

**Fort Adams Foundation
Meeting Notes
March 26, 2015**

Members Present:

Janet Coit, Chair and DEM Director

Larry Mouradjian, Associate Director for DEM Natural Resources Bureau, representing DEM Parks and Recreation

Lee Whitaker, representing Rhode Island Historic Preservation

Chris Behan, Esq., representing the City of Newport

Gregory Hall, President, Fort Adams Trust;

Others Present:

Kate Leonard, City of Newport

Rick Nagele, Executive Director, Fort Adams Trust

Mary Kay, Executive Counsel, DEM

Robert Paquette, Chief, DEM Parks & Recreation

John Faltus, Deputy Chief, DEM Parks & Recreation

Bruce Thompson, Assistant Regional Manager, DEM Parks & Recreation

Terri Bisson, DEM Bureau of Natural Resources (meeting notes)

Matthew Perry, Fort Adams Trust

Brad Read, Sail Newport

Meeting was called to order at 2:10 pm.

Major Discussion Points, Agreements and Action Items:

1. Roll Call – See above.
2. Minutes - The meeting minutes of February 12, 2015 were approved unanimously.
3. Volvo Ocean Race Update – Mr. Read provided members with an overview of the Volvo Ocean Race. The Race will be held at Fort Adams State Park on May 5-17,2015. Up to 100 containers with the race village setup will arrive on April 23 from New Zealand. This is the 2nd largest sailing event ever to visit the Fort. Many partners are involved, including DEM, the City of Newport, Discover Newport, Commerce RI, Bridge and Turnpike Authority, etc. As of today, 4,400 hotels rooms are booked for the race on Aquidneck Island with an additional 1,800 rooms booked in Providence. The event will feature a race village with interactive exhibits, two concerts, and a temporary climbing wall and zipline. It will also feature an ocean summit which will focus on sustainability and cleanliness of the ocean. Public transportation to and from the Fort via a water shuttle will be available during the event to relieve traffic congestion. Special days will be set aside for nurses, teachers and mothers. Sponsorship opportunities are available to local businesses. The Chamber of Commerce is also providing Volvo Ocean Race window decorations to downtown businesses. The event is free and open to the public.

DRAFT TO BE VOTED ON AT NEXT MEETING

4. Memorandum of Agreement between the Foundation and the Fort Adams Trust – Ms. Coit opened the discussion by reviewing the purpose of revising the MOA, which is to align and update the roles and responsibilities between the Foundation and the Trust to reflect the intent of the law and to strengthen processes currently in practice. She stated that it is especially important in light of the recent Newport Waterfront Events proposal. Mr. Mouradjian added that the intent is to set the future direction of how the organizations – FAF, FAT and DEM - interact. Members then discussed specific sections of the MOA, including:
 - a. Map – Mr. Nagele reported that the Trust Board had reviewed the proposed map and agreed to include the undeveloped historic areas, with the condition that they not be held to the same standards for maintenance as the main Fort.
 - b. Inventory – Mr. Hall expressed concern that some of the language related to the Foundation approving acquisitions and gifts was too restrictive for the Trust. They are often presented with artifacts that people bring to the Fort and it would not be practical to wait for the next Foundation meeting for approval. Mr. Hall agreed to provide language that will consider the statutory responsibility of the Foundation in approving gifts with the need to act swiftly when an opportunity presents. Mr. Perry also agreed to review the status of the Trust’s efforts to inventory artifacts and develop an appropriate timeframe for providing the Foundation with the inventory once the MOA is signed.
 - c. Financials – Mr. Hall asked for clarification of what fees could be used for. He was concerned that the language did not allow for the funding of operations. The group agreed that fees could be allowed to pay for operations and agreed to change the wording. Mr. Nagele stated that the Trust finances are done by calendar, not fiscal year. The group agreed to change to calendar year reporting.
 - d. Maintenance – members expressed concern that the requirement that the Trust keep the Fort and areas covered by the agreement “clean and in good repair” was too vague, and, after discussion about roles and responsibilities between the Trust and DEM, agreed to change the wording to “maintained in consultation with DEM.”
 - e. Insurance – DEM will review the insurance requirements with the State Risk Manager and will provide changes to the wording in the insurance section.
 - f. Events – The group discussed the roles and responsibilities of the Foundation and the Trust in reviewing and approving events. Ms. Bisson outlined the proposed changes to how events are handled. A summary, which is attached to these minutes, was distributed to members. Mr. Mouradjian stated that the Department will serve as the point of contact for all concert events going forward. Mr. Hall expressed concern that requiring Foundation approval for events that appear in Item 2 of the attachment could restrict the Trust’s ability to respond to requests for larger events and asked about the ability to vote by email. Ms. Kay and Mr. Behan noted that open meetings laws prohibit email voting. The Foundation by-laws are flexible with regard to the schedule for meetings and allow for special meetings with 48 hours advanced notice. Members agreed that more meetings may be necessary to approve large events that are not listed in the Trust’s Annual Schedule.

Members agreed that Ms. Bisson would make the changes on the MOA that members agreed to and would circulate two versions within a week – one showing the changes and one with the tracked changes accepted. Members will work on suggested edits via email with the goal of completing a final draft to vote on at the next Foundation meeting.

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5. Newport Waterfront Events – Mr. Faltus stated that the Department has received special use requests for two concerts and eight open dates from the Trust for Newport Waterfront Events (NWE) as well as for a Chowderfest. Both concerts call for attendance of up to 2,000 people. Mr. Mouradjian stated that the request for eight open dates will not be approved. Mr. Mouradjian also stated that he is working with the state and local Fire Marshalls to re-establish the 5,000 person occupancy variance that was previously granted. For the short-term, the Department will seek a stay for 2,500 to accommodate the Volvo Ocean Race concerts and the proposed NWE concerts.

Mr. Behan motioned and Mr. Whitaker seconded approval to move forward with the two NWE concerts, provided they meet the conditions of the Department, State Properties Committee and the Fire Marshall.

Mr. Hall motioned and Mr. Behan seconded approval to move forward with the Chowderfest event, again provided they meet the conditions of the Department, State Properties Committee and the Fire Marshall

6. Fort Adams Inventory Update – Members agreed to defer this item to the next meeting, since much of the topic was raised as part of the MOA discussion.
7. Progress Reports - No progress reports were given.
8. Other Business
 - a. Members agreed to hold the next Foundation meeting in late April.
9. Adjournment – The meeting adjourned at 4:14 p.m.