

VISIT MISSISSIPPI GULF COAST BOARD MEETING
February 28, 2019
OFFICIAL MINUTES

The Visit Mississippi Gulf Coast Board met Thursday, February 28, 2019 at 3:00 p.m. at its office located at 2350 Beach Blvd, Suite A, Biloxi, Mississippi.

Commissioners Present: Richard Chenoweth, President; Nikki Moon, Vice President; Carla Todd, Treasurer; Mary Cracchiolo, Secretary; Bill Holmes, Immediate Past President; Dan Wittmann; Danny Hansen; John Carter; Mark Henderson; Rich Westfall; Richard Marsh; Rusty David

Commissioners Present Via Phone: Clay Wagner

Staff Members Present: Milton Segarra, CEO; Anna Roy, Public/Media Relations Manager; Janice Jefferson, Director of Sales; Karen Conner, Director of Marketing; Pam Tomasovsky, Director of Finance; Zachary Holifield, Director of Leisure Business Development; Jessica Sykes, Administrative Assistant

Others Present: Hugh Keating, Legal Counsel; Advisory Members: Cami Cornfoot, Hancock County Tourism; Donna Brown, Gulf Hills Hotel and Conference Center, Mike Davis, IP Casino Resort & Spa and Sonja Gillis, Lynn Meadows Discovery Center; Myrna Green, Hancock County Tourism; Susan Perkins, Mississippi Coast Restaurant Association and Kelli Lyons, AVL.

President Chenoweth called the meeting to Order.

1. Commissioner Todd made the motion accept the agenda as presented. Seconded by Commissioner Moon, the president called the question, with the following results:

Commissioner Carter	Voted --- Yes	Commissioner Moon	Voted --- Yes
Commissioner David	Voted --- Yes	Commissioner Cracchiolo	Voted --- Yes
Commissioner Hansen	Voted --- Yes	Commissioner Todd	Voted --- Yes
Commissioner Henderson	Voted --- Yes	Commissioner Wagner	Voted --- Yes
Commissioner Holmes	Voted --- Yes	Commissioner Westfall	Voted --- Yes
Commissioner Marsh	Voted --- Yes	Commissioner Wittmann	Voted --- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

2. Commissioner Hansen made the motion to accept the minutes from the January 31, 2019 Visit Mississippi Gulf Coast Board Meeting as presented. Seconded by Commissioner Todd, the president called the question, with the following results:

Commissioner Carter	Voted --- Yes	Commissioner Moon	Voted --- Yes
Commissioner David	Voted --- Yes	Commissioner Cracchiolo	Voted --- Yes
Commissioner Hansen	Voted --- Yes	Commissioner Todd	Voted --- Yes
Commissioner Henderson	Voted --- Yes	Commissioner Wagner	Voted --- Yes
Commissioner Holmes	Voted --- Yes	Commissioner Westfall	Voted --- Yes
Commissioner Marsh	Voted --- Yes	Commissioner Wittmann	Voted --- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

3. President's Report:

- Recognized and welcomed Advisory Members and Guests
- Introduced Cami Cornfoot, appointed as new Advisory Member for Hancock County, replacing Natalie Guss

4. VMGC CEO Report:

- Milton Segarra presented Monthly Report (attached)

5. Kelli Lyons with AVL presented the Visit Mississippi Gulf Coast FY2018 Audit. The Audit was presented with no findings. Commissioner Westfall made the motion to accept the Audit as presented. Seconded by Commissioner Todd, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

6. Commissioner Todd made the motion to approve the Financial Statements as of January 31, 2019. Seconded by Commissioner Hansen, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

7. Commissioner Wagner made the motion to ratify the check/EFT disbursements totaling \$429,418.82. Seconded by Commissioner Marsh, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

8. Commissioner Hansen made the motion to ratify the expenses paid by credit card totaling \$11,320.62. Seconded by Commissioner Moon, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

9. Commissioner Marsh made the motion to approve the Group Incentive Request for the Youth Basketball of America's 2019 Girls National Championship being held June 20-23, 2019 in the amount of \$4,000 with a three-year contract contingent on reaching their room pick goals. Seconded by Commissioner Cracchiolo, the president called the question, with the following results:

Commissioner Carter	Voted --- Yes	Commissioner Moon	Voted --- Yes
Commissioner David	Voted --- Yes	Commissioner Cracchiolo	Voted --- Yes
Commissioner Hansen	Voted --- Yes	Commissioner Todd	Voted --- Yes
Commissioner Henderson	Voted --- Yes	Commissioner Wagner	Voted --- Yes
Commissioner Holmes	Voted --- Yes	Commissioner Westfall	Voted --- Yes
Commissioner Marsh	Voted --- Yes	Commissioner Wittmann	Voted --- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

10. Commissioner Carter made the motion to approve the Group Incentive Request for the 2020 Joint Conference for Alabama Water Environment Association and Alabama/Mississippi Section of the American Water Works Association being held April 2020 up to the amount of \$20,000. Seconded by Commissioner Todd, the president called the question, with the following results:

Commissioner Carter	Voted --- Yes	Commissioner Moon	Voted --- Opposed
Commissioner David	Voted --- Yes	Commissioner Cracchiolo	Voted --- Yes
Commissioner Hansen	Voted --- Yes	Commissioner Todd	Voted --- Yes
Commissioner Henderson	Voted --- Yes	Commissioner Wagner	Voted --- Yes
Commissioner Holmes	Voted --- Yes	Commissioner Westfall	Voted --- Yes
Commissioner Marsh	Voted --- Yes	Commissioner Wittmann	Voted --- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

11. Commissioner Hansen made the motion to approve the Group Incentive Request for the Southeastern Employment and Training Association's 2020 Fall Conference being held September 2020 in the amount of \$5,000. Seconded by Commissioner Holmes, the president called the question, with the following results:

Commissioner Carter	Voted --- Yes	Commissioner Moon	Voted --- Yes
Commissioner David	Voted --- Yes	Commissioner Cracchiolo	Voted --- Yes
Commissioner Hansen	Voted --- Yes	Commissioner Todd	Voted --- Yes
Commissioner Henderson	Voted --- Yes	Commissioner Wagner	Voted --- Yes
Commissioner Holmes	Voted --- Yes	Commissioner Westfall	Voted --- Yes
Commissioner Marsh	Voted --- Yes	Commissioner Wittmann	Voted --- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

12. Commissioner Westfall gave a brief recap of the Marketing Committee Meeting with Zach Holifield giving an update on Leisure Sales and Janice Jefferson giving an update on Group and Convention Sales.

13. Commissioner Cracchiolo made the motion to approve the Cox Media Terms and Conditions of a Credit Application as approved by Visit Mississippi Gulf Coast's CEO and Legal. Seconded by Commissioner Marsh, the president called the question, with the following results:

Commissioner Carter	Voted --- Yes	Commissioner Moon	Voted --- Yes
Commissioner David	Voted --- Yes	Commissioner Cracchiolo	Voted --- Yes
Commissioner Hansen	Voted --- Yes	Commissioner Todd	Voted --- Yes
Commissioner Henderson	Voted --- Yes	Commissioner Wagner	Voted --- Yes
Commissioner Holmes	Voted --- Yes	Commissioner Westfall	Voted --- Yes
Commissioner Marsh	Voted --- Yes	Commissioner Wittmann	Voted --- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

14. Commissioner Todd made the motion to approve the AVL Engagement Letter for FY2019. Seconded by Commissioner Marsh, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

15. Commissioner Henderson made the motion to approve Dukes, Dukes, Keating and Faneca, P.A. to move forward with trademark and copyright registrations for Coastal Mississippi, The Secret Coast at an hourly rate of \$175/hour. Seconded by Commissioner Moon, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

16. Public

- Myrna Green gave an update on Hancock County Tourism

17. Commissioner Hansen made the motion to enter into Closed Session to discuss the need to enter into Executive Session. Seconded by Commissioner Moon, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

18. Commissioner Hansen made the motion to reconvene from Closed Session. Seconded by Commissioner Moon, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

19. Commissioner Moon made the motion to enter into Executive Session to discuss (1) Personnel Matters to discuss job performance and the need for the new position of Director of Communications and Engagement and (2) Business Matters related to the transactions of business and discussions regarding the expansion of the tourism industry. Seconded by Commissioner Todd, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

20. Commissioner Todd made the motion to exit Executive Session and reconvene in open meeting. Seconded by Commissioner Moon, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

21. Legal Counsel stated there was no official action taken in Executive Session.

22. Commissioner Westfall made the motion to create a new position in the organizational structure of VMGC entitled Director of Communications and Engagement and to authorize the CEO to prepare a job description and salary range applicable to the position. Seconded by Commissioner Moon, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

23. Commissioner Holmes made the motion to award the Visit Mississippi Gulf Coast's CEO "Performance Based Pay" as additional compensation as allowed and, in the amount, set forth in his employment agreement based on the review of the performance goals and analysis completed by the Executive Committee and full Commission and the satisfaction and completion thereof by the CEO. Seconded by Commissioner Todd, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.

24. Reminder

- Visit Mississippi Gulf Coast- New Brand Launch
Monday, March 11, 2019 5:30pm Jones Park
- Visit Mississippi Gulf Coast Monthly Board Meeting- March
Thursday, March 28, 2019 3:00pm – 4:30pm VMGC Board Room

25. Commissioner Carter made the motion to adjourn the meeting. Seconded by Commissioner Holmes, the president called the question, with the following results:

Commissioner Carter	Voted ---- Yes	Commissioner Moon	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner Cracchiolo	Voted ---- Yes
Commissioner Hansen	Voted ---- Yes	Commissioner Todd	Voted ---- Yes
Commissioner Henderson	Voted ---- Yes	Commissioner Wagner	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Westfall	Voted ---- Yes
Commissioner Marsh	Voted ---- Yes	Commissioner Wittmann	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, the president declared the motion adopted February 28, 2019.