

New Mexico Spaceport Authority
Special Meeting
August 5, 2009
NM Spaceport Authority Office
Las Cruces, NM

The meeting was called to order by Chairwoman Daniela Glick. Roll call was taken with seven members present. Quorum confirmed. Officials and guests present included: Steve Landeene, NMSA, Chad Rabon, NMSA, MaryAnn Myers, NMSA, Belinda Lucero, NMSA, Steve Amland, NMSA, Jim Thomas, Rob Spence, Gordon Hicks, and Diana Alba.

Members Present:

Daniela Glick – conference call
Toots Green
Richard Holdridge
William Loomis
Jim Manatt – conference call
Brent Westmoreland
Ben Woods
Eric Vasquez

Members Not Present:

N/A

Approval of Agenda:

Discussion: Steve Amland recommended that the language in item #8 be removed “and potentially approve”.

Motion: Director Green moved to remove the language in item #8 reading “and potentially approve” and approve the agenda with the amendment. Director Westmoreland seconded the motion. Motion carried.

Director Manatt discussed the fact that the meeting was called as a special meeting for agenda item #4. He expressed concern because an executive session was added to the agenda and some members were attending by conference call. Chair Glick acknowledged the concern and stated that the agenda will not be expanded in the future when special meetings are called.

Approval of Meeting Minutes:

Motion: Director Manatt moved to approve the minutes from the Regular Meeting on June 18, 23009, Special Meeting on June 25, 2009 and Special Meeting on July 7, 2009. Director Holdridge seconded the motion. Motion carried.

Approval of contracts for Spaceport America; Water, Wastewater and Fuel Storage:

MaryAnn Myers stated that the bids are opened by State Purchasing at which time they confirm that all mandatory specs are in the bid documents and if not it is so noted. The amount of the bid is read off and when the bid process closes the selection committee meets to review all bids, if there are any questions the committee conducts a telephone interview with the low bidders. The selection committee and Gerald Martin then recommends award to the low bidder as per procurement rule by state purchasing. These recommendations are then brought to the Board for approval so that a Notice to Award can be issued to enter to a contract with the low bidder. She also stated that the bid documents have specifications for the project and specifications that the contractor has to meet. Director Manatt asked if there are bonding requirements. Mrs. Myers advised that there are bonding requirements and bid bonds have to be submitted with the bids and a performance bond must be provided when the contract is awarded.

Motion: Director Manatt moved to approve the FNF New Mexico LLC contract for Spaceport America Fuel Storage Facility project #SP-012. Director Westmoreland seconded the motion.

Director Woods asked for a recommendation from staff on the approval. Steve Landeene recommended approval of the three contracts. Motion carried.

Motion: Director Westmoreland moved to approve the AUI, Inc. contract for Spaceport America Site Waste Utilities Wastewater Treatment Plant project #SP-004. Director Green seconded the motion. Motion carried.

Motion: Director Manatt moved to approve the Smithco Construction, Inc. contract for Spaceport America Site Water Utilities, Water Storage Tank, Booster Pump Station project #SP-009. Director Loomis seconded the motion. Motion carried.

Director Manatt requested that in the future it would be helpful if a simple bullet point outline with key provisions on contracts be provided to the Board for review. Mrs. Myers advised the information can be located on the Spaceport America website. She advised that she will send out an email to the Board advising that bids have been let and providing the link to the website and FTP site where the documents can be accessed.

Discussion and Approval of two Amendments to Sierra Electric Agreement incorporating State Board of Finance changes and of a Resolution authorizing the agreement:

Steve Amland advised that the Sierra Electric Agreement was approved on July 7, 2009. He advised that discussions with the NM Board of Finance are being held to seek approval on the portion of the agreement dealing with advance payments out of state money and into a state approved bank. Included in

Amendment 1 are the specific changes recommended by the NM Board of Finance to sections 1.3.2, 1.3.3.1, 1.3.6 of the Sierra Electric Agreement related to advance payment. Sierra Electric is also requiring a separate signature on the management cost schedule in which a statement was included to state the costs are estimate only and final amounts will be based upon actuals and certified details will be provided to Spaceport America in invoicing. Sierra Electric also requires that a Resolution be in place stating the items considered by the Board are accepted to be passed, it also includes the two amendments. Discussion followed on Sierra Electric's response to the amendments, it was stated that a formal response has not been given by Sierra Electric. Director Manatt expressed his concerns with Sierra Electric (SEC) not responding to these amendments. Chair Glick stated that the amendments are NMSA amendments and if they are approved it enables NMSA to present them to SEC as a NM Board of Finance requirement for approval.

Motion: Director Holdridge moved to approve the two Amendments to Sierra Electric Agreement incorporating the NM Board of Finance changes and approval of the Resolution authorizing the Agreement. William Loomis seconded the motion. Director Manatt voted "opposed" the approval. Motion carried

Approval of Certification of FY10 Operating Budget:

MaryAnn Myers advised the FY10 Operating Budget previously approved for \$1,245,500.00. Approval is being requested for the Certification requiring the Chair's signature to be submitted to DFA. Director Woods moved to approve the Certification of FY10 Operating Budget. Director Westmoreland seconded the motion. Motion carried.

Public Comment:

Director Manatt suggested scheduling a NMSA Board Retreat. Steve Landeene advised it is in the planning process at this time. Director Manatt suggested scheduling on a Saturday. Ben Woods discussed the importance of the having this session and would like to have as much advance notice as possible.

Diana Alba with the Las Cruces Sun News stated that the location of the meeting was not included on the website with the meeting notice and questioned why the agenda was not posted on the website. Steve Amland advised that the agendas are not posted on the website but provided when requested. Steve Landeene suggested the agenda be posted on the website for future meetings.

Executive Session to discuss the purchase, acquisition or disposal of real property located near to the Spaceport, as authorized by the Open Meetings Act, Section 10-15-1 (H), Section (8):

Chair Glick entertained a motion to enter into executive session pursuant to Section 10-15-1 (H), Section (8) of the Open Meetings Act for the purpose of discussion of limited personnel matters including hiring decisions and purchase, acquisition of real estate. She invited Steve Amland, legal counsel for NMSA into the closed session.

Roll Call Vote:

Chair Glick – yes
Director Green – yes
Director Holdridge – yes
Director Loomis – yes
Director Manatt – yes
Director Westmoreland – yes
Director Woods – yes

Back in open session:

Chair Glick stated that the matters discussed in the closed session were limited only to those specified in the motion for closure and no action was taken and entertained a motion to enter back into open session.

Roll Call Vote:

Chair Glick – yes
Director Green – yes
Director Holdridge – yes
Director Loomis – yes
Director Manatt – yes
Director Westmoreland – (stepped out of room)
Director Woods - yes

Motion:

Chair Glick moved to adjourn. Director Green seconded the motion. Motion carried.

Approved: _____ Date: _____