

NOTICE

Please be advised that the documentation you are receiving for the May 21, 2020 Board meeting has been separated into two packets. One is labeled Board Agenda, containing the Agenda, Motions and supporting documentation. The second packet is labelled Reports which is referenced on the Board Agenda at item V. A. and contains supporting documentation.

Have a wonderful weekend!

BOARD OF DIRECTORS' MEETING

Pursuant to NH RSA 91-A:2 III (b) PDA Chairman Kevin Smith has declared COVID-19 an emergency condition and has waived the requirement that a quorum be physically present at the Board meeting in accordance with the Governor's Executive Order 2020-04, Section 8 and Emergency Order #12, Section 3. PDA Directors will be participating remotely and will identify their location and any person present with them at that location. All votes will be by roll call. Members of the public may participate by using the access information provided. Please note that this meeting will be audio recorded.

(THERE IS NO VIDEO COMPONENT FOR THIS MEETING)

To access by phone call: 1-929-205-6099

Meeting ID: 451 805 1973

IF PROMPTED FOR AN ADDITIONAL ID, PLEASE PRESS #

*****Any member of the public having difficulty accessing the conference line listed above during the telephonic public meeting should contact Jessica Patterson at 603-766-9290 or via e-mail at j.patterson@peasedev.org.**

AGENDA

I. Call to Order:

Chairman Smith: Welcome PDA Board of Directors, PDA Staff and members of the public. This meeting is being held under the emergency provisions of NH RSA 91-A and the Governor's Executive Order 2020-04 and Emergency Order #12. Our moderator for this telephone conference is Greg Siegenthaler who will explain some procedures.

At this time, I will poll the Board of Directors to confirm their presence and their location. Also, please advise if there is any other person present with you at your location.

*Neil Levesque
Bob Allard
Frank Torr*

*Peter Loughlin
Erik Anderson
Peggy Lamson*

The Chair is presently at:

II. Acceptance of Meeting Minutes: April 23, 2020 *(Torr)

III. Public Comment:

Chairman Smith: The moderator will remind members of the public who would like to speak what the process is for recognition. We welcome your participation but ask that you limit your comments to three minutes.

IV. Finance:

Chairman Smith: I would like to recognize Finance Director Irv Canner; your package includes an Executive Summary of the Financial Reports prepared by Irv Canner, Director of Finance. Before we move on to Approvals, does anyone have any specific questions on the financial reports for Irv.

A. Executive Summary: *

B. Reports:

1. FY 2020 Financial Report for the Nine Month Period Ending March 31, 2020 *
2. Cash Flow Projections for the Nine Month Period Ending January 31, 2021 *

V. Reports:

Chairman Smith: Your package includes Reports generated since January 16, 2020, from the various business units, under separate cover; before we move the Motion to incorporate these Reports into the record, does anyone have any specific questions regarding the Reports provided.

A. Accepted * (Anderson)

VI. Licenses/ROEs/Easements/Rights of Way:

A. Approvals * (Lamson):

1. Jalbert Leasing, Inc. d/b/a C & J Bus Lines – Waiver of Termination Notice Period Regarding Two License Agreements *

VII. Leases:

A. Approvals * (Allard):

1. Lonza Biologics, Inc. – Sprung Structure *

VIII. Contracts/Agreements:

Chairman Smith: Please note that to the extent possible items requiring Approval have been grouped into one motion. Immediately after the motion is read and seconded, I will ask if any Director wishes to set aside one or more items for an individual vote. At this time, I would like to recognize Deputy Director / Airport Director Paul Brean.

A. Approvals * (Loughlin):

1. AIP Grant for Portsmouth International Airport at Pease (PSM) Alpha South Hold Bay *
2. State Block Grant Application for Skyhaven Airport (DAW) Terminal Apron Design *
3. Direct Energy, Inc. - Electricity Agreement *

- IX. Executive Director:
 - A. Executive Director’s Letter of Resignation effective June 30, 2020
 - B. Reports:
 - 1. Golf Course Operations
 - 2. Airport Operations
 - a) Portsmouth International Airport at Pease (PSM)
 - b) Skyhaven Airport (DAW)
 - c) Noise Line Report
 - (i) January through April 2020*
 - C. Approvals * (Anderson):
 - 1. Bills for Legal Services *

X. Division of Ports and Harbors:

Chairman Smith: Please note that to the extent possible items requiring Approval have been grouped into one motion. Immediately after the motion is read and seconded, I will ask if any Director wishes to set aside one or more items for an individual vote.

- A. Approvals * (Levesque):
 - 1. Right of Entry Extension - Juliet Marine *
 - 2. Right of Entry Extensions – Hampton & Rye Harbor Marine Facilities (Operating Charter Vessels and buildings onsite) *
 - 3. DiTucci / Lawrence Tank Water Truck *
 - 4. Right of Entry – Broco Oil Diesel Fuel *
 - 5. Right of Entry – Robert Nudd – F/V Shelia Ann – Hampton Harbor Marine Facility *

XI. New Business:

XII. Upcoming Meetings:


Finance Committee	June 15, 2020 @ 8:30 a.m.
Board of Directors	June 18, 2020 @ 8:30 a.m.

All Meetings begin at 8:30 a.m. unless otherwise posted.

XIII. Directors’ Comments:

XIV. Adjournment:

XV. 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



MOTION – II.

Director Torr:

I make a motion to approve the minutes of the Pease Development Authority Board of Directors Meeting dated Thursday, April 23, 2020.

THIS MOTION REQUIRES A ROLL CALL VOTE.

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

Thursday, April 23, 2020

Pursuant to NH RSA 91-A:2 III (b) PDA Chairman Kevin Smith declared COVID-19 an emergency condition and waived the requirement that a quorum be physically present at the Board meeting in accordance with the Governor's Executive Order 2020-04, Section 8 and Emergency Order #12, Section 3. PDA Directors participated remotely and identified their location and any person present with them. Members of the public were allowed to participate by using the access information provided.

The moderator for this telephone conference was Greg Siegenthaler who will explain some procedures.

The meeting was audio recorded (there was no video component available), the audio of this meeting has been and posted on the Pease Development Authority website.

Recording of the meeting commenced at approximately 8:18 a.m. and at approximately 8:33 a.m. the moderator outlined the guidelines to the meeting.

AGENDA

I. Call to Order:

Chairman Smith ("Smith") called the meeting to order at 8:35 a.m.

Smith welcomed the PDA Board of Directors, PDA Staff, members of the public to the meeting of the Board of Directors. Further, Smith welcomed Director Erik Anderson ("Anderson"), representing the City of Portsmouth, to his first meeting of the PDA Board of Directors. Anderson indicated that the PDA staff have been very welcoming with all of his questions and thanked the PDA staff for the assistance he has received.

The Board of Directors confirmed their presence on the call, physical location, and advised if there were any other individuals present with them:

- Chairman Kevin Smith was located in Londonderry, NH with no other individual(s) present.
- Vice Chair Peter Loughlin was located in Portsmouth, NH with no other individual(s) present.
- Treasurer Robert Allard was located in Ava Maria, FL with no other individual(s) present.
- Erik Anderson was located in Portsmouth, NH with no other individual(s) present.
- Peggy Lamson was located in Newington, NH with no other individual(s) present.
- Neil Levesque was located in Concord, NH with no other individual(s) present.
- Frank Torr was located in Dover, NH with no other individual(s) present.

Pease Development Authority ("PDA") staff on the telephonic call were Executive Director David R. Mullen ("Mullen"); PDA Deputy Director and Airport Director Paul E. Brean ("Brean"); General Counsel Lynn Marie Hinchee ("Hinchee"); Deputy General Counsel Anthony I. Blenkinsop ("Blenkinsop"); Finance Director Irv Canner ("Canner"); Engineering Manager Maria Stowell ("Stowell"); Golf Course General Manager Scott DeVito ("DeVito"); Division of Port and Harbors Director Geno

Marconi (“Marconi”); IT Director Greg Siegenthaler (“Siegenthaler”), Employee Relations Manager Tanya Coppeta (“Coppeta”) and members of the public.

II. Acceptance of Meeting Minutes: January 16, 2020

Director Torr moved the motion and Director Lamson seconded that the Pease Development Authority Board of Directors accept the minutes of the January 16, 2020 Board meeting.

Discussion: Smith indicated that he did not poll Anderson as he was not a Director at the January meeting.

Disposition: Resolved by unanimous (6-0) roll call vote for; motion carried.

III. Public Comment:

The moderator, Siegenthaler, reminded members of the public the process for recognition to provide public comment and asked that comments be limited to three minutes. Siegenthaler informed Chairman Smith that no virtual hands were raised to provide public comment.

IV. Audit - FY2020 Audit Engagement (Berry Dunn)

A. Reports:

1. Engagement Letter
2. Pre-Audit Communications

Canner informed the Board that both the Engagement Letter and Pre-Audit Communications are identical to the documents provided by Berry Dunn last year. The engagement letter outlines the services to be performed by Berry Dunn as well as outlining management responsibilities. The Pre-Audit Communications looks at both the timing and staffing of the audit. The audit will commence on June 15th and the reports will be issued by Berry Dunn by October 31st. This is the fifth year that Berry Dunn has performed the PDA Audit. The audit is a fixed fee and there has been no change in the amount of its services; for the second year Renee Bishop will be the principal assigned by Berry Dunn.

Director Lamson (“Lamson”) indicated that as a Finance Committee member, Canner and Berry Dunn have done an excellent job on the presentation to the Board.

Smith asked where this is the fifth year utilizing Berry Dunn, if PDA staff may have considered switching auditors or preparing an RFP. Canner indicated that the current agreement provided for two (2) one (1) year options and this is the first year of the option period. Canner further stated that there have been discussions about a potential RFP looking toward next year, but for now PDA is pleased that Berry Dunn will do this year’s audit.

V. Finance:

Smith stated that the Board package included an Executive Summary of the Financial Reports prepared by Canner and asked if there were any specific questions on the reports prior to advancing to the Approval. Smith asked Canner to briefly go over the financial reports and then opened the meeting up for questions.

A. Executive Summary

Canner's detailed report provided to the Board highlights each of the four (4) reports of standard materials with the exception of report 4 which is the Capital Improvement Plan that will be addressed later.

B. Reports:

1. FY2020 Financial Report for the Eight Month Period Ending February 29, 2020

Canner indicated that there were no significant budget variances. Referencing the Executive Summary the operating revenues are 4% above budget, primarily due to the wharfage and dockage activities and this past season's golf course related play revenues. Expenses are down about 2% and overall operating expenses are greater than expected, being the differential between the increased operating revenues and decreased operating expenses. The balance sheet is strong and PDA has no revolving debt at this time despite the continued terminal and runway construction activities at Portsmouth International Airport at Pease (PSM). Staffing numbers have remained consistent with no changes. There are currently sixty-five (65) filled (PDA and Port) positions and two (2) open benefited positions (which are not anticipated being filled at this time).

2. Cash Flow Projections for the Nine Month Period Ending December 31, 2020

This is where PDA starts addressing significant capital expenditures over the next nine months. Use of funds indicates expenditures of \$33 million dollars between capital grant related activities and non-grant capital activities. This will mandate that PDA access its Revolving Line of Credit (RLOC) in June/July. PDA will reach a highpoint of outstanding debt late in the year of approximately \$11.5 million dollars, but it is hoped that PDA will pay of approximately \$4.8 million dollars by the end of the calendar year and will end the year with approximately \$6.7 million dollars in outstanding debt (these projections are consistent with what has been seen in the prior periods).

3. Revolving Loan Fund – Semi-Annual Filing to EDA

This report is the Semi-Annual Filing to the Economic Development Administration (EDA) where PDA reports on its Revolving Loan Fund (RLF). The current balance in the fund is just over \$1.2 million dollars, comprised of just over \$1 million in outstanding loans. There are twenty-two (22) outstanding loans. Over time this program has created and/or saved just over 350 jobs; during this period there have only been two (2) loans that have been written off.

4. Capital Improvement Plan FY2020 - FY2026

This report looks at the Capital Improvement Plan for FY2020 – FY2026; this was a comprehensive undertaking by the entire staff / organization. Approximately 76 individual capital projects were identified with a projected cost of over \$111 million dollars; of which approximately \$71 million would be grant funded. Each project was subjected to a series of justifications (i.e.; support of health and safety, regulatory compliance, infrastructure improvements etc.). These justifications allowed staff to prioritize the projects. If each of these projects were undertaken, PDA would see a debt level of approximately \$13.5 million dollars. The primary projects for grant funding have to do with reconstruction activities at the runway and the terminal expansion. Internally funded projects were approximately \$41 million dollars,

consisting of various intersections, assisting at the terminal expansion / renovations and several building roofs that need to be replaced. This report is used more as a guideline, noting that each of these projects would need to be brought before the Board for approval. The checkmarks indicate priority 1 projects (representing things that need to be done versus being discretionary). The impact of doing all of the priority 1 projects would be a debt level of \$13.5 million. Canner also indicated that if PDA were to consider all A & B projects versus just A projects would provide PDA with a highpoint at end of 2021 of under \$6 million dollars and PDA would be out of debt by end of 2023. The capital projects expended would be over \$51 million dollars of capital projects expended for the A projects. As PDA tightly manages its cash in light of the virus, those are the projects that PDA will focus on going forward, which is what has been built into the projected cash flow.

Lamson stated during the last meeting in January, that the runway is approximately \$6 million and the terminal is \$10 million (\$16 million). Lamson asked for clarification - that by the end of 2023 PDA, after financing two projects with the RLOC, PDA will be out of debt. Canner indicated that if PDA were to focus on the A projects, PDA would be out of debt by 2023. Lamson indicated that the report was excellent: as a Finance Committee member she stated she was able to follow and was comfortable with it.

Director Loughlin (“Loughlin”) also stated that the Executive Summary was excellent, it hasn’t been used in the past, but has captured everything very succinctly and was very helpful.

Smith reiterated Loughlin’s comments regarding the Executive Summary.

C. Approvals:

1. Revolving Loan Fund - Interest Rate Reduction

Director Anderson moved the motion and Director Lamson seconded that **in accordance with the recommendation of the Revolving Loan Fund (“RLF”) Committee, effective May 1, 2020, the Pease Development Authority (“PDA”) Board of Directors hereby approves of and authorizes the Executive Director to:**

1. permanently modify all RLF loans not in arrears to reduce the interest rate from 4.00% to 3.00%;
2. make any new loans at a 3.00% interest rate, so long as the loan is within the parameters of the EDA regulations and the PDA RLF Plan;
3. pay any requested loan modification by any current borrower from the RLF fund; and
4. execute any documentation approved by PDA’s Deputy General Counsel as necessary or appropriate to document these modifications and to implement this interest rate decrease;

all in accordance with the Memorandum of Irving Canner, Director of Finance, dated April 9, 2020.

Discussion: Anderson stated he discussed this matter with Ritchie White and presently there are no loans in arrears; this program has been very successful and it will be a benefit to those who have loans or who will be getting loans.

Disposition: Resolved by unanimous (7-0) roll call vote for; motion carried.

VI. Licenses/ROEs/Easements/Rights of Way:

- A. **Reports:** Reports generated since January 16, 2020 will be made at the next regular Board Meeting

VII. Leases:

- A. **Reports:** Reports generated since January 16, 2020 will be made at the next regular Board Meeting

B. **Approvals:**

1. **Cell Tower Lease Agreement Amendment with Green Mountain**

Director Torr moved the motion and Director Allard seconded that the Pease Development Board (PDA) of Directors hereby authorizes the Executive Director to complete negotiations and enter into Amendment 1 to the Lease between PDA and GMR Holdings of NH, LLC (“GMR”) in order to accommodate a change request of GMR to PDA’s current billing practices and move from monthly to quarterly billing; all in accordance with a memorandum from Irv Canner, Director of Finance dated March 4, 2020.

Discussion: None. Disposition: Resolved by unanimous (7-0) roll call vote for; motion carried.

C. **Ratifications:**

1. **119 International Drive, L.L.C. – Amended and Restated Lease**

Director Lamson moved the motion and Director Torr seconded that the Pease Development Authority (“PDA”) Board of Directors ratifies and approves the execution by the Executive Director of the Amended and Restated Lease with 119 International Drive, L.L.C. for the premises comprised of 15 Rye Street, 19 Rye Street and 119 International Drive effective September 19, 2019 on the terms and conditions summarized in the memorandum of Lynn Marie Hinchee, General Counsel, dated March 12, 2020.

Discussion: None. Disposition: Resolved by unanimous (7-0) roll call vote for; motion carried.

VIII. Contracts/Agreements:

- A. **Reports:** Reports generated since January 16, 2020 will be made at the next regular Board Meeting

Smith noted to the extent possible, items requiring Approval, Ratification and/or Waiver of the RFP Requirements have been grouped into one motion. Immediately after the motion was read and seconded, Smith asked if any Director wished to set aside one or more items for an individual vote.

B. **Approvals:**

1. **Dan Fortnam – Air Service Consulting Agreement**
 2. **Grant Agreement Between PDA and NH DES and Wheel Loader Purchase**

Director Allard moved the motion and Director Torr seconded that the Pease Development Authority Board of Directors hereby approves of and authorized the Executive Director to:

- A. enter into Amendment No. 13 to the Air Services Development Consulting Agreement with Daniel Fortnam, to extend the agreement from April 1, 2020 through September 30, 2020, with one (1) option to extend through March 31, 2021, exercisable at the Executive Director's sole discretion, in the amount of \$2,435.83 per month; all in accordance with the memorandum of Paul E. Brean, PDA Deputy Director / Airport Director, dated March 5, 2020; and

Discussion: Smith asked if any of the Directors wished to set aside any items for a separate vote.

Anderson requested to make a notation on item A which states, "one (1) option to extend through March 31, 2021, exercisable at the Executive Director's sole discretion, in the amount of \$2,435.83" and requested a possible amendment to the language which would be inserted after "Director's sole discretion" to read, "or remanded back to the Board of Directors for extension approval in the amount of \$2,435.83" to allow for a more transparent expenditure of dollars, if the whole Board is involved with this type of extension. Anderson would have complete confidence if it were at the Executive Director's sole discretion but it just appears to be more transparent if the whole Board is involved with the extension.

Smith asked Mullen to speak to current practices prior to taking up the amendment. Mullen stated what PDA has been doing is to look at the contract at the six (6) month point instead of doing a year extension. This allows Mullen to review the contract at the six (6) month point to see if the services rendered are of the value PDA hoped they would be.

Hinchee also stated, for clarification that if exercised it is reported at the next meeting so it becomes a matter of public record.

Director Levesque ("Levesque") asked how long the 25% (pertaining to item B) reimbursement lasts; so if PDA held off on this, is it something that will always be there in the future (the grant is available until 9/30/2020).

Mullen indicated that Fortnam has been with PDA for almost eight (8) years and continues to develop opportunities while working closely with Paul. PDA has been working for a year at a time with a six (6) month look back to see if PDA wants to continue at Mullen's discretion. Mullen indicated that so far PDA has found Fortnam to be well worth the expenses. Brean indicated that most airports have a fulltime airport service development staff / development manager and that most small airports use a professional consulting firm (Brean indicated that PDA pays Fortnam approximately 10% of that value). Fortnam has a history with PSM going back to when he was Vice President of Pan American Airway based out of Portsmouth. Fortnam is driven with the collaboration of PSM airport managers / directors in the past from 1,000 enplanements in a year to over 100,000 enplanements currently. Brean indicated that there is a constant dialogue and this is something that is needed, now more than ever. Now is the time for PSM to position itself and showcase its model of a very low cost operation environment.

Smith asked Anderson to explain again what he would be looking to do.

Anderson indicated that under item A, any continuance after March 31st would be at the Executive Director's sole discretion. Anderson thought this would be a cleaner process and have it at the Executive Director's discretion or it would be remanded back to the Board of Directors for that extension approval (it would be an Option A / Option B type thing). Anderson indicated that he does not have any problem the way it was written, but rather looking to enhance the motion for transparency.

Smith asked Mullen if after the agreement reaches March 31, 2021, it then would not have to be approved by the Board of Directors, it could be extended by the Executive Director. Mullen indicated that most of these agreements are a year in length but because PDA wants to have a review process it was reduced to six (6) months. Mullen indicated he would have a discussion with Brean to discuss the success during that six (6) month period and based on that success and any further future work, PDA would give the approval to extend the agreement for another six (6) months and then bring it back to the Board on an annual basis. Smith asked if this passed, when the next time this would be brought back before the Board for another extension; Mullen indicated at the end of March 2021. Smith asked Anderson if he were looking to have the Board weigh in on this prior to March 31, 2021. Anderson affirmed and further indicated that his thought is it would be an agenda item at that time and the Board of Directors would offer its opinion on extending the contract to March 31, 2021. Smith asked when Anderson would want to have it come back to the Board (which meeting). Anderson stated sometime prior to September 30th there would be the opportunity to extend the contract from September 30th to March 31st, 2021. The way it is written now it is at the Executive Director's sole discretion; Anderson's wording is suggested to enhance and to allow it to be brought back to the Board if the Executive Director chose to.

Smith asked Anderson to make a formal motion for the Board to take up.

Director Anderson moved the motion and Director Lamson seconded that **under item A after 'Director's sole discretion,' it would state "or remanded back to the Board of Directors for the extension approval in the amount of \$2,435.83 per month.**

Discussion: Loughlin indicated that this is typically routine but didn't see a problem with the motion.

Disposition: Resolved by (5-2 [Directors Levesque & Allard]) roll call vote for; motion carried.

Smith asked for a motion on item A as amended.

Director Anderson moved the motion and Director Torr seconded that

- A. **enter into Amendment No. 13 to the Air Services Development Consulting Agreement with Daniel Fortnam, to extend the agreement from April 1, 2020 through September 30, 2020, with one (1) option to extend through March 31, 2021, exercisable at the Executive Director's sole discretion, or remanded back to the Board of Directors for extension approval in the amount of \$2,435.83 per month; all in accordance with the memorandum of Paul E. Brean, PDA Deputy Director / Airport Director, dated March 5, 2020; and**

Discussion: None. Disposition: Resolved by roll call vote (6-1 [Director Levesque]) for; motion carried.

- B. enter into a contract with Chadwick-Baross Inc. for the purchase of a 36klb wheel loader with bucket attachment for the total cost of \$175,570.00, and:
- (1) to accept on behalf of the PDA a NH Clean Diesel Program, FY 2020 Diesel Emissions Reduction Act (DERA) grant from the Environmental Protection Agency in the amount of \$42,274.00, equal to 25% reimbursement aid toward the purchase of the new wheel loader, and to execute any documents related thereto; and
 - (2) to expend PDA funds in the amount of \$175,570.00 for the purchase of the new wheel loader from Chadwick-Baross, Inc. prior to September 2020, with the \$42,274.00 DERA reimbursement grant to follow, for a final PDA out-of-pocket commitment in an amount not to exceed \$133,296.00;

all in accordance with the memorandum from Fleet Manager Ken Conley dated March 10, 2020.

Discussion: Levesque indicated that this item and other items throughout the agenda (spending of money, no matter the amount) needs to be justified (i.e.; pick-up truck or a front end loader). Where we are in an emergency period of time, there should be concrete decision-making based on the need to have the item or whether it can wait for a period of time.

Smith asked Mullen and Brean if they would speak to the necessity of having these at this time. Brean indicated that there are a couple of items that will be deferred (one of which is a maintenance pick-up truck and a golf course mower) later in the agenda. However, the reason the wheel loader was not deferred is that there is one listed in the CIP, two of the units are at the end of life cycle and it is getting to be a challenge finding parts. This item is justified because of the 25% Diesel Emissions Reduction Act grant (\$42,274.00) which would be received. The expenditure of this loader will need to be made within a year or two and if PDA does not go through with this expenditure the grant funding would not occur. Regarding the Fortnam agreement, there are pivotal conversations with airlines that are adjusting day-to-day and PSM is in a position to come out of the pandemic in good shape. Staff have been working to reduce expenses which will be addressed later in the meeting.

Anderson indicated that it was curious when looking at the different quotes (almost \$100,000 difference between the two) and it might be a good deal, but the Board should be cognizant of expenditures.

Lamson read through the documentation and indicated that there are things, such as items for the airport; that PDA has to be cautious with (i.e.; Diesel Emissions Act) and feels comfortable spending the money for the front end loader.

Loughlin indicated that it has been his experience that neither Mullen nor Brean have been spendthrifts in the past and is always confident when they recommend something.

Director Torr (“Torr”) indicated when you need a piece of equipment you don’t want it to be run down or broken so believes now is the appropriate time to make the purchase of the item.

Brean further stated that this piece of equipment is not only critical to the Part 139 compliance of the airfield, but also the AJUA with the Air National Guard to allow them to be mission critical with the front end loader. Brean stated that Mr. Conley’s memo referenced 1985, the year of the equipment; PDA is at the point of a need. Brean indicated that PDA does fiscally manage its purchases and recommends moving forward because of the grant opportunity.

Disposition: Resolved by unanimous (7-0) roll call vote for; motion carried.

C. Ratifications:

1. **Long Term Disability Insurance, Short Term Disability Insurance, and Life and Accidental Death and Dismemberment Insurance**

Director Lamson moved the motion and Director Torr seconded that **The Pease Development Authority Board of Directors hereby ratifies and approves the Executive Director’s acceptance of the contracted Long Term Disability Insurance and Life and Accidental Death and Dismemberment Insurance effective March 1, 2020 through February 28, 2023, for the continued benefit of employees of Pease Development Authority (PDA) as proposed by the Standard Insurance Company in the projected annual amount of \$24,252; all in accordance with the memorandum of Irving Canner, PDA Director of Finance, dated February 25, 2020.**

Discussion: None. Disposition: Resolved by unanimous (7-0) roll call vote for; motion carried.

D. Waivers of RFP Requirement:

1. **LED Airport Signage**
2. **Self-Serve Fuel Point of Sale Credit Card System Replacement – Skyhaven Airport (includes ratification)**
3. **Turf Products LLC – Golf Course Large Rough Mower**
4. **Maintenance Vehicle Replacement, 2020 Chevrolet 2500 pickup**

Smith recognized Brean to speak to items 3 and 4 prior to hearing a motion.

Brean indicated that the staff collaborated and PDA will be delaying the purchase of the Toro Groundmaster 4500 D (T4) large rough mower and the 2020 Chevy Silverado replacement vehicle as fiscal initiatives, as such both items should be pulled from the motion at this time.

Smith indicated that when Loughlin reads the motion he will not include items C and D, correct; Brean affirmed.

Director Loughlin moved the motion and Director Torr seconded that **in accordance with the provisions of NH RSA 12-G:8, VIII which permits the PDA Board of Directors to award contracts without a request for proposals, we hereby resolve to ratify and approve the prior execution by the Executive Director of Item B below, and to authorize the Executive Director to:**

- A. Enter into a contract with ADB Safegate (“ADB”) to purchase and install eight (8) LED replacement airport signs in an amount not to exceed \$20,145.00, for the Portsmouth International Airport at Pease (“PSM”); all in accordance with the memorandum of Andrew B. Pomeroy, Airport Operations Manager, dated March 4, 2020, attached hereto; and
- B. execution of the agreement with QT Petroleum on Demand (QT Pod) for a cost of \$11,245.00 for the purchase of a single unit self-serve fuel point of sale credit card system for Skyhaven Airport (DAW); all in accordance with the memorandum from Andrew B. Pomeroy, C.M., Airport Operations Manager, dated March 5, 2020 attached hereto.

EXHIBIT A

In accordance with the provisions of NH RSA 12-G:8, VIII, the following constitutes justification for eliminating the Request for Proposal requirements for the items set forth below. These justifications shall be recorded in the minutes of the April 23, 2020 meeting.

1. LED Airport Signage:

- There are very few vendors who produce F.A.A. - approved airfield signs; and
- The F.A.A. requires that airport guidance signs are uniform and consistent to the flight crews using them to navigate around the airfield;

ADB supplied the lowest estimate in 2018. As such, PSM currently uses ADB signs on the airfield allowing for uniformity of signage and the use of interchangeable parts with the existing signs and PSM inventory of replacement parts.

2. Self-Serve Fuel Point of Sale Credit Card System Replacement – Skyhaven Airport:

- Currently Skyhaven Airport and the Division of Ports and Harbors (the Division) use the same QT Pod M3000 Units, with Skyhaven operating one (1) unit and the Division operating five (5). Since the Airport and the Division were notified about the end of service on the existing units, both entities have worked to find credit card terminals similar to what is being used now and have determined that QT Pod is the only company available that can provide the units at the pricing and service level that meet the needs of both business units.
- Of the two self-serve fuel systems approved for the dispensing of aviation fuels, QT Pod is the only system ready to accept chip card readers when they become available.
- Airport and Division Staff were able to negotiate a better price from QT Pod given the single Skyhaven Airport fuel system would be purchased in conjunction with the Division’s five (5) units.

- **QT Pod is offering Skyhaven a trade in credit of \$4,495.00 for Skyhaven's existing M3000 unit towards the purchase of the new M4000 Unit.**

Discussion: Anderson asked with respect to the elimination of items C and D if there could be any comment that the elimination of these pieces of equipment will have any long range downside to purchasing of the items at a later date, as both items required substantial funding. Anderson asked if the removal of these items would compromise the operations of the facility. Brean indicated regarding the pick-up there are alternates in place to get PDA through in the near future and does not anticipate an impact with the delay of this purchase. DeVito spoke to the elimination of the rough mower and stated that the CIP has been juggled around. Typically the mowers (greens, fairway and rough) are cycled in and are brought back when it has reached its end of cycle. The current mower has reached the end of its cycle, but due to the current environment the Golf Course could push it out until the course opens up. DeVito did indicated that it would be helpful to keep this in the FY20 budget, but could push out the purchase to May or June of this year.

Lamson thanked Brean and DeVito for the clarification.

Smith had a few questions on items A & B which goes back to Levesque's question earlier regarding the necessity to make both of these purchases at this time. Smith referenced that, "The F.A.A. requires that airport guidance signs are uniform..." and asked how long the F.A.A. would provide leeway on replacing the signs; and regarding the credit card replacement system it states that the airport and Ports and Harbor Divisions were notified about the end of service on the existing units. Smith asked when the end of service would be on the QT system. Brean stated that regarding the airfield lighting the lights are specifically taxiway guidance signs and in October 2019, there was a Part 139 inspection by the F.A.A. and this was the second year the lighting signs were indicated. In 2018 the signs were recognized as the inspector indicated the signs were losing their visibility and were at the end of the lifecycle (needing replacement). PSM put in for a state grant to see if they could be replaced and was denied. In October 2019, a different F.A.A. inspector again indicated the need to replace the signs as they were out of compliance. F.A.A. provided a year and if not completed by 2020 then a letter of correction would be provided and would be provided thirty (30) days within which to replace the signs. This is a critical item for airfield safety and would lose the Part 139 compliance. Brean further indicated that as a result of the runway reconstruction project, approximately twenty-six (26) signs are being replaced in that project so the remaining eight (8) that are not being impacted by the project need to be replaced. Brean further stated that with respect to the QT Petroleum on demand system, the credit card system on the fuel islands at Skyhaven Airport will be out of security compliance (similar to the Golf Course and the Division of Ports and Harbors). Brean told the Board that this is an industry compliance issue and the self-service pedestals will not be able to be utilized for credit card purchases, so this is a necessary purchase in order to process credit cards.

Anderson asked if these two (2) expenditures would have the ability of crossing over into the yet to be discussed CARES Act grant for airports or would they have to stand on their own for expenditure. Brean indicated that they could qualify to be eligible for the CARES Act funding. Anderson asked for clarification that the CARES Act funding could accommodate the expenditures; Brean affirmed it was possible.

Lamson stated being on the Airport Committee, she remembers Brean discussed lighting back in 2019 and therefore she feels very comfortable with this motion as safety is extremely important. Brean commended the snow removal staff as they are careful not to damage the signs.

Disposition: Resolved by unanimous (7-0) roll call vote for; motion carried.

IX. Signs:

A. Approvals:

1. **Wentworth Douglass Hospital**
2. **Rochester Electronics**
3. **Fedpoint**

Director Levesque moved the motion and Director Lamson seconded that the Pease Development Authority (PDA) Board of Directors hereby approves of the proposed signs as follows:

1. The proposed sign alterations for Wentworth Douglass Hospital (WDH) located at 67, 73 and 121 Corporate Drive; all in accordance with the memorandum of Maria J. Stowell, P.E., Engineering Manager, dated March 4, 2020;
2. The signs requested by Rochester Electronics for 20 Durham Street; all in accordance with the memorandum of Maria J. Stowell, P.E., Engineering Manager dated March 12, 2020; and
3. The signs requested by Fedpoint for 100 Arboretum Drive, a Farley White property; all in accordance with the memorandum of Maria J. Stowell, P.E., Engineering Manager dated April 13, 2020.

Discussion: Lamson indicated that these items were well presented by Stowell.

Disposition: Resolved by unanimous (7-0) roll call vote for; motion carried.

X. Executive Director:

A. Reports :

1. **Coronavirus Aid Relief Economic Security (CARES) Act - Presentation by PDA Deputy Director / PSM Airport Director Paul Brean**

Smith recognized Brean to speak to CARES Act. Brean commended the Congressional delegation, Governor Sununu and Congress as a whole; this is an incredible act. After 9-11 airports were not recognized in bailout aid; in this package, airports did very well (\$10 billion dollars). The formula for funding that was used was they looked at the number of enplanements and whether or not it is a NIPAS airport. The good news is in 2018, Frontier dipped their toes in the water, driving up PSM enplanements. Therefore, PSM came out with \$1.6 million dollars of aid; the money is eligible to be used for any legal airport expense. To answer the Chair and Board's inquiries, any airport aviation expense can be applied to the CARES Act. In addition to the \$1.6 million, PSM will receive the 5% share it usually pays in airport improvement projects (i.e.; taxiway or terminal improvements); PSM's share for 2020 will be waived. Stowell has a large scale project that involves Alpha taxiway which comes in around \$1 million dollars so the Feds will pick up the 5% share on that project as well. In Rochester, Skyhaven Airport, will receive \$30,000 which can be used for any airport legal expense. This will help if PDA runs into timing issues with personnel, labor and utility expenses, or can apply some of the actual capital equipment purchases to that. The only stipulation is that the government wants to see 90% of the airport's employees still working, so this is to protect jobs. PDA is confident that this can be done; there is some attrition that is coming up that qualifies. PDA will not be back filling vacancies, but does not anticipate a large impact to the work force. PDA can accept this money and meet the criteria that comes along with it.

Anderson asked Brean if the figures quoted in the explanation are accurate (\$1.6 for PSM and \$30,000 for Skyhaven). Brean indicated that the figures are correct and PDA has been officially notified of those funding amounts (which are higher than what was originally anticipated). Brean indicated that he will explain further information during his discussion concerning the airport as the aviation outlook is not great but Pease is unique in many ways and feels that PDA will weather the storm.

Director Anderson moved the motion and Director Lamson seconded that the Pease Development Authority (“PDA”) Board of Directors hereby approves of and authorizes the Executive Director and/or the PDA Deputy Director/PSM Airport Director to apply for and accept Coronavirus Aid Relief Economic Security (CARES) Act Grant(s) for which Portsmouth International and Skyhaven Airports are or may become eligible. This approval includes the authority to execute any and all documents necessary or appropriate to accept the CARES Grant(s) on an expedited basis and to use said grants for any purpose for which airport revenues may be lawfully used, in accordance with the FAA’s Policy and Procedures Concerning the Use of Airport Revenues (64 Federal Register 769, as amended by 78 Federal Register 55330).

Discussion: Torr indicated he had some concerns to the accountability of the grant as it does not indicate the signoff of the Chairman, or a designee, as well as the reporting of the expenditures. It doesn’t state how it is going to be reported; but could be resolved by someone explaining how it works. Brean indicated that PSM uses the F.A.A. Delphi financial reporting system; any time PSM does a grant related project PSM has to put in a request to obtain the reimbursement which is tied to invoices and payroll (any of the items require that backup be provided). This is audited by the F.A.A. and there is an audit trail for every amount that is being requested. Primarily the easiest items be put forward will be payroll and utilities. Any eligible expense will be provided with back up information which will be entered into the Delphi system so it is logged (there is tracking of every penny). Director Torr asked how the Board would know; Brean indicated that PDA would not get a reimbursement unless the criteria has been met and much like Canner does a recap of reimbursements, it is similar to any AIP grant funded project PSM has done in the past (i.e.; runway project, an equipment purchase or the terminal expansion). Torr indicated that his concerns have been satisfied. Canner indicated that all grant monies are audited by Berry Dunn.

Anderson indicated that he asked earlier regarding the grant funding of the runway lights (signs) and the QT terminal whether it is intended that this funding will be utilized for those expenditures. Brean indicated in essence yes, but PDA would like to keep this simple and keep grant funding focused on payroll and utilities. If you put in for capital equipment there is a lot more work and the F.A.A. has asked to keep it to employee expenses and utilities (something that is easy and doesn’t require a lot of reports / backup that some of the purchasing projects require) they would prefer to keep it simple to things so we could provide a recap of payroll. In essence, this will offset airport expenses such as the new loader. The funding will help the overall balance sheet; so what will be provided will be the least amount of paperwork / backup that the F.A.A. as will need to research. Anderson indicated he wanted to have some clarity on the question that he asked earlier on what this funding would go for; it influenced his earlier vote on when Brean stated that this CARES Act grant funding could be used for those two capital items. Brean indicated that at Skyhaven the QT pod system will utilize the grant as there isn’t enough labor expense up there and that PSM could include the Barrow loader as well. Anderson thanked Brean for his response.

Disposition: Resolved by unanimous (7-0) roll call vote for; motion carried.

2. Airport Operations:
a) Portsmouth International Airport at Pease (PSM):

Brean indicated that enplanements in March 2020 were lower than March of 2019. The reduction had been forecast due to the runway reconstruction project which is in Phase I. Phase I reduces the length of the runway from 11,000' to 6,800'. This reduction makes it difficult for the Atlas flights to come in with full weight. PSM is limited to Allegiant activity and military C-17s / C-130s activity; restricting the wide-body 747s ability to land at the airport during the runway reconstruction activity. Therefore, some of the reduction had been forecast, but some of the impact is due to the COVID-19 effect on commercial travel. The overall enplanements for March were 5,194 which represents an approximate 60% reduction from March of 2019. In comparison to other airports throughout the nation, PSM's load factor held very well (primarily due to leisure traffic and demographic). With the closure of Walt Disney World, PSM ridership dropped to approximately 80%. The fuel flowage came in at 600,000 gallons which is slightly under average due to the forecasted suspension of Atlas air.

Brean indicated that revenue parking started off very high in demand and then it shuttered once airline activity was reduced equating to approximately 1,000 transactions. Historically April has been the busiest month due to school vacations and Disney travel, currently forecasting that travel to be down below 80%.

Brean stated that Allegiant has suspended (completely pulled out) travel at thirty (30) airports, PSM is not on that list; PSM is holding its own on travel capacity. Previously Allegiant had one (1) to two (2) flights a day at PSM during the NH / MA vacations to Disney / Ft. Myers which were all basically eliminated (daily service was run through that period). Now are seeing one (1) flight a week to the destinations. The good news is that no destinations have been lost, but what PSM has seen is that a "thru flight" program has been implemented. This would be where an Allegiant aircraft leaves from Punta Gorda, stops at Allenstown PA and then on to PSM and do a leg back down (allowing Allegiant to get more out of the aircraft and crew). Conversations have been had with the representatives at Allegiant who have informed PSM that they do not see PSM being pulled off the table or a reduction in destinations. Allegiant does see the capacity of a flight on a Friday and one on a Tuesday to Punta Gorda and Sanford and plan on running Myrtle Beach commencing on June 4th. Brean indicated that Allegiant, as a model, may come out of the current situation very well because they are ultralow cost and are leisure destination and don't have the business / international sector which will be the longest in the industry to return. This all hinges on when all the theme parks / resorts, professional sports and collegiate activity all open up. PSM is actively monitoring the situation and in daily correspondence with Allegiant. PSM had previously scheduled a week closure in September when Allegiant tickets were not being sold due to the runway project; Allegiant is participating in the CARES Act and will be receiving airline aid. Allegiant is under the same stipulation if they take CARES Act to keep its employees working. Allegiant has reduced some large scale capital improvement projects (i.e. its large resort in Port Charlotte, FL) in order to place funding into daily operating expenses. Brean indicated if there is one airline who can come out of this successfully, he believes it is Allegiant because it is adaptable. Brean is optimistic that PSM will be able to weather the storm and come out of this on the other end fairly decent. Brean believes that there will be major route

consolidation in the markets around PSM, from Portland, Manchester, Boston and Providence; PSM has seen upwards of an 80% in route reduction. The CARES Act contains language that requires some of those airports to maintain the traffic and for other airports the CARES Act has given the airlines an option to drop service if they can have another airport within one hundred (100) miles. This will be an impact on the region and all will be effected. Fortunately, PSM makes good off the commercial airlines services through parking and rental cars, but PSM also spends money to provide those services. Brean indicated that the good news is PSM can stop the hemorrhaging quickly and overall the airport units have seen a \$60,000 a month savings in operating costs due to this activity (i.e.; custodial contract, law enforcement detail for Allegiant flights, etc.). PSM has a plan to actively reduce expenses such as putting off capital expenses that wouldn't be seen in the CIP under \$10,000, so that activity has been halted.

Brean stated that the NH Air National Guard (ANG) has continued receiving the KC-46s and outfitting the infrastructure and personnel, its ramp is getting full with aircraft resulting in Port City Air gaining a large technical operation of C-17s that are doing strategic air commands for NATO now that the ANG does not have room. Brean indicated that the good news is that the C-17s can use a 6,800' runway and burn a lot of fuel while at PSM (fueling up to go overseas resulting in good fuel flowage fee revenue).

Brean indicated that the runway project is on target and there is a chance that some of the work will get expedited due to the slowdown in activity (not in as much of a rush to reopen the runway after overnight work). Also, due to the mild spring it is anticipated that the project will remain on schedule as Phase I is demolition of the South end of the runway. The contractor is putting in a great plan for the COVID-19 social distancing in the workplace.

Brean stated regarding the terminal project that the foundation work is complete and the steel work is ongoing and on schedule. Brean stated that he is working closely with Canner and Stowell discussing the financial obligations and the fiscal timing of things.

There were no noise inquiries during the month of March.

Director Allard ("Allard") asked Paul to repeat the weekly Allegiant schedule. Brean stated previously between Allegiant and Frontier, PSM was seeing daily service to Punta Gorda and Orlando and had two flights a day (due to capacity) to Orlando during peak school vacations. Currently flights have been scaled down to a Thursday or Friday and returning Tuesday flight. Allegiant is highly adaptable, monitors its daily bookings and every four to five days out may notify the customers that the flight has been cancelled and rebook to another flight in order to maximize aircraft. Brean indicated that the current pattern is late Thursday nights / Fridays and Tuesdays. Allard asked if Allegiant if flying to Punta Gorda; Brean affirmed. Brean further stated that Punta Gorda is its heaviest flight due to Walt Disney being shut down. Allard indicated that he contacted Allegiant to fly to Pease and were told they fly out of Ft. Lauderdale; Brean asked Allard to contact Brean and stated he would provide Allard with contact information to speak with representatives at Allegiant.

Lamson indicated that it looking like Pike was also working on the north side of the runway too, digging up cement (working both the southerly and the north); Brean affirmed. Brean further stated that they are creating the haul road. Lamson also asked when the asphalt plant would be fired up and whether

Air Resources has evaluate the project regarding the asphalt plant. Brean did not have an answer, but an inquiry has been made. Brean asked Stowell if she had any update to provide to Lamson's question; Stowell had telephonic difficulties and was not able to respond. Lamson indicated she would connect with Stowell at a later time. Brean assured Lamson that there is time before asphalt is to be put down. Lamson indicated that they are progressing with the project and is pleased to see how it is moving along as it appears to be moving fast.

In accordance with the "Delegation to Executive Director: Consent, Approval and Execution of License Agreements," Mr. Mullen reported the following:

(i) New England Aircraft Detailing License Agreement:

Mullen asked Brean to provide the Board with information concerning this agreement; Brean indicated that New England Aircraft Detailing (NEAD) has been a vendor at PSM for multiple years. NEAD details high end corporate aircraft and this agreement allows PDA to obtain a revenue stream (it allows NEAD to be its own entity). With this agreement, NEAD will no longer be required to use PCA as an escort and will have its own badge and credentials. The agreement will allow PDA to receive 5% of the revenue it charges to the customers for the service.

Anderson spoke to the statement above by Brean of an 80% consolidation and asked if that would be attributed nationally or regionally and what is that effect on Allegiant's ability to adjust its schedules or expand it, etc. What does the 80% route consolidation translate to in regards to PSM. Brean indicated that the 80% is what PSM has gauged as far as seat factor that has been reduced. Nationally through its system, other airports on an industry average have seen a 97% reduction in capacity. PSM has held up because of its ability to be very adaptable and Allegiant's model is adaptable. The 80% reduction is much better than some of PSM's counterparts and other airports / airlines. Brean indicated that most of Allegiant's Midwest airports have been shuttered 100% in seat factor. Anderson asked what type of factor is that route consolidation based off (i.e.; are flights more apt to be routed to the Boston or Manchester market), thought the route consolidation would be a means to consolidate activity. Brean affirmed and further indicated that the legacy carriers (Delta, United and American) will be doing route consolidations. Unfortunately, for locations like Portland ME, Manchester NH and Providence RI, airlines may choose to operate through a large hub like Boston instead of the secondary routes. PSM has no legacy carriers so it won't retract any of that business. Brean indicated that Allegiant's low cost model does not work well at those other airports. PSM has a low cost model which it is recognizing now that PSM ranks high in Allegiant's station list. PSMs two (2) routes from Portsmouth to Punta Gorda and Portsmouth to Orlando have ranked in the top profitability in Allegiant's network. In conversations held with Allegiant, we try to make PSM the New England gateway for its Florida market. Brean indicated that future bookings which are critical, industry wide not PSM specific, that there are no future bookings which is troubling and scary.

Lamson indicated that the report provided by Brean was very informative.

Smith thanked Brean for all of the work that he is continuing to do there.

b) Skyhaven Airport (DAW):

Brean indicated that he is happy to announce the \$30,000 CARES Act which will be used for the QT Pod fueling system.

3. Golf Course Operations:

DeVito indicated that golf is very quiet in the state, and after the Executive Order the golf course and simulator operations ceased. Grill 28 stayed open for a little bit to try to do take out / delivery service but that ceased a week later. The maintenance department has been deemed essential and while it is sporadic, staff are out on course on a regular basis so that the course will be ready when it is able to reopen. Mowing will start to pick up with a change in the weather and next week the greens aeration will be performed (this has been rescheduled from when it is typically done in August) in order to free up the couple of weeks in August in order to minimize downtime and loss of revenue later in the season.

DeVito indicated that the golf shop staff are working on cleaning procedures, getting training programs in place for when staff returns (i.e.; customer check in; online payments, etc.) regular work that needs to be done to the golf carts, painting projects (inside / outside), reaching out to those who have already booked events and tournaments to try to get them rebooked and keep them informed.

DeVito also indicated that one of the big initiatives was changing the tee times from every 9 minutes to every 12 minute tee times. This still allows placement of over 500 players on the course a day even with the spacing change and could accommodate all and require a tee time going forward.

DeVito indicated that to accommodate the social distancing the golf course, staff has reached out to several companies and received pricing back in order to bring in an additional 40 golf carts so all 27 holes on the course can be utilized.

DeVito has been working with Grill 28 on a regular basis on setting up a seating plan for when it is able to open in Phase I and to discuss what is needed for spacing as well as when they might continue with take out and delivery service.

DeVito indicated that season pass holders have requested some type of compensation for the time that the course has been closed as the season pass application indicates the season is from April 1st through November 30th. DeVito stated he would wait until the course is open and return to the Board to see how best to address this issue.

Anderson asked pending the opening of any non-essential businesses per order of Governor Sununu, is there a plan for a phased in or full operation of the golf course. Anderson asked if Pease has development a plan or suggestion of golf operations that would not include clubhouse facilities or Grill 28. Alternatively, has there been a thought to open it up to just membership activity in a partial phased in operation. DeVito indicated that in order to keep the golf course going Pease has to maintain all 27 holes and prior to receipt of the additional golf carts arriving, Pease would only open with 18 holes because of the limit of the golf carts currently available. DeVito indicated that if it is required that the golf course cannot open or do any take out services that has been considered. Further, as far as who can interact in the clubhouse, a platform is trying to be set up as best as possible for paying customers. However, if it is just for the season pass holders Pease can still use the online platform for them and then everything would be electronic as far as check-in, would have to monitor it but that is possible if that is what ends up happening. Anderson asked if it would be phased in where there would be no activity in the clubhouse or Grill 28; DeVito affirmed. DeVito further stated that there are ongoing task force discussions at the state level and that on Friday (4/24) recreation is due to be discussed. DeVito indicated that he is the President of the NH

PGA Chapter so he has been working back and forth with other golf industry leaders to get information to provide to the Committee for discussion. It is hoped to get golf back sooner rather than later, but it will all hinge on how safely it can be done without a risk to the safety factor.

Smith indicated he has a feeling that the golf courses will be tied to what Massachusetts does; wondered if there was a way to only allow residents to play at the golf courses (i.e.; check ids). DeVito indicated that is one of the discussion points.

Anderson asked if Pease would be saving some revenue in what has to be refunded if you allow membership only activity. DeVito indicated if that was what is allowed then that compensation would be decreased.

B. Approvals:

1. Sheehan Phinney Bass & Green PA

Director Loughlin moved the motion and Director Torr seconded that the Pease Development Authority Board of Directors approves of and authorizes the Executive Director to expend funds in the amount of \$7,122.75 to Sheehan Phinney Bass & Green for reimbursement of third party environmental services rendered to the Pease Development Authority and associated with the MS4 permit implementation.

Discussion: None. Disposition: Resolved by unanimous (7-0) roll call vote for; motion carried.

XI. Division of Ports and Harbors:

A. Reports: Reports generated since January 16, 2020 will be provided at the next regular Board Meeting

B. Approvals:

- 1. Proposal from Appledore Marine Engineering, LLC - Engineering Services for the Market St. Marine Terminal Main Wharf Rehabilitation (a/k/a BUILD Grant)**
- 2. Cianbro Corp. - Right of Entry for loading construction equipment and materials from the Market Street Terminal**
- 3. Portsmouth Fish Pier – Relocation of Electrical System**
- 4. Morton Salt**

Director Levesque moved the motion and Director Torr seconded that the Pease Development Authority Board of Directors hereby authorizes the Executive Director and the Division Director, in accordance with their respective powers and duties to take all action necessary or appropriate to implement the following:

- 1. To accept the proposal from and to execute a contract with the Division's on-call marine engineering service provider, Appledore Marine Engineering, LLC ("AME"), for the purpose of providing marine engineering services for the Market Street Main Wharf Rehabilitation in an amount not to exceed \$1,725,249.00 contingent upon execution of the BUILD Grant Final Agreement between the US Department of Transportation Maritime Administration (MARAD) and the PDA; all in accordance with the**

memorandum of Geno J. Marconi, Division Director of Ports and Harbors, dated March 11, 2020, and AME's proposal;

2. To execute a Right of Entry ("ROE") with Cianbro Corporation ("Cianbro") for the use of the facilities at the Market Street Terminal for the purpose of staging and loading equipment and materials (for the manufacture of concrete); all in accordance with the memorandum of Geno J. Marconi, Division Director, dated April 1, 2020;
3. To contract with Eversource Energy in an amount up to \$15,187.00, for the electric utility upgrade work at the Portsmouth Commercial Fish Pier; all in accordance with the Memorandum of Geno J. Marconi, Division Director, dated April 1, 2020; and
4. To execute a License and Operating Agreement with Morton Salt Inc. for a modification and extension of their existing agreement for the storage of imported road de-icing salt; all in accordance with the memorandum of Geno J. Marconi, Division Director, dated April 10, 2020.

Discussion: Hinchee indicated that Levesque was sent a corrected motion which he may not have in front of him which corrected item 4 from a "Right of Entry" to a "License and Operating Agreement." Levesque indicated he was not in receipt of the corrected motion and wondered if he needed to correct the record or the Board could go with what was provided by Hinchee. Hinchee restated that item 4 is corrected to a License and Operating Agreement and not a Right of Entry.

Smith asked if there were any items that any Board member would like to pull and vote on separately. No requests made to pull any item.

Disposition: Resolved by unanimous (7-0) roll call vote for; motion carried.

C. Ratifications:

1. Schedule of Pilotage Fees
2. Self-Serve Fuel Point of Sale Credit Card System Replacement - Port Facilities

Director Allard moved the motion and Director Torr seconded that the Pease Development Authority (PDA) Board of Directors hereby approves and ratifies the implementation by the Executive Director and the Division Director of the following:

1. The adoption of the Final Schedule of Pilotage Fees and Pilotage Unit Rates and the Adopted Amendment PART Pda 311 PILOTAGE, both attached hereto, pursuant to Pda 311.01(d) of Chapter Pda 300, Port Captains, Pilots and Pilotage, NH Code of Administrative Rules, and all in accordance with the memorandum of Geno J. Marconi, Division Director, dated March 2, 2020. The rates became effective as of April 1, 2020; and
2. The execution of a purchase agreement with QT Petroleum on Demand (QT Pod) for a cost of \$57,725.00, for the purchase of five (5) self-serve fuel point of sale credit card systems for the Division of Ports and Harbors' (DPH) three (3) facilities; all in accordance with the memorandum from Geno J. Marconi Division Director of

Smith thanked the PDA staff for providing the Board with the ability to have the meeting telephonically. It may have not been the way it would have preferred to have been done and that the agenda was laid out in a manner that allowed the meeting to be held.

XV. Adjournment:

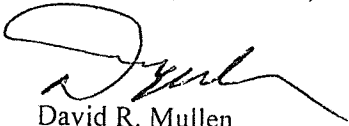
Director Lamson moved the motion and Director Torr seconded to adjourn the Board meeting. Meeting adjourned at **10:31 a.m.**

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

XVI. Press Questions:

No members of the press were known to attend the meeting.

Respectfully submitted,



David R. Mullen
Executive Director/Secretary

P:\BOARD MINUTES - Bd Minutes of April 23, 2020 (1).docx



PEASE
INTERNATIONAL
DEVELOPMENT
AUTHORITY

65 International Drive Portsmouth, NH 02801

Date: May 11, 2020
 To: David Mullen, Executive Director *DM*
 From: Irv Canner, Director of Finance *IC*
 Subject: Executive Summary- Financial Reports

In anticipation of the upcoming May 21st Pease Development Authority Board meeting, the following is an Executive Summary of the two financial reports for your review and comment:

Report #1- Financial Report for the Nine Month Period Ending March 31, 2020

Income Statement (Page #2)

Actual operating revenues of \$12,438,000 are 4.7% above budget primarily due to the increase in fee revenues associated with wharfage and dockage, golf course related public play revenues and Grill 28 concession fees. Slightly offsetting these revenue gains were the decreased fuel revenues associated with the Portsmouth Fish Pier and the reconstruction of the Pier Wall.

Actual operating expenses of \$9,534,000 are 3.8% below budget primarily due to expense under runs in marketing and the cost of fuel at the Portsmouth Fish Pier. To a lesser extent budget underruns have been incurred due to the less than expected winter snow season.

The resulting Operating Income of \$2,904,000 is \$941,000 greater than expected which directly contributed to our ability to address internal working capital requirements without the need to draw-down from the \$15,000,000 Revolving Line of Credit (RLOC) with the Provident Bank.

Balance Sheet (Page #8)

The overall financial health of the PDA remains strong providing \$9,085,000 in current assets and \$3,047,000 in current liabilities. Currently the PDA has no debt outstanding including full access to the \$15,000,000 RLOC with the Provident Bank. The final debt payment to the City of Portsmouth in support of the waste-water treatment facility was made in January 2020. During the nine-month period unrestricted cash balances decreased by \$1,131,000 to \$6,418,000 due to the following activities:

Operating Income	\$ 2,904,000
Capital Expenditures	(5,014,000)
Accounts Receivables	(963,000)
All Other- Net	1,942,000
Total	\$ (1,131,000)

Report #1- Financial Report for the Nine Month Period Ending March 31, 2020 (continued):

The more significant capital expenditures during the period include:

• PSM Terminal Expansion / Phase I	\$ 2,883,000
• PSM Runway Reconstruction Project	1,483,000
• Functional Replacement- Barge Dock	186,000
• PFP Repair and Construction	133,000
• All Other	<u>329,000</u>
Total	<u>\$ 5,014,000</u>

The net pension and OPEB liability for the PDA remains at \$14,897,000. It is anticipated that the updated projections will be received from the actuarial consultants prior to June 30, 2020.

As noted on page #5, the current PDA Organization Chart reflects 65 filled benefited positions and 2 open benefited positions.

Business Unit Performance

Portsmouth Airport

Operating revenues total \$1,308,000 which is approximately 4.9% below budget. The primary reason is the budget under-run in pay for parking revenues. Unbudgeted aviation fees have somewhat offset the lower pay for parking revenues. Current enplanements are less than the prior year.

Skyhaven Airport

Operating revenues total \$157,000 which is approximately 7.5% above budget. The primary reason is level of fuel sales being 9.5% above budgeted revenues. Cumulative net cash flow losses, since accepting the operational responsibilities for Skyhaven Airport, now total \$(1,713,000).

Tradeport

Operating revenues total \$7,054,000 which is approximately 4.1% above budget. The primary reason for the favorable variance is associated with rental of facilities.

Golf Course

Operating revenues total \$1,828,000 which is approximately 18.9% above budget. The primary reasons are associated with public play at the golf course and increased level of concession revenues associated with Grill 28. Gross revenues at the Grill 28 are 5.3% greater than the prior nine-month period.

Division of Ports and Harbors

Operating revenues total \$1,928,000 which is approximately 1.5% greater than budget. The lost fuel sales at the Portsmouth Fish Pier have been offset by wharfage and dockage fee revenues

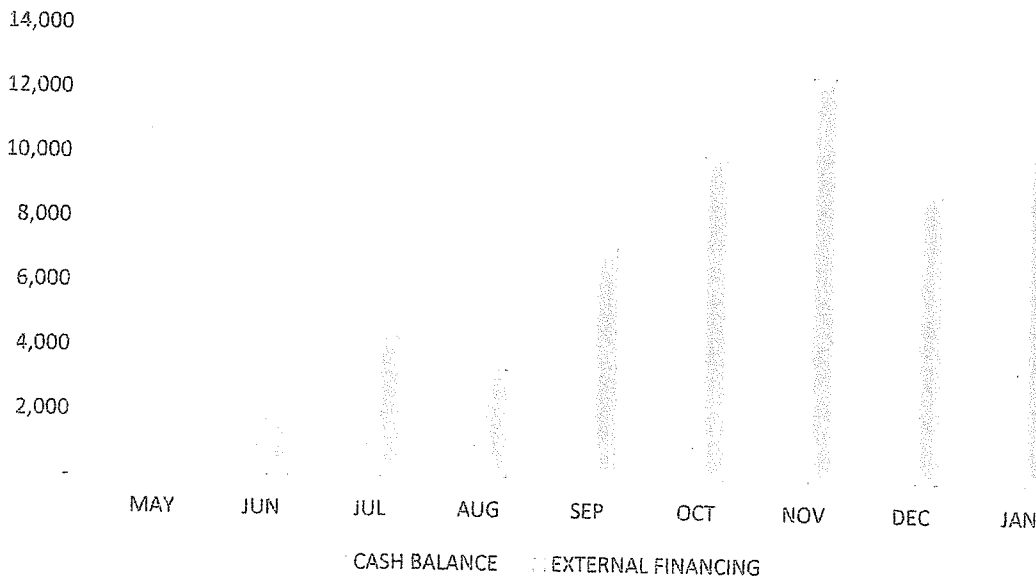
Report #2- Cash Flow Projections for the Nine Month Period Ending January 31, 2021

During the next nine-month period internal cash flow projections are dominated by approximately \$34,982,000 in capital expenditures primarily in support of the PSM Runway Reconstruction Project and the PSM Terminal Expansion. Of these monies, \$26,371,000 will be grant funded requiring the PDA to draw external funding through our \$15,000,000 RLOC with the Provident Bank. Based on current expectations of actual grant reimbursements of \$18,391,000 during this period, the net debt outstanding is projected at \$10,500,000.

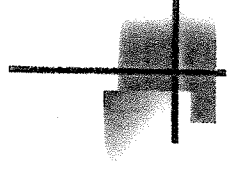
Revenue projections have been lowered due to the coronavirus environment as associated with the closure of the golf course and Grill 28 operations. To a lesser extent PSM Pay for Parking revenues are also anticipated to be less than budgeted.

As noted below, the detailed monthly cash flow projections provide for a minimum cash balance of approximately \$1,000,000 to allow the PDA to address its ongoing working capital requirements. Again, a critical component in developing these cash flow projections is the timely reimbursement process associated with grant funded capital projects.

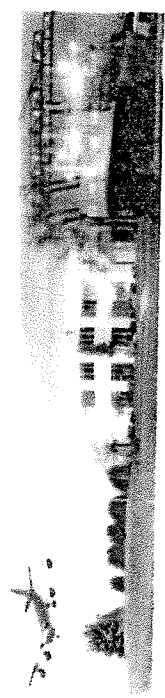
PROJECTED CASH AND EXTERNAL FINANCING BALANCES



At your convenience, I would be pleased to address any questions or supplemental information you may need.



**FY 2020 FINANCIAL REPORT
FOR THE NINE MONTH PERIOD
ENDING MARCH 31, 2020**



**BOARD OF DIRECTORS MEETING
MAY 21, 2020**



CONSOLIDATED STATEMENT OF REVENUES AND EXPENSES FOR THE NINE MONTH PERIOD ENDING MARCH 31, 2020

(\$ 000's)

	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	CURRENT YEAR VARIANCE	CURRENT YEAR BUDGET
OPERATING REVENUES <i>(PAGE #3)</i>	<u>12,438</u>	<u>11,878</u>	<u>560</u>	<u>16,237</u>
OPERATING EXPENSES				
PERSONNEL SERVICES AND BENEFITS <i>(PAGE #4 AND #5)</i>	5,502	5,296	206	7,188
BUILDINGS AND FACILITIES MAINTENANCE	1,545	1,753	(208)	2,223
GENERAL AND ADMINISTRATIVE <i>(PAGE #6)</i>	982	949	33	1,295
UTILITIES <i>(PAGE #6)</i>	555	542	13	716
PROFESSIONAL SERVICES <i>(PAGE #6)</i>	313	203	110	309
MARKETING AND PROMOTION	115	248	(133)	327
ALL OTHER <i>(PAGE #6)</i>	<u>522</u>	<u>924</u>	<u>(402)</u>	<u>1,265</u>
OPERATING INCOME	<u>2,904</u>	<u>1,963</u>	<u>941</u>	<u>2,914</u>
NONOPERATING (INCOME) AND EXPENSE <i>(PAGE #7)</i>	(135)	211	(346)	281
DEPRECIATION	<u>3,818</u>	<u>4,725</u>	<u>(907)</u>	<u>6,302</u>
NET OPERATING INCOME	<u>(779)</u>	<u>(2,973)</u>	<u>2,194</u>	<u>(3,668)</u>

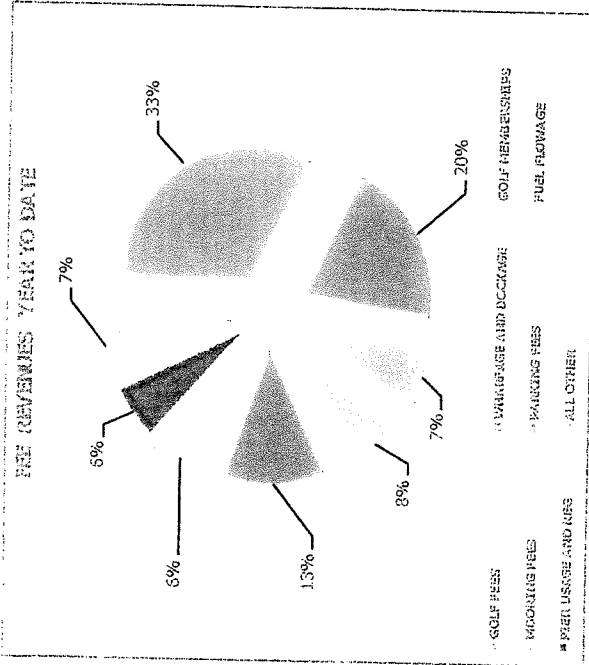
BUDGET VARIANCE ANALYSIS

- OPERATING REVENUES-
HIGHER BY 4.7% ...
- TIMING DIFFERENCES ASSOCIATED WITH RENTAL OF FACILITIES, OFFSET BY INCREASES IN:
 - GOLF FEES- ESCALATION IN NONMEMBER ROUNDS PLAYED
 - CONCESSION REVENUES FROM GRILL 28 SALES
 - CONSUMER PRICE INDEX LESS THAN BUDGETED
 - RYE AND HAMPTON FUEL SALES OFFSET BY PFP FUEL DELIVERY LOSS
- OPERATING COSTS
LOWER BY 3.8% ...
 - DPH AND DAW FUEL EXPENSE HIGHER TO OFFSET FUEL SALES AT PORTSMOUTH FISH PIER
 - HEALTH INSURANCE PRELIMINARY RATE STRUCTURE MODIFIED- OPEB IMPACT
 - IMPACT OF LIGHTER WINTER SEASON
 - COMPREHENSIVE FY 2019 YEAR END CUT-OFF PROCEDURES (JULY-AUGUST)

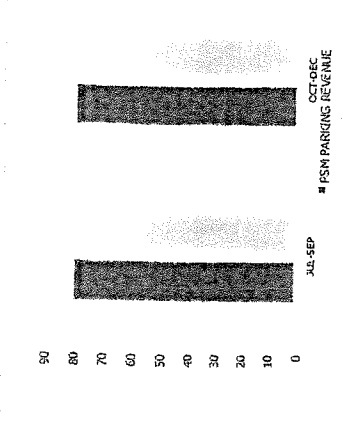
CONSOLIDATED OPERATING REVENUES MARCH 31, 2020

(\$ 000's)

	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	CURRENT YEAR VAR	CURRENT YEAR BUDGET
RENTAL OF FACILITIES	7,941	7,601	340	10,091
FEE REVENUES (SEE PFE CHART)	3,225	2,983	242	4,296
FUEL SALES (SEE TABLE BELOW)	356	664	(308)	914
CONCESSION REVENUE	275	226	49	326
GOLF MERCHANDISE	173	145	28	235
ALL OTHER- NET	468	259	209	375
	<u>12,438</u>	<u>11,878</u>	<u>560</u>	<u>16,237</u>



PSM YEAR TO DATE	ACTUAL	BUDGET
PARKING	341	608
FUEL FLOWAGE	178	161



FUEL SALES	ACTUAL	BUDGET	BUDGET VARIANCE
PORTSMOUTH FISH PIER	-	364	(364)
RYE HARBOR	160	113	47
HAMPTON HARBOR	147	139	8
SKYHAVEN AIRPORT	49	48	1
	<u>356</u>	<u>664</u>	<u>(308)</u>

ANNUAL FINANCIAL STATEMENTS AND REPORT FOR THE NINE MONTH PERIOD ENDING

MARCH 31, 2022

(in 000's)

STATEMENT OF FINANCIAL POSITIONS (Balance Sheet)

	2022	2021	2020
ASSETS			
Current Assets			
Cash and cash equivalents	10	10	10
Accounts receivable	18	18	18
Prepaid expenses	10	10	10
Other current assets	4	4	4
Total Current Assets	42	42	42
Non-current Assets			
Property, plant and equipment	10	10	10
Intangible assets	1	1	1
Other non-current assets	1	1	1
Total Non-current Assets	12	12	12
Total Assets	54	54	54
LIABILITIES AND EQUITY			
Accounts payable	10	10	10
Other liabilities	1	1	1
Total Liabilities	11	11	11
Equity	43	43	43
Total Liabilities and Equity	54	54	54

	2022	2021	2020
LIABILITIES			
Accounts payable	10	10	10
Other liabilities	1	1	1
Total Liabilities	11	11	11
EQUITY			
Common stock	10	10	10
Retained earnings	33	33	33
Total Equity	43	43	43

	2022	2021	2020
INCOME STATEMENT			
Revenue	100	100	100
Cost of sales	(40)	(40)	(40)
Gross profit	60	60	60
Operating expenses	(20)	(20)	(20)
Other income	5	5	5
Total other income	5	5	5
Total other expenses	(15)	(15)	(15)
Total other income and expenses	10	10	10
Total income	50	50	50

	2022	2021	2020
CASH FLOW STATEMENT			
Operating activities	10	10	10
Investing activities	(5)	(5)	(5)
Financing activities	(5)	(5)	(5)
Total cash and cash equivalents	0	0	0

	2022	2021	2020
STATEMENT OF CHANGES IN EQUITY			
Common stock	10	10	10
Retained earnings	33	33	33
Total equity	43	43	43

	2022	2021	2020
STATEMENT OF FINANCIAL POSITIONS (Continued)			
Accounts payable	10	10	10
Other liabilities	1	1	1
Total Liabilities	11	11	11
Equity	43	43	43
Total Liabilities and Equity	54	54	54

	2022	2021	2020
STATEMENT OF FINANCIAL POSITIONS (Continued)			
Accounts payable	10	10	10
Other liabilities	1	1	1
Total Liabilities	11	11	11
Equity	43	43	43
Total Liabilities and Equity	54	54	54

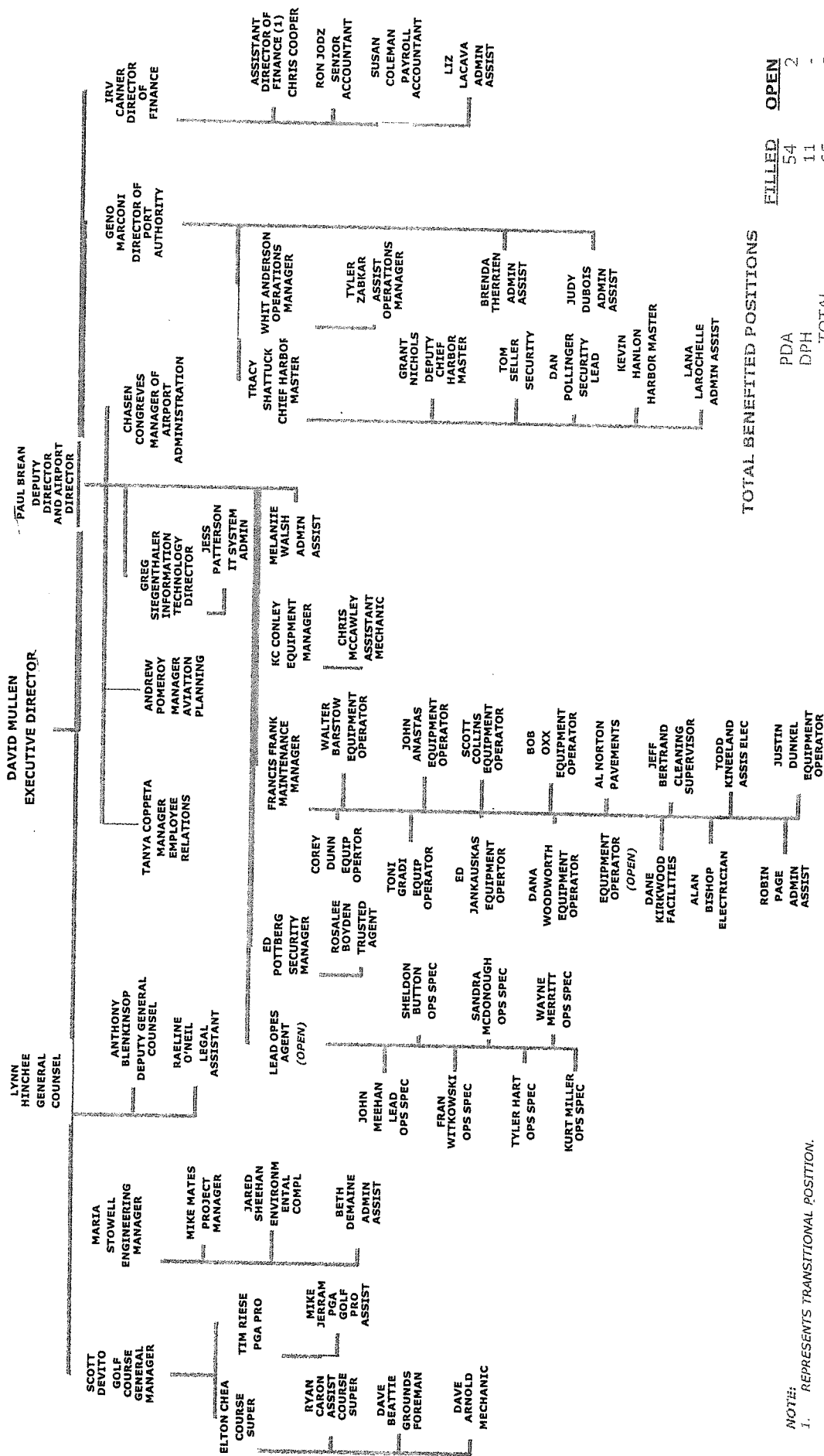
	2022	2021	2020
STATEMENT OF FINANCIAL POSITIONS (Continued)			
Accounts payable	10	10	10
Other liabilities	1	1	1
Total Liabilities	11	11	11
Equity	43	43	43
Total Liabilities and Equity	54	54	54

	2022	2021	2020
STATEMENT OF FINANCIAL POSITIONS (Continued)			
Accounts payable	10	10	10
Other liabilities	1	1	1
Total Liabilities	11	11	11
Equity	43	43	43
Total Liabilities and Equity	54	54	54

	2022	2021	2020
STATEMENT OF FINANCIAL POSITIONS (Continued)			
Accounts payable	10	10	10
Other liabilities	1	1	1
Total Liabilities	11	11	11
Equity	43	43	43
Total Liabilities and Equity	54	54	54

15

PEASE DEVELOPMENT AUTHORITY CURRENT ORGANIZATION CHART



NOTE: 1. REPRESENTS TRANSITIONAL POSITION.

TOTAL BENEFITED POSITIONS

FILLED	54	OPEN	2
PDA	11		
DPH	11		
TOTAL	65		2

6

CONSOLIDATED OTHER OPERATING EXPENSES FOR THE NINE MONTH PERIOD ENDING MARCH 31, 2020

(\$ 000's)

GENERAL AND ADMINISTRATIVE	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	CURRENT YEAR VARIANCE	CURRENT YEAR BUDGET	PROFESSIONAL SERVICES	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	CURRENT YEAR VARIANCE	CURRENT YEAR BUDGET
FICA	292	299	(7)	399					
INSURANCE	156	141	17	270	LEGAL	191	67	124	125
TELEPHONE / COMMUNICATIONS	102	80	22	106	INFORMATION TECHNOLOGY	33	54	(21)	73
COMPUTER EXPENSES	42	60	(18)	80	EXTERNAL AUDIT	47	50	(3)	69
BANK FEES	58	38	20	49	ALL OTHER- NET	42	32	10	42
ALL OTHER-NET	330	331	(1)	391		312	203	110	309
	982	949	33	1,295					
UTILITIES					ALL OTHER				
ELECTRICITY	365	294	71	400	FUEL	260	624	(264)	850
WATER	33	100	(67)	118	GOLF MERCHANDISE	111	141	(30)	180
WASTE DISPOSAL	99	63	36	83	COAST TROLLEY	78	82	((4)	120
NATURAL GAS AND OIL	32	58	(26)	76	GOLF CART LEASE	73	77	(4)	115
PROPANE	26	27	(1)	39		522	924	(402)	1,265
	555	542	13	716					

7

**CONSOLIDATED NONOPERATING (INCOME) EXPENSE
FOR THE NINE MONTH PERIOD ENDING
MARCH 31, 2020**

(\$ 000's)

	YEAR		YEAR		INTEREST EXPENSE	
	TO DATE ACTUAL	TO DATE BUDGET	TO DATE BUDGET	CURRENT YEAR VARIANCE	CURRENT YEAR BUDGET	YEAR TO DATE FISCAL BUDGET
INTEREST EXPENSE	3	233		(230)	310	305
INTEREST INCOME AND OTHER	(59)	(22)		(37)	(29)	5
GAIN ON ASSET DISPOSITION	(79)	-		(79)	-	
	<u>(135)</u>	<u>211</u>		<u>(346)</u>	<u>281</u>	<u>310</u>

CONSOLIDATED STATEMENTS OF NET POSITION

(\$000's)

	JUN 30 2019	MAR 31 2020	JUN 30 2019	MAR 31 2020	
ASSETS					
CURRENT ASSETS					
CASH AND EQUIVALENTS	7,549	6,418	2,100	1,764	
ACCOUNTS RECEIVABLE- NET	1,184	2,147	520	460	
OTHER ASSETS	586	520	573	732	
TOTAL CURRENT ASSETS	<u>9,319</u>	<u>9,085</u>	116	91	UNRESTRICTED 4,680
RESTRICTED ASSETS					UNRESTRICTED 14
CASH AND EQUIVALENTS	579	445	3,209	3,067	4,854
ACCOUNTS RECEIVABLES- NET	1,017	1,021	11,676	11,576	DIVISION OF PORTS AND HARBORS
TOTAL RESTRICTED ASSETS	<u>1,596</u>	<u>1,466</u>	<u>12,296</u>	<u>12,212</u>	GENERAL FUNDS 360
CAPITAL ASSETS			<u>15,605</u>	<u>15,259</u>	HARBOR MANAGEMENT 1,364
LAND, BUILDINGS AND EQUIPMENT	61,247	60,416	3,221	3,221	REVOLVING LOAN- FISHERY FUND 202
CONSTRUCTION IN PROCESS (PAGES #10-#12)	3,320	5,322	63,931	65,278	HARBOR DREDGING 235
	<u>64,567</u>	<u>65,738</u>			FOREIGN TRADE 8
TOTAL ASSETS	<u>25,482</u>	<u>26,288</u>	1,204	1,218	445
DEFERRED OUTFLOWS OF RESOURCES			134	(17)	
PENSION / OPEB	4	8	(7,054)	(7,115)	TOTAL 445
TOTAL NET POSITION	<u>1,504</u>	<u>1,504</u>	<u>58,219</u>	<u>59,372</u>	

*CASH AND EQUIVALENTS
AT MARCH 31, 2020*

SUMMARY OF INTERGOVERNMENTAL RECEIVABLES AS OF MARCH 31, 2020

(\$ 000's)

PROJECT NAME	APPROVAL DATE	TOTAL PROJECT	GRANT AWARD	EXPENDED TO DATE	PDA SHARE	RECEIVED TO DATE	BALANCE DUE PDA	AMOUNT SUBMITTED
PSM RUNWAY 16-34 DESIGN (AIP 58)	05-18-17	1,265	885	1,128	(45)	1,075	8	-
PSM RUNWAY 16-34 RECONSTRUCTION (AIP 64)	07-06-19	24,035	17,369	1,339	(178)	-	1,161	381
PSM OBSTRUCTION REMOVAL / CONSTRUCTION (AIP 60)	05-18-17	1,130	1,074	1,007	(58)	938	11	-
PSM TERMINAL PLANNING STUDY (AIP 61)	05-18-17	393	373	393	(20)	373	-	-
PSM AIR NATIONAL GUARD TAXIWAY PROJECT	-	2,500	2,500	2,496	-	2,372	124	-
PSM TERMINAL BUILDING EXPANSION (AIP 62)	11-01-18	1,730	1,644	3	-	-	3	-
PSM RECONSTRUCT RUNWAY 16-34 (AIP 65)	06-27-19	2,263	2,111	163	(26)	-	137	-
PSM RUNWAY 16-34 REIMBURSABLE SUPPORT (AIP 65)	05-01-19	144	137	144	(7)	123	14	-
DAW TAXILANE PAVEMENT AND DRAINAGE CONSTRUCTION (SBG 07-2016)	09-22-16	1,830	1,738	1,519	(77)	1,442	-	-
DPH UPGRADE PORT SECURITY AND SOFTWARE	-	58	58	58	-	58	-	-
DPH FUNCTIONAL REPLACEMENT - BARGE DOCK	-	5,000	-	1,256	-	1,216	40	-
DPH MAIN PIER REHABILITATION	-	5,003	-	74	-	74	-	-
DPH HAMPTON HARBOR DREDGING	-	118	-	95	-	95	-	-
DPH PFP REPAIR AND CONSTRUCTION	-	3,250	-	163	-	133	30	30
							<u>1,528</u>	<u>411</u>

SUMMARY OF CONSTRUCTION WORK IN PROGRESS

(\$ 000's)

PROJECT NAME	BALANCE AT 06-30-19	CURRENT YEAR EXPENDITURES	TRANSFER TO PLANT IN SERVICE	NET CURRENT YEAR CHANGE	BALANCE AT 03-31-20
PORTSMOUTH AIRPORT					
TERMINAL EXPANSION (NON-GRANT)	1,301	2,716	(1,800)	916	2,217
RUNWAY 16-34 DESIGN (AIP 58)	896	1	(897)	(896)	-
PAY FOR PARKING PROJECT	6	12	(18)	(6)	-
RUNWAY 16-34 RECONSTRUCTION	-	1,339	-	1,339	1,339
RECONSTRUCT TAXIWAY B AND C	-	43	(43)	-	-
AIR NATIONAL GUARD	-	17	(12)	5	5
DOOR ACCESS CONTROL SYSTEM	-	5	(5)	-	-
L3798 SNOW PUSHER	-	24	-	24	24
TERMINAL EXPANSION (AIP 66)	-	163	-	163	163
TERMINAL EXPANSION (AIP 62)	-	4	-	4	4
10 MAX U500 SECURITY SYSTEM	-	6	-	6	6
RUNWAY 16-34 REIMBURSABLE SUPPORT	-	<u>144</u>	-	<u>144</u>	<u>144</u>
	<u>2,203</u>	<u>4,474</u>	<u>(2,775)</u>	<u>1,699</u>	<u>3,902</u>

SUMMARY OF CONSTRUCTION WORK IN PROGRESS

(CONTINUED):

(\$ 000's)

PROJECT NAME	BALANCE AT 06-30-19	CURRENT YEAR EXPENDITURES	TRANSFER TO PLANT IN SERVICE	NET CURRENT YEAR CHANGE	BALANCE AT 03-31-20
SKYHAVEN AIRPORT					
TAXILANE PAVEMENT AND DRAINAGE	=	<u>27</u>	<u>(27)</u>	=	=
GOLF COURSE					
CLUBHOUSE KITCHEN	4	4	(8)	(4)	-
BATHROOM RENOVATIONS	=	4	<u>(4)</u>	=	=
	4	8	<u>(12)</u>	<u>(4)</u>	=
ADMINISTRATION					
	=	=	=	=	=
MAINTENANCE					
BLUE DIAMOND BRUSH CUTTER	-	6	(6)	-	-
WEEDTECHNICS STEAM MACHINE	=	<u>22</u>	<u>(22)</u>	=	=
	=	<u>28</u>	<u>(28)</u>	=	=

SUMMARY OF CONSTRUCTION WORK IN PROGRESS

(CONTINUED):

PROJECT NAME	BALANCE AT 06-30-19	CURRENT YEAR EXPENDITURES	TRANSFER TO PLANT IN SERVICE	NET CURRENT YEAR CHANGE	BALANCE AT 03-31-20
DIVISION OF PORTS AND HARBORS (DPH)					
FUNCTIONAL REPLACEMENT- BARGE DOCK	1,071	186	-	186	1,257
PPP BULKHEAD REHAB (HDF)	20	47	(67)	(20)	-
MAIN PIER REHAB	19	55	(74)	(19)	-
PPP CONCEPT STUDY (HDF)	4	3	(7)	(4)	-
PPP REPAIR AND CONSTRUCTION	-	133	-	133	133
UPGRADE SECURITY	-	11	(11)	-	-
BARGE WHARF GUIDE PILLINGS	-	12	(12)	-	-
	<u>1,114</u>	<u>447</u>	<u>(171)</u>	<u>276</u>	<u>1,390</u>
TOTAL	<u>3,321</u>	<u>5,014</u>	<u>3,013</u>	<u>2,001</u>	<u>5,322</u>

(\$ 000'S)

LONG TERM LIABILITIES AS OF MARCH 31, 2020

(\$ 000's)

SCHEDULE OF LONG TERM LIABILITY REPAYMENT

	CURRENT PORTION	LONG TERM PORTION	TOTAL AMOUNT DUE	FISCAL YEAR	CITY OF PORTSMOUTH	STATE OF NEW HAMPSHIRE (1)
STATE OF NEW HAMPSHIRE POST RETIREE HEALTH CARE PROGRAM (1)	91	182	273	2020	116	-
CLF PENALTY	-	-	-	2021	-	91
STATE OF NEW HAMPSHIRE	-	252	252	2022	-	91
ACCRUED SICK LIABILITY	-	102	102	2023	116	273
	-	536	627	PAID IN FY 2020	116	-
	<u>91</u>	<u>536</u>	<u>627</u>		-	<u>273</u>

NOTE:
1. ALLOCATION OF ANNUAL PAYMENT IS \$63 CHARGED TO THE PDA AND \$28 TO THE DPH.

STATEMENT OF OPERATIONS FOR THE NINE MONTH PERIOD ENDING MARCH 31, 2020 SKYHAVEN AIRPORT

(\$ 000's)

OPERATING REVENUES	YEAR TO DATE	YEAR TO DATE	YEAR TO DATE	FISCAL YEAR BUDGET
	ACTUAL	BUDGET	VARIANCE	
FACILITIES RENTAL	98	98	-	121
FUEL SALES	49	48	1	64
ALL OTHER	10	-	10	-
	<u>157</u>	<u>146</u>	<u>11</u>	<u>185</u>
OPERATING REVENUES				
OPERATING EXPENSES				
PERSONNEL SERVICES AND BENEFITS	35	45	(10)	60
BUILDINGS AND FACILITIES MAINTENANCE	45	46	(1)	61
GENERAL AND ADMINISTRATIVE	28	29	(1)	38
UTILITIES	22	20	2	27
PROFESSIONAL SERVICES	4	4	-	5
MARKETING AND PROMOTION	-	-	-	-
ALL OTHER- FUEL	40	38	2	51
	<u>174</u>	<u>182</u>	<u>(8)</u>	<u>242</u>
OPERATING INCOME	(17)	(36)	19	(57)
NONOPERATING (INCOME) AND EXPENSE	-	-	-	-
DEPRECIATION	394	390	(4)	520
NET OPERATING INCOME	(411)	(426)	15	(577)

OPERATING REVENUES	YEAR TO DATE	YEAR TO DATE	YEAR TO DATE	FISCAL YEAR BUDGET
	ACTUAL	BUDGET	VARIANCE	
FACILITIES RENTAL	98	98	-	121
FUEL SALES	49	48	1	64
ALL OTHER	10	-	10	-
	<u>157</u>	<u>146</u>	<u>11</u>	<u>185</u>
OPERATING REVENUES				
OPERATING EXPENSES				
PERSONNEL SERVICES AND BENEFITS	35	45	(10)	60
BUILDINGS AND FACILITIES MAINTENANCE	45	46	(1)	61
GENERAL AND ADMINISTRATIVE	28	29	(1)	38
UTILITIES	22	20	2	27
PROFESSIONAL SERVICES	4	4	-	5
MARKETING AND PROMOTION	-	-	-	-
ALL OTHER- FUEL	40	38	2	51
	<u>174</u>	<u>182</u>	<u>(8)</u>	<u>242</u>
OPERATING INCOME	(17)	(36)	19	(57)
NONOPERATING (INCOME) AND EXPENSE	-	-	-	-
DEPRECIATION	394	390	(4)	520
NET OPERATING INCOME	(411)	(426)	15	(577)

GALLONS OF FUEL SOLD	YEAR TO DATE	YEAR TO DATE	YEAR TO DATE	YTD AVE PRICE
	ACTUAL	BUDGET	VARIANCE	
FY 2019	835	9,862	13,513	\$ 4.77
FY 2020	709	10,334	10,334	4.79

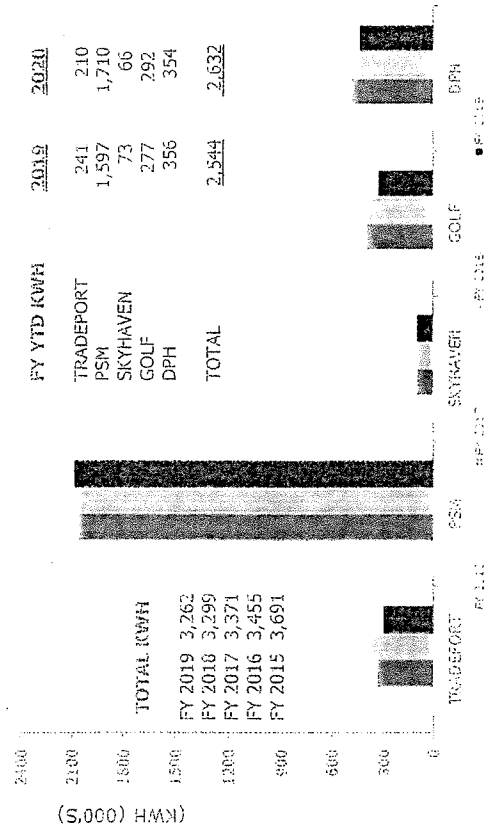
NET CASH FLOW	OPERATING	CAPITAL	DEBT	GRANT	TOTAL
	INCOME	EXPENSE	REPAY	FUNDS	
FY 2020	(17)	(27)	-	5	(39)
FY 2019	(83)	(27)	-	512	402
FY 2018	(74)	(1,193)	-	1,370	103
FY 2009-2017	(835)	(5,599)	(100)	4,355	(2,179)
	<u>(1,009)</u>	<u>(6,846)</u>	<u>(100)</u>	<u>6,242</u>	<u>(1,713)</u>

STATEMENT OF OPERATIONS FOR THE NINE MONTH PERIOD ENDING MARCH 31, 2020 TRADEPORT

(\$ 000's)

	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	CURRENT YEAR VARIANCE	FISCAL YEAR BUDGET
OPERATING REVENUES	7,054	6,775	279	8,995
OPERATING EXPENSES				
PERSONNEL SERVICES AND BENEFITS	-	-	-	-
BUILDINGS AND FACILITIES MAINTENANCE	113	282	(169)	376
GENERAL AND ADMINISTRATIVE UTILITIES	42	36	6	48
PROFESSIONAL SERVICES	64	77	(13)	103
MARKETING AND PROMOTION	-	-	-	-
ALL OTHER	79	82	(3)	120
OPERATING INCOME	298	477	(179)	647
NONOPERATING (INCOME) AND EXPENSE	6,756	6,298	458	8,348
DEPRECIATION	561	562	(1)	750
NET OPERATING INCOME	6,195	5,736	459	7,598

KWH CONSUMPTION ANALYSIS BY BUSINESS UNIT



(S,000) HKM)

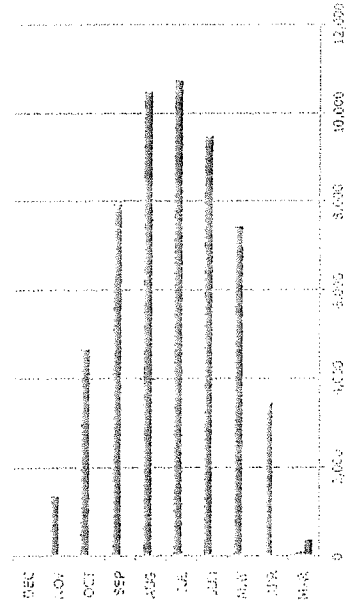
STATEMENT OF OPERATIONS FOR THE NINE MONTH PERIOD ENDING MARCH 31, 2020 GOLF COURSE

(\$ 000's)

	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	CURRENT YEAR VARIANCE	FISCAL YEAR BUDGET	OPERATING REVENUES	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	CURRENT YEAR VARIANCE	FISCAL YEAR BUDGET
OPERATING REVENUES	<u>1,828</u>	<u>1,538</u>	<u>290</u>	<u>2,396</u>	CONCESSION REVENUES	223	170	53	251
OPERATING EXPENSES					FEE REVENUES				
PERSONNEL SERVICES AND BENEFITS	712	663	49	940	GOLF FEES	1,038	890	148	1,425
BUILDINGS AND FACILITIES MAINTENANCE	236	249	(13)	321	MEMBERSHIPS	236	212	24	340
GENERAL AND ADMINISTRATIVE	195	158	37	213	SIMULATOR	115	109	6	120
UTILITIES	93	131	(38)	167	LESSONS	<u>12</u>	<u>8</u>	<u>4</u>	<u>18</u>
PROFESSIONAL SERVICES	6	13	(7)	17	MERCHANDISE AND OTHER	<u>1,401</u>	<u>1,219</u>	<u>182</u>	<u>1,903</u>
MARKETING AND PROMOTION	(10)	35	(45)	47		204	149	55	242
ALL OTHER	183	218	(35)	295		<u>1,828</u>	<u>1,538</u>	<u>290</u>	<u>2,396</u>
OPERATING INCOME	<u>413</u>	<u>71</u>	<u>342</u>	<u>396</u>	BUSINESS UNIT ANALYSIS				
NONOPERATING (INCOME) AND EXPENSE	-	-	-	-	PRO SHOP	173	1,297	243	1,828
DEPRECIATION	282	296	(14)	396	COURSE OPERA	111	1,145	128	1,415
NET OPERATING INCOME	<u>131</u>	<u>(225)</u>	<u>356</u>	-	FOOD / BEV	62	152	115	413
					TOTAL				

KEY GOLF COURSE BENCHMARKING DATA

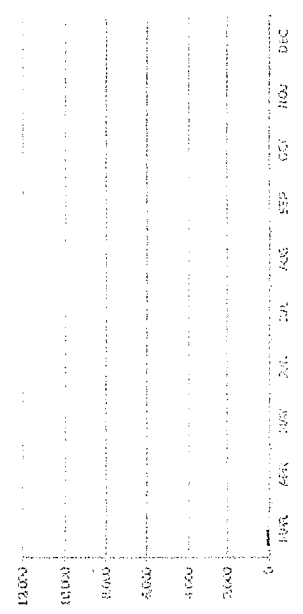
ROUNDS OF GOLF PLAYED (SEASON)



FINAL	2020 YTD	2019 YTD	2019 SEASON
ROUNDS PLAYED	361	96	55,321

RAIN DAYS	-	-	55
------------------	---	---	----

2020 MEMBER / NONMEMBER ROUNDS (SEASON)



MONTH	GOLF SIMULATOR REVENUES	FY 2019	FY 2020	GRILL 28 GROSS SALES	FY 2019	FY 2020
JULY	\$ 331	\$ 39	JULY	\$ 208,701	\$ 212,562	
AUGUST	485	-	AUGUST	221,334	259,154	
SEPTEMBER	479	78	SEPTEMBER	188,411	199,822	
OCTOBER	5,292	1,026	OCTOBER	134,258	149,127	
NOVEMBER	18,312	17,727	NOVEMBER	89,731	107,818	
DECEMBER	22,559	24,723	DECEMBER	110,593	117,993	
JANUARY	28,984	27,767	JANUARY	102,321	126,165	
FEBRUARY	25,591	29,976	FEBRUARY	101,282	107,490	
MARCH	26,907	14,402	MARCH	115,092	59,098	
APRIL	3,910	-	APRIL	134,616	-	
MAY	229	-	MAY	209,511	-	
JUNE	17	-	JUNE	274,736	-	
TOTAL	\$ 133,196	\$ 115,738		\$ 1,890,586	\$ 1,339,229	

2020 ROUNDS - SEASON	MEMBER	119
NONMEMBER	242	
TOTAL	361	

2019 ROUNDS - SEASON	MEMBER	38
NONMEMBER	58	
TOTAL	96	

CLUB / COURSE FUNCTIONS	FY 2019 YTD	FY 2020 YTD
GROUPS 12-40	33,088	37,344
TOURNAMENT PLAY	143,939	130,217
LEAGUES	68,044	82,057
FOOD AND ROOM FEES	179,885	195,284

19

STATEMENT OF OPERATIONS FOR THE NINE MONTH PERIOD ENDING MARCH 31, 2020 PORT AUTHORITY OF NEW HAMPSHIRE (UNRESTRICTED)

(\$ 000'S)

	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	CURRENT YEAR VARIANCE	FISCAL YEAR BUDGET	OPERATING REVENUES	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	CURRENT YEAR VARIANCE	FISCAL YEAR BUDGET
OPERATING REVENUES	1,928	1,899	29	2,575	FACILITY RENTALS	313	314	(1)	419
OPERATING EXPENSES					CONCESSION REVENUE	3	3	-	3
PERSONNEL SERVICES AND BENEFITS	937	788	149	1,095	FEE REVENUE				
BUILDINGS AND FAC AND MAINTENANCE	177	165	12	215	MOORING FEES	262	273	(11)	365
GENERAL AND ADMINISTRATIVE	123	133	(10)	177	PARKING	69	85	(16)	115
UTILITIES	78	74	4	99	REGISTRATIONS	123	124	(1)	165
PROFESSIONAL SERVICES	17	18	(1)	24	WHARF / DOCK	636	413	223	550
MARKETING AND PROMOTION	1	2	(1)	3		1,090	895	195	1,195
ALL OTHER - FUEL	220	585	(365)	799	FUEL SALES	307	616	(309)	850
	1,553	1,765	(212)	2,412	ALL OTHER	215	71	144	108
OPERATING INCOME	375	134	241	163	TOTAL	1,928	1,899	29	2,575
NONOPERATING (INCOME) AND EXPENSE	(3)	(2)	(1)	(4)	BUSINESS UNIT ANALYSIS				
DEPRECIATION	458	455	3	606	RYE HARBOR	254	306	17	385
NET OP INCOME	(80)	(319)	239	(440)	OPERATING REVENUES	186	300	63	342
					OPERATING EXPENSES (EXCLUDING DEPRECIATION)	68	5	(46)	43
					OPERATING INCOME				(307)

21

**STATEMENT OF OPERATIONS FOR THE NINE MONTH
PERIOD ENDING MARCH 31, 2020
PORT AUTHORITY OF NEW HAMPSHIRE (RESTRICTED)**
(CONTINUED)

(\$ 000's)

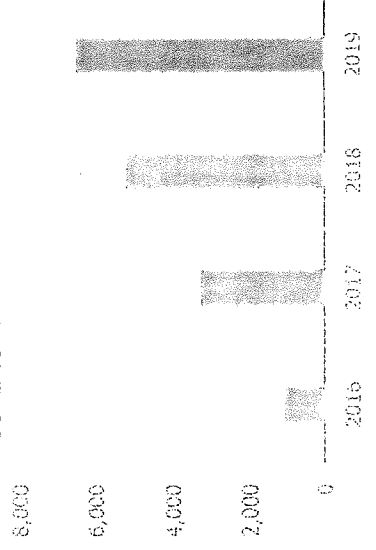
	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	CURRENT YEAR VARIANCE	FISCAL YEAR BUDGET		BALANCE AT 06-30-2019	BALANCE AT 03-31-2020
REVOLVING LOAN FUND RECONCILIATION							
REVOLVING LOAN FUND							
OPERATING REVENUES	33	29	-	44			
OPERATING EXPENSES							
PERSONNEL SERVICES AND BENEFITS	-	-	-	-		196	202
BUILDINGS AND FACILITIES MAINTENANCE	1	1	-	-		-	-
GENERAL AND ADMINISTRATIVE UTILITIES	-	-	-	1		196	202
PROFESSIONAL SERVICES	18	20	(2)	27		156	176
MARKETING AND PROMOTION	-	-	-	-		857	845
ALL OTHER	-	-	-	-		1,013	1,021
	19	21	(2)	28		1,209	1,223
OPERATING INCOME	14	12	2	16		83.8	83.4
NONOPERATING (INCOME) AND EXPENSE	-	-	-	-			
DEPRECIATION	-	-	-	-			
NET OPERATING INCOME	14	12	2	16			
(*) EXCLUDES SEQUESTERED FUNDS.							

PEASE DEVELOPMENT AUTHORITY STATEMENT OF NET POSITION (EXCLUDING PORT AUTHORITY OF NEW HAMPSHIRE)

	JUN 30 2019	MAR 31 2020	JUN 30 2019	MAR 31 2020
	(\$ 000's)			
ASSETS				
CURRENT ASSETS				
CASH AND EQUIVALENTS	6,364	4,694	1,442	1,474
ACCOUNTS RECEIVABLE- NET	976	1,837	481	430
OTHER ASSETS	532	499	294	338
TOTAL CURRENT ASSETS	7,872	7,030	2,217	2,242
RESTRICTED ASSETS				
CASH AND EQUIVALENTS	-	-	-	-
ACCOUNTS RECEIVABLES- NET	-	-	-	-
TOTAL RESTRICTED ASSETS	-	-	-	-
CAPITAL ASSETS				
LAND, BUILDINGS AND EQUIPMENT	51,964	51,495	-	-
CONSTRUCTION IN PROCESS (PAGES #10-#14)	2,207	3,902	-	-
TOTAL CAPITAL ASSETS	54,171	55,397	-	-
TOTAL ASSETS	62,043	62,427	2,217	2,242
DEFERRED OUTFLOWS OF RESOURCES				
PENSION / OPEB	1,283	1,283	-	-
TOTAL DEFERRED OUTFLOWS OF RESOURCES	1,283	1,283	-	-
NET INVEST IN CAPITAL ASSETS	54,171	55,397	53,573	54,966
RESTRICTED FOR:				
REVOLVING LOAN FUND	-	-	-	-
HARBOR DREDGING	-	-	-	-
FOREIGN TRADE ZONE	-	-	-	-
UNRESTRICTED	-	-	(3,475)	(4,044)
TOTAL NET POSITION	1,283	1,283	50,998	50,922
LIABILITIES				
CURRENT LIABILITIES				
ACCOUNTS PAYABLE	-	-	-	-
ACCOUNTS PAYABLE- CONSTRUCTION	-	-	-	-
UNEARNED REVENUE	-	-	-	-
REVOLVING LOC FACILITY	-	-	-	-
CURRENT PORTION- LT LIABILITIES	-	-	-	-
TOTAL CURRENT LIABILITIES	-	-	-	-
NONCURRENT LIABILITIES				
NET PENSION / OPEB LIABILITY	-	-	-	-
OTHER LT LIABILITIES	-	-	-	-
TOTAL NONCURRENT LIABILITIES	-	-	-	-
TOTAL LIABILITIES	-	-	-	-

DISCUSSION AND ANALYSIS

- CONTINUED FINANCIAL OBLIGATION TO SUPPORT NONGRANT RELATED CAPITAL PROJECTS AND DEBT REPAYMENT.
- ACCRUED PENSION LIABILITY FOR JUNE 30, 2019 REDUCED BY \$602
- REVENUE ESCALATION / CPI HAS BEEN EXCEEDED BY COST ESCALATION RELATIVE TO PERSONNEL SERVICES AND BENEFITS.
- CURRENT NINE MONTH CASH FLOW PROJECTIONS ANTICIPATE THE NEED TO DRAW DOWN FUNDS FROM THE REVOLVING LINE OF CREDIT FACILITY.
- HISTORICAL CASH BALANCES AT JUNE 30TH:



PORT AUTHORITY OF NEW HAMPSHIRE STATEMENT OF NET POSITION- UNRESTRICTED FUNDS

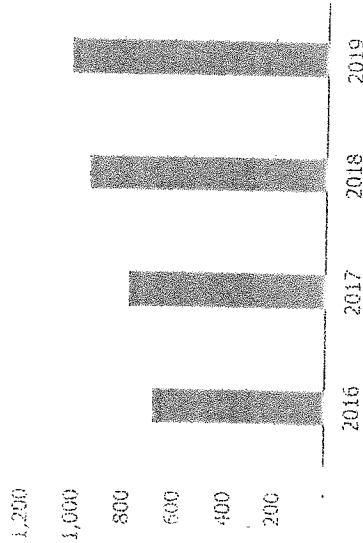
(\$ 000's)

	JUN 30 2019	MAR 31 2020	JUN 30 2019	MAR 31 2020
ASSETS				
CURRENT ASSETS				
CASH AND EQUIVALENTS	1,185	1,724	232	285
ACCOUNTS RECEIVABLE- NET	208	309	15	30
OTHER ASSETS	55	21	280	394
TOTAL CURRENT ASSETS	<u>1,448</u>	<u>2,054</u>	<u>527</u>	<u>737</u>
RESTRICTED ASSETS				
CASH AND EQUIVALENTS	-	-	-	28
ACCOUNTS RECEIVABLE- NET	-	-	4,089	4,089
TOTAL RESTRICTED ASSETS	<u>-</u>	<u>-</u>	<u>4,111</u>	<u>4,117</u>
CAPITAL ASSETS				
LAND, BUILDINGS AND EQUIPMENT	8,376	8,002	-	-
CONSTRUCTION IN PROCESS (PAGES #10-#14)	1,089	1,420	-	-
TOTAL ASSETS	<u>10,913</u>	<u>11,476</u>	<u>533</u>	<u>533</u>
DEFERRED OUTFLOWS OF RESOURCES				
PENSION / OPEB	-	-	9,474	9,392
TOTAL NET POSITION	<u>281</u>	<u>281</u>	<u>(1,578)</u>	<u>(3,070)</u>
LIABILITIES				
CURRENT LIABILITIES				
ACCOUNTS PAYABLE	-	-	-	-
ACCOUNTS PAYABLE- CONSTRUCTION	-	-	-	-
UNEARNED REVENUE	-	-	-	-
REVOLVING LOC FACILITY	-	-	-	-
CURRENT PORTION- LT LIABILITIES	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
TOTAL CURRENT LIABILITIES	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
NONCURRENT LIABILITIES				
NET PENSION / OPEB LIABILITY	-	-	4,089	4,089
OTHER LT LIABILITIES	-	-	102	76
TOTAL LIABILITIES	<u>-</u>	<u>-</u>	<u>4,191</u>	<u>4,165</u>
DEFERRED INFLOWS OF RESOURCES	<u>8,376</u>	<u>8,002</u>	<u>533</u>	<u>533</u>
PENSION / OPEB	<u>1,089</u>	<u>1,420</u>	<u>9,474</u>	<u>9,392</u>
NET POSITION	<u>9,465</u>	<u>9,422</u>	<u>9,474</u>	<u>9,392</u>
NET INVEST IN CAPITAL ASSETS				
RESTRICTED FOR:				
REVOLVING LOAN FUND	-	-	-	-
HARBOR DREDGING	-	-	-	-
FOREIGN TRADE ZONE	-	-	-	-
UNRESTRICTED	281	281	(1,578)	(3,070)
TOTAL NET POSITION	<u>281</u>	<u>281</u>	<u>7,896</u>	<u>6,322</u>

DISCUSSION AND ANALYSIS

* CONTINUED FINANCIAL OBLIGATION TO SUPPORT UNREIMBURSED CAPITAL PROJECTS AND ACCRUED PENSION LIABILITY.

* HISTORICAL CASH BALANCES AT JUNE 30TH:



PORT AUTHORITY OF NEW HAMPSHIRE STATEMENT OF NET POSITION- FOREIGN TRADE ZONE

(\$ 000's)

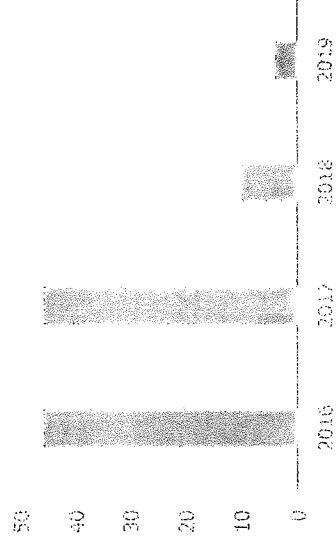
	JUN 30 2019	MAR 31 2020	JUN 30 2019	MAR 31 2020
ASSETS			LIABILITIES	
CURRENT ASSETS			CURRENT LIABILITIES	
CASH AND EQUIVALENTS	-	-	ACCOUNTS PAYABLE	-
ACCOUNTS RECEIVABLE- NET	-	-	ACCOUNTS PAYABLE- CONSTRUCTION	-
OTHER ASSETS	-	-	UNEARNED REVENUE	-
TOTAL CURRENT ASSETS	-	-	REVOLVING LOC FACILITY	-
			CURRENT PORTION- LT LIABILITIES	-
RESTRICTED ASSETS			TOTAL CURRENT LIABILITIES	-
CASH AND EQUIVALENTS	4	8	NONCURRENT LIABILITIES	-
ACCOUNTS RECEIVABLES- NET	-	-	NET PENSION / OPEB LIABILITY	-
TOTAL RESTRICTED ASSETS	4	8	OTHER LT LIABILITIES	-
			TOTAL LIABILITIES	-
CAPITAL ASSETS			DEFERRED INFLOWS OF RESOURCES	-
LAND, BUILDINGS AND EQUIPMENT	-	-	PENSION	-
CONSTRUCTION IN PROCESS (PAGES #10-#14)	-	-	NET POSITION	-
TOTAL ASSETS	4	8	NET INVEST IN CAPITAL ASSETS	-
			RESTRICTED FOR:	-
			REVOLVING LOAN FUND	-
			HARBOR DREDGING	-
			FOREIGN TRADE ZONE	4
			UNRESTRICTED	-
			TOTAL NET POSITION	4
DEFERRED OUTFLOWS OF RESOURCES				
PENSION / OPEB	-	-		-

DISCUSSION AND ANALYSIS

4 CURRENTLY EXPLORING ACCELERATED MARKETING PLAN TO ATTRACT POTENTIAL VENDORS.

4 CURRENT TENANTS:
 " MILLIPORE CORP.
 " ROCHESTER ELECTRONICS
 " TEXTILES COATED INTERNATIONAL

4 HISTORICAL CASH BALANCES AT JUNE 30TH:



PORT AUTHORITY OF NEW HAMPSHIRE STATEMENT OF NET POSITION- HARBOR DREDGING

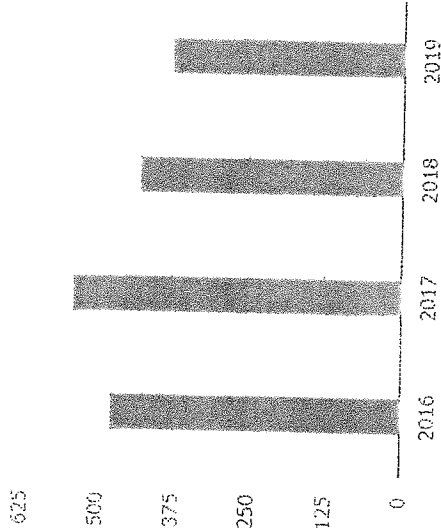
(\$ 000's)

	JUN 30 2019	MAR 31 2020	JUN 30 2019	MAR 31 2020
ASSETS				
CURRENT ASSETS				
CASH AND EQUIVALENTS	-	-	21	-
ACCOUNTS RECEIVABLE- NET	-	-	24	-
OTHER ASSETS	-	-	-	-
TOTAL CURRENT ASSETS	0	0	45	0
RESTRICTED ASSETS				
CASH AND EQUIVALENTS	379	235	-	-
ACCOUNTS RECEIVABLES- NET	4	-	-	-
TOTAL RESTRICTED ASSETS	383	235	252	252
CAPITAL ASSETS				
LAND, BUILDINGS AND EQUIPMENT	907	919	-	-
CONSTRUCTION IN PROCESS (PAGES #10-#14)	24	-	-	-
TOTAL ASSETS	931	919	252	252
DEFERRED OUTFLOWS OF RESOURCES	1,314	1,154	297	252
PENSION / OPEB	-	-	-	-
TOTAL NET POSITION	1,017	902	1,017	902
LIABILITIES				
CURRENT LIABILITIES				
ACCOUNTS PAYABLE	-	-	-	-
ACCOUNTS PAYABLE- CONSTRUCTION	-	-	-	-
UNEARNED REVENUE	-	-	-	-
REVOLVING LOC FACILITY	-	-	-	-
CURRENT PORTION- LT LIABILITIES	-	-	-	-
TOTAL CURRENT LIABILITIES	0	0	0	0
NONCURRENT LIABILITIES				
NET PENSION / OPEB LIABILITY	-	-	-	-
OTHER LT LIABILITIES	-	-	-	-
TOTAL LIABILITIES	0	0	0	0
DEFERRED INFLOWS OF RESOURCES				
PENSION	-	-	-	-
NET POSITION	883	919	883	919
NET INVEST IN CAPITAL ASSETS	134	(17)	134	(17)
RESTRICTED FOR: REVOLVING LOAN FUND HARBOR DREDGING FOREIGN TRADE ZONE UNRESTRICTED	-	-	-	-

DISCUSSION AND ANALYSIS

* CONTINUED FINANCIAL OBLIGATION TO SUPPORT UNREIMBURSED CAPITAL PROJECTS OR REPAIRS AND MAINTENANCE FOR UNRESTRICTED PORT OPERATIONS.

* HISTORICAL CASH BALANCES AT JUNE 30TH:



PORT AUTHORITY OF NEW HAMPSHIRE STATEMENT OF NET POSITION- REVOLVING LOAN

(\$ 000's)

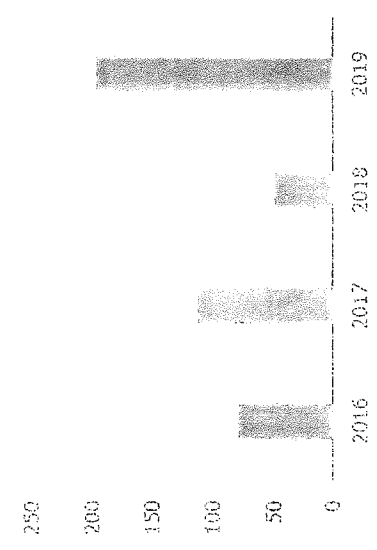
	JUN 30 2019	MAR 31 2020	JUN 30 2019	MAR 31 2020
ASSETS				
CURRENT ASSETS				
CASH AND EQUIVALENTS	-	-	5	5
ACCOUNTS RECEIVABLE- NET	-	-	-	-
OTHER ASSETS	-	-	-	-
TOTAL CURRENT ASSETS	-	-	-	-
RESTRICTED ASSETS				
CASH AND EQUIVALENTS	196	202	-	-
ACCOUNTS RECEIVABLE- NET	1,013	1,021	-	-
TOTAL RESTRICTED ASSETS	1,209	1,223	-	-
CAPITAL ASSETS				
LAND, BUILDINGS AND EQUIPMENT	-	-	-	-
CONSTRUCTION IN PROCESS (PAGES #10-#14)	-	-	-	-
TOTAL ASSETS	1,209	1,223	1,204	1,218
DEFERRED OUTFLOWS OF RESOURCES				
PENSION / OPEB	-	-	-	-
TOTAL NET POSITION	-	-	1,204	1,218
LIABILITIES				
CURRENT LIABILITIES				
ACCOUNTS PAYABLE	-	-	-	-
ACCOUNTS PAYABLE- CONSTRUCTION	-	-	-	-
UNEARNED REVENUE	-	-	-	-
REVOLVING LOC FACILITY	-	-	-	-
CURRENT PORTION- LT LIABILITIES	-	-	-	-
TOTAL CURRENT LIABILITIES	-	-	-	-
NONCURRENT LIABILITIES				
NET PENSION / OPEB LIABILITY	-	-	-	-
OTHER LT LIABILITIES	-	-	-	-
TOTAL LIABILITIES	-	-	-	-
DEFERRED INFLOWS OF RESOURCES				
PENSION	-	-	-	-
NET POSITION	-	-	-	-
NET INVEST IN CAPITAL ASSETS	-	-	-	-
RESTRICTED FOR:				
REVOLVING LOAN FUND	-	-	1,204	1,218
HARBOR DREDGING	-	-	-	-
FOREIGN TRADE ZONE	-	-	-	-
UNRESTRICTED	-	-	-	-
TOTAL NET POSITION	-	-	1,204	1,218

DISCUSSION AND ANALYSIS

IN OCTOBER 2018, EDA AWARDS PDA WITH REVISED RISK RATING OF "B".

IN SEPTEMBER 2019, THE EDA APPROVED THE FIVE YEAR REVOLVING LOAN FUND PLAN. THE PDA WILL BE REQUIRED TO SUBMIT A REVISED FIVE YEAR PLAN IN 2024.

HISTORICAL CASH BALANCES AT JUNE 30TH:



CASH FLOW PROJECTIONS FOR THE NINE MONTH PERIOD ENDING JANUARY 31, 2021

**BOARD OF DIRECTORS MEETING
MAY 21, 2020**



PEASE DEVELOPMENT AUTHORITY CASH FLOW SUMMARY OVERVIEW MAY 1, 2020 TO JANUARY 31, 2021

(EXCLUDING DIVISION OF PORTS AND HARBORS)

(\$ 000'S)

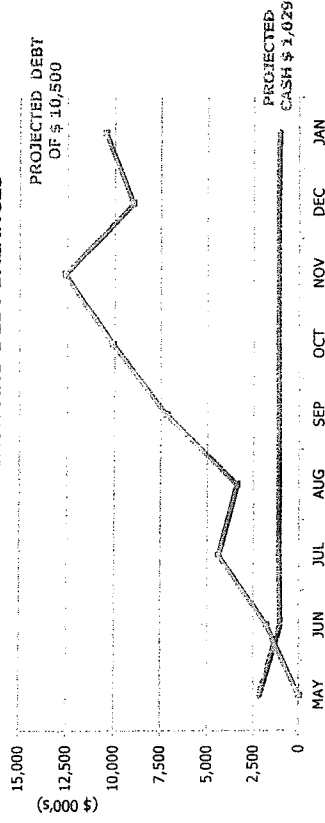
	<u>AMOUNT</u>
(\$ 000'S) OPENING FUND BALANCE	<u>4,393</u>
SOURCES OF FUNDS	
GRANT AWARDS (SEE PAGE #8)	18,391
TRADEPORT TENANTS	6,830
EXTERNAL BANK FINANCING- NET	10,500
CARES ACT GRANT FUNDS	1,637
GOLF COURSE FEE AND CONCESSION REVENUES	1,100
PSM AIRPORT- LEASES, FUEL FLOWAGE FEES AND PARKING	700
SKYHAVEN AIRPORT HANGAR AND FUEL REVENUES	123
	<u>39,281</u>
USES OF FUNDS	
CAPITAL EXPENDITURES- GRANT (SEE PAGE #4)	26,371
CAPITAL EXPENDITURES- NON-GRANT (SEE PAGES #5-#7)	8,611
OPERATING EXPENSES	7,525
STATE OF NH- POST RETIREMENT	63
MUNICIPAL SERVICE FEE (COP)- NET	75
	<u>42,645</u>
NET CASH FLOW	<u>(3,364)</u>
CLOSING FUND BALANCE	<u>1,029</u>

DISCUSSION

AT THIS TIME, THE PDA DOES ANTICIPATE THE NEED TO UTILIZE IT'S CREDIT FACILITIES WITH THE PROVIDENT BANK TO FINANCE PROJECTED NON-GRANT RELATED CAPITAL EXPENDITURES AND OR WORKING CAPITAL REQUIREMENTS.

CURRENT SENSITIVITIES TOWARD FUTURE PROJECTIONS INCLUDE 1) RECEIPT OF FEDERAL / STATE GRANT AWARDS INCLUSIVE OF THE PSM TERMINAL EXPANSION 2) ACCURACY OF THE CAPITAL EXPENDITURE AND REIMBURSEMENT FORECAST AND OR 3) ONGOING TRADEPORT AND GOLF COURSE REVENUE STREAMS.

PROJECTED CASH AND DEBT BALANCES



TOTAL FUND BALANCES	BALANCE AT 04-30-2020	BALANCE AT 06-30-2019
UNRESTRICTED	4,393	6,526
DESIGNATED	14	14
TOTAL	<u>4,407</u>	<u>6,540</u>

PEASE DEVELOPMENT AUTHORITY STATEMENT OF CASH FLOW (UNRESTRICTED FUNDS)

(EXCLUDING THE DIVISION OF PORTS AND HARBORS)

(\$ 000's)

	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	JAN	TOTAL
OPENING FUND BALANCE	4,393	2,176	1,003	1,068	1,069	1,089	1,099	1,078	1,086	4,393
SOURCES OF FUNDS										
GRANT AWARDS (SEE PAGE #8)	146	1,200	295	3,595	380	4,435	570	7,330	440	18,391
TRADEPORT TENANTS	730	730	935	730	735	740	740	740	750	6,830
MUNICIPAL SERVICE FEE	375	250	250	375	250	250	375	250	250	2,625
GOLF COURSE	30	120	180	180	175	175	125	75	40	1,100
PORTSMOUTH AIRPORT- (PSM)	50	45	45	50	45	45	50	45	45	420
PSM PAY FOR PARKING	10	10	15	15	15	15	20	20	20	140
PSM FLOWAGE FEES	10	10	10	10	10	20	20	25	25	140
SKYHAVEN AIRPORT	12	12	15	15	15	15	13	13	13	123
CARES ACT GRANT FUNDS	-	-	1,637	-	-	-	-	-	-	1,637
EXTERNAL FINANCING- NET	-	1,800	2,600	(1,000)	3,800	2,900	2,500	(3,600)	1,500	10,500
	1,363	4,177	5,982	3,970	5,425	8,595	4,413	4,898	3,083	41,906
USE OF FUNDS										
CAPITAL- GRANT RELATED (SEE PAGE #4)	1,780	2,102	3,930	2,080	3,550	6,800	2,729	1,850	1,550	26,371
CAPITAL- NONGRANT (SEE PAGES #5-#7)	945	1,035	1,137	1,079	1,030	950	880	790	765	8,611
OPERATING EXPENSES	855	800	850	810	825	835	825	900	825	7,525
MUNICIPAL SERVICE FEE	-	1,350	-	-	-	-	-	1,350	-	2,700
STATE OF NH- POST RETIREMENT	-	63	-	-	-	-	-	-	-	63
	3,580	5,350	5,917	3,969	5,405	8,585	4,434	4,890	3,140	45,270
NET CASH FLOW	(2,217)	(1,173)	65	1	20	10	(21)	8	(57)	(3,364)
CLOSING FUND BALANCE	2,176	1,003	1,068	1,069	1,089	1,099	1,078	1,086	1,029	1,029

PEASE DEVELOPMENT AUTHORITY CAPITAL EXPENDITURES

(EXCLUDING THE DIVISION OF PORTS AND HARBORS)

(\$ 000'S)

	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	JAN	TOTAL
<u>GRANT REIMBURSEMENT PROJECTS</u>										
<u>PORTSMOUTH AIRPORT</u>										
TERMINAL EXPANSION DESIGN AND CONSTRUCTION (AIP 62- \$1.6M)	-	200	200	200	200	400	400	200	200	1,800
TERMINAL EXPANSION DESIGN AND CONSTRUCTION (AIP 66- \$2.0M)	150	250	300	300	300	300	229	-	-	1,829
RUNWAY 16-34 DESIGN (AIP 58)	30	-	30	40	50	-	-	-	-	150
RUNWAY 16-34 RECONSTRUCTION (AIP 64)	1,300	1,300	3,000	1,500	3,000	6,000	1,500	1,550	1,250	20,400
TW A SOUTH HOLD BAY	200	400	400	-	-	-	-	-	-	1,000
PEASE BOULEVARD-ARBORETUM AVE	-	-	-	40	-	100	100	100	100	440
SNOW REMOVAL EQUIPMENT	-	-	-	-	-	-	500	-	-	500
	<u>1,680</u>	<u>1,950</u>	<u>3,930</u>	<u>2,080</u>	<u>3,550</u>	<u>6,800</u>	<u>2,729</u>	<u>1,850</u>	<u>1,550</u>	<u>26,119</u>
<u>SKYHAVEN AIRPORT</u>										
TAXILANE PAVEMENT AND DRAINAGE (SBG 7)	<u>100</u>	<u>152</u>	:	:	:	:	:	:	:	<u>252</u>
TOTAL	<u>1,780</u>	<u>2,102</u>	<u>3,930</u>	<u>2,080</u>	<u>3,550</u>	<u>6,800</u>	<u>2,729</u>	<u>1,850</u>	<u>1,550</u>	<u>26,371</u>

NOTE:
** PENDING BOARD APPROVAL

PEASE DEVELOPMENT AUTHORITY CAPITAL EXPENDITURES

(EXCLUDING THE DIVISION OF PORTS AND HARBORS)

(\$ 000's)

	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	JAN	TOTAL
<u>NONGRANT REIMBURSEMENT PROJECTS</u>										
<u>SKYHAVEN AIRPORT</u>										
FUEL SYSTEM CREDIT CARD	20	-	-	-	-	-	-	-	-	20
SRE DOORS **	-	-	-	15	-	-	-	-	-	15
REROOFING TERMINAL BUILDING **	-	-	-	-	-	25	-	-	-	25
	<u>20</u>	=	=	=	<u>15</u>	<u>25</u>	=	=	=	<u>60</u>
<u>ADMINISTRATION</u>										
COMPUTERS / PRINTERS / SOFTWARE / TELECOMMUNICATIONS **	10	-	30	-	10	-	10	-	-	60
TECHNOLOGY ENHANCEMENTS **	-	-	-	25	-	-	-	25	-	50
MAIN SERVER REPLACEMENT **	-	-	-	-	65	-	-	-	-	65
	<u>10</u>	=	<u>30</u>	<u>25</u>	<u>75</u>	=	<u>10</u>	<u>25</u>	=	<u>175</u>
<u>GOLF COURSE</u>										
FAIRWAY ROUGH MOWER	-	-	-	70	-	-	-	-	-	70
SMALL UTILITY CART**	-	-	20	-	-	-	-	-	-	20
BATHROOM UPGRADES	-	-	-	5	-	-	-	-	-	5
	=	=	<u>20</u>	<u>75</u>	=	=	=	=	=	<u>95</u>

NOTE:
** PENDING BOARD APPROVAL

PEASE DEVELOPMENT AUTHORITY
CAPITAL EXPENDITURES (EXCLUDING THE DIVISION OF PORTS AND HARBORS)
 (CONTINUED);

(\$ 000's)

	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	JAN	TOTAL
<u>NONGRANT REIMBURSEMENT</u>										
<u>PROJECTS</u> (CONTINUED):										
<u>PORTSMOUTH AIRPORT</u>										
TERMINAL EXPANSION	900	1,000	1,000	900	900	900	800	750	750	7,900
TERMINAL EXPANSION DESIGN	-	-	-	-	-	-	-	-	-	-
GROUND TRANSPORTATION BUS	-	-	72	-	-	-	-	-	-	72
TERMINAL FLOORING- BAGGAGE CLAIM AREA **	-	-	-	-	25	-	-	-	-	25
AIRFIELD LED LIGHTING **	-	20	-	-	-	-	-	-	-	20
DAC CONNECTION UPGRADE **	-	-	-	25	-	-	-	-	-	25
	<u>900</u>	<u>1,020</u>	<u>1,072</u>	<u>925</u>	<u>925</u>	<u>900</u>	<u>800</u>	<u>750</u>	<u>750</u>	<u>8,042</u>

NOTE:
 ** PENDING BOARD APPROVAL

PEASE DEVELOPMENT AUTHORITY CAPITAL EXPENDITURES (EXCLUDING THE DIVISION OF PORTS AND HARBORS)

(\$ 000's)

	<u>MAY</u>	<u>JUN</u>	<u>JUL</u>	<u>AUG</u>	<u>SEP</u>	<u>OCT</u>	<u>NOV</u>	<u>DEC</u>	<u>JAN</u>	<u>TOTAL</u>
<u>NONGRANT REIMBURSEMENT PROJECTS</u> (CONTINUED)										
<u>TRADEPORT</u>										
TRAFFIC MONITORING **	-	-	-	-	-	10	10	-	-	20
STORMWATER TREATMENT	15	15	15	15	15	15	15	15	15	135
	<u>15</u>	<u>15</u>	<u>15</u>	<u>15</u>	<u>15</u>	<u>25</u>	<u>25</u>	<u>15</u>	<u>15</u>	<u>155</u>
<u>MAINTENANCE</u>										
VEHICLE FLEET REPLACEMENT **	-	-	-	39	-	-	45	-	-	84
	=	=	=	<u>39</u>	=	=	<u>45</u>	=	=	<u>84</u>
TOTAL	945	1,035	1,137	1,079	1,030	950	880	790	765	8,611

NOTE:
** PENDING BOARD APPROVAL

PEASE DEVELOPMENT AUTHORITY
RECEIPT GRANT AWARDS (EXCLUDING THE DIVISION OF PORTS AND HARBORS)

(\$ 000's)

	<u>MAY</u>	<u>JUN</u>	<u>JUL</u>	<u>AUG</u>	<u>SEP</u>	<u>OCT</u>	<u>NOV</u>	<u>DEC</u>	<u>JAN</u>	<u>TOTAL</u>
<u>PORTSMOUTH AIRPORT</u>										
TERMINAL EXPANSION DESIGN AND CONSTRUCTION (AIP 62- \$1.6M)	-	-	-	-	380	-	570	-	250	1,200
TERMINAL EXPANSION DESIGN AND CONSTRUCTION (AIP 66- \$2.0M)	-	285	-	525	-	570	-	525	-	1,905
RUNWAY 16-34 DESIGN (AIP 58)	-	65	-	-	-	115	-	-	-	180
RUNWAY 16-34 RECONSTRUCTION (AIP 64)	-	850	-	2,700	-	3,200	-	6,100	-	12,850
RUNWAY 16-34 REIMBURSABLE AGREEMENT (AIP 65)	-	-	-	-	-	-	-	-	-	-
AIR NATIONAL GUARD TAXIWAY PROJECT	146	-	-	-	-	-	-	-	-	146
TW A SOUTH HOLD BAY	-	-	200	370	-	380	-	-	-	950
PEASE BOULEVARD- ARBORETUM AVE	-	-	-	-	-	-	-	230	190	420
SNOW REMOVAL EQUIPMENT	-	-	-	-	-	-	-	475	-	475
<u>SKYHAVEN AIRPORT</u>										
TAXIWAY PAVEMENT AND DRAINAGE (SBG-7)	-	-	95	-	-	170	-	-	-	265
TOTAL	146	1,200	295	3,595	380	4,435	570	7,330	440	18,391

DIVISION OF PORTS AND HARBORS CASH FLOW SUMMARY OVERVIEW MAY 1, 2020 TO JANUARY 31, 2021

(\$ 000's)

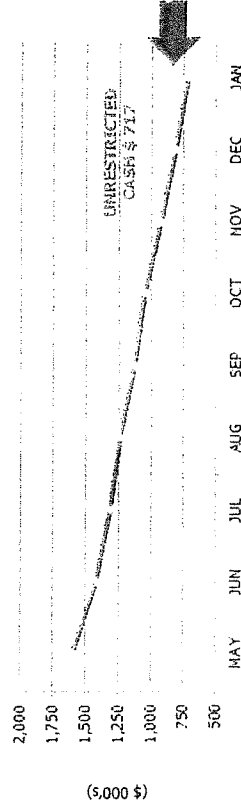
	<u>AMOUNT</u>
OPENING FUND BALANCE	1,716
<u>SOURCES OF FUNDS</u>	
FACILITY RENTALS AND CONCESSIONS	533
FUEL SALES	410
REGISTRATIONS / WHARFAGE	375
PARKING FEES	175
MOORING FEES	-
	<u>1,493</u>
<u>USES OF FUNDS</u>	
PERSONNEL SERVICES AND BENEFITS	1,455
FUEL PROCUREMENT	385
OPERATING EXPENSES	384
CAPITAL EXPENDITURES AND OTHER	240
STATE OF NH- POST RETIREMENT	28
	<u>2,492</u>
NET CASH FLOW	(999)
CLOSING FUND BALANCE	717

DISCUSSION

CURRENT SENSITIVITIES TOWARD FUTURE PROJECTIONS INCLUDE 1) ACCURACY OF CAPITAL EXPENDITURE FORECAST AND USE OF HARBOR DREDGING AND PIER MAINTENANCE FUNDS, 2) WORKERS COMPENSATION CLAIMS, 3) FUEL CONSUMPTION AND 4) CONTINUED CONTAINMENT OF EMPLOYEE OVERTIME.

\$ 252 LOAN AMORTIZATION PERIOD AND INTEREST RATE ASSOCIATED WITH HB 25-FN-A (PISCATAQUA RIVER TURNING BASIN), HAS YET TO BE DETERMINED. LONG TERM LIABILITY.

PROJECTED UNRESTRICTED CASH BALANCES



	BALANCE AT <u>04-30-2020</u>	BALANCE AT <u>06-30-2019</u>
TOTAL FUND BALANCES		
UNRESTRICTED FUNDS	1,716	1,004
DESINGATED FUNDS	4	5
RESTRICTED FUNDS:		
HARBOR DREDGING	211	379
REVOLVING LOAN FUND	209	196
FOREIGN TRADE ZONE	8	4
	<u>428</u>	<u>579</u>

DIVISION OF PORTS AND HARBORS

STATEMENT OF CASH FLOW

(UNRESTRICTED FUNDS)

(\$ 000's)

	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	JAN	TOTAL
OPENING FUND BALANCE	<u>1,716</u>	<u>1,601</u>	<u>1,414</u>	<u>1,315</u>	<u>1,244</u>	<u>1,132</u>	<u>1,055</u>	<u>932</u>	<u>810</u>	<u>1,716</u>
<u>SOURCES OF FUNDS</u>										
FACILITY RENTALS AND CONCESSIONS	57	57	57	60	60	60	60	60	62	533
FUEL SALES	40	40	45	45	40	40	60	50	50	410
MOORING FEES	-	-	-	-	-	-	-	-	-	-
PARKING FEES	20	25	35	35	30	20	10	-	-	175
REGISTRATIONS / WHARFAGE	-	125	-	-	125	-	-	125	-	375
	<u>117</u>	<u>247</u>	<u>137</u>	<u>140</u>	<u>255</u>	<u>120</u>	<u>130</u>	<u>235</u>	<u>112</u>	<u>1,493</u>
<u>USE OF FUNDS</u>										
PERSONNEL SERVICES AND BENEFITS	115	245	115	120	250	120	120	250	120	1,455
FUEL PROCUREMENT	38	38	42	42	38	38	57	47	45	385
UTILITIES	15	15	15	15	15	15	16	17	17	140
GENERAL AND ADMINISTRATIVE	14	13	14	14	14	14	14	14	13	124
BUILDINGS AND FACILITIES	10	15	10	10	10	10	15	10	10	100
PROFESSIONAL SERVICES	-	-	-	10	-	-	-	10	-	20
CAPITAL EXPENDITURES AND OTHER	40	80	40	-	40	-	40	-	-	240
STATE OF NH- POST RETIREMENT	-	28	-	-	-	-	-	-	-	28
	<u>232</u>	<u>434</u>	<u>236</u>	<u>211</u>	<u>367</u>	<u>197</u>	<u>262</u>	<u>348</u>	<u>205</u>	<u>2,492</u>
NET CASH FLOW	(115)	(187)	(99)	(71)	(112)	(77)	(132)	(113)	(93)	(999)
CLOSING FUND BALANCE	<u>1,601</u>	<u>1,414</u>	<u>1,315</u>	<u>1,244</u>	<u>1,132</u>	<u>1,055</u>	<u>932</u>	<u>810</u>	<u>717</u>	<u>717</u>

DIVISION OF PORTS AND HARBORS

STATEMENT OF CASH FLOW- HARBOR DREDGING FUND

(RESTRICTED FUNDS)

(\$ 000's)

	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	JAN	TOTAL
OPENING FUND BALANCE	211	212	184	185	198	198	201	161	164	211
<u>SOURCES OF FUNDS</u>										
PIER USAGE FEES	-	20	-	10	-	-	10	-	-	40
REGISTRATIONS	2	-	-	2	-	-	2	-	-	6
FUEL FLOWAGE FEES	3	2	3	3	2	3	2	3	2	23
GRANT FUNDING	-	-	-	-	-	-	-	-	-	-
	5	22	3	15	2	3	14	3	2	69
<u>USE OF FUNDS</u>										
PERSONNEL SERVICES AND BENEFITS	-	-	-	-	-	-	-	-	-	-
BUILDINGS AND FACILITIES	2	-	2	-	2	-	2	-	2	10
GENERAL AND ADMINISTRATIVE	2	-	-	2	-	-	2	-	-	6
UTILITIES	-	-	-	-	-	-	-	-	-	-
PROFESSIONAL SERVICES	-	-	-	-	-	-	-	-	-	-
ALL OTHER- (CBOC)	-	50	-	-	-	-	50	-	-	100
	4	50	2	2	2	-	54	-	-	116
NET CASH FLOW	1	(28)	1	13	-	3	(40)	3	-	(47)
CLOSING FUND BALANCE	212	184	185	198	198	201	161	164	164	164

DIVISION OF PORTS AND HARBORS

STATEMENT OF CASH FLOW- REVOLVING LOAN FUND

(RESTRICTED FUNDS)

(\$ 000's)

	<u>MAY</u>	<u>JUN</u>	<u>JUL</u>	<u>AUG</u>	<u>SEP</u>	<u>OCT</u>	<u>NOV</u>	<u>DEC</u>	<u>JAN</u>	<u>TOTAL</u>
OPENING FUND BALANCE	209	220	203	213	226	237	247	259	272	209
<u>SOURCES OF FUNDS</u>										
LOAN REPAYMENTS	12	12	12	12	12	12	12	12	12	108
INTEREST INCOME-LOANS	2	2	2	2	2	2	2	2	2	18
INTEREST INCOME- FUND BALANCE	-	1	-	1	-	1	-	1	-	4
	14	15	14	15	14	15	14	15	14	130
<u>USE OF FUNDS</u>										
NEW LOANS PROJECTED	-	30	-	-	-	-	-	-	75	105
PERSONNEL SERVICES AND BENEFITS	-	-	-	-	-	-	-	-	-	-
BUILDINGS AND FACILITIES	-	-	-	-	-	-	-	-	-	-
GENERAL AND ADMINISTRATIVE	-	-	2	-	-	2	-	-	2	6
UTILITIES	-	-	-	-	-	-	-	-	-	-
PROFESSIONAL SERVICES	3	2	2	2	3	3	2	2	2	21
ALL OTHER	-	-	-	-	-	-	-	-	-	-
	3	32	4	2	3	5	2	2	29	132
NET CASH FLOW	11	(17)	10	13	11	10	12	13	(65)	(2)
CLOSING FUND BALANCE	220	203	213	226	237	247	259	272	207	207

DIVISION OF PORTS AND HARBORS
STATEMENT OF CASH FLOW- FOREIGN TRADE ZONE FUND
(RESTRICTED FUNDS)

(\$ 000's)

	<u>MAY</u>	<u>JUN</u>	<u>JUL</u>	<u>AUG</u>	<u>SEP</u>	<u>OCT</u>	<u>NOV</u>	<u>DEC</u>	<u>JAN</u>	<u>TOTAL</u>
OPENING FUND BALANCE	8	8	8	8	8	8	11	16	16	8
<u>SOURCES OF FUNDS</u>										
FACILITY RENTALS	-	-	2	-	-	5	5	-	-	12
ALL OTHER	-	-	-	-	-	-	-	-	-	-
	8	8	2	-	-	5	5	-	-	12
<u>USE OF FUNDS</u>										
PERSONNEL SERVICES AND BENEFITS	-	-	-	-	-	-	-	-	-	-
BUILDINGS AND FACILITIES	-	-	-	-	-	-	-	-	-	-
GENERAL AND ADMINISTRATIVE	-	-	2	-	-	2	-	-	2	6
UTILITIES	-	-	-	-	-	-	-	-	-	-
PROFESSIONAL SERVICES	-	-	-	-	-	-	-	-	-	-
ALL OTHER	-	-	-	-	-	-	-	-	-	-
	8	8	2	-	-	2	5	-	2	6
NET CASH FLOW	-	-	-	-	-	3	5	-	(2)	6
CLOSING FUND BALANCE	8	8	8	8	8	11	16	16	14	14



MOTION – V.A.

Director Anderson:

The Pease Development Authority Board of Directors (PDA) hereby accepts the compilation of Reports generated since January 16, 2020 (attached), and incorporates the Reports into the record of this May 21, 2020 meeting.

THIS MOTION REQUIRES A ROLL CALL VOTE.



MOTION – VI. A.

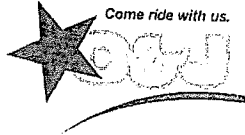
Director Lamson:

The Pease Development Authority (PDA) Board of Directors hereby authorizes the Executive Director in accordance with the request of Termination of License Agreement dated March 17, 2020 (attached hereto) to waive the notice period for termination of two License Agreements for the five (5) areas described below, and to release Jalbert Leasing, Inc. d/b/a C & J Bus Lines (“C & J”) of Portsmouth, NH from its obligations under said Agreements, not including any provisions that survive termination, effective March 17, 2020.

The five (5) satellite motor vehicle parking lots are:

1. Lot 1 Durham / Aviation,
2. Lot 47 Durham Street,
3. Lot 3 Hampton Street South,
4. Lot 4 Hampton Street North; and
5. 100 New Hampshire Avenue.

THIS MOTION REQUIRES A ROLL CALL VOTE.



March 17, 2020

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

RE: Termination of License Agreement

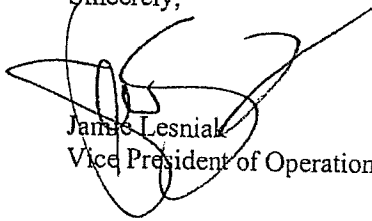
Dear Mr. Mullen,

This letter will provide as formal notice to terminate the license agreement between Jalbert leasing, Inc, dba C&J Bus Lines and the Pease Development Authority. Due to financial hardship, effective immediately, we request to terminate this agreement for the following lots:

- Lot 1 Durham/Aviation
- Lot 47 Durham Street
- Lot 3 Hampton Street South
- Lot 4 Hampton Street North

All vehicles have been removed from the above listed lots as of March 17th, 2020. We appreciate your understanding and look forward to leasing these lots in the future.

Sincerely,



James Lesniak
Vice President of Operations



MOTION – VII.A.

Director Allard:

The Pease Development Authority Board of Directors hereby authorizes the Executive Director to enter into an extension to the “Agreement to Extend the Term for the Use of the Sprung Structure and for the Creation of the Park Area” with Lonza Biologics, Inc. for the purpose of extending the term of the Agreement through May 1, 2025. All other terms and conditions of the Agreement shall remain in full force and effect.

THIS MOTION REQUIRES A ROLL CALL VOTE.

AGREEMENT TO EXTEND THE TERM FOR THE
USE OF THE SPRUNG STRUCTURE
AND
FOR THE CREATION OF PARK AREA

WHEREAS, Pease Development Authority ("PDA") entered into an agreement (the "Agreement") with Lonza Biologics, Inc. ("Lonza") to erect and occupy a temporary laboratory facility (the "Sprung Structure") at 101 International Drive, Portsmouth, New Hampshire ("Premises");

WHEREAS, pursuant to the approvals of the PDA Board of Directors, the Agreement was successively extended through April 30, 2010, April 30, 2015 and April 30, 2020;

WHEREAS, Lonza wishes to extend the term for the use of the Sprung Structure on the Premises for an additional five (5) year period through April 30, 2025;

NOW, THEREFORE, PDA and Lonza agree to extend the term for the use of the Sprung Structure on the Premises and to memorialize upon the following terms and conditions:

1. The Sprung Structure must be removed no later than April 30, 2025 and the Premises restored to such condition as shall reasonably be required by the PDA Director of Engineering;
2. Lonza agrees to continue maintaining the landscaping improvements around the Sprung Structure.
3. Lonza agrees to continue maintaining the park area immediately adjacent to the parking garage to include, a picnic and seating area, landscaping improvements and walkways.
4. PDA consents to the continued use of the Sprung Structure for permitted purposes under the Lease for the Premises.
5. All other terms and conditions of the Sprung Structure Agreement, as amended, shall remain in full force and effect and continue to be binding upon the Parties.

MOTION – VIII.A.

Director Loughlin:

The Pease Development Authority Board of Directors hereby approves of and authorizes the Executive Director as follows:

1. With respect to Portsmouth International Airport at Pease (PSM) Alpha South Hold Bay:
 - (a.) to accept an FAA grant offer for the Alpha South Hold Bay reconstruction at Portsmouth International Airport at Pease (PSM), including \$998,000 in AIP and CARES funding;
 - (b.) to enter into a contract with Hoyle, Tanner & Associates in the amount of \$23,350 for construction and grant administration services; and
 - (c.) to execute any and all documents necessary to accept the grant and to expend the funds for the reconstruction of a portion of the Alpha South Hold Bay;

all in accordance with a memorandum of Maria J. Stowell, P.E., Engineering Manager dated May 1, 2020.

2. With respect to the State Block Grant (SBG) Application for Skyhaven (DAW) Terminal Apron Design:

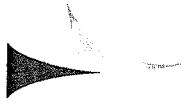
- (a.) to accept a grant offer from the SBG Program and AIP and CARES funds for the design only of the rehabilitation and marking of the terminal tie-down apron at Skyhaven;
- (b.) to enter into a contract with Jacobs Engineering Group, Inc. for the Skyhaven Terminal Apron Design project in an amount not to exceed \$150,000 for design and bidding services; and
- (c.) to execute any and all documents necessary to accept the grant and to expend the funds for the Skyhaven Terminal tie-down apron design;

all in accordance with a memorandum of Maria J. Stowell, P.E., Engineering Manager dated May 6, 2020.

3. to enter into a contract with Direct Energy, Inc. for the supply of electrical power for the 24 month period effective on or about November 1, 2020 through October 31, 2022 at the fixed price of \$0.07678 per kWh;

all in accordance with the memorandum of Irving Canner, Director of Finance, dated May 13, 2020, attached hereto

THIS MOTION REQUIRES A ROLL CALL VOTE.



MEMORANDUM

To: David R. Mullen, Executive Director *DM*
From: Maria J. Stowell, P.E., Engineering Manager *Maria*
Date: May 1, 2020
Subject: AIP Grant for Alpha South Hold Bay

Last year, in the AIP grant application for funds to complete the runway reconstruction at PSM, PDA included a request to reconstruct a portion of the Alpha South Hold Bay. (See attached for location.) At that time, FAA did not have funds to award the hold bay work and recommended that we use our 2020 entitlement to fund the construction. In order to take advantage of economies of scale and last year's favorable bid price, the PDA Board authorized you to enter into a contract with the low bidder, Pike Industries, for the runway project and the hold bay work, and apply for the hold bay funding this year as FAA recommended. Accordingly, PDA submitted the 2020 application this week.

The Alpha South Hold Bay project cost is \$998,000. This includes \$974,482.50 in construction costs (the work already awarded to Pike Industries), \$23,350 in engineering fees (construction and grant administration), and \$167.50 in miscellaneous PDA costs.

Typically, the total project cost is split into a 90:5:5 ratio with shares allocated to FAA, NHDOT and PDA, respectively. However, this year the CARES Legislation provides 100% funding by FAA. No PDA or State match is required.

Within the next months, we expect to receive a grant offer from FAA for the project. At the May Board meeting, please seek approval to:

1. Accept an FAA grant offer for the Alpha South Hold Bay reconstruction at Portsmouth International Airport at Pease including \$998,000 in AIP and CARES funding;
2. Enter into a contract with Hoyle, Tanner & Associates in the amount of \$23,350 for construction and grant administration services; and,
3. Execute any and all documents necessary to accept the grant and use the funds for the reconstruction of a portion of the Alpha South Hold Bay.

N:\ENGINEER\Board Memos\2020\Alpha South Hold Bay.docx



Exhibit Depicting South Hold Bay at PSM

DESIGNED BY: MRM DATE: 4/30/20 SCALE: 1"=400'



MEMORANDUM

To: David R. Mullen, Executive Director *[Signature]*
From: Maria J. Stowell, P.E., Engineering Manager *[Signature]*
Date: May 6, 2020
Subject: SBG Application for Skyhaven Terminal Apron Design

The pavements that make up Skyhaven's terminal area tie-down apron (shown on attachment) are well past their 20-year design life and should be replaced. The rehabilitation of the terminal apron is the next project scheduled in Skyhaven's Capital Improvement Plan. An application for funds to complete the design for this project was submitted to NHDOT Bureau of Aeronautics last month. (Skyhaven, unlike Portsmouth Airport, is in the State Block Grant (SBG) Program and applications are submitted through DOT rather than directly to FAA.)

The grant application supports project costs of up to \$150,000. Jacobs, the consultant that has successfully completed a number of projects for PDA at Skyhaven, will be providing a detailed scope and fee for the design phase services. The application amount will fund the design and any sponsor administrative costs (mailing, advertising).

Typically for airport grants, the project cost is split into a 90:5:5 ratio with shares allocated to FAA, NHDOT and PDA, respectively. However, this year the CARES Legislation provides 100% funding by FAA. No PDA or State match is required.

Within the next months, we expect to receive a grant offer from NHDOT for the project. At the May Board meeting, please seek approval to:

1. Accept a grant offer from the State Block Grant Program and AIP and CARES funds for the design only of the rehabilitation and marking of the terminal tie-down apron at Skyhaven;
2. Enter into a contract with Jacobs in an amount not to exceed \$150,000 for design and bidding services; and,
3. Execute any and all documents necessary to accept the grant and use the funds for the Skyhaven terminal tie-down apron design.

N:\ENGINEER\Board Memos\2020\DAW term apron design.docx

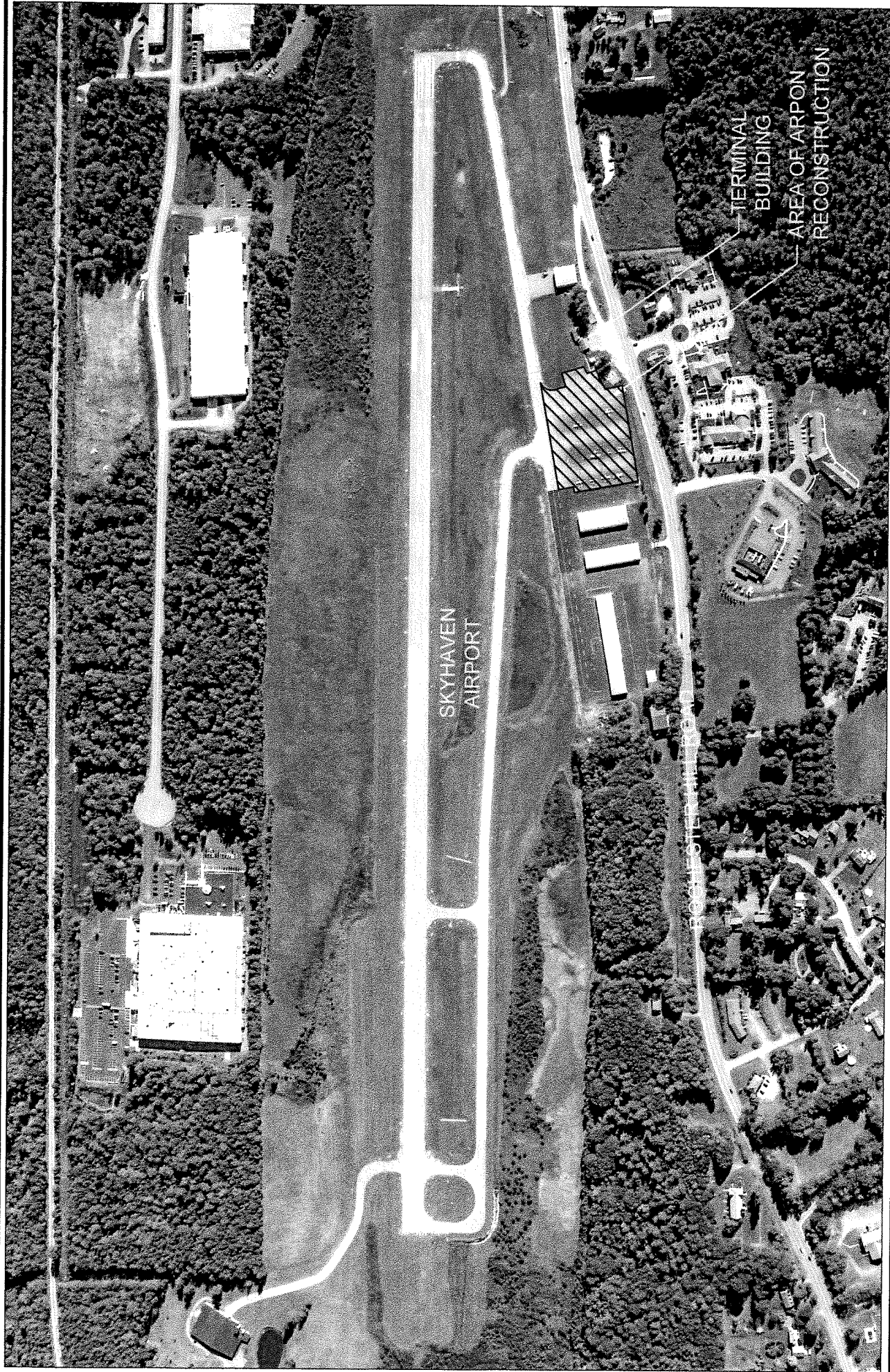


Exhibit Depicting Apron Reconstruction Area at Skyhaven Airport

DESIGNED BY: MRM DATE: 5/7/2020 SCALE: NTS



PEASE DEVELOPMENT AUTHORITY

55 INTERNATIONAL DRIVE, PORTSMOUTH, NH 03801

Engineering & Construction Services, Inc. (ECS) is a registered professional engineering firm in the state of New Hampshire.



55 Internationale Drive, Paris, North, PA 03800

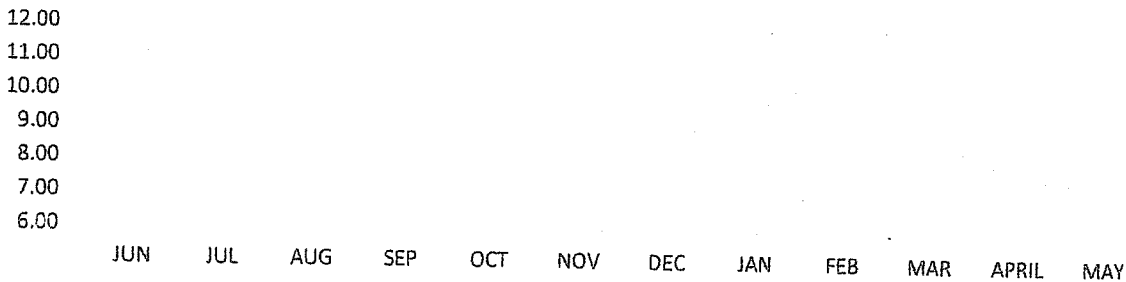
Date: May 13, 2020
 To: David Mullen, Executive Director
 From: Irving Canner, Director of Finance
 RE: Electric Supply- Purchased Rate

Our current purchased electricity supply has been contracted through Capital Energy, Inc., at a fixed rate of \$0.07794 per kWh with Direct Energy, Inc., and will expire on or about October 31, 2020. In anticipation of the expiration date we entered into exploratory discussions with Capital Energy, Inc. to extend our current agreement with Direct Energy. As a result of our discussion and evaluation process, I would ask that you seek approval from the PDA Board of Director's at its May 21st meeting to allow the PDA to enter into a contract with Direct Energy, Inc. for the supply of electrical power for the 24-month period commencing on or about November 1, 2020 at the **fixed price** of \$ **0.07678** per kWh.

In evaluating the current futures electrical commodity market, we found that the Covid-19 pandemic has impacted the electrical consumption market providing lower demand resulting in a favorable pricing environment. However, as the pandemic deepens, the futures market is indicating escalating electrical rates to help offset the revenue losses being incurred by the generation and supply companies. Here too, we are quickly approaching the summer high season demand which also suggests, from a historical perspective, the future pricing for electricity will escalate.

The following chart shows that we are possibly bottoming out here at the lowest levels seen in over about a year. On a longer term basis we are approaching rate levels not seen since the 2016 time period.

ELECTRICITY COSTS- SUPPLIER RATES (CENTS / kWh)




The following table identifies the cost proposals (per kWh) for current contracts that we were presented by Capital Energy:


Pricing Option	Direct Energy	NG Resources	Nextra Energy
12 Month	\$ 0.07697	\$ 0.07700	\$ 0.07699
24 Month	\$ 0.07678	\$ 0.07811	\$ 0.07689
36 Month	\$ 0.07684	\$ 0.07815	\$ 0.07705
48 Month	\$ 0.07699	\$ 0.07822	\$ 0.07792

Relative to Direct Energy, and its capacity to deliver, we have been pleased with our relationship since we entered our agreement on November 1, 2018 and they remain in good standing with the New Hampshire Public Utilities Commission.

At the completion of your review, please let me know if you have any questions or the need for supplemental information.

Memorandum

To: Paul Brean, PDA Deputy Director/ PSM Airport Director 

From: Sandra McDonough, Airport Community Liaison 

Date: 3/6/2020

Subj: Noise Report for January, 2020

The Portsmouth International Airport at Pease received two noise inquiries in January, 2020 concerning fixed wing aircraft.

One inquiry was from a resident in Newmarket, NH concerning a large military cargo aircraft. The caller was concerned that the aircraft was flying too low. The Newmarket resident was contacted to follow up on their call after consultation with the Portsmouth Air Traffic Control. The Air Traffic Control stated the aircraft was following proper procedures and altitudes.

The second inquiry was from a resident of Greenland, NH concerning a based K46A aircraft that was still in the pattern at 10:28 PM. The NHANG stops flying at 11:00 p.m. as per the Portsmouth International's voluntary noise Procedures.

All inquiries are reviewed and logged in the airport database. Individual inquiries are researched and followed up on with phone calls where appropriate. Certain callers have indicated that call backs are unnecessary.

Memorandum

To: Paul Brean, PDA Deputy Director/ PSM Airport Director *PBW*

From: Sandra McDonough, Airport Community Liaison *SM*

Date: 3/6/2020

Subj: Noise Report for February, 2020

The Portsmouth International Airport at Pease received two noise inquiries in February, 2020 concerning fixed wing aircraft.

One inquiry was from a resident in Dover, NH concerning a C-17, a large military cargo aircraft. The caller was concerned that the aircraft was flying too low. The Portsmouth air traffic controllers give permission for the plane to depart; however, departure procedures and altitudes are assigned by the Boston Center Controller. The aircraft must climb a minimum of 200 ft. per nautical mile.

The second inquiry was from a resident of Portsmouth, NH concerning the noise level when 6 EURO fighters departed Portsmouth International. The Italian Air Force was here on a joint training exercise with the US government.

All inquiries are reviewed and logged in the airport database. Individual inquiries are researched and followed up on with phone calls where appropriate. Certain callers have indicated that call backs are unnecessary.

Memorandum

To: Paul Brean, Airport Director
From: Sandra McDonough, Airport Community Liaison *sm*
Date: 5/7/2020
Subj: Noise Report for March, 2020

Portsmouth International Airport at Pease did not receive any noise inquiries in March, 2020. Both the noise phone line and the website noise submission form were tested and found to be operational.

Memorandum

To: Paul Brean, Airport Director

From: Sandra McDonough, Airport Community Liaison 

Date: 5/7/2020

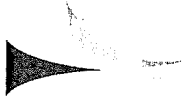
Subj: Noise Report for April, 2020

Portsmouth International Airport at Pease received a total of two noise inquiries in April, 2020. One inquiry was for a fixed-wing aircraft and the other was for construction noise at the airport.

The fixed-wing inquiry was from a resident from Newmarket, NH who has called in the past with this same concern. The caller was not concerned about the noise but concerned that the aircraft was too low and would not be able to recover if the aircraft were to have any issues. I followed up with the controller from that night and although he didn't remember that particular aircraft, he would have noticed if an aircraft's altitude was low from the radar scope, which he did not.

A resident from Portsmouth, NH called in regards to the construction noise coming from the airport during the overnight hours. The runway reconstruction project work was during the overnight hours for the first week. Now that the runway has been shortened the work is being completed during the day and will continue like that through the summer. The construction noise during the day will likely be swallowed up by the ambient noise. There will be a one to two week period in September where the airport closes and the construction will be 24/7 to complete the runway reconstruction project.

All inquiries are reviewed and logged in the airport database. Individual inquiries are researched and followed up on with phone calls where appropriate. Certain callers have indicated that call backs are unnecessary.



MOTION – IX.C.

Director Anderson:

The Pease Development Authority Board of Directors approves of and authorizes the Executive Director to expend funds in the amount of **\$12,557.00** for the following legal services rendered to the Pease Development Authority:

1.	<u>Sheehan Phinney Bass & Green</u>		
	March 1 – March 31, 2020	\$12,035.00	
	March 1 – March 31, 2020	<u>\$ 522.00</u>	
	Total		<u>\$12,557.00</u>
			<u>\$12,557.00</u>

THIS MOTION REQUIRES A ROLL CALL VOTE.

SHEEHAN PHINNEY BASS & GREEN PA
1000 ELM STREET
P.O. BOX 3701
MANCHESTER, NH 03105-3701

SERVICE AND EXPENSE MAILBACK SUMMARY

RE: Permit Implementation

CLIENT/CASE NO. 14713-19658
BILLING ATTORNEY:Lynn J. Preston

TOTAL FOR PROFESSIONAL SERVICES RENDERED:	\$12,035.00
TOTAL EXPENSES:	\$0.00

TOTAL THIS BILL:	\$12,035.00

BALANCE DUE:	\$12,035.00

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... \$ _____

To pay by CREDIT CARD, please visit www.sheehan.com, scroll to the bottom and click " ClientPay " or contact our office directly.

SHEEHAN PHINNEY BASS & GREEN PA
1000 ELM STREET
P.O. BOX 3701
MANCHESTER, NH 03105-3701

SERVICE AND EXPENSE MAILBACK SUMMARY

RE: Trade Port - General Representation

CLIENT/CASE NO. 14713-10167
BILLING ATTORNEY:Lynn J. Preston

TOTAL FOR PROFESSIONAL SERVICES RENDERED:	\$522.00
TOTAL EXPENSES:	\$0.00

TOTAL THIS BILL:	\$522.00

BALANCE DUE:	\$522.00

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... \$ _____

To pay by CREDIT CARD, please visit www.sheehan.com, scroll to the bottom and click " ClientPay " or contact our office directly.

MOTION X.A.

Director Levesque:

The Pease Development Authority Board of Directors hereby authorizes the Executive Director and the Division Director, in accordance with their respective powers and duties, to:

1. a) grant an extension of the Right-of-Entry (ROE) to Juliet Marine Systems, Inc. (Juliet) for the storage and loading of the Ghost boat, by approval of the PDA Board of Directors on May 16, 2019, on a month to month basis through April 30, 2021; and

b) execute a Right of Entry with Juliet for the use of the facilities at the Market Street Terminal as a location from which to test launch the Ghost boat, for a period of no less than twelve (12) months, start date to be determined upon successful award of the DARPA grant;


all in accordance with the memorandum of Geno J. Marconi, Division Director, dated April 30, 2020, attached hereto,

2. execute Rights of Entry for the Rye and Hampton Harbor Marine Facilities with each Commercial Operation entity listed; all in accordance with the terms and conditions set forth in the

memorandum of Geno J. Marconi, Division Director, dated May 6, 2020, attached hereto

3. execute a Right of Entry with DiTucci Petroleum Carriers Inc. dba Lawrence Tank of East Kingston, NH, for the purpose of filling its tankers with salt water at the Hampton Harbor Marine Facility; effective July 1, 2020 through Dec 31, 2021, with two one-year options to extend subject to the approval of the Executive Director, all in accordance with the terms and conditions contained in the Memorandum of Geno J. Marconi, Division Director, dated May 8, 2020 attached hereto.
4. execute a Right of Entry with Broco Oil of North Reading, MA, for the purpose of fuel dispensing at PDA-DPH facilities; all in accordance with the terms and conditions contained in the Memorandum of Geno J. Marconi, Division Director, dated May 6, 2020 attached hereto.
5. amend the existing Right of Entry with Robert Nudd at the Hampton Harbor Marine Facility for the purpose of permitting construction of a 12' x 16' addition onto his existing building for the storage of live harvested lobsters associated with Nudd's business located at the facility; all in accordance with the terms and conditions set forth in the memo of Geno J. Marconi, Division Director, dated May 12, 2020 attached hereto.

THIS MOTION REQUIRES A ROLL CALL VOTE.

To: Pease Development Authority ("PDA") Board of Directors
From: Geno Marconi, Director 
Date: April 30, 2020
Subject: Juliet Marine Systems, Inc., Extension of Right of Entry, Market St. Terminal

The Division of Ports and Harbors (the "Division") received a request (attached) from Juliet Marine Systems, Inc. ("Juliet") to use the facilities at the Market St. Terminal (the "Premises") to: 1) extend its Right of Entry ("ROE") for storage, and the eventual loading (onto a ship), of the 60' vessel known as the "Ghost boat" ("Ghost") for a period of 12 months, under the same terms and conditions set forth in the ROE dated May 16, 2019; and 2) provide a location for the test launching of the Ghost for a 12 month period commencing from a start date to be determined upon award of a Defense Advanced Research Projects Agency ("DARPA") grant (see attached PowerPoint presentation), expected to be announced mid-June 2020.

The Division reviewed the request and recommends approval of both requests subject to the following terms and conditions:

PREMISES: Market St. Terminal, 555 Market St., Portsmouth, NH

PURPOSE: Storage, test launching, and loading of GHOST vessel

TERM: For request 1, beginning on May 1, 2020, on a month to month basis, or until April 30, 2021, and
For request 2, a period of no less than 12 months, start date to be determined upon successful award of the DARPA grant

DOCKAGE: As applicable under the Terminal Charges, invoices will be issued at the time of service

WHARFAGE: \$350 outbound

STORAGE: \$300 per month for the term of the agreement

INSURANCE: Juliet, and/or any contractor, subcontractor, or agent of Juliet providing to the Division satisfactory evidence of insurance, outlined in Exhibit A (attached)

From: Greg Sancioff [mailto:GS@JulietMarine.com]
Sent: Monday, April 20, 2020 3:04 PM
To: Geno Marconi <G.Marconi@peasedev.org>
Subject: GHOST Vessel
Importance: High

Geno,

I hope you are well.

Juliet Marine Systems submitted a proposal yesterday to DARPA's Tactical Technology Office (TTO). The new program is called NOMARS - No Manning Required, Ship. GHOST meets all the requirements of a new innovative platform that is capable of being manned or unmanned. We also possess new technologies in machinery and systems along with a unique hull design. The request for proposal DARPA put out includes a picture of GHOST on slide 12 (attached).

In order to secure an award if Ghost is chosen, DARPA TTO will require a statement saying JMS has a place to launch and test Ghost for 12 months from the award date.

Therefore, we have two requests - we would like to again request an extension of the ROE for six months if possible, and would also like to ask if the Pease Development Authority would consider a further extension for 12 months from the DARPA award date, if the proposal is accepted by DARPA?

Thank you,

Greg

Gregory E Sancioff
President/CEO
Juliet Marine Systems, Inc.
Portsmouth, NH 03801
603-319-8412
gs@julietmarine.com

Visit us at www.julietmarine.com

This electronic message contains information from Juliet Marine Systems, Inc. and is confidential or privileged. The information is intended to be for the use of the individual or entity named above. If you are not the intended recipient, be aware that any disclosure, copying, distribution or use of the contents of this message is prohibited. If you have received this electronic message in error, please notify us immediately by telephone at (603) 319-8412.

From: Amanda Morin [mailto:am@julietmarine.com]
Sent: Wednesday, April 29, 2020 3:39 PM
To: Brenda Therrien <B.Therrien@peasedev.org>
Subject: RE: question 2 FW: ROE Market ST. questions FW: GHOST Vessel

Hi Brenda,

Thank you for thinking of this, yes, Greg would prefer a 12 month extension.

Also, the DARPA awards are expected mid-June – they haven't announced a specific award date yet.

Thank you again and please let me know if anything else comes up.

Amanda

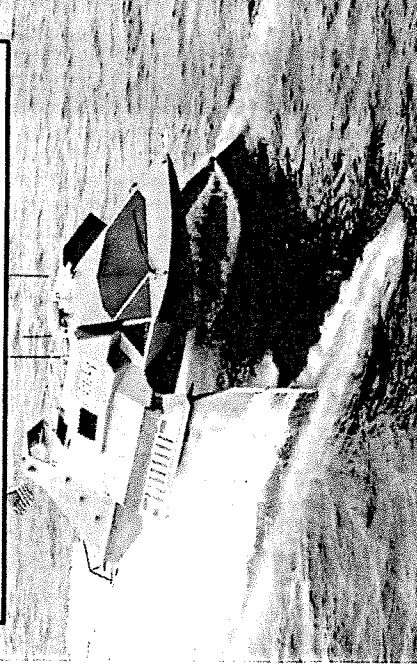


Reimagining USVs // Hullform and Structures

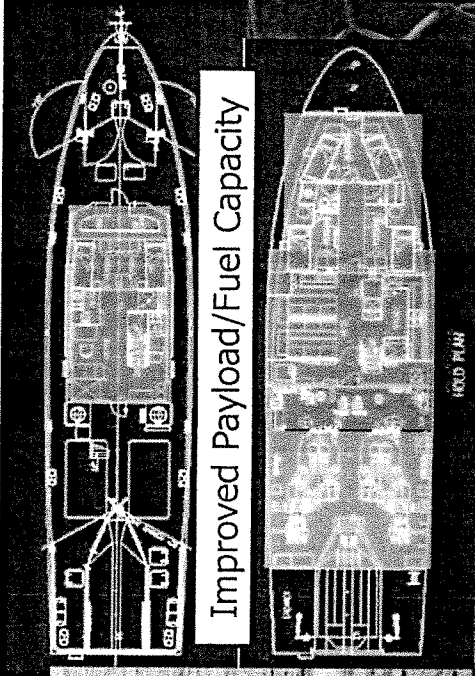


TACTICAL TECHNOLOGY OFFICE

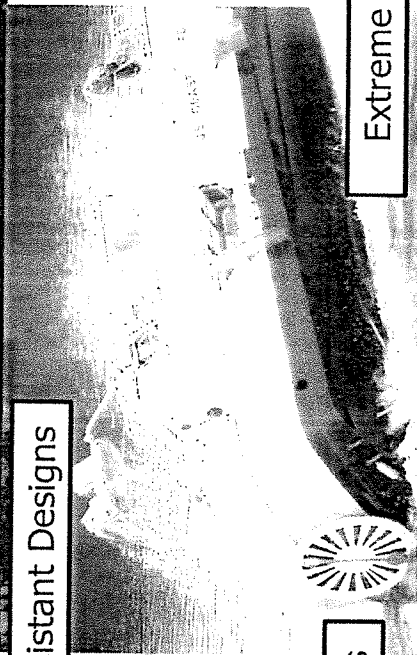
Improved Hydrodynamic Shaping



Improved Payload/Fuel Capacity



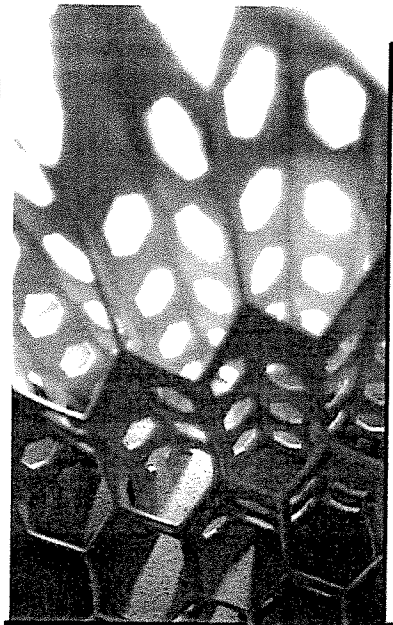
Boarding Resistant Designs



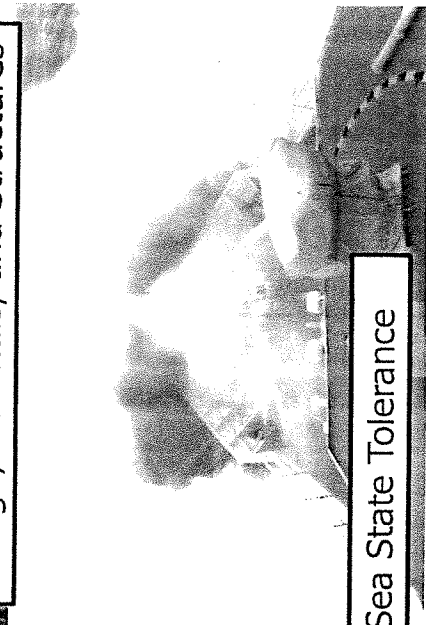
Semi-submersible Hull Forms



Damage Resistant Design, Materials, and Structures



Extreme Sea State Tolerance



DISTRIBUTION: HULL A. Approved for public release; distribution unlimited.



PEASE

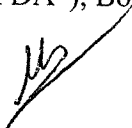
INTERNATIONAL

PORTS AND HARBORS

555 Market Street, Suite 1 Portsmouth, NH 03801

DATE: May 8, 2020

TO: Pease Development Authority ("PDA"), Board of Directors

FROM: Geno Marconi, Division Director 

RE: Rights of Entry Extensions, Hampton and Rye Harbor Marine Facilities

The Division of Ports and Harbors (the "Division") received requests for the extension of Rights of Entry ("ROE") from companies currently operating charter vessels that also have a building onsite (shown on attached lot maps) to support their fishing associated businesses at the Rye and Hampton Harbor Marine Facilities, which include:

- Nine (9) charter vessels with a building to support the vessel operation
- Three (3) commercial fishing vessels with concession buildings for the retail sale of their catch
- One (1) commercial fishing vessel with a building for the storage of frozen lobster bait
- One (1) concession for retail sale of food
- One (1) Kayak rental operation
- One (1) Parasailing operation
- One (1) Oyster processing and concession
- One (1) Tackle shop to support the fishing community

The Division has reviewed the requests and recommends that the PDA Board of Directors approve the extension of the ROE's for the commercial operations listed below and in accordance with the following terms and conditions:

Term: Period 1: July 1, 2020 through June 30, 2021
Period 2: July 1, 2021 through June 30, 2022
Period 3: July 1, 2022 through June 30, 2023

Fees: \$1,000.00 for the first year for ground rental for location of concession building. Second and Third year to be negotiated.

\$12.00 per foot of the vessel Commercial Pier-Use Permit, fee subject to change per Pda 610.01(b) \$5.00 per car for parking at Division facilities, fee subject to change per Pda 610.01(b).

Insurance: Minimum insurance coverage, to include Commercial General Liability insurance in a minimum amount of \$1,000,000.00, Protection and Indemnity Insurance, in the

○○○○ TAKING YOU THERE

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

amount of \$1,000,000.00 endorsed for piers, docks and gangway coverage, workers compensation coverage equal to minimum statutory levels, and automobile liability coverage in a minimum amount of \$1,000,000.00, as the same may be required or appropriate in connection with the individual operations of each entity doing business on state property.

Coverage amounts and types may change from time to time contingent upon the nature and scope of operations of each entity authorized to conduct business at Rye and Hampton Marine Facilities.

Additional Requirements:

Entities and individuals issued a Right of Entry are subject to all the applicable Administrative Rules and Policies as promulgated by the Pease Development Authority.

Commercial Operations:

Rye Harbor: Vessel and Concession Building

Dwight Tuttle	Black Dog Charters	Passenger
Peter Aikens	Harvester Charters	Passenger
Peter Reynolds	Granite State Whale Watch	Passenger
Patrick Dennehy	Tontine Fishing	Passenger
Adam Baker	Vintage Fishing Charters	Passenger
Nate Hanscom	Rye Harbor Lobster Pound	Retail sales of catch
Peter Aikens	Petey's Lobster Pound	Retail sales of catch

Rye Harbor: Concession Building Only

Peter Reynolds	Rye Harbor Side	Food concession
----------------	-----------------	-----------------

Hampton Harbor: Vessel and Concession Building

Robert Tonkin	Captain Bob's Charter Fishing & Chowder House	Passenger
Richard LaPierre	Yellow Bird Fishing	Passenger
Sean Nartiff	3 Buoys Fishing Charters	Passenger

Joshua Belisle F/V Sea Fever charters Passenger

Hampton Harbor: Building Only

Swell Oyster Company Oyster Processing and Sales Oyster Farm
Hampton/Seabrook Harbor

Bob Nudd F/V Sheila Ann Frozen lobster bait
storage

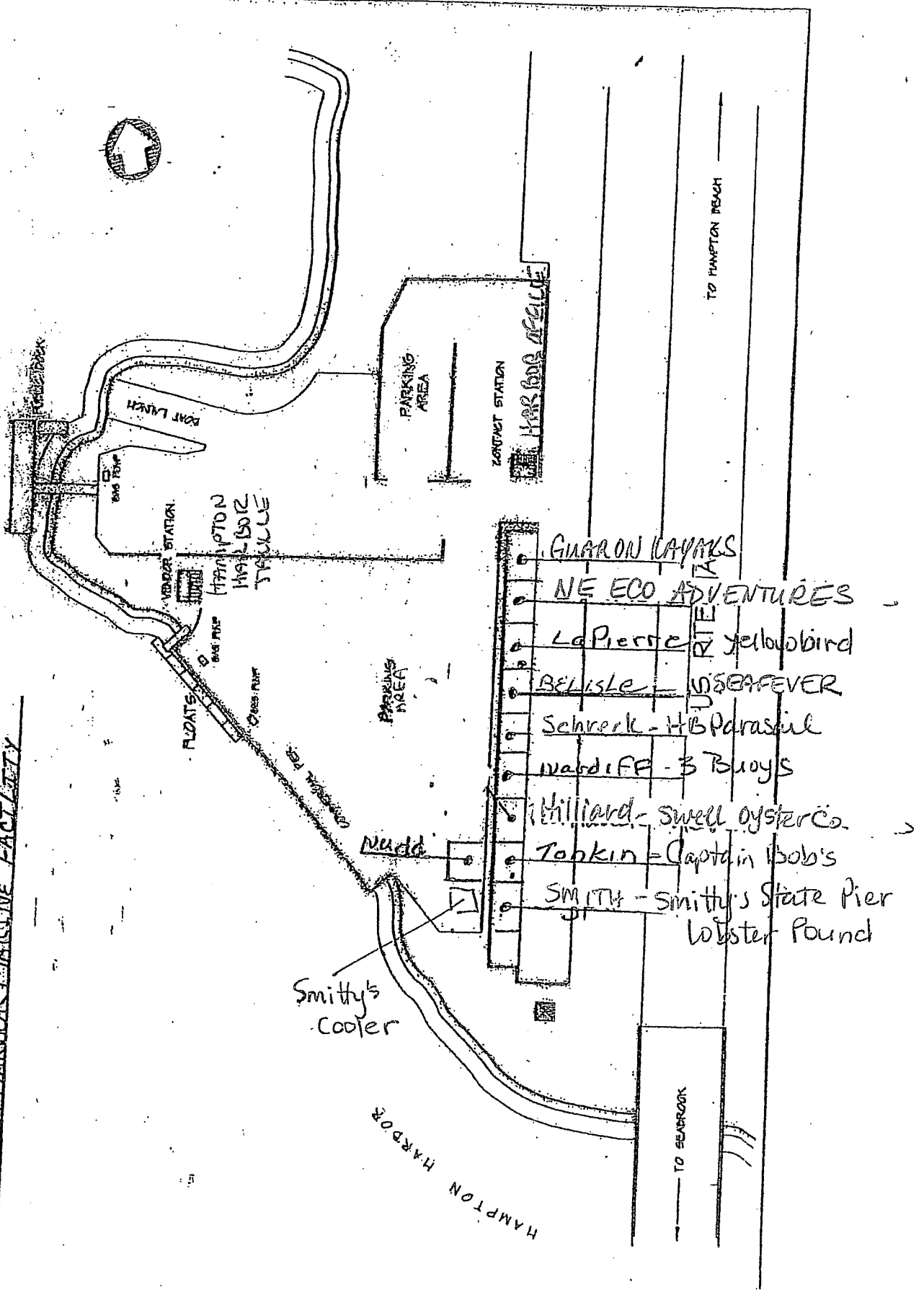
Todd Smith Smitty's State Pier Lobster
Pound Retail sales of catch

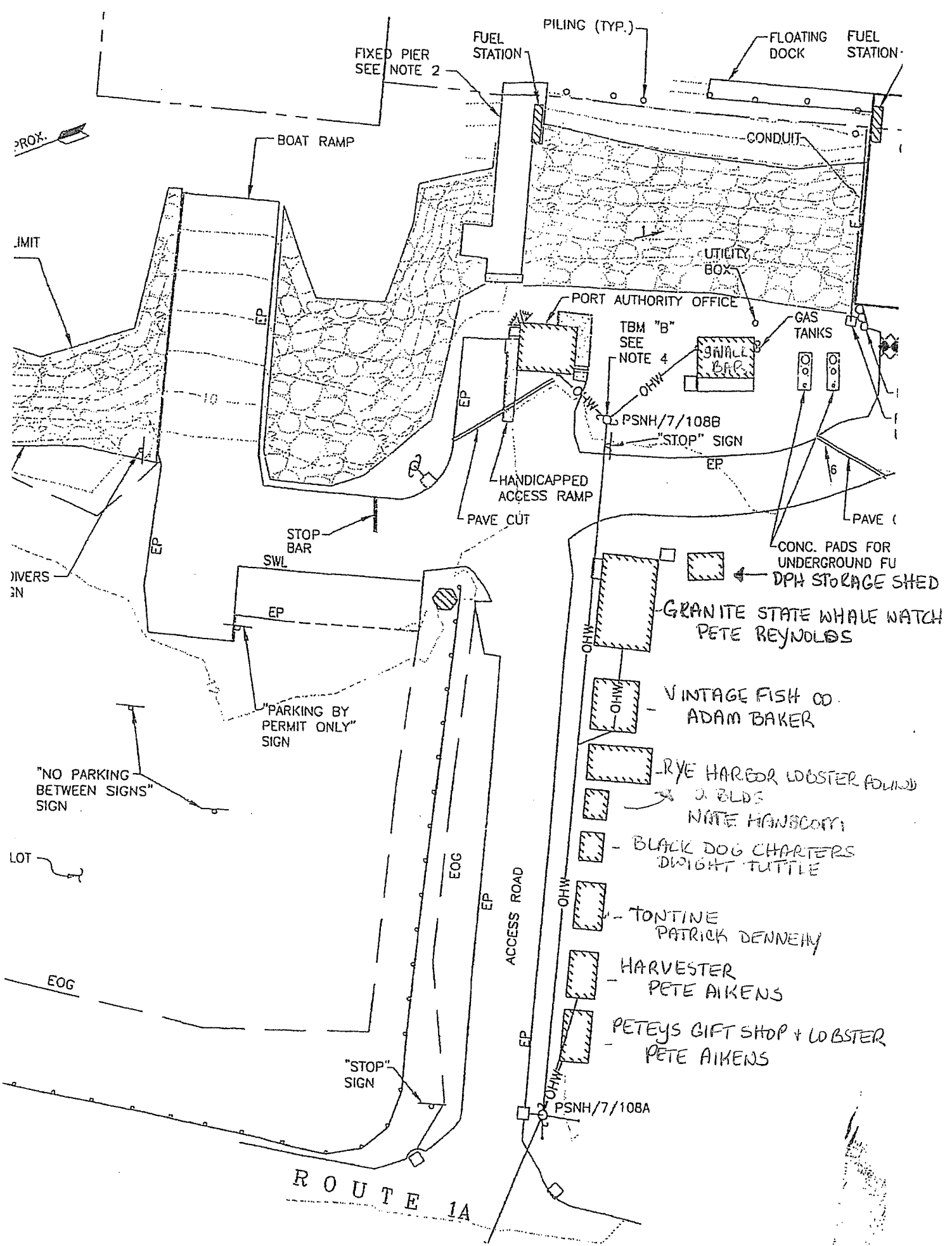
Gauron Fisheries Hampton Harbor Tackle Bait and tackle shop

Craig Shrek Hampton Harbor Parasail Ticket building

Gauron Fisheries Gauron Kayak Rentals Passenger

HAMPTON HARBOR MARINE FACILITY





FIXED PIER
SEE NOTE 2

FUEL
STATION

PILING (TYP.)

FLOATING
DOCK

FUEL
STATION

PROX.

BOAT RAMP

CONDUIT

LIMIT

UTILITY
BOX

PORT AUTHORITY OFFICE

TBM "B"
SEE
NOTE 4

GAS
TANKS

SMALLS
BAR

PSNH/7/108B

"STOP" SIGN

HANDICAPPED
ACCESS RAMP

PAVE CUT

PAVE 6

STOP
BAR

SWL

CONC. PADS FOR
UNDERGROUND FU
DPH STORAGE SHED

GRANITE STATE WHALE WATCH
PETE REYNOLDS

VINTAGE FISH CO.
ADAM BAKER

RYE HARBOR LOBSTER FLOWERS
2 BLDG
NATE HANSCOFF

BLACK DOG CHARTERS
DWIGHT TUTTLE

TONTINE
PATRICK DENNEHY

HARVESTER
PETE AIKENS

PETEYS GIFT SHOP + LOBSTER
PETE AIKENS

PSNH/7/108A

ACCESS ROAD

"NO PARKING
BETWEEN SIGNS"
SIGN

"PARKING BY
PERMIT ONLY"
SIGN

"STOP"
SIGN

ROUTE 1A

LOT

EOG

EOG

EP

EP

OHW

EP

EP

EP

EP

EP

10

DIVERS
SIGN




PEASE

INTERNATIONAL

PORTS AND HARBORS

555 Market Street, Suite 1 Portsmouth, NH 03801

Date: May 11, 2020
To: Pease Development Authority ("PDA"), Board of Directors
From: Geno Marconi, Director 
Subject: DiTucci Petroleum Carriers, Inc. dba Lawrence Tank, Hampton Harbor Marine Facility, Right of Entry request

The Division of Ports and Harbors (the "Division") received a request from DiTucci Petroleum Carriers, Inc. dba Lawrence Tank ("DiTucci") to renew its Right of Entry to the Hampton Harbor Marine Facility ("Premises") for the purpose of filling its tankers with salt water. The Division recommends that the PDA Board of Directors approve the request and grant a non-exclusive right for DiTucci to fill its tankers with salt water at the Premises in accordance with the following terms and conditions:

PREMISES: Hampton Harbor Marine Facility

PURPOSE: To access state property to fill tankers with salt water

TERM: Period 1: July 1, 2020 through December 31, 2021.
Period 2: January 1, 2022 through December 31, 2022
DiTucci may exercise its right to extend for two (2) one (1) year options subject to the approval of the Executive Director.

FEES: Period 1: \$1500 fee for the first term, July 1, 2020 through December 31, 2021
Period 2 and option years to be reviewed and negotiated 60 days in advance prior to the start of each subsequent year

INSURANCE: Minimum insurance coverage, to include General Liability Insurance in the amount of \$2,000,000.00, Workers Compensation coverage to the statutory limits, and automobile liability coverage in a minimum amount of \$1,000,000.00, as the same may be required or appropriate in connection with the individual operations of each entity doing business on State property. Said policy shall include a waiver of subrogation in favor of the State of New Hampshire and the PDA-DPH and provide that such coverage shall be primary and non-contributing with respect to any coverage, self-insured or otherwise, which may be carried by the State or PDA-DPH. Amounts and types may change from time to time contingent upon the nature and scope of operations of each entity authorized to conduct business at Hampton Harbor Marine Facility. Insurance provided pursuant to the ROE may not be cancelled without providing PDA-DPH with at least thirty (30) days advance written notice.

○○○○ TAKING YOU THERE

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

DiTucci Petroleum Carriers, Inc.
Lawrence Tank
3 Clark Road
East Kingston NH 03827
603-394-2059

May 6, 2020

State of New Hampshire
Pease Development Authority
Division of Ports and Harbors'
555 Market Street
Portsmouth NH 03801

Geno Marconi Director,

Please consider this request to extend our ROE for DiTucci Petroleum Carriers, Inc. dba Lawrence Tank for the Hampton Harbor State Marine Facility, for the purpose of filling our tankers with salt water. DiTucci Petroleum Carriers, Inc. has been in business since 2010. We purchased Lawrence Tank on June 23rd 2017, retaining the name, employees, tractors, and tankers.

DiTucci Petroleum Carriers, Inc.
Lawrence Tank
3 Clark Road
East Kingston NH 03827

Cynthia DiTucci, President
James DiTucci, Operations Manager
David Albettski, General Manager Bulk Water
Kathline Davis, Bookkeeper

References:

E.J. Wyson Trucking PO Box 800 Westminster MA 978-874-0822 as a trade reference
Sprague Energy Two International Drive Suite 200 Portsmouth NH 603-431-1000 is a fuel terminal we load fuel from
Irving Oil Revere & Irving Oil Portsmouth NH 877-942-3600 these are terminals we load fuel from

Thank you for your consideration in this matter. We look forward to working with you in the future.

Regards,




Cynthia A. DiTucci
President



PORTS AND HARBORS

Date: May 6, 2020

To: Pease Development Authority ("PDA"), Board of Directors

From: Geno Marconi, Division Director 

Subject: Right of Entry, Bulk Fuel Deliveries – Broco Oil Inc.

The Division of Ports and Harbors ("the Division") received a request from Broco Oil, Inc. ("Broco") of 34 Main St., N. Reading, MA 01864 to renew its Right of Entry ("ROE") to make bulk diesel fuel deliveries to vessels at Division facilities. Diesel fuel deliveries, over water directly to a vessel from a tank truck, are regulated as follows:

- By the U.S. Coast Guard in accordance with 33 CFR and 46 CFR for vessels whose fuel capacity is 10,500 gallons or more
- By the Office of the State Fire Marshal in accordance with the NFPA 30 for vessels whose capacity is less than 10,500 gallons
- By the PDA for all vessels desiring to receive fuel deliveries from Division properties

The Division reviewed the request from Broco and recommends the PDA Board of Directors approve the ROE and grant a non-exclusive right to deliver diesel fuel at Division facilities in accordance with the following terms and conditions:

- PREMISES:** Hampton and Rye Harbor Marine Facilities, Portsmouth Commercial Fish Pier, Market Street Marine Terminal
- PURPOSE:** Sale of diesel fuel only to Party and Charter Boats, Commercial Fishing Vessels and Commercial Vessels
- TERM:** Retroactive to May 1, 2020 through December 31, 2022
- FEES:** For the first year, for diesel fuel only (gasoline prohibited) sold to Party and Charter Boats and Commercial Fishing Vessels at the Hampton and Rye Marine Facilities and Portsmouth Commercial Fish Pier - \$0.10 per gallon. For diesel fuel (gasoline prohibited) sold to Ships and Commercial Vessels (excluding Party, Charter and Commercial Fishing Vessels) at the Market Street Marine Terminal - \$0.01 per gallon for up to 50,000 gallons and \$0.005 per gallon in the instance where the delivery exceeds 50,000 gallons. PDA-DPH reserves the right to increase fees and rates in connection with this ROE on an annual basis.

INSURANCE:

Minimum insurance coverage, to include Commercial General Liability Insurance in the amount of \$2,000,000.00 with an endorsement for piers, docks and gangway coverage. Workers Compensation coverage to the statutory limits, automobile liability coverage in a minimum amount of \$1,000,000.00 and pollution liability in a minimum amount of \$3,000,000.00 to cover losses arising from fuel spills. Said policy shall include a waiver of subrogation in favor of the State of New Hampshire and the PDA-DPH and provide that such coverage shall be primary and non-contributing with respect to any coverage, self-insured or otherwise, which may be carried by the State or PDA-DPH. Amounts and types of coverage may change from time to time contingent upon the nature and scope of operations of each entity authorized to conduct business at PDA-DPH properties. Insurance provided pursuant to the ROE may not be cancelled without providing PDA-DPH with at least thirty (30) days advance written notice.

**ADDITIONAL
TERMS AND
CONDITIONS:**

Proof of compliance with applicable sections of 33 CFR and 46 CFR.

Diesel fuel will only be delivered to vessels (less than 10,500 gallon capacity) that have a contractual agreement with the PDA-DPH to receive deliveries including a Variance issued by the Office of the State Fire Marshal in accordance with Bulletin #2015-07.

Diesel Fuel, (gasoline prohibited) will only be delivered to commercial vessels (greater than 10,500 gallon capacity) at the Market Street Marine Terminal with prior permission of the Division.

Diesel fuel (gasoline prohibited) deliveries at the recreational docks at the Hampton and Rye Marine Facilities shall only be between the hours of 5:30 AM and 7:30 AM or after 6:00 PM.




PEASE

INTERNATIONAL

PORTS AND HARBORS

555 Market Street, Suite 1 Portsmouth, NH 03801

Date: May 12, 2020
To: Pease Development Authority, Board of Directors
From: Geno Marconi, Port Director 
Subject: Hampton ROE, addition onto existing building for live lobster storage

The Division of Ports and Harbors (the "Division") received a request (attached) from Robert Nudd with the F/V Sheila Ann, to amend his existing Right of Entry (ROE) at the Hampton Harbor Marine Facility (the "Premises") to permit construction of a 12' x 16' addition to his existing 12' x 16' frozen lobster bait storage building. The purpose of the addition is to house a self-contained lobster storage tank for the wet storage of his lobster catch.

The Division is aware of current market trends in the lobster industry, has reviewed Mr. Nudd's request, and, should the Board separately approve the renewal of Mr. Nudd's ROE for another term, recommends the PDA Board of Directors approve Mr. Nudd's building expansion request with the following terms and conditions.

PREMISES: Hampton Harbor Marine Facility

PURPOSE: Construction of a 12' X 16' addition onto the existing 12' X 16' building for the storage of live harvested lobsters associated with Mr. Nudd's business

ADDITIONAL TERMS AND CONDITIONS: Contingent upon the PDA Board approval of the renewal of the existing ROE; and
All other Terms and Conditions of the existing/renewed ROE remain in effect