

Accepted 1/9/13

RHODE ISLAND RESOURCE RECOVERY CORPORATION
BUSINESS MEETING

Wednesday, December 19, 2012

1:00 P.M.

65 Shun Pike
Johnston, RI 02919

In Attendance

Michael Quinn, Chair
Geoffrey Kirkman, Treasurer
Geri-Ann DiPaolo
Jared Rhodes
Sheila Dormody (arrived at 1:15p.m.)

Absent

Michael Sabitoni, Vice Chair
Charles Lombardi
Fred Stolle
Richard Licht

Staff Present

Mike OConnell, Executive Director
Brian Card, Director of Operations and Engineering
Gary Maddocks, Chief of Security
Chris Jocelyn, HR Director
Nancy Minson, HR Coordinator
Tim McCormick, Chief Financial Officer
Pat Cerbo, Purchasing Director
Sarah Kite, Director of Recycling Services
Mike McGonagle, Director of IT and Planning

Others Present

Ron Ronzio, Allied Court Reporter
Michael Hogan, House Policy Office
Alfred Calcogni, Calson Corporation
Caroline Calcogni, Calson Corporation
George Calcogni, Calson Corporation
Joseph Rede, Attorney for Calson Corp
Sandra Mack, CM Law
David Barricelli, Hinckley Allen & Snyder
Robert Parks, Broadrock

Call to Order

Chairman Quinn called the meeting to order at 1:05.M. Pledge of Allegiance.

Agenda Items

1. Underdrain Treatment System

The opinion of counsel Barricelli is that 37-13-3.1 does not apply to RIRRC, a quasi-state agency. Calson remains a certified apprenticeship program as of 12/19/12.

Be it resolved that the Board of Commissioner's authorizes the Executive Director to enter into a contractual agreement for the IFB No. 962 Phase V Underdrain Treatment System with Calson Construction Corporation of Johnston, RI for an amount not to exceed \$2,323,000 for bid items 1-38. This award shall also include a contingency in the amount of \$174,225 (7.5%) and shall only be used with prior written approval by the Executive Director. The total amount requested for approval is \$2,497,225. Motion to accept made by Commissioner DiPaolo and seconded by Commissioner Kirkman. Passed 4-0.

2. Bond Resolution

Sandra Mack stated that the reason for the resolution was to ensure expenses previously expended on the sewer projects identified were intended by the Board to be covered by the bond financing. The bond financing would simply reimburse the Corporation for those expenses already paid.

Whereas, at the request of the Corporation and the Board of Commissioners, on June 15, 2012 the Rhode Island General Assembly enacted a Debt Management Act Joint Resolution ("Legislative Approval") approving the Corporation's issuance of tax exempt financing for the purpose of providing funding for the design and construction of a leachate pretreatment facility to comply with projected changes in discharge standards.

Whereas, the Legislative Approval limited the maximum amount of such tax exempt financing to the lesser of the competitively awarded contract(s) plus financing costs or \$40 million.

Whereas, in accordance with the Legislative Approval the Board of Commissioners intends to finance the project, as described in the legislative approval, to include the following components (the "Project") at the estimated costs set forth below:

Components of the Project

Brook Street Electrical Upgrades	\$0.8 million
Narragansett Bay Commission Sewer Connection	\$4.2 million
Underdrain Treatment System	\$2.5 million
Leachate Storage Tanks / Pump Station / Infrastructure	\$4.9 million
Leachate Pretreatment Facility	<u>\$25.2 million</u>
Total	\$37.6 million

Now, therefore it is resolved:

1. That the Board of Commissioners affirms its intent to finance this Project with the issuance of tax-exempt financing, subject to the terms and conditions of the Legislative Approval;
2. That the Corporation intends to temporarily finance the Project in anticipation of such borrowing to the extent costs are incurred in connection with the Project, and that the Executive Director is authorized to make expenditures for the Project from funds of the Corporation and that the Corporation shall reimburse itself from the proceeds of the tax exempt financing for Project expenditures incurred on or after August 1, 2012 and paid prior to the issuance of the tax exempt financing;
3. That the expenditure of costs by the Corporation incurred to date in connection with the above Project are hereby authorized, ratified and confirmed; and
4. That each Project expenditure will be of a type (determined as of the date of such Project expenditure) that is (a) chargeable to a capital account under federal income tax principles; (b) a cost of issuance as allowed under the Internal Revenue Code in connection with the issuance of tax exempt financing; or (c) a non-reoccurring item that is not customarily payable from current revenues.

Motion to accept made by Commissioner DiPaolo and seconded by Commissioner Kirkman.
Passed 3-0.

Motion to adjourn made by Commissioner DiPaolo and seconded by Commissioner Kirkman.
Motion passed 4-0.

Adjourned at 1:28P.M.

