

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

MAY 15, 2018

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, May 15, 2018, 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, Scot A. Jones, Stefan Pryor, Kerry P. McKay, Guillaume de Ramel, Job Toll and Richard A. Welch. Absent was: John Justo and Gregory A. Mancini. Also present were: Steven J. King, P.E., Managing Director; Thomas W. Madonna, Jr., Acting Secretary and Corporation's staff and members of the public.

1. **CALL TO ORDER:**

The meeting was called to order at 5:07 p.m. by Chairman Stefan Pryor.

2. **APPROVAL OF MINUTES:**

Upon motion duly made by Ms. DeBlasio and seconded by Mr. McKay, the Board:

VOTED: To approve the Public and Executive Session Minutes of the April 17, 2018 meeting as presented.

Voting in favor were: Guy Asadorian, Jr., Susan Leach DeBlasio, Scot A. Jones, Kerry P. McKay, Guillaume de Ramel, and Job Toll.

Voting Against were: None.

Unanimously Approved.

Mr. Welch joined the meeting at 5:14 p.m.

3. **STAFF REPORTS:**

Mr. King reviewed the staff report with the Board of Directors.

4. **COMMITTEE REPORTS:**

No committee meetings were held.

5. **APPROVALS:**

A. **Approval of Memorandum of Understanding with Electric Boat Corporation for Utility and Roadway Work related to New Facilities:**

Mr. King reviewed the Memorandum of Understand between the Corporation and Electric Boat Corporation (“EB”) pursuant to EB’s plans to construct new facilities at Quonset to support the construction of a new class of submarine. Mr. King reminded the Board of prior discussions related to the three (3) phases of work that need to support EB’s new facilities including: “Utility and Roadway Work”, Phase 1; “New Approach Channel Work”, Phase 2; and “New Pier Work”, Phase 3. The anticipated cost of all three (3) phases is \$34.5 million dollars and will include roadway and utility construction, dredging, pier construction, site preparation and railroad construction.

Mr. King explained that EB will be responsible for the costs of all three (3) phases, however, the Corporation, will procure, contract and perform all work, under the agreement, according to the Quonset Development Corporation’s Procurement Rules. EB will be required to pay a twenty-five percent (25%) deposit on the estimated cost of each phase of the work. Mr. King noted that \$14 million dollars of RI Cap funds have been earmarked under the current budget pending approval by the general assembly to assist with this work. The funds are subject to annual approval by the general assembly and are subject to appropriation; \$4 million dollars in year 1 and 2 and \$6 million dollars in year 3.

The Corporation will notify EB of the Winning Bid and provide the “Final Cost” and selected contractor to be performing the work for each Phase. EB has five (5) days to notify the Corporation of its approval or rejection of the Winning Bid. If EB timely rejects the Winning Bid, the Corporation and EB will work together to find a mutually agreeable contractor.

The Corporation will pay the contractor and invoice EB as work unfolds until seventy-five percent (75%) of the cost of each Phase is complete and then the twenty-five percent (25%) deposit already provided will be used to close out the final Phase. This arrangement will keep the Corporation ahead of cash flow.

Upon motion duly made by Mr. Welch and seconded by Mr. McKay, 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 a Memorandum of Understanding with the Electric Boat Corporation relative to construction projects for the Business Park infrastructure, and other agreements related thereto, including, but not limited to, construction

contracts and other agreements related to the completion of such work, such Memorandum of Understanding to be substantially in accordance with the Request for Board Authorization presented to the Board (the Memorandum of Understanding 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, Scot A. Jones, Kerry P. McKay, Guillaume de Ramel, Job Toll and Richard A. Welch.

Voting Against were: None.

Unanimously Approved.

B. Appointment of Thomas W. Madonna, Jr. of Hinckley, Allen & Snyder, LLP as Assistant Secretary:

Mr. King requested Mr. Madonna be appointed to the position of Assistant Secretary to assist the Secretary, John R. Pariseault, when he is unable to attend meetings.

Upon motion duly made by Mr. McKay and seconded by Mr. Asadorian, the Board:

VOTED: That the following person is hereby elected to the office set forth opposite his name, to hold such office until the time fixed in accordance with the By-Laws of the Corporation for the next annual meeting of the Board of Directors of the Corporation and thereafter until his successor shall have been duly elected and qualified:

<u>Name</u>	<u>Office</u>
Thomas W. Madonna, Jr.	Assistant Secretary

Voting in favor were: Guy Asadorian, Jr., Susan Leach DeBlasio, Scot A. Jones, Kerry P. McKay, Guillaume de Ramel, Job Toll and Richard A. Welch.

Voting Against were: None.

Unanimously Approved.

6. **PRESENTATIONS:**

A. Presentation of Draft Changes to Quonset Development Corporation's Development Regulations pursuant to Executive Order 15-07:

Mr. King explained that the Quonset Development Corporation's Development Regulations ("QDC Development Regulations") contains an existing rule with the State of Rhode Island which governs land development at Quonset. Mr. King explained the Office of Regulatory Reform ("ORR") has been tasked under Executive Order 15-07 to review proposed rules to ensure they are clear, predictable and reliable to encourage economic growth and to ensure Rhode Island remains competitive while protecting public interests. In congruence, the 2016 Administrative Procedures Act ("APA") requires every state regulation to be rewritten into the new RI Code of Regulations ("RICR") by December 31, 2018. The QDC staff have been working to update and rewrite the QDC Development Regulations under APA Reform and ORR review. Mr. King asked Ms. Trapani, QDC Planning Manager, to review the draft changes to the QDC Development Regulations.

Ms. Trapani explained the scope of changes to the QDC Development Regulations are either minor, significant (but not substantive) or substantive changes. Minor edits consist of clarifying language, edits to references and citations, deleting redundancies and adding definitions. Significant changes consist of consolidation of sections, relocation of sections and technical updates per MOA with the Town of North Kingstown and State Planning Council (Site readiness program – streamlined 7-day ERF review). Substantive changes consist of the re-zoning of three (3) developed parcels in the Gateway District from Mixed Use to Light Industrial; the addition of Indoor Recreation as a permitted use under Light Industrial Use; new Subdivision and Lot Recording procedures and a new dedicated section to Stormwater Regulations (compliant with QDC MS4 status). Ms. Trapani noted that the changes to the QDC Development Regulations will be reviewed by next month by the Town

of North Kingstown and Statewide Planning for consistency with their existing plans. RI Airport Corporation will also review amendments to the Airport Districts and legal and ORR review. Ms. Trapani reviewed the timeframe for the regulations to be approved, stating approval by the Board in July, formal rule making procedure (including public comment period) in August and September, final state review and approval in October with the updated rule going into effect in November.

7. **ADJOURNMENT:**

Upon motion duly made by Mr. Ramel and seconded by Mr. Kerry, the meeting adjourned at 6:03 p.m.

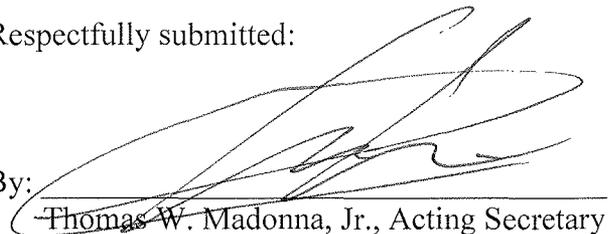
Voting in favor were: Guy Asadorian, Jr., Susan Leach DeBlasio, Scot A. Jones, Kerry P. McKay, Guillaume de Ramel, Job Toll and Richard A. Welch.

Voting Against were: None.

Unanimously Approved.

Respectfully submitted:

By:



Thomas W. Madonna, Jr., Acting Secretary