

VISIT BATON ROUGE

BOARD MINUTES

April 2018

A scheduled board meeting of Visit Baton Rouge was held on Thursday, April 26, 2018 at its office located at 359 Third Street.

Present were:

Carolyn McKnight
Norman Chenevert
Mark Drennen
Flynn Foster
Ralph Ney
Donna Collins Lewis
Pastor Wesley

Absent:

Mickey Parenton
Mickey Freiberg
Scott Michelet

Present but not participating in formal actions:

Paul Arrigo, Staff
Lauralyn Maranto, Staff
Barney Doyle, Staff
Karron Alford, Staff
Stacy Simon, Staff
Philipa Blair, Staff
Geraldine Bordelon, Staff
Paulina Tavera, Staff
Lori Lasseigne, Staff
Sid Jackson
Marshall Thompson
Chuck Elkins, Legal Counsel
Amanda Strebeck, Postlethwaite & Netterville

Carolyn McKnight called the meeting to order and opened the meeting for public comment.

Paul Arrigo introduced and acknowledged all guests.

A motion was made by Norman Chenevert, seconded by Ralph Ney to approve the March 22, 2018 minutes as presented.

Motion carried.

Amanda Strebeck presented the 2017 Financial and AUP Audit.

Barney Doyle presented the Treasurer's Report and reviewed March Financial Statements.

Paul Arrigo presented the President’s Report and reviewed upcoming opportunities and events.

Mr. Arrigo referred to SportsBR’s quarterly report.

Chuck Elkins presented a brief overview regarding calculations for Mr. Arrigo’s Performance Objectives and Incentive Payment Addendum for January 1, 2017 – December 31, 2017. A motion was made by Pastor Wesley, seconded by Ralph Ney to adopt the following Resolution:

Resolution

BE IT HEREBY RESOLVED by the Board of Directors of Visit Baton Rouge (“VBR”) that the calculations displayed in connection with the “Performance Objectives and Incentive Payment Addendum for January 1, 2017 - December 31, 2017 for Paul Arrigo, President & CEO, are hereby approved of and Barney Doyle is accordingly directed and authorized to facilitate the payment to Mr. Paul Arrigo on or before May 1, 2018 of the total amount of \$11,457.00 (less any and all federal state taxes and other applicable deductions).

**PAUL ARRIGO
INCENTIVE PAYMENT CALCULATION
2017**

| | | | |
|---|---------------|--------------------|----------------------|
| 2017 Salary | \$ 171,000.00 | | |
| | | <u>Goal</u> | <u>Actual</u> |
| Performance Objective No. 1 | | | |
| Conventions Booked in room nights | | 100,000 | 69,322 |
| Room Nights Booked | 69,322 | | |
| minus the lower threshold | 97,375 | | |
| | (28,053) | | |
| Divide by difference of upper & lower thresholds | 5,125 | | |
| Applicable % not to exceed 100% | 0% | | |
| Maximum Gross Amount | \$ 5,643.00 | | |
| Amount of payment due under Objective # 1 (# of Room Nights Did Not Qualify) | | | \$ 0.00 |
| Performance Objective No. 2 | | | |
| Tax Revenue in the Bureau's taxing jurisdiction | | \$ 4,535,400 | \$ 4,744,294 |
| Actual Tax Revenue | \$ 4,744,294 | | |
| minus the lower threshold | 4,308,630 | | |
| | 226,770 | | |
| Divide by difference of upper & lower thresholds | 226,770 | | |
| Applicable % not to exceed 100% | 100.00% | | |
| Maximum Gross Amount | \$ 5,814.00 | | |

Amount of payment due under Objective # 2 \$ 5,814.00

Performance Objective No. 3

Fiscal Management (Unqualified Audit) Unqualified Unqualified

Amount of payment due under Objective # 3 \$ 5,643.00

Total Incentive Payment Due \$11,457.00

Brief discussion was held regarding closing Visit Baton Rouge’s merchant account due to lack of activity. A motion was made by Ralph Ney, seconded by Norman Chenevert to adopt the following Resolution:

Resolution

BE IT RESOLVED that, the Board of Directors of VBR (the "Board") hereby authorizes and directs Paul J. Arrigo, President/CEO, to terminate and close VBR’s Merchant Account at Chase Bank, and to transfer the final balance of such account to VBR’s Savings Account at the same Bank.

BE IT FURTHER RESOLVED that, Mr. Arrigo and any other officer, director, agent, or employee of VBR is further directed and empowered in the name of and on behalf of VBR to execute any agreement, certificate, instrument, or other document and/or to take any other action that Mr. Arrigo, in his sole discretion, deems necessary or convenient to the accomplishment of the previous resolution.

Carolyn McKnight appointed the following to the By-Law Review Committee:

Scott Michelet
Mark Drennen
Donna Collins Lewis

There being no further business, the meeting adjourned.