



**BOARD OF TRUSTEES MEETING
OF
THURSDAY, FEBRUARY 28, 2013**

MINUTES

The Board of Trustees of the Rhode Island Interlocal Risk Management Trust, Inc. (The Trust) convened a meeting on Thursday, February 28, 2013 at The Trust Offices, 501 Wampanoag Trail, Suite 301, East Providence, Rhode Island.

Chairman Alfred called the meeting to order at approximately 10:35 A.M.

1. ROLL CALL

Trustees Present

Stephen Alfred, Town of South Kingstown
John Ambrogi, Newport Public Schools
Scott Avedisian, City of Warwick
Daniel Beardsley (*ex officio*), Rhode Island League of Cities and Towns
Jeffrey Ceasrine, Town of Narragansett
Peter DeAngelis, Town of Barrington
David Faucher, Town of Portsmouth
Robert Hicks, New Shoreham School Department
Thomas Hoover, Town of Coventry
Bruce Keiser, Town of Jamestown
Lori Miller, Lincoln Public Schools
John Mainville, Town of Burrillville
Michael Petrarca, Central Falls School District
Melinda Thies, Bristol Warren Regional School District

Trustees Absent

None

Others Present

Thomas Dwyer, Trust President and Executive Director (departed during a portion of the Executive Session)
Ian Ridlon, Trust General Counsel and Director of Legal Services

2. Approval of Minutes of the Board Meeting of February 7, 2013

On a motion made by Trustee Petrarca, seconded by Trustee Avedisian, the Board voted to approve the Minutes of the Board meeting of February 7, 2013.

<u>Trustee</u>	<u>Vote</u>	<u>Trustee</u>	<u>Vote</u>
Stephen Alfred	aye	Thomas Hoover	aye
Jack Ambrogi	aye	Bruce Keiser	aye
Scott Avedisian	aye	John Mainville	aye

Jeffry Ceasrine	aye	Lori Miller	aye
Peter DeAngelis	aye	Michael Petrarca	aye
David Faucher	aye	Melinda Thies	aye
Robert Hicks	aye		

3.a Employee Performance Review

Chairman Alfred noted for the record that Mr. Dwyer had been provided notice, pursuant to Rhode Island General Laws §42-46-5(a)(1), that he had the right to require that discussion of his employment status be held in open session as opposed to closed session.

Notice of Intent to Seek to Convene into Executive Session

On a motion made by Trustee Avedisian, seconded by Trustee Ceasrine, the Board, after a unanimous roll call vote, convened into Executive Session pursuant to the Rhode Island Open Meetings Act, Rhode Island General Laws §42-46-5(a)(1), to review the job performance, character, or physical or mental health of an employee, and related employment matters.

<u>Trustee</u>	<u>Vote</u>	<u>Trustee</u>	<u>Vote</u>
Stephen Alfred	aye	Thomas Hoover	aye
Jack Ambrogi	aye	Bruce Keiser	aye
Scott Avedisian	aye	John Mainville	aye
Jeffry Ceasrine	aye	Lori Miller	aye
Peter DeAngelis	aye	Michael Petrarca	aye
David Faucher	aye	Melinda Thies	aye
Robert Hicks	aye		

Motion to Return to Open Session

On a motion by Trustee Avedisian, seconded by Trustee Petrarca, the Board voted as follows to conclude the Executive Session and resume the public meeting:

<u>Trustee</u>	<u>Vote</u>	<u>Trustee</u>	<u>Vote</u>
Stephen Alfred	aye	Thomas Hoover	aye
Jack Ambrogi	aye	Bruce Keiser	aye
Scott Avedisian	aye	John Mainville	aye
Jeffry Ceasrine	aye	Lori Miller	aye
Peter DeAngelis	aye	Michael Petrarca	aye
David Faucher	aye	Melinda Thies	aye
Robert Hicks	aye		

Motion to Seal Minutes of the Executive Session

On a motion by Trustee DeAngelis, seconded by Trustee Ceasrine, the Board voted as follows to seal the Minutes of the Executive Session until such time as the matters taken up had been resolved:

<u>Trustee</u>	<u>Vote</u>	<u>Trustee</u>	<u>Vote</u>
Stephen Alfred	aye	Thomas Hoover	aye
Jack Ambrogi	aye	Bruce Keiser	aye
Scott Avedisian	aye	John Mainville	aye
Jeffry Ceasrine	aye	Lori Miller	aye
Peter DeAngelis	aye	Michael Petrarca	aye
David Faucher	aye	Melinda Thies	aye
Robert Hicks	aye		

(Mr. Dwyer returned to the meeting at this point)

Motion to Extend Authority to Enter Into Contract

On a motion made by Trustee Hicks, seconded by Trustee Keiser, the Board voted unanimously to accept the recommendation of the Management Committee relative to the proposed Amendment to Mr. Dwyer's Employment Agreement, and further to authorize the Management Committee, through its Chairman, to execute the Amendment to the Employment Agreement on behalf of the Board and The Trust.

<u>Trustee</u>	<u>Vote</u>	<u>Trustee</u>	<u>Vote</u>
Stephen Alfred	aye	Thomas Hoover	aye
Jack Ambrogi	aye	Bruce Keiser	aye
Scott Avedisian	aye	John Mainville	aye
Jeffry Ceasrine	aye	Lori Miller	aye
Peter DeAngelis	aye	Michael Petrarca	aye
David Faucher	aye	Melinda Thies	aye
Robert Hicks	aye		

Chairman Alfred informed the Trustees that, in light of the day's actions, the Management Committee would schedule a meeting in the near future to begin the recruitment process for the new Executive Director. He also advised the Trustees that if any of them had an interest in participating in the process on a going forward basis, they should make the Management Committee aware of that.

4. Adjournment

On a motion made by Trustee Avedisian, seconded by Trustee Ambrogi, the Board voted unanimously to adjourn the meeting.

<u>Trustee</u>	<u>Vote</u>	<u>Trustee</u>	<u>Vote</u>
Stephen Alfred	aye	Thomas Hoover	aye
Jack Ambrogi	aye	Bruce Keiser	aye
Scott Avedisian	aye	John Mainville	aye
Jeffry Ceasrine	aye	Lori Miller	aye
Peter DeAngelis	aye	Michael Petrarca	aye
David Faucher	aye	Melinda Thies	aye
Robert Hicks	aye		

The meeting then stood adjourned at approximately 12:40 P.M.

Respectfully Submitted,

A handwritten signature in black ink, appearing to be 'Ian C. Ridlon', written in a cursive style.

Ian C. Ridlon
Corporate Secretary