with the Providence Chamber of Commerce and Rhode Island businesses are planned in June to share data and refine services.**

• **Mr. Fredericks reported parking revenue was down 5.1% with ticket sales down 8.8%.**

• **Mr. Fredericks reported he participated in meetings in both Knock and Shannon airports in Ireland with Governor Chaffee and staff as part of their Economic Trade Mission. Mr. Fredericks reported a Letter of Intent was entered into with Shannon Airport for cargo and passenger initiatives.**

• **Mr. Fredericks provided statistical financial performance measures for the general aviation airports. It was noted that 95% of the overall revenue is generated by T. F. Green Airport with 5% generated by the general aviation airports. Mr. Fredericks reported Quonset Airport performs well and the focus will be on improvement for the remaining four general aviation airports.**

• **Mr. Fredericks reported as part of his general aviation facilities tour, he will be hosting Mr. Paul Carroll and Mr. Myron Mitchell later this month to continue the focus on general aviation collaboration**

between pilots and RIAC. Mr. Fredericks reported town hall style meetings will be scheduled throughout the summer months for tenants and RIAC to collaborate on airport issues, information exchange and improvements.

- **Mr. Fredericks reported construction on the main building at Newport Airport is scheduled for completion by October/November 2014.**

- **Mr. Fredericks discussed aviator plaques being placed at general aviation airports to honor pilots. Mr. Fredericks stated due diligence is being completed on policy and a resolution will be brought to the June Board Meeting.**

- **Mr. Fredericks reported a Request for Proposals for federal lobbying services is being completed and will be posted.**

- **Mr. Fredericks reported additional signage for both the terminal and the roadways is being evaluated for possible additional way finding for rental car return locations and to assist with pedestrian traffic.**

- **Mr. Fredericks reported an evaluation was done on liquidated damages on construction projects. The per day dollar amounts have been approved by the FAA. Mr. Fredericks stated RIAC will remain focused on maintaining the levels of liquidated damages during this construction heavy period at T. F. Green Airport.**

- **Mr. Fredericks reported Senator Reed will be hosting a press conference with Appropriations Chairperson Senator Mikulski in the Mary Brennan Board Room on Tuesday, May 27th at 12 noon. Mr. Fredericks reported Governor Chafee and Mayor Avedisian will also be attending the press conference.**

- **Mr. Fredericks reported he recently attended the AAAE Annual Conference in San Antonio, Texas and attended several high level meetings.**

4. Department Updates:

(a) Engineering

(i) Airport Expansion – Paul McDonough

Mr. McDonough provided the following updates:

- **Construction on Hangar 1 demolition is scheduled to restart in June. Remaining work includes removal of floor slab, site grading, tie down area construction and reinforcing the residing of Providence Equities Hangar. This project is scheduled for completion by summer's end.**

- **Remaining work on the Runway 16 Safety Area includes the delivery and installation of the EMAS blocks. Delivery of the blocks is expected on site July 7th. Installation and of the blocks is expected**

to be completed in 30 days from the date of re start of construction on July 21st.

- **The Deicer Management Treatment Facility is approximately 33% complete and the airfield construction is approximately 25% complete. The Deicer Management System is scheduled to be operational by the end of September. Testing will begin upon completion.**

- **Runway 5 Extension Design is approximately 8% complete. Design includes runway and taxiway extension, utility improvements, ATCT upgrades, EMAS system and Perimeter Road relocation. Construction bid openings for this projects are scheduled for Spring 2016.**

5. Action Items:

(a) Consideration of and Action Upon Approval of a Consultant Task Order for the 2020 No-Build Voluntary Land Acquisition Program (Phase 5) at T. F. Green Airport.

Mr. Fredericks gave an overview of this item noting there are two components. Mr. Porter stated this project is expected to be completed by August 1st. Mr. Fredericks reported an independent fee estimate was completed by the FAA and selection was price based. The recommendation is that the Board authorizes the President and

CEO, or his designee, to execute a Task Order with W.D. Schock Company, Inc. to demolish and provide Construction Administration Services for the Four Seasons Apartment complex as part of the 2020 No-Build Voluntary Land Acquisition Program (Phase 5) at T. F. Green Airport in the amount of \$254,328.

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

WHEREAS, the Rhode Island Airport Corporation (RIAC) entered into a Professional Services agreement with W.D. Schock Company, Inc. (Schock) to provide On-Call Land Acquisition and Relocation Services and Avigation Easement Acquisition Services for the Rhode Island Airport System; and

WHEREAS, on April 10, 2014, The Jones Payne Group (JPG), working as a subconsultant to Schock, solicited bids for the demolition of two buildings within the Four Seasons Apartment complex utilizing RIAC's procurement rules; and

WHEREAS, on April 18, 2014 at RIAC's offices, JPG received three sealed bids; and

WHEREAS, JPG has determined that the bid submitted by J.R. Vinagro Corporation (Vinagro) in the amount of \$183,480 is the lowest responsive bid; and

WHEREAS, subsequent to the bid opening, RIAC staff negotiated a Scope and Fee with Schock in the amount of \$70,848 to provide Construction Administration Services for the Demolition of the two apartment buildings; and

WHEREAS, the Federal Aviation Administration (FAA) has reviewed and approved these services; and

WHEREAS, RIAC received a grant from the FAA to fund 80% (\$203,462) of this project with RIAC's 20% (\$50,866) matching share from Passenger Facility Charges.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board authorizes the President and CEO, or his designee, to execute a Task Order with W.D. Schock Company, Inc. to demolish and provide Construction Administration Services for the Four Seasons Apartment complex as part of the 2020 No-Build Voluntary Land Acquisition Program (Phase 5) at T. F. Green Airport in the amount of \$254,328.

The motion was passed by five affirmative votes, with one Board Member abstaining himself from voting. The vote was as follows:

YEAS: Jon Savage

Russell Hahn

Deborah Thomas

John Justo

Paul Carroll

NAYS: None

ABSTAIN: Brad Dimeo

(b) Consideration of and Action Upon Approval of the Off-Airport Parking Access Permit Agreement at T. F. Green Airport.

Mr. Schattle gave an overview of the item noting it is a standard agreement with an appropriate rate structure. A formal review of parking operations and rate structures is scheduled for next year. The recommendation is that the Board approves the Off-Airport Parking Access Permit Agreement in substantially the form presented.

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

WHEREAS, eight off-airport parking operators (four off-airport parking operators and four hotels) currently access T. F. Green Airport for the purposes of transporting their parking customers; and

WHEREAS, the current Off-Airport Parking Agreement had a term that expired on December 31, 2013; and

WHEREAS, the Rhode Island Airport Corporation (RIAC) staff extended the agreement for a six month period, through June 30, 2014, while they developed the attached agreement; and

WHEREAS, the new Off-Airport Parking Access Permit Agreement will have an effective date of July 1, 2014, continuing on a month-to-month basis; and

WHEREAS, RIAC previously charged off-airport parking operators a twelve percent (12%) fee on “Parking Revenues” only; and

WHEREAS, the new Off-Airport Parking Access Permit Agreement will charge fees at twelve percent (12%) of “Gross Revenues” which include services other than parking (such as car washes and oil changes) performed by the off-airport parking operators; and

WHEREAS, the Fiscal Year 2014 budget includes \$451,300 in revenue from off-airport parking operators; and

WHEREAS, it is anticipated that the expansion of the revenue definition will generate additional revenues to RIAC of approximately \$40,000 per year based on the current level of service.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board approves the Off-Airport Parking Access Permit Agreement in substantially the form presented.

The motion was passed unanimously.

(c) (i) Consideration of and Action Upon Approval of a Construction Contract for the Relocation of Winslow Park at T. F. Green Airport AND (ii) Consideration of and Action Upon Approval of a Consultant Task Order for Construction Administration and Resident Engineering Services for the Relocation of Winslow Park at T. F. Green Airport .

Mr. Fredericks noted there were two items for approval and provided an overview of the items noting construction on this project will begin while awaiting grant funding. The recommendation is that the Board authorizes the President and CEO, or his designee, to execute a Construction Contract with J.H. Lynch & Sons, Inc. for the Relocation of Winslow Park as part of the Runway 5-23 Extension Project at T. F. Green Airport, in an amount of \$5,697,600, subject to approval by the FAA AND that the Board authorizes the President and CEO, or his designee, to execute a Task Order with the Louis Berger Group for Construction Administration and Resident Engineering Services in the amount of \$472,093 for the Relocation of Winslow Park as part of the Runway 5-23 Extension Project at T. F. Green Airport, subject to

approval of the FAA.

A motion was made by Mr. Traficante and seconded by Mr. Carroll.

5c (i)

WHEREAS, a competitive bidding process was undertaken according to the Rhode Island Airport Corporation's (RIAC) procurement rules for the Relocation of Winslow Park as part of the Runway 5-23 Extension Project at T. F. Green Airport; and

WHEREAS, on March 15, 2014, RIAC issued an Invitation for Bids (IFB) for this project; and

WHEREAS, eight bids were received on April 17, 2014; and

WHEREAS, the Louis Berger Group (LBG), RIAC's Design Consultant for this project, has determined that the bid submitted by J.H. Lynch & Sons, Inc. (Lynch) in the amount of \$5,697,600 is the lowest responsive bid; and

WHEREAS, RIAC staff agrees with LBG's determination and recommends award of this contract to Lynch; and

WHEREAS, the project is approved in the Fiscal Year 2014 Capital Improvement Program (CIP) budget in the amount of \$81,997,080; and

WHEREAS, this contract will be funded by FAA grants, Passenger Facility Charges and/or the anticipated Fiscal Year 2015 bond issue; and

WHEREAS, this contract is eligible for 90% (\$5,127,840) reimbursement through the Federal Aviation Administration's (FAA) Airport Improvement Program (AIP), with RIAC's 10% (\$569,760) matching share from the anticipated Fiscal Year 2015 bond issue or Passenger Facility Charges.

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 J.H. Lynch & Sons, Inc. for the Relocation of Winslow Park as part of the Runway 5-23 Extension Project at T. F. Green Airport, in an amount of \$5,697,600, subject to approval by the FAA.

5c (ii)

WHEREAS, the Rhode Island Airport Corporation (RIAC) entered into a Professional Services Agreement with the Louis Berger Group (LBG) to provide Design, Bid and Construction Phase Services associated with the Relocation of Winslow Park as part of the Runway 5-23 Extension Project at T. F. Green Airport; and

WHEREAS, RIAC entered into a Task Order with LBG to provide Design and Bid Phase Services associated with the Relocation of Winslow Park; and

WHEREAS, RIAC has negotiated a Scope and Fee with LBG to provide Construction Administration and Resident Engineering Services in the amount of \$472,093; and

WHEREAS, this Scope and Fee is expected to be reviewed and approved by the Federal Aviation Administration (FAA); and

WHEREAS, the project is approved in the Fiscal Year 2014 Capital Improvement Program (CIP) budget in the amount of \$81,997,080; and

WHEREAS, this Task Order will be funded by FAA grants, Passenger Facility Charges and/or the anticipated Fiscal Year 2015 bond issue; and

WHEREAS, this Task Order is eligible for 90% (\$424,884) reimbursement through the FAA Airport Improvement Program (AIP), with RIAC's 10% (\$47,209) matching share from the anticipated Fiscal Year 2015 bond issue or Passenger Facility Charges.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board authorizes the President and CEO, or his designee, to execute a Task Order with the Louis Berger Group for Construction Administration and Resident Engineering Services in the amount of \$472,093 for the Relocation of Winslow Park as part of the Runway 5-23 Extension Project at T. F. Green Airport, subject to approval of the FAA.

The motion was passed by five affirmative votes, with one Board Member abstaining himself from voting. The vote was as follows:

YEAS: Jon Savage

Russell Hahn

Deborah Thomas

John Justo

Paul Carroll

NAYS: None

ABSTAIN: Brad Dimeo

(d) Consideration of and Action Upon Approval of a Consultant Land Acquisition Task Order for the Runway 5 Extension Project at T. F. Green Airport.

Mr. Fredericks gave an overview of the item noting this is Phase II of the acquisition of properties and the cost associated with this project

does not include the cost for acquiring the property. The recommendation is that the Board authorizes the President and CEO, or his designee, to execute a Task Order with W D Schock Company, Inc. for Phase 2 - Acquisition and Relocation Services associated with the Runway 5 Extension Project at T. F. Green Airport in an amount not to exceed \$798,298.

A motion was made by Mr. Hahn and seconded by Mr. Carroll.

WHEREAS, on October 20, 2010, the Board approved the selection of W D Schock Company, Inc., (Schock) to provide On-Call Land Acquisition and Relocation Services and Avigation Easement Acquisition Services for the Rhode Island Airport System; and

WHEREAS, subsequent to this approval, the Rhode Island Airport Corporation (RIAC) entered into a Professional Services Agreement (Agreement) dated December 15, 2010, with Schock to provide these services; and

WHEREAS, to date, eleven Task Orders totaling \$6,261,188 have been issued under this Agreement; and

WHEREAS, RIAC received a Scope and Fee with Schock in the amount of \$798,298 to perform Phase 2 - Acquisition and Relocation Services associated with the Runway 5 Extension Project at T. F. Green Airport; and

WHEREAS, the Federal Aviation Administration (FAA) has reviewed and approved the scope and fee; and

WHEREAS, the Project is approved in the Fiscal Year 2014 Capital Improvement Program (CIP) budget in the amount of \$81,997,080; and

WHEREAS, this Task Order will be funded by FAA grants, Passenger Facility Charges and/or the anticipated Fiscal Year 2015 bond issue; and

WHEREAS, this Task Order is eligible for 90% (\$718,468) reimbursement through the FAA Airport Improvement Program (AIP), with RIAC's 10% (\$79,830) matching share from the anticipated Fiscal Year 2015 bond issue or Passenger Facility Charges.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board authorizes the President and CEO, or his designee, to execute a Task Order with W D Schock Company, Inc. for Phase 2 - Acquisition and Relocation Services associated with the Runway 5 Extension Project at T. F. Green Airport in an amount not to exceed \$798,298.

The motion was passed unanimously.

(e) Consideration of and Action Upon Approval of a Construction Contract for the Runway 34 Safety Area, Wetlands Mitigation and Navaid Improvement Portion of the Runway 16-34 Safety Area Improvements Project (Phase 2) at T. F. Green Airport AND (ii) Consideration of and Action Upon the Approval of a Consultant Task Order for Construction Phase Services for the Runway 34 Safety Area, Wetlands Mitigation and Navaid Improvements Portion of the Runway 16-34 Safety Area Improvements Project (Phase 2) at T. F. Green Airport AND (iii) Consideration of and Action Upon the Approval of an Agreement to Purchase Engineered Material Arresting System Blocks for the Runway 34 Safety Area, Wetland Mitigation and Navaid Improvement Portion of the Runway 16-34 Safety Area Improvements Project (Phase 2) at T. F. Green Airport AND (iv) Consideration of and Action Upon Approval of a Reimbursable Agreement with the Federal Aviation Administration (FAA) for the Runway 34 Safety Area, Wetlands Mitigation and Navaid Improvement Portion of the Runway 316-34 Safety Area Improvements Project (Phase 2) at T. F. Green Airport.

Mr. Fredericks provided an overview of the items noting final negotiation for the Scope and Fee for Program Management Services will require review and approval from the Federal Aviation Administration (FAA). Mr. Fredericks noted T. F. Green Airport is required to maintain the Navaid and a reimbursable agreement with the FAA has been prepared. The recommendation is that the Board authorizes the President and CEO, or his designee, to execute a

Construction Contract with Cardi Corporation for the Runway 34 Safety Area, Navigational Aids (NAVAIDs) and Wetlands Mitigation portion of the Runway 16-34 Safety Area Improvement Project (Phase 2) at T. F. Green Airport, in an amount of \$19,871,247, subject to receipt of a federal grant offer AND that the Board authorizes the President and CEO, or his designee, to execute a Task Order with AECOM Technical Services, Inc. for Construction Administration Services, in the amount not to exceed of \$1,465,295, for the Runway 34 Safety Area, Navigational Aids (NAVAIDs) and Wetlands Mitigation portion of the Runway 16-34 Safety Area Improvement Project (Phase 2) at T. F. Green Airport, subject to FAA approval and receipt of a federal grant offer AND that the Board authorizes the President and CEO, or his designee, to enter into an Agreement with Engineered Arresting Systems Corporation to purchase the Engineered Materials Arresting System blocks for the Runway 34 Safety Area, Navigational Aids (NAVAIDs) and Wetlands Mitigation project as part of the Runway 16-34 Safety Area Improvements Project (Phase 2) at T. F. Green Airport, in the amount of \$7,251,434, subject to receipt of a federal grant offer AND that the Board authorizes the President and CEO, or his designee, to execute a Reimbursable Agreement with the Federal Aviation Administration in the amount of \$459,705 to provide Engineering and Construction Support related to the Runway 16-34 Safety Area Improvements Project (Phase 2) at T. F. Green Airport, subject to receipt of a federal grant offer.

A motion was made by Mr. Hahn and seconded by Ms. Thomas.

5d (i)

WHEREAS, a competitive bidding process was undertaken according to the Rhode Island Airport Corporation's (RIAC) procurement rules for the Runway 34 Safety Area, Navigational Aids (NAVAIDs) and Wetlands Mitigation portion of the Runway 16-34 Safety Area Improvements Project (Phase 2) at T. F. Green Airport; and

WHEREAS, on March 17, 2014, RIAC issued an Invitation for Bids (IFB) for this project; and

WHEREAS, three bids were received on April 22, 2014; and

WHEREAS, AECOM Technical Services, Inc. (AECOM), RIAC's Design Consultant for this project has determined that the bid submitted by Cardi Corporation (Cardi) in the amount of \$19,871,247 is the lowest responsive bid; and

WHEREAS, RIAC staff agrees with AECOM's determination and recommends award of this contract to Cardi; and

WHEREAS, the project is approved in the Fiscal Year 2014 Capital Improvement Program (CIP) budget in the amount of \$39,972,090; and

WHEREAS, this contract is eligible for 90% (\$17,884,122)

reimbursement through the Federal Aviation Administration's (FAA) Airport Improvement Program (AIP), with RIAC's 10% (1,987,125) matching share from Passenger Facility Charges.

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 Corporation for the Runway 34 Safety Area, Navigational Aids (NAVAIDs) and Wetlands Mitigation portion of the Runway 16-34 Safety Area Improvement Project (Phase 2) at T. F. Green Airport, in an amount of \$19,871,247, subject to receipt of a federal grant offer.

5d (ii)

WHEREAS, the Rhode Island Airport Corporation (RIAC) entered into a Task Order with AECOM Technical Services, Inc. (AECOM) to provide Design and Bid Phase Services associated with Runway 16-34 Safety Area, Navigational Aids (NAVAIDs) and Wetlands Mitigation portion of the Runway 16-34 Safety Area Improvement Project at T. F. Green Airport; and

WHEREAS, RIAC is negotiating a Scope and Fee with AECOM to provide Construction Administration Services for the Phase 2 portion of the project in the amount not to exceed \$1,465,295; and

WHEREAS, this Scope and Fee is subject to review and approval by the Federal Aviation Administration (FAA); and

WHEREAS, the project is approved in the Fiscal Year 2014 Capital Improvement Program (CIP) budget in the amount of \$39,972,090; and

WHEREAS, this Task Order is eligible for 90% (\$1,318,765) reimbursement through the FAA Airport Improvement Program (AIP), with RIAC's 10% (\$146,530) matching share from Passenger Facility Charges.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board authorizes the President and CEO, or his designee, to execute a Task Order with AECOM Technical Services, Inc. for Construction Administration Services, in the amount not to exceed of \$1,465,295, for the Runway 34 Safety Area, Navigational Aids (NAVAIDs) and Wetlands Mitigation portion of the Runway 16-34 Safety Area Improvement Project (Phase 2) at T. F. Green Airport, subject to FAA approval and receipt of a federal grant offer.

5d (iii)

WHEREAS, on March 15, 2013, Peter Frazier, acting in his capacity of Interim President and CEO, approved the sole source selection of Engineered Arresting Systems Corporation (ESCO) for the purchase

of Engineered Materials Arresting System (EMAS) blocks related to the T. F. Green Airport Safety Area Improvements Project; and

WHEREAS, RIAC Procurement Regulations Section 10.4 - SOLE SOURCE allows for a contract to be awarded without competition when the Rhode Island Airport Corporation (RIAC) President/CEO determines, in writing, that there is only one source for the required supply, service or construction item; and

WHEREAS, RIAC procurement rules further state, under Section 10.4.2, that sole source categories may include, but are not limited to, specialized services for which there is only one documented accepted source (such as items of a unique nature that are unavailable from other sources due to patents or proprietary processes); and

WHEREAS, Engineered Arresting Systems Corporation is the only manufacturer of the Engineered Materials Arresting System (EMAS) block system required as part of the T. F. Green Airport Safety Area Improvements Project; and

WHEREAS, RIAC received a quote in the amount of \$7,251,434 from ESCO for the purchase of the EMAS block system as part of the Runway 34 Safety Area Improvements; and

WHEREAS, the project is approved in the Fiscal Year 2014 Capital

Improvement Program (CIP) budget in the amount of \$39,972,090; and

WHEREAS, this purchase is eligible for 90% (\$6,526,291) reimbursement through the Federal Aviation Administration's (FAA) Airport Improvement Program (AIP), with RIAC's 10% (\$725,143) matching share from Passenger Facility Charges.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board authorizes the President and CEO, or his designee, to enter into an Agreement with Engineered Arresting Systems Corporation to purchase the Engineered Materials Arresting System blocks for the Runway 34 Safety Area, Navigational Aids (NAVAIDs) and Wetlands Mitigation project as part of the Runway 16-34 Safety Area Improvements Project (Phase 2) at T. F. Green Airport, in the amount of \$7,251,434, subject to receipt of a federal grant offer.

5d (iv)

WHEREAS, the Runway 16-34 Safety Area Improvements Project (Phase 2) at T. F. Green Airport requires engineering and construction support from the Federal Aviation Administration (FAA) for the Runway 34 safety area project for the relocation of the End Fire Glide Slope (EFGS) and Medium Intensity Approach Lighting System (MALSR); and

WHEREAS, RIAC staff has received and negotiated a Reimbursable Agreement with the FAA in the amount of \$459,705 to provide these services; and

WHEREAS, this Agreement will initially be funded from the General Purpose Fund; and

WHEREAS, the project is approved in the Fiscal Year 2014 Capital Improvement Program (CIP) budget in the amount of \$39,972,090; and

WHEREAS, this agreement is eligible for (\$413,734) reimbursement through the FAA's Airport Improvement Program, with RIAC's 10% (\$45,971) matching share from Passenger Facility Charges.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board authorizes the President and CEO, or his designee, to execute a Reimbursable Agreement with the Federal Aviation Administration in the amount of \$459,705 to provide Engineering and Construction Support related to the Runway 16-34 Safety Area Improvements Project (Phase 2) at T. F. Green Airport, subject to receipt of a federal grant offer.

The motion was passed by five affirmative votes, with one Board Member abstaining himself from voting. The vote was as follows:

YEAS: Jon Savage

Russell Hahn

Deborah Thomas

John Justo

Paul Carroll

NAYS: None

ABSTAIN: Brad Dimeo

(f) Consideration of and Action Upon Approval to Enter Into a Long Term Lease and Operation Agreement for the Development of Multipurpose Corporate Aircraft Hangar Facilities at T. F. Green Airport.

Mr. Fredericks gave an overview of this item noting that as part of the Master Plan process in March 2013 a Request for Interest was posted and three responses were received. Mr. Fredericks reported a Request for Proposals was issued. Each proposal was reviewed and calls were placed to two respondents for further clarification on proposal items. The recommendation is that the Board authorizes the President and CEO, or his designee, to execute a lease and operating agreement with Northstar Aviation, Inc. for the development of multipurpose corporate aircraft hangar facilities and related airport infrastructure at T. F. Green Airport in substantially the form presented subject to outside legal counsel review.

A motion was made by Mr. Carroll and seconded by Mr. Hahn.

WHEREAS, on March 25, 2013, the Rhode Island Airport Corporation (RIAC) issued a Request for Interest for the development of multipurpose corporate hangar facilities and related airport infrastructure at T. F. Green Airport; and

WHEREAS, RIAC received three submittals of interest; and

WHEREAS, on September 13, 2013, RIAC issued a Request for Proposal (RFP); and

WHEREAS, on October 20, 2013, RIAC received three proposals in response to this RFP; and

WHEREAS, the Selection Committee reviewed the proposals and selected two firms to provide RIAC with additional information via a phone interview process; and

WHEREAS, following the phone interview process, the Selection Committee independently and unanimously selected Northstar Aviation, Inc. (Northstar) to perform these services; and

WHEREAS, RIAC staff entered into further discussions and negotiations with Northstar to finalize the attached draft lease for

Board review and approval.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board authorizes the President and CEO, or his designee, to execute a lease and operating agreement with Northstar Aviation, Inc. for the development of multipurpose corporate aircraft hangar facilities and related airport infrastructure at T. F. Green Airport in substantially the form presented, subject to outside legal counsel review.

The motion passed unanimously.

6. Pension Committee Report.

Mr. Savage reported the Pension Committee met on May 15, 2014. Mr. Arthur J. Meizner led an overview of the pension plan and investment option performance results. There were discussions on additional investments options but no specific recommendations were made. The investment advisor will review these options and report findings at the next scheduled Pension Committee Meeting.

7. Executive Session:

At approximately 5:06 p.m. a motion was made by Mr. Hahn and

seconded by Ms. Thomas to go into Executive Session for the purpose of discussing the following items:

(a) Motion to Approve the Minutes of the Executive Session held April 17, 2014 § 42-46-5(a)(1),(2),(4) and (7); and

(b) 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); and

(c) Discussions Related to the Disposition of Publicly Held Property Where Advanced Public Information Will Be Detrimental to the Public Interest (Former Airfield Maintenance Property) - R.I.G.L. § 42-46-5(a)(5); and

(d) Discussion Regarding Investigative Proceedings re: Allegation of Civil/Criminal Misconduct - R.I.G.L. § 42-46-5(a)(4); and

(e) Work Session Related to One Public Litigation Matter (Bogosian vs. RIAC) and One Non Public Potential Litigation Matter – R.I.G.L. § 42-46-5(a)(2); and

(f) Discussion Related to Personnel (Job Performance) - R.I.G.L. § 42-46-5(a)(1); and

(g) Motion to Return to Open Session.

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

YEAS: Jon Savage

Jon Justo

Deborah Thomas

Russell Hahn

Paul Carroll

Bradford Dimeo

NAYS: None

ABSTAIN: None

Mr. Dimeo left the meeting at 5:23 p.m.

At approximately 6:01 p.m., a motion was made by Ms. Thomas and seconded by Mr. Hahn to return to the Open Session. The motion was passed unanimously.

8. Post Executive Session Actions and Announcements:

(a) Motion to Seal the Minutes of the Executive Session Held on May 22, 2014.

A motion was made by Mr. Hahn and seconded by Mr. Justo 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: Jon Savage

Deborah Thomas

Russell Hahn

John Justo

Paul Carroll

NAYS: None

ABSTAIN: None

(b) Report on Actions Taken in Executive Session.

During the Executive Session, a motion was made by Mr. Hahn to approve the sealed minutes of the Executive Session held on April 17, 2014. The motion was seconded by Mr. Justo. The motion passed unanimously.

The motion was passed unanimously.

9. Future Meetings:

The next Board Meeting will be held on Wednesday June 18, 2014 at

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

10. Adjournment:

Ms. Thomas moved to adjourn at approximately 6:03 p.m. Mr. Justo seconded the motion. The motion was passed unanimously.

Respectfully submitted,

**Jon Savage, Chair
Rhode Island Airport Corporation**

**PUBLIC ATTENDANCE SHEET
RHODE ISLAND AIRPORT CORPORATION
MEETING OF THE BOARD OF DIRECTORS
THURSDAY, MAY22**

NAME AFFILIATION

Brian Schattle RIAC

Peter Frazier RIAC

Liberty Luciano RIAC

Doug Dansereau RIAC

Patricia Goldstein RIAC

Sherri Ann Penta RIAC

Alan Andrade RIAC

Dan Porter RIAC

Nicole Williams RIAC

Bruce Wilde RIAC

Paul McDonough RIAC

Eric Seabury RIAC

Carl Tortolano AECOM

Dave Rich Stantech

Woody Creswell The Paradies Shops

Wendy Hennessey The Paradies Shops

Jean Mongillo Hoyle Tanner & Associates

Thomas R. Gonnella Pannone Lopes Devereaux & West LLC

Jim Falvey PB Americas

Robert Goff New England Parking

The minutes of the Executive Session of the Board Meeting of May 22, 2014, have been sealed in accordance with R.I.G.L. § 42-46-4.