

**QUONSET DEVELOPMENT CORPORATION
MEETING OF BOARD OF DIRECTORS
EXECUTIVE SESSION MINUTES**

September 18, 2006

A meeting of the Board of Directors of the Quonset Development Corporation

(the "Corporation") was held at 5:00 p.m. on Monday, August 21, 2006 at the offices of

the Corporation located at 30 Enterprise Drive, North Kingstown, Rhode Island, pursuant

to notice to all members of the Board of Directors and a public notice of the meeting as

required by the Bylaws of the Corporation and applicable Rhode Island law.

The following Directors constituting a quorum were present and participated

throughout the meeting as indicated: Robert Crowley, Thomas Hazlehurst, Barbara

Jackson, Saul Kaplan, Anthony F. Miccolis, John A. Patterson, Sav Rebecchi, M. Paul

Sams, and John G. Simpson. Absent were: Kas R. DeCarvalho and David Doern. Also

present were: W. Geoffrey Grout, CEO, Steven King, COO, Mary C. Lake, CFO, Jack

Sprengel, Director of Operations, Heidi Green, Planning Specialist, Tim Chamberlain and

Jerr Patchulo both of New Boston Development Partners, LLC, David Preston, New

Harbor Group, Gerry Lavallee, CB Richard Ellis, E. Jerome Batty, Secretary and Richard

Reed, RIEDC Deputy Director.

1. CALL TO ORDER

The Executive Session was called to order at 5:40 pm by Chairman Kaplan.

Prior to adjournment to Executive Session, the Board:

To adjourn to Executive Session pursuant to Subsection (2)

- (litigation), Subsection (5) - (Acquisition or Lease of

Real Estate for public purposes or disposition of Publicly

held Property) and Subsection (6) - (Location of

Perspective Businesses in Rhode Island), and subsection (7)

(Investment of Public Funds) of the RIGL §42-46-5(a) (the

"Open Meetings Law").

VOTED:

Voting in favor were: Robert Crowley, Thomas Hazlehurst, Barbara Jackson,

Anthony F. Miccolis, John A. Patterson, Sav Rebecchi, M. Paul Sams, and John

G. Simpson.

Voting against were: none.

Unanimously approved.

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Unanimously approved.

1. GATEWAY PROJECT UPDATE

Mr. Grout discussed the importance of the Gateway Road vote that was taken

in public session to advance the Gateway Project. Mr. Grout then turned the

presentation over to Mr. Chamberlain of New Boston Development Partners,

LLC.

Mr. Chamberlain noted that New Boston was currently in negotiations with

possible tenants and that those negotiations were highly confidential. Mr.

Chamberlain reviewed the concept plan of the mixed use, sustainable design

and public access relative to the Seabee parcel.

Mr. Hazlehurst asked how the current presentation differed from the one

presented by New Boston last year.

Mr. Chamberlain indicated that this presentation was much more refined but

had similar design elements. Mr. Chamberlain indicated the importance of

getting anchor tenants in order to make the rest of the concept work.

A discussion ensued regarding the potential tenants, required square footage

and possible concerns of the neighborhood.

Mr. Miccolis indicated that the Town of North Kingstown had endorsed residential use in the Park and asked how the concept plan contemplates this use.

Mr. Chamberlain indicated that there was no residential component in the current plan.

(Mr. Preston, Mr. Chamberlain and Mr. Patchulo left the meeting at 5:59 pm.

Mr. Preston returned at 6:00 pm. Mr. Reed left the meeting at 6:00 pm and returned at 6:03 pm).

2. REVIEW/APPROVAL OF LEASE TERMS - NORAD

Mr. Grout discussed new lease terms for NORA for a more sustainable

business within the Park. Mr. Grout indicated that the RFP for the port proposal gave QDC a lot of information for reviewing this lease. The new

terms move the lease much closer to market, eliminates the sharing of QDC in

the number of autos brought into Quonset and extends the term for capital

investment by NORA. Mr. Grout indicated that the lease as presented did

not include estimates for tariff charges at the Port.

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Upon motion duly made by Mr. Rebecchi and seconded by Mr. Simpson, the

Board:

VOTED:

VOTED:

VOTED:

That the Corporation acting by and through its Chairman, Vice-Chair, Managing Director, or Finance Director, each of them acting singularly the "Authorized Officers" is hereby authorized to enter into, execute and deliver a Lease and other agreements related thereto with NORAD, Inc., substantially, in accordance with the Request for Authorization presented to the Board (the Lease and related documents are referred to herein collectively as the "Lease").

That each of the Authorized Officers, acting singularly and alone, be and each of them hereby is authorized, empowered and directed to effectuate the intent of the foregoing resolutions by executing, delivering and performing any and all modifications, renewals, confirmations and variations of such Lease or as any of the Authorized Officers acting singularly or alone shall deem necessary, desirable and without further specific action by this Board, and on behalf of the Corporation, such

Authorized Officers are hereby authorized, empowered and directed to prepare or cause to be prepared and to execute, perform and deliver in the name and on behalf of the Corporation the Lease and/or all related and ancillary agreements and documents in connection with the terms and conditions to be effectuated by the Agreement, including any and all agreements, contracts, certificates, licenses and assignments, upon such terms and conditions and with such changes, additions, deletions, supplements and amendments thereto as the Authorized Officer executing or authorizing the use of the same shall determine to be necessary, desirable and appropriate and in the best interest of the Corporation.

That in connection with any and/or all of the above resolutions, the taking of any action, the execution and delivery of any instrument, document or agreement by any of the Authorized Officers in connection with the implementation of any or all of the foregoing resolutions shall be conclusive of such Authorized Officer's determination that the same was necessary, desirable and appropriate and in the best interest of the Corporation.

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Voting in favor were: Robert Crowley, Thomas Hazlehurst, Barbara Jackson, Anthony F. Miccolis, John A. Patterson, Sav Rebecchi, M. Paul Sams, and John G.

Simpson.

Voting against were: none.

Unanimously approved.

3. APPROVAL OF LEASE ASSIGNMENT

Mr. Grout briefed the Board on the pending merger between Senesco Marine

and Reinauer Transportation Companies. Mr. Grout referred the Board to Tab

8 of their Board package. Mr. Grout indicated the he, Mr. King and Ms. Lake

had met with the officials of Reinauer the previous week and that the Company appeared to be professional and financially viable.

Mr. Patterson asked that going forward the QDC sign the memos that are

placed in the Board packages.

Upon motion duly made by Mr. Crowley and seconded by Ms. Jackson, the

Board:

VOTED:

VOTED:

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That the Corporation acting by and through its Chairman, Vice-Chair, Managing Director, or Finance Director, each of them acting singularly the "Authorized Officers" is

hereby authorized to consent to and enter into, execute and deliver a Consent to Assignment of Lease and other

agreements related thereto with respect to the assignment of the lease between the Corporation, as Landlord, and Southeastern New England Shipbuilding Corporation (SENESCO), as Tenant, dated as of April 28, 2005, as amended, by SENESCO to Reinauer Transportation Companies, LLC (the Consent to Assignment of Lease and related documents are referred to herein collectively as the "Consent and Approval").

That each of the Authorized Officers, acting singularly and alone, be and each of them hereby is authorized, empowered and directed to effectuate the intent of the foregoing resolution by executing, delivering and performing any and all modifications, renewals, confirmations and variations of such Consent and Approval as any of the Authorized Officers acting singularly or alone shall deem necessary, desirable and without further specific action by this Board, and on behalf of the Corporation, such Authorized Officers are hereby authorized, empowered and

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directed prepare or cause to be prepared and to execute, perform and deliver in the name and on behalf of the Corporation the Consent and Approval and/or all related and ancillary agreements and documents in connection with the Consent and Approval including any and all consents, approvals, agreements, contracts, certificates, licenses and assignments, upon such terms and conditions and with

changes, additions, deletions, supplements and amendments thereto as the Authorized Officer executing or authorizing the use of the same shall determine to be necessary, desirable and appropriate and in the best interest of the Corporation.

VOTED: That in connection with any and/or all of the above resolutions, the taking of any action, the execution and delivery of any instrument, document or agreement by any of the Authorized Officers in connection with the implementation of any or all of the foregoing resolutions shall be conclusive of such Authorized Officer's determination that the same was necessary, desirable and appropriate and in the best interest of the Corporation.

Voting in favor were: Robert Crowley, Thomas Hazlehurst, Barbara Jackson,

Anthony F. Miccolis, John A. Patterson, Sav Rebecchi, M. Paul Sams, and John G.

Simpson.

Voting against were: none.

Unanimously approved.

There being no further business to come before the Executive Session, upon

motion duly made by Mr. Crowley and seconded by Ms. Jackson, the executive session

was adjourned at 6:30 p.m.

Respectfully submitted:

By: _____

E. Jerome Batty, Secretary