

**MINUTES OF THE HUMAN RESOURCES AND GOVERNANCE COMMITTEE
MONDAY, JUNE 30, 2014, 1:30 PM
IN THE CONFERENCE ROOM AT BRADLEY AIRPORT**

Members in Attendance: Robert Aaronson (Chair)
Mary Ellen Jones
Brett Browchuk

Members Absent: Catherine Smith
Michael Long

1. **Call to Order:** The meeting was called to order at 1:30 pm by Chair, Robert Aaronson.
2. **Discussion Item:**
 - (a) **Discussion of Committee Role and Mission.**

There was a discussion of the Committee's role and mission. It was suggested that the Committee be charged with the following Human Resource and Governance responsibilities:

- Review Executive Director annual objectives and performance and recommend to the Board compensation and benefit adjustments related to performance.
- Serve as a vetting body for Advice and Consent position selections (Director of Operations, Director of Finance, General Counsel) put forward by the Executive Director. In each instance, the Executive Director will provide an overview of his selection process. Ultimately, the Committee will provide a recommendation to the full Board regarding disposition of the Executive Director's proposed selection.
- Work with the Executive Director to develop the most effective human resource environment possible.
- Review significant human resource issues brought to the Committee by the Executive Director. The Executive Director will also work with the Committee to ensure that appropriate human resource policies are in place.
- Compare initiatives, policies, and procedures of the organization to the CAA enabling legislation at least annually to ensure that actions are in accordance with the statute.
- Annually review the status of organizational objectives.
- Develop a Board "Skill Needs" Matrix. Additionally, the Committee will determine what Board Member skills are already in place and what additional skills would be beneficial to achieving the CAA mission.
- Regularly review and refresh Board Member backgrounds and necessary expertise.
- The Committee will serve as the body to review Board Member performance and oversight.
- Serve as a clearing house for reviewing suggested changes to the CAA enabling legislation.
- Undertake a review of significant organizational policy issues that the Board Chair delegates to the Committee.

3. **Recess:** At 2:30 pm, the meeting was recessed due to a temporary loss of quorum. Brett Browchuk made a motion to recess the meeting (Seconded: Mary Ellen Jones). **Voice vote – motion passed unanimously.**

4. At 3:15 pm the meeting was reconvened by the Chair, Robert Aaronson.

5. **Executive Session:**

At 3:20 pm, Ms. Jones made a motion (Seconded: Mr. Browchuk) to go into Executive Session for the purpose of discussing Acquisition of Property (Potential Acquisition of Other Airports) and Discussion of Personnel (Compensation). **Voice vote – motion passed unanimously.**

(a) **Discussion of Acquisition of Property (Potential Acquisition of Other Airports).**

(b) **Discussion of Personnel (Compensation).**

6. The Committee came out of Executive Session at 3:55 pm.

7. **Action Item:**

(a) **Consideration of and Action Upon a Managerial Compensation Study.**

Mr. Browchuk made a motion (Seconded: Mr. Aaronson) to implement the managerial compensation study recommendations to the extent they can be accommodated with the \$178,000 that was allocated in the Fiscal Year 2015 Board approved budget. **Voice vote – motion passed unanimously.**

8. **Adjournment:**

Mr. Browchuk made a motion (Seconded: Ms. Jones) to adjourn the Committee Meeting at 4:05 pm. **Voice vote – motion passed unanimously.**

Respectfully submitted,

Robert Aaronson, Chair
Human Resources and Governance
Committee