



**Regular Meeting of the Board of Directors  
July 13, 2021  
Minutes**

The Regular Meeting of the Board of Directors (Board) of the Las Vegas Convention and Visitors Authority (LVCVA) was held on July 13, 2021, at the Las Vegas Convention Center, 3150 Paradise Road, Las Vegas, Nevada, 89109. This meeting was properly noticed and posted in accordance with the State of Nevada Executive Department Declaration of Emergency Directives 006 and 044, dated March 22, 2020 and April 19, 2021, respectively.

**Board of Directors (Board)**

*Present unless otherwise noted*

<b>Councilman John Marz, Chair</b>	Councilwoman Pamela Goynes-Brown
<b>Ms. Marilyn Spiegel, Vice Chair</b>	Jan Jones Blackhurst..... <i>absent</i>
<b>Commissioner Jim Gibson, Secretary</b>	Mayor Kiernan McManus
<b>Mr. Anton Nikodemus, Treasurer</b>	Commissioner Michael Naft
Mr. Scott DeAngelo	Ms. Mary Beth Sewald
Mayor Pro Tem Michele Fiore..... <i>via phone</i>	Mr. Steve Thompson..... <i>via phone</i>
Mayor Carolyn Goodman	Councilman Brian Wursten

LVCVA Executive Staff present	Steve Hill, CEO/President
	Caroline Bateman, General Counsel
	Ed Finger, Chief Financial Officer
	Brian Yost, Chief Operating Officer
	Lori Nelson-Kraft, Sr. VP of Communications
	Kate Wik, Chief Marketing Officer
	Stana Subaric, Senior Vice President of People & Culture

**OPENING CEREMONIES – CALL TO ORDER**

Chairman John Marz called the meeting to order at 9:00 a.m.

Caroline Bateman, General Counsel, acknowledged that all Board members were present, except for Members Michele Fiore, Carolyn Goodman, and Jan Jones Blackhurst, who were absent. Ms. Bateman acknowledged that Member Steve Thompson was attending telephonically.

The Pledge of Allegiance was performed.

Member Fiore entered the meeting telephonically at 9:02 a.m.

Member Goodman entered the meeting at 9:05 a.m.

**COMMENTS FROM THE FLOOR BY THE PUBLIC**

There were no comments on the floor by the public.

## **APPROVAL OF AGENDA AND MINUTES**

### **APPROVAL OF THE AGENDA AND MINUTES**

**Vice Chair Marilyn Spiegel moved, and it was carried by unanimous vote of the voting members, to approve the July 13, 2021, Regular Meeting of the Board of Directors agenda, and to approve the minutes of the June 8, 2021, Regular Meeting of the Board of Directors.**

## **BOARD APPOINTMENTS**

Pursuant to NRS 244A.603(1)(g)(2), the following nominees have been submitted by the Nevada Resort Association for the term of July 1, 2021 – June 30, 2023.

***In accordance with NRS 244A.603, only elected Board Members may vote on the possible appointment of the following nominees:***

Ms. Marilyn Spiegel – Wynn Resorts Las Vegas  
Mr. Anton Nikodemus – MGM Resorts International

Chair Marz informed the Board that the Nevada Resort Association (NRA) nominated Marilyn Spiegel and Anton Nikodemus as its representatives on the LVCVA Board.

**Chair Marz moved, and it was carried by unanimous vote of the voting public elected members of the Board, to approve the NRA's appointment of Ms. Marilyn Spiegel and Mr. Anton Nikodemus to the LVCVA Board.**

Chair Marz acknowledged that Members Mary Beth Sewald and Brian Wursten would be sworn in along with Members Spiegel and Nikodemus, as they were re-appointed at the June 8, 2021 Board meeting, but unable to attend in person.

***Oath of Office was administered to the newly appointed Members of the Board, by the Honorable Judge Cristina Silva***

## **PRESENTATIONS**

### **Presentations by the LVCVA Staff**

Lori Nelson-Kraft, Senior Vice President of Communications, described the Hospitality Heroes program and shared a video introducing the Hospitality Heroes Award recipient, Samantha Frye, Pool Operations Manager at Treasure Island Resort & Casino.

Brian Yost, Chief Operating Officer, delivered a PowerPoint and video presentation on building updates including the following events held at the Las Vegas Convention Center (LVCC): Amateur Athletic Union (AAU) West Coast Championships - Jam on It Tournament; the Association of Woodworking and Furnishings Suppliers' AWFS Fair; Water Quality Association Convention & Expo; CHAMPS Tradeshow; and MINExpo.

Mr. Yost provided an update on a dedication ceremony held in honor of Taryle Spain, in which the LVCVA's Client Services building was renamed the Taryle Spain Services Building.

Kate Wik, Chief Marketing Officer, delivered a PowerPoint and video presentation on the LVCVA's marketing efforts including coverage featuring Las Vegas on CNN's Fourth in America special. Ms. Wik thanked Las Vegas Events and the Las Vegas Metropolitan Police department for ensuring smooth Fourth of July events in the destination and shared two video clips relating to Fourth of July media coverage in Las Vegas.

Ms. Wik provided an update on the "Live in Vegas" campaign and shared video advertisements related to live entertainment in Las Vegas. Ms. Wik provided information on the testing of two new Twitter features related to the campaign, including a Las Vegas brand emoji and branded reminders.

Ms. Wik provided an update on web-based marketing efforts and PR coverage regarding live entertainment.

Ms. Wik commented on the LVCVA's partnership with EXTRA TV and shared a segment regarding live entertainment in Las Vegas. Ms. Wik commented on efforts regarding the "Live in Laughlin" campaign, highlighting the return to live entertainment in Laughlin.

Ms. Wik provided information on the LVCVA's support of the Immunize Nevada events and the marketing of vaccine efforts.

Ms. Kraft highlighted communications efforts including the LVCVA's approach to pandemic recovery efforts and shared a video regarding the history and opening of the LVCVA's West Hall.

## **LVCVA STAFF REPORTS AND REQUESTED ACTIONS**

### **MARKETING DIVISION**

ITEM 1. **Worldwide Wrestling Entertainment – SummerSlam Sponsorship Agreement - Las Vegas, Nevada – August 21, 2021**

Fletch Brunelle, Vice President of Marketing, provided information on SummerSlam's anticipated attendance and estimated revenue, and requested that the Board consider authorizing the Chief Executive Officer (CEO)/President to execute a Sponsorship Agreement with Worldwide Wrestling Entertainment, Inc, in the amount of \$300,000, for the SummerSlam event on August 21, 2021 at Allegiant Stadium in Las Vegas.

Fiscal Impact

FY 2022: \$300,000 Expenditure

Member Scott DeAngelo provided a disclosure, pursuant to Chapter 281A of the Nevada Revised Statutes (NRS), under Agenda Items 1 and 3 relating to his employment by Allegiant Travel Company and Allegiant's naming rights agreement with Allegiant Stadium. He noted that the independence of judgement of a reasonable person in his situation would not be materially affected regarding the proposed sponsorships agreements by his employment with Allegiant, and he voted on the matters.

**Vice Chair Spiegel Marilyn Spiegel moved, and it was carried by unanimous vote of the voting members to authorize the CEO/President to execute a Sponsorship Agreement with Worldwide Wrestling Entertainment, Inc, in the amount of \$300,000, for the SummerSlam event on August 21, 2021 at Allegiant Stadium in Las Vegas.**

ITEM 2. **UFC International Fight Week (IFW) Sponsorship Agreement - Las Vegas, Nevada – September 2021**

Mr. Brunelle shared anticipated attendance and estimated economic impact from the event, and requested that the Board consider authorizing the CEO/President to execute a Sponsorship Agreement with the Ultimate Fighting Championship (UFC), in the amount of \$150,000, for the UFC's International Fight Week in September 2021 in Las Vegas.

Fiscal Impact

FY 2022: \$150,000 Expenditure

Treasurer Anton Nikodemus provided a disclosure, pursuant to NRS 281A, relating to his employment with MGM Resorts and the ownership of T-Mobile Arena by MGM Resorts. He noted that the independence of judgement of a reasonable person in his situation would not be affected regarding the proposed sponsorship agreement by my employment with MGM Resorts and he voted on the matter.

**Vice Chair Spiegel moved, and it was carried by unanimous vote of the voting members, to authorize the CEO/President to execute a Sponsorship Agreement with the UFC, in the amount of \$150,000, for the UFC's International Fight Week in September 2021 in Las Vegas.**

- ITEM 3. **Leagues Cup Final - Las Vegas, Nevada – September 2021 and September 2022**  
Mr. Brunelle shared anticipated attendance and estimated economic impact from the event and requested that the Board consider authorizing the CEO/President to execute a two-year Sponsorship Agreement with Soccer United Marketing, LLC, in the amount of \$750,000, for the Leagues Cup Final events in September 2021 and September 2022 at Allegiant Stadium in Las Vegas.

Fiscal Impact

FY 2022: \$375,000 Expenditure

FY 2023: \$375,000 Expenditure

**Secretary Jim Gibson moved, and it was carried by unanimous vote of the voting members, to authorize the CEO/President to execute a two-year Sponsorship Agreement with Soccer United Marketing, LLC, in the amount of \$750,000, for the Leagues Cup Final events in September 2021 and September 2022 at Allegiant Stadium in Las Vegas.**

- ITEM 4. **U.S. Travel Association's IPW 2021 Las Vegas - Las Vegas, Nevada - September 18 – 22, 2021**

Mr. Brunelle requested that the Board consider the following as they relate to the LVCVA hosting U.S. Travel Association's IPW, September 18 – 22, 2021 in Las Vegas, Nevada: 1) Approving an expenditure in the amount of \$250,000 for a sponsorship contribution towards the IPW Opening Event at Resorts World on Sunday, September 18, 2021; 2) Approving an expenditure not to exceed \$280,000 for tradeshow booth, media/press lounge, and branded Las Vegas exhibition floor designs and construction; 3) Approving discounted revenue in the amount of \$101,000 to provide IPW attendees with Monorail passes for the duration of the IPW show; 4) Approving a sponsorship contribution from Travel Nevada to the LVCVA in the amount of \$125,000 to assist the LVCVA in fulfilling its hosting duties; and 5) Authorizing the Chief Executive Officer (CEO)/President to execute the applicable contract documents.

Fiscal Impact

FY 2022: \$1,088,800 Expenditure

**Vice Chair Spiegel moved, and it was carried by unanimous vote of the voting members, to authorize the following as they relate to the LVCVA hosting U.S. Travel Association's IPW, September 18 – 22, 2021 in Las Vegas, Nevada: 1) Approving an expenditure in the amount of \$250,000 for a sponsorship contribution towards the IPW Opening Event at Resorts World on Sunday, September 18, 2021; 2) Approving an expenditure not to exceed \$280,000 for tradeshow booth, media/press lounge, and branded Las Vegas exhibition floor designs and construction; 3) Approving discounted revenue in the amount of \$101,000 to provide IPW attendees with Monorail passes for the duration of the IPW show; 4) Approving a sponsorship contribution from Travel Nevada to the LVCVA in the amount of \$125,000 to assist the LVCVA in fulfilling its hosting duties; and 5) Authorizing the CEO/President to execute the applicable contract documents.**

Mr. Hill expressed enthusiasm for the opportunities presented by Allegiant Stadium for hosting events and thanked everyone involved in bringing these events to Las Vegas.

- ITEM 5. **Advertising and Marketing Communications Agency of Record Partner Agreement – R&R Partners**

Mr. Hill acknowledged that he would be addressing Agenda Items 5, 6, and 7 at the same time, but voting for these items could be grouped or individual, dependent on the Chair's preference.

Mr. Hill provided a summary of the Marketing RFP process and its culmination with four finalists presenting at a meeting of the LVCVA's Marketing Committee. Mr. Hill described the financial impact of these items and requirements under Nevada's Open Meeting Law to give notice to the public regarding maximum expenditures. Mr. Hill then detailed the proposed fees structure as it relates to the LVCVA's marketing budget, stating the requested amounts will exceed what is approved in probable future Marketing budget, which would allow the Board to control the amount expended in Marketing through the budget approval process, without requiring re-approval of any changes within each specific contract.

Mr. Hill detailed the incorporation of language to allow the ability to shift fees by 10% in either direction, depending on media buying activities during given times. Mr. stated that contract language allows flexibility within the scopes of work of each agency but does not allow flexibility that would allow major changes to the scopes of work being proposed.

Mr. Hill stated that staff is recommending a four-year term with R&R Partners with the potential for a two-year extension in Agenda Item 5, and a two-year term with two potential two-year extensions with Grey in Agenda Item 6.

Mr. Hill thanked Ms. Wik and her staff for their work in this process and commented on the LVCVA's recommendation regarding the continuation of R&R Partners as the LVCVA's Advertising Agency of Record.

Mr. Hill described Grey Group's background and experience and commented on the LVCVA's recommendation of Grey Group as its Social Brand Agency.

Mr. Hill expressed excitement to work with both agencies.

Mr. Hill addressed Agenda Item 7, stating that R&R partners historically contracted with Heart + Mind Strategies for advertising research, and clarified the request in Agenda Item 7 is to transfer that contract from R&R to the LVCVA.

Member Fiore asked if the 10% language was within the \$662.5 million total amount for Agenda Items 5,6, and 7, to which Mr. Hill confirmed it was, and clarified that it will be controlled through the Board through the budget process, and the request would not exceed the budgeted amount approved by the Board, but would allow flexibility within both parameters of the agenda item and the Board-approved budget.

Member Goodman expressed excitement and support for Agenda Items 5, 6, and 7, and shared thoughts on the importance of social media marketing. Member Goodman reiterated the importance of transparency and clarified the Board of Directors' authority as the ultimate decision-maker for the LVCVA.

Member Sewald echoed Member Goodman's sentiments and thanked Mr. Hill and Ms. Wik for their work on this process and provided the following disclosure in relation to Agenda Item 5: "I'm employed by the Vegas Chamber where I serve as the President and CEO. In 2020, R&R Partners provided assistance to the Vegas Chamber during the Chamber's rebranding efforts and received Chamber benefits in return. The independence of judgement of a reasonable person in my situation would not be materially affected regarding the recommended Agency of Record contract with R&R Partners based on the assistance R&R provided. Therefore, with this disclosure, I will be voting on this matter."

Chair Marz thanked Ms. Wik for her work on facilitating the Marketing RFP process, and stated he would prefer to have Agenda Items 5, 6, and 7, voted on separately.

Mr. Hill requested that the Board consider the following: 1) Appointing R&R Partners (R&R) as the LVCVA's Advertising Agency of Record; 2) Authorizing the CEO/President to execute a four-year advertising and marketing communications agreement with R&R, with an optional two-year extension, in an amount not to exceed \$500 million, inclusive of R&R's services fees (Agency Compensation), content creation costs, and media purchases, which shall be capped through the LVCVA's annual budget process; and 3) Delegating authority to the CEO/President to increase the Agency Compensation up to 10% annually based on market conditions and/or the LVCVA's business needs, if the increase does not exceed budgetary approval for the fiscal year.

Fiscal Impact

FY 2022: \$75 Million  
FY 2023: \$80 Million  
FY 2024: \$84 Million  
FY 2025: \$85 Million  
FY 2026: \$87 Million  
FY 2027: \$89 Million

R&R's Scope of Work shall include: Account Management & Brand Planning; Advertising and Content Creation; Research; Public Relations; Crisis Communications; and Events and Sponsorships. As its annual Agency Compensation for performance of its Scope of Work, R&R will receive the following:

Agency Services Fee: \$6.72M  
Content Creation Services Fee: \$7.56M  
Media Services Fee: \$4.20M

The remaining annual expenditures shall be used for purchased media, content productions costs, and other pass-through "at cost" expenses.

The contract may include an annual consumer price index adjustment increase of up to 3.5%.

**Vice Chair Spiegel moved, and it was carried by unanimous vote of the voting members, to: 1) Appoint R&R Partners (R&R) as the LVCVA's Advertising Agency of Record; 2) Authorize the CEO/President to execute a four-year advertising and marketing communications agreement with R&R, with an optional two-year extension, in an amount not to exceed \$500 million, inclusive of R&R's services fees (Agency Compensation), content creation costs, and media purchases, which shall be capped through the LVCVA's annual budget process; and 3) Delegate authority to the CEO/President to increase the Agency Compensation up to 10% annually based on market conditions and/or the LVCVA's business needs, if the increase does not exceed budgetary approval for the fiscal year.**

ITEM 6. **Social Brand Agency Partner Agreement – Grey Group**

Mr. Hill requested that the Board consider the following: 1) Appointing Grey Group (Grey) as the LVCVA's Social Brand Agency; 2) Authorizing the CEO/President to execute a two-year social marketing contract agreement with Grey, with two (2) optional two-year extensions, in an amount not to exceed \$160 million, inclusive of Grey's services fees (Agency Compensation), content creation costs, and media purchases for social platforms, which shall be capped through the LVCVA's annual budget process; and 3) Delegating authority to the CEO/President to increase the Agency Compensation up to 10% annually based on market conditions and/or the LVCVA's business needs, if the increase does not exceed budgetary approval for the fiscal year.

Fiscal Impact

FY 2022: \$20 Million  
FY 2023: \$26 Million  
FY 2024: \$27 Million  
FY 2025: \$28 Million  
FY 2026: \$29 Million  
FY 2027: \$30 Million

Grey's Scope of Work shall include: Account Management & Brand Planning; Social Media and Content Creation; Community Management; and Research. As its annual Agency Compensation for performance of its Scope of Work, Grey will receive the following:

Agency Services Fee: \$2.46M  
Content Creation Services Fee: \$4.50M  
Media Services Fee: \$1.44M

The remaining annual expenditures shall be used for media purchased for social platforms, content productions costs, and other pass-through "at cost" expenses.

The contract may include an annual consumer price index adjustment increase of up to 3.5%.

**Vice Chair Spiegel moved, and it was carried by unanimous vote of the voting members, to: 1) Appoint Grey Group (Grey) as the LVCVA's Social Brand Agency; 2) Authorize the CEO/President to execute a two-year social marketing contract agreement with Grey, with two (2) optional two-year extensions, in an amount not to exceed \$160 million, inclusive of Grey's services fees (Agency Compensation), content creation costs, and media purchases for social platforms, which shall be capped through the LVCVA's annual budget process; and 3) Delegate authority to the CEO/President to increase the Agency Compensation up to 10% annually based on market conditions and/or the LVCVA's business needs, if the increase does not exceed budgetary approval for the fiscal year.**

ITEM 7. **Research Partner Contract – Heart + Mind Strategies**

Mr. Hill requested that the Board consider authorizing the CEO/President to execute a one-year contract with Heart + Mind Strategies, LLC, in the amount of \$2.5 million, for consumer research and advertising testing services.

Fiscal Impact

FY 2022: \$2.5 Million Expenditure

**Secretary Gibson moved, and it was carried by unanimous vote of the voting members, to authorize the CEO/President to execute a one-year contract with Heart + Mind Strategies, LLC, in the amount of \$2.5 million, for consumer research and advertising testing services.**

**GENERAL GOVERNMENT DIVISION**

ITEM 8. **Insurance Policies**

Ed Finger, Chief Financial Officer, described the LVCVA's insurance program, and requested that the Board consider authorizing the Chief Financial Officer to execute insurance policies for the policy period from August 1, 2021, through August 1, 2022, as follows: Property Insurance - FM Global in the amount of \$1,093,725; General and Auto Liability – Everest National Insurance Company in the amount of \$222,199; and Public Entity Liability Policy and Global Medical - Chubb (Ace American Insurance Company) in the amount of \$103,055.

Fiscal Impact  
FY 2022: \$1,418,979

Member Goodman asked if the renaming of the Kaercher Group included an expansion of their principal ownership, to which Mr. Finger referred to a representative of the Kaercher Group to answer the question.

Mr. Chad Kaercher confirmed that Kaercher has expanded to nationwide, under the umbrella of the Alera Group but still operates as Kaercher Insurance.

**Treasurer Gibson moved, and it was carried by unanimous vote of the voting members, to authorize the Chief Financial Officer to execute insurance policies for the policy period from August 1, 2021, through August 1, 2022, as follows: Property Insurance - FM Global in the amount of \$1,093,725; General and Auto Liability – Everest National Insurance Company in the amount of \$222,199; and Public Entity Liability Policy and Global Medical - Chubb (Ace American Insurance Company) in the amount of \$103,055.**

ITEM 9. **SHI International, Inc. - Purchase of Software License Subscriptions**

Mr. Finger provided details on the procurement, and requested that the Board consider authorizing the CEO/President to execute an agreement with license distributor SHI International, Inc., in the amount of \$650,300 for the purchase of computer software license subscriptions for the LVCVA from manufacturers including Microsoft, Tableau, Zerto, and Nasuni.

Fiscal Impact  
FY 2022: \$243,200 Expenditure  
FY 2023: \$213,800 Expenditure  
FY 2024: \$193,300 Expenditure

Total three-year expenditure - \$650,300

**Treasurer Gibson moved, seconded by Vice Chair Spiegel, and it was carried by unanimous vote of the voting members, to authorize the CEO/President to execute an agreement with license distributor SHI International, Inc., in the amount of \$650,300 for the purchase of computer software license subscriptions for the LVCVA from manufacturers including Microsoft, Tableau, Zerto, and Nasuni.**

ITEM 10. **Zones, LLC – Information Technology Hardware, Software, and Support Purchases**

Mr. Finger provide details on the procurement, and requested that the Board consider authorizing the CEO/President to execute an agreement with Zones, LLC, (Zones) in the amount of \$237,200 for the purchase and renewal of various information technology hardware, software, and support agreement purchases.

Fiscal Impact  
FY 2021: \$112,200 Expenditure  
FY 2022: \$125,000 Expenditure

**Treasurer Gibson moved, and it was carried by unanimous vote of the voting members, to authorize the CEO/President to execute an agreement with Zones, LLC, in the amount of \$237,200 for the purchase and renewal of various information technology hardware, software, and support agreement purchases.**



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**COMMITTEES**

ITEM 11. **Policy Committee Report**

Policy Committee Vice Chair Pamela Goynes-Brown stated the Policy Committee met on June 29, 2021, and presented a report to the Board of Directors on Items A and B.

**Item A. Policy Committee Charter Review and Evaluation of Committee**

Committee Vice Chair Goynes-Brown confirmed that the Policy Committee conducted an evaluation of its performance and determined it fulfilled its duties as prescribed in its Charter. Committee Vice Chair Goynes-Brown stated that staff and Committee Members agreed that the Charter requires no revisions at this time, and as such, no action is necessary under this agenda item.

**Item B. Review and Approval of Proposed Amendments to Board Policies**

Committee Vice Chair Goynes-Brown summarized the proposed revisions to Board Policies including the following: Policy 1.04(5) - Authorizing the Board Chair to bring any matters delegated to an LVCVA Committee to the full Board; Policy 1.04(5) - Categorizing the Las Vegas Events Board as a Committee of the LVCVA Board for the purpose of counting an appointment to, and participation on the LVE Board towards each Board member's required participation on at least one LVCVA Committee; Policies 1.04(6) and 2.01(3) – Refining the Board's review of the titles and compensation ranges for executive level (E-level) employees to those E-level employees who are direct reports to the CEO/President; Policy 1.08(2) – Authorizing the Board Treasurer to act as the Acting Chair during a Board meeting, in the event that the Chair, Vice Chair, and Secretary are absent, or those positions are vacant; Policy 1.12 – Authorizing Staff to include items on a consent agenda when they are routine, non-controversial items such as recurring Marketing and Sales events sponsorships for present and future fiscal years, so long as the proposed expenditures are reasonably similar to past years. Further authorizes Board members to remove items from the consent agenda for discussion by the Board during an action agenda; Policy 1.16 – Clarifying that all LVCVA contracts, regardless of contract amount, need to be approved “as to form” by the General Counsel; Policy 3.04 – Permitting the General Counsel to utilize the services of any Board-approved outside counsel firm, in the amount over the CEO's signature authority, so long as the total spend on outside counsel for the fiscal year does not exceed the approved budget.

Committee Vice Chair Goynes-Brown stated that while the above proposed revisions were unanimously approved by the Committee, Committee members asked that their concerns on the following proposals be noted during the Board meeting: Policy 1.03.2 – Revising the Board's Officer election procedure. Committee Vice Chair Goynes-Brown noted that “Current Board Policies require that the Board follow Robert's Rules of Order during all officer elections. Multiple Board members requested that the election procedure be outlined in the Board's Policies rather than incorporated by reference, and that the procedures be clarified. The proposed revision to Policy 1.03.2 outlines a modified Robert's Rules of Order in which one nomination is allowed from the floor at a time for each officer position, rather than allowing multiple nominations prior to deliberation. Once a nomination is on the floor, the Board will deliberate and vote on the nominee. If a majority of the Board approves a nominee, the nominee is deemed elected, and the election moves to the next officer position. If a majority of the Board does not approve the nomination, the Chair re-opens the floor for additional nominations.”

Committee Vice Chair Goynes-Brown stated that “Mayors Goodman and McManus noted their concerns that the proposed procedure prevents the discussion of Board Members other than the nominee, who may be well-qualified for the position. The remaining Committee members noted the opportunity to discuss other potential nominees during the deliberation on the nominee.”

Member Goodman asked Chair Marz when the appropriate time would be to comment on the matter, to which Chair Marz answered at the end of the report.

Member Goodman asked what the Policy number was, to which Vice Chair Goynes-Brown clarified it was 1.03.2.

Committee Vice Chair Goynes-Brown proceeded, with Policy 1.04(3) – Increasing the CEO’s signature authority from \$100,000 to \$250,000 and stated that “Mayors Goodman and McManus noted their concerns that the proposed revisions may reduce openness and transparency in the LVCVA’s expenditures. The remaining Committee members argued for the increase in the CEO’s signature authority so that he may act quickly in securing key sponsorship opportunities for the destination. They also noted that the contracts executed under the CEO’s revised signature authority would continue to be reported in Staff’s quarterly contracts report to the Board, and thus transparency and openness would continue. Upon questions from the Committee members, Staff provided information that the CEO’s signature authority has remained at \$100,000 since 2006. Further, Staff noted that if the revised signature authority had been in place for the past two fiscal years, that approximately 20 contracts, including change orders and amendments, would have been executed under the revised signature authority per year. Policy 2.01(16) – The CEO currently has the authority to negotiate leases and fees in the Convention Center building. The proposed revision extends that authority to include LVCVA property such as leasing IT monopoles to wireless network providers and transportation systems such as monorail train wraps, monorail fee rates, and LVCC Loop advertising. Mayor Goodman voiced her concern about the LVCVA’s additional transportation-related efforts. Mayor McManus expressed his concern about ambiguity in the policy which authorizes the Board to set the Convention Center building lease rate schedule, but then authorizes the CEO to negotiate lease rates. Policy 2.01(21)(j) – The CEO makes recommendations to the Board regarding real property-related activity such as purchases, sales, and easements. The proposed revision authorizes the CEO to negotiate and execute easements on LVCVA property in limited situations when the parties requesting the easements are utility companies such as NV Energy and Southwest Gas or government entities such as Clark County. Mayor Goodman expressed her concerns that the proposed revision reduced the Board’s oversight in granting of easements.

Caroline Bateman, General Counsel, stated a proposed language change to the original revision to Policy 1.04(5) as it was presented to the Committee, would read as follows: “For the purpose of each Board member’s required participation on at least one Board Committee, participation on the Las Vegas Events Board shall qualify for that requirement.”

Member Goodman outlined the composition of the Policy Committee, stating that herself, Member McManus, and Vice Chair Goynes-Brown represented the public sector, and Members Anton Nikodemus and Jan Jones Blackhurst represented the private sector. Member Goodman acknowledged that discussions during the Policy Committee meeting consisted of three versus two members, resulting in bringing these matters unanimously to the Board, who has is the ultimate authority.

Member McManus provided his thoughts on the policy regarding the Board officer nomination process, expressing his concern for the consideration of one name at a time, and suggested allowing members to make nominations as positions become available.

Member Goodman echoed Member McManus’s thoughts on the Board officer election process.

Member Goodman commented on the proposed revision to the CEO’s signature authority, as it compares to comparable positions at other public entities.

Member Goodman provided thoughts on the revision to Policy 2.01(16), noting that she supports the revision as it relates to on-campus projects, but not on off campus projects.

Member Fiore expressed her concern in the increase of the CEO's signature authority to \$250,000, citing that she feels it weakens the Board's authority.

Treasurer Gibson commended the Committee for their work, commented on the signature authorities of other public entity leaders, and emphasized the importance of communication between LVCVA leadership and Board members.

**Treasurer Gibson moved, and it was carried by unanimous vote of the voting members, to approve the proposed amendments to the Board Policies as recommended by the Policy Committee, including the proposed revision noted by Ms. Bateman.**

Item 12. **Compensation Committee Report and Recommendations**

**Item A. CEO/President's Annual Performance Evaluation and Review of Fiscal Year 2022 Goals and Objectives**

Committee Chair Spiegel asked that Steve Hill, CEO/President, present his accomplishments and goals to the full Board.

Mr. Hill recognized the LVCVA staff and resort partners that contributed to the goals and accomplishments presented. Mr. Hill provided a PowerPoint presentation highlighting FY 2021 accomplishments including the following: infrastructure development, convention center sales, support of virtual conferences, enhanced sustainability, COVID-19 pandemic response and marketing efforts, air service, and sports and events development. Mr. Hill shared FY 2022 goals including the following: driving visitation, improving access to and around the destination, and building a foundation for future success.

Committee Chair Spiegel noted that the Committee inquired what Mr. Hill's plans were in regard to provide LVCVA employees with merit and/or bonus increases, and noted that Mr. Hill intended to provide LVCVA employees with merit increases ranging from 2-4% that would go into effect no earlier than the first pay period of September, when it is anticipated that members of the LVCVA's Operations team that are currently on reduced work schedules would return to full work schedules. Committee Chair Spiegel shared Mr. Hill's opinion that bonuses are not appropriate at this time, based on economic losses over the past year. Committee Chair Spiegel summarized that Committee discussions concluded in the decision to meet again in six months, or when the timing is right, to consider an appropriate bonus for the CEO/President and LVCVA executive team.

Committee Chair Spiegel stated that the Committee unanimously approved for recommendation of the Board, a 4% increase in the CEO/President's merit pay for FY 22, effective at the earliest, the first pay period of September to coincide with the return of all other LVCVA employees to their full work schedule states. Further, Committee Chair Spiegel stated that the Committee unanimously approved for recommendation to the Board, the CEO/President's FY 22 goals as presented, and approved scheduling a subsequent Committee meeting in the next six months to evaluate the progress of the CEO/President's FY 22 goals and to evaluate the progress in terms of awarding a bonus to the CEO/President.

**Compensation Committee Chair Spiegel moved, and it was carried by unanimous vote of the voting members, to approve a 4% increase in the CEO/President's merit pay for FY 22, approve the CEO/President's FY 22 goals, and scheduling a Compensation Committee meeting in or around the next six months, to determine any bonus for the CEO/President.**

Item B. General Counsel's Performance Evaluation and Review of Fiscal Year 2022 Goals and Objectives

Ms. Bateman referenced a handout previously provided to the Board regarding her FY 21 accomplishments and thanked her staff in the Legal Department, and her colleagues for their efforts.

Chair Marz expressed appreciation for Ms. Bateman's work.

Committee Chair Spiegel summarized that the Committee approved Ms. Bateman's FY 22 goals, approved for recommendation to the Board a 3.5% increase in the General Counsel's merit pay, effective no earlier than the first pay period in September.

**Compensation Committee Chair Spiegel moved, and it was carried by unanimous vote of the voting members, to approve a 3.5% increase in the General Counsel's merit pay for FY 22, and to approve the General Counsel's FY 22 goals.**

Member Goodman asked if the recommendation could also be re-evaluated in six months for General Counsel, to which Committee Chair Spiegel clarified that the first motion included the re-evaluation of all executive class employees' compensation.

Item C. Review of the LVCVA'S Rewards and Recognition Policy

Committee Chair Spiegel outlined the purpose of the LVCVA's Rewards and Recognition Policy and stated that the Committee unanimously approved for recommendation to the Board, the Rewards and Recognition program.

Member Sewald made the following disclosure: "I'm employed at the Vegas Chamber where I serve as the President and CEO. The Customer Service Excellence program is conducted in partnership, as Madam Chairwoman explained, between the Vegas Chamber and the LVCVA to support and recognize valuable employees who make a difference in their everyday work environments. The independence of judgement of a reasonable person in my situation would not be materially affected by my position with the Vegas Chamber and the Vegas Chamber's participation in this event. Therefore, with this disclosure, I will be voting on this matter."

**Compensation Committee Chair Spiegel moved, and it was carried by unanimous vote of the voting members, to approve the LVCVA's Rewards and Recognition Policy.**

Committee Chair Spiegel thanked the Committee members for their work, as well as Mr. Hill and Ms. Bateman for their performance.

Item D. Compensation Committee Charter Review

Committee Chair Spiegel confirmed that the Committee conducted its annual performance evaluation pursuant to the Committee Charter and determined the Committee had fulfilled its responsibilities for the past fiscal year.

This was an information item and did not require Board action.

Chair Marz thanked Committee Chair Spiegel for her report, emphasized the importance of the LVCVA's Committees, and thanked the Compensation and Policy Committee members for their work.

**COMMENTS FROM THE FLOOR BY THE PUBLIC**

Shaundell Newsome, founder of Sumnu Marketing, informed the Board about Battle Born Burgers, a new venture at Allegiant Stadium that provides work experience to 18 to 30-year-olds from underserved communities.

Ed Uehling expressed concerns on the completion of The Boring Company's Vegas Loop project, the terms of its contract, and its capacity.

Secretary Gibson provided information on a recent job fair held at the Las Vegas Convention Center's West Hall, highlighted parking and use of the LVCC Loop during the job fair, and thanked the LVCVA for its cooperation on the event.

**ADJOURNMENT**

Chair Marz adjourned the meeting at 11:03 a.m.

Respectfully submitted,

Date Approved: August 10, 2021

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Silvia Perez  
Executive Assistant to the Board

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John Marz  
Chair