

RHODE ISLAND ECONOMIC DEVELOPMENT CORPORATION

MEETING OF DIRECTORS

PUBLIC SESSION

APRIL 23, 2012

The Board of Directors of the Rhode Island Economic Development Corporation (the "Corporation") met on Monday, April 23, 2012, in Public Session, beginning at 5:00 p.m., at the offices of the Rhode Island Economic Development Corporation, located at 315 Iron Horse Way, Suite 101, Providence, Rhode Island, pursuant to notice of the meeting to all Directors, and public notice of the meeting, a copy of which is attached hereto, as required by the By-Laws of the Corporation and applicable Rhode Island law.

The following Directors were present and participated throughout the meeting as indicated: Governor Lincoln D. Chafee, Ms. Helena Foulkes, Mr. Jerauld Adams, Dr. Timothy Babineau, Dr. David Dooley, Mr. Stephen Lane, Mr. George Nee, Mr. Jack Templin, Mr. Karl Wadensten, and Mr. Stanley Weiss.

Directors absent were: Mr. J.L. Singleton, Ms. Cheryl Snead and Mr. Daniel Sullivan.

Also present were: Executive Director Keith Stokes and Secretary David M. Gilden.

1. CALL TO ORDER AND OPENING REMARKS

Governor Chafee called the meeting to order at 5:07 p.m. He reported that he recently attended the ceremony for the beginning of train service to Wickford Junction. Governor Chafee noted the importance of the connection between South County and Providence and the transportation options that the MBTA connection creates. He further noted the need for an Amtrak connection from Connecticut to T.F. Green Airport, which would make the airport an even more convenient option for many passengers.

2. APPROVAL OF THE MINUTES OF THE MEETING HELD ON MARCH 26, 2012

Upon motion duly made by Mr. Adams and seconded by Mr. Wadensten, the following vote was adopted:

VOTED: To approve the Public Session Minutes of the meeting of March 26, 2012, as submitted to the Board of Directors.

Voting in favor of the foregoing were: Ms. Foulkes, Mr. Adams, Dr. Babineau, Dr. Dooley, Mr. Lane, Mr. Nee, Mr. Templin, Mr. Wadensten and Mr. Weiss.

Voting against the foregoing were: None.

3. EXECUTIVE DIRECTOR'S REPORT

A copy of the Executive Director's reported is attached hereto as **Exhibit A**. Mr. Stokes reported that Ms. Leslie Taito and the Office of Regulatory Reform are working on a "Rhode Island Ready" program that would establish 10-12 pad-ready sites located throughout the State with all permits in place for development. Mr. Stokes reported that Ms. Judy Chong, the Corporation's Managing Director of Communications, has been working with the Governor's office to have the State's key assets highlighted in national trade journals in order to gain more national exposure (see **Exhibit B**). He stated that the Corporation is continuing to host community forums in conjunction with the Governor's office. With respect to the America's Cup World Series event, Mr. Stokes reported that in preparation for the event a forum for media was hosted at Ocean Cliff and he commended Brad Reed and Paul Harden for their work in this regard. He additionally noted the capital improvements being made to Fort Adams, which will ensure that it has world class public facilities to attract various events to the venue. Mr. Stokes stated that it is a prime example of public infrastructure attracting private investment within the State.

Governor Chafee stated that the presentation and consideration of the Urban Revitalization Plan would be considered next ahead of the other items on the agenda.

4. PRESENTATION AND CONSIDERATION OF THE URBAN REVITALIZATION PLAN

Ms. Armeather Gibbs, the Corporation's Managing Director of Urban Finance and Business Development, began by thanking the Governor's office and the members of the Board who assisted in the preparation of the Urban Revitalization Plan. With the use of a PowerPoint presentation, Ms. Gibbs stated that the mission is to coordinate a community-driven program in the Main Street Corridor Districts of five of the State's distressed urban municipalities located in Providence, Pawtucket, Central Falls, Woonsocket and West Warwick (the "Districts") (see **Exhibit C**). She noted that partnering with the municipalities and private local stakeholders is of the utmost importance. Ms. Gibbs reported that Corporation staff members will be assigned to each of the Districts to help facilitate these efforts. She reported that local colleges and universities have also expressed interest in supporting the Corporation's work within the Districts. Ms. Gibbs stated that key action steps will also include strengthening programs such as the Minority/Women Owned Business Enterprise program and Rhode Island Department of Transportation's Disadvantaged Business Enterprise program, as well as coordination with technical assistance partners. She reported that, in order to assist in provide access to capital within the Districts, the Corporation will establish an Urban Business Growth Fund to provide flexible capital to small businesses and efforts

will be made to foster existing, and create new, partnerships with local financial institutions. Ms. Gibbs reported that the Corporation will continue to examine legislative opportunities relating to the Districts, such as tax credits. She introduced members of the Corporation's urban development staff, including Mr. Victor Barros, Ms. Claudia Cardozo and Ms. Denise Barge.

Governor Chafee indicated the State's willingness to be a partner in this effort and he acknowledged representatives from the Cities of Providence, Pawtucket and Central Falls, as well as the Town of West Warwick, who were present at the meeting. Mr. Adams noted his hope that the Districts can become models for other communities throughout the State. Ms. Foulkes commended Ms. Gibbs on the presentation and asked to hear reports in the future on the successes of the program and its metrics of progress. Mr. Stokes noted that the Board's endorsement of this plan marks a historic moment because the Corporation has never had a dedicated function around urban strategy and development. He further noted that this initiative is a product of the Board and the Governor's vision, as well as the leadership of the Revitalize and Rebrand Urban Core (or Main Streets) subcommittee over the past year. Governor Chafee introduced Ms. Doris De Los Santos, Director of Municipal Affairs in the Governor's office. Ms. De Los Santos expressed her enthusiasm to collaborate with the members of the Corporation, community, and municipal and state agencies on this initiative.

Upon motion duly made by Dr. Babineau and seconded by Dr. Adams, the following vote was adopted:

VOTED: That the Corporation Board of Directors hereby approves the Urban Revitalization Plan, as presented to the Board, and directs the Corporation to implement such recommendations.

Voting in favor of the foregoing were: Ms. Foulkes, Mr. Adams, Dr. Babineau, Dr. Dooley, Mr. Lane, Mr. Nee, Mr. Templin, Mr. Wadensten and Mr. Weiss.

Voting against the foregoing were: None.

5. PRESENTATION AND CONSIDERATION OF THE CORPORATION'S MARKETING AND REBRANDING JOBS PLAN

Through the use of a PowerPoint presentation (**Exhibit D**), Ms. Chong stated that the Corporation launched a new marketing concept "Knowledge Providence" in the fall of 2011, which has been a springboard for the Corporation's rebranding initiative. She reported that the Corporation has been developing a refreshed logo and tag line to give clients and the public a clearer understanding of the Corporation's purpose and services. Ms. Chong showed the Board the new Corporation logo and program logos, as well as the tag line "Where Opportunity Works". She explained that the Corporation's website will be similarly redesigned with a customer focused approach. Members of the Board commended Ms. Chong and her team for their work and Ms. Foulkes noted that they had looked at other states' websites for best practices in

crafting the plan for the Corporation's website. It was noted that it would take approximately 12 weeks to rebuild the Corporation's website and that the new website will allow the Corporation to have content management capabilities in-house, as opposed to using a third party as it currently does. Members of the Board agreed on the need to increase the traffic on the website.

Dr. Dooley noted the opportunity for the Corporation to collaborate with the Rhode Island Foundation's Rhode Island Innovation fellows, Soren Ryherd and Allan Tear, in the urban revitalization plan and the Corporation's other initiatives. Mr. Stokes and Mr. Templin agreed that there is a natural connection between the Corporation's work and the proposals of the fellows.

6. CONSIDERATION AND SELECTION OF THE CORPORATION'S INDEPENDENT AUDIT FIRM

Susan Morgan, the Corporation's Chief Financial Officer, reported that the Corporation is required to issue a request for proposals ("RFP") for an audit firm every three years. She stated that the Corporation issued an RFP and it received four responses. Braver PC, which has been the Corporation's auditor for the past six years, was the lowest responsive bid.

Upon motion duly made by Dr. Babineau and seconded by Mr. Wadensten, the following vote was adopted:

VOTED: That the Rhode Island Economic Development Corporation (the "Corporation") hereby ratifies and approves the selection of Braver PC as the Corporation's independent auditor for fiscal year 2012 through 2014.

Voting in favor of the foregoing were: Ms. Foulkes, Mr. Adams, Dr. Babineau, Dr. Dooley, Mr. Lane, Mr. Nee, Mr. Templin, Mr. Wadensten and Mr. Weiss.

Voting against the foregoing were: None.

7. CONSIDERATION OF IRS REQUIREMENT RESTATEMENT OF THE CORPORATION'S EXISTING PENSION PLAN AND TRUST

Ms. Morgan noted that Mr. Jeffrey Bauer, from The Angell Pension Group, Inc., was present at the meeting. She explained that the IRS requires the reinstatement of pension plans to incorporate legislative amendments and updates. The Corporation most recently restated its pension plan in 2003. Ms. Morgan stated that technical IRS required amendments to the pension plan are also before the Board for approval (See **Exhibit E**).

Upon motion duly made by Mr. Adams and seconded by Mr. Weiss, the following vote was adopted:

VOTED: See **Exhibit E** for text of vote.

Voting in favor of the foregoing were: Ms. Foulkes, Mr. Singleton, Mr. Adams, Dr. Babineau, Dr. Dooley, Mr. Lane, Mr. Nee, Mr. Templin, Mr. Wadensten and Mr. Weiss.

Voting against the foregoing were: None.

8. APPOINTMENT OF DIRECTORS TO THE SMALL BUSINESS LOAN FUND CORPORATION BOARD OF DIRECTORS

Mr. Stokes stated that the Board is responsible for appointing Directors to the Small Business Loan Fund Corporation Board of Directors (“SBLF Board”). He stated that the SBLF Board has historically had 5 SBLF Board members and there are currently only 3 seats filled. Mr. Stokes stated he is proposing two nominees to fill the 2 vacant SBLF Board positions. He stated that nominee Joseph Monteiro, of Navigant Credit Union, has over 27 years of experience in the banking industry, with a specialization in community economic development. Mr. Stokes stated that the second nominee, Yahaira (Jay) Placencia, of Bank of America, also has extensive experience in the banking industry and has previously served as Vice President and Business Development Officer of Fleet National Bank. He stated that both Mr. Monteiro and Ms. Placencia would bring great value to the Board.

Upon motion duly made by Mr. Nee and seconded by Mr. Lane, the following vote was adopted:

VOTED: To appoint Joseph Monteiro and Yahaira Placencia to the Small Business Loan Fund Corporation Board of Directors.

Voting in favor of the foregoing were: Ms. Foulkes, Mr. Singleton, Mr. Adams, Dr. Babineau, Dr. Dooley, Mr. Lane, Mr. Nee, Mr. Templin, Mr. Wadensten and Mr. Weiss.

Voting against the foregoing were: None.

Mr. Wadensten stated that he and the Department of Labor and Training (“DLT”) will be meeting, in May, with the software company that operates the EmployRI website and that they are looking for input from business owners to make the website more useful. He explained that the intent is to include other business leaders in the meeting who are looking to hire employees, but have had difficulty finding the right employees for the positions, and receive their input on how the website can be improved. Mr. Wadensten encouraged Board members to provide their input or encourage other business owners to contact him to participate.

There being no further business in Public Session, the meeting was adjourned at 6:05 p.m., upon motion made by Dr. Babineau and seconded by Dr. Dooley.

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David M. Gilden, Secretary