

RHODE ISLAND RESOURCE RECOVERY CORPORATION
Governance Subcommittee Meeting
Wednesday, December 16, 2015
8:00 A.M.
65 Shun Pike
Johnston, Rhode Island 02919

In Attendance

Joe White, Subcommittee Chair
Geri Ann DiPaolo
Jared Rhodes
Michael OConnell, Executive Director
Gary Maddocks, Chief of Security
Chris Jocelyn, HR Director
Nancy Minson, HR Coordinator
Ron Ronzio, Allied Court Reporter

The meeting was called to order at 8:01 A.M. followed by the Pledge of Allegiance.

Motion to approve meeting minutes from 4/29/15 made by Commissioner DiPaolo. Seconded by Commissioner Rhodes. Passed 3-0.

Motion to approve meeting minutes from 8/19/15 made by Commissioner DiPaolo. Seconded by Commissioner Rhodes. Passed 3-0.

Chris Jocelyn reported that the last ethics training was held in February 2015. Due to inclement weather the only attendees were Commissioners Sabitoni, Pezzullo, Kirkman, and Rhodes. We have yet to reschedule make-ups for the remaining Commissioners. Commissioner White suggested we come up with two dates that work for the presenter, Jason Grammitt. Gary Maddocks will contact Grammitt.

Commissioner White had several suggestions for the governance subcommittee to consider:

- Invite a guest speaker to a subcommittee meeting to review corporate governance tools and considerations;
- Members to receive subscriptions to journals or magazines that relate to corporate governance, paid for by the Corporation;
- Design a board self-assessment survey to help commissioners to reflect on their own involvement in the organization and it in turn helps the organization craft better practices for the upcoming year in terms of getting the board involved; and
- Devote a meeting to review of cyber security issues and policies.

OConnell stated that Resource Recovery already does a lot when it comes to cyber security. However, it would be worth updating the board

on what the policies are, and the board can offer feedback and make additional suggestions.

OConnell stated that there are a number of board members whose term will be expiring in 2016 and 2017. OConnell will ask Chairman Sabitoni to poll the board members to see whose term is coming up in June and to solicit the feedback on whether they want to be restated for another term. Commissioner Rhodes will provide OConnell with the contact person for the Governor's Office who is handling all the appointments.

Motion to adjourn made by Commissioner Rhodes. Seconded by Commissioner DiPaolo. Passed 3-0.

The meeting adjourned at 8:32 A.M.