



Executive Office, City of Providence, Rhode Island

VINCENT A. CIANCI, JR.
MAYOR

June 26, 1992

The Honorable Members
The City Council of the
City of Providence
City Hall
Providence, Rhode Island 02903

Dear Honorable Members:

Pursuant to Section 302 (b) of the Providence Home Rule Charter of 1980, I am this day appointing Mayor Vincent A. Cianci, Jr. of 33 Power Street, Providence, Rhode Island 02903, as a member of the Convention Center Authority for a term expiring in June 1996. Mayor Cianci will be replacing Mr. Thomas V. Moses.

I am enclosing, for your information, the Public Law Chapter 91-37, please refer to page five (5), section 42-99-4 (d) (i).

Sincerely,

Vincent A. Cianci, Jr.
VINCENT A. CIANCI, JR.
Mayor of Providence

VAC:seb

Encl.

IN CITY COUNCIL

JUL 2 1992

READ

WHEREUPON IT IS ORDERED THAT
THE SAME BE RECEIVED.

Richard R. Clement CLERK

PD525/SUB A/5

JT COMM. LEGISLATIVE SERVICES
LAW REVISION OFFICE

STATE OF RHODE ISLAND

IN GENERAL ASSEMBLY

JANUARY SESSION, A.D. 1991

A N A C T

RELATING TO THE CONVENTION CENTER
AUTHORITY ACT

Introduced By: Representatives Fiorenzano, Batastini, Cardente,
S. Smith and McCauley

Date Introduced: January 31, 1991

Referred To: House Committee on Finance

It is enacted by the General Assembly as follows:

1 SECTION 1. Sections 42-99-3, 42-99-4, 42-99-16 42-99-6, 42-99-18
2 and 42-99-19 of the General Laws in Chapter 42-99 entitled "The Con-
3 vention Center Authority Act" are hereby amended to read as follows:

4 42-99-3. Definitions. -- The following words and terms shall
5 have the following respective meanings, unless the context clearly
6 indicates a different meaning:

7 (a) "Chief municipal officer" means:

8 (i) if the municipality is a city, its mayor, or

9 (ii) if the municipality is a town, the president of the town
10 council.

11 (b) "Convention center" means a facility used to house conven-
12 tions, trade shows, exhibitions, displays, meetings, banquets, and
13 other events, as well as facilities related thereto such as parking
14 lots and garages, connection walkways, hotels and office buildings
15 (including any retail facilities which are incidental to and located
16 within any of the foregoing); provided, however that any office build-

RHODE ISLAND STATE LIBRARY

1 ing which is not a part of or physically connected to a hotel may not
2 be financed by the issuance of bonds of the corporation.

3 (c) "Corporation" means the corporation established by this act.

4 (d) "Governor" means the governor of the state of Rhode Island.

5 (e) "Municipality" means the city or town within which the con-
6 vention center and other facilities constructed, managed, or operated
7 by the corporation is located.

8 (f) "Project" means the acquisition, construction, reconstruction,
9 tion, rehabilitation, improvement, development of, or any expenditure
10 with respect to, any real or personal property for the corporation's
11 purposes.

12 (g) "State" means the state of Rhode Island.

13 42-99-16. Tax exemption. -- (a) Any bonds, notes or other obli-
14 gations issued by the corporation under the provisions of this chap-
15 ter, their transfer, and the income therefrom (including any profits
16 made on the sale thereof), shall at all times be free from taxation by
17 the state or any political subdivision or other instrumentality of the
18 state, excepting estate taxes.

19 (b) The exercise of the powers granted by this chapter will be in
20 all respects for the benefit of the people of this state, the increase
21 of their commerce, welfare, and prosperity and for the improvement of
22 their health and living conditions and will constitute the performance
23 of an essential governmental function and the corporation shall not be
24 required to pay any real personal property taxes or assessments upon
25 or in respect of the convention center and public garage portion of
26 the project, levied by the municipality or any other political sub-
27 division of the state, provided, that the corporation shall make pay-
28 ments in lieu of real and personal property taxes and assessments to
29 the municipality and any other political subdivisions with respect to
30 the hotel, office building and retail facilities portion of the
31 project owned by the corporation and located in the municipality and
32 any other political subdivisions during such times as the corporation
33 derives revenue from the lease or operation of the same. Such pay-

1 ments in lieu of taxes shall be in such amounts as shall be agreed
2 upon by the corporation and the municipality and any other political
3 subdivisions. Failing such agreement, the amounts of such payments in
4 lieu of taxes shall be determined by the corporation using a formula
5 that shall reasonably ensure that such amounts approximate the average
6 amount of real and personal property taxes due throughout such munici-
7 pality or political subdivision with respect to facilities of a simi-
8 lar nature and size.

9 42-99-6. General powers. -- The corporation shall have power:

10 (a) To have perpetual succession.

11 (b) To sue and be sued, complain and defend, in its corporate
12 name.

13 (c) To have a corporate seal which may be altered at pleasure,
14 and to use the seal by causing it, or a facsimile thereof, to be
15 impressed or affixed or in any other manner reproduced.

16 (d) To purchase, take, receive, lease, or otherwise acquire, own,
17 hold, improve, use, and otherwise deal in and with, real or personal
18 property, or any interest therein, wherever situated.

19 (e) To sell, convey, mortgage, pledge, lease, exchange, transfer
20 and otherwise dispose of all or any part of its property and assets;
21 and such transfers or dispositions may be for nominal or other consid-
22 eration, by public or private sale, with or without public bidding,
23 notwithstanding the provisions of any other law.

24 (f) To purchase, take, receive, subscribe for, or otherwise ac-
25 quire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or
26 otherwise dispose of, and otherwise use and deal in and with, shares
27 or other interests in, or obligations of, other domestic or foreign
28 corporations, associations, partnerships or individuals, direct or
29 indirect obligations of the United States or of any other government,
30 state, territory, governmental district or municipality or of any
31 instrumentality thereof.

32 (g) To make and enter into all contracts, agreements and guaran-
33 tees and incur liabilities, borrow money at such rates of interest as

1 the corporation may determine, issue its notes, bonds, and other obli-
2 gations, and secure any of its obligations by mortgage or pledge of
3 all or any of its property, franchises, and income, necessary or inci-
4 dental to the performance of its duties and the execution of its
5 powers under this act.

6 (h) To conduct its business, carry on its operations, and have
7 offices and exercise the powers granted by this act.

8 (i) To elect or appoint officers and agents of the corporation,
9 and define their duties.

10 (j) To make and alter by-laws, not inconsistent with this chap-
11 ter.

12 (k) To make contracts with, and to receive and accept grants
13 from, the state or any political subdivision thereof, including the
14 municipality.

15 (l) The corporation shall, at all times have the power to sell,
16 convey, lease, exchange, transfer and otherwise dispose of any or all
17 property previously acquired by the corporation (which is subsequently
18 determined to be unnecessary to the project) whether acquired by the
19 exercise of the right and power of eminent domain or through nego-
20 tiation and purchase or otherwise.

21 (m) Upon any conveyance or lease by the corporation of property
22 previously acquired by the corporation, irrespective of whether such
23 property was acquired by the exercise of the right and power of emi-
24 nent domain, through negotiation and sale or otherwise, neither the
25 person or persons from whom the property was taken, any other former
26 owner or owners nor any other person or persons formerly having any
27 estate or right or interest in the property, shall have any preferred,
28 special or first right to repurchase or lease the property or any
29 other preemptive right with respect to the property.

30 (n) to enter into joint ventures with third parties for the pur-
31 pose of owning a hotel or any undivided interest in a hotel, provided
32 that the fair market value of any real or personal property contrib-
33 uted to any such joint venture by any third party shall be determined

1 by the following appraisal procedure: (1) the corporation shall secure
2 an independent appraisal of the fair market value of such contributed
3 property; (2) the third party shall secure a second independent
4 appraisal of the fair market value of such contributed property; (3)
5 following receipt of the two independent appraisals, if the corpora-
6 tion and such third party still do not agree on the fair market value
7 of such contributed property, then the two appraisers selected by the
8 parties shall select a third independent appraiser, the cost of which
9 shall be shared equally by the two parties; and (4) the determination
10 of fair market value by the third appraiser shall be binding and con-
11 clusive of such fair market value; provided, however, the final value
12 established by the third appraisal may not be greater than the amount
13 set forth in the higher of the two prior appraisal nor may it be below
14 the amount set forth in the lower of the two prior appraisals.

15 (o) to enter into an agreement with the municipality which shall
16 provide reasonable reimbursement to the municipality for certain
17 public safety services and to hold the municipality harmless for any
18 debt service incurred by the authority in connection with the Conven-
19 tion Center Project.

20 (n) (p) To have and exercise all powers necessary or convenient
21 to effect its purposes.

22 42-99-4. Creation of a corporation -- Composition -- Personnel
23 -- Compensation. -- (a) There is hereby created and established a
24 public corporation of the state, having a distinct legal existence
25 from the state and not constituting a department of the state govern-
26 ment, with such corporate powers as are set forth in this act to be
27 known as "the convention center authority", or by such other name as
28 the board of commissioners may select which appropriately identifies
29 the corporation's activities or location, to carry out the provisions
30 of this act. The corporation is hereby constituted a public instru-
31 mentality exercising public and essential governmental functions, and
32 the exercise by the corporation of the powers conferred by this act
33 shall be deemed and held to be the performance of an essential govern-

1 mental function of the state. It is the intent of the general assem-
2 bly by the passage of this chapter to incorporate a public corporation
3 and instrumentality and agency of the state for the purpose of carry-
4 ing on the activities hereinafter authorized, and to vest that corpo-
5 ration with all powers, authority, rights, privileges and titles that
6 may be necessary to enable it to accomplish those purposes. This act
7 shall be liberally construed in conformity with the purpose expressed.

8 (b) The corporation is created, established, and incorporated for
9 the following purposes: to construct, manage, and operate a convention
10 center and to acquire by purchase or otherwise land therefore.

11 (c) The convention center shall be located in one of the cities
12 or towns in the state in which the mayor (if a city) or a president of
13 the town council (if a town) thereof and the governor agree that the
14 convention center shall be located.

15 (d)(i) The powers of the corporation shall be vested in a board
16 of commissioners having nine members who shall be appointed in the
17 manner set forth herein. Forthwith upon the enactment hereof, the
18 governor and chief municipal officer (hereinafter sometimes referred
19 to as the "appointing authorities") will each appoint four commis-
20 sioners for terms ending respectively on June 30, 1988, June 30, 1990, and
21 June 30, 1991, and thereafter until their respective successors are
22 appointed and shall have qualified. Beginning on June 30, 1988, and
23 on each June 30 thereafter, the appointing authorities shall appoint
24 commissioners to succeed the commissioners whose terms are then ending
25 and to serve for terms of four years.

26 Notwithstanding the foregoing, on and after June 30, 1991 the
27 Governor shall have the power to appoint six (6) commissioners and the
28 chief municipal officer all have the power to appoint two (2) commis-
29 sioners to serve for terms of four (4) years. This change shall be
30 effected as follows:

31 On June 30, 1991 and June 30, 1992, the Governor shall appoint a
32 commissioner to succeed one commissioner, previously appointed by the
33 Governor whose term is then ending to serve terms of four (4) years.

1 On June 30, 1991 and June 30, 1992 the chief municipal officer shall
2 appoint a commissioner to succeed one commissioner, previously
3 appointed by the chief municipal officer-whose term is then ending to
4 serve terms of four (4) years. On June 30, 1993 and on June 30, 1994,
5 the Governor shall appoint both commissioners to succeed the commis-
6 sioners whose terms are then ending to serve for terms of four (4)
7 years. The appointments by the Governor are designated "Gubernatorial
8 Commissioners". The commissioners appointed by the chief municipal
9 officer whose terms expire on June 30, 1991 and June 30, 1992 are des-
10 ignated "Municipal Commissioners". ~~Each municipal commissioner shall~~
11 ~~be subject to the advice and consent of the Providence City Council.~~
12 The Governor and the chief municipal officer shall have the power to
13 appoint commissioners to succeed the gubernatorial commissioners and
14 the municipal commissioners respectively when the terms of such guber-
15 natorial commissioners and the municipal commissioners end, for a
16 period of four (4) years.

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4-12-91
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17 (ii) Forthwith upon the enactment hereof, the governor and the
18 chief municipal officer will jointly appoint a ninth commissioner who
19 will act as chairperson of the corporation and whose four year term
20 will end on June 30, 1991. ~~The authority to appoint a ninth commis-~~
21 ~~sioner who will act as chairperson will reside in the governor and the~~
22 ~~chief municipal officer jointly until the expiration of a second full~~
23 ~~four-year term on June 30, 1995.~~ On June 30, 1991, the Governor shall
24 appoint a ninth (9th) commissioner who will serve as chairperson until
25 the expiration of a second full four (4) year term on June 30, 1995.
26 Thereafter, the ninth (9th) commissioner will be appointed (for suc-
27 cessive four (4) year terms) by the Governor and the chairperson will
28 be elected from among its members by the board of commissioners.

29 (e) Any commissioner may be reappointed for successive terms. Any
30 commissioner may be removed by the appointing authority for misfeas-
31 ance, malfeasance or willful neglect of duty. Any vacancy resulting
32 from death, disability, or other failure of a commissioner to continue
33 to serve may be filled by the person given the power to make the orig-

1 inal appointment.

2 (f) The board of commissioners shall elect from among its mem-
3 bers, a vice chairperson, such other officers as they may determine,
4 including a secretary and a treasurer, and, beginning on July 1, 1995,
5 a chairperson. Meetings shall be held at the call of the chairperson
6 or whenever two (2) commissioners so request. Action by the corpora-
7 tion may be taken by the board of commissioners at any regular or spe-
8 cial meeting at which a quorum is present. Five (5) commissioners of
9 the corporation shall constitute a quorum. Any action taken by the
10 corporation under the provisions of this act shall require the affirm-
11 ative vote of not less than five (5) commissioners. No vacancy in the
12 membership of the corporation shall impair the right of a quorum to
13 exercise all the rights and perform all the duties of the corporation.

14 (g) Commissioners shall receive no compensation for the perfor-
15 mance of their duties hereunder but each commissioner shall be reim-
16 bursed for his or her reasonable expenses incurred in carrying out the
17 duties under this chapter.

18 (h) Notwithstanding the provisions of any other law, no officer
19 or employee of the state shall be deemed to have forfeited or shall
20 forfeit his or her office or employment by reason of his or her accep-
21 tance of membership of the corporation or his or her service thereto.

22 (i) The commissioners may employ an executive director who shall
23 administer, manage and direct the affairs and business of the corpora-
24 tion, subject to the policies, control and direction of the commis-
25 sioners. The commissioners may employ technical experts and such
26 other officers and agents and fix their qualification, duties and com-
27 pensation. The executive director and technical experts, officers,
28 agents, and attorneys so employed shall not be subject to the provi-
29 sions of the classified service. The commissioners may employ other
30 employees, permanent and temporary, as they deem necessary. The com-
31 missioners may delegate to one or more of the corporation's agents or
32 employees such administrative duties as they may deem proper.

33 (j) The commissioners may authorize the engagement of such other

1 person, corporation or other entity including, without limiting the
2 generally of the foregoing, any public body corporate and politic
3 located within the municipality as they may select to undertake the
4 staffing and management of the convention center (including the sched-
5 uling of events and related activities) upon such terms and for such
6 periods of time as they may deem proper.

7 (k) The secretary shall keep a record of the proceedings of the
8 corporation and shall be custodian of all books, documents and papers
9 filed with the corporation and of its minute book and seal. The
10 secretary shall have the authority to cause to be made copies of all
11 minutes and other records and documents of the corporation and to give
12 certificates under the seal of the corporation to the effect that the
13 copies are true copies and all persons dealing with the corporation
14 may rely upon the certificates.

15 (l) No part of the next earnings of the corporation shall be dis-
16 tributable to, or inure to the benefit of, any private person.

17 ~~42-99-18--Liberal-construction---~~ 42-99-19. Liberal construc-
18 tion. -- Neither this chapter nor anything herein contained is or
19 shall be construed as a restriction or limitation upon any powers
20 which the corporation might otherwise have under any laws of this
21 state, and this chapter is cumulative to any powers. This chapter
22 does and shall be construed to provide a complete, additional, and
23 alternative method of doing things authorized thereby and shall be
24 regarded as supplemental and additional to powers conferred by other
25 laws. However, the issuance of bonds, notes and other obligations of
26 the corporations under the provisions of this chapter need not comply
27 with the requirements of any other state law applicable to the issu-
28 ance of bonds, notes and other obligations and contracts for the ac-
29 quisition of land and improvements thereon and for the construction of
30 buildings and other improvements undertaken pursuant to this act need
31 not comply with the provisions of any other state law applicable to
32 contracts for the construction and acquisition of city or state owned
33 property. No proceedings, notice or approval shall be required for

1 the issuance of any bonds, notes and other obligations or any instru-
2 ment as security therefor, except as is provided in this chapter.

3 ~~42-99-19--Severability,-----~~ 42-99-20. Severability. -- The
4 provisions of this act are severable, and if any of its provisions
5 shall be held unconstitutional by any court of competent jurisdiction,
6 the decision of the court shall not affect or impair any of the
7 remaining provisions.

8 42-99-15. Dissolution. -- (a) Whenever the board of commission-
9 ers of the corporation shall be resolution determine that the purposes
10 for which the corporation was formed have been substantially fulfilled
11 and all bonds theretofore issued by the corporation have been fully
12 paid or adequate provision has been made therefor, the board of com-
13 missioners shall file a written statement in the office of the secre-
14 tary of state of the state of Rhode Island, which statement shall set
15 forth:

16 (1) That the board of commissioners of the corporation has duly
17 adopted a resolution to dissolve the corporation and that the resolu-
18 tion received the vote of the majority of the commissioners in office;

19 (2) That all debts, obligations, and liabilities of the corpora-
20 tion have been paid and discharged or that adequate provision has been
21 made therefor;

22 (3) That there are no suits pending against the corporation in
23 any court, or that adequate provision has been made for the satisfac-
24 tion of any judgment, order or decree which may be entered against it
25 in any pending suit.

26 (b) Upon the filing of a written statement as hereinbefore pro-
27 vided, the existence of the corporation shall cease and title to all
28 funds and properties owned by the corporation at that time of dissolu-
29 tion shall vest in and become the property of the state, and the
30 municipality in such proportions as the governor and the chief munici-
31 pal officer may agree. Any filing required to be made with the secre-
32 tary of state pursuant to this section may be made without the payment
33 of a filing fee.

1 SECTION 2. Title 42, Chapter 99 entitled "Convention Center
2 Authority" is hereby amended by adding the following:

3 42-99-18. Minority business enterprise participation. -- The
4 corporation shall carry out and comply with policy of the state to
5 support the fullest possible participation of firms owned and con-
6 trolled by minorities and women (M.B.E.) in all its programs, con-
7 tracts and purchase of goods and services in accordance with state

"law (Title 37, Chapter 14.1 and "Regulations Governing Participation
by Minority Business Enterprises in State Funded and Directed Public
Construction Projects, Construction Contracts and Procurement Con-
tracts for Goods and Services").

Further, the authority shall adopt and make a good faith effort
to implement minimum utilization goals of twenty percent (20%) for
MBE's to function as retail vendors, concession owner/operators and
contractors within the completed convention center and its affiliated
entities."

"SECTION 3. Title 42, Chapter 99 entitled "Convention Center
Authority" is hereby amended by adding thereto the following:

42-99-21. Affirmative employment opportunities. -- The authority
shall adopt workforce employment goals for the operation of the con-
vention center and its affiliated entities which considers the racial
composition of the city of Providence as determined by the most recent
national census data."

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amendment
4-12-91*

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amendment
4-12-91
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AS AMENDED

8 ~~Law. (Title 37, Chapter 41-1 Minority Business Enterprise)~~

9 SECTION ⁴~~3~~ This act shall take effect upon passage.

AS AMENDED

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EXPLANATION
BY THE LEGISLATIVE COUNCIL
OF
AN ACT
RELATING TO THE CONVENTION CENTER
AUTHORITY ACT

- 1 This act creates a Convention Center Authority with general
- 2 powers for the purpose of building and operation of a Convention
- 3 Center.
- 4 This act would take effect upon passage.

PD525/SUB A/5

PUBLIC LAWS
CHAPTER

81-37

JF COMM. LEGISLATIVE SERVICES
LAW REVISION OFFICE

91 -- H 5452
SUBSTITUTE A
AS AMENDED

A N A C T

RELATING TO THE CONVENTION CENTER
AUTHORITY ACT

Presented by

EXECUTIVE DEPARTMENT,
Received MAY 31 1991
APPROVED
MAY 31 1991
[Signature]
GOVERNOR

IN SENATE 5-23-91
THE COMMITTEE ON CORPORATIONS
RECOMMENDS H-5452
IN CONCURRENCE
[Signature]
FOR THE COMMITTEE

IN THE SENATE MAY 29 1991
[Signature]
Ordered to be placed
upon the CALENDAR Reading Clerk

IN THE SENATE MAY 30 1991
[Signature]
Read and PASSED
IN CONCURRENCE Reading Clerk
AS AMENDED

READ AND PASSED IN CONCURRENCE
TRANSMITTED TO THE GOVERNOR
MAY 31 1991
[Signature]
SECRETARY OF STATE

HOUSE OF REPRESENTATIVES
APR 5 1991
THE COMMITTEE ON FINANCE
RECOMMEND THE PASSAGE
OF THE BILL MARKED SUBSTITUTE
AND INDEFINITE POSTPONEMENT
OF THE ORIGINAL BILL.
H-5452
[Signature]
FOR THE COMMITTEE

APR 19 1991
Ordered to be placed upon the
CALENDAR
[Signature]
Clerk

HOUSE OF REPRESENTATIVES
APR 12 1991
READ AND PASSED AS AMENDED
[Signature]
Clerk

IN THE SENATE APR 23 1991
Read and referred to
the Committee on
CORPORATIONS
[Signature]
Reading Clerk

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H-11-91
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STATE OF RHODE ISLAND

IN GENERAL ASSEMBLY

JANUARY SESSION, A.D. 1991

FLOOR AMENDMENT

TO

91 -- H-5452 SUBSTITUTE A

AN ACT RELATING TO THE CONVENTION CENTER AUTHORITY ACT

Mr. Speaker:

I hereby move to amend 91 -- H-5452 SUBSTITUTE A, entitled "AN ACT RELATING TO THE CONVENTION CENTER AUTHORITY ACT," as follows:

On page 11 by deleting the language contained in line 8 and substituting the following language:

"law (Title 37, Chapter 14.1 and "Regulations Governing Participation by Minority Business Enterprises in State Funded and Directed Public Construction Projects, Construction Contracts and Procurement Contracts for Goods and Services").

"Further, the authority shall adopt and make a good faith effort to implement minimum utilization goals of twenty percent (20%) for MBE's to function as retail vendors, concession owner/operators and contractors within the completed convention center and its affiliated entities."

On page 11 by adding the following section immediately following line 8.

"SECTION 3. Title 42, Chapter 99 entitled "Convention Center Authority" is hereby amended by adding thereto the following:

42-99-21. Affirmative employment opportunities. -- The authority shall adopt workforce employment goals for the operation of the convention center and its affiliated entities which considers the racial composition of the city of Providence as determined by the most recent national census data."

On page 11 line 9 by deleting the numeral "3" and substituting
the numeral "4" in place thereof.

Respectfully submitted,


Rep. Frank J. Fiorenzano

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H-12-91

STATE OF RHODE ISLAND

IN GENERAL ASSEMBLY

JANUARY SESSION, A.D. 1991

FLOOR AMENDMENT

TO

91 -- H-5452 SUBSTITUTE A

AN ACT RELATING TO THE CONVENTION CENTER AUTHORITY ACT

Mr. Speaker:

I hereby move to amend 91 -- H-5452 SUBSTITUTE A, entitled "AN ACT RELATING TO THE CONVENTION CENTER AUTHORITY ACT," as follows:

On page 7, line 10 immediately after the words "Municipal Commissioners", delete the following sentence "Each municipal commissioner shall be subject to the advise and consent of the Providence city council."

Respectfully submitted,


Rep. Armand Batastini

ES892
