

CFDF Corporation

Minutes of Meeting

Tuesday, October 2004 6:00 PM

I. Call to Order: Meeting was called to order at 6:00 pm

II. Roll Call: Present were Maurice Brousseau, Gene Racquier, Augie O'Connor and Casey Andrade. Al Romanowicz was absent. Also present were Chris Orton, Wayne Salisbury, Richard Decker and Tony Ventetuolo.

III. Secretary's Report: On a motion by Maurice Brousseau seconded by Casey Andrade, the Board voted 4-0 to accept the minutes of the September 28 , 2004 meeting..

IV. Treasurer's Report: On a motion by Gene Raquier, seconded by Maurice Brousseau, the Board voted 4-0 to accept the Treasurers Report and Balance Sheet as of September 30, 2004.

V. Executive Session: On a motion by Augie O'Connor, seconded by Casey Andrade the Board voted 4-0 at 6:05 pm to go into Executive Session to discuss security issues, property acquisition issues, and litigation under RIGL 42-46-5(a)(2), (3) and (5). On a motion by Augie O'Connor seconded by Maurice Brousseau the Board voted 4-0 to come out of Executive Session at 6:45 pm and to seal the minutes of the Executive Session.

VI. Old Business:

a. ADP Status: A monthly breakdown for the month of September, 2004 was provided to Board members showing the number and districts from which detainees were refused to be taken in because

the facility had reached it's capacity.

b. Expansion Activities: Ray Meador from Public Asset Management made a presentation to the Board. Mr. Meador discussed the current status of the financing and presented the Board with a five page summary of the current financing plans showing the pluses and minuses between a parity issue vs. the refinancing of the entire program including the 1998 bonds. Mr. Meador also reviewed the resolution that was presented to the Board and reviewed by Attorney Chris Orton with appropriate changes. On a motion by Maurice Brousseau seconded by Casey Andrade the Board voted 4-0 to pass the resolution that was presented to them.

c. RFQ Design-Build Contractor: Mr. Ventetuolo presented the Board with a list of five design build teams that he felt were certified and should be invited to submit RFP's for the Design/Build contract. Mr. Ventetuolo reviewed each of the teams and gave a brief overview of their experience. Mr. Ventetuolo also presented the Board with a letter of disclosure which indicated the work of his firm, AVCORR, with some of these team members. On a motion by Maurice Brousseau seconded by Eugene Racquier the Board voted 4-0 to invite all five design build contract teams that were deemed certified by the RFQ process to submit proposals for fixed price Design Build construction contract. An individual vote was taken by members.

d. Kings Property: On a motion by Augie O'Connor seconded by Maurice Brousseau the Board authorized the Project Representative

to continue to explore and negotiate the use of alternative sites for the location of the training center and parking, in addition to the Kings Property. The resolution passed 4-0 with an individual vote taken of all members.

e. **25% Design Process:** Mr. Ventetuolo discussed the status of the 25% design plan and the recent meetings held between L. Berger Group and City Officials to determine codes and standards that the new building must adhere to. It is anticipated that a revised schedule for completion of the 25% design will be submitted within the next several days.

VII. New Business:

a. **FY2004 Audit:** Mr. Ventetuolo discussed the letter of engagement from Damiano & Burk regarding the FY2004 audit. On a motion by Augie O'Connor seconded by Casey Andrade the Board voted 4-0 to engage the firm of Damiano & Burk to conduct the FY2004 Independent Audit of the Central Falls Detention Facility Corporation. An individual vote was taken of all members.

b. **3rd Quarter Vending Revenues:** A report from Kelly Refreshments was reviewed by the Board and presented.

c. **Amtrak Certificate of Insurance:** Mr. Ventetuolo discussed the request by Amtrak for the Certificate of Insurance to be sent to Amtrak for the leased property that the facility is located on.

d. **Cornell Letter of Per Diem Subordination:** Ray Meador and Tony Ventetuolo discussed the letter of subordination and its impact on the financing plan. Mr. Ventetuolo indicated that the Corporate

Headquarters in Houston were very cooperative in making this change.

e. Times Article: An article relative to expansion was presented to the Board.

VIII Other: On a motion by Maurice Brousseau, seconded by Augie O'Connor the Board voted 4-0 to approve payment for requisition #155 (attached).

X. Adjournment: On a motion by Maurice Brousseau and seconded by Augie O'Connor the Board voted 5-0 to adjourn at 7:40 PM.