

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

February 16, 2017

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 February 16, 2017 at the hour of 1:36PM at the Guam Economic Development Authority conference room, Fifth Floor Suite 511, ITC Building, Tamuning, Guam. The meeting was called to order by Chairman Edward J. Calvo to consider several items on the agenda.

Attendance and Quorum

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

<i>Directors:</i>	<i>Offices or Positions:</i>
Edward J. Calvo	Chairman
David John	Vice Chairman
Vera Wu	Secretary
George Chiu	Director
Ernesto Espaldon Jr	Director
Monte Mesa	Director
Jay Rojas	Administrator
Mana Silva Taijeron	Deputy Administrator

Also present were:

Senator Regine Biscoe Lee	Guam Legislature
James Servino	Guam Legislature – Office of Senator Regine Biscoe Lee
Lara Ozaki	Glimpses Publications
Nicole Santos	Guam Legislature
Thomas Herslet	GEDA Lease Holder
Joe Santos	HRRA, DCA
Tina Garcia	GEDA
Claire Cruz	GEDA
Ed Camacho	GEDA
Larry Toves	GEDA
Yong Pak	GEDA
Mike Cruz	GEDA
Mary Camacho	GEDA
Tria Paulino	GEDA
Jha'Aunie Leon Guerrero	GEDA
Dong Choe	GEDA
Tony Arriola	GEDA
Gloria Molo	GEDA
Angelene Guzman	GEDA
Terry Brooks	Legal Counsel – Brooks Concepcion Law, PC

Approval of Agenda

§3. The first item considered was approval of the agenda. The motion was made by Director Espaldon and seconded by Vice Chairman John. The motion was unanimously approved.

Approval of Minutes

§4. Approval of minutes from the January 2016 board meeting was next on the agenda for consideration. Motion to approve the minutes was made by Vice Chairman John and seconded by Director Mesa. The motion was unanimously approved.

Communications

§5. The next item on the agenda was Communications. Administrator, Jay Rojas spoke about the Bloomberg article on Guam's borrowing, the launch of GEDA's new website and overall branding. Administrator Rojas also mentioned that Governor Calvo would be signing an executive order for GEDA to oversee the Chamorro Village.

Old Business

§6. The next item on the agenda was Old Business. There were none.

New Business

§7. The next item on the agenda was New Business. The first item was the Memorandum of Agreement between the Office of the Governor and GEDA, presented by Real Property Division Manager, Larry Toves:

**SECOND AMENDMENT TO THE
MEMORANDUM OF AGREEMENT
BETWEEN THE OFFICE OF THE GOVERNOR OF GUAM
AND THE
GUAM ECONOMIC DEVELOPMENT AUTHORITY**

THIS SECOND AMENDMENT ("Second Amendment") to the MEMORANDUM OF AGREEMENT BETWEEN THE OFFICE OF THE GOVERNOR OF GUAM ('OOGG') AND THE GUAM ECONOMIC DEVELOPMENT AUTHORITY ("GEDA") is entered into by and between the OOGG and GEDA, a Guam public corporation.

RECITALS

WHEREAS, the OOGG and GEDA entered into a Memorandum of Agreement ("MOA"), which was approved by the Governor on June 15, 2011; and

WHEREAS, Amendment No. 1 was executed on April 12, 2012 by the Governor in order to provide sufficient information to allow the Bureau of Budget and Management Research to establish accounts for the services provided under the Hot Bond program; and

WHEREAS, Amendment No. 1 included a Certification of Funds signed by the GEDA Administrator indicating that the \$434,700.00 allocated under Amendment No. 1 covered "a three year period"; and

WHEREAS, GEDA has expended a significant amount of its own limited resources in furtherance of the Hot Bond program after the initial three year period, which was not intended nor desired by the Office of the Governor or GEDA; and

WHEREAS, GEDA has incurred legitimate expenses that must be reimbursed in the interest of allowing GEDA to continue to carry out its mission of growing Guam's economy.

WHEREAS, the estimated completion date of all Hot Bond projects for the purposes of this MOU is December 31, 2017;

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the parties mutually agree as follows:

1. Section 4(a) of the MOA as amended, is further amended by adding \$682,000 to the \$434,700 allocated under Amendment No. 1 to cover GEDA costs for the period from April 12, 2015 to the estimated completion date of December 31, 2017.
2. Upon mutual agreement, additional fees may be allowed should completion of all aspects of Hot Bond program and projects extend beyond December 31, 2017.
3. In all other respects the terms and conditions of the MOA shall remain in full force and effect.

IN WITNESS WHEREOF, the parties have executed this SECOND AMENDMENT TO THE MEMORANDUM OF AGREEMENT, on the date indicated below.

GUAM ECONOMIC DEVELOPMENT AUTHORITY

By: _____ Date: _____

JAY ROJAS

Administrator

CERTIFIED FUNDS AVAILABLE:

GUAM ECONOMIC DEVELOPMENT AUTHORITY

By: _____

BERNICE TORRES

Certifying Officer

Source: Hotel Occupancy Revenue Bonds, Series 2011A

Acct. No. _____

Amount: \$682,000.00

Date: _____

BUREAU OF BUDGET MANAGEMENT AND RESEARCH

By: _____

JOSE CALVO

Director

Date: _____

Approved as to Legality and Form

Office of the Attorney General:

By: _____ Date: _____

ELIZABETH BARRETT-ANDERSON

Attorney General of Guam

Approved by:

_____ Date: _____

EDDIE BAZA CALVO

Governor of Guam

The motion to approve was made by Director Espaldon and seconded by Director Chiu. The motion was unanimously approved.

The next item was the Memorandum of Understanding between HRRA & GEDA also presented to the board by Real Property Division Manager, Larry Toves:

February 16, 2017

To: GEDA Board of Directors

From: Administrator

RE: Memorandum of Understanding Between the Hagatna Restoration and Redevelopment Authority and GEDA

BACKGROUND:

In 1997, Public Law 24-110 created the Hagatna Restoration and Redevelopment Authority (HRRA), vesting it with the mission to revitalize, promote, preserve and protect the heritage and economic vitality of the City of Hagatna. Governor Calvo's vision is to "realize the decades-old dream to rebuild our capital city to the social, cultural, economic and political center of activity it once was." HRRA's mission complements GEDA's mission and as a result, HRRA requested GEDA support in carrying out its mission.

ANALYSIS:

Under the HOT bond program, GEDA has and is carrying out a number of projects in the Hagatna area with the assistance from HRRA, the Department of Chamorro Affairs, the Department of Parks and Recreation and other agencies. These projects include:

- The Guam and Chamorro Educational Facility (Museum)
- The Plaza de Espana;
- Crosswalk between Skinner Plaza and Chamorro Village;
- The Guam Congress Building (through the Guam Preservation Trust); and
- The Hagatna Pool and Tennis Courts.

To further assist HRRA, a Memorandum of Understanding which was approved by both the HRRA and GEDA Boards in March 2014, allocated \$1 Million in GEDA funding for completion of the master plan and related projects. A Request for Proposals was advertised and GEDA with HRRA consent, executed a contract with Matrix Design Group for \$844,732 to complete the Hagatna Master Plan using \$200K in Hot Bond funding as allowed under the Hot Bond law plus \$644,732 in GEDA funding. HRRA has also requested additional funding to complete the plan. However, at the time the MOU was executed, approval from the Attorney General and the Governor were deemed unnecessary as both agencies were believed to be autonomous agencies. Subsequent information has revealed that signatures from the AG and Governor are needed on the MOU.

RECOMMENDATION:

GEDA staff recommends that the Board of Directors re-authorize the Administrator to execute the Memorandum of Understanding between HRRA and GEDA which allocates \$1 Million in GEDA funding for Hagatna master plan projects. Thereafter, approval from the HRRA Board, the Attorney General and the Governor would be obtained.

() Approved

() Disapproved

EDWARD J. CALVO
Chairman of the Board

Chairman, EJ Calvo recused himself from the voting because of conflict of interest. The motion to approve the MOU was made by Director Wu and seconded by Director Mesa. The motion was unanimously approved.

Reports

§8. The next item on the agenda was Reports. No board approval was needed.

Public Comments


§9. The next item on the agenda was Public comments.

Mr. Joe Santos of HRRRA/DCA made a short presentation on the Hagatna Masterplan and showed a short video of the Hagatna Restoration plan. Senator Regine Biscoe Lee introduced herself to the board, gave her contact information and expressed her excitement to be working with GEDA.

Adjournment

§10. Having no further items to discuss, on motion to adjourn duly made by Director Chiu and seconded by Director Espaldon at 2:17PM, the meeting was adjourned.

Dated this 30th day of March, 2017



David John, Vice Chairman

ATTEST:



Vera Wu
Secretary