

**QUONSET DEVELOPMENT CORPORATION
MEETING OF BOARD OF DIRECTORS**

PUBLIC SESSION
MINUTES

February 14, 2005

A meeting of the Board of Directors of the Quonset Development Corporation (the "Corporation") was held at 5:00 p.m. on Monday, February 14, 2005 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: David Doern, Thomas Hazlehurst, Anthony F. Miccolis, Jr., John A. Patterson, Sav Rebecchi, M. Paul Sams and John G. Simpson. Kas R. DeCarvalho joined the meeting while in progress.

Directors absent were: Barbara Jackson and Robert Crowley.

1. CALL TO ORDER

The meeting was called to order at 5:00 p.m. by Chairman McMahon.

2. CHAIRMAN'S COMMENTS

Mr. McMahon welcomed Sav Rebecchi as a new member of the Board who was appointed by the Town of Jamestown.

3. APPROVAL OF MINUTES

Upon motion duly made by Mr. Miccolis and seconded by Mr. Hazlehurst, the Board:

VOTED: To approve the minutes of the meeting of January 10, 2005 as submitted to the Board of Directors.

Voting in favor were: Mr. Doern, Mr. Hazlehurst, Mr. Miccolis, Mr. Patterson, Mr. Sams and Mr. Simpson.

Voting against were: none.

Unanimously approved.

4. STAFF REPORTS.

A. Operations.

Jack Springel, Director of Operations reported on the status of the vessel currently docked at Davisville. The vessel had been directed to the port by the United States Coast Guard answering a call for "safe harbor". The Corporation has been supported by the North Kingstown Police and Fire Departments in connection with providing security and fire protection for the vessel and the cargo. It is anticipated that the vessel will depart in 14-16 days.

B. Engineering Services.

Steve King, Director of Construction Services, reported that there was one outstanding request for proposals relating to design services for the implementation of infrastructure improvements. Mr. King also commented on the Commerce Park sewer pump project, the port security project and building demolition projects at Quonset Airport.

C. Real Estate Sales/Marketing.

Evan Matthews, Director of Real Estate Development provided an overview with respect to the Gateway development RFP and the process that will be followed in connection with reviewing the responses to the requests for proposals. Mr. Matthews noted that the responses to the Gateway request are due February 22nd and that the review committee will review proposals prior to the next Board meeting. Mr. Matthews also reviewed the marketing budget as proposed by CB Richard Ellis.

Mr. Matthews introduced Charles Francis, President of CB Richard Ellis Providence, who provided a review of the CB Richard Ellis firm and introduced Andrew Galvin, Carolyn Sidor and Gerry Lavallee.

Kas DeCarvalho joined the meeting at 5:15 p.m.

D. Finance Report.

Mike Geezil, Director of Finance, provided the finance report and indicated that the transition from the Economic Development Corporation is almost complete and that the auditors have reviewed the first six months of fiscal year 2005. Mr. Geezil also noted that the Corporation had entered into a month to month lease with Amtrol, Inc. for premises totaling approximately 11,000 square feet of additional space at a market rate of \$3.50 per square foot.

E. Managing Director's Report.

Mr. Grout provided the Managing Director's Report and indicated that the Corporation was proceeding with registering the trademark "Quonset Business Park". Mr. Grout also advised the Board that since it is anticipated that there will be a number of presentations to be made in connection with the Gateway proposals at the April meeting it is appropriate that the start time for the April meeting be moved from 5:00 p.m. to 3:00 pm.

Mr. Grout also reported that discussions are continuing with the Town of North Kingstown with respect to the Municipal Services Agreement and that issues involving roads, police, fire, etc. all need to be addressed.

Mr. McMahon thanked the Town of North Kingstown for the resolution adopted by the Town Council regarding Hexagon and indicated that the Economic Development Corporation is working to find a way to keep Hexagon in Rhode Island.

5. APPROVALS.

A. Confirmation of Design Review Committee Member.

Following discussion upon motion duly made by Mr. Doern and seconded by Mr. Hazlehurst, the Board:

VOTED: To confirm the appointment of Christopher Bardt as a member of the Design Review Committee.

Voting in favor were: Mr. DeCarvalho, Mr. Doern, Mr. Hazlehurst, Mr. Miccolis, Mr. Patterson, Mr. Rebecchi, Mr. Sams and Mr. Simpson.

Voting against were: none.

Unanimously approved.

B. Establishment of Strategic Planning Committee and Confirmation of Committee Member Appointments.

Following discussion, upon motion made by Mr. Doern and seconded by Mr. Hazlehurst, the Board:

VOTED: That the Board of Directors establish a Strategic Planning Committee which, shall, among other things, develop and recommend for review and approval of the Board of Directors a strategic plan for the development and utilization of Quonset Business Park.

The initial members of the Strategic Planning Committee are:

1. Barbara Jackson
2. Sav Rebecchi
3. David A. Doern
4. John G. Simpson

Voting in favor were: Mr. DeCarvalho, Mr. Doern, Mr. Hazlehurst, Mr. Miccolis, Mr. Patterson, Mr. Rebecchi, Mr. Sams and Mr. Simpson.

Voting against were: none.

Unanimously approved.

C. Approval of CB Richard Ellis Marketing Budget.

Following discussion, upon motion duly made by Mr. Doern and seconded by Mr. Hazlehurst, the Board:

VOTED: That the Board of Directors hereby approve the CB Richard Ellis marketing budget as presented to the Board of Directors and set forth in Exhibit A attached hereto.

Voting in favor were: Mr. DeCarvalho, Mr. Doern, Mr. Hazlehurst, Mr. Miccolis, Mr. Patterson, Mr. Rebecchi, Mr. Sams and Mr. Simpson.

Voting against were: none.

Unanimously approved.

D. Approval of Propaint Plus, Inc. Lease.

Karen LaChance provided a review of the transaction as set forth in the Transaction Approval provided to the members of the Board. The request is for an extension of the Lease with Propaint Plus, Inc. The Lease would have a term of five (5) years commencing January 1, 2005 and terminating December 31, 2009 with a base rent of \$6,000 per year and \$600.00 annual increases for years 2-5. The company currently leases .75 acres together with a 1,810 square foot building. The original Lease expired December 31, 2004 and contained one (1) option to extend the term for an additional five (5) year term. The Tenant exercised the option prior to December 31, 2004.

Upon motion duly made by Mr. Rebecchi and seconded by Mr. Hazlehurst, the Board:

VOTED: To approve the Lease Extension for Propaint Plus, Inc. for a term of five (5) years with a base rent of \$6,000 per year with increases of \$600.00 per year for years 2-5.

Voting in favor were: Mr. DeCarvalho, Mr. Doern, Mr. Hazlehurst, Mr. Miccolis, Mr. Patterson, Mr. Rebecchi, Mr. Sams and Mr. Simpson.

Voting against were: none.

Unanimously approved.

E. Approval of Name Change for Moscrip Street.

Mr. King explained that the Corporation had received a request from Ocean State Jobbers, Inc. to rename the western section of Moscrip Street to Job Lot Way. Moscrip Street is now segmented into two cul-de-sacs and the western section provides access to the new Ocean State Job Lot distribution center. The change of name will reduce any future confusion as to the location of the distribution center.

Upon motion duly made by Mr. Doern and seconded by Mr. Patterson, the Board:

VOTED: To approve a change in the name of the western section of Moscrip Street to Job Lot Way.

Voting in favor were: Mr. DeCarvalho, Mr. Doern, Mr. Hazlehurst, Mr. Miccolis, Mr. Patterson, Mr. Rebecchi, Mr. Sams and Mr. Simpson.

Voting against were: none.

Unanimously approved.

F. Approval of Change in the Meeting Time for the April 18 Meeting.

Upon motion duly made by Mr. Doern and seconded by Mr. Hazlehurst, the Board:

VOTED: To approve changing the meeting time of the April 18 meeting to 3:00 p.m. from 5:00 pm.

Voting in favor were: Mr. DeCarvalho, Mr. Doern, Mr. Hazlehurst, Mr. Miccolis, Mr. Patterson, Mr. Rebecchi, Mr. Sams and Mr. Simpson.

Voting against were: none.

Unanimously approved.

6. **Motion to Adjourn.**

There being no further business to come before the Board, upon motion duly made by Mr. Miccolis and seconded by Mr. Doern, the meeting was adjourned at 5:50 p.m.

Respectfully submitted by:

By: 
E. Jerome Batty, Secretary

EXHIBIT A

CB Richard Ellis Marketing Budget

QUONSET

DEVELOPMENT CORPORATION

INTEROFFICE MEMORANDUM

TO: W. GEOFFREY GROUT *WG*

FROM: EVAN MATTHEWS *EHM*

SUBJECT: AUTHORIZATION OF CB RICHARD ELLIS MARKETING EXPENSES

DATE: 2/9/2005

Pursuant to Section 13 of the approved CB Richard Ellis agreement, I am requesting approval of the following supplemental budget for marketing expenditures to be spent by CB Richard Ellis upon authorization by the QDC Board at the February 14th Board Meeting.

	<u>QDC</u>	<u>CBRE</u>
I. Collateral Materials		
A. RFI - Prospectus (3 iterations)	\$15,525.00	\$ 67,575.00
B. Infill Sale Sheets	\$ 3,600.00	\$ 7,275.00
C. Presentation Boards/Visuals	\$ 1,250.00	
D. Stationery		\$ 13,000.00
E. Direct Mail		\$ 5,000.00
F. Aerials/View Corridors	\$ 4,000.00	
G. Amendments to DVD	\$ 5,000.00	
H. Brochures	\$10,000.00	
II. Research & Coordination	\$10,400.00	\$ 10,400.00
A. Due diligence		
B. Proposal Summarization		
C. Selection Committee Support		
	\$49,775.00	\$103,250.00

Upon approval, CB Richard Ellis will be directed to document and submit invoices to the QDC to be reimbursed no more than \$49,775 for expenditures incurred from January 1, 2005 to June 30, 2005.

During the preparation of the FY 2006 QDC Budget, I will develop a similar budget for marketing expenditures to be incurred by CB Richard Ellis from July 1, 2005 to June 30, 2006.