2021

CONVENTION AND VISITORS AUTHORITY

CENTER

Compensation Committee Meeting

Thursday, July 8, 2021 Las Vegas Convention Center

www.lvcva.com



Board of Directors



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SCOTT DEANGELO EVP & Chief Marketing Officer Allegiant Travel Company



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KIERNAN MCMANUS Mayor City of Boulder City



MICHAEL NAFT Commissioner Clark County Commission Office



STEVE THOMPSON Executive Vice President Operations Boyd Gaming Corporation



BRIAN WURSTEN Councilman City of Mesquite



NOTICE OF PUBLIC MEETING AND AGENDA



COMPENSATION COMMITTEE MEETING

THURSDAY, JULY 8, 2021 3:30 P.M.

Las Vegas Convention Center – Board Room 3150 Paradise Road Las Vegas, Nevada 89109

This meeting is noticed in conformance with the State of Nevada Executive Department Declaration of Emergency Directives 006 and 044, dated March 22, 2020 and April 19, 2021, respectively.

Compensation Committee:

Ms. Marilyn Spiegel, Chair Ms. Mary Beth Sewald, Vice Chair Mr. Scott DeAngelo Councilwoman Michele Fiore Commissioner Michael Naft

LVCVA Website: <u>www.lvcva.com/agenda</u> Nevada Public Notice Website: <u>https://notice.nv.gov/</u>

THE COMPENSATION COMMITTEE (COMMITTEE) MAY: CONSIDER AGENDA ITEMS OUT OF ORDER; COMBINE TWO OR MORE AGENDA ITEMS FOR CONSIDERATION; AND REMOVE OR DELAY DISCUSSION ON ANY AGENDA ITEM AT ANY TIME.

AGENDA

OPENING CEREMONIES

Call to Order

Roll Call

Pledge of Allegiance

COMMENTS FROM THE FLOOR BY THE PUBLIC

The first public comment period is limited to comments on items on the agenda. Items raised under this portion of the agenda cannot be deliberated or acted upon until the notice provisions of the Nevada Open Meeting Law have been met. If you wish to speak to the Committee at this time, please step up to the podium and clearly state your name and spell your first and last name for the record. COMMENTS ARE LIMITED TO THREE (3) MINUTES IN LENGTH.

APPROVAL OF AGENDA AND MINUTES

Approval of the Agenda. For possible action.

Approval of the Minutes from the April 8, 2021 Compensation Committee Meeting. For possible action.

LVCVA STAFF REPORTS AND REQUESTED ACTIONS

A. <u>CEO/President's Annual Performance Evaluation and Review of Fiscal Year 2022 Goals and</u> <u>Objectives</u>

That the Committee consider: 1) Conducting the Chief Executive Officer (CEO)/President's annual performance evaluation for fiscal year (FY) 2021; 2) Approving the CEO/President's proposed FY 2022 goals for recommendation to the Board; and 3) Designating a recommendation to the Board regarding the CEO/President's compensation based on overall performance and the accomplishment of the FY 2021 goals.

For possible action.

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

That the Committee consider: 1) Conducting the General Counsel's annual performance evaluation for FY 2021; 2) Approving the General Counsel's proposed FY 2022 goals for recommendation to the Board; and 3) Designating a recommendation to the Board regarding the General Counsel's compensation based on overall performance and accomplishment of FY 2021 goals.

For possible action.

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

That the Committee consider conducting its annual review of the LVCVA's Rewards and Recognition Policy providing awards for LVCVA ambassadors.

For possible action.

D. Compensation Committee Evaluation of Committee

That the Committee evaluate its annual performance pursuant to the Committee Charter.

For possible action.

SET NEXT MEETING DATE

The next Committee meeting will be at the call of the Chair.

COMMENTS FROM THE FLOOR BY THE PUBLIC

This public comment period is for any matter that is within the jurisdiction of the Committee. Items raised under this portion of the agenda cannot be deliberated or acted upon until the notice provisions of the Nevada Open Meeting Law have been met. If you wish to speak to the Committee at this time, please step up to the podium and clearly state your name and spell your first and last name for the record. COMMENTS ARE LIMITED TO THREE (3) MINUTES IN LENGTH.

ADJOURNMENT

Persons are invited to submit written remarks for all matters, both on and off the agenda. Written remarks presented for inclusion in the Committee's minutes must be flat, unfolded, on paper of standard quality, and 8½ by 11 inches in size. Written remarks shall not exceed five (5) pages in length. The LVCVA will not accept for filing any submission that does not comply with this rule. On a case-by-case basis, the Board may permit the filing of noncomplying [sic] written remarks, documents, and related exhibits pursuant to NRS 241.035(1)(e).

To submit ideas to the LVCVA, please visit https://www.lvcva.com/who-we-are/meetings-and-minutes/

The Committee's meeting rooms are accessible to persons with disabilities. If special arrangements are required, please contact the Customer Safety Department at: 702-892-7400, which is a 24-hour Dispatch Control Center, or contact Silvia Perez in the Board Office at: 702-892-2802.

Members of the Committee may participate in this meeting via telephone conference call.

For information or questions regarding this agenda please contact: Silvia Perez, Executive Assistant to the Board 3150 Paradise Road, Las Vegas, Nevada 89109 702-892-2802 or <u>sperez@lvcva.com</u>

Supporting materials for this meeting are available at 3150 Paradise Road, Las Vegas, NV 89109 or by contacting Silvia Perez at 702-892-2802 or sperez@lvcva.com

MINUTES

Compensation Committee Meeting April 8, 2021





COMPENSATION COMMITTEE MEETING April 8, 2021 Minutes

The Compensation Committee Meeting of the Board of Directors of the Las Vegas Convention and Visitors Authority (LVCVA) was held at the Las Vegas Convention Center, 3150 Paradise Road, Las Vegas, Nevada 89109, and telephonically, on April 8, 2021. This meeting was properly noticed and posted in compliance with the State of Nevada Executive Department Declaration of Emergency Directives 006, 016, 018, 021, 026, 029, and 037, dated March 22, 2020, April 29, 2020, May 7, 2020, May 28, 2020, June 29, 2020, July 31, 2020, and February 14, 2021, respectively.

	nsation Committee Members: nt <u>telephonically</u> unless otherwise noted
Ms.	Ms. Marilyn Spiegel, Chair Mary Beth Sewald, Vice Chair Mr. Scott DeAngelo Councilwoman Michele Fiore Commissioner Michael Naft
LVCVA Executive Staff in Attendance	Steve Hill, CEO/President Caroline Bateman, General Counsel Ed Finger, Chief Financial Officer Lori Nelson-Kraft, Senior Vice President of Communications Brian Yost, Chief Operating Officer Kate Wik, Chief Marketing Officer Stana Subaric, Senior Vice President of People & Culture Constance Brooks, Vice President of Public Affairs & Diversity

OPENING CEREMONIES

Chair Marilyn Spiegel called the meeting to order at 2:01 p.m.

Caroline Bateman, General Counsel, acknowledged that all members of the Committee were present telephonically.

COMMENTS FROM THE FLOOR BY THE PUBLIC

There were no comments from the floor or telephonically by the public.

APPROVAL OF AGENDA AND MINUTES

APPROVAL OF <u>THE AGENDA</u> <u>AND MINUTES</u>
<u>Vice Chair Mary Beth Sewald moved, and it was carried by unanimous vote of the</u> <u>voting members, to approve the April 8, 2021, Compensation Committee Meeting</u> <u>agenda and the July 8, 2020, Compensation Committee Meeting minutes.</u>

LVCVA STAFF REPORTS AND REQUESTED ACTIONS

Stana Subaric, Senior Vice President of People and Culture, informed the Board of the reinstatement of pre-COVID wages for Management and Professional Class ambassadors on May 2, 2021, and Executive Class ambassadors on June 27, 2021.

ITEM A. <u>Memorandum of Agreement Modifying the Collective Bargaining Agreement with Service</u> <u>Employees International Union (SEIU) Local 1107</u>

Ms. Subaric requested that the Committee consider approving, for recommendation to the Board: 1) A modification to the Collective Bargaining Agreement (CBA) between the LVCVA and SEIU providing that there will be no across the board increases in base wages, wage grades, or steps for the fourth year of the CBA; and 2) Authorization for the Chief Executive Officer (CEO)/President to execute a Memorandum of Agreement between the LVCVA and SEIU to complete the CBA modification.

Chair Spiegel requested that Ms. Subaric provide background on the Memorandum of Agreement.

Ms. Subaric stated that the LVCVA negotiated a five-year contract with the SEIU in 2018 which included agreed-upon across-the-board increases for years one through three, leaving years four and five to be negotiated later. The LVCVA and SEIU negotiated in January 2021 and came to a tentative agreement of no increase for the upcoming fiscal year due to the financial impact of COVID-19.

Vice Chair Mary Beth Sewald moved, seconded by Member Michele Fiore, and it was carried by unanimous vote of the voting members present, to approve for recommendation to the Board: 1) A modification to the Collective Bargaining Agreement (CBA) between the LVCVA and SEIU providing that there will be no across the board increases in base wages, wage grades, or steps for the fourth year of the CBA; and 2) Authorization for the Chief Executive Officer (CEO)/President to execute a Memorandum of Agreement between the LVCVA and SEIU to complete the CBA modification.

ITEM B. Establishment of an Executive Level Position

Ms. Subaric provided a description of the position, and requested that the Committee consider approving, for recommendation to the Board, the establishment of an executive "E" level position of Vice President of Guest Experience with the salary range and benefits of an "E-1" position.

Chair Spiegel asked if this was a new position or if it existed before, to which Ms. Subaric answered that the position existed in 2018 and was eliminated in 2019. Ms. Subaric stated that the LVCVA staff now finds the need for the position, to enhance the guest experience.

Chair Spiegel asked who the position reports to, to which Ms. Subaric answered that the position reports to the LVCVA's Chief Operating Officer, Brian Yost.

Chair Spiegel asked if the level of the position was the same that it was in the past, to which Ms. Subaric confirmed.

Vice Chair Sewald moved and it was carried by vote of the voting members present, to approve for recommendation to the Board, the establishment of an executive "E" level position of Vice President of Guest Experience with the salary range and benefits of an "E-1" position.

ITEM C. Compensation Committee Charter Review

Ms. Subaric requested that the Committee: 1) perform its annual review of its Charter; and 2) assess proposed changes to the Charter, including those recommended by Staff, for approval by the Board.

Ms. Subaric explained the Staff-proposed change to section 3.3 of the Charter, which was updated to read: "Annually, the Compensation Committee shall also review and recommend for Board approval, title changes, salary, and bonus ranges of the executive officers or "E" level positions who report to the Chief Executive Officer." The proposal adds the language "or 'E' level positions who report to the Chief Executive Officer".

Chair Spiegel asked how many of the E-level positions currently report to the CEO, to which Ms. Subaric responded that seven E-level positions currently report to the CEO, and seven E-level positions currently do not report directly to the CEO.

<u>Vice Chair Sewald moved, and it was carried by unanimous of the voting members</u> present, to recommend the proposed changes to the Charter for approval by the Board.

SET NEXT MEETING DATE

Chair Spiegel stated that a future Compensation Committee meeting date has not yet been identified, but will be scheduled around June, for the CEO and General Counsel's annual review.

COMMENTS FROM THE FLOOR BY THE PUBLIC

There were no comments from the floor or telephonically by the public.

ADJOURNMENT

Chair Spiegel adjourned the meeting at 2:10 p.m.

Respectfully submitted,

Date Approved: July 8, 2021

Silvia Perez Executive Assistant to the Board of Directors Marilyn Spiegel Compensation Committee Chair

MEETING DATE:	JULY 8, 2021	ITEM A
то:	COMPENSATION COMMITTEE	
FROM:	STANA SUBARIC, SENIOR VICE PRESIDENT OF PEOPLE & CULTURE	— Docusigned by: Stana Subaric
SUBJECT:	CEO/PRESIDENT'S ANNUAL PERFORMANC REVIEW OF FISCAL YEAR 2022 GOALS AND	

RECOMMENDATION

That the Compensation Committee consider: 1) Conducting the Chief Executive Officer (CEO)/President's annual performance evaluation for fiscal year (FY) 2021; 2) Approving the CEO/President's proposed FY 2022 goals for recommendation to the Board; and 3) Designating a recommendation to the Board regarding the CEO/President's compensation based on overall performance and the accomplishment of the FY 2021 goals.

For possible action.

FISCAL IMPACT

FY 2022: TBD

	Docusigned by: Steve Hill
COMMITTEE ACTION:	STEVE HILL CEO/PRESIDENT

PURPOSE AND BACKGROUND

In accordance with the Board of Directors Policy 2.02, the Committee is requested to conduct the annual review and evaluation of the CEO/President's performance. The CEO/President's evaluation will be for FY 2021, starting on July 1, 2020, through June 30, 2021. Additionally, in accordance with the Committee's Charter responsibilities, the Committee is requested to evaluate the CEO/President's proposed goals for FY 2022.

The Compensation Committee then shall perform its evaluation and make its recommendation regarding the compensation of the LVCVA's CEO/President to the Board, at its July 13, 2021 regular meeting.

MEETING DATE:	JULY 8, 2021	ІТЕМ В
то:	COMPENSATION COMMITTEE	
FROM:	STANA SUBARIC, SENIOR VICE PRESIDENT OF PEOPLE & CULTURE	Docusigned by: Stana Subaric
SUBJECT:	GENERAL COUNSEL'S PERFORMANCE EV FISCAL YEAR 2022 GOALS AND OBJECTIV	

RECOMMENDATION

That the Compensation Committee consider: 1) Conducting the General Counsel's annual performance evaluation for fiscal year (FY) 2021; 2) Approving the General Counsel's proposed FY 2022 goals for recommendation to the Board; and 3) Designating a recommendation to the Board regarding the General Counsel's compensation based on overall performance and accomplishment of FY 2021 goals.

For possible action.

FISCAL IMPACT

FY 2022: TBD

	Docusigned by: Steve Hill
COMMITTEE ACTION:	STEVE HILL CEO/PRESIDENT

PURPOSE AND BACKGROUND

In accordance with the Board of Directors Policy 3.03, the CEO shall perform an annual evaluation of LVCVA's General Counsel and shall make a recommendation to the Compensation Committee regarding the compensation of the LVCVA's General Counsel. Additionally, in accordance with the Committee's Charter responsibilities, the Committee is requested to evaluate and recommend for Board approval the General Counsel's proposed goals for FY 2022.

The Compensation Committee then shall perform its evaluation and make its recommendation regarding the compensation of LVCVA's General Counsel to the Board at its July 13, 2021 regular meeting.

MEETING DATE:	JULY 8, 2021	ITEM C
то:	COMPENSATION COMMITTEE	
FROM:	STANA SUBARIC, SENIOR VICE PRESIDENT OF PEOPLE & CULTURE	Docusigned by: Stana Subaric
SUBJECT:	REVIEW OF THE LVCVA'S REWARDS AND	RECOGNITION POLICY

RECOMMENDATION

That the Compensation Committee consider conducting its annual review of the Las Vegas Convention and Visitors Authority's (LVCVA) Rewards and Recognition Policy providing awards for LVCVA ambassadors.

For possible action.

FISCAL IMPACT

FY 2022: \$106,500 Expenditure

	DocuSigned by: Steve Hill <u>A6348F0DE947422</u>
COMMITTEE ACTION:	STEVE HILL CEO/PRESIDENT

PURPOSE AND BACKGROUND

On November 14, 2017, the LVCVA Board of Directors (Board) revised its Board Policies to include Policy 1.04(13):

"Approval of Special Awards. The Board shall receive and approve annually recommendations from its Compensation Committee related to management's policy related to special awards, including but not limited to service awards and retirement gifts and approve the special awards policy. Prior Board approval is also required for any exceptions to the policy."

Staff requests the Committee's approval of the following policy for recommendation to the Board:

		Page 2
Las Vegas Conv	vention and Visitors Authority Compensation Committee Meeting	
Agenda Docume	entation	
Meeting Date:	July 8, 2021	
Subject:	Review of the LVCVA'S Rewards and Recognition Policy	

POLICY TITLE	Rewards and Recognition Policy
ORIGINATION DATE	September 11, 2018
REVISION DATE	July 8, 2020

PURPOSE

To ensure "The workers who make it all work" feel valued and acknowledged for their service to the organization and understand their job is imperative to the success of the LVCVA.

Rewards and recognition are a part of the LVCVA's culture, as is excellent customer service, and at the LVCVA, we are proud to demonstrate our commitment. Our goal to increase ambassador engagement fosters synergy and ownership, assisting the LVCVA in realizing our objectives.

POLICY

The LVCVA will acknowledge and reward our ambassadors through formal and informal methods as follows:

- Express, on a daily basis, gratitude to one another by saying thank you
- Publicly acknowledge superior performance, service, and attitude
- Establish programs designed to honor achievement and further our culture and goals
- Establish a total reward structure to include equitable, competitive compensation and incentives

METHODS OF REWARD AND RECOGNITION

Service Awards: An annual celebration honoring tenured ambassadors with management and Board of Directors in attendance.

- Ambassadors will receive a pin, commemorative certificate and service award.
- Service Awards in increments of 5 years:
 - 5-year award valued up to \$150
 - 10-year award valued up to \$200
 - 15-year award valued up to \$350
 - 20-year award valued up to \$450
 - 25-year award valued up to \$550
 - 30-year award valued up to \$650
 - 35-year award valued up to \$850
 - 40-year award valued up to \$1000

Las Vegas Convention and Visitors Authority Compensation Committee Meeting Agenda Documentation Meeting Date: July 8, 2021 Subject: Review of the LVCVA'S Rewards and Recognition Policy

Authority Champion: A recognition program that is focused around the LVCVA's core values. Ambassadors are recognized for exceeding expectations and going above & beyond in demonstrating LVCVA core values. Recognized ambassadors receive:

- A Recognition award the type of award will vary but will not exceed approved budget resources
- Commemorative certificate

Customer Service Excellence: A Las Vegas Metro Chamber of Commerce program designed to recognize valuable ambassadors who make a difference in the everyday work environment. All ambassadors who receive an Authority Champion nomination are invited to attend a quarterly event with the Chamber. In addition, the ambassador will receive a certificate, pin and photo at the event.

Hospitality Hero: This recognition event is in conjunction with National Travel and Tourism week. Ambassadors are nominated by the LVCVA. In addition, the ambassador is recognized at a board meeting, receiving a plaque and certificate followed by an ambassador celebration.

Commemoration of Special Events: On occasion, all ambassadors may be provided with branded apparel or other branded items to commemorate a special event or organizational achievement.

All recognition and rewards are subject to fiscal year budget parameters.

MEETING DATE:	JULY 8, 2021	ITEM D
то:	COMPENSATION COMMITTEE	
FROM:	STANA SUBARIC, SENIOR VICE PRESIDENT OF PEOPLE & CULTURE	—Docusigned by: Stana Subaric
SUBJECT:	COMPENSATION COMMITTEE EVALUATION	N OF COMMITTEE

RECOMMENDATION

That the Compensation Committee evaluate its annual performance pursuant to the Committee Charter.

For possible action.

FISCAL IMPACT

None

—DocuSigned by: Steve Hill

COMMITTEE
ACTION:

STEVE HILL CEO/PRESIDENT

PURPOSE AND BACKGROUND

The Compensation Committee (Committee) Charter requires that the Committee evaluate its performance over the last year.

The Committee's principal responsibilities, as established by the Committee Charter, include the performance of the following:

- An annual review of the Committee Charter, assessment of any changes to the Charter, and recommendation of said changes to the Board of Directors (Board).
- An annual performance review of the President/CEO and General Counsel
- Compensation recommendations to the Board based on the annual performance for the President/CEO and General Counsel
- Review of the goals and objectives for the President/CEO and General Counsel
- Review of LVCVA management's Rewards and Recognition Policy
- Review of the LVCVA's executive compensation program on a periodic basis and recommendation of any changes to the Board
- Review and approve, for recommendation to the Board, the terms of the LVCVA's non-salary benefit plans
- Review and approve, for recommendation to the Board, all union contracts
- Conduct an annual meeting





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- Regular meetings of the Las Vegas Convention and Visitors Authority (LVCVA) Board of Directors (Board) are scheduled for the second Tuesday of each month at 9 a.m., or at the call of the chair.
- All Board meetings of the LVCVA are open to the general public.
- Per NRS 354.596(4): The public hearing on the tentative budget must be held by the governing body not sooner than the third Monday in May and not later than the last day in May.
- Agendas and approved minutes of the Board meetings are posted on the LVCVA website at: www.lvcva.com/agenda.
- Most meetings are held at the Las Vegas Convention Center in the Board Room at 3150 Paradise Road, Las Vegas, Nevada 89109. Locations of meetings are subject to change.

Regular Meetings

JANUARY	12	MAY	11	SEPTEMBER	14
FEBRUARY	09	JUNE	08	OCTOBER	12
MARCH	09	JULY	13	NOVEMBER	09
APRIL	06	AUGUST	10	DECEMBER	14

Committee Meetings/Other

AUDIT COMMITTEE MEETING – FEBRUARY 4 MARKETING COMMITTEE MEETING – MARCH 1 COMPENSATION COMMITTEE MEETING – APRIL 8 MARKETING COMMITTEE MEETING – MAY 17 PUBLIC HEARING ON THE BUDGET – MAY 26 POLICY COMMITTEE MEETING – JUNE 29 COMPENSATION COMMITTEE MEETING – JULY 8



Committees of the LVCVA Board of Directors

AUDIT COMMITTEE

Mayor Kiernan McManus, Chair Commissioner Michael Naft, Vice Chair Councilwoman Pamela Goynes-Brown Ms. Mary Beth Sewald Mr. Steve Thompson Councilman Brian Wursten

COMPENSATION COMMITTEE

Ms. Marilyn Spiegel, Chair Ms. Mary Beth Sewald, Vice Chair Mr. Scott DeAngelo Councilwoman Michele Fiore Commissioner Michael Naft

POLICY COMMITTEE

Ms. Jan Jones Blackhurst, *Chair* Councilwoman Pamela Goynes-Brown, Vice Chair Mayor Carolyn Goodman Mayor Kiernan McManus Mr. Anton Nikodemus

LVCVA REPRESENTATIVES ON THE LAS VEGAS EVENTS BOARD OF DIRECTORS

Commissioner Jim Gibson Mayor Carolyn Goodman

LVCCD COMMITTEE

Commissioner Jim Gibson, Chair Mr. Anton Nikodemus, Vice Chair Mayor Carolyn Goodman Ms. Jan Jones Blackhurst Councilman John Marz Commissioner Michael Naft Mr. Steve Thompson

MARKETING COMMITTEE

Councilman John Marz, Chair Mr. Anton Nikodemus, Vice Chair Mr. Scott DeAngelo Councilwoman Pamela Goynes-Brown Ms. Jan Jones Blackhurst Ms. Mary Beth Sewald Ms. Marilyn Spiegel