

QUONSET DEVELOPMENT CORPORATION
MEETING OF THE GOVERNANCE COMMITTEE

September 18, 2006

A meeting of the Governance Committee of the Quonset Development Corporation (the "Corporation") was held at 4:00 p.m. on Monday, September 18, 2006 at the offices of the Corporation located at 30 Enterprise Drive, North Kingstown, Rhode Island, pursuant to notice to all members of the Governance Committee and a public notice of the meeting as required by the Bylaws of the Corporation and applicable Rhode Island law.

The following directors, constituting a quorum, were present and participated throughout the meeting: John A. Patterson, Sav Rebecchi and M. Paul Sams. Also in attendance was E. Jerome Batty.

1. Called to Order.

The meeting was called to order at 4:05 p.m. by Mr. Rebecchi, Acting Chair.

2. Open Meeting Act/Conflict of Interest Summary.

The Committee discussed materials distributed by Mr. Batty which provided an outline with respect to the Open Meetings Act and Conflicts of Interest. Mr. Patterson provided Committee Members with a copy of the Rhode Island League of Cities and Towns pamphlet relating to the Open Meetings Act and Conflicts of Interest. The consensus of the Committee was that the materials prepared by the Rhode Island League of Cities and Towns should be distributed to all members of the Board subject to approval by the Committee Chair, Mr. DeCarvalho.

3. Review of Executive Session Minutes.

The Committee discussed the "release" of the Board's executive session minutes which had previously been closed to the public. It was agreed that members of the Committee would review copies of all Executive Session Minutes which are currently closed. The Committee will make a recommendation to the full Board for the release of minutes for which it is appropriate to provide public access.

The Committee also agreed that it would be appropriate for the Committee to develop a policy for the release of Executive Session Minutes and periodic review of such minutes.

4. Approval of Minutes.

Upon motion duly made by Mr. Sams and seconded by Mr. Patterson, the Committee:

VOTED: To approved the minutes of the meeting of June 17, 2006.

Voting in favor were: Mr. Patterson, Mr. Rebecchi, and Mr. Sams.

Voting against were: none.

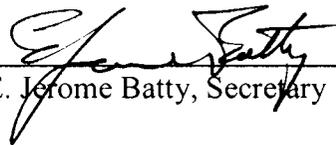
Unanimously approved.

5. Committee Executive Sessions.

Mr. Patterson questioned whether it is appropriate for a Board Member to attend an Executive Session of a Committee of which the Board Member is not a member. The Committee discussed the question and noted that it would be inappropriate if the Board Member had a conflict of interest and that the Board Member should not participate or comment during the Committee meeting unless invited to comment by members of the Committee. The Committee agreed to make a recommendation to the Board regarding this question.

There being no further business to come before the Committee, upon motion by Mr. Sams, seconded by Mr. Patterson, the meeting was adjourned at 4:50 p.m.

Respectfully submitted,


E. Jerome Batty, Secretary