

MINUTES OF MEETING
RHODE ISLAND AIRPORT CORPORATION
BOARD OF DIRECTORS
THURSDAY, FEBRUARY 10, 2022 AT 8:30 AM

Please note this was a virtual/online meeting. There was no public gathering location and all attendees attended virtually, from remote locations.

Documents related to the meeting were posted on our website prior to the start of the meeting, which were accessed by proceeding to the www.pvdairport.com and clicking on Board of Directors meeting button on the home screen. The best practices for virtual/online meeting experience were also be found in this folder.

Attendees joined the meeting using the link or dial in below information.

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The meeting of the Rhode Island Airport Corporation (RIAC) Board of Directors was called to order by Chair, Jon Savage at 8:30 a.m., in accordance with the notice duly posted pursuant to the Open Meetings Act (R.I.G.L. §42-46-1 et seq.).

BOARD MEMBERS PRESENT: Jonathan Savage; Michael Traficante; Deborah Thomas; Christopher Little; Gregory Pizzuti; Jeffrey Bogosian and Jonathan Roberts.

BOARD MEMBER ABSENT: None.

ALSO PRESENT: Iftikhar Ahmad, President and CEO, and those members listed on the attendance sheet attached hereto.

Mr. Savage stated good morning everyone. This is Jon Savage, Chair of the Rhode Island Airport Corporation Board of Directors, and I am calling this meeting of the Board of Directors to order. Due to the extraordinary circumstances we are now facing this meeting will have no physical attendance at the offices of the Corporation so we may meet the requirements to maintain adequate social distancing and will be conducted through means of computer and telephone services in accordance with Executive Orders issued by the Governor and guidance provided by the Director of the Department of Administration and the Attorney General. **Mr. Savage** noted RIAC has provided remote access to the general public by providing computer access and call in information on the agenda posted both on the Secretary of State and the RIAC website, and that the meeting will be suspended in the event of a service interruption. Document related to today's agenda items are on the RIAC website, which can be accessed, by proceeding to the www.pvdairport.com and clicking on Board of Directors meeting button on the home screen.

Mr. Savage took a Roll Call of the Directors and asked each member of the Board to individually respond:

Beginning with myself, Chairman Jonathan Savage is here.
Vice Chairman Michael Traficante
Treasurer Deborah Thomas
Secretary Christopher Little
Board Member Gregory Pizzuti
Board Member Jeffrey Bogosian
Board Member Jonathan Roberts

Mr. Savage acknowledged the presence of a quorum. **Mr. Savage** noted that all votes today will be roll call votes and noted any board member that has a functioning camera should turn it on and remain visible during the meeting. If any Board members without a camera available are participating via audio only, please advise if you need to take a break during the meeting to let us know so that we may keep an accurate record of the meeting.

To help keep the meeting on track, **Mr. Savage** introduced Alicia Seabury, Executive Assistant to Iftikhar Ahmad, President & CEO.

Ms. Seabury stated thank you Chair and before we address the Agenda items to note we are recording the meeting for purposes of documentation. Each speaker should identify themselves before they speak in each instance. For members of the public joining us today, **Ms. Seabury** noted the same rules apply as in all our meetings, that is, there will be a limited time available for public comment at the beginning of the meeting, and participation is limited to the public comment time period. **Ms. Seabury** noted further, please if you are not speaking, mute your line to minimize feedback. We have technical support on hand, so if you are having difficulties, please call 401-691-2239 or 401-691-2303. **Ms. Seabury** turned the meeting back over to **Mr. Savage**

1. **Approval of the Minutes:**

A motion was made by **Mr. Traficante** to approve the minutes of the Board of Director's Meeting of January 13, 2022. The motion was seconded by **Mr. Bogosian**.

By the following roll call vote, the motion was passed unanimously.

YEAS: Jon Savage
Mike Traficante
Deb Thomas
Chris Little
Greg Pizzuti
Jeffrey Bogosian
Jonathan Roberts

NAYS: None

ABSTAIN: None

2. Open Forum:

Mr. Savage asked if anyone present wanted to speak in Open Forum. No one came forward.

3. Report from the President and CEO:

Mr. Ahmad presented the President and CEO Report and reported on the following:

- **Mr. Ahmad** stated December 2021 Landing Reports brought Passenger numbers up 183% from one year ago. Passenger numbers were 70% of the baseline in December 2019. Seat capacity was up 94% from one year ago. It was 73% of the baseline in December 2019. Average Load factor was 80% across all airlines. Cargo was almost 4 million pounds. UPS carried almost two-thirds of it in December.
- **Mr. Ahmad** stated RIAC staff executed Purchase and Sale Agreement for the sale of 6.5 acres at 2119 Post Road, on January 19 and submitted to the buyer and broker. The buyer wired the deposit to Hayes & Sherry on January 21, to be held in escrow.
- **Mr. Ahmad** stated nine ARFF personnel completed annual AOA driver recertification with Airport Operations Specialist this week. Crewmembers also completed mutual aid training with (23) new hires from the Warwick Fire Department. This training will improve RIAC's emergency response. All training delivered by ARFF supports the RIAC overall Strategic Operational Readiness Goals of having zero discrepancies on the next FAR Part 139 Inspection.
- **Mr. Ahmad** stated RIAC released the new creative for billboards and the advertising went live with a new Pittsburgh image the week of January 24. In addition, RIAC released the Fly RI campaign. The billboard creative is rotating on an 80% highlighting Breeze Airways service and 20% Fly RI campaign. RIAC also approved a radio buy to promote Rhode Island T. F. Green International Airport highlighting Breeze Airways service messaging for February 7 - March 6, 2022.
- **Mr. Ahmad** stated Customer Service is coordinating, with support from RIAC Marketing, PR, and Air Service Development, the various aspects of a gate event to celebrate Frontier Airlines' new nonstop service to Cancun, Mexico on February 19, 2022. The flight is scheduled to depart at 11:43am.
- **Mr. Ahmad** stated a total of 45 comments were received during the public review and comment period ending December 31, 2021. The comments received are from the Rhode Island Pilots Association, the Aircraft Owners and Pilots Association, and constituents. The comments have been reviewed by RIAC staff members and draft responses were provided for each of the 45 comments, along with name and title of responder. These responses were sent to Board Members for review prior to posting to the website.

- **Mr. Ahmad** stated the Snow Team was activated for Winter Storm Kenan. Within a two-day period the team removed just under 29 million square cubic feet of snow across the 6 state airports.
- **Mr. Ahmad** stated Breeze Airways published an extension of their schedule and Breeze will be selling tickets through September. We have been informed that their summer 2022 schedule will feature their new aircraft, the A-220-300, with First Class cabins for the first time. For PVD, the Charleston route will be switched to the new aircraft with the extension effective May 5th. All other airlines at PVD already have flights for sale through the fall of 2022.
- **Mr. Ahmad** stated Allegiant Air announced on February 1st a new route from PVD to Nashville. Flights will be the only nonstop service to Nashville from PVD, bringing our destination count to 26. Flights launch on April 21st and will be year-round. The schedule is twice per week, Thursday and Sunday.
- **Department Updates:**

(a) Air Service Update

Mr. Greco noted this slide is a detailed forecast and sensitivity analysis compared with the actual passenger enplanements. As you see, actual passenger enplanements have exceeded the forecast for the month of December at approximately 60% above the forecast with a YTD enplanements at about 70% above the forecast. December averages show daily carrier seats increased by almost 61% and departures increasing by approximately 115%. **Mr. Greco** noted passenger activity in December increased over 196% for arriving passengers and over 170% for departing passengers, with a total increase of over 182% from last year. In terms of year to date, we have seen an increase in arriving passengers slightly under 194%, the departing passengers increased slightly over 183% with a total increase in passenger activity of over 188%.

(b) Airport Financial Report Update

Mr. Schattle noted as we completed the first five months of the fiscal year 2022, our overall operating revenues are up approximately 44%. Revenue streams such as parking and concessions have continued to recover and are up approximately 230% and 196% respectively. Also, RIAC continues to utilize approximately \$1.1M each month in CARES Act funds for operating expenses and debt service to help the airlines. The CARES Act funds are federal funds that have been provided to airports across the country, from the FAA to support airlines that operate at airports. **Mr. Schattle** noted we continue to focus on managing our operating expenses in a strategic manner as activity levels are increasing. Overall operating expenses are up approximately 8%, largely driven by the planned increase in advertising expenses, which are up approximately \$552,000 for the fiscal year to date as traffic recovers. We are in the midst of our Rhode Island T. F. Green International Airport campaign, which is highlighting the new service from Breeze Airways. **Mr. Schattle** noted communications and utilities were down approximate \$82,000 or 11% and are reflective of RIAC's efforts to manage electrical costs and the positive results from our net metering credits. RIAC's efforts to manage

these costs and utilize net metering credits is proving beneficial as we are seeing large increases in utility rates during the winter months. Contractual services are up approximately 11% for the fiscal year to date as a result in increase in janitorial services as operations have increased over the prior year with activity levels. **Mr. Schattle** noted the overall operating income for the general aviation airports improved by approximately \$448,000 for the year to date. Revenues are up approximately \$222,000 primarily due to rental leases, landing fees and fuel flowage fees at Quonset State Airport. The operating expenses for the GA airports are down by approximately \$171,000 primarily due to reductions in legal costs and helicopter maintenance. **Mr. Schattle** noted the legal expenses reductions are down as certain matters and the costs related to those are now being covered by insurance. The air service marketing includes expenditures for the new Breeze service to Pittsburgh, Norfolk and Charlotte. In the non-operating revenues and expenses section, passenger facility charges are up approximately \$1.747M for the fiscal year to date with the increase in passenger activity levels. The other components of the non-operating revenues and expenses are largely driven by the timing of grants and capital projects. We are undertaking several large capital projects, such as the Runway 16-34 Project, which was recently completed, and the Restroom Renovations Project, which are grant funded with reimbursement from the FAA. Reimbursements for the fiscal year to date through November included \$9.1M for the Runway 16-34 project and \$1.5M for the restroom project. **Mr. Ahmad** noted this is Mr. Schattle's last update for RIAC on financial status. After 17 years of work with us, 6 years especially with me, he is moving on to green pastures. He has a really good deal with somebody else that I am quite aware about and have the details of. I have told him, if it does not work out, please come back, it would be good to have him back. We want to thank him for the great work he has done and helped me and the rest of the team and I want to thank him for the tremendous public service he has provided to our community. Thank you Brian, appreciate it. **Mr. Savage** noted you know my personal feelings as we spoke previously when I got news of your departure. On behalf of the board, I want to once again thank you for your extraordinary service, for your dedication, your commitment, your hard work and above all else, just tremendous attitude and positive outlook, commitment, and contribution. Thank you very much, we will really miss you on the team. **Mr. Schattle** noted he wanted to share a huge gratitude to the board, Iftikhar and the whole RIAC team. As Mr. Ahmad mentioned, it is almost eighteen years here, seventeen plus years here with the airport and he really appreciates everything the board, President Ahmad and the team, all the opportunities that have been provided. He is very proud to be part of this team that has accomplished so much over the years, especially recently under Iftikhar's leadership and the board's leadership and he really appreciate those opportunities. He is very excited for the new opportunity, but will miss everybody here. Thank you very much. **Mr. Savage** noted good luck, they are lucky to have you.

(c) Overtime Update

Mr. Greco noted the total numbers for November saw a decrease of over 15% from last year. This graph broken by department shows the Police Department shows an increase due to personal time off taken by the members. The GA locations saw a slight increase to help cover the inspections and work done at those airports. **Mr. Greco** noted the next slide shows that fiscal year to date slightly down. The next slide breaks down the fiscal year to date totals by department. As you can see, ARFF, Operations and Maintenance and GA are slightly over from the previous year.

(d) Environmental Assessment on Phase 2 of South Cargo Development

Mr. Porter noted the environment assessments, which are being conducted to meet FAA National Environmental Protection Act (NEPA), also known as NEPA requirements, for future short term projects identified under the approved Airport Master Plan. The scope, as it correlates to the EA process to the bottom right, includes an early planning process, which is essentially extrapolated information from the approved Master Plan, identifying a project purpose and need and the federal action under the Airport Layout Plan. **Mr. Porter** noted it also includes background information related to each area and its current disposition, aviation activity and the EA document organization. As shown on the map below, the projects to be included in the EA are the proposed south cargo corporate area and the north apron. Under the impact analysis, it will vet each project through 15 categories under NEPA to include air quality, noise, hazardous materials, visual effects and historical cultural resources. **Mr. Porter** noted if impacts are determined then the potential mitigation measures are identified and vetted with the FAA and the public. When the draft EA is complete and the FAA has reviewed, it will be made available for public comment. This is typically done through a 30 day public comment period. Comments will be received and if needed, are addressed within the final EA document. The FAA will review the final EA and make a determination if there is a significant impact. **Mr. Porter** noted if so, then the process will continue through what is known as the Environmental Impact Statement process and if not, the FAA will issue a finding of no significant impact also known as a FONSI and the projects can commence under the conditions of the EA and the identified migration measures. As far as the timeline for completion, the draft EA is scheduled to be complete by the end of June and it will undergo a 30 day public comment period in the month of July with completion anticipated at the end of August.

(e) PVD Air Cargo Study Update

Mr. Porter noted although there are parts of the cargo study that remain missing, it is substantially complete. Within their study, five primary opportunities were identified and I am happy to report that RIAC has already begun outreach and has made progress on several of these items as outlined in the current activity. Through our efforts through business development we are cultivating and currently talking to the integrated carriers for enhancements of service at Rhode Island T. F. Green International Airport particularly on the Southside of the airport. Additionally, we are looking at opportunities for belly cargo with the existing domestic airlines, again these efforts are being done through the business development efforts through Yil Surehan's department. **Mr. Porter** noted we are also looking at the potential for testing the market for servicing perishable cargo. We have ongoing and productive discussions with the e-commerce providers. One area that we have been unsuccessful in obtaining information is obtaining information from airlines at Boston and JFK and we will remain diligent in trying to get that information from those airlines in order to inform their potential service at the airport.

(f) Main Avenue Properties Disposal Update

Mr. Surehan noted we are making progress on the disposal of the noise parcels located at the end of Runway 5. There are 4 RIDOT owned parcels and 2 RIAC owned parcels and the FAA requires that we return these parcels to viable economic use where possible. Over the past year we have been performing our due diligence to enable us to auction these parcels all while following FAA requirements. We expect to auction these 6 parcels in May. **Mr.**

Surehan noted auctioning off these 6 parcels will make them available for economic development generating additional tax revenue to the City of Warwick and providing necessary jobs. Compatible uses for these parcels include light industrial, retail, commercial or agricultural. **Mr. Roberts** asked if those were primarily residential areas when they were acquired for the runway expansion. **Mr. Surehan** noted that is correct. This requires that these properties have to be zoned from residential to compatible zoning, compatible to the airport as well as the City of Warwick. That is also a requirement. **Mr. Roberts** noted he is not sure how the residents will think about that, something to consider. **Mr. Ahmad** noted this is the RPZ area and the homes are not there. It is just the land that we cleared and that cleared land we are now trying to sell to somebody else based on FAA requirements that we must do that and based on Warwick's request that we should put that back into Commerce. As we are selling that piece of land, we have to change it from a use so folks cannot come in and put houses on it. It is just right on the main street, if you look at the map right next to the runway. When we sell it, it will basically be used for maybe say a doctor's office or some sort of business activity. That has been thoroughly discussed over the years with the Warwick and has been part of the discussion lately with Warwick and Warwick is ready to help make this happen. **Mr. Roberts** noted his only question was it was residential before, he knows there is nothing on it now, but it backs to existing residential. If the city supports it then there should not be an issue.

(g) General Aviation Airports Update

Mr. Greco noted as you know we have drafted our General Aviation Strategic Plan and sent it out for public comment from the end of October to the end of December, 60 days in all. RIAC received 45 comments and responded to each comment and posted those responses on our website. We have finalized the plan and will be posting to the website as well. Now that the planning phase is over, this team will be updating the board on a regular basis on the execution of this plan. **Mr. Greco** noted as you may recall, the plan entails RIAC investing \$98 million dollars over the next ten years, from pavement rehabilitation, to a ramp expansion at Block Island, to demolition of old structures and the development of new ones. We have enhanced our communications with the GA community by going out to the airports and speaking with tenants and pilots as well as holding quarterly virtual meetings. We have also attended various township meetings that Mr. Goodman will speak to later in this presentation. **Mr. Greco** noted the plan also includes a path to develop financial sustainability as well as the development of 17 parcels. RIAC is in the process of dedicating a full time member whose sole purpose will be to oversee all the GA airports that will enhance our oversight and the ability to provide the leadership and resources on a daily basis. Mr. Porter will update the board members on the removal of those 1800 data points or obstructions that have affected the airports system wide. Removing these obstructions will provide safe operations for those pilots who fly in and out of all our state airports.

Mr. Porter noted one project he would like to update the board on and we are excited about is the implementation of an Automated Weather Observation System (AWOS) project at the Quonset State Airport. Just to give you an update on the progress of this project, we did request for qualifications which were posted in November of 2021. We received two proposals in December. A consultant selection is in progress and will be presented to the board for selection in March at the March Board of this year and a memo to start the approval and scoping conversations with C&S who has been selected as the firm to negotiate with. **Mr. Porter** noted we will then look to negotiate a notice to proceed for design in March 2022. Some of the requirements under this project will be a site selection process of where we are going to put

the system and an Airport Layout Plan update, which is required under the FAA. We will then commit final design requests for bids in March 2023 and we expect construction completion in November of 2023. **Mr. Roberts** noted this is a huge enhancement in safety at the Quonset Airport because currently the weather is only available, as you know, when the tower is open. I was departing on a Sunday morning one day, prior to the tower opening, and I was taking off on Runway 34 and five minutes later there was a plane landing on Runway 16, which meant if we were five minutes closer, we would have had two planes traveling in opposite directions and it could have been a significant safety issue. This will be a huge enhancement to safety at Quonset so I appreciate all of the work by you and your team on this. **Mr. Porter** thanked **Mr. Roberts** for his attention on this and noted we will continue to keep you updated. **Mr. Porter** noted he would like to update the board on more progress on construction related to the general aviation airports. Current construction that is going on and our engineers are working on, is an enhancement to the wildlife fencing at North Central Airport, which is both the refurbishment of the existing fence and the implementation of new fence around certain areas of the airport to make sure we are protecting the airport for any type of wildlife encroachment onto the air operations area. **Mr. Porter** noted we are also finishing up a project at Newport, which is the hangar electric upgrades to make sure that we are meeting all code requirements and such. Those two projects are ongoing. As far as future moving into fiscal year 2023 and next year, coordinating closely with the FAA, a very similar fence project that is happening at North Central will happen at Westerly Airport for an enhancement of the wildlife fence. We received some funding that we will utilize for repair and rehabilitation of an apron at North Central around the existing t-hangar area. As you know, a very large project for a construction of Runway 16-34 at Quonset, this project is being partnered with the Rhode Island Air National Guard. **Mr. Porter** noted we already spoke of the Automated Weather Observation System at Quonset. Through business development efforts and Yil Surehan, we are looking at prospects of parcels at Quonset Airport. More to report on the development of those areas, particularly on the east side of the airport and more to come on that as that gets rolled out. Quonset terminal demolition on the west side of the airport next to the existing hangar. We are looking to demolish that terminal to make way for future redevelopment of that area for aeronautical purposes. At Block Island, this year, in March, we will be breaking ground for the rehabilitation of the existing apron and then we are also going in for design for a fiscal year 2023 expansion of the apron project at Block Island. It is an enhancement that we heard from both FlightLevel and some of the users at Block Island and we are happy to report that we are moving that project forward. **Mr. Porter** noted next we would like to update you on a very important and it is receiving much focus by RIAC both in the past and moving here into the next couple of years as we look to remove the 1,800 data points of obstructions system wide over the GA airports. We are 90% complete on the design completion for the removal of 579 of those obstructions which represent about 32% of the 1,800. There are various components of the obstruction removal process, as I have reported in the past. We go through an Environmental Assessment process to meet the National Environmental Protection Act requirements under the FAA, so those are moving forward. **Mr. Porter** noted we are pursuing five non-residential easements at Quonset with the town of North Kingstown and Quonset Development Corporation for removal of obstructions off-airport for Runway 16. The remainder of aviation easements, as you know, and subsequent clearing of off-airport are pending resolution of the Westerly case and we will continue to keep you updated on it. Last, but not least, as far as actual removal, we are coordinating closely with the FAA for removal this year at Quonset Runway 16 and North Central's Runway 15-33 and as I have mentioned, 579 obstructions of the 1,800 representing 32% data points will be looked at being removed this year with an FAA grant in August. **Mr. Roberts** noted great progress.

Mr. Goodman noted as the Board knows, throughout the General Aviation Airport Strategic Business Planning process over the past two years we have continuously engaged with GA Airport community including members of the public, pilots, airport tenants and elected officials, gaining input to help shape the plan. Even as we approach the finalization of the GA Strategic Business Plan we are also scheduling continued outreach during the implementation of that plan with quarterly tenant and pilot meetings, and new bimonthly meetings with GA Airport townships beginning later this month. We will also implement quarterly GA Airport Newsletters to help keep the community informed of developments at the GA airports throughout the state. **Mr. Goodman** noted RIAC senior management members, specifically our Senior Vice President and Chief Operations Officer, will also continue a schedule of routine visits to all GA Airports throughout 2022. We will also continue to be in close contact with the town of New Shoreham regarding project updates including a new free but managed parking program, and the expected FAA approval of an aircraft ramp expansion project for Block Island State Airport in the 2023 fiscal year. **Mr. Savage** asked when he says free, but management what does he mean by that. **Mr. Goodman** noted Yil is perhaps the best person to speak of that, but as you know in terms of background, there have been individuals who have been parking for extended periods of time at Block Island State Airport and we are planning on implementing a managed parking program so that we can maintain parking for airport users and will be able to notify individuals that if they are parking for those extended periods of time they do face the prospect of having their cars towed and moved from the airport property.

Mr. Surehan noted we are adding and expanding parcels for economic development. We are adding 2 parcels, 1 each at Quonset and Westerly and removing 1 parcel at Block Island for a net gain of 1 parcel. We are also expanding a parcel at North Central for potential additional solar development. These actions will result in a net increase of 7.7 acres for development representing a net increase of \$5 Million in potential lease revenue. **Mr. Savage** asked what is the expanded solar at North Central. **Mr. Surehan** noted at North Central we are expanding the size of 1 parcel from 1.5 acres to 4.8 acres. It is designated as non-aeronautical and it is also adjacent to 2 other non-aeronautical parcels, parcel 3 and parcel 6, which are currently under option to lease with Ameresco for solar. This parcel, parcel 4, is adjacent to that and it is roughly the same size as the other parcels and it would fit in very well for potential solar farm development whether is Ameresco or someone else. **Mr. Surehan** noted we are working with our partners, FlightLevel and Hayes & Sherry and we are in discussions with 2 prospects for parcels at Westerly, 2 prospects for parcels at North Central and 4 prospects for parcels at Quonset. Of particular interest to us, is we are in advanced discussions with a high-visibility yet still confidential prospect for lease of all or most of our 77 acre parcel at Quonset. We hope to update you on our progress in the months ahead. **Mr. Surehan** noted as mentioned earlier we will be taking 1 parcel off market at Block Island to accommodate planned apron expansion. This expansion with the design phase starting this spring will provide additional apron space for up to 15 aircraft. This was requested by the community and it will be well-appreciated during the peak season. As you may recall, we originally had 4 parcels available for lease at Block Island. Based on input from the community, we took 2 parcels off market in 2021 due to environmental concerns. **Ms. Thomas** asked if we completed the study to ensure we needed the additional apron expansion, I know that was in process. **Mr. Greco** noted yes, that was completed. We worked with the FAA and they found it to be eligible and justified so we are moving forward with that project. **Mr. Roberts** noted he knows there has been a lot of discussion at Block Island about having fuel and I know the challenges and the economic viability of why we have not done it. He wonders if we can maybe

think about something maybe just in the summer months. Parking a truck out there with just low lead. It is more a service that would be appreciated by people flying in and out of that airport in the summer. He knows it is a challenge, but if we can try to get creative and maybe think about doing it on a limited basis, maybe that will satisfy the majority of the ask here. **Mr. Surehan** noted as you are aware, we evaluated the logistical and financial feasibility of either a fuel farm or a fuel truck at Block Island. One of the difficulties we had in terms of securing a fuel truck is that no vendors that we reached out to are willing to lease it for short term, the minimum lease length would be one year. We will continue to reach out to other possible vendors to provide this service during the peak season. **Mr. Roberts** noted we should ask FlightLevel to figure it out. They are running all the FBO's and it is a service they should be providing at this location. We are not saying 12 months of the year, maybe 3 or 4 months of the year. So see if they can figure out a solution. **Mr. Surehan** noted we will continue discussions with FlightLevel, very good point. **Mr. Roberts** noted he would like to make a comment to the board about GA in general since we are moving out of the GA part of the presentation. There is a monthly Rhode Island Pilots Association meeting and there was actually a meeting this week. It is a pretty good turnout of all the general aviation pilots, they come together, maybe 30 to 40 people. There were 4 RIAC representatives that attended this meeting that we had this week on Tuesday, I was there also, it was Dennis Greco, John Goodman, Yil Surehan and Dan Porter. I think we all know, the challenge we have with GA is the GA community is really just the communication of what RIAC is doing to support the GA airports and the GA community and RIAC is doing a lot. That team gave a short overview of all the actions with GA, they answered all the questions that the group had. **Mr. Roberts** noted there were questions on capital, the AWOS at Quonset, obstructions, some of the FAA processes and he wanted the board to know the RIAC team did an outstanding job. Their time there was very well received, very positive comments at the conclusion of the meeting and the group received a very strong round of applause. I wanted to thank that team for making the effort to go to an event like that in the evening and you did an outstanding job and thank you. **Mr. Ahmad** noted thank you, we appreciate it. Thank you for your kind comments.

4. Action Items:

- (a) Approval to execute a design contract with AECOM to conduct the Rhode Island T. F. Green International Airport (PVD) Southside site work & grading for the Southside Development.**

Mr. Savage recused himself from this item and turned the meeting over to Vice Chairman Mr. Traficante.

Mr. Porter introduced the agenda item, which is to complete design for certain work. **Mr. Porter** described the project scope for this project, an effort to advance a pad ready site for the Southside of the airport under the approved Airport Master Plan for cargo development. This includes site grading, demolition and relocation of the existing sound wall. Demolition of portions of Lot E within the project area. It will map out and demolish existing utilities within the project area. Relocate an AOA fence in way of a temporary AOA fence so that construction can proceed outside the AOA and be considered landside. And permitting for a sound wall and any site disturbance activities under Rhode Island Permitting Requirements. **Mr. Porter** noted as far as the procurement goes, we received proposals on October 5, 2021. Two proposals were received and both consultants were interviewed. AECOM was selected to move forward with negotiations and before you today we have a fee of not to exceed \$875,000

and this will be pending an independent fee estimated and FAA approval. We will be submitting an FAA AIP grant application on April 11, 2022 and final design is expected in December of 2022. Our recommendation is to proceed with AECOM to perform this work and as far as funding goes, we expect 30% FAA eligible portion and 70% local, but under that 70% local, we are looking for reimbursement under the Bipartisan Infrastructure Bill, Senator Reed's office on earmarks and also state funding opportunity such as the Rhode Island Ready Program. We continue to work with our finance department and the FAA for decreasing the local share. **Mr. Ahmad** asked Mr. Porter to speak to the coordination over the years, especially this last year, on this project with Warwick's administration and also the Warwick council members. **Mr. Porter** noted under the Airport Master Plan, the City of Warwick was part of our Technical Advisement Committee. Under the Master Plan we formed a committee and representatives of the City of Warwick were on that Committee and we met 3 or 4 times to talk about various alternatives. Through the Airport Master Planning process, the City of Warwick was very much informed and part of that process. I can also inform you that on a monthly basis, we meet with both with the city planning primarily and the Mayor of Warwick, Mayor Picozzi and Councilman Howe, who is the councilman for Ward 3. Through those meetings, we have ongoing discussions, and this particular area of development is a topic of conversation. **Mr. Porter** noted they are encouraged by the economic development opportunities related to this development, but they are also sensitive to the land use related to residential land use surrounding and abutting that area. We inform them in terms of things we are going to do in terms of buffers and barriers and so far the feedback from both the City of Warwick and the councilman is positive and we will continue to engage them on an ongoing basis. **Mr. Ahmad** noted the project cost will go up and is part of this discussion here, about 30% or more, but he thinks that it is important that even if the project cost is more, we need to make sure that Warwick, as our host community, that we do not do anything that is not in their best interest. We are trying to work with them on it and that communication continues to be ongoing. The barrier, buffer with greenery and trees will basically shield the airport activity area from the neighborhood and so it will cost probably \$2M plus to add that to the project, but I think that is important. **Mr. Little** noted he has a follow up question for Dan and asked what is the projected total cost of the project right now. The construction cost over and above the design fee that we are approving today. **Mr. Porter** asked for this portion of the site ready or the overall cost for the entire development because we are doing this in phases, for what you are acting on today. **Mr. Little** noted not the design phase, but the construction cost of the pad. **Mr. Ahmad** noted it is \$6.7M. The cost of design, when you look at it, will be about 12% which is high, what the board is approving today because it is the not to exceed price, and we project the actual work would be less than that. Part of why we think it is going to be less than that, is that they included some work in it, that Mr. Porter does not believe needs to take place in the manner that they listed it in their scope items and he is going to talk to them about it and that would bring that percentage much lower, so \$6.7M and a 12% design cost and we believe it will be less than 12% design cost. **Mr. Little** asked the \$6.7M, the amount over and above the \$875,000 or there about we are being asked to vote on today, can we assume that roughly the ratio of potential AIP eligibility is going to be in the neighborhood of 30% and the 70% hopefully going to get some support as you are working right now on the design fees from Senator Reed on infrastructure and other funding. **Mr. Ahmad** noted yes, 30% AIP and 70% at this point, local. We had discussed this with Senator Reed's office and in the Infrastructure Bill they had put in, there was an opportunity for place naming project, like they used to do many years ago. We had received a call several months ago if we had a project that we would like to recommend for something like that. We requested this one and they, I believe, have put about \$4.5M for this project so when the bill gets approved, we believe that will get approved too. **Mr. Ahmad**

noted we think the overall project to do Phase 1, because there is some discussion of inclusion of belly cargo. Our belly cargo building, which is in the vicinity, is really old and it is outdated for its use. So, if we don't include that in the cost, but we think we are going to be putting the belly cargo in there also, I think we are talking about \$100M worth of project. Just to give you scope as to what is going to take place on the land piece that we continue to refer to as Phase 1. **Mr. Roberts** noted we have talked about this cargo opportunity and I am very supportive of the goal of going after this. I am wondering, if at a future board meeting, once we have the study complete, if we could get an overview of what the in-state vision is, with what this could be. I know there is no guarantees we will ever get to the in-state, but what this in-state could be. I did not know we were doing this in phases, but because we are doing this in phases, I have a concern that other opportunities could come up that we could potentially approve that could get in the way of us accomplishing that in-state vision. I just would like to holistically step back and look at that when the team is ready to present it so as we are considering other opportunities we understand the implication those opportunities can have on the ultimate goal here. **Mr. Ahmad** noted we have discussed this before even before you were on the board Mr. Roberts, the overall of where we are going with this. There is going to be an opportunity here soon, we are going to do this again and so just give us a little time and we will be able to discuss that with you.

A motion was made by **Mr. Roberts** and seconded by **Mr. Little** to approve the recommendation.

By the following roll call vote, the motion was passed unanimously.

YEAS: Mike Traficante
Deb Thomas
Chris Little
Greg Pizzuti
Jeffrey Bogosian
Jonathan Roberts

NAYS: None

ABSTAIN: None

(b) **Approval to execute a construction contract change order # 23 with E.W. Burman that has been approved by the FAA in the amount of \$213,334 and to authorize a 5% contingency for any future remaining FAA approved change orders allowing construction of the Terminal Restroom Renovation project to proceed to completion at Rhode Island T. F. Green International Airport.**

Mr. Greco noted the restroom renovation project within this 25 year old facility is yielding a significant amount of unforeseen conditions that must be resolved. The cost of the unforeseen change orders discovered in the two restrooms demolished and rebuilt in Phase 1 was within the board approved project budget allowance. As restroom demolition continues at the remaining three restrooms in Phase 2, many unforeseen conditions are being uncovered that must be addressed in order for subsequent work to proceed. **Mr. Greco** noted based on the Phase 1 work, several more change orders are anticipated to address additional

unforeseen conditions. This situation has also impacted the construction schedule. The project team has been working closely with the Architect of Record and construction contractor to minimize scheduling impacts and to keep the construction moving as efficiently as possible. **Mr. Greco** noted Change Order # 23 (CO # 23) has already been approved by the FAA for eligibility. The total project cost will exceed the contract value. **Mr. Greco** noted CO # 23 increases the contract value by approximately 2.6%. RIAC also requests that the Board approves a 5% contingency to immediately address any remaining final change orders that will emerge before the end of the project this year. This approval will provide the ability for the construction contractor to proceed with work activities identified in CO # 23 and allows RIAC the ability to expedite FAA approvals and to address future unforeseen issues without further impacting the project schedule. All change orders will continue to be thoroughly vetted, coordinated with the FAA, closely monitored and executed within the contingency and approved project amount.

A motion was made by **Mr. Little** and seconded by **Ms. Thomas** to approve the recommendation.

By the following roll call vote, the motion was passed unanimously.

YEAS: Jon Savage
Mike Traficante
Deb Thomas
Chris Little
Greg Pizzuti
Jeffrey Bogosian
Jonathan Roberts

NAYS: None

ABSTAIN: None

- (b) **Approval to amend the Concession and Lease Agreement between the Rhode Island Airport Corporation (RIAC) and Carry On Coffee, Inc., d/b/a Dunkin (Dunkin) to; (i) Extend the term expiration date from November 3, 2022 to June 30, 2023, and; (ii) Extend Rent Relief initially authorized as a reduction of the Percentage Rent for the first \$1,500,000 of annual Gross Revenue from fifteen percent (15%) to ten percent (10%) for the period of April 1, 2021 to June 30, 2022, through June 30, 2023 in conjunction with the cancellation of Request for Proposals Number 32311 for a Food & Beverage Concessions Program.**

Mr. Surehan noted as you remember, we canceled the Food and Beverage Concessions RFP in early January due to the impact of COVID and Omicron on the industry. We plan to reissue the RFP on September 1 with a new concessions agreement effective July 1, 2023. As a result, we plan to amend the existing agreements with our current concessionaires to extend their terms until this date. **Mr. Surehan** noted we propose extending our concessions agreements with Carry on Coffee which does business as Dunkin through June 30, 2023. We also propose extending our rent relief from 15% to 10% of the first \$1.5 Million of gross revenue through June 30, 2023. RIAC will utilize funding from CRRSAA and

ARPA to reimburse itself for this extended rent relief provided to Carry on Coffee. As you are aware, Dunkin operates locations in the north and south concourses and recently opened a kiosk in the baggage claim area. **Mr. Roberts** asked if they have a base rent and this is a percentage on top of that or is this an all percentage rent. **Mr. Schattle** noted it is all a percentage rent. Under these agreements, what we are referring to as midterm concessions, they are all percentage rent.

A motion was made by **Mr. Traficante** and seconded by **Mr. Pizzuti** to approve the recommendation.

By the following roll call vote, the motion was passed unanimously.

YEAS: Jon Savage
Mike Traficante
Deb Thomas
Chris Little
Greg Pizzuti
Jeffrey Bogosian
Jonathan Roberts

NAYS: None

ABSTAIN: None

(d) **Approval to amend the Concession and Lease Agreement between the Rhode Island Airport Corporation and Grove Bay Concessions, LLC to extend the term expiration date from November 3, 2022 to June 30, 2023 in conjunction with the cancellation of Request for Proposals Number 32311 for a Food & Beverage Concessions Program.**

Mr. Surehan noted similar to Carry On Coffee, we propose extending our concessions agreement with Grove Bay Concessions through June 30, 2023. As you are aware, Grove Bay operates Providence Provisions, Wolfgang Puck, Rhode Island Burger Company and Whalers Bar.

A motion was made by **Mr. Traficante** and seconded by **Mr. Bogosian** to approve the recommendation.

By the following roll call vote, the motion was passed unanimously.

YEAS: Jon Savage
Mike Traficante
Deb Thomas
Chris Little
Greg Pizzuti
Jeffrey Bogosian
Jonathan Roberts

NAYS: None

ABSTAIN: None

- (e) **Approval to execute Letters of Engagement and/or Professional Services Agreements and associated task orders on an as needed basis for legal and professional services in the respective areas of representation.**

Ms. Morgan noted RIAC often requires specialized legal skills in carrying out its business and operations. RIAC issued RFPs for on-call legal services in May and December of 2021. RIAC currently has nine firms on-call, which are valid through February 2024. Twelve firms' submitted proposals and services were categorized into nine areas of representation. This slide indicates the firms that submitted, and the areas of representation for which they submitted. **Ms. Morgan** noted this on-call approval will be valid for a term of five years. Actual engagements for legal services will occur as each unique need arises and the individual firm selected will be based on a further review of issues or needs in question analyzed in comparison to the firms' respective qualifications, billing proposals, and availability. **Ms. Thomas** asked if on the slide where we have some current firms that did not submit a proposal, does that mean that they no longer wish to do work for the airport or they just were currently engaged and did not submit a proposal. **Ms. Morgan** noted they were currently engaged and did not submit a proposal. We likely will do this on a more regular basis just because it does not hurt to continue to augment these services because we do have a lot of legal issues that we deal with here. It is likely that they could, at the end of their term currently, still end up doing work with RIAC.

A motion was made by **Mr. Traficante** and seconded by **Ms. Thomas** to approve the recommendation.

By the following roll call vote, the motion was passed unanimously.

YEAS: Jon Savage
Mike Traficante
Deb Thomas
Chris Little
Greg Pizzuti
Jeffrey Bogosian
Jonathan Roberts

NAYS: None

ABSTAIN: None

5. Executive Session:

At approximately 9:41 a.m., a motion was made by **Mr. Little** and seconded **Mr. Traficante** to go into Executive Session for the purpose of discussing the following items:

The Board will seek to go into Executive Session for the following stated purposes:

- (a) Motion to approve the minutes of the Executive Session held on January 13, 2022 § 42-46-5(a), (2), (5) and (7); and
- (b) Session pertaining to the following litigation matters (§ 42-46-5(a)(2)):
 - 1) Daniel D. Traficante and Sharon M. Traficante v. Rhode Island Airport Corporation, Southwest Airlines Co., and ABC Corporation, C.A. No. KC-2017-0411; and Carolyn Scire v. Rhode Island Airport Corporation, Southwest Airlines Co., and ABC Corporation, C.A. No. KC-2017-0412
 - 2) Commerce and Industry Insurance Company v. Rhode Island Airport Corporation, Daniel D. Traficante, Sharon M. Traficante, and Carolyn Scire, Case No. 1:21-cv-466
 - 3) Binding arbitration with Avports, LLC, regarding North Central hangar spaces including legal advice and potential litigation; and
- (c) Session, including potential vote, pertaining to the following litigation matter, Newport Hangars, LLC v. Rhode Island Airport Corporation, PC-2021-03644 § 42-46-5(a)(2); and
- (d) Discussion related to the lease of real property for public purposes and the disposition of public property wherein advanced public information would be detrimental to the interest of the public, discussion of lease (Potential lease agreements for PVD South Side Cargo area) § 42-46-5(a)(5); and
- (e) Discussion regarding a matter of security, including deployment of security devices (Cyber Security Update) § 42-46-5(a)(3); and
- (f) Motion to return to open session.

At approximately 11:23 a.m., a motion was made by **Mr. Traficante** and seconded by **Mr. Little** to return to Open Session.

By the following roll call vote, the motion was passed unanimously.

YEAS: Jon Savage
Mike Traficante
Deb Thomas
Chris Little
Greg Pizzuti
Jeffrey Bogosian
Jonathan Roberts

NAYS: None

ABSTAIN: None

6. Post Executive Session Actions and Announcements:

(a) Motion to seal the minutes of the Executive Session held on February 10, 2022; and

A motion was made by **Mr. Little** and seconded by **Mr. Bogosian** to seal the minutes of the Executive Session in accordance with R.I.G.L. § 42-46-7.

By the following roll call vote, the motion was passed unanimously.

YEAS: Jon Savage
Mike Traficante
Deb Thomas
Chris Little
Greg Pizzuti
Jeffrey Bogosian
Jonathan Roberts

NAYS: None

ABSTAIN: None

(b) Report on actions taken in Executive Session.

During the Executive Session, a motion was made by **Mr. Traficante** and seconded by **Mr. Little** to approve the sealed minutes of the Executive Session of January 13, 2022.

By the following roll call vote, the motion was passed unanimously.

YEAS: Jon Savage
Mike Traficante
Deb Thomas
Chris Little
Greg Pizzuti
Jeffrey Bogosian
Jonathan Roberts

NAYS: None

ABSTAIN: None

7. Future Meetings:

The next meeting is scheduled for Thursday, March 10, 2022 at 8:45 a.m., in the Mary Brennan Board Room, Rhode Island T. F. Green International Airport, Warwick, Rhode Island.

8. Adjournment:

Mr. Traficante moved to adjourn at approximately 11:27 pm. **Mr. Little** seconded the

motion.

By the following roll call vote, the motion was passed unanimously.

YEAS: Jon Savage
Mike Traficante
Deb Thomas
Chris Little
Greg Pizzuti
Jeffrey Bogosian
Jonathan Roberts

NAYS: None

ABSTAIN: None

Respectfully submitted,

Jon Savage, Chair
Rhode Island Airport Corporation

PUBLIC ATTENDANCE SHEET
RHODE ISLAND AIRPORT CORPORATION
MEETING OF THE BOARD OF DIRECTORS
THURSDAY, FEBRUARY 10, 2022

<u>NAME</u>	<u>AFFILIATION</u>
Brian Schattle	RIAC
Alicia Seabury	RIAC
Donna Melone	RIAC
Brittany Morgan	RIAC
Dennis Greco	RIAC
Don Stubbs	RIAC
Yil Surehan	RIAC
John Goodman	RIAC
Wilmott Will	RIAC
Paul Johnson	RIAC
Dan Porter	RIAC
Stephen Weston	RIAC
Steve Hurst	RIAC
Jaye Del Rosario	RIAC
Nicole Williams	RIAC
Marion White	RIAC
Kellie Wright	RIAC
David Cloutier	RIAC
Joseph Rodio, Jr.	Rodio & Ursillo
Richard Langseth	Constituent
Henry duPonte	Block Island State Airport Stakeholders Group

The minutes of the Executive Session of the Board Meeting on February 10, 2022 have been sealed in accordance with R.I.G.L. § 42-46-7(c).