

RHODE ISLAND COMMERCE CORPORATION

AGENDA

February 27, 2023

- Call to order and opening remarks.
- Tab 1: To consider for approval meeting minutes.
- Tab 2: To consider an award to Westminster Partners, LLC under the Rhode Island Tax Increment Financing Act in the principal amount of \$1,500,000.*
- Tab 3: To consider the establishment of the Minority Business Support Initiative.*
- Tab 4: To consider an extension of the contract with Convention Sports & Leisure.*
- Tab 5: To consider an amendment to the contract with O'Neill Consulting Group, Inc. for executive search services.*
- Tab 6: To receive an update on broadband initiatives.
- Tab 7: To consider the utilization of the Corporation's incentive programs for the investment of public funds.*

*Board members may convene in Executive Session pursuant to R.I. Gen. Laws § 42-46-5(a)(7) to consider this Agenda item.

TAB 1

VOTE OF THE BOARD OF DIRECTORS
OF THE RHODE ISLAND COMMERCE CORPORATION

FEBRUARY 27, 2023

APPROVED

VOTED: To approve the public session meeting minutes for the January 30, 2023 meeting as presented to the Board.

RHODE ISLAND COMMERCE CORPORATION
MEETING OF DIRECTORS
PUBLIC SESSION
January 30, 2023

The Board of Directors of the Rhode Island Commerce Corporation (the "Corporation") met on January 30, 2023, in Public Session, beginning at 5:00 p.m., pursuant to the public notice of meeting, a copy of which is attached hereto as **Exhibit A**, as required by applicable Rhode Island law.

The following Directors were present and participated throughout the meeting as indicated: Governor Daniel J. McKee, Elizabeth Catucci, David Chenevert, Dr. Brenda Dann-Messier, Michael McNally, George Nee, Michael Solomon, and Karl Wadensten.

Directors absent were: Mary Jo Kaplan, Donna Sams, Bill Stone.

Also present were: Secretary of Commerce Elizabeth Tanner; William Ash, Interim President & COO; and Christopher J. Fragomeni, Esq.

1. **CALL TO ORDER AND OPENING REMARKS.**

The Governor called the meeting to order at 5:03 p.m., indicating that a quorum was present.

2. **TO CONSIDER FOR APPROVAL MEETING MINUTES.**

Upon motion duly made by Dr. Dann-Messier and seconded by Mr. Nee, the following vote was adopted:

VOTED: To approve the public session meeting minutes for the December 12, 2022 meeting as presented to the Board.

Voting in favor of the foregoing were: Elizabeth Catucci, David Chenevert, Dr. Brenda Dann-Messier, Michael McNally, George Nee, Michael Solomon, and Karl Wadensten.

Voting against the foregoing were: none.

3. **TO CONSIDER THE SELECTION OF A CONSULTANT RELATIVE TO A LONG-TERM ECONOMIC DEVELOPMENT STRATEGY AND COMPREHENSIVE ECONOMIC DEVELOPMENT STRATEGY.**

Daniela Fairchild, the Corporation's Chief Strategy Officer, indicated that before the Board for approval was the engagement of a consultant to assist with the development of a targeted comprehensive development strategy ("CEDs"), which is a required of the EDA and which needs to follow a certain format. Additionally, she stated, the consultant will assist with the creation of a new, long-term economic development strategy ("Strategy"), which is required by State statute.

Ms. Fairchild explained that the Corporation issued a request for proposals for assistance with the CEDs and Strategy, and, in response, the Corporation received seven proposals. She further explained that an evaluation committee, in consultation with the Division of Statewide Planning, reviewed the proposals and conducted interviews of the proposers. She noted that after that process, the evaluation committee recommended the selection of Camoin Associates, Inc. ("Camoin").

In response to a question by Mr. Wadensten, Robert Camoin, President and CEO of Camoin, outlined Camoin's intent to conduct a comprehensive effort to engage with the business community and stakeholders, including direct outreach, conversations, and surveying large and small businesses. In response to a question by Dr. Dann-Messier, Ms. Fairchild responded that it is anticipated that the CEDs and Strategy will be completed before the end of the General Assembly's session.

Upon motion duly made by Mr. Nee and seconded by Dr. Dann-Messier, the following vote was adopted:

VOTED: To approve the selection of a consultant relative to a long-term economic development strategy and Comprehensive Economic Development Strategy pursuant to the resolution submitted to the Board.

Voting in favor of the foregoing were: Elizabeth Catucci, David Chenevert, Dr. Brenda Dann-Messier, Michael McNally, George Nee, Michael Solomon, and Karl Wadensten.

Voting against the foregoing were: none.

A copy of the resolution is attached hereto as **Exhibit B**.

4. **TO CONSIDER FOR APPROVAL NETWORK MATCHING GRANTS.**

Ms. Fairchild stated that the Innovation Initiative ("Initiative"), R.I. Gen. Laws § 42-64.28-1, et seq., has two components: Network Matching Grants ("NMG") and Innovation Vouchers ("Vouchers"). She explained that the budget for the Initiative is typically \$1 million, of which forty percent has been generally utilized by NMGs. She further explained that NMGs are awarded to non-profits to support access to capital, technical assistance, and space on flexible terms. For this round of funding, she stated, the Corporation anticipated \$400,000 in awards. She noted, though, that after the Corporation issued a request for proposals, it received twenty-three proposals that cumulatively requested \$2.81 million in awards.

Ms. Fairchild stated that a selection committee reviewed and scored the proposals, focusing on targeted industries and diversity in selection. She indicated that the staff is recommending the approval of five awards, totaling approximately \$393,000. She explained that the awards to Town Made, LLC and Hope & Main will support access to space on flexible terms; the awards to Social Enterprise Greenhouse and One Neighborhood Builders will support access to capital; and the award to DESIGNxRI will support technical assistance. In response to a question by Mr.

Wadensten, Ms. Fairchild responded that an applicant can receive more than one award. Mr. Chenevert questioned how proposers were assessed, and Ms. Fairchild described the rubric used for evaluations.

Upon motion duly made by Dr. Dann-Messier and seconded by Mr. Nee, the following vote was adopted:

VOTED: To approve Network Matching Grants pursuant to the resolution submitted to the Board.

Voting in favor of the foregoing were: Elizabeth Catucci, David Chenevert, Dr. Brenda Dann-Messier, Michael McNally, George Nee, Michael Solomon, and Karl Wadensten.

Voting against the foregoing were: none.

A copy of the resolution is attached hereto as **Exhibit C**.

5. TO CONSIDER THE SELECTION OF INTERMEDIARIES FOR THE RI REBOUNDS VENTILATION INITIATIVE.

Patrick Duffy explained that before the Board for approval was the selection of nine intermediaries for the RI Rebounds Ventilation Initiative (“Ventilation Initiative”). He stated that the Board approved the Ventilation Initiative in January 2022 to help businesses recover from the pandemic to improve indoor air quality. He indicated that the intermediaries will be responsible for reviewing and awarding applications. Mr. Duffy recounted that the Corporation issued a request for proposals in December 2022 and received thirteen responses, nine of which are being recommended for funding. He noted that the funding is reimbursement based; therefore, no funding is immediately due.

In response to a question from Mr. McNally, Mr. Duffy stated that the delay in starting the program was a result of staff turnover, Pandemic Recovery Office approvals, and an initial undersubscription. He also indicated that if the funding is not fully utilized, it can be used in the Take it Outside Program. Mr. Nee inquired about the anticipated timeline, and Mr. Duffy responded that subaward agreements will be entered into promptly after Board approval. At that time, he stated, an application timeline will be established. He anticipated that the application period would begin in February. In response to a question by Mr. Chenevert, Mr. Duffy indicated that the maximum grant is \$10,000.

Upon motion duly made by Mr. Nee and seconded by Mr. Wadensten, the following vote was adopted:

VOTED: To approve the selection of intermediaries for the RI Rebounds Ventilation Initiative pursuant to the resolution submitted to the Board.

Voting in favor of the foregoing were: David Chenevert, Dr. Brenda Dann-Messier, Michael McNally, George Nee, and Karl Wadensten.

Voting against the foregoing were: none.

Mr. Solomon and Ms. Catucci recused from participating in this agenda item.

A copy of the resolution is attached hereto as **Exhibit D**.

6. **TO RECEIVE AN UPDATE ON THE RI REBOUNDS PROGRAM.**

Ms. Fairchild presented to the Board the PowerPoint presentation attached hereto as **Exhibit E**. Ms. Tanner commended the Corporation's staff on implementing the programs in the presentation.

7. **TO ESTABLISH AN SSBCI FUNDING PROGRAM.**

William Ash, the Corporation's interim President and COO, recounted that, in 2010, the State Small Business Credit Initiative was created to incentive lenders to enter into lending transactions. He stated that, at that time, the State received \$13 million, almost all of which is now deployed. Then, he stated, the American Rescue Plan Act of 2021 amended the Small Business Jobs Act of 2010 to reauthorize the SSBCI and provide \$10 billion to states to provide access to capital for job-creating opportunities as a response to the economic effects of the COVID-19 pandemic. During that allocation, the State allocated an SSBCI award of \$61,726,320, which has been allocated as follows:

- Capital Access Program ("CAP") Allocation \$3,000,000
- Venture Capital Program ("VCP") Allocation \$31,500,000
- Loan Participation Program ("LPP") Allocation \$26,880,000
- \$346,320 balance of funds to be used for RI Commerce to oversee the program

Mr. Ash indicated that the Corporation is in the process of drafting a memorandum of understanding with the Department of Administration and other funding partners for the funds, which will be distributed in three tranches. Mr. Chenevert questioned whether there were federal guidelines that needed to be followed, and Mr. Ash responded that Treasury has issued—and continues to issue—guidance on how the capital is to be deployed. He indicated that a borrower will only receive funding once all information is received and uploaded to Treasury.

Upon motion duly made by Mr. McNally and seconded by Mr. Nee, the following vote was adopted:

VOTED: To approve an SSBCI funding program pursuant to the resolution submitted to the Board.

Voting in favor of the foregoing were: Elizabeth Catucci, David Chenevert, Dr. Brenda Dann-Messier, Michael McNally, George Nee, Michael Solomon, and Karl Wadensten

Voting against the foregoing were: none.

A copy of the resolution is attached hereto as **Exhibit F**.

8. TO CONSIDER FOR APPROVAL INNOVATION VOUCHERS.

Ms. Fairchild indicated that the staff is recommending to award approximately \$250,000 in Innovation Vouchers, and, if approved, approximately \$250,000 will remain for Voucher and NMG awards. She described Avocet, LLC, the first company recommended for a \$50,000 award, who is seeking to work with Brown University ("Brown") to test the effects of split winglets on wind turbines in Brown's wind tunnel. She explained that the second company, XMarks Labs, LLC, is recommended for a \$49,934 award to finalize prototyping of a multifaceted sensor system that can monitor energy efficiency and comfort of commercial buildings by analyzing light, airflow, temperature, and other things. Ms. Fairchild stated that the third company, Flux Marine, Ltd., is recommended for a \$50,000 manufacturing voucher to support manufacturing of electric outboard motors for boats less than twenty-four feet long. She also recommended that A-Team Coastal, LLC (d/b/a Rhody Wild Sea Gardens) be awarded a \$50,000 manufacturing Voucher to work with the University of Rhode Island to investigate the usage of sugar kelp to create sustainable animal feed. Lastly, she recommended that Fulford Manufacturing Company receive a \$50,000 manufacturing award to further its development of components for electric motors.

Upon motion duly made by Mr. Nee and seconded by Mr. Chenevert, the following vote was adopted:

VOTED: To approve Innovation Vouchers pursuant to the resolution submitted to the Board.

Voting in favor of the foregoing were: Elizabeth Catucci, David Chenevert, Dr. Brenda Dann-Messier, Michael McNally, George Nee, Michael Solomon, and Karl Wadensten

Voting against the foregoing were: none.

A copy of the resolution is attached hereto as **Exhibit G**.

There being no further business in Public Session, the meeting was adjourned by unanimous consent at 6:14 p.m. upon motion made by Mr. Chenevert and seconded by Dr. Dann-Messier.

Christopher J. Fragomeni, Secretary

JANUARY 30, 2023 PUBLIC SESSION MEETING MINUTES

EXHIBIT A

RHODE ISLAND COMMERCE CORPORATION
PUBLIC NOTICE OF MEETING

A meeting of the Board of Directors of the Rhode Island Commerce Corporation (“Corporation”) will be held on **January 30, 2023** beginning at **5:00 p.m.** at the offices of the Corporation, 315 Iron Horse Way, #101, Providence, RI 02908. The meeting will be held for the following purposes:

1. To consider for approval meeting minutes.
2. To consider the selection of a consultant relative to a long-term economic development strategy and Comprehensive Economic Development Strategy.*
3. To consider for approval Network Matching Grants.*
4. To consider the selection of intermediaries for the RI Rebounds Ventilation Initiative.
5. To receive an update on the RI Rebounds program.
6. To establish an SSBCI funding program.*
7. To consider for approval Innovation Vouchers (see Exhibit 1, which follows, for additional detail).*
8. To consider the utilization of the Corporation’s incentive programs for the investment of public funds.*

*Board members may convene in Executive Session pursuant to R.I. Gen. Laws § 42-46-5(a)(7) to consider the investment of public funds in regards to this Agenda item.

This notice shall be posted at the office of the Corporation, at the State House, and by electronic filing with the Secretary of State’s Office.

Savage Law Partners, LLP,
Counsel to the Corporation

The location is accessible to the handicapped. Those requiring interpreter services for the hearing impaired must notify the Rhode Island Commerce Corporation at 278-9100 forty-eight (48) hours in advance of the meeting. Also, for the hearing impaired, assisted listening devices are available onsite, without notice, at this location.

Dated: January 26, 2023.

EXHIBIT 1

Agenda item 7:

<u>Recipient</u>	<u>Amount</u>
Flux Marine, Ltd.	\$50,000
Avocet, LLC	\$50,000
XMark Labs, LLC	\$49,934
A-Team Coastal, LLC	\$50,000
(d/b/a Rhody Wild Sea Gardens)	
Fulford Manufacturing Company	\$50,000

JANUARY 30, 2023 PUBLIC SESSION MEETING MINUTES

EXHIBIT B

**RESOLUTION OF THE BOARD OF DIRECTORS OF
THE RHODE ISLAND COMMERCE CORPORATION**

January 30, 2023

**(With Respect to the Selection of a Consultant Relative to a Long-Term Economic
Development Strategy and Comprehensive Economic Development Strategy)**

WHEREAS, the Rhode Island Commerce Corporation (“Corporation”) must submit a long-term economic development policy (“Policy”) to the General Assembly pursuant to R.I. Gen. Laws § 42-64.17-1;

WHEREAS, in order to be eligible for grants from the United States Economic Development Administration (“EDA”), the State must complete and submit a Comprehensive Economic Development Strategy (“CEDS”);

WHEREAS, the Corporation has issued a request for proposals (“RFP”) to retain a consultant to support the development of the Policy and CEDS (the “Services”); and

WHEREAS, the Corporation’s staff has reviewed and evaluated the responses to the RFP and has made a recommendation to the Corporation’s Board of Directors (“Board”) to engage Camoin Associates, Inc. (“Vendor”) to perform the Services.

NOW, THEREFORE, be it resolved by the Corporation as follows:

Section 1: Any of the Chairperson, Vice Chairperson, Secretary of Commerce, President and COO, Chief Financial Officer and/or Chief Marketing Officer (collectively, “Authorized Officers”), acting singly, shall have the authority to negotiate and execute any and all documents in connection with the retention of Vendor to provide the Services for an amount not to exceed \$350,000, plus out of pocket costs and expenses in the discretion of the Authorized Officers.

Section 2: This resolution shall take effect upon passage.

JANUARY 30, 2023 PUBLIC SESSION MEETING MINUTES

EXHIBIT C

RHODE ISLAND COMMERCE CORPORATION
RESOLUTION AUTHORIZING THE ISSUANCE OF
INNOVATION NETWORK MATCHING GRANTS
UNDER THE INNOVATION INITIATIVE ACT

January 30, 2023

WHEREAS: The Rhode Island Commerce Corporation (the “Corporation”) was created and exists as a public corporation, governmental agency and public instrumentality of the State of Rhode Island and Providence Plantations (the “State”) under Chapter 64 of Title 42 of the General Laws of Rhode Island, as amended (the “Act”); and

WHEREAS: Chapter 64.28 of Title 44 of the General Laws of Rhode Island (the “Innovation Act”), as amended, authorizes the Corporation to award Innovation Network Matching Grants (“Grants”) as set forth in the Rules (defined below); and

WHEREAS: The Corporation promulgated rules and regulations (the “Rules”) governing the program established by the Innovation Act. Capitalized terms used herein but not defined shall have the meaning as set forth in the Rules; and

WHEREAS: The Corporation received applications from each company identified on Exhibit 1 annexed hereto (the “Recipients”) for an award of a Grant; and

WHEREAS: The Board of Directors of the Corporation (the “Board”) received a presentation detailing the Grant proposed to be granted to Recipient together with a recommendation from the staff of the Corporation to approve the award of the Grants to the Recipients in accordance with the Innovation Act and the Rules.

NOW, THEREFORE, acting by and through its Board, the Corporation hereby resolves as follows:

RESOLVED:

1. To accomplish the purposes of the Act and the Innovation Act, the Corporation approves the award of a Grant to each Recipient in the amounts set forth in Exhibit 1 and determines that the awards are granted in compliance with the Grant Application Review and Evaluation Principles adopted by the Corporation.
2. The authorization provided herein is subject to the following conditions:
 - a. The execution of a Grant Agreement between the Corporation and the Recipient meeting the requirements of the Innovation Act and the Rules in such form as one of the Authorized Officers (hereinafter defined) shall deem appropriate in the sole discretion of such Officer;

- b. Verification by the Corporation of compliance with the Eligibility Requirements of the Rules prior to issuance of the Grant; and
 - c. Such additional conditions as any of the Authorized Officers (defined below), acting singly, shall deem appropriate in the sole discretion of such Officer.
3. The Authorized Officers of the Corporation for purposes of this Resolution are the Chair, the Vice Chair, the Secretary of Commerce, the President & COO, the Chief Financial Officer or the Innovation Director (the "Authorized Officers"). Any one of the Authorized Officers of the Corporation, acting singly, is hereby authorized to execute, acknowledge and deliver and/or cause to be executed, acknowledged or delivered any documents necessary or appropriate to consummate the transactions authorized herein with such changes, insertions, additions, alterations and omissions as may be approved by any such Authorized Officers, and execution thereof by any of the Authorized Officers shall be conclusive as to the authority of such Authorized Officers to act on behalf of the Corporation. The Authorized Officers of the Corporation shall have no obligation to take any action with respect to the authorization granted hereunder and the Corporation shall in no way be obligated in any manner to the Recipient by virtue of having adopted this Resolution. The Secretary or the Assistant Secretary of the Corporation, and each, acting singly, is hereby authorized to affix a seal of the Corporation on any of the documents authorized herein and to attest to the same.
4. All covenants, stipulations, and obligations and agreements of the Corporation contained in this Resolution and the documents authorized herein shall be deemed to be covenants, stipulations, obligations and agreements of the Corporation to the full extent authorized and permitted by law and such covenants, stipulations, obligations and agreements shall be binding upon any board or party to which any powers and duties affecting such covenants, stipulations, obligations and agreements shall be transferred by and in accordance with the law. Except as otherwise provided in this Resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Corporation or the members thereof, by the provisions of this Resolution and the documents authorized herein shall be exercised and performed by the Corporation, or by such members, officers, board or body as may be required by law to exercise such powers and perform such duties.
5. From and after the execution and delivery of the documents hereinabove authorized, any one of the Authorized Officers, acting singly, are hereby authorized, empowered and directed to do any and all such acts and things and to execute and deliver any and all such documents, including, but not limited to, any and all amendments to the documents, certificates, instruments and agreements hereinabove authorized, as may be necessary or convenient in connection with the transaction authorized herein.
6. All acts of the Authorized Officers which are in conformity with the purposes and intents of this Resolution and the execution, delivery and approval and performance of such documents authorized hereby and all prior actions taken in connection herewith are, ratified, approved and confirmed.

EXHIBIT 1

<u>Applicant</u>	<u>Amount</u>
Town Made, LLC	\$60,000
Hope & Main	\$60,000
Social Enterprise Greenhouse	\$100,000
Olneyville Housing Corporation (d/b/a ONE Neighborhood Builders)	\$98,125
DESIGNxRI	\$75,000

JANUARY 30, 2023 PUBLIC SESSION MEETING MINUTES

EXHIBIT D

**RESOLUTION OF THE BOARD OF DIRECTORS OF
THE RHODE ISLAND COMMERCE CORPORATION**

January 30, 2023

(With Respect to the Selection of Intermediaries for the RI Rebounds Ventilation Initiative)

WHEREAS, the Board of Directors (“Board”) of the Rhode Island Commerce Corporation (“Corporation”) previously approve the RI Rebounds Program;

WHEREAS, the RI Rebounds Program includes public health upgrades and outdoor programming, inclusive of the selection of intermediaries to purchase, obtain, deliver, install, or otherwise enabling the use of HEPA/MERV filters or other HVAC/ventilation equipment for the purpose of increasing the supply of outdoor air in buildings (“Ventilation Initiative”);

WHEREAS, the Corporation issued a request for proposals (“RFP”) for intermediaries to support the Ventilation Initiative, and the Corporation’s staff has reviewed and evaluated the responses to the RFP; and

WHEREAS, the Board has received a recommendation from the Corporation’s staff to engage the below-identified vendors to support the Ventilation Initiative.

NOW, THEREFORE, be it resolved by the Corporation as follows:

Section 1: Any of the Chairperson, Vice Chairperson, Secretary of Commerce, President and COO, Chief Financial Officer and/or Chief Marketing Officer (collectively, “Authorized Officers”), acting singly, shall have the authority to negotiate and execute any and all documents in connection with the retention of the following vendors, in amounts not to exceed the amounts below, to provide support or otherwise carry out the Ventilation Initiative:

Proposed Intermediary	Proposed Subaward Amount
Federal Hill Commerce Association	\$275,000
Northern Rhode Island Chamber of Commerce	\$165,000
North Kingstown Chamber of Commerce	\$180,000
City of Pawtucket	\$100,000
City of East Providence	\$300,000
Greater Newport Chamber of Commerce	\$100,000
RISE Engineering	\$300,000
Rhode Island Small Business Coalition	\$475,000
Rhode Island Hospitality Association	\$110,000
Total	\$2,005,000

Section 2: This resolution shall take effect upon passage.

JANUARY 30, 2023 PUBLIC SESSION MEETING MINUTES

EXHIBIT E

Rhode Island Commerce
RI Rebounds Programs
January 30, 2023 Board Update



Small Business Direct Grant (SBDG) Program Overview

Program Details

- The SBDG Program provided grants of \$2,500 or \$5,000 to eligible small businesses.

Total Programmatic Funds	Grants Awarded	Funds Expended	Remaining funds to be expended	Estimated Underspend	W/MBE Participation Rate
\$12,500,000	2,489	\$11,600,000*	\$890,000	\$0	60.06%

Plan for remaining funds

- Grant agreement amendments, as approved by Board in Dec, are being finalized for remaining funds to be expended in Feb.

*\$11,600,000 = \$11,437,500 (to businesses) + \$171,562.50 (check processing fees)