

VISIT BATON ROUGE
Personnel Committee Minutes
November 29, 2018

A properly called and noticed meeting of the Personnel Committee (the "Committee") was held on Thursday, November 29, 2018 at 12:00 p.m. at the office of Visit Baton Rouge ("VBR") located at 359 Third Street, Baton Rouge, LA 70801. A quorum of the Committee was present and acting throughout the meeting.

Present were:

Norman Chenevert
Ralph Ney
Paul Arrigo
Lauralyn Maranto
Chuck Elkins

Norman Chenevert called the meeting to order and opened the meeting for public comment.

Chuck Elkins reviewed Paul Arrigo's proposed Amended and Restated Employment Agreement and Performance Objectives and Incentive Payment Addendum for January 1, 2019 to December 31, 2019.

After discussion of the matter by the Committee, a motion was made by Ralph Ney, seconded by Norman Chenevert to recommend to the Board of Directors at its December 13, 2018 board meeting the following resolution:

RESOLUTION OF PERSONNEL COMMITTEE OF THE BOARD OF DIRECTORS
OF
VISIT BATON ROUGE
NOVEMBER 29, 2018

BE IT RESOLVED by the Personnel Committee (the "Committee") of the Board of Directors (the "Board") of Visit Baton Rouge ("VBR") that it is the recommendation of the Committee to the Board that for purposes of the calendar year 2019 incentive compensation addendum (the "2019 Incentive Addendum") to be offered to the President & CEO of VBR pursuant to Paragraph 6.2 of that certain Amended and Restated Employment Agreement dated effective January 1, 2019 by and between VBR and its President & CEO (the "2019 Employment Agreement"):

(A) The "Room Nights Booked" goal and the lower room nights booked threshold shall be 90,000 room nights and 85,500 room nights respectively; and

(B) The "Tax Revenue" goal and the lower tax revenue threshold shall be \$5,393,500 and \$5,123,825 respectively.

BE IT FURTHER RESOLVED by the Committee that it is the recommendation of the Committee to the Board that the Chair of the Board be authorized and directed to execute and deliver to the President & CEO the 2019 Employment Agreement and the related 2019 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.

There being no further business, the meeting adjourned.