

**Time:** 8:00 a.m.

**Place:** 55 International Drive, Pease International Tradeport  
Portsmouth, New Hampshire

**AGENDA**

- I. Call to Order
- II. Acceptance of Minutes: September 18, 2014\*
- III. Public Comment
- IV. Old Business
- V. Audit Committee Report\* (Bohenko)
  - A. Reports
    - 1. SAS Responsibility\*\*
    - 2. Management Letter\*\*
  - B. Approvals
    - 1. Certified Financial Statements and A-133 Audit\* (Preston)
- VI. Finance Reports
  - A. Reports
    - 1. Operating Results for Two Month Period Ending August 31, 2014\*
    - 2. Nine Month Cash Flow Projections to June 30, 2015\*
- VII. Leases
  - A. Reports
    - 1. Pioneer Aviation, LLC\*
    - 2. Pioneer New Hampshire, LLC\*
    - 3. Shaines & McEachern Company Portsmouth, LLC\*
- VIII. Contracts/Agreements
  - A. Reports\*
    - 1. Riverside & Pickering Marine Contractors – Portsmouth Fish Pier
    - 2. Jacobs Engineering Group, Inc. – Skyhaven Airport
    - 3. Pease Golf Course – Simulators Refit
- IX. Executive Director's Reports/Approvals
  - A. Reports
    - 1. Golf Course
    - 2. Airport Operations
      - a. Skyhaven Airport (DAW)
      - b. Portsmouth International Airport at Pease (PSM)



- (1) Approvals
  - (a) Allegiant Air, Inc. – Lease Amendment\* (Allard)
- c. Noise Line Report\*

- B. Approvals
  - 1. Bills for Legal Services\* (Torr)

X. Division of Ports and Harbors

- A. Division Director's Report
  - 1. Port Advisory Council
  - 2. Commercial Mooring Transfer\*
- B. Ratification and Approval
  - 1. International Salt Company, LLC - Assignment\* (Loughlin)
- C. Approvals
  - 1. NH Community Seafood Association – ROE\* (Bohenko)
  - 2. XI and XII Northeast Fishery Sector – ROE\* (Lamson)
  - 3. Foreign Trade Zone Authority – Boundary Modification\* (Allard)
  - 4. Appledore Marine Engineering – Condition Survey\* (Torr)
  - 5. Bills for Legal Services\* (Preston)

XI. New Business

- |                         |                   |         |
|-------------------------|-------------------|---------|
| XII. Upcoming Meetings: | Finance Committee | Nov. 17 |
|                         | Board Meeting     | Nov. 20 |

All meetings begin at 8 a.m. unless otherwise posted

XIII. Adjournment

XIV. Press Questions

- \* Related Materials Attached
- \*\* Related Materials Previously Sent
- \*\*\* Related Materials will be provided under separate cover
- + Materials to be distributed at Board Meeting
- Confidential Materials



**PEASE DEVELOPMENT AUTHORITY  
BOARD OF DIRECTORS MEETING  
MINUTES**

**Thursday, September 18, 2014**

Presiding: Arthur H. Nickless, Jr., Chairman  
Present: Robert A. Allard, Treasurer; John P. Bohenko; Margaret F. Lamson; Peter J. Loughlin, Vice Chairman; Robert F. Preston and Franklin G. Torr  
Attending: David R. Mullen, PDA Executive Director; Lynn Marie Hinchee, PDA General Counsel; PDA staff members; members of the public and press.

**I. Call to Order**

Chairman Nickless called the meeting to order at 8:02 a.m. in the Board conference room, 55 International Drive, Pease International Tradeport, Portsmouth, New Hampshire.

**II. Acceptance of Board Meeting Minutes: August 21, 2014**

Director Lamson moved and Director Allard seconded that **The Pease Development Authority Board of Directors hereby accept the Minutes of the August 21, 2014 Board meeting.** Discussion: None. Disposition: Resolved by unanimous roll call vote; motion carried.

**III. Public Comment**

Robert Hasshold, Portsmouth, NH, made comments regarding operations at the Market Street Terminal ("Terminal") including: opportunities to transform the Terminal with the removal of the scrap metal operations; the need to look into other business options; maximizing movement of people and goods over Terminal with less adverse effects on the environment; making the Port the "crown jewel" of New Hampshire and gateway to City; consideration of leasing three acres to the City for two years for parking; Board's authority to determine use of Terminal; monitoring salt piles; and request that the salt piles are not relocated.

Chairman Nickless reported that the space currently being used by Grimmel Industries ("Grimmel") will be used by ME Department of Transportation ("MEDOT") as a laydown area for the construction of the Sarah Long Bridge and confirmed that the salt pile will not be relocated to the Grimmel space.

Tom Carroll, Portsmouth, NH, made comments regarding the Terminal including: good management practices; oversight by the Board and its responsibilities for Terminal operations; the Board's vote on 5/15/14 regarding the termination of the Grimmel contract; Grimmel's plan to remove scrap metal; and the Board's obligations. Mr. Carroll reviewed a Right to Know request that he presented to the Board at this meeting.

Lynn Hinchee, PDA General Counsel, reported that she had previously advised Mr. Carroll that Grimmel had not provided a written plan regarding its exit strategy plan. PDA's response to the Right to Know request would be that the materials requested, if in existence, can be found in the Board Minutes or would be deemed "attorney client privileged." Mr. Carroll told the Board that he felt he has not received what he has previously requested. Chairman Nickless reviewed the actions taken by the Board and staff regarding the Grimmel contract. Grimmel has provided a verbal exit strategy plan. The Board has voted that Grimmel will vacate the premises and the laydown area will be used by MEDOT as a laydown area for the Long bridge replacement project. Chairman Nickless reviewed the public comment and discussion that took place at the August 21, 2014 Board meeting and stated that it is the public's right to express their opinions at Board meetings. Chairman Nickless reported that the Board voted to terminate the Grimmel contract and it would be a separate issue if Grimmel wants to pursue future operations at the Terminal. The current Grimmel contract will terminate on December 31, 2014. The Board voted to allow PDA to work with the City to determine if there will be any vacant areas at the Terminal that could be used for parking on a temporary basis.



Mr. Carroll and Mr. Hasshold expressed their concerns that the scrap operations are not winding down. Chairman Nickless and Geno Marconi, Division Director, reviewed the plans for Grimmel to remove the scrap metal beginning in October, 2014 and to make repairs to the facility as required. Mr. Carroll withdrew his Right to Know request. Joel Carp, Portsmouth, NH, made comments regarding: operations at the Terminal; PDA's quandary to replace the revenue provided by the Grimmel operations; the ongoing efforts to find other businesses to operate at the Terminal. Mr. Carp offered the information and resources he compiled regarding potential business opportunities to the Board in a cooperative effort to keep the Port working. Chairman Nickless thanked the public for its input.

#### **IV. Old Business**

There was no old business brought before the Board.

#### **V. Finance Report**

##### **1. Operating Results for One Month Period Ending July 31, 2014**

Irving Canner, Director of Finance reported that the field work for the FY 2014 audit is finished. The certified reports will be presented to the Audit Committee in October for review. The certified reports need to be filed with the State of New Hampshire by October 31, 2014.

Mr. Canner reported on the status of PDA FY 2015 finances for the one month period ending July 31, 2014. No trends have been established as it is the first month of FY 2015 and some FY 2014 expenses are still in process. Operating revenues are below budget by approximately 4.1%. Mr. Canner reviewed where some variances in revenues have occurred including: Golf Course fee revenues, concession revenues, and fueling at Hampton Harbor. As of July 31<sup>st</sup>, PDA employed 145 people. The number of seasonal employees will reduce as the summer season winds down. In response to Director Lamson, Mr. Canner reviewed the Skyhaven Airport (DAW) operations, including the number of employees, PDA's costs to date for operations and capital improvements made at DAW.

Mr. Canner reviewed the Balance Sheet including: restricted cash balances; the net cash flow; capital improvement projects; grant reimbursements; management of funds for DPH facilities; debt repayment and the use of the Provident Bank revolving line of credit to manage PDA debt. In response to Director Allard, Mr. Canner reported that Grimmel has paid a monthly maintenance fee, (with a current balance of \$75,000) that is being held in escrow. Director Lamson asked about the electricity provider agreement that PDA had entered into. Mr. Canner reported that since locking in the KWH rate with an electricity supplier, PDA has realized a savings of approximately \$40,000 through August, 2014 even though consumption has gone up due to increased operations. Ongoing capital improvements projects in July included the multi-use path, which is near completion, and work on the airfields at Portsmouth International Airport at Pease ("PSM") and DAW.

The Business Units Analysis showed that enplanements at PSM have exceeded 30,000 while fuel sales at DAW have decreased since July 30, 2013. There are approximately 63 planes based at DAW. Revenues at the Golf Course have increased due to the opening of all 27 holes and revenues at Grill 28 continue to increase. Membership numbers have also increased. Sixty-eight percent of rounds of golf to date were played by non-members. Director Bohenko asked if the 2015 season will be in line with the 2012 season (the last season before renovations). Scott DeVito, PGA General Manager, expects rounds played to reach 51,000 in FY 2015 season. Mr. Canner reviewed the Division of Ports and Harbors' operations, including the unrestricted operations at Portsmouth, Rye Harbor and Hampton Harbor; and the restricted operations. Mr. Canner reviewed the status of the Revolving Loan Fund which currently has 26 loans outstanding totaling approximately \$912,000 and how the loan program may be affected by new fishing restrictions.





## 2. Nine Month Cash Flow Projections to May 31, 2015

Mr. Canner reviewed PDA cash flow projections for the nine month period ending May 31, 2015, including the unrestricted cash balances and the use of the revolving Line of Credit Facility over the nine month period. Capital expenditures for grant funded projects and non-grant funded projects will include the DAW runway project and the PSM mitigation construction. Mr. Canner reviewed the Consolidated Statement of Cash Flows, a new report that outlines PDA's cash flow.

## VI. Licenses/Easements/Rights of Way/Option

### A. Approvals

#### 1. Lonza Biologics, Inc. – 55 International Drive Parking Extension

Director Allard moved and Director Torr seconded that The Pease Development Board of Directors authorizes the Executive Director to execute License Agreement Amendment No. 3 with Lonza Biologics, Inc. for the use of a portion of the parking area adjacent to 55 International Drive. The License is hereby extended for a period of one (1) year from November 1, 2014 through October 31, 2015, subject to all other terms and conditions of the License, as amended, remaining in full force and effect; and on substantially the same terms and conditions set forth in the License Agreement Amendment No. 3 attached hereto. Discussion: None. Disposition: Resolved by unanimous vote; motion carried.

#### 2. Lonza Biologics, Inc. – Option Renewal

Director Lamson moved and Director Loughlin seconded that The Pease Development Authority Board of Directors authorizes the Executive Director to extend the option with Lonza Biologics for the premises located at 70-80 Corporate Drive, effective January 1, 2015, in six (6) month increments for a total period not to exceed three (3) years at an annual rate of \$50,000; and all on substantially the same terms and conditions set forth in the memorandum from Lynn Hinchee, General Counsel dated September 11, 2014 attached hereto. Discussion: None. Disposition: Resolved by unanimous vote; motion carried.

## VII. Leases

### A. Reports

In accordance with the "Delegation to Executive Director: Consent, Approval of Sub-sublease Agreements", David Mullen, Executive Director, reported on the following subleases:

#### 1. Castlerock, LLC – 130 International Drive

Castlerock, LLC entered into a sublease with Andover Healthcare, Inc. for 50,687 square feet at 130 International Drive for a base term of ten years with one 5 year option to extend the term. Director Loughlin approved the sublease. Discussion: Director Lamson confirmed that Castlerock LLC is the landlord of the building at 130 International Drive. Director Loughlin inquired about the number of manufacturing jobs that will be created. Mr. Mullen reported that the premises will be used for manufacturing and distribution.

#### 2. Pioneer New Hampshire, LLC – 110 Corporate Drive

Pioneer New Hampshire, LLC entered into a sublease with Centripetal Networks, Inc. for 4,760 square feet at 110 Corporate Drive for a base term of one year with four (4) 6 month options to extend the term. Director Loughlin approved the sublease.



### **3. Tower Hill Development, LLC – 183 International Drive**

Tower Hill Development, LLC entered into a sublease with High Liner Foods (USA) for 38,000 square feet at 183 International Drive for a base term of ten years with two 5 year options to extend the term. Director Loughlin approved the sublease. Discussion: Director Lamson confirmed that the facility will have demonstration kitchens, but no food production will be done at the facility.

#### **B. Approvals**

##### **1. Two International Group, LLC – Lease Amendment**

Director Loughlin moved and Director Preston seconded that **The Pease Development Authority Board of Directors approves of and authorizes the Executive Director to enter into Lease Amendment No. 2 with Two International Group, LLC (“TIG”) to extend the Lease term for up to an additional two 5 year option periods as required for TIG’s financing of the premises located at 2 International Drive; all in accordance with the memorandum of Lynn Hinchee, PDA General Counsel, dated August 27, 2014 attached hereto. Discussion: None. Disposition: Resolved by unanimous vote; motion carried.**

##### **2. COLOR – Lease Extension**

Director Preston moved and Director Torr seconded that **The Pease Development Authority Board of Directors hereby authorizes the Executive Director to enter into a one (1) year lease extension with Corporation for Laser Optics Research, Inc. (“COLOR”) for the continued use of the premises located at 47 Durham Street; all otherwise upon substantially similar terms and conditions as set forth in Lease Amendment No. 10 attached hereto. Discussion: Director Bohenko asked if PDA had entered into a marketing plan with COLOR in the past. Mr. Mullen will check on it and report back. Disposition: Resolved by unanimous vote; motion carried.**

### **VIII. Contracts/Agreements**

#### **A. Reports**

In accordance with Article 3.9.1.1 of the PDA Bylaws, Mr. Mullen reported that PDA entered into the following contract:

##### **1. Pease Golf Course Clubhouse – Patio Televisions**

PDA contracted with Starsound Music, Inc. for the purchase and installation of two weather outdoor televisions with Direct TV consoles. Chairman Nickless approved the expenditure of \$6,198.65.

##### **2. Pease Golf Course – Sunshade Attachment**

PDA contracted with Turf Products, Inc. for the purchase and shipping of a sunshade attachment for the 2014 Toro Fairway Mower. Chairman Nickless approved the expenditure of \$2,096.00.

##### **3. Pease Golf Course – Debris Blower**

PDA contracted with MTE, Inc. for the purchase and shipping of a Turfco TUR-Turbo 27 tow behind blower and accessories. Chairman Nickless approved the expenditure of \$6,859.30.

##### **4. PDA Airport Operations – Truck Accessories**

PDA contracted with Two-Way Equipment for the purchase and installation of radios and light bar accessories for the 2015 Chevrolet Silverado truck. Chairman Nickless approved the expenditure of \$5,395.12



Discussion: Chairman Nickless reviewed the process he follows when he reviews expenditure.

**B. Approvals**

**1. Tradebe Environmental Services, LLC – Oil Water Separator Cleaning**

Director Torr moved and Director Preston seconded that The Pease Development Authority Board of Directors hereby authorizes the Executive Director to expend funds in an estimated amount of \$17,414.00 for the cleaning of the oil water separators by Tradebe Environmental Services, LLC, PDA's on-call hazardous waste collector; all as otherwise set forth in the memorandum from Maria Stowell, P.E., Manager - Engineering, dated September 11, 2014 and attached hereto. Discussion: Ms. Stowell reviewed the drainage systems and locations of the oil water separators. Disposition: Resolved by unanimous vote; motion carried.

**2. Electricity Supplier**

Director Bohenko moved and Director Torr seconded that The Pease Development Authority Board of Directors authorizes the Executive Director to:

- a. terminate the current contract with Provider Power, LLC for the supply of electrical power;
- b. accept the proposal of Provider Power LCC to enter into a new agreement for the supply of electrical power for a 26 month period commencing September 25, 2014 through November 24, 2016 at the fixed price of \$0.0970 per kWh;

all in accordance with the memorandum of Irving Canner dated September 16, 2014 attached hereto.

In accordance with the provisions of RSA 12-G:8, VIII, the Board justifies the waiver of the RFP requirement for Provider Power LLC based on the following:

1. Electricity rates are expected to increase substantially by the end of the year;
2. The termination and renegotiation of the electricity supplier contract at this time will allow PDA to take advantage of lower existing rates and will potentially result in significant savings for PDA. Note: 5 Affirmative Votes required.

Discussion: Director Bohenko reviewed the current rate that PDA pays for electricity consumption and questioned if staff was comfortable with the new rate. Mr. Canner reviewed the process that the staff followed in making the decision to go forward with a new contract. The long term contract was done to lock in better rates in the long term. Director Bohenko reported that electricity rates in the Northeast are expected to double in the near future and that is it prudent to review the rates. Disposition: Resolved by unanimous roll call vote; motion carried.

**IX. Signs**

**A. Approvals**

**1. High Liner Foods (USA) – 183 International Drive**

Director Lamson moved and Director Loughlin seconded that The Pease Development Authority Board of Directors hereby approves of the proposed sign for High Liner Foods (USA) at 183



**International Drive; all in accordance with the memorandum of Maria J. Stowell, P.E., Manager - Engineering, dated September 11, 2014 and attached hereto. Discussion: None. Disposition: Resolved by unanimous vote; motion carried.**

**X. Executive Director's Reports/Approvals**

**A. Reports**

**1. Golf Course Operations**

Scott DeVito, PGA General Manager, reported on the activities at the Pease Golf Course. Twenty-two thousand rounds have been played in FY 2015. In response to Director Bohenko, Mr. DeVito confirmed that rounds played include function participants. Director Bohenko asked if Golf Course expects to do the same or better as it did in 2012 (the last season before the renovations). Mr. DeVito reported that the feedback has been good and reviewed the maintenance schedule for the course. The new drainage system is working very well. Mr. DeVito said he expects good numbers in 2015. Director Bohenko asked if staff keeps track of the weather and its effect on play. Mr. DeVito confirmed that rain dates and subsequent number of rounds played are tracked each season. In response to Director Allard, Mr. DeVito reported that 47 functions for groups of 40 or more were held this year and 900 tournament rounds will be held in September. Director Preston asked if the marketing program has helped with the increased number of events. Mr. DeVito reported that he believed that the product is good and people are pleased with the renovated facilities. Chairman Nickless felt that the golf course is a first-class facility. Mr. DeVito reported that the season pass drive, including "Pay Now, Play Now" and marketing for 2015 has begun.

**2. Airport Operations**

Bill Hopper, Airport Manager, reported on aviation activities.

**a) Skyhaven Airport ("DAW")**

Runway construction is ongoing. The runway should be opened by September 19<sup>th</sup> after a 15 day closure. New lights and new pavement have been installed.

**b) Portsmouth International Airport at Pease ("PSM")**

The mandatory triennial exercise for a mock disaster will be held on October 4, 2014. Enplanements including troop flights and Allegiant Airlines flights exceeded 30,000 as of August 31, 2014. Allegiant Airlines will resume operations on October 2, 2014.

**c) Noise Line Report**

Mr. Hopper reported that in August there were 126 telephone calls to the Noise Line, including 108 calls regarding helicopters and 18 regarding fixed wing operations. Twenty-one percent of the calls were from one person. As of September 15<sup>th</sup>, 30 calls were received, including 29 calls regarding helicopters with some calls regarding the helicopters used during Vice President Biden's visit. Director Allard asked if PDA will be involved in the hangar construction for the new KC-46A planes that will be based at Pease beginning in 2017. Mr. Hopper reported that the NH ANG will do the renovations and no information regarding the schedule has been given out. Director Bohenko reported that 100 new jobs are expected with the project and Pease is the first in the United States to receive the planes. Mr. Mullen reported that the hangars will be built on the NH ANG side and North Apron improvements will be made so that the Guard can access the North Apron. Director Preston commented on the number of complaints regarding the helicopters and asked if there is anything PDA can do to ensure that the helicopters are not flying at low altitudes. Mr. Hopper reported that staff is working





with Seacoast Helicopters and that they have been very cooperative. Chairman Nickless noted that he has observed increased helicopter operations on Labor Day, but did not see any red helicopters.

**B. Approvals**

**1. Annual Leave Accrual Policy**

Director Allard moved and Director Torr seconded that **The Pease Development Authority (“PDA”) Board of Directors hereby approves of and authorizes an amendment to PDA’s Employee Handbook regarding PDA’s vacation accrual policy; all as otherwise set forth in a memorandum from David R. Mullen, Executive Director, dated September 12, 2014 attached hereto.** Discussion: Mr. Mullen reported that due to the current policy of lump summing the allocation of vacation time for long term employees, some employees have not been able to take the time and have lost time. The new policy will allow employees to accrue vacation time with each pay period and will allow employees to take the vacation before the time is lost. The policy is in line with the State’s policy. Disposition: Resolved by unanimous vote; motion carried.

**2. Bills for Legal Services**

Director Preston moved and Director Allard seconded that **The Pease Development Authority Board of Directors authorizes the Executive Director to expend funds in the total amount of \$4,803.50 for legal services rendered to the Pease Development Authority by:**

<b>1.</b>	<b>Sheehan Phinney Bass + Green Through July 31, 2014</b>	<b>Total</b>	<b>\$4,803.50</b> =====
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Discussion: None. Disposition: Resolved by unanimous vote; motion carried.

**XI. Division of Ports and Harbors**

**A. Division Director’s Reports**

Geno Marconi, Division Director, reported he met with the Army Corps of Engineers Civil Review Board regarding the turning basin project. The Review Board voted to move the project to the next step which is to issue the project to the State of New Hampshire for its review.

Mr. Marconi reported that DPH staff is working on heavy weather planning with the US Coast Guard. Mr. Marconi met with the Capital Budget Overview Committee to request authorization for expenditures up to \$50,000 from the Pier Maintenance Fund. The various projects will be brought to the Board for approval and expenditures will be reported to the Committee. He also requested \$13,000 from the Committee for payment to the Army Corps of Engineers for the Hampton Harbor dredging project.

**1. Port Advisory Council**

Mr. Marconi reported that the Port Advisory Council on September 17, 2014. The Council met with representatives from the City including Mayor Lister and City Manager Bohenko. A discussion was held regarding the use of the Terminal that would assist the City in the future. Members of the public and the Council discussed mooring permit issues and the administrative rules. Director Allard questioned the condition of the roof on the warehouse building at the Terminal. Mr. Marconi reviewed the existing conditions, maintenance of the roof, and the potential expenditures to fix the roof. The consensus of the Board is that staff should get cost estimates for the repairs and include it in the capital budget. Director Allard asked if the Pier Expansion fund could be used to repair the roof. Mr. Marconi said the money was being held to be used for matching grant funds for the TIGER grant for pier expansion. The recent TIGER grant application was rejected so Mr. Marconi will present a new plan to the Board in the future.



**B. Approvals**

**1. Bills for Legal Services**

Director Loughlin moved and Director Torr seconded that The Pease Development Authority Board of Directors authorizes the Executive Director to expend funds in the total amount of \$9,616.66 for legal services rendered to the Division of Ports and Harbors by:

1. Sheehan Phinney Bass + Green Through July 31, 2014	\$ 377.00 \$9,239.66
<b>Total</b>	<b>\$9,616.66</b> =====

Discussion: None. Disposition: Resolved by unanimous vote; motion carried.

**XII. New Business**

No new business was brought before the Board.

**XIII. Upcoming Meetings**

Chairman Nickless reported that the following meetings are scheduled to be held on:

Port Committee	Oct. 2, 2014
Audit Committee	Oct. 14, 2014
Board Meeting	Oct. 16, 2014

All Board and Committee meetings begin at 8 a.m. unless otherwise posted.

**XIV. Directors' Comments**

There were no comments from the Directors.

**XV. Adjournment**

Director Bohenko moved and Director Allard seconded to **adjourn the Board meeting**. Discussion: None. Disposition: Resolved by unanimous vote; motion carried. Meeting adjourned at 9:17 a.m.

**XVI. Press Questions**

There were no questions from the Press.

Respectfully submitted,



David R. Mullen  
Executive Director/Secretary



**AUDIT COMMITTEE AGENDA**

**Time:** 10:00 A.M.  
**Place:** 55 International Drive  
Pease International Tradeport  
Portsmouth, New Hampshire 03801

- I. Call to Order (*Bohenko*)
- II. Acceptance of Committee Meeting Minutes: June 17, 2014\*
- III. Public Comment
- IV. FY 2014 External Audit (*Canner and Farrah*)
  - A. Reports
    1. SAS Responsibility \*
    2. Management Letter \*
  - B. Approvals
    1. Certified Financial Statements and A-133 Audit of Federal Awards \* + (*Loughlin*)
- V. External Auditor- Contract Expiration
- VI. Next Meeting- TBD
- VII. Director's Comments
- VIII. Adjournment
- IX. Press Questions

\* **Related Materials Attached**  
+ **Proposed Motion**

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MOTION

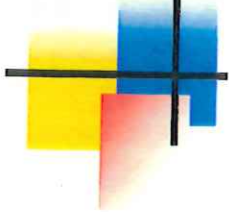
Director Preston:

In accordance with the recommendation of the Pease Development Authority Audit Committee, the PDA Board of Directors accepts receipt of the certified Annual Financial Statement for the years ended June 30, 2014 and 2013 and the OMB Circular A-133 audit of Federal Awards for the year ended June 30, 2014; all as otherwise prepared and submitted by the PDA's independent auditor Runyon, Kersteen and Ouellette; and further authorizes the Executive Director to forward the certified Financial Statement to the State of New Hampshire for inclusion in the Comprehensive Annual Financial Report.

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# **FY 2015 FINANCIAL REPORT FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014**



**BOARD OF DIRECTORS MEETING  
OCTOBER 16, 2014**



# CONSOLIDATED STATEMENT OF REVENUES AND EXPENSES FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014 AND 2013

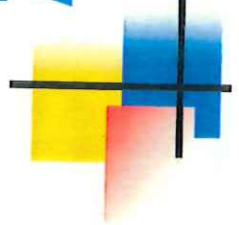
(\$ 000's)

	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	\$ VARIANCE	PRIOR YEAR TO DATE ACTUAL	YEAR TO YEAR VARIANCE	CURRENT YEAR BUDGET
<b>OPERATING REVENUES</b> <i>(PAGE #3)</i>	<u>2,872</u>	<u>3,011</u>	<u>(139)</u>	<u>2,801</u>	<u>71</u>	<u>13,903</u>
<b>OPERATING EXPENSES</b>						
PERSONNEL SERVICES AND BENEFITS <i>(PAGE #4 AND 5)</i>	1,000	979	21	1,010	(10)	5,851
BUILDINGS AND FACILITIES MAINTENANCE	246	332	(86)	236	10	2,464
GENERAL AND ADMINISTRATIVE	115	127	(12)	111	4	766
UTILITIES <i>(PAGE #6)</i>	72	86	(14)	65	7	825
PROFESSIONAL SERVICES <i>(PAGE #6)</i>	7	45	(38)	16	(9)	321
MARKETING AND PROMOTION	16	70	(54)	22	(6)	416
ALL OTHER <i>(PAGE #6)</i>	<u>384</u>	<u>367</u>	<u>17</u>	<u>315</u>	<u>69</u>	<u>1,301</u>
	<u>1,840</u>	<u>2,006</u>	<u>(166)</u>	<u>1,775</u>	<u>65</u>	<u>11,944</u>
<b>OPERATING INCOME</b>	1,032	1,005	27	1,026	6	1,959
<b>NONOPERATING (INCOME) AND EXPENSE</b> <i>(PAGE #7)</i>	19	15	4	20	(1)	92
<b>DEPRECIATION</b>	<u>1,039</u>	<u>1,061</u>	<u>(22)</u>	<u>1,012</u>	<u>27</u>	<u>6,364</u>
<b>NET OPERATING INCOME</b>	<u>(26)</u>	<u>(71)</u>	<u>45</u>	<u>(6)</u>	<u>(20)</u>	<u>(4,497)</u>

## FY 2015 BUDGET VARIANCE ANALYSIS

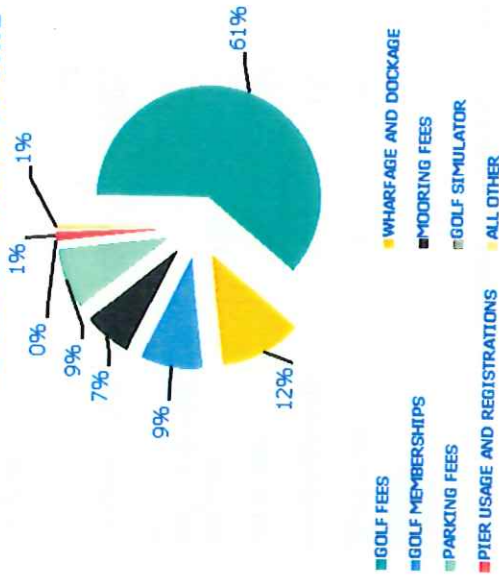
- **OPERATING REVENUES- LOWER BY 4.6%**
- LOWER THAN ANTICIPATED RENTAL INCOME OFFSET BY:
  - INCREASED GOLF FEES- DUE TO INCREASE IN ROUNDS PLAYED DUE TO COURSE RENOVATIONS.
  - HAMPTON HARBOR FUEL SALES GREATER THAN PROJECTED
  - INCREASED CONCESSION REVENUES FROM HIGHER GRILL 28 SALES
- **OPERATING COSTS- LOWER BY 8.3%**
- PRIMARILY TIMING DIFFERENCES EARLY IN THE FISCAL YEAR.
- INDIRECT LABOR ALLOCATION TO BUILDINGS AND FACILITIES NOT BUDGETED.
- **NONOPERATING (INCOME) AND EXPENSES**
- INCREASED SHORT TERM BORROWINGS TO SUPPORT CONSTRUCTION RELATED ACTIVITIES- PSM AND SKYHAVEN

# ANALYSIS OF OPERATING REVENUES FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014 AND 2013



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FEE REVENUES YEAR TO DATE



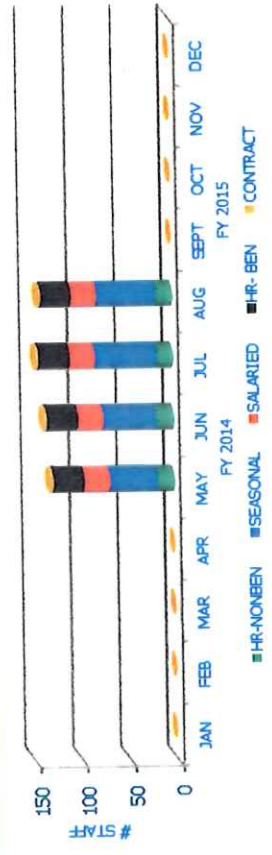
	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	\$ VARIANCE	PRIOR YEAR TO DATE ACTUAL	YEAR TO YEAR VARIANCE	CURRENT YEAR BUDGET
RENTAL OF FACILITIES	1,581	1,836	(255)	1,751	(170)	9,233
FEE REVENUES (SEE CHART)	804	647	157	586	218	2,567
FUEL SALES (SEE CHART)	351	335	16	286	65	1,085
CONCESSION REVENUE	37	63	(26)	70	(33)	214
GOLF MERCHANDISE	49	34	15	34	15	175
ALL OTHER- NET	50	96	(46)	74	(24)	629
	<b>2,872</b>	<b>3,011</b>	<b>(139)</b>	<b>2,801</b>	<b>71</b>	<b>13,903</b>

FUEL ANALYSIS	SALES	COGS	NET MARGIN
SKYHAVEN AIRPORT	24	24	-
PORTSMOUTH FISH PIER	168	157	11
RYE HARBOR	72	66	6
HAMPTON HARBOR	87	80	7
	<b>351</b>	<b>327</b>	<b>24</b>

# ANALYSIS OF PERSONNEL SERVICES AND BENEFITS FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014

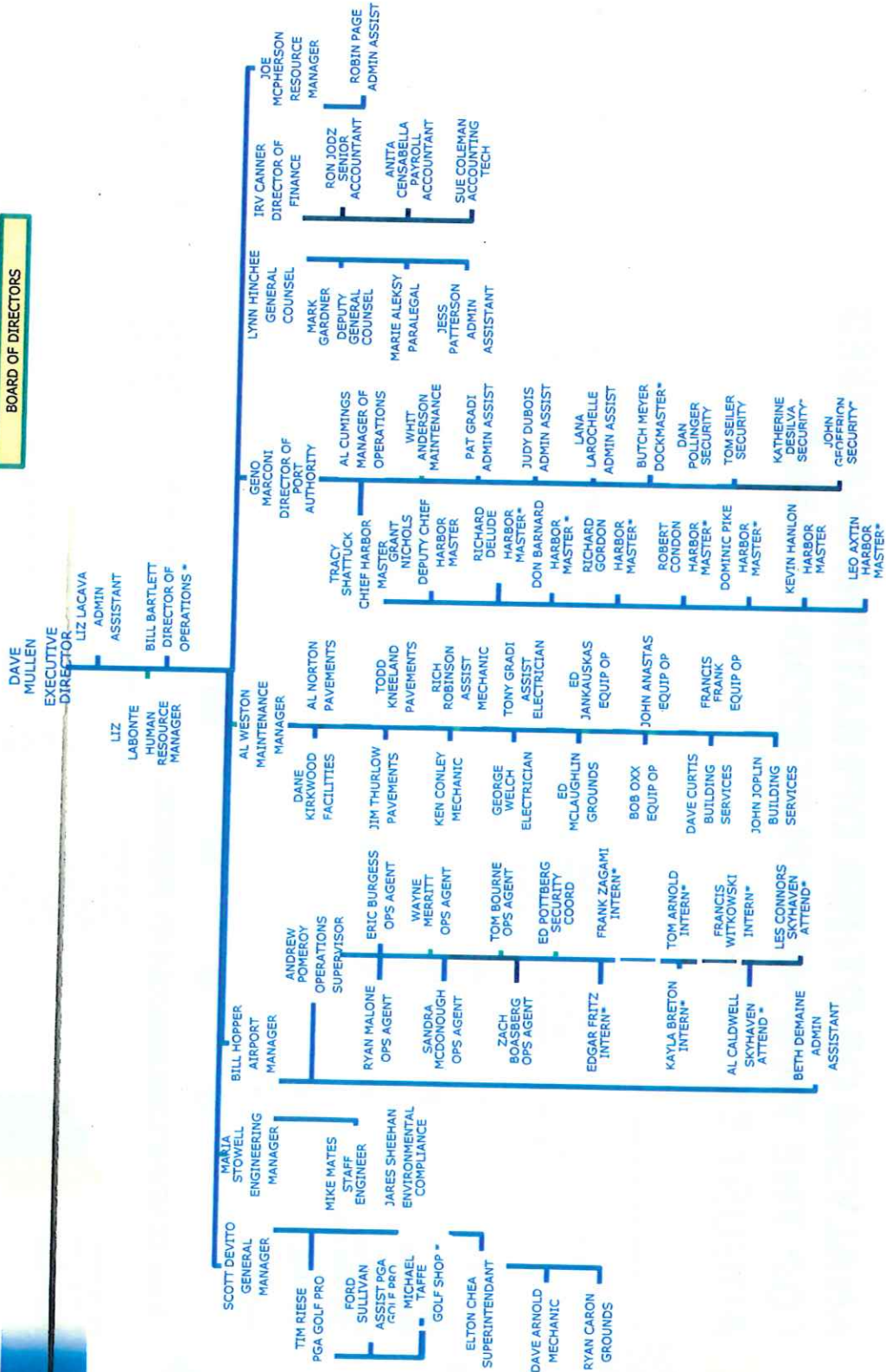
## STAFF ANALYSIS

	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	\$ VARIANCE	PRIOR YEAR TO DATE ACTUAL	SAL	HR/ BEN	HR/ NON	SE	CON	AUG MONTH END	JULY MONTH END	JUNE MONTH END	(\$ 000's)	
													WAGES	BENEFITS
BENEFITED	590	597	(7)	585	6	-	1	51	-	58	58	52		
NONBENEFITED	160	112	48	146	3	-	-	-	-	3	4	4		
OVERTIME	40	21	19	34	9	1	5	-	-	15	16	16		
ACCRUED VACATION AND SICK	(5)	-	(5)	-	-	-	2	-	-	2	2	2		
TRANSFER OUT	(75)	(102)	27	(40)	1	15	-	-	-	16	16	16		
	<u>710</u>	<u>628</u>	<u>82</u>	<u>725</u>	<u>1</u>	<u>1</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>2</u>	<u>2</u>	<u>2</u>		
<b>FRINGE BENEFITS</b>														
HEALTH INSUR	164	201	(37)	165	1	10	8	12	1	32	34	31		
RETIREMENT	41	89	(48)	39	2	2	-	-	-	4	4	4		
FICA	58	54	4	55	2	1	1	-	-	4	4	4		
DENTAL	11	15	(4)	10	2	1	1	-	-	4	4	4		
ALL OTHER	16	23	(7)	16	2	2	-	-	1	5	5	5		
TRANSFER OUT	-	(31)	21	-	<u>27</u>	<u>32</u>	<u>17</u>	<u>63</u>	<u>2</u>	<u>141</u>	<u>145</u>	<u>136</u>		
	<u>290</u>	<u>351</u>	<u>(61)</u>	<u>285</u>										
	<b>1,000</b>	<b>979</b>	<b>21</b>	<b>1,010</b>										



# PEASE DEVELOPMENT AUTHORITY CURRENT ORGANIZATION CHART

## BOARD OF DIRECTORS



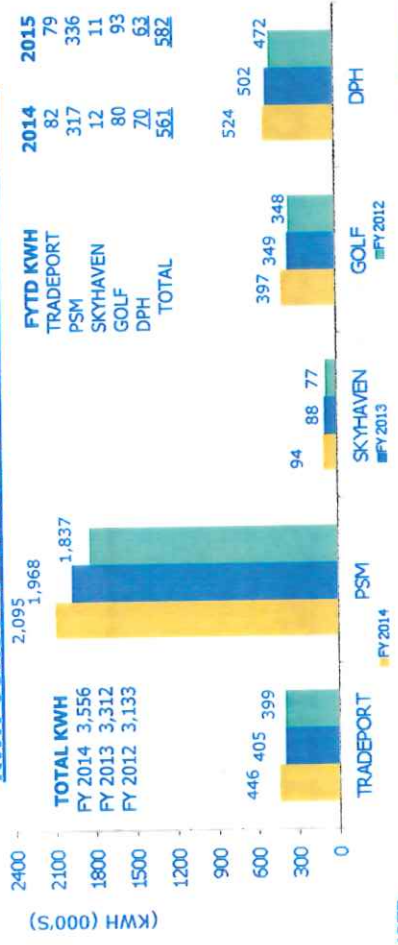
NOTE:  
1. EXCLUDES CONTRACT AND SEASONAL EMPLOYEES.  
2. HOURLY NON-BENEFITED EMPLOYEES REPRESENTED \*

# ANALYSIS OF OTHER OPERATING EXPENSES FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014

(\$ 000's)

UTILITIES	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	PRIOR YEAR TO DATE ACTUAL	CURRENT YEAR BUDGET	PROFESSIONAL SERVICES	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	PRIOR YEAR TO DATE ACTUAL	CURRENT YEAR BUDGET
ELECTRICITY	41	40	43	412	LEGAL	-	18	-	110
WASTE DISPOSAL	18	29	12	171	INFORMATION TECHNOLOGY	6	12	14	74
NATURAL GAS AND OIL	2	1	1	122	AUDIT	-	10	-	62
PROPANE	4	7	5	62	ALL OTHER- NET	1	5	2	75
WATER	7	9	4	58		7	45	16	321
	<b>72</b>	<b>86</b>	<b>65</b>	<b>825</b>					

### KWH CONSUMPTION ANALYSIS BY BUSINESS UNIT



**NOTE:** PSNH INCREASED USAGE CHARGE FROM 7.1 CENTS/ KWH TO 9.5 CENTS/ KWH IN JANUARY 2013. PDA CURRENTLY HAS OUTSOURCED ACTIVITY AT A RATE OF 6.9 CENTS/ KWH FOR THE 18 MONTH PERIOD JULY 1, 2013 THROUGH DECEMBER 31, 2014.

# ANALYSIS OF NONOPERATING (INCOME) EXPENSE FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014

(\$ 000's)

	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	\$ VARIANCE	PRIOR YEAR TO DATE ACTUAL	YEAR TO YEAR VARIANCE	CURRENT YEAR BUDGET
INTEREST EXPENSE	21	16	5	21	-	99
INTEREST INCOME AND OTHER	(1)	(1)	-	(1)	-	(7)
(GAIN) / LOSS ON SALE OF ASSETS	(1)	-	(1)	-	(1)	-
	<b>19</b>	<b>15</b>	<b>4</b>	<b>20</b>	<b>(1)</b>	<b>92</b>

INTEREST EXPENSE INCLUDES:		
	YEAR TO DATE	FISCAL BUDGET
PROVIDENT BANK	16	68
CITY OF PORTSMOUTH	5	31
TOTAL	<b>21</b>	<b>99</b>

**NOTE:**  
1. SEE PAGE #15 FOR FURTHER INFORMATION REGARDING THE PDA CURRENT DEBT STRUCTURE AND CURRENT INTEREST RATES.





# SUMMARY OF INTERGOVERNMENTAL RECEIVABLES AS OF AUGUST 31, 2014

(\$ 000's)

PROJECT NAME	APPROVAL DATE	TOTAL PROJECT	GRANT AWARD	EXPENDED TO DATE	PDA SHARE	RECEIVED TO DATE	BALANCE DUE PDA	AMOUNT SUBMITTED
MULTI-USE PATH	11-20-08	802	642	792	(231)	247	314	49
PROPERTY ACQUISITION AND DEMOLITION	07-01-11	444	433	377	(10)	367	-	-
LAND IMPROVEMENT AND BUILDING DEMO (80 ROCHESTER)	12-21-11	800	400	758	(391)	291	86	-
NOISE EXPOSURE MAP UPDATE (FAA #52)	05-31-12	162	150	148	(11)	127	10	-
PSM PAVEMENT AND DRAINAGE RESTORATION (FAA #54)	07-03-12	105	97	97	(7)	84	6	-
PSM AIRPORT MARKING AND SIGNAGE (FAA #55)	08-28-12	448	414	408	(31)	346	31	-
PSM RUNWAY DEMAND LENGTH ANALYSIS	04-16-13	78	74	70	(4)	64	2	-
PSM ASR CONSTRUCTION PROJECT	04-16-13	3,461	3,288	1,513	(240)	483	790	485
PSM PAVEMENT AND DRAINAGE	11-06-13	1,310	1,244	669	(89)	34	546	481
PSM OBSTRUCTION MITIGATION DESIGN (FAA #49)	05-23-11	318	318	238	-	227	11	-
SKYHAVEN RUNWAY DESIGN AND RECONSTRUCTION	07-05-13	3,870	3,580	494	(25)	440	29	-
<b>PORT AUTHORITY OF NEW HAMPSHIRE</b>			<b>FUNDING AUTH</b>	<b>EXPENDED TO DATE</b>	<b>PDA SHARE</b>	<b>RECEIVED TO DATE</b>	<b>BALANCE DUE PDA</b>	<b>AMOUNT SUBMITTED</b>
RYE HARBOR MARINA / COMMERCIAL FISH PIER			1,650	1,627	(66)	1,561	-	-
AND FLOATING DOCK REPLACEMENT								
SEABROOK / HAMPTON DREDGING*			1,579	1,430	(96)	1,334	-	-
SOUTH ACCESS BRIDGE REPLACEMENT			30	383	-	381	-	-
HAMPTON HARBOR PIER RENOVATIONS			1,500	1,583	(3)	1,485	5	5
HAMPTON HARBOR PIER PROJECT DESIGN**			140	182	(42)	140	-	-
WATER QUALITY IMPROVEMENT			1,000	1,870	(872)	998	-	-
							<b>1,830</b>	<b>1,020</b>

NOTE:  
\* FUNDING AUTHORIZATION INCLUDES \$200 AUTHORIZED FUNDS DRAWN FROM HARBOR DREDGING FUNDS.  
\*\* AUTHORIZED FUNDS (\$140) DRAWN FROM HARBOR DREDGING FUNDS.

# SUMMARY OF CONSTRUCTION WORK IN PROGRESS AS OF AUGUST 31, 2014

(\$ 000's)

PROJECT NAME	BALANCE AT 06-30-14	CURRENT YEAR EXPENDITURES	TRANSFER TO PLANT IN SERVICE	NET CURRENT YEAR CHANGE	BALANCE AT 08-31-14
<b>PORTSMOUTH AIRPORT</b>					
OBSTRUCTION MITIGATION DESIGN (FAA #49)	238	-	-	-	238
NOISE EXPOSURE MAP UPDATE (FAA #52)	148	-	-	-	148
RUNWAY DEMAND AND LENGTH ANALYSIS (SBG 1601)	70	-	-	-	70
ASR CONSTRUCTION PROJECT (SBG 1602)	1,089	424	-	424	1,513
AIRFIELD MARKING AND SIGNAGE (FAA #55)	8	-	-	-	8
PAVEMENT AND DRAINAGE RESTORATION (SBG 1603)	596	73	-	73	669
PSM OBSTRUCTION PERMITTING AND DESIGN	2	-	-	-	2
JFE RUNWAY 16-34 PRE-DESIGN	2	-	-	-	2
AIRPORT OPERATIONS SOFTWARE / SERVER	5	-	-	-	5
TSA FACILITIES PROJECT	55	3	-	3	58
	<b>2,213</b>	<b>500</b>	<b>=</b>	<b>500</b>	<b>2,713</b>

# SUMMARY OF CONSTRUCTION WORK IN PROGRESS AS OF AUGUST 31, 2014

(CONTINUED):

(\$ 000's)

<u>PROJECT NAME</u>	BALANCE AT 06-30-14	CURRENT YEAR EXPENDITURES	TRANSFER TO PLANT IN SERVICE	NET CURRENT YEAR CHANGE	BALANCE AT 08-31-14
<b>SKYHAVEN AIRPORT</b>					
RUNWAY DESIGN AND RECONSTRUCTION	485	9	=	9	494
<b>MAINTENANCE</b>	=	=	=	=	=
<b>ADMINISTRATION</b>					
COMPUTER REPLACEMENTS	=	=	=	=	=

# SUMMARY OF CONSTRUCTION WORK IN PROGRESS AS OF AUGUST 31, 2014

(CONTINUED):

(\$ 000's)

<u>PROJECT NAME</u>	BALANCE AT 06-30-14	CURRENT YEAR EXPENDITURES	TRANSFER TO PLANT IN SERVICE	NET CURRENT YEAR CHANGE	BALANCE AT 08-31-14
<b>GOLF COURSE</b>					
COURSE IRRIGATION / DRAINAGE IMPROVEMENTS	1	10	11	(1)	-
PARKING LOT RENOVATIONS	18	-	18	(18)	-
CLUBHOUSE EXPANSION (DESIGN ONLY)	7	-	-	-	7
PATIO EXPANSION	13	15	-	15	28
	<u>39</u>	<u>25</u>	<u>29</u>	<u>(4)</u>	<u>35</u>

# SUMMARY OF CONSTRUCTION WORK IN PROGRESS AS OF AUGUST 31, 2014

(CONTINUED):

(\$ 000's)

PROJECT NAME	BALANCE AT 06-30-14	CURRENT YEAR EXPENDITURES	TRANSFER TO PLANT IN SERVICE	NET CURRENT YEAR CHANGE	BALANCE AT 08-31-14
<b>TRADEPORT</b>					
MULTI-USE PATH	633	159	-	159	792
LAND IMPROVEMENT AND BUILDING DÉMO (80 ROCHESTER)	6	3	9	(6)	-
ROUNDABOUT- BUILDING #90	8	-	-	-	8
ROOF RENOVATIONS- 55 INTERNATIONAL DRIVE	24	76	-	76	100
	<u>671</u>	<u>238</u>	<u>9</u>	<u>229</u>	<u>900</u>

# SUMMARY OF CONSTRUCTION WORK IN PROGRESS AS OF AUGUST 31, 2014

(CONTINUED):

(\$ 000's)

<u>PROJECT NAME</u>	BALANCE AT 06-30-14	CURRENT YEAR EXPENDITURES	TRANSFER TO PLANT IN SERVICE	NET CURRENT YEAR CHANGE	BALANCE AT 08-31-14
<b>DIVISION OF PORTS AND HARBORS</b>					
WATER QUALITY IMPROVEMENT	1,870	-	-	-	1,870
HAMPTON HARBOR DESIGN AND RENOVATIONS	1,583	-	-	-	1,583
RYE FLOATING DOCK REPLACEMENT	15	-	-	-	15
SOUTH ACCESS BRIDGE REPLACEMENT	384	-	-	-	384
CAMERAS- NEWCASTLE PIER	-	3	-	3	3
	<b><u>3,852</u></b>	<b><u>3</u></b>	<b><u>=</u></b>	<b><u>3</u></b>	<b><u>3,855</u></b>
TOTAL	<b><u>7,260</u></b>	<b><u>775</u></b>	<b><u>38</u></b>	<b><u>737</u></b>	<b><u>7,997</u></b>

# ANALYSIS OF LONG TERM LIABILITIES AS OF AUGUST 31, 2014

(\$ 000's)

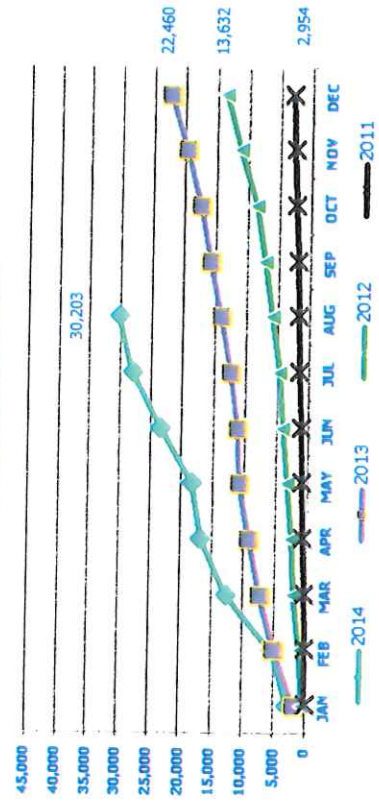
DEBT HOLDER / INTEREST RATE	CURRENT PORTION	LONG TERM PORTION	TOTAL AMOUNT DUE	<u>SCHEDULE OF DEBT SERVICE REPAYMENT</u>				
				FISCAL YEAR	THE PROVIDENT BANK @ 3.46%	THE PROVIDENT BANK @ 3.11%	CITY OF PORTS NH @ 4.50%	TOTAL DEBT
PROVIDENT BANK @ 3.46%	209	108	317	2015	209	291	116	616
PROVIDENT BANK @ 3.11%	291	905	1,196	2016	142	302	116	560
CITY OF PORTSMOUTH-WATER	116	582	698	2017	-	309	116	425
POLLUTION CONTROL NOTE @ 4.50%	616	1,595	2,211	2018	-	317	116	433
				2019	-	-	116	116
				2020	-	-	116	116
TENANT ADVANCES (LONZA)	26	Z	33		351	1,219	698	2,268
TOTAL	<u>642</u>	<u>1,602</u>	<u>2,244</u>	PAID IN FY 2015	<u>(34)</u>	<u>(23)</u>	=	<u>(57)</u>
				TOTAL	<u>317</u>	<u>1,196</u>	<u>698</u>	<u>2,211</u>

# STATEMENT OF OPERATIONS FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014 PORTSMOUTH AIRPORT

(\$ 000's)

	YEAR TO DATE ACTUAL	PRIOR YEAR TO DATE ACTUAL	YEAR TO YEAR VARIANCE	FISCAL YEAR BUDGET
<b>OPERATING REVENUES</b>	<u>130</u>	<u>125</u>	<u>5</u>	<u>865</u>
FACILITIES RENT	104	103		560
CARGO AND HANGARS	23	19		154
CONCESSION REVENUES	1	1		4
FEE REVENUES	1	1		97
ALL OTHER	1	1		50
	<u>130</u>	<u>125</u>		<u>865</u>
<b>OPERATING EXPENSES</b>				
PERSONNEL SERVICES AND BENEFITS	136	140	(4)	916
BUILDINGS AND FACILITIES MAINTENANCE	105	62	43	1,362
GENERAL AND ADMINISTRATIVE	25	22	3	180
UTILITIES	24	24	-	335
PROFESSIONAL SERVICES	-	-	-	-
MARKETING AND PROMOTION	2	6	(4)	23
ALL OTHER	-	-	-	-
	<u>292</u>	<u>254</u>	<u>38</u>	<u>2,816</u>
<b>OPERATING INCOME</b>	(162)	(129)	33	(1,951)
<b>NONOPERATING (INCOME) AND EXPENSE</b>	-	-	-	-
<b>DEPRECIATION AND AMORTIZATION</b>	652	649	3	4,060
<b>NET OPERATING INCOME</b>	<u>(814)</u>	<u>(778)</u>	<u>(36)</u>	<u>(6,011)</u>

### ENPLANEMENT DATA





# STATEMENT OF OPERATIONS FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014 SKYHAVEN AIRPORT

(\$ 000's)

	OPERATING REVENUES	YEAR TO DATE ACTUAL	PRIOR YEAR DATE ACTUAL	YEAR TO DATE ACTUAL	FISCAL YEAR BUDGET		YEAR TO DATE ACTUAL	PRIOR YEAR DATE ACTUAL	YEAR TO DATE VARIANCE	FISCAL YEAR BUDGET
CARGO AND HANGARS		23	27	140			45	59	(14)	262
FUEL SALES		22	32	120						
ALL OTHER		-	-	2						
		45	59	262						
<b>OPERATING REVENUES</b>										
OPERATING EXPENSES										
PERSONNEL SERVICES AND BENEFITS							5	5	-	39
BUILDINGS AND FACILITIES MAINTENANCE							6	5	1	96
GENERAL AND ADMINISTRATIVE							6	5	1	38
UTILITIES							2	1	1	29
PROFESSIONAL SERVICES							1	1	-	6
MARKETING AND PROMOTION							-	-	-	-
ALL OTHER- FUEL							24	31	(7)	90
		44	48						(4)	298
<b>OPERATING INCOME</b>							1	11	(10)	(36)
<b>NONOPERATING (INCOME) AND EXPENSE</b>										
DEPRECIATION AND AMORTIZATION							41	42	(1)	275
<b>NET OPERATING INCOME</b>							(40)	(31)	(9)	(311)

	OPERATING REVENUES	YEAR TO DATE ACTUAL	PRIOR YEAR DATE ACTUAL	FISCAL YEAR BUDGET
CARGO AND HANGARS		23	27	140
FUEL SALES		22	32	120
ALL OTHER		-	-	2
		45	59	262

	CURRENT MONTH	YEAR TO DATE	TOTAL YEAR	YTD AVE PRICE
<b>GALLONS OF FUEL SOLD</b>				
FY 2015	2,407	4,056	4,056	\$5.55
FY 2014	3,353	6,040	22,638	\$5.55

	OPERA	CAPITAL EXPEND	DEBT REPAY	GRANT FUNDS	TOTAL
<b>NET CASH FLOW</b>					
FY 2015	1	(9)	-	-	(8)
FY 2014	(68)	(557)	-	450	(175)
FY 2013	(81)	(106)	-	-	(187)
FY 2009-2012	(418)	(419)	(100)	318	(619)
	(566)	(1,091)	(100)	768	(989)

# STATEMENT OF OPERATIONS FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014 TRADEPORT

(\$ 000's)

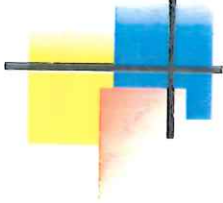
	YEAR TO DATE ACTUAL	PRIOR YEAR TO DATE ACTUAL	YEAR TO YEAR VARIANCE	FISCAL YEAR BUDGET
<b>OPERATING REVENUES</b>	<b>1,362</b>	<b>1,534</b>	<b>(172)</b>	<b>7,887</b>
RENTAL OF FACILITIES	1,361	1,533	7,827	
INTEREST INCOME ON LOANS	-	-	-	-
ALL OTHER- NET	1	1	60	
	<u>1,362</u>	<u>1,534</u>		<u>7,887</u>
<b>OPERATING EXPENSES</b>				
PERSONNEL SERVICES AND BENEFITS	-	-	-	-
BUILDINGS AND FACILITIES MAINTENANCE	34	25	9	364
GENERAL AND ADMINISTRATIVE	9	9	-	64
UTILITIES	10	10	-	175
PROFESSIONAL SERVICES	-	-	-	10
MARKETING AND PROMOTION	-	-	-	20
ALL OTHER	-	-	-	120
	<u>53</u>	<u>44</u>	<u>9</u>	<u>753</u>
<b>OPERATING INCOME</b>	<b>1,309</b>	<b>1,490</b>	<b>(181)</b>	<b>7,134</b>
NONOPERATING (INCOME) AND EXPENSE	-	-	-	(3)
DEPRECIATION AND AMORTIZATION	164	161	3	1,017
<b>NET OPERATING INCOME</b>	<b>1,145</b>	<b>1,329</b>	<b>(184)</b>	<b>6,120</b>

# STATEMENT OF OPERATIONS FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014 GOLF COURSE

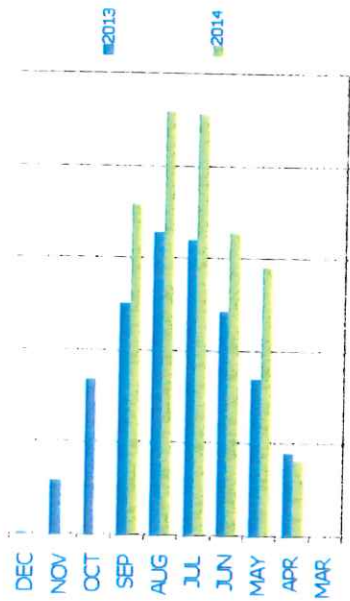
(\$ 000's)

	YEAR TO DATE ACTUAL	PRIOR YEAR TO DATE ACTUAL	YEAR TO YEAR VARIANCE	FISCAL YEAR BUDGET	OPERATING REVENUES	YEAR TO DATE ACTUAL	PRIOR YEAR TO DATE ACTUAL	FISCAL YEAR BUDGET
<b>OPERATING REVENUES</b>	676	475	201	1,899	CONCESSION REVENUES	59	66	205
<b>OPERATING EXPENSES</b>					<b>FEE REVENUES</b>			
PERSONNEL SERVICES AND BENEFITS	200	176	24	827	GOLF FEES	491	314	1,033
BUILDINGS AND FACILITIES MAINTENANCE	65	75	(10)	319	MEMBERSHIPS	74	50	335
GENERAL AND ADMINISTRATIVE	33	34	(1)	156	SIMULATOR	-	-	115
UTILITIES	18	14	4	125	GOLF LESSONS	5	5	16
PROFESSIONAL SERVICES	-	-	-	10	MERCHANDISE AND OTHER	570	369	1,499
MARKETING AND PROMOTION	12	8	4	54		47	40	195
ALL OTHER	57	46	11	203		676	475	1,899
	385	353	32	1,694				
<b>OPERATING INCOME</b>	291	122	169	205	<b>BUSINESS UNIT ANALYSIS</b>			
<b>NONOPERATING (INCOME) AND EXPENSE</b>	(1)	-	(1)	(1)	PRO SHOP	49	59	676
					COURSE OPERA	568	43	385
<b>DEPRECIATION AND AMORTIZATION</b>	52	47	5	313	FOOD / BEV	-	6	291
<b>NET OPERATING INCOME</b>	240	75	165	(107)	NET OPERATING INCOME	16	16	(6)

# KEY GOLF COURSE BENCHMARKING DATA AS OF SEPTEMBER 30, 2014

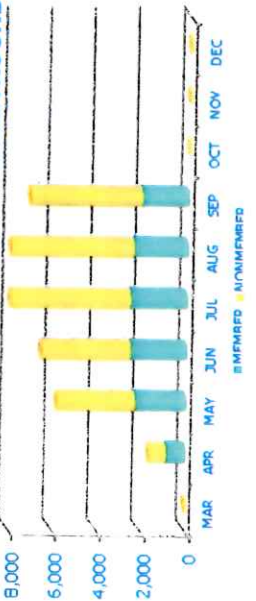


ROUNDS OF GOLF PLAYED



	2012	2013	2014
SEASON	51,001	32,728	39,522
YTD		28,130	39,522
RAINFALL	48	49	38
RAINDAYS			35

2014 MEMBER VERSUS NONMEMBER ROUNDS



	GOLF SIMULATOR REVENUES		BAR AND GRILL GROSS SALES	
	FY 2015	FY 2014	FY 2015	FY 2014
JULY	\$ -	\$ 285	\$ 164,577	\$ 134,339
AUGUST	-	35	168,895	126,688
SEPTEMBER	-	20	157,632	106,735
OCTOBER	-	1,883	-	84,490
NOVEMBER	-	12,839	-	67,358
DECEMBER	-	17,141	-	68,224
JANUARY	-	24,680	-	61,398
FEBRUARY	-	23,438	-	59,814
MARCH	-	26,047	-	68,207
APRIL	-	8,206	-	86,823
MAY	-	196	-	124,765
JUNE	-	240	-	123,880
<b>TOTAL</b>	<b>\$ -</b>	<b>\$ 115,010</b>	<b>\$ 491,104</b>	<b>\$ 1,112,721</b>

	2013 YTD ROUNDS		2014 YTD ROUNDS	
	MEMBER	NONMEMBER	MEMBER	NONMEMBER
TOTAL	10,455	17,675	12,628	26,894
NET CHANGE:				
MEMBER				
NONMEMBER				
TOTAL				

NET CHANGE: \$ (340)

NET CHANGE: (100.0)%

NET CHANGE: \$ 123,342

NET CHANGE: 33.5%

# STATEMENT OF OPERATIONS FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014 PORT AUTHORITY OF NEW HAMPSHIRE (UNRESTRICTED)

(\$ 000's)

	YEAR TO DATE ACTUAL	PRIOR YEAR TO DATE ACTUAL	YEAR TO YEAR VARIANCE	FISCAL YEAR BUDGET	OPERATING REVENUES	YEAR TO DATE ACTUAL	PRIOR YEAR TO DATE ACTUAL	FISCAL YEAR BUDGET
<b>OPERATING REVENUES</b>	666	586	80	2,816	FACILITY RENTALS	71	67	538
<b>OPERATING EXPENSES</b>					CONCESSION REVENUE	4	3	5
PERSONNEL SERVICES AND BENEFITS	217	216	1	1,311	FEE REVENUE			
BUILDINGS AND FACILITIES MAINTENANCE	29	64	(35)	272	MOORING FEES	56	58	350
GENERAL AND ADMINISTRATIVE	21	17	4	119	PARKING	71	70	150
UTILITIES	19	16	3	166	REGISTRATIONS	-	8	165
PROFESSIONAL SERVICES	-	-	-	18	WHARF / DOCK	96	67	190
MARKETING AND PROMOTION	-	-	-	2	FUEL SALES	223	203	855
ALL OTHER - FUEL	304	238	66	888	ALL OTHER	328	254	965
	590	551	39	2,776	TOTAL	666	586	2,816
<b>OPERATING INCOME</b>	76	35	41	40				
<b>NONOPERATING (INCOME) AND EXPENSE</b>	-	-	-	-	<b>BUSINESS UNIT ANALYSIS</b>			
<b>DEPRECIATION AND AMORTIZATION</b>	103	90	13	550	HAMPTON HARBOR	125	114	175
<b>NET OPERATING INCOME</b>	(27)	(55)	28	(510)	RYE HARBOR	114	94	173
					PORTSMOUTH FISH PIER	175	192	59
					MARKET STREET	192	69	86
					HARBOR MANAG	59	1	52
					ADMIN			
					OPERATING REVENUES	125	114	175
					OPERATING EXPENSES (EXCLUDING DEPRECIATION)	116	94	173
					NET OPERATING INCOME	9	20	2
								123
								(27)
								(51)

# STATEMENT OF OPERATIONS FOR THE TWO MONTH PERIOD ENDING AUGUST 31, 2014 PORT AUTHORITY OF NEW HAMPSHIRE (RESTRICTED)

		(\$ 000's)							
	YEAR TO DATE ACTUAL	PRIOR YEAR TO DATE ACTUAL	YEAR TO YEAR VARIANCE	FISCAL YEAR BUDGET	FOREIGN TRADE ZONE	YEAR TO DATE ACTUAL	PRIOR YEAR TO DATE ACTUAL	YEAR TO YEAR VARIANCE	FISCAL YEAR BUDGET
<b>HARBOR DREDGING</b>									
<b>OPERATING REVENUES</b>	12	16	(4)	122	<b>OPERATING REVENUES</b>	=	=	=	15
<b>OPERATING EXPENSES</b>					<b>OPERATING EXPENSES</b>				
PERSONNEL SERVICES AND BENEFITS	-	-	-	-	PERSONNEL SERVICES AND BENEFITS	-	-	-	-
BUILDINGS AND FACILITIES MAINTENANCE	-	-	-	-	BUILDINGS AND FACILITIES MAINTENANCE	-	-	-	-
GENERAL AND ADMINISTRATIVE	-	-	-	-	GENERAL AND ADMINISTRATIVE	-	-	-	1
UTILITIES	-	-	-	(5)	UTILITIES	-	-	-	-
PROFESSIONAL SERVICES	-	-	-	-	PROFESSIONAL SERVICES	-	-	-	-
MARKETING AND PROMOTION	-	-	-	-	MARKETING AND PROMOTION	-	-	-	9
ALL OTHER	-	-	-	-	ALL OTHER	-	-	-	-
	=	=	=	(5)	<b>OPERATING INCOME</b>	=	=	=	10
<b>OPERATING INCOME</b>	12	16	(4)	127	<b>NONOPERATING (INCOME) AND EXPENSE</b>	-	-	-	5
<b>NONOPERATING (INCOME) AND EXPENSE</b>	-	-	-	-	<b>DEPRECIATION AND AMORTIZATION</b>	-	-	-	-
<b>DEPRECIATION AND AMORTIZATION</b>	2	2	-	13	<b>NET OPERATING INCOME</b>	=	=	=	5
<b>NET OPERATING INCOME</b>	10	14	(4)	114					







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# **CASH FLOW PROJECTIONS FOR THE NINE MONTH PERIOD ENDING JUNE 30, 2015**

*(EXCLUDING THE DIVISION OF PORTS AND HARBORS)*



**BOARD OF DIRECTORS MEETING  
OCTOBER 16, 2014**

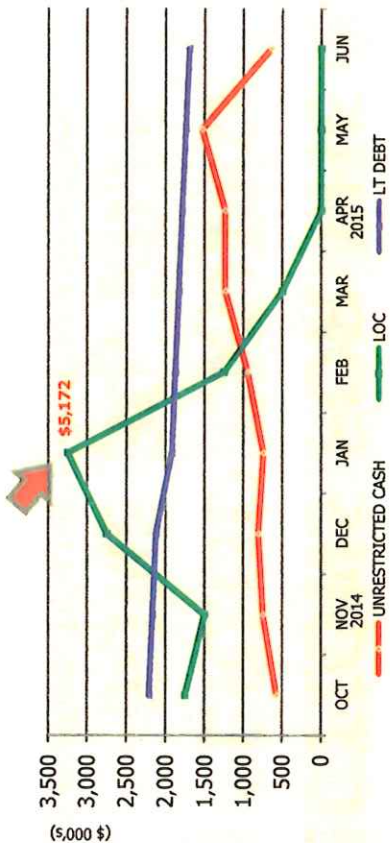
# PEASE DEVELOPMENT AUTHORITY PDA UNRESTRICTED CASH FLOW SUMMARY OVERVIEW OCTOBER 1, 2014 TO JUNE 30, 2015

(\$ 000's)

**DISCUSSION**

THE PDA WILL NEED TO FURTHER UTILIZE IT'S SHORT TERM LINE OF CREDIT WITH THE PROVIDENT BANK DURING THE NEXT NINE MONTH PERIOD TO PRIMARILY FINANCE PROJECTED CAPITAL EXPENDITURES. THE CURRENT MAXIMUM CAPACITY OF \$5,000 WILL BE TARGETED.

CURRENT SENSITIVITIES TOWARD FUTURE PROJECTIONS INCLUDE 1) RECEIPT OF FEDERAL / STATE GRANT AWARDS, 2) ACCURACY OF CAPITAL EXPENDITURE FORECAST AND 3) TRADEPORT REVENUE STREAMS INCLUDING GSA.



	<u>AMOUNT</u>
<b>OPENING FUND BALANCE</b>	<b><u>1,305</u></b>
<b>SOURCES OF FUNDS</b>	
TRADEPORT RELATED BILLINGS	5,985
FEDERAL / STATE GRANT AWARDS	4,985
GOLF COURSE FEE AND CONCESSION REVENUES	1,100
PORTSMOUTH AIRPORT	450
SKYHAVEN AIRPORT HANGAR AND FUEL REVENUES	167
MUNICIPAL SERVICE FEE (COP)- NET	(36)
EXTERNAL BANK WORKING CAPITAL- NET	(2,000)
	<u>10,651</u>
<b>USES OF FUNDS</b>	
CAPITAL EXPENDITURES- GRANT RELATED	4,848
EMPLOYEE WAGES AND BENEFITS	3,440
OPERATING EXPENSES	1,515
CAPITAL EXPENDITURES- NON GRANT RELATED	965
LONG TERM DEBT RETIREMENT	552
	<u>11,320</u>
<b>NET CASH FLOW</b>	<b><u>(669)</u></b>
<b>CLOSING FUND BALANCE</b>	<b><u>636</u></b>

	BALANCE AT 09-30-2014	BALANCE AT 06-30-2014	(\$ 000's)
<b>TOTAL FUND BALANCES</b>	<b>1,305</b>	<b>957</b>	
<b>PDA UNRESTRICTED</b>	<b>150</b>	<b>75</b>	
PDA DESIGNATED	165	296	
DPH UNRESTRICTED	117	117	
DPH DESIGNATED	755	703	
DPH RESTRICTED	2,492	2,148	
<b>TOTAL</b>	<b>2,492</b>	<b>2,148</b>	

# PEASE DEVELOPMENT AUTHORITY STATEMENT OF CASH FLOW- PDA UNRESTRICTED FUNDS OCTOBER 1, 2014 TO JUNE 30, 2015

(\$ 000's)

	OCI	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	TOTAL
<b>OPENING FUND BALANCE</b>	<b>1,305</b>	<b>570</b>	<b>746</b>	<b>804</b>	<b>740</b>	<b>945</b>	<b>1,232</b>	<b>1,234</b>	<b>1,530</b>	<b>1,305</b>
<b>SOURCES OF FUNDS</b>										
GRANT AWARDS (SEE PAGE #9)	240	1,006	612	59	2,015	953	-	100	-	4,985
TRADEPORT RELATED BILLINGS	615	615	760	615	615	665	735	650	715	5,985
MUNICIPAL SERVICE FEE (COP)	355	205	208	355	205	208	355	205	208	2,304
GOLF COURSE	250	175	100	75	50	50	75	100	225	1,100
PORTSMOUTH AIRPORT	55	55	50	50	45	45	50	50	50	450
SKYHAVEN AIRPORT	20	18	18	17	16	16	20	20	22	167
WORKING CAPITAL RLOC- NET	(250)	(250)	1,250	500	(2,000)	(750)	(500)	-	-	(2,000)
	<b>1,285</b>	<b>1,824</b>	<b>2,998</b>	<b>1,671</b>	<b>946</b>	<b>1,187</b>	<b>735</b>	<b>1,125</b>	<b>1,220</b>	<b>12,991</b>
<b>USE OF FUNDS</b>										
CAPITAL- GRANT RELATED (SEE PAGE #4)	1,365	1,047	965	933	71	71	71	171	154	4,848
CAPITAL- NONGRANT (SEE PAGES #5-#8)	77	35	54	65	80	249	122	83	200	965
EMPLOYEE WAGES AND BENEFITS	373	366	356	400	400	390	365	390	400	3,440
OPERATING EXPENSES	160	155	350	145	145	145	130	140	145	1,515
MUNICIPAL SERVICE FEE (COP)	-	-	1,170	-	-	-	-	-	1,170	2,340
LONG TERM DEBT RETIREMENT (SEE PAGES #10-#11)	45	45	45	192	45	45	45	45	45	552
	<b>2,020</b>	<b>1,648</b>	<b>2,940</b>	<b>1,735</b>	<b>741</b>	<b>900</b>	<b>733</b>	<b>829</b>	<b>2,114</b>	<b>13,660</b>
<b>NET CASH FLOW</b>	<b>(735)</b>	<b>176</b>	<b>58</b>	<b>(64)</b>	<b>205</b>	<b>287</b>	<b>2</b>	<b>296</b>	<b>(894)</b>	<b>(669)</b>
<b>CLOSING FUND BALANCE</b>	<b>570</b>	<b>746</b>	<b>804</b>	<b>740</b>	<b>945</b>	<b>1,232</b>	<b>1,234</b>	<b>1,530</b>	<b>636</b>	<b>636</b>

# PEASE DEVELOPMENT AUTHORITY PROJECTED CAPITAL EXPENDITURES OCTOBER 1, 2014 TO JUNE 30, 2015

(\$ 000's)

	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	TOTAL
<b><u>GRANT REIMBURSEMENT</u></b>										
<b>PORTSMOUTH AIRPORT</b>										
OBSTRUCTION MITIGATION DESIGN (AIP #49)	7	30	-	-	-	-	-	-	-	37
OBSTRUCTION MITIGATION- PHASE II	-	-	50	50	50	50	50	50	33	333
NOISE EXPOSURE MAP (AIP #52)	4	-	-	-	-	-	-	-	-	4
AIRPORT MARKING AND SIGNAGE (AIP #55)	10	30	-	-	-	-	-	-	-	40
RUNWAY FACILITY DESIGN STUDY (SBG 1)	-	10	-	-	-	-	-	-	-	10
ASR MITIGATION CONSTRUCTION (SBG 2)	167	50	-	-	-	-	-	-	-	217
ASR CONSTRUCTION (SBG 3)	256	15	-	-	-	-	-	-	-	271
PSM SECURITY DATA BASE **	-	-	65	33	21	21	21	21	21	203
<b>SKYHAVEN AIRPORT</b>										
RUNWAY REHAB AND DESIGN	5	2	-	-	-	-	-	-	-	7
RUNWAY CONSTRUCTION	540	850	850	850	-	-	-	100	100	3,290
<b>TRADEPORT</b>										
MULTI USE PATH (GRAFTON DRIVE SECTION ONLY)	233	40	-	-	-	-	-	-	-	273
MULTI USE PATH (ROUTE #33)	143	20	-	-	-	-	-	-	-	163
<b>TOTAL GRANT</b>	<b>1,365</b>	<b>1,047</b>	<b>965</b>	<b>933</b>	<b>71</b>	<b>71</b>	<b>71</b>	<b>171</b>	<b>154</b>	<b>4,848</b>

NOTE:  
\*\* PENDING BOARD APPROVAL

# PEASE DEVELOPMENT AUTHORITY PROJECTED CAPITAL EXPENDITURES OCTOBER 1, 2014 TO JUNE 30, 2015

(\$ 000's)

(CONTINUED):

	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	TOTAL
<b><u>NONGRANT REIMBURSEMENT</u></b>										
<b>TRADEPORT</b>										
ROOF- 55 INTERNATIONAL DRIVE	5	-	-	-	-	-	-	-	-	5
TERMINAL DIRECTORY (INSIDE) **	-	-	-	-	-	50	-	-	-	50
TERMINAL SIGN GUIDES (ROADWAYS) **	-	-	-	-	-	50	-	-	-	50
AIRPORT ENTRANCE SIGN- EXETER STREET**	-	-	-	-	-	-	-	30	-	30
AIRPORT ENTRANCE SIGN- DURHAM AND AVIATION**	-	-	8	-	-	-	-	-	-	8
NORTH ENTRANCE WELCOME SIGN **	-	-	-	-	-	-	30	-	-	30
SIDEWALKS- PEDESTRIAN FACILITIES**	-	6	-	-	-	-	-	-	-	6
DRAINAGE DITCHES **	-	-	-	20	-	-	-	-	-	20
SURFACE TRANSPORTATION PLAN **	-	-	-	-	-	-	-	25	-	25
	5	6	8	20	-	-	130	55	-	224

NOTE:  
\*\* PENDING BOARD APPROVAL

**PEASE DEVELOPMENT AUTHORITY  
 PROJECTED CAPITAL EXPENDITURES  
 OCTOBER 1, 2014 TO JUNE 30, 2015**

(\$ 000's)

(CONTINUED):

	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	TOTAL
<b><u>NONGRANT REIMBURSEMENT</u></b>										
<b>SKYHAVEN AIRPORT</b>										
STORM DRAIN SURVEY **	:	:	:	:	:	:	:	20	:	20
<b>ADMINISTRATION</b>										
COMPUTERS / PRINTERS / SOFTWARE / SERVERS / TELECOMMUNICATIONS **	11	:	:	15	:	50	15	:	:	91

# PEASE DEVELOPMENT AUTHORITY PROJECTED CAPITAL EXPENDITURES OCTOBER 1, 2014 TO JUNE 30, 2015

(\$ 000's)

(CONTINUED):

	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	TOTAL
<b><u>NONGRANT REIMBURSEMENT</u></b>										
<i>(CONTINUED):</i>										
<b>GOLF COURSE</b>										
COURSE RENOVATIONS	5	-	-	-	-	-	15	-	-	20
WALKING GREEN'S MOWER**	-	-	-	-	-	8	17	-	-	25
FUEL TANK PAD **	-	-	-	-	-	-	-	50	-	50
DEBRIS MOWER	7	-	-	-	-	-	-	-	-	7
CLUBHOUSE RENOVATIONS AND KITCHEN EQUIPMENT **	14	-	-	25	-	125	-	-	-	164
GREEN TEE AREATOR **	-	-	-	-	-	26	-	-	-	26
POINT OF SALE SYSTEM UPGRADE **	-	-	-	25	-	-	-	-	-	25
RANGE CART WITH CAGE **	-	-	-	-	-	15	-	-	-	15
TRIM MOWERS**	-	-	-	-	-	25	-	-	-	25
WEBSITE ENHANCEMENTS **	-	20	-	-	-	-	-	-	-	20
	26	20	-	50	-	199	32	50	-	377

NOTE:  
\*\* PENDING BOARD APPROVAL

# PEASE DEVELOPMENT AUTHORITY PROJECTED CAPITAL EXPENDITURES OCTOBER 1, 2014 TO JUNE 30, 2015

(\$ 000's)

(CONTINUED):

	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	TOTAL
<b>NONGRANT REIMBURSEMENT</b> (CONTINUED):										
<b>PORTSMOUTH AIRPORT</b>										
RUNWAY LIGHTING SYSTEM **	-	-	30	-	-	-	-	-	-	30
BATHROOM RENOVATIONS- DESIGN**	-	15	-	-	-	-	-	-	-	15
PSM SECURITY DATA BASE **	-	-	-	-	20	-	-	-	-	20
TERMINAL DIRECTORY (INSIDE) **	-	-	-	-	-	-	25	-	-	25
REROOFING OF HUT # 7 AND #8 **	-	-	-	-	-	-	50	-	-	50
SECURITY ACCESS SYSTEM REPLACEMENT**	-	-	24	-	-	-	-	-	-	24
NEW SECURITY GATE- P1**	-	-	-	-	-	-	-	10	-	10
CARPET REPLACEMENT- ATCT**	-	-	-	-	-	-	-	3	-	3
	=	15	54	=	20	=	75	13	=	177
<b>MAINTENANCE</b>										
OPERATIONS VEHICLE (PD #53)	40	-	-	-	-	-	-	-	-	40
75 ROCHESTER- FIRE ALARM **	-	-	-	-	60	-	-	-	-	60
MULTI-USE SWEEPER	=	=	=	=	=	=	=	=	200	200
	40	=	=	=	60	=	=	=	200	300
<b>TOTAL NONGRANT</b>	<b>ZZ</b>	<b>35</b>	<b>54</b>	<b>65</b>	<b>80</b>	<b>249</b>	<b>122</b>	<b>83</b>	<b>200</b>	<b>965</b>

NOTE:  
\*\* PENDING BOARD APPROVAL



# PEASE DEVELOPMENT AUTHORITY PROJECTED RECEIPT GRANT AWARDS OCTOBER 1, 2014 TO JUNE 30, 2015

(\$ 000's)

	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUN	TOTAL
<b>PORTSMOUTH AIRPORT</b>										
OBSTRUCTION MITIGATION DESIGN (AIP #49)	-	14	-	-	80	-	-	-	-	94
OBSTRUCTION MITIGATION- PHASE II **	-	-	-	-	-	95	-	-	-	95
NOISE EXPOSURE MAP (AIP #52)	-	5	-	-	-	-	-	-	-	5
AIRPORT MARKING AND SIGNAGE (AIP #55)	-	-	38	-	-	-	-	-	-	38
RUNWAY FACILITY DESIGN STUDY (SBG 1)	-	7	-	-	-	-	-	-	-	7
ASR MITIGATION CONSTRUCTION (SBG 2)	-	-	155	46	-	-	-	-	-	201
ASR CONSTRUCTION (SBG 3)	65	-	237	13	-	-	-	-	-	315
PSM SECURITY DATA BASE **	-	-	-	-	-	93	-	-	-	93
<b>SKYHAVEN AIRPORT</b>										
RUNWAY REHAB AND DESIGN	-	-	32	-	-	-	-	-	-	32
RUNWAY CONSTRUCTION	-	665	150	-	1,850	765	-	100	-	3,530
<b>TRADEPORT</b>										
BUILDING DEMO (80 ROCHESTER)	-	25	-	-	-	-	-	-	-	25
MULTI USE PATH (GRAFTON DRIVE SECTION ONLY)	24	160	-	-	72	-	-	-	-	256
MULTI USE PATH (ROUTE #33)	151	130	-	-	13	-	-	-	-	294
<b>TOTAL GRANT</b>	<b>240</b>	<b>1,006</b>	<b>612</b>	<b>59</b>	<b>2,015</b>	<b>953</b>	<b>-</b>	<b>100</b>	<b>-</b>	<b>4,985</b>

**PEASE DEVELOPMENT AUTHORITY  
 SCHEDULED OF LONG TERM DEBT RETIREMENT  
 OCTOBER 1, 2014 TO JUNE 30, 2015**

(PRINCIPAL + INTEREST)  
 (\$ 000's)

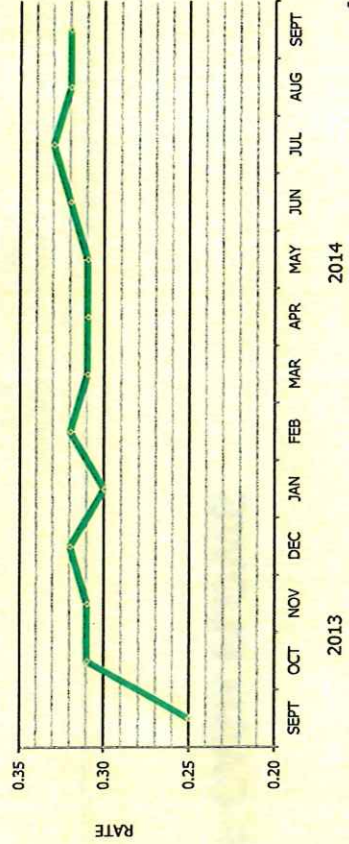
	<u>OCT</u>	<u>NOV</u>	<u>DEC</u>	<u>JAN</u>	<u>FEB</u>	<u>MAR</u>	<u>APR</u>	<u>MAY</u>	<u>JUN</u>	<u>TOTAL</u>
<b>THE PROVIDENT BANK</b> REVOLVING LOC # 1 (STATE GUARANTEE- \$1,000,000)	18	18	18	18	18	18	18	18	18	162
<b>THE PROVIDENT BANK</b> REVOLVING LOC #2 (STATE GUARANTEE- \$1,500,000)	27	27	27	27	27	27	27	27	27	243
<b>CITY OF PORTSMOUTH</b>	-	-	-	147	-	-	-	-	-	147
<b>TOTAL</b>	<b>45</b>	<b>45</b>	<b>45</b>	<b>192</b>	<b>45</b>	<b>45</b>	<b>45</b>	<b>45</b>	<b>45</b>	<b>552</b>

# PEASE DEVELOPMENT AUTHORITY CREDIT FACILITIES AND OUTSTANDING DEBT ANALYSIS SEPTEMBER 30, 2014

(\$ 000's)

CREDIT FACILITIES	THE PROVIDENT BANK (RLOC)	THE PROVIDENT BANK (REVOL)	OUTSTANDING DEBT ANALYSIS	BALANCE AT 09-30-2014	BALANCE AT 06-30-2014	MATURITY DATE	INTEREST RATE %
AMOUNT OF CREDIT FACILITY	5,000	2,500	THE PROVIDENT BANK- (REVOL #1)	299	351	03-14-2016	3.46
AMOUNT AVAILABLE	3,000	-	THE PROVIDENT BANK (RLOC)	2,000	2,000	12-31-2016	2.81
EFFECTIVE DATE	03-10-2011	03-10-2011	THE PROVIDENT BANK- (REVOL #2)	1,147	1,219	06-28-2018	3.11
TERM DATE	12-31-2016	06-28-2018	CITY OF PORTSMOUTH	698	698	12-31-2020	4.50
PURPOSE	TO PROVIDE WORKING CAPITAL	TO FINANCE CAPITAL EXPENDITURES		<u>4,144</u>	<u>4,268</u>		
INTEREST RATE	ONE MONTH FHLB + 250 BASIS POINTS	SEE TABLE		<u>3.22</u>	<u>3.22</u>		
MINIMUM SIZE OF DRAWDOWN	NO MINIMUM	500					
OTHER	DOES NOT CARRY THE STATE GUARANTEE	DOES CARRY GUARANTEE OF STATE					

TRENDING THE ONE MONTH FHLB (BOSTON) INTEREST RATE




# CONSOLIDATED STATEMENT OF CASH FLOWS AS OF AUGUST 31, 2014

(\$ 000's)

DISCUSSION AND ANALYSIS	FY 2015 YTD	FY 2015 BUDGET	FY 2014 ACTUAL	FY 2013 ACTUAL
<ul style="list-style-type: none"> <li>▪ TO DATE, THERE HAS BEEN NO SIGNIFICANT VARIANCES DURING FY 2015. HOWEVER, THE MORE CRITICAL VARIABLES INCLUDE:                             <ul style="list-style-type: none"> <li>▪ THE ANTICIPATED RENTAL REVENUE STREAM FROM GSA COMMENCING IN OCTOBER 2014.</li> <li>▪ CAPITAL CONSTRUCTION ACTIVITIES AND ASSOCIATED GRANT REIMBURSEMENT PROCESS.</li> </ul> </li> <li>▪ FY 2014 IMPACTED BY:                             <ul style="list-style-type: none"> <li>▪ ACCOUNTS RECEIVABLE WRITE-OFF OF GSA NEGATIVELY IMPACTED CASH FLOW FROM OPERATIONS BY APPROXIMATELY \$1.4 MILLION.</li> <li>▪ APPROXIMATELY 65% OF PURCHASES OF CAPITAL ASSETS WERE LINKED TO GRANT FUNDED PROJECTS.</li> <li>▪ THE \$2.0 MILLION DRAWDOWN OF THE REVOLVING LINE OF CREDIT FACILITY WAS PRIMARILY IN SUPPORT OF TIMING DIFFERENCES ASSOCIATED WITH THE GRANT REIMBURSEMENT PROCESS.</li> </ul> </li> </ul>	(502)	3,750	200	3,859
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>548</b>	<b>8,500</b>	<b>4,289</b>	<b>1,818</b>
<b>CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,500</b>
CONTRIBUTED CAPITAL BY FEDERAL AND STATE GOVERNMENT				
ISSUANCE OF LONG TERM DEBT- THE PROVIDENT BANK				
REVOLVING LINE OF CREDIT FACILITY- NET	<b>1,000</b>	<b>(2,000)</b>	<b>2,000</b>	<b>-</b>
GAIN ON DISPOSAL OF ASSETS	<b>1</b>	<b>-</b>	<b>1</b>	<b>551</b>
PURCHASE OF CAPITAL ASSETS	<b>(845)</b>	<b>(7,800)</b>	<b>(7,640)</b>	<b>(6,136)</b>
DEBT REPAYMENT				
CITY OF PORTSMOUTH		<b>(116)</b>	<b>(116)</b>	<b>(116)</b>
THE PROVIDENT BANK		<b>(525)</b>	<b>(1,147)</b>	<b>(1,211)</b>
INTEREST PAID ON CAPITAL DEBT	<b>(21)</b>	<b>(100)</b>	<b>(136)</b>	<b>(107)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>	<b>-</b>	<b>6</b>	<b>6</b>	<b>12</b>
INTEREST INCOME RECEIVED				
<b>INCREASE (DECREASE) IN CASH AND INVESTMENTS</b>	<b>123</b>	<b>1,715</b>	<b>(2,543)</b>	<b>170</b>
<b>CASH AND INVESTMENTS- BEGINNING OF PERIOD</b>	<b>2,148</b>	<b>2,148</b>	<b>4,691</b>	<b>4,521</b>
<b>CASH AND INVESTMENTS- END OF PERIOD</b>	<b>2,271</b>	<b>3,863</b>	<b>2,148</b>	<b>4,691</b>

MEMORANDUM

To: Pease Development Authority Board of Directors  
From: David R. Mullen, Executive Director   
Date: October 16, 2014  
Re: Sublease between Pioneer Aviation LLC and CSI Engineering, LLC

In accordance with the "Delegation to Executive Director: Consent, Approval of Sub-sublease Agreements" adopted by the Board on August 8, 1996, I am pleased to report that PDA has approved of a sublease between Pioneer Aviation LLC ("Pioneer") and CSI Engineering, LLC ("CSI") for 2,600 square feet located at 125 Aviation Avenue, The Pioneer/CSI Sublease is for a base term of three years. CSI will use the premises for: general business offices.

The Delegation to Executive Director: Consent, Approval of Subleases provides that:

"A Sublease Agreement subject to this delegation of authority shall not be consented to, approved or executed unless all of the following conditions are met:

1. The use of the Subleased Premises associated with the sublease is permitted under the original sublease;
2. The sublease is consistent with the terms and conditions of the original Lease;
3. The original Lessee remains primarily liable to Lessor to pay rent and to perform all other obligations to be performed by Lessee under the original Lease; and
4. The proposed Sublessee is financially and operationally responsible.

Conditions one through three have been met. As to condition four, PDA relies on Pioneer's continued primary liability for payment of rent and other obligations pursuant to the PDA/Pioneer Sublease.

The Delegation to Executive Director: Consent, Approval of Sub-sublease Agreements also requires the consent of one member of the PDA Board of Directors. In this instance, Director Loughlin was consulted and granted his consent.

P:\PIONEER\125 Aviation\Board\BoardmemCSI1014.wpd

MEMORANDUM

To: Pease Development Authority Board of Directors  
From: David R. Mullen, Executive Director *DRM*  
Date: October 16, 2014  
Re: Sublease between Pioneer New Hampshire, LLC and Unisensor USA, Inc.

In accordance with the "Delegation to Executive Director: Consent, Approval of Sub-sublease Agreements" adopted by the Board on August 8, 1996, I am pleased to report that PDA has approved of a sublease between Pioneer New Hampshire, LLC ("Pioneer") and Unisensor USA, Inc. ("Unisensor") for 7,868 square feet located at 112 Corporate Drive. The Pioneer/Unisensor Sublease is for a base term of seven (7) years. Unisensor, manufacturer of micro-sensors for medical diagnostics and special industrial uses, will use the Subleased Premises for light manufacturing, general offices, and related uses.

The Delegation to Executive Director: Consent, Approval of Subleases provides that;

"A Sublease Agreement subject to this delegation of authority shall not be consented to, approved or executed unless all of the following conditions are met:

1. The use of the Subleased Premises associated with the sublease is permitted under the original Lease;
2. The sublease is consistent with the terms and conditions of the original Lease;
3. The original Lessee remains primarily liable to Lessor to pay rent and to perform all other obligations to be performed by Lessee under the original Lease; and
4. The proposed Sublessee is financially and operationally responsible."

Conditions one through three have been met. As to condition four, PDA relies on Pioneer's continued primary liability for payment of rent and other obligations pursuant to the PDA/Pioneer Lease.

The Delegation to Executive Director: Consent, Approval of Sub-sublease Agreements also requires the consent of one member of the PDA Board of Directors. In this instance, Director Loughlin was consulted and granted his consent.

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**SHAINES & McEACHERN, PA**  
**Attorneys at Law**

Hand-Delivered

September 30, 2014

David R. Mullen, Executive Director  
Pease Development Authority  
55 International Drive  
Portsmouth, NH 03801

Re: 282 Corporate Drive  
Written Notice of Exercise of Option

Dear David:

Please be advised that Shaines & McEachern Company Portsmouth, LLC, as successor to Sarnia Seacoast, L. L. C. under a certain Sublease dated June 2, 2000, between the Pease Development Authority as Sublessor and Sarnia Seacoast, L. L. C. as Sublessee, hereby exercises its right to extend the term of the Sublease pursuant to Section 3.2 of the Sublease, by delivery of this notice in duplicate.

Please do not hesitate to contact me with regard to any questions you may have regarding this matter.

Sincerely,

Shaines & McEachern Company  
Portsmouth, LLC

By: 

Alec L. McEachern

Its: Manager

Cc: Robert A. Shaines, Esq.

**MEMORANDUM**

TO: Pease Development Authority Board of Directors  
FROM: David R. Mullen, Executive Director *DM*  
RE: Contract Reports Pursuant to PDA Bylaws & Emergency Repair Delegation  
DATE: October 16, 2014

\*\*\*\*\*

In accordance with Article 3.9.1.1 of the PDA Bylaws, I am pleased to report the following:

1. Project Name: Riverside & Pickering Marine Contractors  
PDA Obligation: \$9,800.00  
Board Authority: Chairman Nickless  
Summary: To replace fender piles at the Portsmouth Fish Pier
  
2. Project Name: Jacobs Engineering Group, Inc.  
PDA Obligation: \$6,830.00  
Board Authority: Chairman Nickless  
Summary: For a topographic survey at Skyhaven's Airport Terminal and apron area in connection with the NPDES storm water permit and drainage issues.
  
3. Project Name: Pease Golf Course Clubhouse - Simulators Refit  
PDA Obligation: \$7,161.00  
Board Authority: Chairman Nickless  
Summary: For refitting of the baffles by About Golf; and the purchase and installation of HDMI cables and projectors by CCS/Projector Superstore in the simulator room at the Golf Course clubhouse.

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**RIVERSIDE & PICKERING**  
MARINE CONTRACTORS

195 West Road  
Portsmouth, NH 03801  
Phone (603) 427-2824  
Phone (207) 451-9230

# Quotation

**DATE** 09/10/14  
**Quotation #** 1  
**Customer ID** 007-42-14

**To:** Geno Marconi  
NHPA  
Portsmouth, NH 03801

*Quotation valid until:* 10/10/14  
*Prepared by:* Zachary Taylor

**Comments or special instructions:** Fender Pile & Ladder Replacement at CO-OP

ITEM #	DESCRIPTION	AMOUNT
1	CONSTRUCTION:  <u>BRIEF PROJECT DESCRIPTION:</u> Replace four (4) fender pilings on the pier and the existing 16' X 2' ladder:  a) Pile replacement to be as follows: i. Install four (4) new 45ft PTSYP 2.5CCA Class B fender pilings and secure to pier with 1" galvanized threaded rod. ii. Existing fender piles to be removed and disposed of off-site.  b) Ladder construction to be as follows: i. Ladder to be constructed with 4" X 6" PTSYP 0.60ACQ vertical supports. ii. Ladder rungs are to be constructed using 2" X 4" PTSYP 0.60ACQ, through-bolted to ladder verticals with 1/2" galvanized carriage bolts. iii. Rungs are to be 2' long.	\$ 9,800.00
<b>TOTAL ESTIMATED COST:</b>		\$ 9,800.00

If you have any questions concerning this quotation, please contact:



Zachary Taylor  
Email: zach@riversideandpickering.com  
Office: (603) 427-2824  
Fax: (207) 703-0354

**THANK YOU FOR YOUR BUSINESS!**



Jacobs Engineering Group Inc.  
2 Executive Park Drive  
Bedford, NH 03110  
Phone: 603.666.7181 Fax 603.666.7185

September 29, 2014

Ms. Maria Stowell, PE  
Pease Development Authority  
55 International Drive  
Portsmouth, NH 03801

Subject: **Fee Proposal – Topographic Survey at Skyhaven Airport's Terminal and Apron Area.**

Dear Ms. Stowell:

Our cost proposal for the subject project is attached. The survey will be conducted by Joseph M. Wichert, L.L.S., Inc. and tied into the survey into the previously completed survey for the Runway. The scope of services is as follows:

1. Area of topographic survey is approximately 15 acres and is shown on the attached plan.
2. Topographic detail includes the edges of pavement and grass, pavement markings, aircraft tie downs, elevation of building floors, building corners, tree locations, drainage structures and inverts, location of visible utilities, new survey control added to existing survey traverse from the Runway project.
3. Tie into existing survey control and extend network as needed, topographic survey per industry standards (no grid).
4. Elevation precision of 0.01' on pavements and 0.1' on turf areas.
5. Prepare stamped existing conditions plan with 1' contours of field work.
6. Paper plans and electronic files in AutoCAD® as needed.

Exclusions:

1. No tie into lot lines or establishment of lot lines.
2. No heights of buildings.
3. No inverts outside limit of work.
4. No wetlands delineation.
5. No underground utilities unless provided.
6. No FAA reports or paperwork.

Please feel free to contact me at 603.518.1773, should you have any questions or require additional information regarding this proposal.

Sincerely,

**Jacobs Engineering Group Inc.**

John Gorham, PE  
Project Manager

Attachments: Survey Area & Fee Proposal



Survey Area – In Black Pen

**Fee Proposal**

Subconsultant - Joseph M. Wichert, L.L.S., Inc.: \$6,500.00

Jacobs: 3 hrs for PM @ \$110/hr: 330.00  
(1hr scoping; 1hr hire subconsultant; 1hr coordination)

**TOTAL: \$6,830.00**

# MEMORANDUM

To: David R. Mullen, Executive Director  
From: Scott DeVito, PGA General Manager  
Date: October 1, 2014  
Subject: Request to refit PGA Tour Simulators baffles & projectors

This is a request to replace the baffle system on the ceiling of the PGA Tour Simulators, and replace and upgrade the three simulator projectors to HD. The current baffles are a solid fire resistant material that does not allow water to pass through. The new baffles will be fire resistant with the top third made of mesh to allow for the sprinkler system, when activated, to fully cover the room, but still work to stop golf balls from hitting the ceiling. The projectors lenses, due to heavy use, have started to warp which distorts and discolors the images. The new projectors are a higher quality with a longer use cycle and will allow for HD projection of the game.

Attached is a proposal from AboutGolf to refit the baffles, install HDMI cables and projectors. Also attached are the specifications for the new Hitachi Projectors, quoted from CCS/ Projector Superstore. There will be two invoices for the work. One from AboutGolf Simulators for a total of \$3,576.00 and one from CCS/Projector Superstore for \$3,585.00 for a total cost of \$7,161.00.

Funds for the equipment will come from the golf course FY2015 Capital Budget, clubhouse renovations and equipment.

Thank you for your consideration

**aboutGolf®**

352 Tomahawk Dr  
 Maumee, OH 43537  
 419.482.9095  
 www.aboutgolf.com

**Pro Forma Invoice**

Date	Invoice #
9/29/2014	10748

**Bill To**

Pease Development Authority  
 PDA Clubhouse  
 200 Grafton Rd  
 Portsmouth, NH 03801

**Ship To**

Pease Development Authority  
 Attn: Golf Simulators  
 PDA Clubhouse  
 200 Grafton Rd  
 Portsmouth, NH 03801

		P.O. No.		Terms		Rep	
		Service Case		Net Due		JD.EG	
Item	Description	Qty	U/M	Cost	Total		
2014 ORDER SUMMARY: - 24 DeVito Baffles - Custom (SEE SOURCE SHEET) - 3 HDMI/DVI Cables 30' - 3 Center Strike Hitting Strips							
Components.Misc	CONSUMABLE GOODS & CUSTOM BAFFLES: DeVito Baffles - Custom net top/fabric base - Grommet bases for hard ceiling installation	24	ea	75.00	1,800.00		
Components.Misc	HDMI/DVI Cables 30'	3	ea	100.00	300.00		
Components.Misc	Center Strike Hitting Strips	3	ea	180.00	540.00		
LOGISTICAL ITEMS:							
SVC.INS	Installation	1	ea	1,000.00	1,000.00		
9510	Shipping & Handling	1	ea	200.00	200.00		
Discount	aboutGolf Discount	1	ea	-264.00	-264.00		

Deposit required:  
 - 50% is due upon execution of this Agreement  
 - Balance due upon acceptance

Created by: Gail Snyder - 09-29-2014

Reference Invoice # on payment.

<b>Subtotal</b>	<b>\$3,576.00</b>
<b>Sales Tax (0.0%)</b>	<b>\$0.00</b>
<b>Total</b>	<b>\$3,576.00</b>

Customer Is Responsible For All Sales / Use Taxes  
 All funds are in US Dollars

Quote Acceptance Signature: \_\_\_\_\_

Date: \_\_\_\_\_



# Sales Quote

www.projectorsuperstore.com

1-888-525-6696 TOLL FREE  
480-348-0273 FAX

Page: 1  
Quote Number: 0000171469  
Salesperson: CRB

17350 N HARTFORD DR  
Scottsdale, AZ 85255 USA

Customer PO: CC

**Sold To:** 324850  
PEASE GOLF COURSE  
200 GRAFTON DR  
Portsmouth, NH 03801 USA

**Ship To:**  
PEASE GOLF COURSE  
200 GRAFTON DR  
Portsmouth, NH 03801 USA

Contact: TIMOTHY J RIESE  
Phone: (603) 433-1331

Billing Phone:

Printed: 9/30/14 2:39:33 pm

Date	Ship Meth	FOB	Terms		
9/30/2014	GROUND	ORIGIN	CREDIT CARD		
Item	Ordered	UOM	Unit Price	Amount	
1 CP-X5022WN HITACHI 5,000 LUMEN XGA PROJECTOR	3	Each	1,195.00	3,585.00	

Invoices subject to 1 1/2% Interest charge  
per month if not paid within terms.

Quote Amount: 3,585.00

Sales Tax: 0.00

APPROVED BY:  
  
X

**Total:** 3,585.00

MOTION

Director Allard:

The Pease Development Authority Board of Directors hereby authorizes the Executive Director to enter into Amendment No. 1 of the Terminal Lease & Airfield Operating Agreement with Allegiant Air, LLC on substantially the same terms and conditions of the amendment attached hereto.

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TERMINAL LEASE & AIRFIELD OPERATING AGREEMENT  
AMENDMENT NO. 1

Lessor: Pease Development Authority ("Lessor" or "PDA")  
Lessee: Allegiant Air, LLC (Lessee)  
Premises: Airport Terminal Building, 36 Airline Avenue  
Portsmouth International Airport at Pease, Portsmouth, New Hampshire  
Lease Date: October 25, 2013

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This Amendment No. 1 to the Terminal Lease and Airfield Operating Agreement (the "Agreement") effective November 8, 2014 by and between the above referenced Lessor and Lessee:

WHEREAS, Lessor and Lessee entered into an Agreement on October 25, 2013 which Agreement had a term commencement date of November 8, 2013 (the date on which Lessee began air passenger service at Portsmouth International Airport at Pease).

WHEREAS, Lessee desires to extend its Agreement for one additional year through November 7, 2015 and Lessor has agreed to the same;

NOW, THEREFORE, Lessor and Lessee agree for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, that the Agreement be amended as set forth below:

- a.) Article 3, Section 3.1 is amended to extend the Agreement through November 7, 2015.
- b.) All other terms and conditions of the Agreement, as amended, shall remain in full force and effect and shall continue to be binding upon the Parties.

[Signature and Jurat Pages Follow]

IN WITNESS WHEREOF, Lessor and Lessee have executed this Amendment No. 1  
effective October 1, 2014

Lessee: ALLEGIANT AIR, LLC

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Its: \_\_\_\_\_

Lessor: PEASE DEVELOPMENT AUTHORITY

By: \_\_\_\_\_

David R. Mullen

Its: Executive Director

STATE OF NEVADA

: ss.

COUNTY OF \_\_\_\_\_

On this \_\_\_\_\_ day of \_\_\_\_\_, 2014, before me, \_\_\_\_\_, the undersigned officer in and for said County and State, personally appeared \_\_\_\_\_, personally known to me (or proved to me on the basis of satisfactory evidence) to be the \_\_\_\_\_ of Allegiant Air, LLC, and on oath stated that he was authorized to execute this instrument and acknowledged it to be his free and voluntary act for the uses and purposes set forth herein.

\_\_\_\_\_  
Notary Public in and for said County and State  
Printed Name: \_\_\_\_\_  
My commission expires: \_\_\_\_\_

STATE OF NEW HAMPSHIRE

: ss.

COUNTY OF ROCKINGHAM

On this \_\_\_\_\_ day of \_\_\_\_\_, 2014, before me, \_\_\_\_\_, the undersigned officer in and for said County and State, personally appeared David R. Mullen, personally known to me (or proved to me on the basis of satisfactory evidence) to be the Executive Director of the Pease Development Authority and on oath stated that he was authorized to execute this instrument and acknowledged it to be his free and voluntary act for the uses and purposes set forth herein.

\_\_\_\_\_  
Notary Public in and for said County and State  
Printed Name: \_\_\_\_\_  
My commission expires: \_\_\_\_\_

# Memorandum

**To:** David R. Mullen, Executive Director  
**From:** Kim W. Hopper, A.A.E., Airport Manager  
**Date:** 10/9/2014  
**Subj:** Noise Report for September 2014



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For the calendar month of September 2014, we received a total of 49 calls and e-mails regarding noise generated by aircraft. Of the 49, 45 (91.8%) were regarding helicopters and 4 (8.1%) were regarding fixed wing aircraft.

The breakdown is as follows:

## Helicopters

- 45 inquiries were from 25 residences
- Of those 25 residences, 4 called multiple times with the one contacting us 19 times and the other 3 contacting us 2 times each
- 13 contacts were regarding non-based helicopters, 1 was regarding a PSM-based helicopter and 31 were unconfirmed with the presumption being that many of them were a PSM-based air tour charter operator
- Special Notes – 14 were first time callers, 4 people called 9/3 regarding State government helicopters on security duty for Air Force 2, and 7 people called 9/28 regarding non-based helicopters on a photo shoot for Smithsonian

## Fixed Wing Aircraft

- There were 4 calls on 4 different aircraft and all were non-based

October 9, 2014

- The four aircraft were 2 military fighter jets (one F-18 Hornet and one F-16 Falcon), 1 military KC-10 refueling tanker, and one Boeing 727-200 cargo aircraft

Breakdown by Community

- Portsmouth had 40 contacts, with 34 from south Portsmouth (19 from one resident), 2 from one resident in Sherburne Village, and the remaining were from other areas of the city. All but one were on helicopters, with the one fixed wing being an F-16 fighter.
- Other communities included New Castle with 3 (all helicopters), Rye with 2 (both helicopters), one from Stratham on an F-18 fighter, one from Durham on a Boeing 727-200 cargo aircraft, one from Greenland on a KC-10 refueling tanker and one from Kittery on non-based helicopters.

Attached is the noise log for the month of September 2014. Please do not hesitate to contact me with any questions.

Attachment

# PDA Noise Report Log

For the Period: 09/01/2014 to 09/30/2014

#	Date	Time	Caller Information	Type	Aircraft	Narratives	Follow Up
1	9/1/2014	15:27	Number 113 O'Leary Place Portsmouth, NH	ON	helicopter unconfirmed	Red helicopter flew directly over house, traveling in a direction to Pease. This helicopter was not at 1000 Feet. Time:15:15 date: 9/1.	McDonough returned call on 9/2 and discussed the rules helicopters fly under. The caller indicated that if the helicopter owner says he is not going to fly under 1000 ft then he should not go below 1000 ft or the neighbors are going to complain. He also mentioned he is on the Noise Compatibility Committee for many years.
2	9/2/2014	14:02	Number 13 Witmer Avenue Portsmouth, NH	ON	AS 350 BA Eurocopter non-based	I just had a helicopter come right over the tree line, less than a hundred yards from my house. Right over the neighbor's yard.	9/3- McDonough returned call. 9/6- McDonough called again with information that the owner of the helicopter was notified and he is going to meet with McDonough on his next trip to Portsmouth and discuss noise sensitive areas when arriving and departing.
3	9/2/2014	16:04	Number 35 South Mill Street Portsmouth, NH	ON	helicopter unconfirmed	"On Monday one of the crafts that flew over our house, and I guess it was because of the cloud cover, it was very loud. We couldn't hear our guests talking. And then 2 others at 1045 am and 1100, 15 minutes later another came from the same direction, from Pease, then at 12 o'clock another one came. I guess it was a busy day for them. OK. Just reporting. Thank you." Callers message was difficult to transcribe with sound quality and verbiage.	9/3 McDonough returned call to clarify wording on the initial complaint (caller was difficult to understand). Caller is interested in logging complaints and does not need a call back.
4	9/3/2014	12:15	Number 114 North School Street Portsmouth, NH	ON	Bell 407 non- based	Hello! There is a large helicopter that has been flying relatively low around Portsmouth for the past hour. The helicopter looks somewhat grayish and is rather loud. It seems as if this flight could be a training flight perhaps. The helicopter keeps circling the area, flying off, and coming back around. I am not one normally to complain. I see the red helicopters everyday and they don't bother me. This one however, is loud, low and somewhat anxiety producing. Thanks!	McDonough returned call 9/3 and informed caller that the State Police was on Air Force 2 detail.
5	9/3/2014	13:00	Number 115 Dennett Street Portsmouth, NH	ON	Bell 407 non- based	"Helicopter noise has been an issue here for a few weeks, but today it was unbearable. I work from home and it went on for a good 15 mins back and forth. This is ridiculous!"	McDonough returned call 9/3 and informed caller that the State Police is on Air Force 2 detail.

**TYPE KEY: AR=AM RUN-UP, PR=PM RUN-UP, MX=MAINTENANCE APU/GPU, ON=OVERFLIGHT NOISE, OL=OVERFLIGHT LOW, TGL=TOUCH AND GO LANDINGS, C=CIVILIAN, M=MILITARY, T=TRANSIENT, GPU=GROUND POWER UNIT, APU=AUXILIARY POWER UNIT, W=WEB REPORT**

# PDA Noise Report Log

For the Period: 09/01/2014 to 09/30/2014

#	Date	Time	Caller Information	Type	Aircraft	Narratives	Follow Up
6	9/3/2014	13:10	Number 95 South Street Portsmouth, NH	ON	Bell 407 non-based	I am phoning to complain about a bigger helicopter. It's not the little red one. This one makes even more noise. I'm looking out my window, at a little before 1:10 on Wednesday, and I see it hovering over near the downtown. Maybe it's right over downtown. But it makes a lot of noise. It's whack, whack, whack, and it's really annoying. So that's my complaint. Thank you.	McDonough returned call 9/3 and informed caller that the State Police is on Air Force 2 detail.
7	9/3/2014	13:14	Number 82 Dennett Street Portsmouth, NH	ON	Bell 407 non-based	Please have mercy on us. I'd really like to know what's going on with the helicopter noise. Incredibly large helicopters have been flying over my house for, I'd say, the last 1 1/2 hours. I've been trying to film them. Between the highway noise and the helicopter noise.....it's incredible. I have no idea. Hopefully it's due to an emergency and not for sightseeing. Anyway, thank you for hearing my complaint. It's greatly appreciated. It's incredibly loud. Thank you.	McDonough returned call 9/3 and informed caller that the State Police is on Air Force 2 detail.
8	9/4/2014	10:24	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT- Red helicopter passed directly over my house.	Caller has indicated in the past that a call back is unnecessary.
9	9/4/2014	10:25	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT- Red helicopter passed directly over my house.	Caller has indicated in the past that a call back is unnecessary.
10	9/4/2014	14:29	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter circling over Market Square.	Caller has indicated in the past that a call back is unnecessary.
11	9/5/2014	4:33	Number 116 Portsmouth Avenue New Castle, NH	ON	helicopter unconfirmed	Numerous low flies over Portsmouth. Also, can hear now at 4:30 am! (sic)	9/6- McDonough spoke with caller about his concerns with numerous helicopter activity. McDonough could not identify any helicopters flying at 4:30. McDonough did discuss that the airport cannot dictate where helicopters can fly.

**TYPE KEY: AR=AM RUN-UP, PR=PM RUN-UP, MX=MAINTENANCE APU/GPU, ON=OVERFLIGHT NOISE, OL=OVERFLIGHT LOW, TGL=TOUCH AND GO LANDINGS, C=CIVILIAN, M=MILITARY, T=TRANSIENT, GPU=GROUND POWER UNIT, APU=AUXILIARY POWER UNIT, W=WEB REPORT**

# PDA Noise Report Log

For the Period: 09/01/2014 to 09/30/2014

#	Date	Time	Caller Information	Type	Aircraft	Narratives	Follow Up
12	9/6/2014	15:52	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter circling over Market Square.	Caller has indicated in the past that a call back is unnecessary.
13	9/7/2014	11:25	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter passed directly over my house, then circled over Market Square.	Caller has indicated in the past that a call back is unnecessary.
14	9/7/2014	14:21	Number 117 Rye, NH	ON	helicopter unconfirmed	"Hello, I'm a resident of the Rye Beach area. I'm not a Portsmouth resident but I used to be. I've seen many of the complaint hotline notifications about this red helicopter. When I play tennis or make stops in Portsmouth for work, I hear them all the time. It's kind of disturbing. It goes over my home near Rye Beach (Rt 1A) on nice days like today (Saturday, 9/7/2014). It goes over 15-20 times a day. Low enough where I can almost see into its cockpit. My family, guests, everybody knows they're looking down on us and it's noisy and sounds like a search and rescue going on every sunny day. Almost all day long. So I figured I'd call myself to say it's a nuisance, too low, too often. I really don't know what the solution is, but it's really not pleasant when you're chilling and this red military style helicopter keeps flying low over your back yard, every 20 minutes on a sunny day. So if there is anything the City of Portsmouth can do, it would be a big help. Appreciate it. Thank you." (sic)	Caller did not leave any contact information.
15	9/8/2014	14:26	Number 43 Gates Street Portsmouth, NH	ON	Helicopter unconfirmed	"I'm calling on Monday because I didn't think anyone would be in Sunday. Yesterday was the most obnoxious of all the days that helicopters so far. Red helicopter was going over head back and forth, back and forth from about 10am I'd say maybe 11, I'm not sure. I know I was out trying to do some gardening outside. And then, we had all our windows shut all day and it was still so noisy as it went by all afternoon. Um, I'm calling because I find this helicopter to be a distraction, an annoyance, and it does not help me live my life peacefully. In fact it hinders it. Thank you."	Left message 9/9. No response.

**TYPE KEY: AR=AM RUN-UP, PR=PM RUN-UP, MX=MAINTENANCE APU/GPU, ON=OVERFLIGHT NOISE, OL=OVERFLIGHT LOW, TGL=TOUCH AND GO LANDINGS, C=CIVILIAN, M=MILITARY, T=TRANSIENT, GPU=GROUND POWER UNIT, APU=AUXILIARY POWER UNIT, W=WEB REPORT**



# PDA Noise Report Log

For the Period: 09/01/2014 to 09/30/2014

#	Date	Time	Caller Information	Type	Aircraft	Narratives	Follow Up
16	9/9/2014	7:46	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter again.	Caller has indicated in the past that a call back is unnecessary.
17	9/10/2014	15:02	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter	Caller has indicated in the past that a call back is unnecessary.
18	9/11/2014	11:13	Number 101 Hancock Street Portsmouth, NH	ON	helicopter unconfirmed	I am calling about the helicopters. The time is roughly 1110. I'm not sure if it was one helicopter that circled the south end and then went up over downtown Portsmouth and then came back and circled again, or if it was two separate helicopters. But it happened within a minute or two that two helicopters went over the south end. Um, both going um, toward the downtown, uh, away from, uh, the south end heading toward the airport. If you have any questions feel free to give me a call, if not, no call back is necessary. Thank you!	Did not follow up, per callers request.
19	9/12/2014	9:08	Number 118 Glengary Condos Stratham, NH	ON	F-18 non- based	The jet that flew by at 9 o'clock this morning was unbelievably loud. I mean unbelievably loud. Like I never heard before. Totally beyond acceptable levels of what is expected here. I don't know why we have to endure that kind of living in this area. Uhm. That's the information. I don't know. I know that sometimes there's new people that don't follow the guideline of where they are supposed to be flying. But everyone should know where they should be flying and not flying over these residential communities. It was horrifically loud. I can't say it enough times. And again it occurred at 9 o'clock this morning and today is September 12th. On a Friday. Thank you very much. Bye-bye.	9/12- McDonough informed the caller that it was an F-18 departing with other aircraft on a mission. The caller was under the impression they were not flying in the correct flight path. McDonough explained they were flying as instructed.
20	9/12/2014	14:27	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter	Caller has indicated in the past that a call back is unnecessary.

**TYPE KEY: AR=AM RUN-UP, PR=PM RUN-UP, MX=MAINTENANCE APU/GPU, ON=OVERFLIGHT NOISE, OL=OVERFLIGHT LOW, TGL=TOUCH AND GO LANDINGS, C=CIVILIAN, M=MILITARY, T=TRANSIENT, GPU=GROUND POWER UNIT, APU=AUXILIARY POWER UNIT, W=WEB REPORT**

# PDA Noise Report Log

For the Period: 09/01/2014 to 09/30/2014

#	Date	Time	Caller Information	Type	Aircraft	Narratives	Follow Up
21	9/13/2014	8:44	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	"NOISE COMPLAINT - Red helicopter directly over my house, circling over S. playground" (sic)	Caller has indicated in the past that a call back is unnecessary.
22	9/13/2014	12:29	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter directly over my house, VERY LOW. Still waiting for the Pease Development Authority to do something about this.	9/13- McDonough returned the call even though the caller has stated it is unnecessary to call him back because he just wants a record of his daily complaints. McDonough asked about his statement "Still waiting for the Pease Development to do something about this". We have previously discussed that the PDA does not and can not dictate where a helicopter can fly.
23	9/13/2014	12:48	Number 68 Miller Avenue Portsmouth, NH		helicopter unconfirmed	NOISE COMPLAINT - Red helicopter over my house again.	Caller has indicated in the past that a call back is unnecessary.
24	9/13/2014	13:03	Number 47 Pickering Avenue Portsmouth, NH	ON	helicopter unconfirmed	Today the helicopters are outrageous. Their buzzing is out of control. It is 9/13, 2014. This Saturday they've been just coming around and going low. I don't know what he is thinking. Um, but again it was outrageous today. Please, please relay it, my complaint. I heard it through the grape vine that just because people weren't calling he thought no one cared. I think people are feeling once they call they have made their complaint and you should know from hearing others probably complain. But today it was out of control. Thank you. Um, it is about 4 after 1 and it has been going on since about 10 this morning. Have a good day.	McDonough spoke with caller on 9/14. Caller is very vocal about not wanting helicopters flying over Portsmouth.
25	9/13/2014	13:07	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter again.	Caller has indicated in the past that a call back is unnecessary.

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# PDA Noise Report Log

For the Period: 09/01/2014 to 09/30/2014

#	Date	Time	Caller Information	Type	Aircraft	Narratives	Follow Up
26	9/13/2014	13:22	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter again. Pretty relentless today.	Caller has indicated in the past that a call back is unnecessary.
27	9/14/2014	13:58	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter passed directly over my house.	Caller has indicated in the past that a call back is unnecessary.
28	9/15/2014	12:04	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter over Market Square, VERY LOW.	Caller has indicated in the past that a call back is unnecessary.
29	9/15/2014	12:16	Number 117 Rye, NH	ON	helicopter unconfirmed	Good Afternoon. I've called once before and I'm calling again because the red helicopters continue to fly over a central road, Perkins Rd., in Rye Beach, NH. I know there is a hotline in Portsmouth for those residents that have noise concerns. I don't know how many calls you get from the Rye area, but this has been going on for five months already now. Every time the weather gets good, this red helicopter clearly flies at eye sight level all afternoon on sunny days. It's nonstop. I moved out here to get away from the city and noise. I was trying to get a little bit of privacy in the woods and it's just really irritating. I'm not going to leave my name and number at this point. If the noise continues, I will. I just wanted to voice my concern and not get too involved. If it continues, I will get involved and make my voice heard a little louder. I appreciate anything that can be done. Thank you.	Caller did not leave any contact information but is a repeat caller.
30	9/15/2014	15:45	Number 13 Witmer Avenue Portsmouth, NH	ON	R-66 based	It is Monday at 1545. I had a helicopter, a red helicopter, fly within 200-250 yards over my house at tree-top level. I think that is a little bit unnecessary but I'm reporting it just the same. Thank you.	9/16- McDonough returned the call. McDonough spoke with owner of the helicopter and discussed south bound departures (on going).

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# PDA Noise Report Log

For the Period: 09/01/2014 to 09/30/2014

#	Date	Time	Caller Information	Type	Aircraft	Narratives	Follow Up
31	9/17/2014	13:45	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter over Market Square	Caller has indicated in the past that a call back is unnecessary.
32	9/18/2014	9:09	Number 120 Frontier Street Portsmouth, CH	ON	helicopter unconfirmed	I'm complaining about the red helicopter at 9 o'clock this morning. It's buzzing my house back and forth. Very loud. It also occurred last Friday and Saturday between the hours of 12 and 2, I believe. I think it's inappropriate and I don't like it. You don't have to call back but I think that this area is not conducive to this activity. I have lived here 65 years. Thank you.	9/19-McDonough gave the caller the number for FISO. The caller wanted to discuss the regulations with the FAA.
33	9/18/2014	11:29	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter again.	Caller has indicated in the past that a call back is unnecessary.
34	9/18/2014	14:19	Number 111 Dodge Avenue Portsmouth, NH	ON	F16 non- based	"I'm calling to complain about the noise from planes or jets. I don't know my aircraft so I don't know what it is, but something is very noisy taking off. It sounds like probably military planes. That certainly don't make me feel any safer. Um, it is Thursday, September 18th. Right now it is about [cut off]"	Left message 9/20. No response.
35	9/18/2014	14:46	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter yet again.	Caller has indicated in the past that a call back is unnecessary.

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# PDA Noise Report Log

## For the Period: 09/01/2014 to 09/30/2014

#	Date	Time	Caller Information	Type	Aircraft	Narratives	Follow Up
36	9/18/2014	15:58	Number 119 Johnson Court Portsmouth, NH	ON	helicopter unconfirmed	I live in the south end over the, um, next to the Mill Pond, um, near South St. in Portsmouth. And, uh, for the last, I don't know, 4 weeks or more, um, we've been getting this little red helicopter that buzzes our house. It sounds very low and the chopper blades are making lots of noise and rattling our windows. Uh, and this happens as much as every 5 to 8 minutes in the afternoon on peak times of tourism. I think it's a tour helicopter or something. I would like to complain about that. It's, um, very interruptive of our peace and quiet in our neighborhood. They should be redirected not to be allowed to come over the same area more than once a day. Thank you."	Left message 9/19. No response.
37	9/21/2014	13:00	Number 125 New Castle Avenue Portsmouth, NH	ON	helicopter unconfirmed	Throughout the summer, again today, I'm listening to ongoing noise of helicopter overhead. It typically makes 2-3 passes over our property / neighborhood, usually followed by another tour. Very irritating, detracts from enjoyment of our property and community. I'm also concerned about noise impact on wildlife in around marshes and coastline. Most unfortunately that the helitours(sic) can operate continuously over a small, densely populated community like Portsmouth.	9/24-McDonough left a message. No response.
38	9/24/2014	11:16	Number 128 Marina Heights New Castle, NH	ON	R44 non- based	Please call me about helicopter activity.	McDonough returned call on 9/24. After speaking with Port City Air, McDonough was able to follow up with the owner of helicopter who indicated they were on a photo shoot for a hotel in New Castle. McDonough followed up with the caller on 9/29.
39	9/24/2014	14:53	Number 68 Miller Avenue Portsmouth, NH	ON	helicopter unconfirmed	NOISE COMPLAINT - Red helicopter over my house and circling around Market Square.	Caller has indicated in the past that a call back is unnecessary.
40	9/24/2014	17:05	Number 126 Perley Lane Durham, NH	ON	B722 non- based	"Very loud noise from plane passing overhead. It sounded like a large plane passing very low. Windows rattled, woke us up."	McDonough left message on 9/29. No response.

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#	Date	Time	Caller Information	Type	Aircraft	Narratives	Follow Up
41	9/24/2014	20:39	Number 127 Sanderson Avenue Greenland, NH	TGL	KC10 non-based	"You can let this plane land anytime it wants. It's been pretty low. It's about the 10th or 15th time it's been over the house. Enough with the training."	Left message 9/25. No response.
42	9/26/2014	15:32	Number 55 State Street Portsmouth, NH	ON	helicopter unconfirmed	I had called several times before, it is about the helicopter. I'm visually impaired, I do know the sound and this afternoon I cannot give you an exact time because it's been almost constant and I can't believe their flying over a thousand feet even though the owner says they don't have too. Well clearly I don't think they are. Um, this afternoon at one point, one of the helicopters going overhead was so absolutely low my building shook. And this is an 1824 building. It's pretty remarkable. It's like we're under attack here. I, I'm stunned. I don't know what can be done. It's very unpleasant and upsetting. It's like there is a terrorist over our head. Ok, (unaudible) maybe they can fly around Portsmouth. I don't know but, but to fly in circles right over head right downtown is inexcusable. Thank you.	Left message 9/29. No response.
43	9/28/2014	13:23	Number 123 Mechanic Street Portsmouth, NH	ON	helicopter 206B/UH-60 non-based, combination	Good afternoon. It is Sunday afternoon at about 1:20. I've been having lunch in my nice garden, in my back yard and the red helicopter keeps on flying over and over our place. I would think that it's been circling our place several times because the interim of it coming back is something like 30 to 60 seconds. And I've been out here for about an hour and I've counted 4 times, 5 times, 6 times, now and I don't like it. Thank you.	Left message 9/29. No response.
44	9/28/2014	13:32	Number 48 Mechanic St Portsmouth, NH	ON	helicopter 206B/UH-60 Combination	I just want to say that the helicopters flying over the south end today have been excessive. It doesn't go anywhere else. It just keeps going over and over and over the south end. It was also for a brief time in New Castle. It comes out to New Castle as well. But I mean the noise doesn't stop. Um, I just want to report that it started as early as I can remember this morning. Um, and yesterday I logged it from 2:15 every 10 minutes, 2:15, 2:20, 2:30, 2:40, 2:50, 3:05, 5:10 and their circling the south end every five to ten minutes now. Not exactly the most pleasant thing in the world. Thank you.	McDonough left message 9/29 and again 10/5. McDonough spoke with caller on 10/7 and discussed a non-based helicopter was taking pictures for the Smithsonian. There were multiple trips over Portsmouth from the NH Army Guard giving new recruits exposure to the UH-60. The caller thanked McDonough for the follow up.

# PDA Noise Report Log

For the Period: 09/01/2014 to 09/30/2014

#	Date	Time	Caller Information	Type	Aircraft	Narratives	Follow Up
45	9/28/2014	15:26	Number 124 Baycliff Road Portsmouth, NH	ON	helicopter 206B/UH-60 non-based	Red tour helicopters have been flying overhead much of the day. They seem to be flying between Pease and the Isles of Shoals, but seem to be circling the south end. It is Sunday, and we have not had any peace or quiet. Thanks	Left message 9/29 and 10/6. No response
46	9/28/2014	15:29	Number 122 Kittery, Maine	ON	helicopter 206B/UH-60 non-based	All day long today. September 28th 2014. The red helicopter has been circling all day long. This is getting very annoying. It has been going on all summer. Enough is enough. Take him down.	Message left 9/29. No response.
47	9/28/2014	15:36	Number 90 Washington St Portsmouth, NH	ON	helicopter 206B/UH-60 non-based	There have been helicopters circling my neighborhood. I just looked up at a blue-gray one with white stripes on the side that was hovering slowly, circling over my house. It was very low and loud. I live in a neighborhood, not next to the airport. If I wanted to listen to helicopters all day, I would MOVE next to the airport. Make them fly up higher. It's obnoxious.	Left message on 9/29. No response.
48	9/28/2014	15:59	Number 121 South Street Portsmouth, NH	ON	helicopter 206B/UH-60 non-based, combination	Um, I sat in my garden from about noon to 4 o'clock and recorded probably ten or more helicopters passing overhead. It's not the same helicopter back and forth. Another helicopter, which I think may be a police helicopter. The other one was a red tourist helicopter. They fly very low and make a tremendous amount of noise. I have never complained before but now I am. I'm adding my voice to complaints about to many flights, to low over south, the south end of Portsmouth. Thank you.	Left message 9/29. No response.
49	9/29/2014	11:39	Number 128 Marina Heights New Castle, NH	ON	helicopter 206B/UH-60 non-based	Please call me about this weekend's helicopter activity.	McDonough returned call 9/29. Caller was upset with how low a helicopter was flying on Sunday. 9/30- McDonough spoke with the owner of the non-based helicopter and was informed the company was hired to take photos for the Smithsonian.

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MOTION

Director Torr:

The Pease Development Authority Board of Directors authorizes the Executive Director to expend funds in the total amount of \$1,525.17 for legal services rendered to the Pease Development Authority by:

1.	Sheehan Phinney Bass + Green Through August 31, 2014	Total	\$1,525.17 =====
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N:\RESOLVES\Legalservices1014.wpd



SHEEHAN PHINNEY BASS + GREEN,  
PROFESSIONAL ASSOCIATION  
1000 ELM STREET  
P.O. BOX 3701  
MANCHESTER, NH 03105-3701

SERVICE AND EXPENSE MAILBACK SUMMARY

RE: Trade Port - General Representation  
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CLIENT/CASE NO. 14713-10167  
BILLING ATTORNEY: Robert P Cheney

TOTAL FOR PROFESSIONAL SERVICES RENDERED:	\$1,392.00
TOTAL EXPENSES:	\$133.17
	-----
TOTAL THIS BILL:	\$1,525.17
	-----
PREVIOUS BALANCE:	\$4,803.50
	-----
TOTAL BALANCE DUE:	\$6,328.67
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PAYMENT DUE 30 DAYS FROM INVOICE DATE

Please return this page with your remittance and please reference the client/case number on all related correspondence.

AMOUNT PAID... \$ \_\_\_\_\_

MEMORANDUM

To: Pease Development Authority Board of Directors  
From: David R. Mullen, Executive Director *DRM*  
Date: October 16, 2014  
Re: Commercial Mooring Transfers

In accordance with the "Delegation to Executive Director: Consent, Approval and Execution of Mooring Permit Transfers" adopted by the Board on January 24, 2002, I am pleased to report that PDA has approved of commercial mooring permit transfer for the following permit:

	<u>Permit</u>	<u>Business</u>	<u>Date of Approval</u>
Hampton Harbor Transferor: Transferee:	No. 595 Gauron Fisheries, Inc. Josiah Beringer	Commercial Fishing	9/22/14

The Delegation to Executive Director: Consent, Approval and Execution of Mooring Permit Transfers provides that:

"A Mooring Permit Transfer request submitted to this delegation of authority shall not be consented to, approved or executed unless all of the following conditions are met:

1. In accordance with NH Administrative Rule Por 301.08 (superseded by Pda 508.01 (a) - (d)), a commercial boat owner must submit to the Division documented proof of the commercial nature of the business being sold.

These conditions have been met.

P:\PortAuthority\Moorings\Transfers\BoardMemos\Boardmem1014.wpd

September 22, 2014

Denise A. Gauron, President  
Gauron Fisheries, Inc.  
1 Ocean Blvd.  
Hampton Beach, NH 03842

RE: Request to Transfer Commercial Moorings  
Commercial Mooring No. 595, Hampton Harbor, New Hampshire

Dear Ms. Gauron:

Please be advised that Pease Development Authority - Division of Ports and Harbors has approved of your request to transfer the above referenced commercial mooring to Josiah Beringer of 12 River Avenue, Hampton, NH 03842 in connection with the sale of your commercial fishing business, 14' fishing boat, New Hampshire registration No. NH 1310 BB.

You and Josiah Beringer have represented that Josiah Beringer intends to use the mooring for commercial fishing related purposes. Please be advised that the approval to transfer the mooring is subject to the condition that Josiah Beringer will continue to use the mooring for commercial fishing related purposes.

In accordance with the administrative rules which govern the transfer of commercial moorings; "[i]f the holder of a commercial use mooring permit ceases operation of the commercial entity for which the permit was issued, the permit shall lapse." See enclosed copy of Pda 508.01(d). By copy of this letter, Josiah Beringer is being put on notice of this provision.

Thank you for your attention to this matter.

Sincerely,



David R. Mullen  
Executive Director

:jlp

Enclosure

cc: Geno Marconi, Director PDA-DPH  
Irv Canner, Director of Finance  
Josiah Beringer  
PDA Legal Dept.

PART Pda 508 TRANSFER OF MOORING PERMITS

Pda 508.01 Transfer of Commercial Use Mooring Permits.

(a) A commercial vessel owner may transfer his or her commercial use mooring permit(s) to a new owner if the permit holder's business, including the vessel for which the commercial use mooring permit(s) was issued by the division, is sold or under a contract of sale, subject to:

- (1) The buyer's submitting an application for a commercial use mooring permit for the same type of business or another type of business that would qualify for a commercial use mooring permit and all applicable documentation;
- (2) Payment of the commercial use mooring permit transfer fee for transfers pursuant to Pda 508.01(a), provided that fees paid in the form of a check or a money order shall be made payable to "Pease Development Authority, Division of Ports and Harbors;" and
- (3) Approval of the transfer by the authority upon the buyer's showing that he or she has complied with all the requirements for a commercial use mooring permit.

(b) The owner of a water-dependent business as described in Pda 502.30(b) may transfer his or her commercial use mooring permit(s) to a new owner if the permit holder's business is sold or under contract of sale, subject to:

- (1) The buyer's submitting an application for a commercial use mooring permit for a water-dependent business as described in Pda 502.30(b) and all applicable documentation;
- (2) Payment of the commercial use water dependent business mooring permit transfer fee for transfers pursuant to Pda 508.01(b), provided that fees paid in the form of a check or a money order shall be made payable to "Pease Development Authority, Division of Ports and Harbors;" and
- (3) Approval of the transfer by the authority upon the buyer's showing that he or she has complied with all the requirements for a commercial use mooring permit.

(c) The division shall only consider written transfer requests made by the owner of record and mailed or hand delivered to its office at:

Deliver To:

Pease Development Authority  
Division of Ports and Harbors  
555 Market Street  
Portsmouth, NH 03801

Mail To:


Pease Development Authority  
Division of Ports and Harbors  
555 Market Street  
Portsmouth, NH 03802-0369

(d) If the holder of a commercial use mooring permit ceases operation of the commercial entity for which the permit was issued, the permit shall lapse.



**PEASE**  
INTERNATIONAL  
PORTS AND HARBORS

555 Market Street, Suite 1 Portsmouth, NH 03801

TO: David Mullen, Executive Director, PDA  
FROM: Geno J. Marconi, Director, DPH   
DATE: September 16, 2014  
RE: Commercial Mooring Transfer

The Pease Development Authority, Division of Ports and Harbors has received a request for the transfer of a commercial mooring, permit #595, from Gauron Fisheries to Josiah Beringer.

I have reviewed the attached paperwork and concur with the local Harbormaster and Chief Harbormaster that the request meets all the requirements of the PDA-DPH Code of Administrative Rules regarding commercial mooring transfers. Therefore, I am requesting approval of the transfer.

If you have any questions or need further information, please let me know.

○○○○ TAKING YOU THERE

ph: 603-436-8500 fax: 603-436-2780 [www.peasedev.org](http://www.peasedev.org)

Division of Ports & Harbors  
Memorandum

To: Capt. Geno J. Marconi  
From: Chief H/M Tracy R. Shattuck *TRS*  
Re: Commercial Transfer  
Date: September 15, 2014

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Rocky Gauron of Gauron Fisheries and Josiah Beringer are requesting the transfer of a Commercial Use Mooring Permit (#595) in the Hampton Harbor area 1 mooring field. Gauron asserts that they are selling the ground fishing business unit. Attached is documentation of Gauron Fisheries commercial enterprise in the form of license and advertising. Note that they used the same documentation for all 5 of their mooring permits.

Beringer is buying Gauron Fisheries' boat and business. Beringer has provided an application, and fishing licenses and has paid the transfer fee and initial application fee. He has also provided a bill of sale and a request for the mooring transfer.

I have reviewed this application and I believe that it is in compliance with the administrative rules.

I recommend that permit #595 be transferred to:

Josiah Beringer  
12 River Ave  
Hampton, NH 03842

MOTION

Director Loughlin:

The Pease Development Authority Board of Directors hereby ratifies and approves of the Amendment to License and Operating Agreement of International Salt Company, LLC ("ISCO") for its operations at the Market Street Terminal, effective September 29, 2014 to effect the assignment of ISCO's License to Morton Salt, Inc; on the same terms and conditions contained in the Amendment to License and Operating Agreement and in accordance with the memorandum of David R. Mullen, Executive Director, dated October 8, 2014 attached hereto

N:\RESOLVES\ISCOAssign1014.wpd

MEMORANDUM

To: PDA Board of Directors  
From: David R. Mullen   
Re: Assignment of International Salt Company License to Morton Salt, Inc.  
Date: October 8, 2014

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On September 29, 2014 International Salt Company, LLC (ISCO) assigned its License and Operating Agreement with PDA to Morton Salt, Inc.(MSI). Both ISCO and MSI are subsidiaries of K+S Group, AG, a German based agricultural chemical and salt company, headquartered in Kassel, Germany. K+S merged the two companies to form one integrated North American business with MSI being the surviving entity.

I will be asking the Board to ratify and approve of the assignment at its October 16, 2014 meeting.



## AMENDMENT TO LICENSE AND OPERATING AGREEMENT

This Amendment ("Amendment") is dated effective September 29, 2014, by and between **International Salt Company, LLC** a Delaware limited liability company ("ISCO"), **Morton Salt, Inc.**, a Delaware corporation ("MSI"), and **Pease Development Authority – Division of Ports and Harbors**, an agency of the State of New Hampshire established pursuant to RSA Ch. 12-G, 360 Corporate Drive, Portsmouth, NH 03801 ("PDA-DPH"), to an existing License and Operating Agreement between PDA-DPH and ISCO dated August 22, 2001, as amended by Amendment Nos. 1-10, respectively (the "Contract"). Each entity may be referred to as a "Party" or collectively, as the "Parties."

WHEREAS, PDA-DPH and ISCO are parties to the Contract pursuant to which ISCO leases the use of certain premises from PDA-DPH in New Hampshire for stockpiling salt and related activities in connection with ISCO's Market Street Terminal operations;

WHEREAS, ISCO has exercised all four annual options, such that the last term of the Agreement ends May 31, 2015;

WHEREAS, ISCO has notified PDA-DPH in writing of ISCO's merger into its K+S Group affiliate, MSI, on or about September 29, 2014, with MSI being the surviving entity, and as a result of said merger, ISCO's entire business has transferred to MSI;

WHEREAS, the Parties agree to amend the Contract to assign ISCO's rights and obligations under the Contract to MSI effective September 29, 2014; and

WHEREAS, the Parties also agree to amend the Contract to update the "Notices" provisions to include the appropriate contact information for MSI in lieu of ISCO effective September 29, 2014;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, the Parties hereto agree as follows:

1. Effective September 29, 2014, International Salt Company, LLC hereby assigns all of its rights and obligations under the Contract to Morton Salt, Inc., and MSI hereby accepts and assumes the assignment of all such rights and obligations.
2. Effective September 29, 2014, all references in the Contract to "International Salt Company, LLC" (or abbreviations thereof) are replaced with "Morton Salt, Inc." Additionally, any references to ISCO's address, state of organization, entity type, and contact information are replaced with MSI's respective information as follows: **Morton Salt, Inc., a Delaware corporation, 123 North Wacker Drive, Chicago, Illinois 60606.**
3. Effective September 29, 2014, Article 17 (Notices) of the Contract is amended to provide notice to MSI (as the successor/assignee of ISCO) as follows:

Morton Salt, Inc.  
123 North Wacker Drive  
Chicago, Illinois 60606  
Attention: Senior Director Supply Chain Bulk Salt North America  
Telephone: (312) 807-2000 (ext. 2136)  
Facsimile: (312) 807-2795

With copy to:  
Morton Salt, Inc. Legal Department  
Telephone: (312) 807-2000  
Facsimile: (312) 807-2795

4. Except as amended by the express terms in this Amendment, all other terms of the Contract remain in full force and effect.

5. This Amendment may be executed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed as of the day and year first written above.

Licensee:

INTERNATIONAL SALT COMPANY, LLC

By: 

Name: Daniel P. Thompson

Title: Chief Executive Officer

Date: 9/26/2014

Licensors:

PEASE DEVELOPMENT AUTHORITY  
DIVISION OF PORTS AND HARBORS

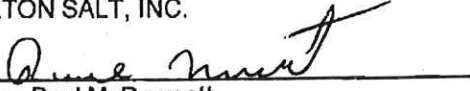
By: 

Name: David Molkau

Title: Executive Director

Date: 10/6/14

MORTON SALT, INC.

By: 


Name: Paul McDermott

Title: Senior Director Supply Chain Bulk Salt  
North America

Date: 2014.09.26

And:

MORTON SALT, INC.

By: 

Name: Linda Hetz

Title: Director Logistics Bulk Salt North America

Date: 2014.09.26

**MOTION**


Director Bohenko:

The Pease Development Authority Board of Directors hereby authorizes the Executive Director to enter into a Right of Entry with New Hampshire Community Seafood for a portion of the facilities located at the Portsmouth Fish Pier retroactively effective July 1, 2014; all upon terms and conditions substantially the same terms and conditions set forth in the memorandum from Geno J. Marconi, Division Director, dated October 7, 2014 and attached hereto.

N:\RESOLVES\NHComSeafood1014.wpd

DATE: October 7, 2014

TO: PDA Board of Directors

FROM: Geno J. Marconi, Director  
Division of Ports and Harbors 

SUBJECT: Office Rental, Portsmouth Commercial Fish Pier

The Division of Ports and Harbors received a request from New Hampshire Community Seafood (NHCS) to extend the rental of office space in the building at the Portsmouth Commercial Fish Pier located on Pierce Island. The organization, employing one manager, is a harvest cooperative modeled organization with membership of commercial fishermen, processors and consumers.

Attached is the letter of request and the need for the office space at the fish pier . Additionally, the NHCS will pick-up and distribute seafood from the Portsmouth Commercial Fish Pier and from the Rye and Hampton Harbor Marine Facilities. There will be no retail sales of seafood to the public; distribution of seafood will be limited to members of the NHCS. The Division works closely with many of the members of the NHCS (commercial fishermen) and supports this request.

Therefore, in accordance with RSA 12-G:43 (b) "Aid in the development of the salt water fisheries and associated industries" the Division of Ports and Harbors recommends that the Pease Development Authority approves a Right of Entry (ROE) to New Hampshire Community Seafood for the use of office space subject to the following terms and conditions:

**LOCATION:** Portsmouth Commercial Fish Pier  
1 Pierce Island Road  
Portsmouth, NH 03801

**PREMISE:** Eighty Five (85) square feet of office space including access through and use of the common area, including rest rooms, as shown on the attached diagram

**PURPOSE:** Provide a central location for the manager of New Hampshire Community Seafood

**FEE:** \$500.00 per month

**TERM:** Two (2) years commencing July 1, 2014 through June 30, 2016

**INSURANCE:**

\$1,000,000 commercial general liability (CGL) insurance per person / aggregate and workers compensation coverage. CGL to name PDA-DPH and State of NH as additional insureds and be primary and non-contributing with respect to any coverages carried by PDA-DPH, self insured or otherwise. Automobile coverage in the minimum amount of \$1,000,000 to the extent there is an insurable interest.

**ADDITIONAL TERMS  
AND CONDITIONS:**

The NHCS agrees to comply with all Administrative Rules and Policies promulgated by the Pease Development Authority Division of Ports and Harbors



September 20, 2014

To: Geno Marconi, Director of Ports and Harbors, Pease Development Authority

From: New Hampshire Community Seafood

Re: Extending the yearly lease agreement at 1 Pierce Island Road, Portsmouth NH

To whom it may Concern,

New Hampshire Community Seafood (NHCS) requests an extension for the "right of entry" (ROE) to occupy the office space located in the facility at 1 Pierce Island Rd, Portsmouth NH. On behalf of the Pease Development Authority Division of Ports and Harbors, NHCS and its employees, agents and business invitees were granted authority to enter and use (subject to the terms and conditions set forth in the right of entry agreement) office space in a portion of the above referenced premises. This ROE was granted for a period of one year that commenced July 16, 2013 for the purpose of providing office space for the manager of NHCS. The ROE was issued at the sole risk of NHCS and for the use expressly set forth in the right of entry agreement and for no other use without the written consent of the Pease & Development Authority Division of Ports and Harbors ("PDA-DPH").

This ROE was scheduled to terminate at midnight on July 16, 2014, unless otherwise extended by agreement of the Pease Development Authority Division of Ports and Harbors. NHCS requests an extension for the ROE to the facility at 1 Pierce Island Road, subject to the same conditions previously set forth in the right of entry agreement originally signed in 2013. The office space in this location has provided critical access for communication and outreach with our fishermen, which has allowed a much more transparent and open relationship with the NH fishing fleet.

Thank you for your time and consideration of this extension,

Sincerely,

Joshua Wiersma, Ph.D.



Chief Executive Officer, New Hampshire Community Seafood

MOTION

Director Lamson:

The Pease Development Authority Board of Directors hereby authorizes the Executive Director to enter into a Right of Entry with the XI and XII Northeast Fishery Sectors ("the Sector") retroactively effective July 1, 2014 for office space located at the Portsmouth Fish Pier on substantially the same terms and conditions set forth in the memorandum from Geno J. Marconi dated October 7, 2014 and attached hereto.

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555 Market Street, Suite 1 Portsmouth, NH 03801

PORTS AND HARBORS

TO: PDA Board of Directors

FROM: Geno J. Marconi, Director  
Division of Ports and Harbors 

DATE: October 7, 2014

SUBJECT: Office Rental, Portsmouth Commercial Fish Pier

The Division of Ports and Harbors received a request from the XI and XII Northeast Fishery Sectors (The Sector) to extend the rental of office space in the building at the Portsmouth Commercial Fish Pier located on Pierce Island. These two Sectors, employing one manager, represent the commercial ground fishermen of New Hampshire.

Attached is the letter of request which describes the establishment of the Sector, the work the Sector manager performs and the need for the office space at the fish pier. The Division works closely with the members of the Sector and supports this request.

Therefore, in accordance with RSA 12-G:43 (b) "Aid in the development of the salt water fisheries and associated industries" the Division of Ports and Harbors recommends that the Pease Development Authority approves a Right of Entry (ROE) to the Sector for the use of office space subject to the following terms and conditions:

**LOCATION:** Portsmouth Commercial Fish Pier  
1 Pierce Island Road  
Portsmouth, NH 03801

**PREMISE:** One Hundred Twenty Three (123) square feet of office space and access through common area, including rest rooms, as shown on the attached diagram

**PURPOSE:** Provide a central location for the manager of the Northeast Fishery Sectors (The Sector) representing the New Hampshire Ground Fishermen in accordance with Amendment 16 to the Magnuson-Stevens Fisheries Management and Conservation Act

**FEE:** \$500.00 per month

**TERM:** Two (2) years commencing July 1, 2014 through June 30, 2016

**INSURANCE:** \$1,000,000 commercial general liability (CGL) insurance per person / aggregate and workers compensation coverage. CGL to name PDA-DPH and State of NH as

○ ○ ○ ○ TAKING YOU THERE

ph: 603-436-8500 fax: 603-436-2780 www.peasedev.org

additional insureds and be primary and non-contributing with respect to any coverages carried by PDA-DPH, self insured or otherwise. Automobile coverage in the minimum amount of \$1,000,000 to the extent there is an insurable interest.

**ADDITIONAL TERMS  
AND CONDITIONS:**

The Sector agrees to comply with all Administrative Rules and Policies promulgated by the Pease Development Authority Division of Ports and Harbors



September 20, 2014

To: Geno Marconi, Director of Ports and Harbors, Pease Development Authority

From: XI & XII Northeast Fishery Sector Inc.

Re: Extending the two year lease agreement at 1 Pierce Island Road, Portsmouth NH

To whom it may Concern,

XI & XII Northeast Fishery Sector Inc. ("the NH sectors") request an extension for the "right of entry" (ROE) to occupy the office space located in the facility at 1 Pierce Island Rd, Portsmouth NH. On behalf of the Pease Development Authority Division of Ports and Harbors, the sector and its employees, agents and business invitees were granted authority to enter and use (subject to the terms and conditions set forth in the right of entry agreement) 123 square feet of office space in a portion of the above referenced premises. This ROE was granted for a period of two years that commenced July 1, 2012 for the purpose of providing office space for the manager of the sector 11. The ROE was issued at the sole risk of the NH Sectors and for the use expressly set forth in the right of entry agreement and for no other use without the written consent of the Pease & Development Authority Division of Ports and Harbors ("PDA-DPH").

This ROE was scheduled to terminate at midnight on June 30, 2014, unless otherwise extended by agreement of the Pease Development Authority Division of Ports and Harbors. The NH Sectors requests an extension for the ROE to the facility at 1 Pierce Island Road for another 2 years (commencing July 1, 2014), subject to the same conditions previously set forth in the right of entry agreement originally signed in 2012. The office space in this location has provided critical access for communication and outreach with our fishermen, which has allowed a much more transparent and open relationship with the NH fishing fleet.

Thank you for your time and consideration of this extension,

Sincerely,

Joshua Wiersma, Ph.D.



Manager, XI and XII Northeast Fishery Sector Inc.

MOTION

Director Allard:


The Pease Development Board of Directors hereby approves of and authorizes the Director of the Division of Ports and Harbors to submit a request to the US Dept. Of Commerce Foreign-Trade Zone Board for a minor boundary modification transfer authority of the Foreign Trade Zone ("FTZ") No. 3 located in Dover, New Hampshire to FTZ No. 4 located in Londonderry, New Hampshire; all in accordance with the memorandum of Geno J. Marconi, Division Director, dated October 7, 2014 attached hereto.

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Date: October 7, 2014

To: PDA Board of Directors

From: Geno Marconi, Port Director 

Subject: Foreign-Trade Zone Minor Boundary Modification Application

In accordance with RSA 12-G:38 and pursuant to the Foreign-Trade Zones Act, 19 U.S.C., Section 81, the Pease Development Authority, Division of Ports and Harbors (Division) through an Order of the Foreign-Trade Zones Board (FTZ Board) was Granted "Authority" to establish, operate and maintain Foreign-Trade Zone No. 81 (FTZ #81) in the State of New Hampshire on January 20, 1983.

Presently, the FTZ #81 Project (Project) consists of:

**Five (5) General Purpose Sites**

Site 1 - 11 acres at the Market Street Marine Terminal

Site 2 - 175 acres at the Portsmouth Industrial Park, Lafayette Road

Site 3 - 54 acres at the Crosby Industrial Park, Dover

Site 4 - 1,469 acres at the Manchester Airport (Manchester and Londonderry)

Site 5 - 2,095 acres at the Pease International Tradeport

**Two (2) Manufacturing Subzones**

#81C - Westinghouse Nuclear Division, Newington

#81D - Millipore Corporation, Jaffery

The Division has received a request from IMS Worldwide, Inc., on behalf of their client, Prologis, to incorporate a fifty (50) acre property owned by Prologis into FTZ Site #4. The property is located in Londonderry, abutting FTZ Site 4 (location map attached). The purpose of the request to include the property into the FTZ Site is to accommodate Prologis' tenant UPS-Supply Chain Solutions (UPS-SCS) in order that UPS-SCS may warehouse imported merchandise in Foreign-Trade Zone Status, all in

accordance with the U.S. Customs and Border Protection (USCBP) Foreign-Trade Zone Regulations. UPS-SCS would be the applicant for FTZ activation as FTZ operator and user of the site.

In accordance with Regulations: 15 CFR Part 400, Foreign-Trade Zones Board, application may be made by the Grantee of a Zone Project, to the FTZ Board, for a Minor Boundary Modification to transfer FTZ designation from an FTZ Site within an authorized zone project to the proposed FTZ location. From a review of the General Purpose Sites within FTZ #81, the Division identified the 54 acres at FTZ Site 3 as the appropriate site from which to transfer FTZ designation to the Londonderry location (map attached).

A transfer of FTZ designation does NOT preclude future FTZ activity at the Dover location. The Division, utilizing the same Minor Boundary Modification process, would make every effort to include any appropriate request for FTZ designation into the Zone Project. However, it is the position of the Foreign-Trade Zones Board as stated in a memo dated March 4, 2009 from FTZ Executive Secretary Andrew McGilvary, (attached) which states on page 4, "Requesting removal of FTZ designation from unused sites - possibly in combination with requesting authorization of FTZ designation for one or more other sites which appear to be better suited for meeting evolving trade-related needs - is inherently part of the function of a grantee". There are no records in the FTZ files indicating that there have been any requests for activation at Site 3.

Therefore, The Division of Ports and Harbors requests and recommends that the PDA Board of Directors authorize the Division to submit to the U.S. Department of Commerce Foreign-Trade Zones Board, a request for a Minor Boundary Modification to transfer authority from 54 acres at FTZ Site 3, Dover, NH, to 50 acres located in Londonderry, NH, adjacent FTZ Site 4.

**Current FTZ Site 3**

**Dover, NH**









MEMO FOR: Foreign-Trade Zone Grantees

FROM: Andrew McGilvray *ajm*  
Executive Secretary

SUBJECT: Two Current Questions Related to Continued Designation of Certain FTZ Sites

DATE: March 4, 2009

### SUMMARY

Under the Foreign-Trade Zones (FTZ) Act of 1934 (the Act), the FTZ Board is authorized to grant to qualified organizations the privilege of establishing FTZs in or adjacent to customs ports of entry in the United States. Each FTZ is established at one or more sites selected by the "grantee" organization based on the sites' suitability for FTZ uses.

This document contains the analysis of the FTZ Staff and its legal advisors in applying the FTZ Act and the Board's regulations to two questions related to continued FTZ designation of sites previously approved by the FTZ Board:

1) Do the FTZ Act and/or regulations give a property owner a right to FTZ designation?

The simple answer to this first question is that the FTZ Act only authorizes the FTZ Board to grant the "privilege" (not "right") of FTZ authority to the class of organizations specifically defined as "grantees" in the FTZ Act. Non-grantee property owners are not mentioned in the FTZ Act and the Board has no authority to grant them any right or privilege pertaining to FTZ designation for sites.

2) Can a grantee retain a FTZ site against the wishes of the owner<sup>1</sup> of the property?

The simple answer to this second question is that if a property owner's authorization for a grantee's use of a site was a basis for the FTZ Board's approval of the site, then the grantee should not be able to retain FTZ designation for the site if the property owner no longer wishes the property to be included in the FTZ in question.

More detailed analyses pertaining to these questions follow the "Background" section below.

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<sup>1</sup> Or other party with the right to use the property -- see detailed discussion of Question # 2 below.

## BACKGROUND

The FTZ Act (19 U.S.C. 81a-81u) delineates the specific powers of the FTZ Board. Section 81b(a) establishes the Board's primary authority<sup>2</sup>:

The Board is authorized, subject to the conditions and restrictions of this chapter and of the rules and regulations made thereunder, upon application as hereinafter provided, to grant to corporations the privilege of establishing, operating, and maintaining foreign-trade zones in or adjacent to ports of entry under the jurisdiction of the United States.

In addition, section 81a(h) of the FTZ Act defines that:

The term "grantee" means a corporation to which the privilege of establishing, operating, and maintaining a foreign-trade zone has been granted.

The Board's regulations (15 CFR Part 400) provide further explanation regarding the Board's authority and on the relationship between a zone, a zone grantee, and zone sites. The "Authority of the Board" section of the regulations (Sec. 400.11(a)) states in part that, "in accordance with the Act and procedures of this part, the Board has authority to... [i]ssue grants of authority for zones and subzones, and approve modifications to the original zone project..." (Sec. 400.11(a)(2)).<sup>3</sup> In addition, the "Definitions" section of the regulations (Sec. 400.2) includes the statements that the "[z]one grantee is the corporate recipient of a grant of authority for a zone project" (Sec. 400.2(p)) and that "[z]one project means the zone plan, including all of the zone and subzone sites that the Board authorizes a single grantee to establish" (Sec. 400.2(r)).

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<sup>2</sup> Other authority of the Board provided by the FTZ Act includes issuing regulations (Sec. 81h), revoking grants for violations of the FTZ Act (Sec. 81r), issuing fines for violations of the FTZ Act or the Board's regulations (Sec. 81s), and ordering "the exclusion from the zone of any goods or process of treatment that in its judgment is detrimental to the public interest, health, or safety" (Sec. 81o(c)).

<sup>3</sup> The remaining authority described in 15 CFR 400.11 involves prescribing rules and regulations concerning zones (Sec. 400.11(a)(1)), approving manufacturing and processing activity in zones and subzones (Sec. 400.11(a)(3)), making determinations on matters requiring Board decisions under the regulations (Sec. 400.11(a)(4)), deciding appeals in regard to certain decisions of the Commerce Department's Assistant Secretary for Import Administration or the Executive Secretary (Sec. 400.11(a)(5)), inspecting the premises, operations and accounts of zone grantees and operators (Sec. 400.11(a)(6)), requiring zone grantees to report on zone operations (Sec. 400.11(a)(7)), reporting annually to the Congress on zone operations (Sec. 400.11(a)(8)), restricting or prohibiting zone operations (Sec. 400.11(a)(9)), imposing fines for violations of the Act and the regulations (Sec. 400.11(a)(10)), revoking grants of authority for cause (Sec. 400.11(a)(11)) and determining, as appropriate, whether zone activity is or would be in the public interest or detrimental to the public interest (Sec. 400.11(a)(12)).

## ANALYSIS

### Question # 1 Do the FTZ Act and/or Regulations Give a Property Owner a Right to FTZ Designation?

The first issue to examine in detail has a potential impact on the ability of a number of grantees to manage their zone projects effectively. Until recent decades, individual FTZs tended to have only one site -- or, at most, a small number of sites -- and the sites were often owned by the grantee (such as a port or airport authority). However, grantees have increasingly been proposing to the FTZ Board inclusion of non-grantee owned sites; such sites have often been justified based on projections of FTZ use. Under the FTZ Act and the Board's regulations, non-grantee owned land may be approved as zone sites. However, the question that we are seeking to address is whether the non-grantee owner of land within an approved FTZ has any right to the FTZ designation of the land under the FTZ Act or regulations. A related question is whether there is any bar or limitation under the FTZ Act or regulations to a grantee proposing removal of FTZ designation from such a non-grantee owned site.

The starting point in assessing the question of whether there are non-grantee rights to FTZ designation is evaluating the scope of the Board's authority to make grants of FTZ designation. The FTZ Act indicates that the sole relevant authority of the FTZ Board is the Board's primary authority as delineated in section 81b(a): "The Board is authorized... to grant to corporations the privilege of establishing, operating, and maintaining foreign-trade zones..." The FTZ Act also states that "a corporation to which the privilege of establishing, operating, and maintaining a foreign-trade zone has been granted" is termed a "grantee" (section 81a(h)). Based on the plain language of these sections of the FTZ Act, the only corporations to which the FTZ Board is authorized "to grant... the privilege of establishing, operating, and maintaining foreign-trade zones" are "grantees." The FTZ Board's regulations are clear in reinforcing the language of the FTZ Act regarding the authority of the Board. Specifically, the regulations state that the Board "has authority... to [i]ssue grants of authority for zones and subzones, and approve modifications to the original zone project" (Sec. 400.11(a)(2)) and that the "[z]one grantee is the corporate recipient of a grant of authority for a zone project" (Sec. 400.2(p)), with a zone project defined as "including all of the zone and subzone sites that the Board authorizes a single grantee to establish" (Sec. 400.2(r)).

The FTZ Act and the Board's regulations are consistent and unambiguous in expressing that the Board's authority is to grant to "grantees" the "privilege of establishing, operating, and maintaining foreign-trade zones." The FTZ Act and regulations do not reflect any other authority relative to approving FTZ sites. As described above, the regulations state that the grantee is "the corporate recipient of a grant of authority" for "all of the zone and subzone sites that the Board authorizes a single grantee to establish." In this context, the Board has no legal authority to grant authority related to the establishment of any FTZ site to any entity other than a grantee.

It should also be noted that the records generated by the FTZ Board since the enactment of the FTZ Act are clear regarding the specific corporations which have been approved as "grantees." Each grantee to which the FTZ Board has granted authority is specifically identified as such in

the official Board Order establishing that grantee's FTZ, as well as in subsequent Board Orders for that FTZ. Therefore, for example, the City of New York is identified as "the Grantee" in Board Order Number 2 (dated 1/30/1936) establishing FTZ # 1 in New York City, and is identified as the grantee in the subsequent Board Orders for FTZ # 1 to the present day.<sup>4</sup> The Board has consistently maintained and made publicly available the official lists of these authorized grantees, including in its statutorily mandated annual reports to Congress. The Board's web site -- accessible via [www.trade.gov/ftz](http://www.trade.gov/ftz) -- contains an up-to-date list of all authorized grantees.

In the statutory and regulatory context delineated above, there is no party other than the grantee with any authority granted by the FTZ Board related to the establishment of FTZ sites. It is worth noting that even the authority which may be granted to grantees is explicitly framed as a "privilege" rather than a "right" in the FTZ Act (Sec. 81b(a)). Accordingly, not even grantees, to which the FTZ Board grants the privilege to establish a FTZ, have rights under the FTZ Act to site designation. It is clear, therefore, that property owners in a site, who are not even mentioned in the FTZ Act, do not have any right to site designation.

Moreover, the Board's regulations make two other key points on the general issue of FTZ designation of privately owned land or facilities as it relates to grantees' management of their zone projects: 1) private ownership of land or facilities within a FTZ is permitted only to the extent that "the zone grantee retains the control necessary to implement the approved zone project" (15 CFR 400.28(a)(8)) and 2) "[z]one grantees shall ensure that the reasonable zone needs of the business community are served by their zone projects" (15 CFR 400.41). When taken together with the regulations' requirement for a justification for any proposed FTZ site (15 CFR 400.23(a)), these sections of the regulations have an impact not only on questions of whether a grantee initially decides to propose various sites for FTZ designation but on the degree to which such designation is appropriate for the grantee to maintain over time.

A FTZ site is designated by the Board based on a justification submitted by the requesting grantee. Such a justification, which generally indicates that the proposed site is needed to meet the trade-related needs of the region served by the grantee, commonly incorporates projections of future use. However, such projections inherently are speculative to varying degrees. As such, projected future use may not actually occur. Such a circumstance is a key example of a situation in which a grantee may determine that a designated FTZ site is no longer needed to serve potential FTZ users.

Requesting removal of FTZ designation from unused sites -- possibly in combination with requesting authorization of FTZ designation for one or more other sites which appear to be better suited for meeting evolving trade-related needs -- is inherently part of the function of a grantee. As noted above, the FTZ Board's regulations state that "[z]one grantees shall ensure that the reasonable zone needs of the business community are served by their zone projects." Ensuring that reasonable zone needs are served involves both proposing new FTZ sites as needed and

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<sup>4</sup> For example, the City of New York is identified as the grantee of FTZ # 1 in Board Order Number 1010 dated (11/16/1998) which approved the grantee's application to expand FTZ # 1 to include a new site that included land owned by a non-grantee corporation.

proposing to remove old FTZ sites that are not needed. (The removal of older FTZ sites is often tied to the addition of new sites because it can be more difficult for a grantee to demonstrate a need for new sites if the grantee has existing inactive older sites -- the "Criteria for grants or authority for zones and subzones" section (Sec. 400.23) of the Board's regulations specifically requires "justification for duplicative sites" (Sec. 400.23(a)(2)).)

In sum, as explained above, the FTZ grantee is the sole party to which the FTZ Board is authorized to grant any authority related to FTZ sites. The FTZ Act and regulations do not even give grantees a right to continued site designation. Therefore, property owners in a site do not have any such right under the FTZ Act or regulations. Further, requesting removal of FTZ designation from certain sites is inherent to the expected functioning of a FTZ grantee. In this context, for a grantee considering whether it can propose removal of FTZ designation from one or more sites based on the grantee's determination that the sites are no longer necessary to meet the trade-related needs that the grantee is seeking to serve, there is no impediment based on any right of a non-grantee property owner under the FTZ Act or the Board's regulations.<sup>5</sup> It is worth noting that grantees are bound by the statutory requirements to operate as a public utility and to offer uniform treatment to users (19 U.S.C. 81n). However, those requirements do not necessarily preclude a grantee's proposing the removal of FTZ sites.

#### Question # 2 – Can a Grantee Retain a FTZ Site Against the Wishes of the Property Owner?

The second issue to address involves designated FTZ sites for which the owners of the properties (or the parties with the right to use the properties<sup>6</sup>) determine that it is no longer warranted or desirable to be a part of the FTZs in question. Such a situation would ordinarily be very easy to deal with: the property owner would coordinate with the grantee so that the grantee could submit a request to the FTZ Board to terminate the site's FTZ designation. However, on occasion a grantee may be unwilling or unable -- at least in a timely fashion<sup>7</sup> -- to request such termination of FTZ designation to meet a property owner's need.

Analysis of this scenario is quite straightforward. The FTZ Board's regulations require that a grantee demonstrate its "right to use" any site not owned by the grantee or the proposed operator

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<sup>5</sup> Therefore, for example, the grantee would not need to obtain the consent of the owner(s) of land which had been designated as a FTZ site and which the grantee has since determined is no longer appropriate for continued FTZ designation and now proposes to remove from the FTZ.

<sup>6</sup> Any discussion under this scenario also should generally apply to situations where the consent of a party other than the property owner has been the basis for meeting the regulations' "right to use" requirement for FTZ designation of a site but where that party subsequently determines that designation of the property as a site of the FTZ in question is no longer warranted or desirable.

<sup>7</sup> The ability of an owner to remove its property from a FTZ in a timely fashion may be important because continued FTZ designation could lead to additional cost for the property owner or result in other complications.

(15 CFR 400.24(d)(3)(i)) in order for the site to be proposed for FTZ designation.<sup>8</sup> Given that a grantee's right to use is a key underpinning of any approved designation, demonstration that a grantee no longer has a right to use the site -- and that the party with the right to use is opposed to continued designation as a site of the grantee's FTZ -- inherently undercuts continued designation of the site as part of the grantee's FTZ. In such circumstances, a property owner (or other party with the right to use the site) should be able to resort to a direct request to the FTZ Board for removal of FTZ designation if the grantee has been unable to act in a timely manner on the request from the property owner (or other party with the right to use the site) for the grantee to propose termination of the site's designation to the FTZ Board.<sup>9</sup> Any process based on such a direct request from a property owner (or other party with the right to use the site) should involve the FTZ Board contacting the affected grantee so that the grantee would have an opportunity to present its perspective on the matter.

## CONCLUSION

Based on the analysis above, it is clear that a non-grantee owner of land which has been designated as part of a FTZ has no right to that designation under the FTZ Act and the Board's regulations. In fact, the grantee has an obligation to manage its FTZ on an ongoing basis in a manner that ensures that trade-related needs are being met. That ongoing management will inherently involve, at times, decisions to request termination of FTZ designation for sites that are no longer needed to serve trade-related needs (based on the grantee's assessment). However, the analysis also indicates that a grantee should not be able to continue FTZ designation of a property against the wishes of the property owner or the party with the right to use the property.

The roles of the two types of parties -- grantee and property owner/user -- can be seen as complementary, with each contributing an essential element for FTZ designation. The grantee contributes its determination that a site is appropriate for proposed (or continued) FTZ designation. Property owners/users contribute their consent for specific parcels of land to be proposed (or maintained) as FTZ sites. These complementary roles balance the interests and influence of the parties.

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<sup>8</sup> To demonstrate the "right to use" a proposed site, it has been common for grantees to present letters from property owners in which the owners indicate their concurrence with proposed FTZ designation for the land. Given that a grantee is the sole party to which the FTZ Board is authorized to grant any authority related to FTZ sites, a grantee's use of a property owner's concurrence letter to meet the requirement of 15 CFR 400.24(d)(3)(i) is in no way indicative of the property owner sharing in any FTZ site authority approved by the FTZ Board.

<sup>9</sup> Such a direct request to the FTZ Board by the property owner (or other party with the right to use the site) should effectively be a last resort, and should therefore include full documentation of the steps already taken to obtain action by the grantee on proposing removal of the site in question to the Board.

MOTION

Director Torr:

The Pease Development Board of Directors authorizes the Executive Director to enter into an agreement with Appledore Marine Engineering, Inc. ("AMEI"), PDA's marine engineering consultants, in an amount not to exceed \$18,500 for a condition survey of the Barker Wharf at the Market Street Terminal; subject to the availability of funds and in accordance with the memorandum of Geno Marconi, Division Director, dated October 8, 2014 attached hereto.

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TO: Pease Development Authority  
Board of Directors

FROM: Geno J. Marconi , Director, Division of Ports and Harbors 

DATE: October 8, 2014

RE: Barker Wharf Condition Survey

The area of the Market Street Marine Terminal, which is referred to as the "Barker Wharf", is currently used by the Isles of Shoals Steamship Company and where the M/V Thomas Loughton berths. The wooden pile and timber dock is approximately thirty (30) years old. In the spring of 2014, the Division of Ports and Harbors engaged a local marine contractor, Riverside and Pickering Marine, to replace one (1) fender pile and several of the cross bracings under the dock. It was determined at that time that a complete condition survey of the facility was necessary.

The Division of Ports and Harbors requested that Appledore Marine Engineering provide a proposal for a routine inspection of the Barker Wharf. A copy of that proposal is attached.

Therefore, the Division of Ports and Harbors requests that the Pease Development Authority Board of Directors approve the expenditure of Eighteen Thousand Five Hundred dollars (\$18,500) for the purpose of Marine Engineering Services for the Barker Wharf Routine Inspection as proposed by Appledore Marine Engineering subject to the availability of funds.



# Appledore Marine Engineering, LLC

600 State Street, Suite E | Portsmouth New Hampshire 03801

346 Commerce Boulevard | Port Saint Joe Florida 32456  
1700 Seventh Avenue | Suite 2100 | Seattle Washington 98101  
Seven Waterfront Plaza | 500 Ala Moana Boulevard Suite 400 | Honolulu Hawaii 96813

September 3, 2014

Captain Geno Marconi  
Director Division of Ports and Harbors  
555 Market Street, PO Box 369  
Portsmouth, New Hampshire 03802

Re: Proposal to Provide Marine Engineering Services  
**Barker Wharf Routine Inspection**

Dear Captain Marconi:

Appledore Marine Engineering, LLC. (AME) is pleased to present this proposal for Marine Engineering services for the above-referenced project. This proposal will discuss the Background, Scope of Services, Schedule of Work and Fee for the services required to complete the work. This project includes the Routine above and underwater inspection of the Barker Wharf at the Market Street Marine Terminal, in accordance with this scope of work.

## **BACKGROUND**

The Barker Wharf is predominately constructed of Timber and approximately 30 years old. The facility is used as the main docking facility for the Isles of Shoals Steamship Company, a tenant of the PDA-DPH. Historically deterioration has been addressed with minor maintenance activities, although deterioration of the fender system is increasing and requires more extensive repairs. This inspection is being undertaken to assess the general condition of the wharf structure and provide recommendations for repairs.

## **SCOPE OF SERVICES**

The Scope of Services includes document research, coordination with terminal personnel and local marine authorities, and conducting a Routine above and underwater inspection. The findings will be summarized in a report with recommendations and budgetary maintenance and repair construction costs.

AME has identified the following tasks as necessary to complete the scope of work:

### *Task 1: Routine Inspection*

This inspection will include a Level I inspection that is limited to outwardly visible defects and relying on sampling small percentages from a Level 2 inspection on 10% of the structure to infer overall structural condition. The Level 1 inspection will involve visual/tactile techniques on 100-percent of the above water and underwater elements, as well as a Level 2, detailed inspection, on approximately 10-percent of the underwater elements. The detailed inspection includes cleaning the element at three (3) elevations to remove loose material and marine growth. For timber elements, we will obtain timber cores to assess the internal condition at discrete locations. The intent of the field inspection is to identify general defects and modes of deterioration, which will be used to provide overall structural condition

assessments and recommendations. Where recommendations are based on sampling on a limited percent of the elements, the findings will be extrapolated to the remainder of the structure to provide budgetary estimate for the anticipated repairs.

The field inspection will be completed by an in-house team of engineer-divers. The team will be led by a licensed professional engineer and all team members will be commercially certified divers. Diving operations will be scheduled around slack tides.

Excluded from this scope of work are utilities, lights, cranes, towers, piping, ladders and handrails.

*Task 2: Routine Inspection Report*

Following the field inspection outlined in Task 1, AME will prepare a routine inspection report that will summarize the results of the inspection. The report will describe the observed conditions, provide photographic documentation, and outline recommended repair items. Repair recommendations will be phased based on priority taking into account both structural condition and operational capabilities.

**SCHEDULE**

AME understands that this work will need to be coordinated around facility operations and will work with the Port Director to develop a logical time and schedule to perform the field investigation. Upon completion of Task 1, AME will provide a draft report for review within 30 calendar days. AME will issue a final report within one (1) week of receipt of any comments.

**FEES FOR CONSULTING SERVICES**

Fees for Consulting Services will be on a firm fixed fee basis in accordance with the following schedule:

Task 1: Field Inspection	\$ 12,686
Task 2: Routine Inspection Report	\$ 5,614
Total Fixed Fee	\$ 18,300

AME will invoice the PDA-DPH monthly based on the percent completed on the project. Payment will be due within thirty (30) days from the date of invoice. If this letter satisfactorily sets forth your understanding of our agreement, please sign and return a copy to us. Receipt of the signed copy will serve as our Notice to Proceed (NTP).

Proposal to Provide Marine Engineering Services  
**Barker Wharf Routine Inspection**  
Page - 3

Thank you for giving us the opportunity to present a proposal for this work and to continue serving PDA-DPH. If you have any questions or require additional information, please do not hesitate to contact me.

Regards,



Noah J. Elwood, P.E.  
President

Accepted this \_\_\_\_\_ day of \_\_\_\_\_, 2014

By: \_\_\_\_\_  
For the Pease Development Authority Division of Ports and Harbors

MOTION

Director Preston:

The Pease Development Authority Board of Directors authorizes the Executive Director to expend funds in the total amount of \$2,685.12 for legal services rendered to the Division of Ports and Harbors by:

1.	Susan Marshall, Esq. Through January 22, 2014	<u>\$ 570.00</u>	
2.	Sheehan Phinney Bass + Green Through August 31, 2014	\$ 667.00 <u>\$1,448.12</u>	
	Total		\$2,685.12 =====

N:\RESOLVES\LegalServicesDPH1014.wpd

**Invoice No. 2014-06-30-0144**

June 30, 2014

**Billed to:**

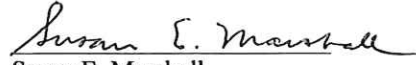
Pease Development Authority  
Pease International Tradeport  
55 International Drive  
Portsmouth, NH 03801-2002

Attn: Ms. Marie Aleksy

**Amount due:**

\$ 570 (9.5 hours @ \$60 per hour=\$ 570). Time sheet attached.

**Submitted by:**



Susan E. Marshall  
33 Hilltop Road  
Philadelphia PA 19118

ZZ900 A7710-900

APPROVED FOR  
PAYMENT

LEGAL: 

SHEEHAN PHINNEY BASS + GREEN,  
PROFESSIONAL ASSOCIATION  
1000 ELM STREET  
P.O. BOX 3701  
MANCHESTER, NH 03105-3701

SERVICE AND EXPENSE MAILBACK SUMMARY

RE: Terminal Subsurface Site Investigation

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CLIENT/CASE NO. 14713-16198  
BILLING ATTORNEY: Robert P Cheney

TOTAL FOR PROFESSIONAL SERVICES RENDERED:	\$667.00
TOTAL EXPENSES:	\$0.00
	-----
TOTAL THIS BILL:	\$667.00
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PREVIOUS BALANCE:	\$377.00
	-----
TOTAL BALANCE DUE:	\$1,044.00
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	-----

PAYMENT DUE 30 DAYS FROM INVOICE DATE

Please return this page with your remittance and please reference the client/case number on all related correspondence.

AMOUNT PAID... \$ \_\_\_\_\_

SHEEHAN PHINNEY BASS + GREEN,  
PROFESSIONAL ASSOCIATION  
1000 ELM STREET  
P.O. BOX 3701  
MANCHESTER, NH 03105-3701

SERVICE AND EXPENSE MAILBACK SUMMARY

RE: Regulatory Issues Relatng to Port Operations

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CLIENT/CASE NO. 14713-16200  
BILLING ATTORNEY: Robert P Cheney

TOTAL FOR PROFESSIONAL SERVICES RENDERED:	\$1,438.00
TOTAL EXPENSES:	\$10.12
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TOTAL THIS BILL:	\$1,448.12
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PREVIOUS BALANCE:	\$9,239.66
	-----
TOTAL BALANCE DUE:	\$10,687.78
	-----

PAYMENT DUE 30 DAYS FROM INVOICE DATE

Please return this page with your remittance and please reference the client/case number on all related correspondence.

AMOUNT PAID... \$ \_\_\_\_\_