



OFFICIAL MINUTES OF:

Meeting of:	Ad Hoc Internal Ethics Committee
Date:	August 20, 2009
Time:	12:00 Noon

MEMBERS PRESENT

Vincent Mesoella, NBC Chairman
Michael DiChiro, Ad Hoc Internal Ethics Committee, Chairman
Robert Andrade
Richard Burroughs
Leslie Gray, III
Angelo Rotella
Leo Thompson

MEMBERS ABSENT

John MacQueen
Al Montanari
Richard Worrell

STAFF AND GUESTS PRESENT

Raymond Marshall, NBC
Laurie Horridge, NBC
Karen Musumeci, NBC
Jennifer Harrington, NBC
Joanne Maceroni, NBC
Joseph DeAngelis, Esquire, Adler Pollock & Sheehan P.C.

1. Call to Order

Noting that a quorum was present, Ad Hoc Internal Ethics Committee Chairman DiChiro called the August 20, 2009 meeting of the Ad Hoc Internal Ethics Committee to order at 12:15 p.m.

2. Approval of Minutes – April 30, 2007 Ad Hoc Internal Ethics Committee Meeting

Ad Hoc Internal Ethics Committee Chairman Michael DiChiro asked members of the Committee if they had an opportunity to review the minutes of the April 30, 2007 Ad Hoc Internal Ethics Committee meeting. Commissioner Andrade motioned to approve the minutes of the April 30, 2007 Ad Hoc Internal Ethics Committee meeting as written. Commissioner Burroughs seconded the motion and noted that the end time of the meeting was not noted in the minutes and he asked that the minutes be amended to include the end time. The vote taken by the Committee was unanimous. The motion carries.

3. Items for Discussion

A. Miscellaneous topics related to the application of NBC ethics policies

Chairman DiChiro advised that this meeting was scheduled to discuss ethics issues raised by Commissioner Gray.

Commissioner Gray requested clarification on the legal reporting structure at NBC. Laurie Horridge, Esquire, NBC's Director of Executive Affairs reviewed with the Committee members a chart she had prepared that outlines the legal reporting structure at NBC. After discussion between Ms. Horridge and the Committee members it was noted that Ms. Horridge serves as General Counsel for the Narragansett Bay Commission and that Joseph DeAngelis, Esquire is the outside legal counsel to the Board of Commissioners. Commissioner Gray acknowledged that his questions and concerns have been addressed and that this issue has been resolved. Ms. Horridge advised that the chart outlining NBC's legal reporting structure will be posted on the Board of Commissioners website.

Commissioner Gray asked for clarification regarding the filing of ethics forms. In question was the standard, if any, for the continuing disclosure of a prior business ownership on ethics statements.

BETA Engineering provided services as a subcontractor of Pare Engineering to the Narragansett Bay Commission. Raymond Marshall advised that he had been a principal of BETA Engineering approximately 17 years ago and Mr. Marshall has no continuing financial interest in BETA or any other business entity. Further, it is understood the founding owner of BETA Engineering had sold his interest in the Company several years ago. Also, it was noted that the contract with Pare Engineering was not the result of a bid situation it was a proposal for professional services. After a lengthy discussion Attorney Horridge advised the Committee that there is no requirement in the ethics code in regard to a continuing obligation for disclosure of a prior business ownership on ethics statements. Mr. Gray acknowledged that his questions and concerns have been addressed and that this issue has been resolved.

The Committee members also discussed the filing of ethics forms and the Committee Chairman advised that he will update the full Board at the September meeting.

4. Other Business

None to report.

5. Adjournment

With no further business to come before the Committee, Commissioner Thompson motioned to adjourn. Commissioner Andrade seconded the motion, and the vote take was unanimous. The meeting adjourned at 2:15 p.m.

Respectfully submitted,



Raymond J. Marshall, P.E.
Executive Director/Secretary