

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

PRESIDENT AND CEO SELECTION COMMITTEE

FRIDAY, FEBRUARY 15, 2013, AT 5:00 P.M.

IN THE ROSATI CONFERENCE ROOM

T. F. GREEN AIRPORT

2000 POST ROAD, WARWICK, RHODE ISLAND

The meeting of the Rhode Island Airport Corporation (“Corporation”) President and CEO Selection Committee was called to order by Chair, Kathleen C. Hittner, M.D., at 5:15 p.m, in the Rosati Conference Room at 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; Deborah M. Thomas and Bradford S. Dimeo.

COMMITTEE MEMBER ABSENT: Joseph Cianciolo.

ALSO PRESENT: Kendra Beaver, Environmental Legal Counsel; Sherri-Ann Penta, Director of Human Resources; and those members listed on the attendance sheet attached hereto.

1. Approval of the Minutes of the President and CEO Selection Committee Meeting of January 22, 2013.

A motion was made by Ms. Thomas and seconded by Mr. Dimeo to approve the minutes of the President and CEO Selection Committee Meeting of January 22, 2013. The motion was passed unanimously.

2. Open Forum:

It was noted for the record that the Open Forum would be limited to 10 minutes.

Dr. Hittner asked if anyone present wanted to speak in Open Forum. No one came forward.

3. Update Related to Executive Search for New President and CEO.

Dr. Hittner stated that the Committee would discuss and rank the candidates. Dr. Hittner reported that the candidate ranking would be presented to the full Board of Director's at the next Board Meeting on February 20, 2013. Dr. Hittner reported that the Committee intends to recommend a candidate to the Board for approval at the next meeting.

4. Executive Session:

At approximately, 5:17 p.m., a motion was made by Mr. Dimeo and seconded by Ms. Thomas to go into Executive Session for the purpose of discussing the following items:

(a) Motion to Approve of Minutes of Executive Session on January 22, 2013 - R.I.G.L. § 42-46-5(a)(1); and

(b) Discussion Regarding Individual Candidates Qualifications (Job Performance and Character) - R.I.G.L. § 42-46-5(a)(1); and

(c) Motion to Approve the Minutes of the Executive Session on February 15, 2013; R.I.G.L. § 42-46-5(a)(1); and

(d) Motion to Return to Open Session.

For the record, the affected individuals were notified in writing that the Committee intended to convene in Executive Session in order to discuss their job performance, and declined to have this discussion take place in Open Session.

By the following roll call vote the motion was passed unanimously.

YEAS: Kathleen C. Hittner, M.D.

Bradford S. Dimeo

Deborah Thomas

NAYS: None

ABSTAIN: None

At approximately 5:37 p.m., a motion was made by Ms. Thomas and seconded by Mr. Dimeo to return to the Open Session. The motion was passed unanimously.

5. Post Executive Session Actions and Announcements:

(a) Motion to Seal the Minutes of the Executive Session held on February 15, 2013.

A motion was made by Ms. Thomas and seconded by Mr. Dimeo to seal the minutes of the Executive Session in accordance with R.I.G.L. § 42-46-4. By the following roll call vote the motion was passed unanimously.

YEAS: Kathleen C. Hittner, M.D.

Bradford S. Dimeo

Deborah Thomas

NAYS: None

ABSTAIN: None

(b) Report on Actions taken in Executive Session.

During the Executive Session, a motion was made by Mr. Dimeo to

approve the sealed minutes of the Executive Session held on January 22, 2013. The motion was seconded by Ms. Thomas. The motion was passed unanimously.

During the Executive Session, a motion was made by Ms. Thomas to approve the amended sealed minutes of the Executive Session held on February 15, 2013. The motion was seconded by Mr. Dimeo. The motion was passed unanimously.

(c) Vote on Ranking Candidates and Recommendation of Candidate to the Board.

Dr. Hittner reported the Selection Committee completed the candidate interviews and action was taken by the Committee to rank the candidates.

A motion was made by Mr. Dimeo and seconded by Ms. Thomas that the ranking of the candidates, as discussed by the Search Committee in Executive Session, be approved. The motion was passed unanimously.

(d) Motion to Approve the Minutes of the President and CEO Selection Committee Meeting of February 15, 2013.

A motion was made by Ms. Thomas and seconded by Mr. Dimeo to approve the minutes of the President and CEO Selection Committee

Meeting of February 15, 2013. The motion was passed unanimously.

Dr. Hittner reported that she will develop an offer package, with the assistance of RIAC Human Resources, using guidance provided by outside counsel and intends to present the selected candidate and package to the Board for approval at the February 20th Board meeting.

6. Future Meetings:

There are no further meetings scheduled.

7. Adjournment:

Mr. Dimeo moved to adjourn at approximately 5:40 p.m. The motion was seconded by Ms. Thomas. The motion was passed unanimously.

Respectfully submitted,

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

**PUBLIC ATTENDANCE SHEET
RHODE ISLAND AIRPORT CORPORATION
PRESIDENT AND CEO SELECTION COMMITTEE
FRIDAY, FEBRUARY 15, 2013**

NAME AFFILIATION

Robert Geoff New England Parking

Paul Parker Providence Journal

Michael Zarum Constituent

The minutes of the Executive Session of the President and CEO Selection Committee Meeting of February 15, 2013, have been sealed in accordance with R.I.G.L. § 42-46-4.