

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

COMPENSATION COMMITTEE

THURSDAY, MAY 4, 2006

1:00 P.M.

**IN THE MARY BRENNAN BOARD ROOM, T. F. GREEN AIRPORT
WARWICK, RHODE ISLAND**

The meeting of the Rhode Island Airport Corporation (“Corporation”) Compensation Committee was called to order by Chairman, Robert Sangster at 1:00 p.m. in the Mary Brennan Board Room, T. F. Green Airport, Warwick, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.

COMMITTEE MEMBERS PRESENT: Robert Sangster; James Forte; Joseph Cianciolo.

ALSO PRESENT: Mark P. Brewer, A.A.E. President and CEO; Brian C. Schattle; Senior Vice President of Finance and Administration and CFO; Marci A. Greenberger, Senior Vice President of Operations and Maintenance; Peter A. Frazier, Chief Legal Counsel; Doug Dansereau, Chief Auditor and Financial Analyst; Mel Einhorn, Chief Human Resources Officer; and those individuals listed on the attendance sheet attached hereto.

1. Approval of the Minutes:

A motion was made by Mr. Forte to approve the minutes of the Compensation Committee Meeting of February 10, 2006. Mr. Cianciolo seconded the motion. The motion was passed unanimously.

2. Report from Chair, Compensation Committee:

(a) Update on Non-Union Compensation and Bonus Plan.

(b) Update on Corporate Goals.

(c) Update on Job Description.

Mr. Sangster gave an overview of the proposed Non-Union Compensation and Bonus Plan explaining the overall goals, including employee fairness and good fiscal management. Mr. Sangster also provided information on goal setting and a proposed rating system. There was detailed discussion of the merits and scope of the proposed plan, including the development of individual goals in relation to the Board approved corporate goals, and the need for defined job descriptions. Further review and analysis will be undertaken at further meetings.

3. Executive Session:

(a) Discussion Related to Collective Bargaining and Potential and Pending (Slaughter and Clarke) Litigation – R.I.G.L. § 42-46-5(a)(2).

At approximately 1:40 p.m., a motion was made by Mr. Forte and seconded by Mr. Cianciolo to go into Executive Session. By the following vote, the motion was passed unanimously.

YEAS: Robert Sangster

Joseph Cianciolo

James Forte

NAYS: None

At approximately 2:09 p.m. a motion was made by Mr. Forte and seconded by Mr. Cianciolo to return to the Open Session. The motion was passed unanimously.

4. Future Meetings:

The next meeting of the Compensation Committee will be held on Wednesday, May 17, 2006 at 1:00 p.m., in the Mary Brennan Board Room, T. F. Green Airport, Warwick, Rhode Island.

5. Adjournment:

Mr. Forte moved to adjourn at approximately 2:10 p.m. Mr. Cianciolo seconded the motion. The motion was carried by acclamation.

Respectfully submitted,

**Robert Sangster, Chair
Compensation Committee of
the Rhode Island Airport Corporation**

**ATTENDANCE SHEET
RHODE ISLAND AIRPORT CORPORATION
COMPENSATION COMMITTEE
THURSDAY, MAY 4, 2006**

Steve McElroy RIAC Police Department/Local 2873

MINUTES OF THE EXECUTIVE SESSION

**OF THE RHODE ISLAND AIRPORT CORPORATION
COMPENSATION COMMITTEE
THURSDAY, MAY 4, 2006**

- 1. At approximately 1:40 p.m., a motion was made by Mr. Forte and seconded by Mr. Cianciolo to go into Executive Session. The motion was passed unanimously.**
- 2. Mr. Einhorn gave an overview of management's preparations for the negotiations on the Collective Bargaining Agreement. Discussion focused on the framework for negotiations and specific management goals.**
- 3. Mr. Frazier gave a brief overview of two pending litigation cases, Clarke and Slaughter.**

At approximately 2:09 p.m. a motion was made by Mr. Forte and seconded by Mr. Cianciolo to return to the Open Session. By the following vote, the motion was passed unanimously.

**YEAS: Robert Sangster
Joseph Cianciolo
James Forte**

NAYS: None

Respectfully submitted,

**Robert Sangster, Chair
Compensation Committee of
the Rhode Island Airport Corporation**