

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

April 19, 2016

PUBLIC SESSION MINUTES

A meeting of the Board of Directors of the Quonset Development Corporation (the "Corporation") was held at 5:00 p.m. on Tuesday, April 19, 2016, at the offices of the Corporation located at 95 Cripe Street, 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 By-Laws of the Corporation and applicable Rhode Island Law.

The following members constituting a quorum were present and participated throughout the meeting as indicated: Guy Asadorian, Jr., Susan Leach DeBlasio, Carol H. Hueston, Scot A. Jones, John Justo, Kerry P. McKay, Stefan Pryor, and James Rugh. Absent were: Shannon Brawley, Gregory A. Mancini, and Guillaume de Ramel. Also present were: Steven J. King, P.E., Managing Director; John R. Pariseault, Assistant Secretary; and Corporation's staff and members of the public.

1. **CALL TO ORDER:**

The meeting was called to order at 5:15 p.m.

2. **APPROVAL OF MINUTES:**

A. Upon motion duly made by Mr. Jones and seconded by Ms. Hueston, the Board:

VOTED: To approve the Public Session and Executive Session Minutes of the January 19, 2016 meeting as presented.

Voting in favor were: Guy Asadorian, Jr., Carol H. Hueston, Scot A. Jones, Kerry P. McKay and James Rugh.

Abstaining: Susan Leach DeBlasio and John Justo.

Voting Against were: None.

Unanimously Approved.

3. **STAFF REPORTS:**

Mr. King reviewed the staff report with the Board of Directors and viewed a short video compiled by QDC for the EDA about the Quonset Business Park.

4. **COMMITTEE REPORTS:**

There were no meetings of the Quonset Development Corporation committees.

5. **APPROVAL OF LEASE AMENDMENTS WITH MBQ, LLC FOR THE CONSTRUCTION OF GATEWAY OFFICE BUILDING 3:**

Mr. King gave a brief background on the existing Gateway office buildings noting building 1 was completed in 2013 and has 15 tenants employing 61 people and building 2 was completed in 2015 and has 3 tenants employing 27 people. He also stated both buildings are at 100% occupancy and have had very little turnover.

The proposal before the Board is to expand the current development to a 5 building complex on 7.86 acres in the Gateway district. Mr. King is proposing to amend the current lease and subleases related to buildings 1 & 2 to include the construction of building 3 of the complex. Building 3 will consist of 8690 sf of quality small office space with a potential for 4 tenants employing 26-30 people. The additional building will increase the Corporation's current lease to \$773,000 annually for all three facilities. The Corporation's rent is offset by subtenant rent and will ultimately result in a net cost of \$295,000 annually which is lower than the current net cost to the Corporation for the 2 existing buildings of \$383,000. The new lease would have a 6 year term with a maximum project cost of \$1.75 million.

Upon motion duly made by Ms. Hueston and seconded by Mr. Jones, the Board:

VOTED: The Corporation acting by and through its Chair, Vice-chair, Managing Director or Finance Director, each of them acting alone (the "Authorized Officers") is hereby authorized to enter into, execute and deliver amendments to the Ground Lease and Sublease Agreements or new leases with purchase options with MBQ, LLC, a Rhode Island limited liability company for the construction of additional Buildings in the Gateway District and other agreements related thereto as appropriate, such Lease amendment or new leases to be substantially in accordance with the Request for Board Authorization presented to the Board (the Lease amendment or new leases and related documents are referred to herein collectively as the "Agreements").

VOTED: 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 the Agreements or as any of the Authorized Officers acting singularly and alone shall deem necessary, desirable and without further specific action by this Board, and 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 Agreements and/or all related and ancillary agreements and documents in connection with the terms and

conditions to be effectuated by the Agreements, including any and all agreements, contracts, certificates, licenses, assignments, and memorandums 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 and 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 executed 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: Guy Asadorian, Jr., Susan Leach DeBlasio, Carol H. Hueston, Scot A. Jones, John Justo, Kerry P. McKay and James Rugh.

Voting Against were: None.

Unanimously Approved.

6. **ADJOURNMENT:**

Upon motion duly made by Mr. Rugh and seconded by Ms. Hueston, the meeting adjourned at 5:45 p.m.

Respectfully submitted:

By:  _____
John R. Pariseault, Assistant Secretary