

CFDF Corporation

Minutes of Meeting

Tuesday, October 30, 2007 at 6:00 pm

I. Call to Order: Meeting was called to order at 6:10 pm.

II. Roll Call: All Board members were present. Also present were, Tony Ventetuolo, Tim Tapley, Tammy Novo and Chris Orton.

III. Secretary's Report: On a motion by Augie O'Connor seconded by Maurice Brousseau the Board voted 5-0 to accept the minutes of the October 9, 2007 Board meeting.

IV. Treasurer's Report: On a motion by Maurice Brousseau seconded by Augie O'Connor the Board voted 5-0 to accept the financial reports for period ending September 30, 2007.

V. Executive Session: On a motion by Maurice Brousseau seconded by Casey Andrade the Board voted 5-0 to go into Executive Session at 6:20 pm to discuss security, litigation and RI State Labor Relations Board positions. The Board came out of Executive Session at 7:40 pm and voted 5-0 to seal the minutes of the Executive Session.

VI. Old Business:

a Bank of America Operations Account: Report was provided to the Board showing a balance of \$213,600.00 as of October 26, 2007.

b. IXIS Funding Report: A final report was provided to the Board showing a balance of \$0.00 after the sell out of the funding.

c. Expansion Project Status:

a. Levien-Rich observation report #27 was presented to the Board for their review. It was noted that the September, 2007 payment was approximately \$320,000.00 to OAS. This leaves a balance of approximately \$150,000.00 which is twice the amount necessary to pay off the final sub who is working on the contract, Mac Systems, as well as \$30,000.00 held back from OAS for completion of the final punch list. It was noted that the project is now complete with the exception of the punch list items.

b. Mr. Ventetuolo provided the Board with a breakdown of the total project cost including the change orders. It was noted that while a small percentage of the total cost was attributed to two change orders, the overwhelming majority of change orders was due to soil remediation issue which was approximately 50% of the change orders and owner requested changes relating to expanding of the capacity and an additional 14% for fire and health code requirements. The total of unanticipated change orders amounted to only \$400,000.00 or 16% of the change order total.

d. Cornell bill process: Mr. Ventetuolo discussed the status of negotiations with Cornell to come to an agreed upon number and payment process for monies owed to Cornell as a result of the last year of their operations. This is currently being negotiated with Cornell management and it is anticipated that by the next Board meeting an agreement will be forthcoming.

e. Executive Director/Administrative Oversight Process: Chris Orton reported that there was only one respondent to the RFP put out for Executive Director/Administrative Oversight services. That submission was by AVCORR Management, LLC. The Board requested review of the proposal and will decide on action to be taken.

f. IA Press Release: Mr. Ventetuolo provided the Board with a copy of the press release that was issued relative to the organization of the Internal Affairs Unit. Also provided was a copy of the Providence Journal article on the same.

VII. New Business:

a. Global Revenues: Global Revenues for September, 2007 were provided to the Board, noting revenue of approximately \$40,000.00

b. Vending Proposals: Mr. Ventetuolo discussed receipt of three proposals for vending services to be provided at the Wyatt. Those proposals are currently being reviewed.

c. Peace Officer: Mr. Ventetuolo indicated that the latest training mod for Peace Officer items will begin on November 10, 2007 with training of the transportation officers initially underway.

d. Workers Comp Loss Prevention Audit: Mr. Ventetuolo noted that the Workers Comp Loss Prevention Audit that was conducted several weeks ago resulted in a decrease in the annual premium for workers comp insurance of approximately \$12,400.00. It is anticipated that

once a full year of results is provided that the workers comp cost will be reduced even further.

e. **2008 Budget Process:** Mr. Ventetuolo discussed the status of the 2008 budget process and it is anticipated that the draft budget will be presented at the November, 2007 meeting to the Board for adoption.

f. **Advanced Funding Scenario:** Ray Meador provided the Board with an overview of the current financial status with relations to bonds and several advanced funding scenarios that he is pursuing. Also discussed with Mr. Ventetuolo was the fact that the Bond Underwriter, Dave Mullen, was at the facility this week and reviewed all of the new construction as well as the financial projection reviews that were put together for the Corporation. Ray indicated that the Bond Underwriter was very pleased with what he saw and spoke very positively about the status of the project.

VIII. Other:

a. **Requisitions:** On a motion by Casey Andrade seconded by Maurice Brousseau the Board voted 5-0 to pay all requisitions presented on the agenda.

IX. Adjournment: On a motion by Maurice Brousseau, seconded by Casey Andrade the Board voted 5-0 to adjourn at 8:30 pm.