

SPACE FLORIDA



**GOVERNANCE AND COMPENSATION COMMITTEE
MEETING
Agenda**

**Tuesday December 15, 2020
1:00 p.m. ET**

By Teleconference
Call-in Number: 866-528-2256
Guest Code: 4875556#

Agenda Items	Vote	
Call to Order		Jesse Biter
Agenda <ul style="list-style-type: none">• Public Comments• <u>Approval of Meeting Minutes of September 17, 2020</u>• <u>Process for Performance Reviews of President/CEO and EVP, Treasurer CIO</u>	✓	Jesse Biter Howard Haug Howard Haug
Closing Remarks/Adjournment		

Approval of Meeting Minutes of September 17, 2020



Draft Minutes of a Regular Meeting of the Space Florida Governance and Compensation Committee

A Regular meeting of the Space Florida Governance and Compensation Committee was held by Teleconference on September 17, 2020. The meeting was called to order at 9:00 a.m. ET.

COMMITTEE MEMBERS PRESENT:

Jesse Biter (Chair)
Barbara Essenwine
Mori Hosseini

SPACE FLORIDA STAFF PRESENT:

Frank DiBello
Howard Haug
Denise Swanson
Jim Kuzma
Sharon Spratt
Elizabeth Loving
Rhonda Rosa

ALSO IN ATTENDANCE

Judy Harrington

Jesse Biter thanked the committee members for attending and that the meeting is being conducted in accordance with the Sunshine and Public Record laws of Florida.

There were no public comments.

The first order of business was the approval of the prior Governance & Compensation Committee meeting minutes.

Mori Hosseini made a motion to approve the Governance and Compensation Committee Minutes from June 22, 2020, which was seconded by Barbara Essenwine, and approved unanimously.

Howard Haug reviewed the two updates to Space Florida's Compensation Philosophy and Guiding Pay Principles that is ready to be presented to the full board for approval.

Barbara Essenwine made a motion to approve the updated Space Florida's Compensation Philosophy and Guiding Pay Principles to be presented to the full board at the next scheduled board meeting, which was seconded by Jesse Biter, and approved unanimously.

Howard Haug reviewed the results of the Base Compensation Market Study & Performance Management Guidelines performed by Harrington and Associates to be presented to the full board at the next board meeting.

Barbara Essenwine made a motion to approve the Base Compensation Market Study & Performance Management Guidelines to be presented to the full board at the next scheduled board meeting, which was seconded by Mori Hosseini and approved unanimously

Howard Haug reviewed the proposed future Space Florida Board of Directors meetings and Committee meetings January 2021 through January 2022 to be presented to the full board at their next meeting.

Mori Hosseini made a motion to approve the schedule for Space Florida Board and Committee meetings which was seconded by Barbara Essenwine and approved unanimously.

CLOSING REMARKS & ADJOURNMENT

The meeting adjourned at 9:32 a.m. (ET)

DRAFT

Process for Performance Reviews of President/CEO and EVP, Treasurer CIO



December 7, 2020

Process outline for performance review of President/CEO, and EVP/Treasurer/ CIO

- Performance documentation prepared (as described below). Process will be facilitated by Judy Harrington (Harrington & Associates), with support from Rhonda Rosa (Space Florida Director of Human Resources) and Denise Swanson (Space Florida CFO and VP of Administration).
- Present documentation to the Governance and Compensation committee in advance of in person meeting.
- The Governance and Compensation Committee meets to review, discuss, and develop its' recommendation to the full board respective to the compensation of the two officers. Suggest that the meeting take place in Orlando. Judy Harrington, Rhonda Rosa, and Denise Swanson will attend to provide advice and counsel as required by the committee. Chair or other interested board members will be invited. Note this will be an open to the public meeting.
- Governance and Compensation committee presents its recommendation for action to the full board at their next in person meeting.

Time Frames:

- Review performance for the period of Officers July 1, 2017 through Fiscal year ended June 30, 2020.
- Process described above to begin Mid-February 2021, to be completed at Board of Directors Meeting in April 2021.

Performance Documentation:

- 3-year summary of overall organizations accomplishments (2 pages).
- Highest areas of influence by each Officer (1 page each).
- Three 1-year self-evaluation summaries by the two officers using Space Florida Performance Form (total 10 form pages).
- Harrington & Associates to provide pay grade range information for the two officers (1 page).
- Copies of the two Officers contracts.
- Governance & Compensation Committee review memos for each officer with recommendations for full board action (1 page each).