

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

OPERATIONS AND CAPITAL COMMITTEE

WEDNESDAY, OCTOBER 18, 2006

3:00 P.M.

IN THE CONFERENCE ROOM, 2220 SOUTH COUNTY TRAIL

EAST GREENWICH, RHODE ISLAND

The meeting of the Rhode Island Airport Corporation (“Corporation”) Operations and Capital Committee was called to order by Chairman, James Forte, at 3:18 p.m., in the Conference Room at 2220 South County Trail, East Greenwich, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.

COMMITTEE MEMBERS PRESENT: James Forte, Robert Sangster, Kathleen Hittner, MD. (arrived at 3:37 p.m.), Joseph Cianciolo, Don Pillsbury (Ex-Officio member).

ALSO PRESENT: Mark P. Brewer, A.A.E., President and CEO; Marci A. Greenberger, A.A.E., Senior Vice President of Operations and Maintenance; Brian Schattle, Senior Vice President of Finance and CFO; Peter Frazier, Chief Legal Counsel; and those individuals listed on the attendance sheet attached hereto.

1. Approval of the Minutes: Dr. Hittner moved that the minutes of the Operations and Capital Committee Meeting of September 20, 2006 be

approved. Mr. Sangster seconded the motion. The motion was passed unanimously.

2. Report from Chair, Operations and Capital Committee:

There was no report.

3. Report from Senior Vice President of Operations and Maintenance:

Ms. Greenberger reported that the airport had participated in a drill with the City of Warwick Fire Department. Ms. Greenberger noted that no vehicles were used in the drill but the department had provided radio support.

Ms. Greenberger gave a brief overview of new TSA security initiatives.

4. General Aviation Report:

Mr. Tibbetts gave an operations report for the General Aviation airports, including an update on the runway project at Block Island Airport.

5. Discussion Items:

(a) Discussion of Capital Improvement Program (CIP) (i.e., Land Acquisition Program, Draft Environmental Impact Statement, Airfield Maintenance Facility, Easement Acquisition, In-Line EDS Baggage System/Security Checkpoint Modification and Terminal Building

Improvements and Other Projects at the General Aviation Airports.)

Mr. Cox gave a brief overview of ongoing CIP projects, including the Terminal Security Project, the Airfield Maintenance Facility and the Draft Environmental Impact Statement where it was noted that a consensus had been received on the Range of Alternatives from all agencies except the RIDEM, EPA, the Corps, US Fish and Wildlife and the Narragansett Indian Tribe. A meeting will be held the first week of November to finalize the consensus. There was also a brief overview of the fuel farm project and the repairs to parking garage A.

(b) Discussion of Concession Request for Proposal (RFP) Process.

Mr. Cloutier gave a brief overview of the process and introduced Mr. Kent Vanden Oever who expanded on the goals of the RFP concessions agreement and who gave a visual overview of the available space.

(c) Discussion of Intermodal Staffing.

Mr. Frazier reported that staff is currently researching staffing options for the project.

6. Action Items:

(a) Consideration of and Action Upon Approval to Negotiate a Contract with the Intermodal Construction Management (CM)

Candidate Selected by the Intermodal CM Selection Committee.

Mr. Frazier gave an overview of the negotiation process and reported that the recommendation is that the Committee authorize the President and CEO, or his designee, to proceed with formal negotiations with Gilbane Building Company for the purpose of submitting a construction management contract for the Warwick Intermodal Project. A final contract will be brought to the Operations and Capital Committee for review and submitted to the Board for approval.

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

WHEREAS, the Rhode Island Airport Corporation (RIAC) has a CIP Project to construct an Intermodal Facility; and

WHEREAS, the Corporation issued a Request for Qualifications (RFQ) on July 25, 2006; and

WHEREAS, RIAC formed a Technical Selection Committee (Selection Committee) for the purpose of (a) reviewing proposals from candidates interested in being selected as the Construction Manager (CM) for the Warwick Intermodal Project and (b) making a CM selection recommendation to the Corporation's Board of Directors; and

WHEREAS, the Corporation received three timely responses to the solicitation; and

WHEREAS, on October 13, 2006, one company withdrew its name from consideration for selection as the CM for the Intermodal Project; and

WHEREAS, the Selection Committee individually reviewed and scored the technical proposals of the two remaining candidates; and

WHEREAS, on October 17, 2006, the Selection Committee (a) conducted interviews of the two candidates, (b) individually scored the CM candidates on their respective interviews, (c) held a meeting open to all candidates wherein the Selection Committee reviewed their comments on the technical proposals and interviews and (d) submitted their individual score sheets of the two CM candidates; and

WHEREAS, based on the individual scoring by the Selection Committee the Committee voted unanimously that Gilbane be awarded the CM contract, subject to the approval of the Board.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee hereby authorizes the President and CEO, or his designee, to proceed with formal negotiations with Gilbane Building

Company for the purpose of submitting a construction management contract for the Warwick Intermodal Project. A final contract will be brought to the Operations and Capital Committee for review and submitted to the Board for approval.

The motion was passed unanimously.

(b) Consideration of and Action Upon Approval of a Contract Change Order for the Airside Improvements Project at Block Island Airport AND Consideration of and Action Upon Approval to Enter into a Memorandum of Agreement (MOA) with the Federal Aviation Administration (FAA) Associated with the Airside Improvements Project at Block Island Airport.

Mr. Shihadeh gave an overview of the project and reported that the recommendation is that the Committee authorize the President and CEO, or his designee, to negotiate and execute a contract Change Order with JH Lynch for the Airside Improvements Project (AIP) at Block Island Airport, and also authorize the President and CEO, or his designee to enter into a Memorandum of Agreement (MOA) with the Federal Aviation Administration (FAA) for the installation of various lighting equipment and facilities as part of the project at Block Island Airport. Both items will require FAA and Board approval.

A motion was made by Mr. Sangster and seconded by Dr. Hittner to approve the following resolutions:

WHEREAS, on May 17, 2006, the Board authorized the Rhode Island Airport Corporation (RIAC) to enter into a contract agreement with JH Lynch & Sons, Inc. (JH Lynch) for construction services associated with the Airside Improvements Project (AIP) at Block Island Airport in the amount of \$3,331,011; and

WHEREAS, ongoing operational demands require the construction of a temporary turf runway for use while the current runway is being reconstructed; and

WHEREAS, RIAC has received a scope and fee from JH Lynch to construct the temporary turf runway in an amount not-to-exceed \$70,000 and staff is currently conducting negotiations; and

WHEREAS, this project has been approved in the RIAC Fiscal Year 2007 Capital Improvement Program (CIP) budget in the amount of \$4,000,978; and

WHEREAS, this contract Change Order will be funded 95% (\$66,500) through the Federal Aviation Administration (FAA) as an amendment under AIP No. 3-44-0001-11-2006 with RIAC's 5% (\$3,500) matching share funded through the General Purpose Fund.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee hereby authorizes the President and CEO, or his designee, to negotiate and execute a contract Change Order with JH Lynch for the Airside Improvements Project (AIP) at Block Island Airport in an amount not to exceed \$70,000, subject to Board and FAA approval.

WHEREAS, on May 17, 2006, the Board authorized the Rhode Island Airport Corporation (RIAC) to enter into a contract agreement with JH Lynch & Sons, Inc. (JH Lynch) for construction services associated with the Airside Improvements Project (AIP) at Block Island Airport in the amount of \$3,331,011; and

WHEREAS, this project requires that personnel from the Federal Aviation Administration (FAA) assist in the design, engineering and installation of various lighting equipment and facilities; and

WHEREAS, the FAA has submitted a Memorandum of Agreement (MOA) to RIAC in the amount of \$91,360; and

WHEREAS, this MOA will be funded 95% (\$86,792) through the FAA as an amendment under AIP No. 3-44-0001-11-2006 with RIAC's 5% (\$4,568) matching share funded through the General Purpose Fund.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee hereby recommends that the President and CEO, or his designee, enter into a Memorandum of Agreement (MOA) with the Federal Aviation Administration (FAA) for the installation of various lighting equipment and facilities as part of the Airside Improvements Project at Block Island Airport in the amount of \$91,360, subject to Board and FAA approval.

The motion was passed unanimously.

(c) Consideration of and Action Upon Award of a Construction Contract Associated with the Construct New Glycol Farm and Fence Project at T. F. Green Airport AND Consideration of and Action Upon Approval of a Consultant Task Order for the Construction Phase Services Associated with the Construct New Glycol Farm and Fence Project at T. F. Green Airport AND Consideration of and Action Upon Approval of a Capital Improvement Program Budget Adjustment for the Construct New Glycol Farm and Fence Project at T. F. Green Airport.

Mr. Shihadeh gave an overview of the project and reported that the recommendation is that the Committee authorize the President and CEO, or his designee, to execute a construction contract with PEC for the Construct New Glycol Farm and Fence Project at T. F. Green Airport; authorize the President and CEO, or his designee, to negotiate and execute a Task Order with Fuss & O'Neill to provide construction phase services for the project, and approve an increase

to the approved RIAC Fiscal Year 2007 Capital Improvement Program for the project utilizing monies from the General Purpose Fund. All three items will require final Board approval.

A motion was made by Mr. Sangster and seconded by Dr. Hittner to approve the following resolutions:

WHEREAS, a competitive bidding process was undertaken according to the Rhode Island Airport Corporation's (RIAC) Procurement Rules and Regulations for the Construct New Glycol Farm and Fence Project at T. F. Green Airport; and

WHEREAS, the firm of Fuss & O'Neill (F&O) serving as RIAC's design consultant for this project determined that the sole bid received from Process Engineers & Constructor, Inc. (PEC) in the amount of \$1,990,000 for this project was responsive; and

WHEREAS, F&O and RIAC Staff have negotiated the scope and fee with PEC and recommend awarding this contract to PEC in an amount not-to-exceed \$1,695,500; and

WHEREAS, the project has been approved in the RIAC Fiscal Year 2007 Capital Improvement Program (CIP) budget in the amount of \$1,880,948; and

WHEREAS, a CIP budget increase of \$154,136 has been requested

**for this project based on current total cost estimates of \$2,035,084;
and**

WHEREAS, this contract will be funded through the 2000 Airport Revenue Bond Fund and the RIAC General Purpose Fund Account.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee hereby authorizes the President and CEO, or his designee, to execute a construction contract with PEC for the Construct New Glycol Farm and Fence Project at T. F. Green Airport in the amount of \$1,695,500, subject to Board approval.

WHEREAS, the Rhode Island Airport Corporation (RIAC) entered into a Professional Services Agreement (PSA) with Fuss & O'Neill (F&O) to provide on-call environmental services; and

WHEREAS, RIAC has received a scope and fee from F&O to provide construction phase services associated with the Construct New Glycol Farm and Fence Project at T. F. Green Airport in the amount of \$168,828, and is currently conducting negotiations; and

WHEREAS, the project has been approved in the RIAC Fiscal Year 2007 Capital Improvement Program (CIP) budget in the amount of \$1,880,948; and

WHEREAS, a CIP budget increase of \$154,136 has been requested for this project based on current total cost estimates of \$2,035,084; and

WHEREAS, this task order will be funded through the 2000 Airport Revenue Bond Fund and the RIAC General Purpose Fund Account .

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee hereby authorizes the President and CEO, or his designee, to negotiate and execute a Task Order with F&O to provide construction phase services for the Construct New Glycol Farm and Fence Project at T. F. Green Airport in an amount not-to-exceed \$168,828, subject to Board approval.

WHEREAS, the approved Rhode Island Airport Corporation (RIAC) Fiscal Year 2007 Capital Improvement Program (CIP) budget includes a total project budget of \$1,880,948 for the Construct New Glycol Farm and Fence Project at T. F. Green Airport; and

WHEREAS, total costs for this project based on bids received and staff negotiations are \$2,035,084; and

WHEREAS, an increase of \$154,136 to the CIP budget is necessary to fund the construction phase services for this project; and

WHEREAS, this increase will be funded through the General Purpose Fund.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee hereby approves an increase of \$154,136 to the approved RIAC Fiscal Year 2007 Capital Improvement Program for the Construct New Glycol Farm and Fence Project at T. F. Green Airport to increase the project budget from \$1,880,948 to \$2,035,084 utilizing monies from the General Purpose Fund, subject to Board approval.

The motion was passed unanimously.

(d) Consideration of and Action Upon Approval of a Consultant Task Order to Provide Support Services for the Planning, Environmental and Engineering Departments.

Mr. Brewer reported that the Corporation has a need for additional support for the Planning, Engineering, and Environmental departments during the recruitment process for the Senior Vice President position and Mr. John Van Woensel with CH2M Hill will perform the services on an on-call basis.

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

WHEREAS, the Rhode Island Airport Corporation (RIAC) has determined the need for additional support for the Planning, Engineering and Environmental departments during the recruitment process for the Senior Vice President Position; and

WHEREAS, RIAC has entered into a Professional Services Agreement (PSA) with CH2M Hill to perform on-call planning services; and

WHEREAS, RIAC has identified John van Woensel, Director of Aviation Planning for CH2M Hill, Inc. (CH2M Hill) to provide these services; and

WHEREAS, John van Woensel is an experienced aviation executive with the extensive knowledge specific to RIAC and under this Task Order John van Woensel, and other CH2M Hill staff, as needed, will support RIAC's Planning, Engineering and Environmental departments during the Sr. VP recruitment process and transition; and

WHEREAS, RIAC and CH2M Hill have mutually agreed not to issue new Task Orders under this PSA for the duration of this arrangement; and

WHEREAS, RIAC staff received a scope and fee from CH2M Hill in the amount of \$88,632 to provide support services for the these departments and is currently conducting negotiations; and

WHEREAS, this Task Order will be funded through the Professional Fees line item as an unbudgeted expense, offset by savings in the Personnel Expenses category.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee hereby authorizes the President and CEO, or his designee, to execute a consultant Task Order with CH2M Hill to provide support services for the Planning, Engineering and Environmental departments in an amount not-to-exceed \$88,632, subject to Board approval.

The motion was passed unanimously.

(e) Consideration of and Action Upon Renewal of Contract for Microsoft Software Assurance.

Ms. Greenberger gave an overview of the contract. The recommendation is that the Committee authorize the President and CEO, or his designee, to execute a three-year contract with ASAP Software for Microsoft Products Software Assurance.

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

WHEREAS, in July 2002, the Rhode Island Airport Corporation (RIAC) entered into a contract with ASAP Software for Microsoft Products Software Assurance. ASAP Software was selected under the State of Rhode Island Master Price Agreement (MPA); and

WHEREAS, RIAC wishes to enter into a three-year contract with ASAP Software (ASAP) to renew its Microsoft Software Assurance to the Rhode Island Airport Corporation (RIAC); and

WHEREAS, the approved Fiscal Year 2007 Operating and Maintenance (O&M) Budget includes \$23,000 in the Maintenance Agreement line item for this service; and

WHEREAS, the costs will be expensed over a three-year period at \$30,338.64 each year for a total contract value of \$91,015.92; and

WHEREAS, expenses under this contract in future years will be dependent on funding established through the annual O&M budget approval process.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Committee authorizes the President and CEO, or his designee, to execute a three-year contract with ASAP Software for Microsoft Products Software Assurance, in the amount of \$91,015.92, subject to Board approval.

The motion was passed unanimously.

7. Future Meetings:

The next Operations and Capital Committee Meeting is scheduled for Wednesday, November 15, 2006 at 3:00 p.m., in the Conference Room, 2220 South County Trail, East Greenwich, Rhode Island.

8. Adjournment:

Dr. Hittner moved to adjourn at approximately 4:00 p.m. Mr. Sangster seconded the motion. The motion was carried by acclamation.

Respectfully submitted,

James Forte, Chairman

Rhode Island Airport Corporation

Operations and Capital Committee

ATTENDANCE SHEET

RHODE ISLAND AIRPORT CORPORATION

OPERATIONS AND CAPITAL COMMITTEE MEETING

OCTOBER 18, 2006

NAME AFFILIATION

Patti Goldstein RIAC

Jason Doyle RIAC

Ahmed Shihadeh RIAC

Doug Dansereau RIAC

David Cloutier RIAC

Billy Cox RIAC

Dave Wilga RIAC

Steve Tibbetts Landmark Aviation

Robert Goff New England Parking

