

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

PENSION COMMITTEE

WEDNESDAY, FEBRUARY 19, 2014

AT 3:00 P.M.

IN THE MARY BRENNAN BOARD ROOM

AT T. F. GREEN AIRPORT

2000 POST ROAD, WARWICK, RHODE ISLAND

The meeting of the Rhode Island Airport Corporation (“Corporation”) Pension Committee was called to order by Chair, Kathleen C. Hittner, M.D. at 3:00 p.m., in the Mary Brennan Board Room, T. F. Green Airport, 2000 Post Road, Warwick, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.

COMMITTEE MEMBERS PRESENT: Kathleen C. Hittner, M.D, Chair of Committee and Kelly J. Fredericks, P.E., A.A.E., President and CEO

BOARD MEMBERS PRESENT: Russell Hahn (arrived at 3:45 p.m.)

COMMITTEE MEMBER ABSENT: Jeffrey Wiggin, representing, Local 2873.

ALSO PRESENT: Sherri-Ann Penta, Human Resources Director; and those individuals listed on the attendance sheet attached hereto.

1. Approval of the Minutes:

A motion was made by Dr. Hittner and seconded by Mr. Fredericks to approve the Minutes of the Pension Committee Meeting of July 17, 2013. The motion was passed unanimously.

2. Update by Plan Administrator.

Mr. Walter introduced Ms. Denise Devarenes, a Senior Account Executive, who has been with Principal since April of 2013. Ms. Devarenes has 16 years of experience in the industry and will be handling Southern New England accounts including the Rhode Island Airport Corporation.

3. Review of Plan Presented by Investment Advisors Hooker & Holcombe:

There was a detailed overview of RIAC's pension plan, including Fourth Quarter market highlights and updates. Investment option performance results and statistics were discussed and a handout was provided to the Committee. A detailed review on the assets and fund performances were discussed.

Mr. Meizner gave a detailed performance review of several individual investment funds and their overall performance in the investment market. Mr. Meizner provided a recap of the asset report noting 50%

of the assets in the plan are invested in US Equity, 26% of the assets in the plan are invested in total equity, 24% of the assets in the plan are invested in fixed income and 24% of the assets in the plan are invested in the balanced portfolio fund. There was a discussion on RIAC employee outstanding pension plan loans and the terms and conditions of the loans.

4. Review of Employee Plan by Principal.

Mr. Walters provided an update on the Employee Education Plan and provided the Committee with a sample of the materials that are sent out to participants throughout the year. Mr. Walters reported approximately 63% of participants are utilizing the Principal website to monitor their accounts.

5. Consideration of an Action Upon Recommendations made by Investment Advisors.

Mr. Meizner discussed specific information on US Large Cap Growth funds and discussed the recommendation to reduce the current number of fund options from four to two. The funds proposed to remain in the Retirement Plan are Principal Large-Cap Growth I R5 and Neuberger Berman Guardian Instl Fund based on performance and to provide a complementary balance of funds. Mr. Frazier asked how the funds in the two outgoing investment options would be reallocated. Mr. Meizner stated the two fund options would be shut off

for new investments and investors' current funds would be transferred to Principal Large-Cap Growth. It was noted that it would take 60 days to make the changes to the fund options to allow for distribution of notices to investors.

Mr. Meizner stated he had originally planned to recommend a reduction to US Mid-Cap Growth but upon further review of performance on small cap growth has recommended there be no change made to these investment options.

Dr. Hittner noted that Mr. Wiggin was not in attendance at the meeting and would like to delay the vote until he was given an opportunity to discuss the proposed changes with the investment advisors. These proposed changes may be brought to the March Board of Director's Meeting for consideration and approval.

6. Future Meetings:

The next meeting is scheduled for Wednesday, May 21, 2014, at 3:00 p.m.; in the Mary Brennan Board Room, T. F. Green Airport, Warwick, Rhode Island.

7. Adjournment:

At approximately 3:52 p.m. a motion was made by Dr. Hittner and seconded by Mr. Fredericks to adjourn the meeting. The motion was

passed unanimously.

Respectfully submitted,

**Kathleen C. Hittner, M.D, Chair Rhode Island Airport
Corporation
Pension Committee**

**ATTENDANCE SHEET
RHODE ISLAND AIRPORT CORPORATION
PENSION COMMITTEE MEETING
WEDNESDAY, FEBRUARY 19, 2014**

NAME AFFILIATION

Peter Frazier RIAC

Brian Schattle RIAC

Liberty Luciano RIAC

Denise Devarenes Principal

Robert Walter Principal

Arthur J. Meizner Hooker & Holcomb

Roger Metzger Hooker & Holcomb

Paul Carroll Pilot

Robert Geoff New England Parking Company