

**MINUTES OF SPECIAL MEETING**

**RHODE ISLAND AIRPORT CORPORATION**

**BOARD OF DIRECTORS**

**Thursday, August 12, 2004**

**at 5:00 p.m.**

**in the Mary Brennan Board Room, T. F. Green Airport, Warwick,  
Rhode Island**

**The Special Meeting of the Rhode Island Airport Corporation (“Corporation”) Board of Directors was called to order by Chairman, James Rosati, at 5:00 p.m., in the Mary Brennan Board Room, T. F. Green Airport, Warwick, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.**

**BOARD MEMBERS PRESENT: James Rosati, James Forte, Joseph Cianciolo, Charles Gaffney, Robert Sangster.**

**BOARD MEMBERS ABSENT: Michael Traficante, Joseph Larisa.**

**ALSO PRESENT: Laurie Cullen, Senior VP of Engineering, Planning and Environmental; Brian Schattle, Senior VP of Finance and CFO; Richard Licht, Legal Counsel; and those members listed on the attendance sheet attached hereto.**

**1. Executive Session:**

**(a) Discussion of Potential Litigation (Parking – The Parking**

**Company) – R. I.G. L. § 42-46-5(a)(2).**

**At approximately 5:01 p.m., a motion was made by Mr. Forte and seconded by Mr. Cianciolo to go into Executive Session pursuant to R. I.G. L. § 42-46-5(a)(2). By the following roll call vote the motion was passed unanimously.**

**YEAS: James Rosati**

**James Forte**

**Joseph Cianciolo**

**Charles Gaffney**

**Robert Sangster**

**NAYS: None**

**At approximately 6:32 p.m., a motion was made by Mr. Gaffney to reconvene to the Open Session. The motion was seconded by Mr. Cianciolo. The motion was passed unanimously.**

**ction Item:**

**onsideration of and Action Upon Parking Rates for Garage B at T. F. Green Airport.**

**A motion was made by Mr. Sangster and seconded by Mr. Forte to approve the recommendation from Ricondo & Associates to set the**

**daily parking rate for Garage B at \$15, with adjustments for an hourly rate. The recommendation of an honor system for the calculation of the fee however was not accepted by the Board. The motion was passed with four votes in the affirmative with one member voting no. Those votes are as follows:**

**YEAS: James Rosati**

**James Forte**

**Joseph Cianciolo**

**Robert Sangster**

**NAYS: Charles Gaffney**

**(b) Consideration of and Action Upon Temporary Signature Authority for Contracts and Legal Documents for the Rhode Island Airport Corporation.**

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

**WHEREAS, on March 19, 2003 the Board of Directors adopted amended Procurement Regulations; and**

**WHEREAS, Article 3.1.3 of the Procurement Regulations states:**

**“The RIAC Executive Director, except as otherwise provided by law,**

**shall serve as the Procurement and Contracting Agent of RIAC for individual contracts greater than Ten Thousand Dollars (\$10,000) but not greater than Fifty Thousand Dollars (\$50,000) and for all contracts relating to RIAC's interest in real property, provided that the RIAC Board of Directors has approved such contracts"; and**

**WHEREAS, the need to make procurements and enter into contracts arises from time to time in the absence of the President and CEO; and**

**WHEREAS, the Board of Directors deems it to be in the best interests of RIAC for the President and CEO to designate one or more other officers of RIAC to serve in his absence from time to time as the Procurement and Contracting agent of RIAC within the parameters of Article 3.1.3 of the Procurement Regulations; and**

**WHEREAS, the President and CEO has presented the names of Laurie K. Cullen, A.A.E., Senior Vice President of Planning, Engineering and Environmental, and Brian Schattle, Chief Financial Officer, to the Board of Directors for consideration for such purposes; and**

**WHEREAS, Laurie K. Cullen, A.A.E., Senior Vice President of Planning, Engineering and Environmental, and Brian Schattle, Chief Financial Officer, are both acceptable designees to the Board of Directors.**

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

**That the Board hereby authorizes the President and CEO of RIAC to designate either Laurie K. Cullen, A.A.E., Senior Vice President of Planning, Engineering and Environmental, or Brian Schattle, Chief Financial Officer, as the Procurement and Contracting agent of RIAC from time to time, to make procurements and execute documents pursuant to Article 3.1.3 of the Procurement Regulations in his absence.**

**During the Executive Session a motion was made by Mr. Forte and seconded by Mr. Cianciolo authorizing the Corporation to extend the following offer, in writing, to The Parking Company (“TPC”).**

**IAC is prepared to engage TPC to manage Garage B as a stand alone parking facility with a separate entrance and exit from Garage A. Parking rates are to be determined by the RIAC Board with other terms and conditions of the CLA in effect.**

**The offer to engage TPC to manage Garage B is submitted without prejudice to TPC pursuing various litigation claims related to the petition of condemnation currently pending in Kent County Superior Court as well as the civil action currently pending in the Providence County Superior Court or any other related claims that may be filed in the future.**

**The offer is also submitted without prejudice to RIAC’s rights to assert any defenses or claims in the above actions, or in any other form,**

**including, without limitation the right to claim that, if the offer is accepted, the \$685,000 deposited in the Kent County Superior Court should be credited to TPC's share of the revenue under Garage B.**

**uture Meetings:**

**The Board Meeting scheduled for August 17, 2004 has been cancelled. The next meeting will be held on Wednesday, September 15, 2004 at 4:00 p.m., in the Mary Brennan Board Room, T. F. Green Airport, 2000 Post Road, Warwick, Rhode Island.**

**4. Adjournment:**

**Mr. Forte moved to adjourn at approximately 6:40 p.m. Mr. Gaffney seconded the motion. The motion was carried by acclamation.**

**Respectfully submitted,**

**James V. Rosati, Chairman**

**Rhode Island Airport Corporation**