

The Seven hundred and sixty-ninth meeting of the Worcester Regional Airport Commission was held on Monday, July 14, 2008 at 6:30 PM in the Conference Room of the Worcester Regional Airport Terminal Building.

Members present were: Chairman James Delehaunty, Commissioners Joe Zwirblia, Eric Nierenberg, Tom Reynolds and Patsy SantaMaria.

Also present were: Mr. Richard Annis, PremaTech, Ms. Ellen Costello, PremaTech, Mr. Sheldon Katz, Worcester Commercial Properties, Mr. Nelson Ezen, Attorney, Mr. J. Stephen O'Coin, 239 Mill St. Realty Trust, Mr. Don Mancini, Kelleher & Sadowsky, Mr. Eric Waldron, Airport Director and Mr. Philip Niddrie, Airport Liaison.

Chairman Delehaunty opened the meeting at 6:31 p.m.

1. Approval of minutes of the Monday June 9, 2008 meeting -

Commissioner SantaMaria moved, seconded by Commissioner Zwirblia, to approve the minutes of the June 9, 2008 meeting. **All in favor - So Voted.**

6. New Business – Out of Order

The Commissioners were sent a briefing regarding a series of transactions relating to an Airport Industrial Park property, 160 Goddard Drive, complete with a series of motions that were prepared by the City of Worcester Law Department. The property is presently leased by 239 Mill St Realty Trust, the building on the land is owned by that same Trust. It is to be leased to Goddard Memorial Ltd. Partnership, which will then sublease portions of the building to PremaTech and Lavigne Press, both current tenants/subtenant's at other properties in the Airport Industrial Park who require additional space for their operations.

Ms. Ellen Costello of PremaTech gave a brief summary of the company's operation and Worcester. The company manufactures and machines advanced ceramics and semi conductors for the government and security work. The company has been in business for 4 1/2 years and has 45 employees. Over the next several years, they expect to add another 5-7 employees to their business.

After a brief discussion concerning the series of transactions and the summary of PremaTech's operations, the Commission acted as follows:

Assignment of Airport Industrial Park Lease from 239 Mill Street Realty, LLC to Goddard Memorial, Limited Partnership -

Commissioner SantaMaria moved, seconded by Commissioner Zwirblia, the following motion:
City of Worcester

Worcester Regional Airport Commission

VOTED that the Worcester Regional Airport Commission hereby approves and recommends that the City Manager approve the assignment of the Airport Industrial Park Lease regarding property located at 160 Goddard Memorial Drive, Worcester, from 239 Mill Street Realty LLC to Goddard Memorial, Limited Partnership, subject to the conditions set forth below;

WHEREAS, said Lease, dated November 1, 1987, was originally between the City of Worcester and the Commission, as Lessor, and Leon Realty, Inc., as Lessee;

WHEREAS the leasehold interest was assigned on June 29, 2000, to Raymond A. Leroux, Trustee of Cardinal Realty Trust;

WHEREAS the leasehold interest was again assigned on September 11, 2003 to 239 Mill Street Realty LLC, the Current Ground Lessee;

WHEREAS, 239 Mill Street Realty LLC has informed the Commission that it wishes to assign its leasehold interest to Goddard Memorial, Limited Partnership, a Pennsylvania Limited Partnership with a principal place of business at 74 Raphael Drive, Irwin, PA 15642;

NOW THEREFORE, the Commission's approval and recommendation to the City Manager to approve the assignment is subject to the following conditions;

1. Submittal by Goddard Memorial, Limited Partnership of an insurance certificate evidencing insurance in compliance with the Ground Lease requirements, as set forth in sections seven and eight,
2. The assignment shall not alter the Ground Lease terms and conditions shall remain in full force and effect.

AND BE IT FURTHER VOTED that the Worcester Regional Airport Commission hereby authorizes its chair to execute a consent form or such other document as may be related to this approval so long as any such form or document is approved as to form by the city solicitor or an assistant city solicitor. **All in favor, So Voted.**

Consent to the sublease from Goddard Memorial, Ltd. Partnership to PremaTech, LLC -

Commissioner SantaMaria moved, seconded by Commissioner Zwirblia, the following motion:

City of Worcester

Worcester Regional Airport Commission

VOTED that the Worcester Regional Airport Commission hereby consents and recommends that the City Manager consent to the sublease of the Airport Industrial Park Lease from Goddard Memorial, Limited Partnership to PremaTech, LLC a Delaware Limited Liability Corporation with a principal address of 1151 Garden Street, Greensburg-Hempfield Business Park, Greensburg, PA, 15601 and a local address of 2 Coppage Drive, Worcester, MA 01603, subject to the following:

- (1) the Ground Lessor's final approval of the assignment from 239 Mill Street Realty, LLC, to Goddard Memorial, Limited Partnership,
- (2) the submittal by Goddard Memorial, Limited Partnership to the Ground Lessor an executed copy of the Sublease between it and PremaTech, LLC, and

(3) that said Sublease is in a form satisfactory to the City.

Said consent is further conditioned that the Sublease shall be subject to all terms and requirements of the Ground Lease, including but not limited to Goddard Memorial, Limited Partnership's guarantee to the Ground Lessor that PremaTech, LLC shall fully comply with said Ground Lease.

AND BE IT FURTHER VOTED that the Worcester Regional Airport Commission hereby authorizes its chair to execute a consent form or such other document as may be related to this approval so long as said conditions are satisfied and any such form or document is approved as to form by the city solicitor or an assistant city solicitor. **All in favor, So Voted.**

Consent to sublease from Goddard Memorial, Ltd. Partnership to Lavigne Inc. -

Commissioner SantaMaria moved, seconded by Commissioner Zwirblia, the following motion:

City of Worcester

Worcester Regional Airport Commission

VOTED that the Worcester Regional Airport Commission hereby consents and recommends that the City Manager consent to the sublease of the Airport Industrial Park Lease from Goddard Memorial, Limited Partnership to Lavigne Inc. a Massachusetts corporation with a principal address of 10 Coppage Drive, Worcester, MA 01603, subject to the following:

- (1) the Ground Lessor's final approval of the assignment from 239 Mill Street Realty, LLC, to Goddard Memorial, Limited Partnership,
- (2) the submittal by Goddard Memorial, Limited Partnership to the Ground Lessor an executed copy of the Sublease between it and Lavigne, Inc., and
- (3) that said Sublease is in a form satisfactory to the City.

Said consent is further conditioned that the Sublease shall be subject to all terms and requirements of the Ground Lease, including but not limited to Goddard Memorial, Limited Partnership's guarantee to the Ground Lessor that Lavigne, Inc. shall fully comply with said Ground Lease.

AND BE IT FURTHER VOTED that the Worcester Regional Airport Commission hereby authorizes its chair to execute a consent form or such other document as may be related to this approval so long as said conditions are satisfied and any such form or document is approved as to form by the city solicitor or an assistant city solicitor. **All in favor, So Voted.**

Consent to issuance of an Estoppel Certificate -

Commissioner SantaMaria moved, seconded by Commissioner Zwirblia, the following motion:

City of Worcester

Worcester Regional Airport Commission

VOTED that the Worcester Regional Airport Commission hereby consents and recommends that the City Manager consent to the issuance of an Estoppel Certificate, as requested by Goddard Memorial, Limited Partnership and PremaTech, LLC favoring TD Bank, N.A. located at 370 Main Street, Worcester, MA 01608 regarding the Airport Industrial Park Lease dated November 1, 1987, concerning property located at 160 Goddard Memorial Drive, Worcester, MA 01608, subject to the following:

- (1) the Ground Lessor's final approval of the assignment from 239 Mill Street Realty, LLC, to Goddard Memorial, Limited Partnership,
- (2) the Ground Lessor's final consent to the sublease by Goddard Memorial, Limited Partnership to Lavigne Inc.,
- (3) the submittal by Goddard Memorial, Limited Partnership to the Ground Lessor evidence of insurance as required by the Ground Lease.

AND BE IT FURTHER VOTED that the Worcester Regional Airport Commission hereby authorizes its chair to execute a certificate form or such other document as may be related to this issuance so long as said conditions are satisfied and any such form or document is approved as to form by the city solicitor or an assistant city solicitor. **All in favor, So Voted.**

2. Report of the Commission Chairman –

Chairman Delehaunty advised that Tim DeSantis, current Vice Chair of the Commission has recently taken a new job that requires them to be out of town on a daily basis, and so he has declined to be reappointed to the Airport Commission at the end of his term, July 31, 2008. The Chairman indicated that this would leave the Commission without a Vice Chair, and he reviewed several options to deal with that issue. He indicated that a more thorough review of the matter would occur later in the meeting.

3. Commissioner's Reports

- **Marketing – No Report**
- **Aviation - No Report**
- **Master Plan** – Copies of the Master Plan Executive Summary were handed out to the Members at the Meeting and the Chair pointed out that the plan is available on the City Web site. He indicated that he will ask for a review of a plan by the Massport project team and possibly the Consultant, and when the City Administration is ready, to invite them to a Commission Meeting to discuss a plan and its recommendations, possibly in September or October.

4. Reports of the Airport Director

- **Flight School Update-** Emerson Aviation has now a License Agreement for their operation at ORH, so they are open for business. Norwood Flight Center has seen a downturn in their business at Norwood attribute to the economy and especially to the price of oil and aviation fuel; their business at Worcester has not materialized as they had hoped, so they are evaluating their options.
- **EMAS and Runway 11-AIP Grant Update** – Pre-construction meetings on both of these projects are scheduled for this coming Friday. The projects are expected to start in mid-August, and should be completed in approximately 10 weeks. On Friday, we will also

hold the pre-design meeting for the Runway 11 EMAS project, scheduled for next year's construction season.

- **Airport Journals/Porsche event** – This invitation only event was held on June 19, and a number of current and past Commission Members attended. There were over 600 attendees who reviewed static displays of 18-20 corporate type aircraft and 11 Porsche automobiles. A number of aircraft were sold as result of the event along with some Porsche automobiles.
- **Airport Operations, 2008-year-to-date** – Total aircraft operations through June 30, 2008 are 22,949, down 9,559 operations from the same period 2007. Reasons for the decline, which mirrors a similar decrease in traffic across the nation, include loss of Amity flight school, delay in starting up of the new flight schools, the price of aviation fuel, the overall economy and the weather.

5. Old Business –

Commissioner Zwirblia gave a brief summary of the report done by National Grid on possible energy savings for the terminal building. The Chair indicated that we will mail copies to the members and have a more thorough review of the report findings at a later meeting.

At this point in the meeting, Chairman Delehaunty raised the question of filling the unexpired term of the Vice Chairman occasioned by Commissioner DeSantis's decision not to be reappointed to the Commission. There was discussion about alternatives to filling the Vice Chair position. Commissioner SantaMaria moved, seconded by Commissioner Nierenberg, that Commissioner Zwirblia become Vice-Chair of the Commission to fill out the unexpired term of Commissioner DeSantis who has declined to be reappointed to the Commission. **All in favor, So Voted.**

The next meeting date is scheduled for August 11, 2008.

7. Adjournment

Commissioner Reynolds moved, seconded by Commissioner SantaMaria, to adjourn the meeting. **All in favor - So Voted.**

The meeting was adjourned at 7:30 p.m.

Eric N. Waldron, A.A.E., ACE
Airport Director and
Clerk of the Commission