

MINUTES OF MEETING
RHODE ISLAND AIRPORT CORPORATION
SPECIAL BOARD OF DIRECTORS
THURSDAY, FEBRUARY 3, 2022 AT 7:10 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.

Please click the link below to join the webinar:

<https://us06web.zoom.us/j/86867573872?pwd=NnBVRXkrODUzeklOemZoTXBEK3F2UT09>
Passcode: 883598

Or One tap mobile:

US: +17207072699,,86867573872#,,,,*883598# or
+12532158782,,86867573872#,,,,*883598#

Or Telephone: (646) 558-8656

Webinar ID: 868 6757 3872

Passcode: 883598

The meeting of the Rhode Island Airport Corporation (RIAC) Board of Directors was called to order by Chair, Jon Savage at 7:11 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. This meeting will have no physical attendance in accordance with executive orders issued by the Governor. **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.

1. Executive Session:

At approximately 7:14 a.m., a motion was made by **Mr. Little** and seconded **Mr. Bogosian** 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) Session, including potential vote pertaining to authorization to enter into the engagement agreement(s) for counsel, 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; and**
- (f) Motion to return to open session.**

At approximately 7:31 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

2. Post Executive Session Actions and Announcements:

- (a) Motion to seal the minutes of the Executive Session held on February 3, 2022; and**

A motion was made by **Mr. Little** and seconded by **Mr. Traficante** 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.**

For the record, during executive session, the board voted 7 to 0 to authorize the President and CEO to enter into the engagement agreement with Anderson Krieger, as presented.

The motion was made by **Mr. Little** 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

3. Future Meetings:

The next meeting is scheduled for Thursday, February 10, 2022 at 8:30 a.m., in the Mary Brennan Board Room, Rhode Island T. F. Green International Airport, Warwick, Rhode Island.

4. Adjournment:

Mr. Bogosian moved to adjourn at approximately 7:36 a.m. **Mr. Traficante** 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
SPECIAL MEETING OF THE BOARD OF DIRECTORS
THURSDAY, FEBRUARY 3, 2022

<u>NAME</u>	<u>AFFILIATION</u>
Alicia Seabury	RIAC
Donna Melone	RIAC
Brittany Morgan	RIAC
Dennis Greco	RIAC
Brian Schattle	RIAC
Don Stubbs	RIAC
Wilmott Will	RIAC
Paul Johnson	RIAC
Stephen Weston	RIAC
Joseph Rodio, Jr.	Rodio & Ursillo

The minutes of the Executive Session of the Special Board of Director's Meeting on February 3, 2022 have been sealed in accordance with R.I.G.L. § 42-46-7(c).