

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

**May 16, 2023**

**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, May 16, 2023, 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 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, William W. Harsch, David M. Langlais, Eric Shorter, Guillaume de Ramel, and Elizabeth M. Tanner. Absent was: Scot A. Jones, Matthew B. McCoy, and Susan M. Riley. Present also were: Steven J. King, P.E., Managing Director; Norine V. Lux, Finance Director; John R. Pariseault, Hinckley, Allen & Snyder LLP; and the Corporation's staff, and members of the public.

1. **CALL TO ORDER:**

The meeting was called to order at 5:03 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 Session and Executive Session Minutes of the March 21, 2023, meeting.

Voting in favor were: Susan Leach DeBlasio, Don Gralnek, David M. Langlais, Eric Shorter, and Guillaume de Ramel.

Voting Against were: None.

Unanimously Approved.

3. **ODC STAFF REPORTS:**

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

Ms. DeBlasio asked about the bidding process on a design-build project.

Mr. King replied all bids are posted on the QDC website, State Purchasing website, and an email notice is sent to several construction papers, i.e., Dodge Reports.

Mr. Harsch joined the meeting at 5:08 PM.

Mr. Gralnek asked about the status of the multi-mobile building (QMTC).

Mr. King stated that we are still working on the process in terms of our relationship with the Airport Corporation and the FAA. The funding was promised to the Corporation by Orsted in their bid to Rhode Island for the Rhode Island Two Energy bid. The State Energy Office and the PUC are evaluating the bid, there was only one response, but they are moving forward with reviewing it. If Orsted is awarded the power purchase agreement, then Orsted has made a commitment to provide the Corporation \$35,000,000 in funding to build the building.

Mr. Gralnek asked if Orsted would sign a lease at that time.

Mr. King responded that per the agreement, once Orsted has provided the funding, the Corporation would guarantee Orsted a 10,000 square foot space in the 100,000 plus square foot facility and naming rights.

Mr. King added that the Gateway housing complex is moving forward, and the Town of North Kingstown has met with the planning commission in that regard. Mr. King stated that the Town Council will give their final approval to endorse the QDC Board's decision for the major land use variance which is scheduled for the meeting to be held May 16, 2023. The Corporation has issued an Expression of Interest and has reviewed eight responses from very qualified developers. Each response will be evaluated to determine next steps in the process.

Mr. King informed the Board of the upcoming Quonset Day at the State House on June 6, 2023, and invited the Board to attend. Remarks begin at 2:00 p.m. in the State Room, the Governor and Secretary Tanner will be speakers. The Corporation has asked Bryant University to update the Quonset Business Park Economic Impact Analysis and the Economic of Rhode Island for the event. Additionally, several of the Quonset Business Park's tenants will display their wares and product offerings at the State House during the event.

#### 4. **COMMITTEE REPORTS:**

There were no committee meetings.

#### 5. **APPROVALS:**

##### A. **Approval of Amendment to Ground Lease Agreement with Chelsea Realty, LLC as a Real Estate Entity for Edesia Nutrition:**

Mr. King reviewed the Request for Board Authorization with the Board. Mr. King stated Chelsea Realty, LLC is the Real Estate Entity that owns the building that is used by Edesia

Nutrition (Edesia); Edesia manufactures the Plumpy Nut food supplement that is solving serve malnutrition in Africa. Edesia's number one customer is USA Aide and the US Government, and due to demand for their product, Edesia continues to grow and needs to expand their facility. To accommodate the facility expansion, the Corporation would need to relocate nearby railroad tracks which are currently limiting Edesia's ability to expand. The Corporation would also need to install a public roadway adjacent to the new expanded premises.

Mr. King added that the property identified for the Edesia facility expansion is the largest vacant lot left undeveloped and the Corporation has been working on how to divide it. The Corporation has a couple of options that would allow Edesia to expand and allow for an area for another building for a future prospect. Mr. King continued stating that this new configuration would allow Edesia's parcel to grow by 6.6 acres for a total of 16.7 acres. Mr. King noted that Edesia would then have the space to expand their facility by another 200,000 square feet. Edesia is working on raising about \$60 million for the expansion; however, Edesia requires a guarantee from the Corporation that one (1) Edesia will be granted the site and two (2) the infrastructure to be altered and made available to them.

Mr. King explained that with the Board's approval, the Corporation will lease to Edesia the reconfigured property including the railroad track relocation upon completion of the improvements. Additionally, this reconfiguration will provide the opportunity for Edesia to use the rail terminal to bring peanut oil to their production area and to onsite silos for bulk storage of the oils. Mr. King stated the railroad will also have rail service to the Crestwood Energy facility and provide interrail access to the other properties. Mr. King stated the Corporation is also committed to constructing the cul-de-sac and the new road and is working with Green Development to fund this improvement. Mr. King reminded the Board that Green Development was approved for a lease for their battery storage and in order for Green Development to build the battery storage, they will need to build underground ductwork from their facility to the substation on the other side of the Park; the proposed new roadway is perfect for this purpose and Green Development has agreed to work with the Corporation to build the road. Mr. King stated that the final cost of the roadway will be offset by deductions in Green Development's future lease payments thus solving funding issues.

Mr. King added that the Corporation has been working with Seaview Railroad on the railroad relocation. The Corporation has purchased some used rail from the South Coast Railroad in Massachusetts from an MBTA project. The rail crossing on Romano Vineyard Way will get reconstructed in the RIDOT funded program.

Mr. King reviewed the RI Ready Grant that the Board authorized Edesia for engineering technical assistance. VHB is working on a new site plan and rail terminal for Edesia, and the Corporation will be requesting from the Board RI Ready funds for Edesia related to the infrastructure on Edesia's property.

Mr. King added that the existing Edesia lease term will stay the same, rent will be adjusted to account for the additional acreage based on the current rent structure. Edesia plans to sign the lease amendment after Edesia receives necessary funding and once the improvements on the



property are complete and the Corporation will grant a 12-month grace period for Edesia to complete their work on the project before the rent increases begin.

Mr. Gralnek asked about job creation from this expansion.

Mr. King stated that Edesia estimates an additional 75 jobs will be created by the expansion, however, the estimate may be low given how quickly Edesia is growing.

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 an Amendment to Ground Lease Agreement (the “Ground Lease Amendment”) (and related instruments as deemed appropriate by the Authorized Officers) to amend that certain Ground Lease Agreement dated November 3, 2014 by and between the Corporation and Chelsea Realty LLC, a Rhode Island limited liability company, d/b/a Edesia Nutrition, relating to that certain property commonly known and numbered as 550 Romano Vineyard Way and currently designated as North Kingstown Tax Assessor Plat 190, Lot 9, being an approximately 10.1 acre parcel of land (the “Premises”), for the purpose of (a) expanding the Premises to include a portion of North Kingstown Tax Assessor Plat 190, Lot 68 (currently a railroad right-of-way) and a portion of North Kingstown Tax Assessor Plat 190, Lot 10 (Site Readiness Parcel 42), totaling +/- 6.6 acres (the total Premises under the Ground Lease Agreement after the aforementioned expansion will be +/- 16.7 acres), and (b) a building expansion project that would increase the footprint of the building current situated on the Premises by approximately 200,000 square feet, bringing the total building footprint to approximately 281,000 square feet, the terms of such Ground Lease Amendment to be substantially in accordance with the Request for Board Authorization presented to the Board (the Ground Lease Amendment 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, William W. Harsch, David M. Langlais, Eric Shorter, and Guillaume de Ramel.

Voting Against were: None.

Unanimously Approved.

B. Approval of Modification to an existing Easement Agreement with The Narragansett Electric Company:

Mr. King reviewed the transaction to modify the existing transmission line easement by 968 SF in support of the Revolution Wind offshore wind project.

Upon motion duly made by Mr. Langlais and seconded by Mr. Harsch, 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 approve a modification of an existing Easement Agreement (the "Easement Modification") (and related instruments as deemed appropriate by the Authorized Officers) by and between the Corporation and The Narragansett Electric Company, d/b/a Rhode Island Energy, or its designee, for the benefit of Eversource Energy, as agent for Revolution Wind, LLC, to expand the existing 150 foot easement area thereunder (approximately 1.95 acres) by adding that certain approximately 968 square foot area being a portion of North Kingstown Tax Assessor Plat 179, Lots 29 and 30 (which additional easement area is situated adjacent to the aforementioned existing easement area), the terms of such Easement Modification to be substantially in accordance with the Request for Board Authorization presented to the Board (the Easement Modification 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, William W. Harsch, David M. Langlais, Eric Shorter, and Guillaume de Ramel.

Voting Against were: None.

Unanimously Approved.

6. **RHODE ISLAND READY:**

A. RI Ready Status Update:

Ms. Siefert reviewed the status of the applications to the RI Ready program.

The Board discussed the decrease in new submissions for the program.

7. **ADJOURNMENT:**

Upon motion duly made by Mr. Ramel and seconded by Mr. Gralnek, the meeting adjourned at 5:35 p.m.

Voting in favor were: Susan Leach DeBlasio, Don Gralnek, William W. Harsch, David M. Langlais, Eric Shorter, and Guillaume de Ramel.

Voting Against were: None.

Unanimously Approved.

Respectfully submitted:

By: Christine Andrews  
Christine Andrews, Assistant Secretary