



**NYS Olympic Regional Development Authority
Governance Committee Meeting Minutes
September 22, 2023**

Present: Joe Martens, Acting Chair
Diane Munro
Steve Hunt
Art Lussi

Also Present: Michael Pratt, President & CEO
Michelle Crew, General Counsel

Introduction: Joe Martens called the meeting to order at 9:02 a.m. and welcomed everyone in attendance.

Joe Martens explained that the meeting was being videotaped and a link to the recording and transcript would be made available at www.orda.org.

Joe Martens then asked for a roll call, and confirmed a quorum was present.

Minutes: On a motion by Art Lussi, seconded by Diane Munro, the minutes of the Governance Committee meeting held on June 14, 2023, were approved without changes.

Discussion: Joe Martens explained that the first item on the agenda was the Amendment to the Background Check Policy and Proposed Resolution # 509.

Adam Powers, Assistant Counsel, explained that there were minor changes to the Background Check Policy that included adding additional staff to categories 1, 2, and 3, and additional language was added to Section V of the policy to clarify the inclusion of SafeSport background checks.

Joe Martens asked for a motion to recommend that the Board of Directors adopt proposed resolution #509 as presented.

On a motion by Diane Munro, seconded by Art Lussi.

4 in favor, 0 opposed, 0 abstained, the motion carries unanimously.

Joe Martens noted that the next item on the agenda was the discussion of the evaluation process for the President & CEO. Committee members discussed the evaluation process and the best process for moving forward. Committee members agreed that the next step would be to discuss the evaluation form with the full Board to receive feedback and then sit down with the President & CEO to review the form.

Joe Martens noted the next item on the agenda was Amending Approval of the Appointment of the President & CEO and Proposed Resolution # 508.

Michelle Crew explained that the amendment is to update Ashley Walden's effective date to September 14, 2023, and to include the annual salary and other compensation.

Joe Martens explained that the search committee discussed compensation and is recommending a \$195,000 starting salary with three weeks of vacation in the first year.

On a motion by Art Lussi, seconded by Diane Munro, Resolution # 508 as presented and amended to include a \$195,000 starting salary and three weeks of vacation in the first year.

4 in favor, 0 opposed, 0 abstained, the motion carries unanimously.

Chair:

Joe Martens announced that the meeting's business had concluded.

Adjournment:

On a motion by Art Lussi, seconded by Steve Hunt, the meeting of the Governance Committee was adjourned at 9:33 a.m.