

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

August 16, 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, August 16, 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, Matthew B. McCoy, Susan M. Riley, Eric Shorter, Elizabeth M. Tanner and Eric J. Wishart. Absent were: Scot A. Jones, David M. Langlais, Guillaume de Ramel and Job Toll. 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 5:05 p.m. by Chairperson Tanner.

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 June 21, 2022, meeting as presented.

Voting in favor were: Susan Leach DeBlasio, Don Gralnek, Matthew B. McCoy, Susan M. Riley, Eric Shorter and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

3. ODC STAFF REPORTS:

Mr. King welcomed Elizabeth M. Tanner, newly appointed Secretary of Commerce and Quonset Development Corporation chairperson, to the Board. Mr. King also introduced Eric Shorter, appointed to the Board by the Governor.

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

4. **COMMITTEE REPORTS:**

There were no committee meetings.

5. **APPROVALS:**

A. **Approval of Ground Lease with Steris PLC:**

Mr. King reminded the Board that the vote to approve the Steris, PLC's ("Steris") second lease for the ethylene oxide sterilization facility was tabled due back in June due to concerns raised by the North Kingstown fire chief regarding facility safety. Mr. King stated that QDC staff and the North Kingstown fire chief all visited Steris' Northborough location where the same process is utilized to see the safety features firsthand. Mr. King stated the group was impressed with the facility's safety precautions and described many of those features to the Board including equipment designed to collect "fugitive" emissions that might come off the crates and get trapped in the packaging. Mr. King stated that on August 1, 2022, the North Kingstown fire chief wrote a memo to the town manager, stating, "If properly contained, managed and utilized with no system failures, the North Kingstown Fire Department lacks justification to oppose this project". Mr. King noted that Steris is a very responsible company with an ESG ("environmental, social and governance risks") of AA; their highest score is an 8.7 in environmental risks.

Finally, Mr. King noted that there is a residential project planned in West Davisville that is adjacent to this project. The Corporation is working with the developer to sell eight to ten of those lots to the Corporation in order to create a permanent buffer between the Steris facility and the town residents. Mr. King stated the transaction will most likely be submitted for approval at the next meeting.

Upon motion duly made by Mr. Shorter 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 a Ground Lease (the "Ground Lease") (and related instruments as deemed appropriate by the Authorized Officers) with Steris Corporation for the leasing of that certain parcel along All American Way being approximately 8.5 acres and currently designated as North Kingstown Tax Assessor Plat 180, Lots 19, 20, 21 and 22 (Site Readiness Parcel 3), for the operation of an ethylene oxide gas 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, Matthew B. McCoy, Susan M. Riley, Eric Shorter and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

B. Approval of Ground Lease with Green Development, LLC:

Mr. King reminded the Board that Green Development, LLC, a Rhode Island renewable energy business, is already a Park tenant who is in the process of building a facility at Quonset at 31 Cross Park Avenue. Mr. King stated that Green Development, LLC is proposing to construct a second building adjacent to their current location. The second building would also consist of 82,000 square feet and serve as a business showcase, as well as supporting dispatch, vehicle maintenance, storage of components, training, and headquarters of their logging division. Mr. King also noted that Green Development, LLC is exploring the possibility of using a carbon conversion process in the future which takes wood debris and turns it into pure carbon for use in soil and other agricultural purposes. Mr. King also noted that Green Development, LLC will be constructing a large solar canopy between the buildings that will generate 2.85MW of solar power.

Mr. King reviewed the Request for Board Authorization with the Board noting that rent is based on max building space for the site readiness parcel, not based on the 82,000 square foot building. The term is the same as their other lease; 25 years, with five additional five-year options to extend with a 16% term discount. Mr. King added that Green Development, LLC has commissioned a landscape architect to enhance the berm between the building and the bike path.

Upon motion duly made by Mr. McCoy 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 a Ground Lease (the "Ground Lease") (and related instruments as deemed appropriate by the Authorized Officers) with Green Development, LLC for the leasing of that certain parcel along Cross Park Avenue being approximately 8.97 acres and currently designated as North Kingstown Tax Assessor Plat 191, Lot 10 (Site Readiness Parcel 24), 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, Matthew B. McCoy, Susan M. Riley, Eric Shorter and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

C. Approval of Ground Lease with Zilmet USA Corp.:

Mr. King advised the Board that Zilmet USA Corp. ("Zilmet") is a current park tenant leasing 30,000 square feet in the Flex 3 building. Mr. King explained that Zilmet operates their distribution services through Quonset but manufactures their expansion tanks in Italy. Due to the recent pandemic and supply issues, Zilmet has decided to construct a manufacturing facility in the United States to service North America and has selected Quonset Business Park for that facility.

Mr. King reviewed the Request for Board Authorization with the Board, noting that Zilmet has requested the option to build their 215,000 square foot facility in two phases. Mr. King reviewed the rent schedule which will escalate to equal the full \$1.25 per rata on the 215,000 square foot building by rent year 6, whether phase II is completed or not. Mr. King also pointed out that a railroad spur will need to be moved to accommodate this project; however, the Corporation is currently working to connect Edesia, located across from Zilmet's proposed site, to the railroad so both projects will be completed together.

Upon motion duly made by Mr. Wishart 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 a Ground Lease (the "Ground Lease") (and related instruments as deemed appropriate by the Authorized Officers) with Zilmet USA for the leasing of those certain parcels along Romano Vineyard Way, Genoa Drive and Moscrip Avenue being approximately 14.23 acres and currently designated as North Kingstown Tax Assessor Plat 190, Lots 39, 40, 41, 48 and 67 (Site Readiness Parcels 16 and 17), 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, Matthew B. McCoy, Susan M. Riley, Eric Shorter and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

6. **RHODE ISLAND READY REPORTS AND APPROVALS:**

A. RI Ready Status Update:

Ms. Siefert reviewed the RI Ready program applications received to date and gave a status update of the program to the Board. Ms. Siefert noted there are 25 applications; 3 applications pending approval at this meeting, 14 applications currently under review, 5 sites currently enrolled, and 3 applications rejected as ineligible.

B. Consent of Enrollment Applications for 16E – 9 Dexter Road, East Providence; 17E – 195 Frances Ave, Cranston; 21E – 1374 Roger Williams Way, North Kingstown:

Ms. Siefert reviewed the applications for approval into the RI Ready program with the Board, highlighting location, technical work needed, and status of the project.

Upon motion duly made by Mr. Gralnek and seconded by Ms. Riley, 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 Applications: (1) 16E – 9 Dexter Road, East Providence; (2) 17E – 195 Frances Avenue, Cranston; (3) 21E – 1347 Roger Williams Way, North Kingstown (collectively, the "Summaries") and hereby finds that the sites described in the Summaries (the "Proposed Sites") are eligible for enrollment into the Rhode Island Ready Program, satisfy the enrollment findings as 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 are qualified for enrollment in the Rhode Island Ready Program.

VOTED: The Corporation, acting by and through its Board of Directors, hereby makes the specific findings listed in the Summaries and votes to enroll the Proposed Sites 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 (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 agreements and take such other actions as are described in the Review of Enrollment Application Forms 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, Matthew B. McCoy, Susan M. Riley, Eric Shorter and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

7. ADJOURNMENT:

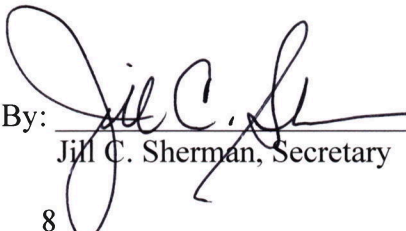
Upon motion duly made by Mr. Gralnek and seconded by Mr. Wishart, the meeting adjourned at 5:53 p.m.

Voting in favor were: Susan Leach DeBlasio, Don Gralnek, Matthew B. McCoy, Susan M. Riley, Eric Shorter and Eric J. Wishart.

Voting Against were: None.

Unanimously Approved.

Respectfully submitted:

By: 
Jill C. Sherman, Secretary