

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

June 21, 2022

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, June 21, 2022, 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: Susan Leach DeBlasio, Don Gralnek, Scot A. Jones, Stefan Pryor, Matthew McCoy, Guillaume de Ramel, Susan Riley, Job Toll and Eric J. Wishart. Absent were: David M. Langlais and Eric Shorter. Present also were: Steven J. King, P.E., Managing Director; Norine V. Lux, Finance Director; Chelsea Siefert, Director of Planning and Development; John R. Pariseault, Hinckley, Allen & Snyder LLP; and Corporation's staff and members of the public.

1. **CALL TO ORDER:**

The meeting was called to order at 5:10 p.m. by Chairperson Pryor.

2. **APPROVAL OF MINUTES:**

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

VOTED: To approve the Public and Executive Session Minutes of the May 17, 2022, meeting as presented.

Voting in favor were: Susan Leach DeBlasio, Don Gralnek, Scot A. Jones, Matthew McCoy, Susan Riley, Job Toll and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

Guillaume de Ramel joined the meeting at 5:12 p.m.

3. **QDC STAFF REPORTS:**

Mr. King acknowledged Mr. Pryor will be leaving his position as Secretary of Commerce to campaign for Rhode Island State Treasurer. Mr. King thanked Mr. Pryor for his dedication

to the Corporation and to Quonset for the last 8 years and presented him with Maritime Military "Challenge Coin" which means that Mr. Pryor is an honorary member serving the Port of Davisville and heritage of the Seabees. Mr. King also thanked Mr. Mancini and presented him with a plaque for his time as member of Board of Directors. Mr. King noted that during the last 8 years, during which both Mr. Pryor and Mr. Mancini served the Board, the Quonset Business Park added 3000 jobs, developed 289 acres of land, built 2 million square feet of buildings, saw \$1 billion in private investments, and \$200 million in infrastructure improvements.

Mr. King also noted that David Langlais was appointed by the Governor to replace Mr. Mancini who has met time limits for his seat. Mr. King also noted that the Governor appointed Eric Shorter to the Board of Directors filling a long vacant seat.

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

4. **COMMITTEE REPORTS:**

The Executive Compensation Subcommittee will provide a report in executive session.

5. **APPROVALS:**

- A. Delegation of the authorities of the chairperson for the duties prescribed by § 42-64.10-7 to the Vice-Chairperson, Susan Leach DeBlasio, to act until confirmation of new Secretary of Commerce:

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

WHEREAS: Stefan Pryor has been the Secretary of Commerce for the State of Rhode Island, and therefore the Chairperson of the Corporation pursuant to Rhode Island General Laws § 42-61.10-7;

WHEREAS: Stefan Pryor has resigned, or will resign, from his position as the Secretary of Commerce for the State of Rhode Island, and therefore will no longer be the Chairperson of the Corporation;

WHEREAS: Susan Leach DeBlasio is the current Vice-Chairperson of the Corporation pursuant to Rhode Island General Laws § 42-61.10-7;

WHEREAS: Pursuant to Rhode Island General Laws § 42-61.10-7, the Vice-Chairperson of the Corporation shall preside at meetings of the Corporation in the absence of the Chairperson of the Corporation and have such other duties and powers as the Directors of the Corporation may from time to time prescribe; and

WHEREAS: The Directors of the Corporation desire to affirm the Vice-Chairperson's duty to preside at meetings of the Corporation in the absence of the

Chairperson of the Corporation, and empower the Vice-Chairperson to perform all duties, and have all powers, of the Chairperson as may be prescribed by applicable law and the By-Laws of the Corporation until such time as a new Secretary of Commerce for the State of Rhode Island is appointed pursuant to applicable law (and therefore such appointee shall become the Chairperson of the Corporation) or the Directors of the Corporation appoint a replacement Vice-Chairperson.

VOTED: Pursuant to Rhode Island General Laws § 42-61.10-7, that Susan Leach DeBlasio, as the Vice-Chairperson of the Corporation, shall preside at meetings of the Corporation in the absence of the Chairperson of the Corporation.

VOTED: Pursuant to Rhode Island General Laws § 42-61.10-7, that Susan Leach DeBlasio, as the Vice-Chairperson of the Corporation, shall perform all duties, and have all powers, of the Chairperson as may be prescribed by applicable law and the By-Laws of the Corporation until such time as a new Secretary of Commerce for the State of Rhode Island is appointed pursuant to applicable law (and therefore such appointee shall become the Chairperson of the Corporation) or the Directors of the Corporation appoint a replacement Vice-Chairperson.

Voting in favor were: Don Gralnek, Scot A. Jones, Matthew McCoy, Guillaume de Ramel, Susan Riley, Job Toll and Eric J. Wishart.

Recuse: Susan Leach DeBlasio

Voting Against were: None.

Motion passed.

B. Designation of second Vice-Chairperson:

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

VOTED: Pursuant to Rhode Island General Laws § 42-61.10-7, the Directors of the Corporation hereby appoint Scot A. Jones as a second Vice-Chairperson of the Corporation.

Voting in favor were: Susan Leach DeBlasio, Don Gralnek, Scot A. Jones, Matthew McCoy, Guillaume de Ramel, Susan Riley, Job Toll and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

C. Approval of the two Ground Leases with Steris, PLC:

Mr. King stated that the vote for the 8.5 acres ground lease with Steris, PLC (“Steris”) would be tabled at this time. Mr. King reminded the Board, as discussed previously in Executive Session, that Steris is proposing to build two Applied Sterilization facilities in West Davisville. The first facility will be built on 14.5 acres and will consist of a 130,000 square foot building that will be used for the purpose of X-ray sterilization technology. The second facility, which will be voted on later, is to be built on 8.5 acres consisting of a 100,000 square foot building that will be used for Ethylene Oxide sterilization. Mr. King noted Steris anticipates investing \$75,000,000 in both buildings. Mr. King added that the Fire Marshall has requested more information on the Ethylene Oxide process and will be visiting Steris’ facility in Massachusetts where they have another facility of this nature. The Board briefly discussed the safety precautions and compliance involved in Ethylene Oxide sterilant but agreed to discuss further after the Fire Marshall gives his findings and the ground lease is presented for approval by the Board.

Mr. King stated that Steris is headquartered in Dublin, Ireland and has approximately 16,000 employees worldwide. Steris’ Applied Sterilization Technologies sector includes 50 contract sterilization and laboratory facilities worldwide and has a market cap of \$20.24 billion.

Mr. King continued that Steris is proposing a 50-year lease term with eight, 5-year extensions. Rent will be \$250,000 per year and will increase 12.5% every 5 years for the first 25 years and is eligible for the standard rent and employment discounts. After 25 years, a fair market value study will be conducted to determine annual increase structure. Steris will provide 75 jobs at the site.

Upon motion duly made by Mr. Ramel and seconded by Mr. Gralnek, 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 (1) Ground Lease (the “Ground Lease”) (and related instruments as deemed appropriate by the Authorized Officers) with Steris, PLC (“Steris”) for the leasing of that certain parcel along Compass Circle being approximately 14.5 acres and currently designated as North Kingstown Tax Assessor Plat 180, Lot 26, and the construction of an approximately 130,000 square foot building and the operation of an x-ray technology sterilization facility thereon, the terms of such Ground Lease to be substantially in accordance with the Request for Board Authorization presented to the Board (the Ground Lease, and such 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, including the execution 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: Susan Leach DeBlasio, Don Gralnek, Scot A. Jones, Matthew McCoy, Guillaume De Ramel, Susan Riley, Job Toll and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

Mr. Pryor left the meeting at 5:54 p.m. and Ms. DeBlasio took over as Vice-Chairperson for the remainder of the meeting.

6. RHODE ISLAND READY REPORTS AND APPROVALS:

A. RI Ready Status Update:

Ms. Siefert gave a brief review of the applications to date and status of those applications. Ms. Siefert also noted that Staff would be updating the guidance document to better reflect the steps and processes under the program.

B. Consent of Enrollment Application for 06E – 1 Moshassuck Street, Pawtucket:

Ms. Siefert reviewed the enrollment application for 06E – 1 Moshassuck Street. in Pawtucket and noted that this site has meet the criteria for enrollment. The site is already in process of development and the site owner, Blackstone Distribution Center, LLC. is seeking assistance

for site access by upgrading the intervening rights-of-way between the site and the state highway to support industrial freight traffic. This request meets the program requirements.

Upon motion duly made by Mr. Ramel and seconded by Mr. Gralnek, the Board,

VOTED: The Corporation, acting by and through its Board of Directors, has reviewed the Review of Enrollment Application prepared by the Corporation's Staff for the following Rhode Island Ready Application: (1) 06E – 1 Moshassuck Street, Pawtucket, Rhode Island (the "Application"), and hereby finds that the site described in the Application (the "Proposed Site") satisfies the enrollment findings as described in the Application and as are required by R.I. Pub. Ch. 80, 2020 R.I. HB 7171 (the "Enactment"), 800-RICR-00-00-5 (the "Program Rules") and the Program Guidance prepared by the Corporation as required by the Program Rules (the "Program Guidance"), and therefore qualifies for enrollment in the Rhode Island Ready Program.

VOTED: The Corporation, acting by and through its Board of Directors, hereby votes to enroll the Proposed Site into the Rhode Island Ready Program in accordance with the Enactment, Program Rules and Program Guidance.

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 the Technical Assistance Agreement, Municipal MOU, Municipal Agreement, each as described in the Program Guidance, if necessary (and related instruments referenced in the Program Guidance as deemed appropriate by the Authorized Officers, collectively, the "RI Ready Documents"), the general terms of which are as set forth in the templates of such RI Ready Documents as presented to the Board and as contained in the Program Guidance (all of which may be modified by the Authorized Officers in their sole discretion acting alone) and to enter into such other actions as are described in the Review of Enrollment Application Form presented to the Board of Directors or authorized by the Enactment, the Program Rules and/or the Program Guidance (collectively, and as may be amended from time to time, the "Authorized Acts").

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 RI Ready Documents and the Authorized Acts, 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 RI

Ready Documents and/or all related and ancillary agreements and documents in connection with the terms and conditions to be effectuated by the RI Ready Documents, 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, including the execution 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: Susan Leach DeBlasio, Don Gralnek, Scot A. Jones, Matthew McCoy, Guillaume De Ramel, Susan Riley, Job Toll and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

7. MOTION TO ADJOURN TO EXECUTIVE SESSION:

Upon motion duly made by Mr. Gralnek and seconded by McCoy, the Board:

VOTED: To adjourn to Executive Session to consider and take appropriate action on such matters as permitted by subsection (1) discussions of the job performance, character, or physical or mental health of a person or persons provided that such person or persons affected shall have been notified in advance in writing and advised that they may require that the discussion be held at an open meeting and subsection of Rhode Island General Laws, Section 42-46-5(a), the Open Meeting Law. The Chairman entertains a motion to adjourn to Executive Session. An affirmative vote of a majority of the members is required.

1. To review and discuss job performance of Steven J. King P.E., Managing Director.

Voting in favor were: Susan Leach DeBlasio, Don Gralnek, Scot A. Jones, Matthew McCoy, Guillaume De Ramel, Susan Riley, Job Toll and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

The meeting adjourned to Executive Session at 6:11 p.m. The meeting reconvened in Public Session at 6:52 p.m.

8. VOTE TO MAINTAIN MINUTES OF EXECUTIVE SESSION CLOSED:

Upon motion duly made by Mr. Wishart and seconded by Mr. Ramel, the Board:

VOTED: Pursuant to Section 42-46-4 and 42-46-5 of the General Laws, the minutes of the Executive Session shall not be made available to the public at the next regularly scheduled meeting of the Corporation because such disclosure may adversely impact ongoing negotiations or adversely affect the public interest.

Voting in favor were: Susan Leach DeBlasio, Don Gralnek, Scot A. Jones, Matthew McCoy, Guillaume De Ramel, Susan Riley, Job Toll and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

9. APPROVAL OF MANAGING DIRECTOR'S BONUS FOR FY2022 AND COMPENSATION FOR FY2023:

Mr. Jones, Chairperson of the Executive Compensation Subcommittee, stated that the Committee met last week to discuss and review in detail the performance of Steven J. King, the Managing Director of Quonset Development Corporation. The review involved discussion with Mr. King, input from the Secretary of Commerce and follow up questions from the Subcommittee. As a result, the Subcommittee recommends to the full Board that Mr. King receive a 2.5% increase in his base salary, consistent with other Corporation staff and receive a performance bonus of 18% based on FY2022 objectives. The Subcommittee also recommends reaffirming the use of the Executive Compensation Model Matrix used in determining the Managing Directors performance.

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

VOTED: To approve the following compensation for the Corporation's Managing Director: 2.5% increase in the base salary for the Managing Director of the Corporation for Fiscal Year 2023.

VOTED: To approve the following compensation for the Corporation's Managing Director: an annual performance bonus of 18% of Fiscal Year 2022 salary, based upon Board approved guidelines, to the Managing Director of the Corporation for the work performed during Fiscal Year 2022.

VOTED: To reaffirm continued use by the Compensation Committee of the QDC Executive Compensation Model Matrix initially approved by the Board on July 17, 2018.

Voting in favor were: Susan Leach DeBlasio, Don Gralnek, Scot A. Jones, Matthew McCoy, Guillaume De Ramel, Susan Riley, Job Toll and Eric J. Wishart.

Voting Against were: None.

Unanimously approved.

10. ADJOURNMENT:

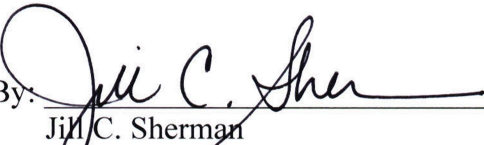
Upon motion duly made by Mr. Gralnek and seconded by Ms. Ramel, the meeting adjourned at 7:00 p.m.

Voting in favor were: Susan Leach DeBlasio, Don Gralnek, Scot A. Jones, Matthew McCoy, Guillaume De Ramel, Susan Riley, Job Toll and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

Respectfully submitted:

By: 
Jill C. Sherman
Secretary