

# VISIT BATON ROUGE

## BOARD MINUTES

December 10, 2020

A scheduled board meeting of Visit Baton Rouge was held on Thursday, December 10, 2020, at the Crowne Plaza, located at 4728 Constitution Ave.

### Present were:

Scott Michelet  
Mickey Freiberg  
Kim Ginn  
Claude Reynaud  
Ben Blackwell  
Norman Chenevert  
Donna Collins Lewis  
Mary Stein

### Absent were:

Adrienne Moore

### Present but not participating in formal actions:

Paul Arrigo, Staff  
Lauralyn Maranto, Staff  
Karron Alford, Staff  
Geraldine Bordelon, Staff  
Stacy Simon, Staff  
Jessica Coffing, Staff  
Chuck Elkins, Legal Counsel

Scott Michelet called the meeting to order and opened the meeting for public comment.

Scott Michelet presented the following Resolution regarding Pastor Lee Wesley:

### **RESOLUTION OF THE BOARD OF DIRECTORS OF VISIT BATON ROUGE December 10, 2020**

**NOW THEREFORE, BE IT HEREBY RESOLVED** by the Board of Directors of Visit Baton Rouge that the following statement be made as the sense of this Board and of Visit Baton Rouge:

Rev. Lee Tillman Wesley was a Visit Baton Rouge board member and long-time community leader in the Baton Rouge area. Like everything he did, he was steadfast and dedicated in his service with VBR. His quiet leadership was of great benefit to the travel and tourism industry in our area during what has been a trying period. Visit Baton Rouge has benefited greatly from his service on our Board of Directors.

Rev. Wesley's life proved that he believed Baton Rouge was a place that, while not perfect, with hard work and honest effort could be made better for both visitors and residents alike. After a successful career in politics, Mr. Wesley heard a higher calling and became Rev. Wesley. Through his ministry and community service he influenced for the better the lives of many in our area. Rev. Wesley always cared about people and worked tirelessly to close the racial divide in Baton Rouge. He was a founding member of Together Baton Rouge, Together Louisiana, and New Schools for Baton Rouge.

All of us at Visit Baton Rouge extend our condolences to Rev. Wesley's family, friends, and all the people Rev. Wesley's leadership and wise counsel have touched throughout the years. He will be greatly missed.

A motion was made by Norman Chenevert, seconded by Mary Stein to approve the October 22, 2020 minutes as presented.

Motion carried.

Paul Arrigo presented the Treasurer's Report and reviewed October financial statements.

In a public hearing, Paul Arrigo distributed and reviewed the 2021 Proposed Budget. A motion was made by Mickey Frieberg, seconded by Mary Stein to adopt the 2021 Budget as presented.

Motion carried.

Mary Stein, reporting for the Nominating Committee, presented the following as the proposed Slate of Officers for 2021:

Scott Michelet, Chairman  
Claude Reynaud, Vice Chairman  
Mary Stein, Secretary/Treasurer  
Norman Chenevert, Immediate Past Chairman

The Slate of Officers will be voted on at the January 2021 board meeting.

Scott Michelet reporting for the Personnel Committee stated that the Committee met on December 1, 2020 to review and discuss Paul Arrigo's Employment Agreement and Performance Objectives and Incentive Payment Addendum for January 1, 2021– December 31, 2021.

A motion was made by Norman Chenevert, seconded by Mary Stein to adopt the following Resolution and Exhibits attached hereto as presented.

**RESOLUTIONS OF THE BOARD OF DIRECTORS OF  
VISIT BATON ROUGE**

**December 10, 2020**

**BE IT RESOLVED** by the Board of Directors (the "Board") of Visit Baton Rouge ("VBR") that for purposes of the calendar year 2021 incentive compensation addendum (the "Incentive Addendum") to be offered to the President & CEO of VBR (the "CEO") pursuant to Paragraph 6.2 of that certain Amended and Restated Employment Agreement dated effective January 1, 2021 (the "Employment Agreement"), that if an unqualified audit of VBR's books and records is received for calendar year 2021, and all other requirements of the Incentive Addendum are complied with, a gross amount before withholdings equal to three and one-third percent (3-1/3%) of the CEO's Base Salary, as such term is defined in Paragraph 6.1 of the Employment Agreement, shall be paid to the CEO as an incentive payment.

**BE IT FURTHER RESOLVED** by the Board that the Base Salary of the President & CEO, as such term is defined in Paragraph 6.1 of the Employment Agreement, be set at the sum of One Hundred Seventy-Nine Thousand, Five Hundred and NO/100 Dollars (\$179,500.00) for the calendar year 2021.

**BE IT FURTHER RESOLVED** by the Board that the Chair of the Board be authorized and directed to execute and deliver to the President & CEO the Employment Agreement and the related Incentive Addendum reflecting the changes set forth in the prior resolutions and any other changes or modifications to such agreements that the Chair deems appropriate and in the best interest of VBR.

Motion carried.

There being no further business, the meeting adjourned.