

I-195 REDEVELOPMENT DISTRICT

MEETING OF COMMISSION

PUBLIC SESSION

NOVEMBER 21, 2011

The I-195 Redevelopment District (the "District") Commission met on Monday, November 21, 2011, in Public Session, beginning at 5:00 p.m., at the offices of the Rhode Island Economic Development Corporation, located at 315 Iron Horse Way, Suite 101, Providence, Rhode Island, pursuant to notice of the meeting to all Commissioners, and public notice of the meeting, a copy of which is attached hereto, as required by applicable Rhode Island law.

The following Commissioners were present and participated throughout the meeting as indicated: Chairperson Colin Kane, Dr. Barrett Bready, Ms. Barbara Hunger, Ms. Diana Johnson, Mr. John Kelly, Mr. Mark Ryan, Mr. Michael Van Leesten, and Mr. James Bennett (ex officio) and Mr. Bill Parsons, designee of Mr. Keith Stokes (ex officio).

Also present were: David M. Gilden and Alexandra W. Pezzello.

1. CALL TO ORDER AND OPENING REMARKS

Chairperson Kane called the meeting to order at 5:00 p.m. He noted that the next regularly scheduled meeting of the Commission is on December 12, 2011.

2. PRESENTATION BY RHODE ISLAND DEPARTMENT OF TRANSPORTATION RELATING TO, AND FOR CONSIDERATION OF, SETTLEMENT AND LAND EXCHANGE WITH THE HUDSON COMPANIES

Mr. Gilden explained to the Commission that if it wished to go into executive session to discuss certain confidential information relating to the proposed settlement and land exchange with The Hudson Companies, a motion to go into closed session would be in order. He read the motion stated below.

Upon motion duly made by Ms. Johnson and seconded by Ms. Hunger, the following vote was adopted:

VOTED: That, pursuant to R.I. Gen. Laws § 42-46-4, the Open Meetings Act, the Commission close the public session of this meeting and commence a closed session to receive a presentation from the Rhode Island Department of Transportation and to discuss the acquisition of real property for public purposes, the disposition of publicly held property and investment of public funds, specifically

certain confidential negotiations and appraisals pertaining to the settlement and land exchange with The Hudson Companies, under Sections 42-46-5(a)(5) and 45-46-5(a)(7).

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Ryan, and Mr. Van Leesten.

Voting against the foregoing were: None.

Members of the public were then asked to leave the boardroom at 5:04 p.m. for the closed session.

The public session was reconvened at 5:58 p.m.

Chairperson Kane reported that the conversation during the closed session was confined to confidential information relating to the settlement and land exchange with The Hudson Companies. He further reported that the only vote taken during the closed session was to end the closed session and resume the public session.

Upon motion duly made by Ms. Johnson and seconded by Ms. Hunger, the following vote was adopted:

VOTED: That, pursuant to Rhode Island General Laws § 42-46-4, § 42-46-5 and § 42-46-7, the Open Meetings Act, the minutes of the closed session shall not be made available to the public, except as to the portions of such minutes as the Commission ratifies and reports in public session of this meeting.

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Ryan, Mr. Van Leesten and Mr. Kelly (who arrived shortly after the closed session commenced).

Voting against the foregoing were: None.

Upon a motion duly made by Mr. Van Leesten and seconded by Ms. Johnson, the following vote regarding The Hudson Companies land swap:

VOTED: See text of resolutions and vote attached hereto as **Exhibit A.**

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Kelly, Mr. Ryan and Mr. Van Leesten.

Voting against the foregoing were: None.

3. **FOR PRESENTATION BY RHODE ISLAND DEPARTMENT OF TRANSPORTATION RELATING TO PROSPECTIVE TAKINGS RELATED TO**

**THE REMAINING PARCELS OF THE I-195 SURPLUS LAND
CONTEMPLATED FOR ROAD CONSTRUCTION**

Chairperson Kane stated that Paul Carcieri, from the Rhode Island Department of Transportation (“RIDOT”) Property Management Department, would provide the Commission information, in a closed session, relating to the prospective takings relating to the I-195 surplus parcels. Mr. Gildea stated that if the Commission wished to go into executive session to discuss the confidential information relating to prospective takings related to the remaining parcels of the I-195 surplus land contemplated for road construction, a motion to go into closed session would be in order. He read the motion stated below.

Upon motion duly made by Dr. Bready and seconded by Ms. Hunger, the following vote was adopted:

VOTED: That, pursuant to R.I. Gen. Laws § 42-46-4, the Open Meetings Act, the Commission close the public session of this meeting and commence a closed session to receive a presentation from the Rhode Island Department of Transportation and to discuss the acquisition of real property for public purposes, the disposition of publicly held property and investment of public funds, specifically prospective takings related to the remaining parcels of the I-195 surplus land contemplated for road construction, under Sections 42-46-5(a)(5) and 45-46-5(a)(7).

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Kelly, Mr. Ryan, and Mr. Van Leesten.

Voting against the foregoing were: None.

Members of the public were then asked to leave the boardroom at 6:05 p.m. for the closed session.

The public session was reconvened at 6:50 p.m.

Chairperson Kane reported that the conversation during the closed session was confined to confidential information prospective takings by RIDOT related to the remaining parcels of the I-195 surplus land contemplated for road construction. He further reported that the only vote taken during the closed session was to end the closed session and resume the public session.

Upon motion duly made by Ms. Johnson and seconded by Ms. Hunger, the following vote was adopted:

VOTED: That, pursuant to Rhode Island General Laws § 42-46-4, § 42-46-5 and § 42-46-7, the Open Meetings Act, the minutes of the closed session shall not be made available to the public, except as to the portions of such minutes as the Commission ratifies and reports in public session of this meeting.

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Ryan, Mr. Kelly, and Mr. Van Leesten.

Voting against the foregoing were: None.

4. **FOR CONSIDERATION OF RECOMMENDATIONS REGARDING
ENGAGEMENT OF A CIVIL ENGINEER, ENVIRONMENTAL ENGINEER AND
LEGAL COUNSEL FOR THE DISTRICT**

Ms. Pezzello stated that if the Commission wished to go into executive session to discuss the investment of public funds, specifically the engagement of a civil engineer, transportation engineer, environmental engineer and legal counsel for the District, a motion to go into closed session would be in order. She read the motion stated below.

Upon motion duly made by Dr. Bready and seconded by Ms. Hunger, the following vote was adopted:

VOTED: That, pursuant to R.I. Gen. Laws § 42-46-4, the Open Meetings Act, the Commission close the public session of this meeting and commence a closed session in order to discuss the investment of public funds, specifically the engagement of a civil engineer, transportation engineer, environmental engineer and legal counsel for the District, under Section 45-46-5(a)(7).

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Kelly, Mr. Ryan, and Mr. Van Leesten.

Voting against the foregoing were: None.

Members of the public were then asked to leave the boardroom at 6:54 p.m. for the closed session.

The public session was reconvened at 7:38 p.m.

Chairperson Kane reported that the only vote taken during the closed session was to end the closed session and resume the public session.

Upon motion duly made by Dr. Bready and seconded by Mr. Van Leesten, the following vote was adopted:

VOTED: That, pursuant to Rhode Island General Laws § 42-46-4, § 42-46-5 and § 42-46-7, the Open Meetings Act, the minutes of the closed session shall not be made available to the public, except as to the portions of such minutes as the Commission ratifies and reports in public session of this meeting.

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Ryan, Mr. Kelly, and Mr. Van Leesten.

Voting against the foregoing were: None.

5. FOR DISCUSSION REGARDING GOVERNANCE ISSUES, MEETING SCHEDULE AND FUTURE AGENDA

Chairperson Kane noted that Commission would defer its discussion relating to the prospective projects on property abutting the I-195 surplus land to the next Commission meeting due to time constraints.

Chairperson Kane distributed a list of activities to be accomplished to the Commission. He thanked Mike Walker, of Rhode Island Economic Development Corporation ("RIEDC"), for his preparation of the EPA grant application and his assistance in creating an interim library of documents. Dr. Bready suggested that the records of the District be stored digitally and Mr. Walker stated that he would look into their capabilities of doing so. The Commissioners discussed the scheduling of meetings for 2012 and agreed to meet bi-weekly during the first 6 months of the year. With respect obtaining funding, Chairperson Kane stated that he will be meeting with the Governor's office to discuss the possibility of interim funding for the District and that the District will begin to develop a budget in the meantime. Chairperson Kane noted the need to have a presentation and discussion with RIDOT, Verizon and National Grid regarding utilities, as well as with Coastal Resources Management Council, RIDOT and Department of Environmental Management. He further stated that directors and officers liability insurance is something that the Commission should look into and consider in the future.

With respect to the meeting on December 12, 2011, Chairperson Kane stated that the proposed agenda includes consideration of legal counsel selection, a briefing from RIDOT, National Grid and Verizon relating to utilities, further briefing by RIDOT, specifically relating to public spaces and landscaping, and a discussion regarding zoning with the City of Providence. He further stated that selection of project professionals and counsel would likely be considered in closed session. Chairperson Kane mentioned that the discussion of the District's mission and objectives may be best addressed at a separate meeting focused on that topic. Dr. Bready suggested that consideration of the Executive Director position should also be an agenda item for the upcoming meeting. He stated that the District has the opportunity to attract a world-class person to this position and he suggested doing a national search for a person to

fill the position, potentially through the use of a national search firm. Ms. Johnson stated that she has begun to draft a job description for the Executive Director position based on job descriptions for the Executive Directors of RIEDC and Quonset Development Corporation. Chairperson Kane agreed to distribute to the Commission a draft of the job description when completed by Ms. Johnson. Chairperson Kane stated that the December 12, 2011 will be scheduled from 2:00 p.m. to 6:00 p.m.

Mr. Van Leesten noted the need to consider the social responsibility of the District and suggested looking into how other cities have considered underserved populations with linkages to public parks, etc. Chairperson Kane stated that their future plans could include travel to see first-hand examples in other cities. He also expressed the desire to, at some point, hear from the community. Mr. Ryan noted that, once the District has professional staff, they will be able to dig deeper into many subjects, which they are currently unable to do without the proper resources.

There being no further business in Public Session, upon a motion by Ms. Hunger and seconded by Dr. Bready, the meeting was adjourned at 8:02 p.m.