

The Narragansett Bay Commission
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Vincent J. Mesolella
Chairman

Raymond J. Marshall, P.E.
Executive Director



OFFICIAL MINUTES OF:

Meeting of:	Rules & Regulations Committee Meeting
Date:	December 9, 2014
Time:	10:30 a.m.

MEMBERS PRESENT:

Michele DeRoche
Vincent Mesolella, NBC Chairman
Joan Milas
Alan Nathan
Richard Worrell

MEMBERS ABSENT:

Michael DiChiro, Chairman

STAFF AND GUESTS PRESENT:

Leah Foster, NBC
Raymond Marshall, NBC Executive Director
Laurie Horridge, NBC
Linda George, Senate
Karen Musumeci, NBC
Jennifer Harrington, NBC
Deborah Samson, NBC
Karen Giebink, NBC
Thomas Uva, NBC

Gail Degnan, NBC
Cecille Antonelli, NBC
Karen Beard, US Bank
Mark Thomas, NBC
Sherri Arnold, NBC
Gail Degnan, NBC
Jamie Samons, NBC
Richard Bernier, NBC

1. Call to Order

Recognizing that a quorum was present and in the absence of Committee Chairman DiChiro, NBC Chairman Mesolella called the December 9, 2014 Rules & Regulations Committee Meeting to order at 10:42 a.m.

2. Approval of Minutes – October 28, 2014

NBC Chairman Mesolella asked for a motion to approve the October 28, 2014 Rules & Regulations Committee Meeting minutes as written. Commissioner Milas moved to approve the October 28, 2014

minutes of the Rules & Regulations Committee. Commissioner Nathan seconded the motion. The vote taken by the Rules & Regulations Committee was unanimous. The motion carries.

3. Items for Action

- A. **Review and Approval of Resolution 2014:29;** Acceptance and Approval To Serve As Confirmation That The Rhode Island Code of Ethics Has Been and Will Continue To Be Adhered To By The NBC Board of Commissioners and All NBC Employees

And

- B. **Review and Approval of Resolution 2014:30;** Acceptance and Approval of Policies on Personnel, Internal Accounting and Administrative Controls, Environmental Enforcement Fund, Employee Reimbursement and Lobbyist's Expenses

Mr. Marshall advised that on July 8, 2014, Governor Chafee signed The Quasi-Public Corporations Accountability and Transparency Act (the Act) into law. The purpose of the Act is to impose standards of accountability and transparency on quasi-public corporations and its effective date is January 1, 2015.

One of the requirements of the Act is that each quasi-public board must adopt a code of ethics applicable to each officer, director and employee of the corporation that, at a minimum, includes the standards established in Chapter 14 of Title 36 ("Code of Ethics"). The NBC Board and staff follow the Rhode Island Code of Ethics; and therefore, it is recommended that the Board recognizes that fact and approves Resolution **2014:29** which formally accepts and approves the Rhode Island Code of Ethics.

Another requirement of the Act is that each quasi-public must establish and maintain written policies and procedures for the following: Personnel, Internal Accounting and Administrative Controls, Environmental Enforcement Fund, Employee Reimbursement and Lobbyists' Expenses. The NBC already follows procedures required by the statute and NBC's Managers and Department Directors are responsible for the maintenance of the policies and procedures pertaining to their various departments.

Staff met with the Rules and Regulations Committee on October 28, 2014 to review in detail each policy noted above. Said policies are before the Board today for approval.

We have confirmed the existence of the required policies and procedures, and now ask the Board to approve Resolution **2014:30** which formally accepts and approves the following policies; Personnel, Internal Accounting and Administrative Controls, Environmental Enforcement Fund, Employee Reimbursement and Lobbyists' Expenses.

Commissioner Milas made a motion to approve Resolution 2014:29, Acceptance and Approval To Serve As Confirmation That The Rhode Island Code of Ethics Has Been and Will Continue To Be Adhered To By The NBC Board of Commissioners and All NBC Employees. Commissioner Nathan seconded the motion and the vote taken by the Rules & Regulations Committee was unanimous. The motion carries.

Commissioner Milas made a motion to approve Resolution 2014:30, Acceptance and Approval of Policies on Personnel, Internal Accounting and Administrative Controls, Environmental Enforcement Fund, Employee Reimbursement and Lobbyist's Expenses. Commissioner DeRoche seconded the motion and the vote taken by the Rules & Regulations Committee was unanimous. The motion carries.

4. Other Business

There was no other business to report.

5. Adjournment

A motion to adjourn was made by Commissioner Milas seconded by Commissioner DeRoche and the Rules & Regulations Committee meeting adjourned at 10:55 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Raymond J. Marshall". The signature is written in a cursive style with a long, sweeping tail.

Raymond J. Marshall, P.E.

Executive Director/Secretary