

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE
GUAM ECONOMIC DEVELOPMENT AUTHORITY

June 19, 2014

Call to Order

§1. The regular meeting of the Board of Directors of the **Guam Economic Development Authority** (referred to as "GEDA" or the "Authority") was held on May 15, 2014 at the hour of 1:43 p.m. at the Guam Economic Development Authority conference room, Fifth Floor Suite 511, ITC Building, Tamuning, Guam. The meeting was called to order to consider several items on the agenda.

Attendance and Quorum

§2. Roll Call. As determined by the roll call, the following directors were present:

Directors:

Edward J. Calvo

Arlene P. Bordallo

Monte Mesa

George Chiu

Offices or Positions:

Chairman

Secretary

Director

Director

Absent and excused:

David J. John

Vera Wu

Ernesto V. Espaldon, Jr.

Also present were:

GEDA Officials:

John A. Rios

Mana Silva Taijeron

Thomas J. Fisher

Acting Administrator

Deputy Administrator

GEDA Legal Counsel

Fisher & Associates

Larry Toves
Bernice Torres

Real Property Division Manager
Administration & Operations Division
Manager

Christina D. Garcia
Manager

Business Development Division

Lester Carlson, Jr.

Public Finance Division Manager

Claire L. Cruz

Compliance Division Manager

Mike Cruz

Project Director

Anisia Terlaje

Special Assistant Inter-Agency

Support

Gloria Molo

Administrative Services Officer

Greg Sablan

Public Finance Assistant Manager

Arleen Evangelista

Public Finance Administrative

Assistant

Therese Santos

Executive Assistant

Carl Quinata

Industry Development Specialist

Nicole Santos

Office of Senator Ben Pangelinan

Ken Quintanilla

KUAM

Dontana Keraskes

KUAM

Approval of Agenda

§3. The first item considered was approval of the agenda. On motion duly made by Director Mesa and seconded by Director Chiu, the agenda was unanimously approved

Communications

§4. The next item on the agenda was Communications. There was none.

Old Business

§5. The next item on the agenda was Old Business. The first item under Old Business was the HOT Bonds Update: RFP 12-026 – Professional Service for the San Vitores Flooding Mitigation Project – Gravity Bay Outlet Design.

Mr. Larry Toves presented that at the October 29, 2012 meeting, the Board approved the contract between GEDA and Stanley Consultants Inc. to provide Professional Services for the San Vitores Flooding Mitigation Project including

Design, Special Inspection, Construction Supervision and Monitoring. Phase I (Conceptual Design) of the contract has been completed and on February 20, 2014, the Board approved the implementation of the Gravity Bay Outlet option as the method for mitigating flooding within Tumon Bay.

Our PMO consultant has been working with Stanley Consultants to develop the scope of work and fee for the design of the Gravity Bay Outlet option based upon the Board's Feb. 20 decision. Stanley will prepare all documents necessary to allow GEDA to procure a construction contractor to include final design plans, construction specifications, permitting, necessary coordination with stakeholders and services during the bidding process. To perform these services, Stanley and our PMO have agreed to a fee of \$605,473. GEDA staff has reviewed the scope and fee and has determined that they are consistent with the scope and rates contained in the master contract. The proposed fee is also within the budget reserved for design. Completion of design is scheduled for Fall 2015, after which GEDA can issue the invitation for bid. It should be noted that construction management services are not included in the scope and fee which will be taken up at a later time.

Under the discretionary authority provided by the Board via Resolution 13-043, the GEDA Administrator has the authority to approve this task order. However, given the amount of the task order, it was deemed necessary that the board be informed of this action.

As recommended by CHA, GEDA staff recommends that the Board of Directors approve the award of Task Order No. 2 in the amount of \$605,473 to Stanley Consultants Inc. to provide Professional Services for the San Vitores Flooding Mitigation Project involving the design of the Gravity Bay Outlet option. Staff also recommends that the Board authorize the Administrator to execute the task order upon final review by Legal Counsel. Thereafter, BBMR, AG and Governor approvals will be required.

After further discussion, a motion duly made by Director Mesa and seconded by Director Chiu, to approve the recommendation. The motion was unanimously approved.

§6. The next item under Old Business was HOT Bonds Update: Proposed Change Order to RFP 12-027– Professional Architecture/Engineering Services for the Design of the Farmers' Cooperative Association Guam Facility and the Relocation of the Dededo Flea Market

Mr. Larry Toves presented that in October 2012, the GEDA Board of Directors approved the award of the design contract for the Guam Farmers' Cooperative Association facility to Architects Laguana LLC in the amount of \$431,849.25 including reimbursable costs. Design was completed and a construction contract has been awarded with Board approval. A major issue that surfaced during design was the capacity of the public water system to handle Guam Fire Department requirements for fire flow. Although the design was completed without a definitive decision on fire flow requirements, every effort was undertaken to work with Guam Waterworks to increase the fire flow capacity of the public water system. It has now been determined that GWA will not be in a position to increase water service to the area for an additional five years. Clearly we cannot wait this long to build this important facility so efforts were undertaken to convince GFD to utilize rural area fire flow requirements in this area. GFD has finally agreed to this proposal which will reduce the amount of money required for both design and construction to meet fire flow requirements.

To satisfy fire flow requirements under a "worst case" scenario, GEDA was advised that upwards of \$50K would be needed for design and over \$400K would be needed for construction. Given the reduced fire flow requirements approved by GFD, Architects Laguana LLC requires \$15,075 to complete the design. Construction is roughly estimated at \$194K which is already included in the \$3 Million construction contract.

As advised by CHA, GEDA staff recommends that the Board of Directors approve the award of a change order in the amount of \$15,075 to the Architects Laguana LLC contract to provide additional design services for the Farmers' Cooperative Association of Guam Facility and the Relocation of the Dededo Flea Market. Staff also recommends that the Board authorize the Administrator to execute the change order upon final review by Legal Counsel. Thereafter, BBMR, AG and Governor approvals are probably required.

After some discussion, a motion duly made by Director Chiu and seconded by Director Bordallo, to approve the recommendation of the staff and to authorize the Administrator to execute the change order upon final review by Legal Counsel. The motion was unanimously approved.

§7. The next item under Old Business was the HOT Bonds Update: IFB 12-003 – Design and Construction of Village Sign Monuments and Scenic Informational Signs – Proposed Change Order.

Mr. Toves presented that in October 2012, the Board of Directors and the Governor of Guam approved the award of the subject project in the amount of \$386,000 to Maeda Pacific to provide design and construction services for Village Sign Monuments and Scenic-Informational Signs. The project has undergone

extensive coordination with stakeholders and regulatory agencies and has experienced delays associated with three issues:

- A number of village signs were to be located in areas suspected to have significant archeological features;
- Village mayors requested an increase in the number of signs and changes to the design of the signs; and
- Highway encroachment permits for the signs and the issuance of the building permit were delayed.

To address the archaeological issue, the foundations of affected signs will be above ground so as not to disturb artifacts. This mitigation measure requires additional concrete and steel whose costs were not required by the IFB and thus, not included in the bid. In addition, stakeholders have requested to increase the number of signs and to change the design of signs. The increase in cost equates to \$38,185.88 and the increase in construction time is 60 days.

The requested change order amount was originally within the budget allocated for this project so that the discretionary authority granted by the board to the Administrator could have been used to approve this change order. However, all remaining monies budgeted for this project were reprogrammed to cover the Legislature's directive to GEDA to immediately provide \$2M in HOT bond funding to construct the Guam Fishermen's Cooperative Facility. Thus, we are requesting GEDA board approval of this change.

In addition, GEDA proposes that funding for this change order be obtained from the bank interest generated from investments of the principal. According to the trustee, Bank of Guam, just over \$91K in interest has been generated. Of this amount, \$17,481 has already been allocated to the Guam Fishermen's Coop project. Board approval is requested to allocate \$38,185.88 from interest to fund this change order.

As advised by CHA, GEDA staff recommends that the Board of Directors approve a change order to Maeda Pacific to provide for additional design and construction services for Village Sign Monuments and Scenic-Informational Signs in the amount of \$38,185.88, which amount will be obtained from the interest generated in the HOT bond account. Staff also recommends that the Board authorize the Administrator to execute the change order upon final review by Legal Counsel.

A motion duly made by Director Mesa and seconded by Director Bordallo, to approve the recommendation of the staff and to authorize the Administrator to execute the change order upon final review by Legal Counsel. The motion was unanimously approved.

§8. The next item under Old Business was the HOT Bonds Update: Task Order No. 6 – Archaeological Survey Investigation and Archaeological Monitoring Services for the Design and Construction of Scenic By-ways, Parks, Overlooks, and Historic Sites.

Mr. Toves presented as approved by the Board, GEDA and Southeastern Archaeological Research, Inc. (SEARCH) entered into a contract on September 10, 2012 to provide archaeological services for the HOT Bond projects. As a condition for issuing building permits for projects, the Guam State Historic Preservation Office (“SHPO”) requires that Archaeological Survey Investigations be performed to identify the potential presence of archaeological assets at project sites. Further, the SHPO requires on-site monitoring of site preparation and construction activities that disturb the subsurface if the archaeological survey investigation identifies potential artifacts at the project site. (Task Orders 1 – 5 were for the GCEF, Plaza de Espana, Inarajan and Farmers Coop. projects)

The GEDA Board of Directors and the Governor of Guam have approved the contract for the Design and Construction of Scenic By-ways, Parks, Overlooks, and Historic Sites with Reliable Builders in the amount of \$1,091,879 including options. Archaeological services are now required in order to satisfy historic preservation requirements.

For archaeological services, GEDA budgeted \$31,500. However, all but \$10K was transferred to the Guam Fishermen’s Coop Facility as directed by the Guam Legislature. CHA and SEARCH have negotiated a lump sum fee not to exceed \$50,000 to conduct the Archaeological Survey Investigation for all nine park sites including Nimitz Beach, Angel Santos, Fadian, East Agana, Fort Soledad, Cetti and Sella Bays, Tepungan (Fish Eye), and Piti’s Santos Park. We propose that funding for archaeological services be obtained from the unencumbered balance of the project.

Some level of archaeological treatment ranging from a simple review of project planning documents coupled with a brief site visit, to archaeological monitoring of construction related excavations, and possibly data recovery are needed to satisfy historic preservation requirements. The level of archaeological treatment depends upon each site and the nature of work. All 9 park sites involve some degree of excavation for infiltration trenches, light poles, bollards, pavement repairs, swales, sidewalk repairs, area drainage, tree planting, light poles, installation of small utility vaults and installation of new gates. Archaeological services are particularly needed at historic sites such as Fort Soledad and at parks located near the shoreline.

As advised by CHA, GEDA staff recommends that the Board of Directors approve Task Order No. 6 for an amount not to exceed \$50,000 for SEARCH, Inc. to provide archaeological survey investigation and on-call field monitoring services for the Design and Construction of Scenic By-ways, Parks, Overlooks,

and Historic Sites project. Staff also recommends that the Board authorize the Administrator to execute the Task Order upon final review by Legal Counsel. Thereafter, BBMR, AG and Governor approvals is required.

After further discussion, a motion duly made by Director Mesa and seconded by Director Bordallo, to approve Task Order No. 6 for an amount not to exceed \$50,000 for SEARCH, Inc. to provide archaeological survey investigation and on-call field monitoring services for the Design and Construction of Scenic By-ways, Parks, Overlooks, and Historic Sites project. Staff also recommends that the Board authorize the Administrator to execute the Task Order upon final review by Legal Counsel. The motion was unanimously approved.

§9. The next item on the agenda was RFP 14-008 - for Professional Multi-Discipline Consulting Services for the Research, Planning and Implementation of Economic Development Initiatives and Opportunities.

Presented to the Board by Mr. Toves was at the May 2014 meeting, the Board approved the selection of Matrix Design Group to perform the services requested under RFP 14-008 for Professional Multi-Discipline Consulting Services for the Research, Planning and Implementation of Economic Development Initiatives and Opportunities. The intent of the RFP was to obtain proposals from consultants that were interested in providing a wide variety of services to GEDA and to update of the Hagåtña Restoration and Redevelopment Authority's (HRRA) Master Plan.

Since the last meeting, a negotiation team consisting of HRRA and GEDA staff has been negotiating the contractor's rates for performing services and the scope of work and fee for preparing the HRRA master plan update. Regarding the contractor's rates, we have determined that overhead, hourly, profit; GRT and escalation rates are similar to or lower than rates accepted by GEDA under previously awarded contracts.

Regarding the fee to prepare the HRRA master plan update, HRRA and GEDA staff is in the final stages of negotiating the scope of work and fee utilizing the draft contract prepared by legal counsel. The scope contains the following work tasks:

- Update the Research Report which contains detailed information regarding infrastructure serving Hagåtña;
- Update three alternative plans for presentation to the public and HRRA;
- Update the Land Use Plan;
- Establish a zoning code for Hagåtña
- Establish Design Guidelines for development in Hagåtña;
- Develop an implementation schedule;
- Implement the Hagåtña River Flood Management Plan; and

- Develop an organizational and sustainability plan for the HRRRA.

Constant public, media and stakeholder involvement are key elements in the work to be performed by Matrix. Assuming a July 1, 2014 Notice to Proceed, the draft Land Use Plan completion date is mid-October, 2014. The entire project is expected to be completed by July 2015.

Thus far, the negotiating team has been able to shave off about \$75K from the fee originally proposed by Matrix. At this time, we have not finalized the scope of work but based upon negotiations, we believe Matrix's fee will not exceed \$845k to perform the final negotiated scope of work. The MOA between GEDA and HRRRA allows reimbursement of this cost. While the master contract needs GEDA board approval, the final fee and scope have to be presented to the HRRRA Board of Commissioners for its approval.

GEDA staff recommends that the Board of Directors authorize the Administrator to execute a master contract with Matrix Design Group Inc. to carry out the services under RFP 14-008 upon final review of the contract by legal counsel. Should additional task orders under the master contract be contemplated, prior approval by the GEDA Board of Directors will be necessary.

After some discussion, a motion duly made by Director Mesa and seconded by Director Bordallo, to authorize the Administrator to execute a master contract with Matrix Design Group Inc. to carry out the services under RFP 14-008 upon final review of the contract by legal counsel. The motion was unanimously approved.

§10. The next item on the agenda was GEDA Marketing Budget Update.

Mrs. Christina Garcia presented to the Board an Allocation Request for Business Development Projects. The Business Development Division would like to request an allocation of Three Hundred Fifty Thousand Dollars to the marketing budget in support of the following initiatives:

1. China Business Office
2. Guam Economic Symposium
3. Guam Economic Strategic Plan – “Imagine Guam”
4. Local Business Development Support
5. International Business Development Initiatives with the Philippines, Taiwan and Korea
6. Support of Governors Initiatives
7. Contingency/Sponsorship

A motion duly made by Director Chiu and seconded by Director Mesa, to approve the request to allocate Three Hundred Fifty Thousand Dollars to the marketing budget. The motion was unanimously approved.

1:11:58

New Business

§11. The next item on the agenda was New Business: Congresswoman Bordallo's Solicitation for Capitol Hill reception.

Chairman Calvo informed the Board that he received a letter from Congresswoman Bordallo in her capacity as the host of the events in Washington, DC that her office organizes at Arlington National Cemetery. She wrote that she is also the honorary host of the reception on Capitol Hill hosted by the Guam Society of America. This year marks the 70th anniversary of Guam's liberation, and the Guam Society hopes that GEDA will support this year's Capitol Hill reception. GEDA's support will be instrumental to the success of this event.

The Capitol Hill reception is scheduled to take place on Monday, July 14, 2014 at 5:00 p.m. in the Cannon Caucus Room, Cannon House Office Building. The Wreath Laying Ceremony coordinated by the Congresswoman's office will take place on Friday, July 11, 2014 at 8:00 a.m. at the Tomb of the Unknowns, Arlington National Cemetery.

No Board action was required with this item.

§12. The next item on the agenda was GPA Bond Resolution.

Mr. Lester Carlson, Jr. informed the Board that this is another request for GEDA Board approval of a borrowing authorization for the Guam Power Authority. Public Law 32-140 was already passed into law; this is a \$94 Million dollar issuing to be able to provide for primarily CIPs (Capital Improvement Projects) associated with GPA continuing to update their facilities. Unlike the last resolution that was passed by the board, this is not a refunding, this is a new money issue and the timing for the sale of the bonds is probably in late August.

We look like we are on schedule for the GWA refunding or savings bond that will happen on the third or fourth week of July. That will be followed by presentation meetings to set the stage for the sale of the GPA Bond.

This resolution is also predicated on subsequent action from the CCU and PUC. Senator Ada introduced Bill No.32-356 yesterday afternoon, it has very minor technical amendments to PL 32-140. I have confirmed with Bond Counsel, the GEDA Board's approval of this resolution today, will not be affected by subsequent legislative action associated with the amendments.

After some discussion, a motion duly made by Director Bordallo and seconded by Director Chiu on the resolution approving the issuance and sale of Guam Power Authority revenue bonds and Guam Power Authority subordinate revenue bonds and approving and authorizing the execution of related documents, agreements and actions. The motion was unanimously approved.

RESOLUTION NO. 14-024

RESOLUTION APPROVING THE ISSUANCE AND SALE OF GUAM POWER AUTHORITY REVENUE BONDS AND GUAM POWER AUTHORITY SUBORDINATE REVENUE BONDS AND APPROVING AND AUTHORIZING THE EXECUTION OF RELATED DOCUMENTS, AGREEMENTS AND ACTIONS

WHEREAS, Guam Power Authority (“GPA”) has determined that there exists a need for certain additions and improvements (collectively, the “Projects”) to the island wide power system of GPA (as described in §8203 of Title 12, Guam Code Annotated), and has determined that it is in the public interest for GPA to issue bonds (the “Bonds”) pursuant to Chapter 8 of Title 12, Guam Code Annotated (§8101 et seq.), as amended (the “Act”) to finance the Projects, and for such other lawful purposes under the Act; and

WHEREAS, the Bonds may be comprised of one or more series of Guam Power Authority Revenue Bonds 2014 Series A (the “Senior Bonds”) and Guam Power Authority Subordinate Revenue Bonds 2014 Series A (the “Subordinate Bonds” and, together with the Senior Bonds, the “2014 Bonds”), issued on a federally tax-exempt or taxable basis; and

WHEREAS, pursuant to §50103(k), Title 12, Guam Code Annotated, public corporations of the Government of Guam shall issue bonds and other obligations only by means of and through the agency of the Guam Economic Development Authority (“GEDA”); and

WHEREAS, GPA has requested that GEDA approve the issuance and sale of the 2014 Bonds; and

WHEREAS, this Board of Directors has determined that it is in the public interest for GPA to sell the 2014 Bonds for the purpose of

financing the Projects and for such other lawful purposes under the Act; and

WHEREAS, this Board of Directors has previously approved a form of indenture pursuant to which bonds in one or more series (including the Senior Bonds) would be issued, and an indenture in such form, dated as of December 1, 1992, has been executed and delivered, and as amended from time to time, is now in effect; and

WHEREAS, this Board of Directors has previously approved a form of subordinate indenture pursuant to which bonds in one or more series (including the Subordinate Bonds) would be issued, and an indenture in such form, dated as of June 1, 2010, has been executed and delivered and is now in effect; and

WHEREAS, there have been presented to this Board of Directors a proposed substantially final form of a bond purchase agreement pursuant to which the 2014 Bonds will be sold (the "Bond Purchase Agreement") and a Preliminary Official Statement relating to the 2014 Bonds; and

WHEREAS, there have been presented to this Board of Directors proposed substantially final forms of a Sixth Supplemental Indenture pursuant to which the Senior Bonds are proposed to be issued by GPA (the "Sixth Supplemental Indenture"), a First Supplemental Subordinate Indenture pursuant to which the Subordinate Bonds are proposed to be issued by GPA (the "First Supplemental Subordinate Indenture"), a Supplemental Continuing Disclosure Agreement and a Subordinate Continuing Disclosure Agreement (collectively, the "Bond Documents");

WHEREAS, there have been presented to this Board of Directors proposed substantially final forms of a Sixth Supplemental Indenture pursuant to which the Senior Bonds are proposed to be issued by GPA (the "Sixth Supplemental Indenture"), a First Supplemental Subordinate Indenture pursuant to which the Subordinate Bonds are proposed to be issued by GPA (the "First Supplemental Subordinate Indenture"), a Supplemental Continuing Disclosure Agreement and a Subordinate Continuing Disclosure Agreement (collectively, the "Bond Documents");

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors (this "Board") of the Guam Economic Development Authority as follows:

Section 1. The issuance and sale of 2014 Bonds for the purposes herein described is hereby approved. The 2014 Bonds shall be issued in an aggregate principal amount not to exceed \$94,000,000, and shall otherwise comply with Section 8243 of Title 12 of the Guam Code

Annotated.

Section 2. The form of Bond Purchase Agreement presented to this meeting, relating to the 2014 Bonds, is hereby approved for execution and delivery by GPA and GEDA in substantially such form, with such additions, changes and modifications as (i) the Consolidated Commission on Utilities, acting as Board of Directors of GPA (the "CCU"), may approve or may authorize the Chairman or Vice-Chairman of the CCU or the General Manager (collectively, the "Designated Officers of GPA") to approve upon consultation with the Administrator or Acting Administrator of GEDA (the "Administrator") and legal counsel, such approval to be conclusively evidenced by the adoption of one or more bond resolutions by said Board and by execution and delivery of the Bond Purchase Agreement by the Designated Officers of GPA, and (ii) are approved by the Administrator upon consultation with legal counsel, such approval to be conclusively evidenced by the execution and delivery of such Bond Purchase Agreement by the Administrator or the Public Finance Division Manager of GEDA, who are hereby each authorized to execute and deliver the Bond Purchase Agreement on behalf of GEDA.

Section 3. The forms of Bond Documents presented to this meeting relating to the 2014 Bonds are hereby approved for execution and delivery by GPA in substantially such forms, with such additions, changes and modifications as the CCU may approve or may authorize the Designated Officers of GPA to approve upon consultation with the Administrator and legal counsel, such approval to be conclusively evidenced by the adoption of one or more bond resolutions by said Board and by execution and delivery of such Bond Documents on behalf of GPA by one or more Designated Officers of GPA.

Section 4. The Preliminary Official Statement in the form presented to this meeting is hereby approved, and the distribution of the Preliminary Official Statement in connection with the offering and sale of the 2014 Bonds, with such changes, omissions and insertions as shall be approved by the Designated Officers of GPA, is hereby authorized and approved. GEDA hereby approves and acknowledges the review of the Preliminary Official Statement by the Designated Officers of GPA and their certification on behalf of GPA upon appropriate authorization and delegation by the CCU, that the Preliminary Official Statement is "deemed final" as of its date, except for the omission of certain terms and pricing information permitted to be omitted therefrom pursuant to Securities and Exchange Commission Rule 15c2- 12.

GEDA further hereby approves and acknowledges the preparation of a final version of the Official Statement by the Designated Officers of GPA (such final version of the Official Statement, in the form of the

Preliminary Official Statement, with such changes, insertions and omissions as shall be approved by the Designated Officers of GPA, upon consultation with the Administrator and legal counsel, being hereinafter referred to as the "Official Statement") upon appropriate authorization and delegation by the CCU, and their execution of the Official Statement and any amendment or supplement thereto, in the name of and on behalf of GPA, and their causing the Official Statement and any such amendment or supplement to be delivered to the purchasers and distributed in connection with the sale of the 2014 Bonds.

Section 5. The Designated Officers of GPA, upon appropriate authorization and delegation by the CCU, and the Administrator are hereby authorized and directed to determine, consistent with the Act, the aggregate principal amount of Senior Bonds and Subordinate Bonds to be issued, the number of series of such 2014 Bonds, the maturity or maturities, the interest rates (such that the requirements of Section 1 hereof are met with respect to the 2014 Bonds, and such that the interest rate on the 2014 Bonds shall not exceed the limitations set forth in Section 8243 of Title 12 of the Guam Code Annotated), interest payment dates, denominations, forms, registration privileges, terms and place or places of payment, terms of redemption and other terms of each series of the 2014 Bonds.

Said Designated Officers of GPA upon appropriate authorization and delegation by the CCU, and the Administrator are hereby also expressly authorized to arrange for such bond insurance, reserve fund surety bond or other supplemental security arrangements for all or such portion of the 2014 Bonds as they may deem in the public interest, and to enter into any other agreements deemed by them to be necessary or appropriate in connection therewith.

Notwithstanding any other provision of this resolution, the 2014 Bonds and any obligations of GPA under any reimbursement or other similar agreement shall be limited obligations payable solely from the revenues and other assets of GPA pledged for such purpose and shall not be a debt or liability of the Government of Guam.

Section 6. The Administrator and the Designated Officers of GPA, upon appropriate authorization and delegation by the CCU, are hereby authorized and directed to do any and all things and to execute and deliver any and all documents, certificates and other instruments, including tax certificates which they may deem necessary or advisable in order to consummate the sale of the 2014 Bonds and otherwise to

effectuate the purposes of this resolution. Such actions may include, but are not limited to, the distribution of other information and material relating to the 2014 Bonds and the holding of any appropriate information meetings concerning the 2014 Bonds.

Section 7. All actions heretofore taken by the officers, representatives or agents of GEDA in connection with the issuance and sale of the 2014 Bonds are hereby ratified, confirmed and approved.

Section 8. The 2014 Bonds shall not be issued without the approval of the CCU and the Public Utilities Commission of Guam in accordance with the Act and Chapter 12 of Title 12, Guam Code Annotated.

Section 9. This resolution shall take effect from and after its adoption.

Reports

§13. The next item on the agenda was Reports: GRRP

Chairman Calvo informed the Board that this would be an update on the informational hearing regarding GRRP.

Acting Administrator, John Rios presented to the Board that on June 9th, he and GEDA Legal Counsel attending an informational hearing conducted by Senator Dennis Rodriguez. One of the main concerns that the senators had was whether the Board was informed about the agreement that was forwarded to them previously by Mr. Taitano, which I didn't have an answer for. Although I know that part of the mediation the Board attended.

Chairman Calvo informed Acting Administrator Rios that the Board didn't see the need to issue a resolution, the Board went through mediation and therefore did their job and now it is at the legislature.

Attorney Tom Fisher, GEDA Legal Counsel, informed the Board that now that the Memorandum of Agreement has been released, the term is, if the contract that was transmitted to the legislature is also introduced as a writer to a bill, the legislature to approve the contract, which is necessary. On the one hundred twentieth day from introduction, it would go into third reading and this law suit would be dismissed. It doesn't require that the bill pass, just that it'll be introduced. If it is never introduced, the stay will eventually be left in the law suit.

No Board action was required with this item.

Public Comments

§14. The next item on the agenda was Public comments. There were none.

Adjournment

§15. Having no further items to discuss, on motion to adjourn duly made by Director Mesa and seconded by Director Chiu, at 3:10 p.m., the meeting was adjourned.

Dated this 17th day of July, 2014



David A. John
Vice Chairman

ATTEST:



George Chiu
Secretary

Director -

