

MINUTES OF MEETING
RHODE ISLAND AIRPORT CORPORATION
BOARD OF DIRECTORS
THURSDAY, OCTOBER 17, 2024, AT 8:45 AM
IN THE MARY BRENNAN BOARD ROOM
RHODE ISLAND T. F. GREEN INTERNATIONAL AIRPORT
2000 POST ROAD, WARWICK, RHODE ISLAND

The meeting of the Rhode Island Airport Corporation (RIAC) Board of Directors was called to order by Chair, Jonathan Savage at 8:45 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, Christopher Little, John Justo, Deborah Thomas, and Jeffrey Bogosian.

BOARD MEMBERS ABSENT: Michael Traficante and Gregory Pizzuti.

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

1. Approval of the Minutes:

A motion was made by **Mr. Bogosian** to approve the minutes of the Board of Directors Meeting of September 26, 2024. The motion was seconded by **Ms. Thomas**.

The motion was passed unanimously.

2. Open Forum:

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

3. Report from the President and CEO:

- **Mr. Ahmad** reported on the July 2024 landing, passengers, seat capacity, and load factors.
- **Mr. Ahmad** stated on October 3rd, L'Artisan Café held a grand opening event for their new food & beverage concept in the baggage claim area. They serve gourmet drinks, assorted sandwiches, wraps, salads, snacks, and other "grab-and-go" items. There will be an update on this later in the meeting.
- **Mr. Ahmad** stated that we are excited to announce that Rhode Island T. F. Green International Airport was ranked number 7 in Condé Nast Traveler Readers' Choice awards and number 4 for Best Small Airport in the USA Today 10Best Readers' Choice Awards. These awards are great recognition for our team's hard work. There will be an update on this later in the meeting.
- **Department Updates:**

(a) Operations Update

Ms. Morgan presented an overview of July 2024 passenger enplanement data, average load factors, and overtime trends.

(b) Financial Update

Ms. Williams presented an update on the July 2024 statement of revenues and expenses with comparisons to the prior year and budgets.

(c) Marketing Update

Ms. Seabury presented an update on marketing efforts, including digital creatives, community engagement events and giveaways, and RIAC's fourth annual report.

(d) Concessions Update

Mr. Persson presented an update on the completed design of three concepts for the food & beverage program and the newly opened concept in the baggage claim area, L'Artisan Café.

(e) General Aviation Airports Update

Mr. Cloutier presented an update on Ameresco's development efforts at North Central State Airport, maintenance improvements, hangar inspections, and new fuel service provided by FlightLevel at Westerly State Airport. There was discussion regarding the expectations, results, and future improvements to this service.

Mr. Persson presented an update on new scheduled service provided by Fly The Whale to Block Island State Airport from Westerly State Airport and the pavement repairs at the GA Airports.

Mr. Goodman presented an update on engagement efforts with community stakeholders.

(f) Infrastructure Update

Ms. Mineker presented an update on the design for the rehabilitation of Runway 5-23 at PVD and the preparations for construction kick-off for the South Cargo ramp project.

4. Action Items:

- (a) To authorize the President and CEO, or his designee, to enter into Amendment #1 of the Operating Permit Agreement with Uber Technologies Inc., for a period of three years starting on November 1, 2024, and ending on October 31, 2027, and increasing the per trip fee to \$3.50, in substantially the form presented.**

Ms. Persson presented the action item for an amendment to the Operating Permit Agreement with Uber.

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

The motion was passed unanimously.

- (b) To authorize the President and CEO, or his designee, to renew a license agreement with Dell Marketing LP, Inc. in the amount of \$140,321.66 annually for a one-year Microsoft G5 Software License Subscription with two additional one-year options to continue using email and other applications in the Microsoft Suite.

Mr. Spalding presented the action item for the renewal of the license agreement with Dell Marketing for use of Microsoft Suite applications.

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

The motion was passed unanimously.

- (c) To authorize the President and CEO, or his designee, to execute an agreement with Dabico A-Bridge in the amount of \$1,393,223 to furnish and install passenger boarding bridges per the proposal specifications for Gates 16 & 18.

Ms. Damicis presented the action item for furnishing and installation of two passenger boarding bridges. There was discussion regarding the useful life of the equipment.

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

The motion was passed unanimously.

- (d) To authorize the President and CEO, or his designee, to execute a professional services contract with VRX, Inc. in the amount of \$349,904 for the Baggage Handling System Improvements – Phase II equipment at Rhode Island T. F. Green International Airport.

Ms. Mineker presented the action item for a professional services contract with VRX, Inc. for the Baggage Handling System Improvements – Phase II at PVD.

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

The motion was passed unanimously.

- (e) To authorize the President and CEO, or his designee, to execute a contract with Inland Technologies International, Ltd in the amount of \$502,960 for the purchase of a glycol recovery vehicle.

Ms. Mineker presented the action item for the purchase of a glycol recovery vehicle.

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

The motion was passed unanimously.

- (f) **To authorize the President and CEO, or his designee, to execute an emergency contract with Safety Marking LLC in the amount of \$675,029.30 to perform airfield striping and markings at Rhode Island T. F. Green International Airport.**

Mr. Nguyen presented the action item for airfield striping and markings at PVD. There was discussion regarding the emergency procurement process, the need for these services to be outsourced, and the effect on budget.

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

The motion was passed unanimously.

5. Executive Session:

At approximately 9:31 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) **Motion to approve the minutes of the Executive Session held on September 26, 2024, § 42-46-5(a),(1),(2),and (9); and**
- (b) **Discussion related to personnel (§42-155-5 required annual job performance review of CEO) pursuant to § 42-46-5(a)(1). The individual has been notified in writing that this public body intends to convene in executive session; and**
- (c) **Discussion and potential vote related to 2024 collective bargaining pursuant to § 42-46-5(a)(2); and**
- (d) **Discussion of potential litigation brought by the Rhode Island Airport Corporation, and the internal and external investigation and pursuit of claims for tortious interference with contractual relations against internal and external parties including, but not limited to, former employees, and any other claims arising from the investigation of the facts and circumstances around other internal and external parties' tortious interference pursuant to § 42-46-5(a)(2); and**
- (e) **Motion to return to open session.**

By roll call vote the motion was passed unanimously.

At approximately 10:34 a.m., a motion was made by **Mr. Little** and seconded by **Mr. Bogosian** to return to Open Session.

The motion was passed unanimously.

6. Post Executive Session Actions and Announcements:

- (a) **Motion to seal the minutes of the Executive Session held on October 17, 2024; and**

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

The motion was passed unanimously.

- (b) **Conclusion and approval of President and CEO performance review in accordance with R.I.G.L. §42-155-5, and approval of performance incentive and contract amendment for the President and CEO; and**

Mr. Little informed the Board that, subsequent to the previous Board meeting executive session to discuss the President and CEO's performances review, the Executive Compensation Committee reconvened in open session and made a motion recommending the Board of Directors approve the annual review of President and CEO Iftikhar Ahmad with an incentive bonus of 20% for exemplary performance and achievement of annual objectives in accordance with Section 3(d) of his employment agreement and authorizing the Chairman to execute an amended employment agreement with Mr. Ahmad incorporating the term sheet as presented. **Mr. Little** asked, if there are no further questions from Board members, if someone would make the motion to approve that resolution.

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

The motion was passed unanimously.

- (c) **Report on actions taken in Executive Session.**

During the Executive Session, a motion was made by **Mr. Bogosian** and seconded by **Mr. Little** to approve the sealed minutes of the Executive Session held on September 26, 2024.

7. Future Meetings:

The next meeting is scheduled for Thursday, November 14, 2024, at 8:30 a.m., in the Mary Brennan Board Room, Rhode Island T. F. Green International Airport, Warwick, Rhode Island.

8. Adjournment:

Mr. Bogosian moved to adjourn at approximately 10:36 a.m. **Mr. Justo** seconded the motion.

The motion was passed unanimously.

Respectfully submitted,

Jon Savage, Chair
Rhode Island Airport Corporation

PUBLIC ATTENDANCE SHEET
RHODE ISLAND AIRPORT CORPORATION
MEETING OF THE BOARD OF DIRECTORS
THURSDAY, OCTOBER 17, 2024

<u>NAME</u>	<u>AFFILIATION</u>
Alicia Seabury	RIAC
Sapha Mabrouk	RIAC
Brittany Morgan	RIAC
Dawn Mineker	RIAC
Nicole Williams	RIAC
Nikolas Persson	RIAC
Jessica Damicis	RIAC
John Goodman	RIAC
David Spalding, Jr.	RIAC
David Cloutier	RIAC
Duc Nguyen	RIAC
Joseph Rodio, Jr.	Rodio & Ursillo
Joseph D. Whelan	Whelan, Corrente & Flanders LLP

The minutes of the Executive Session of the Board Meeting on October 17, 2024, have been sealed in accordance with R.I.G.L. § 42-46-7(c).