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## Reno-Sparks Convention & Visitors Authority Special Meeting of the Board of Directors Meeting Minutes February 25, 2021

The Regular Meeting of the Board of Directors of the Reno-Sparks Convention & Visitors Authority met at 9:00 am, February 25, 2021, <u>via teleconference/videoconference only pursuant to NRS 241.023.</u> The meeting was properly noticed and posted in compliance with the Nevada Open Meeting Law.

### A. <u>OPENING CEREMONIES</u>

Call to Order Roll call

#### **Board Members Present:**

Councilwoman Charlene Bybee Andy Chapman Daniel Farahi Shannon Keel Commissioner Bob Lucey Rick Murdock Mayor Hillary Schieve Ann Silver Mark Sterbens

#### **Board Members Absent:**

#### **RSCVA Executive Staff Present:**

Charles Harris, President & CEO Robert Chisel, Vice President of Finance and Operations Michael Larragueta, Vice President of Sales Art Jimenez, Executive Director of Tourism Sales Christina Erny, Director of Marketing Ben McDonald, Director of Communications Julie Williams, Human Resources Manager Ben Kennedy, Legal Counsel Molly Rezac, Legal Counsel

#### **RSCVA Executive Staff Absent:**

Jennifer Cunningham, Executive Vice President

### B. COMMENTS FROM THE FLOOR BY THE PUBLIC

Pursuant to Section 2 of Directive 006, the public may provide public comment by emailing comments to boardclerk@renotahoeusa.com or by leaving a voicemail (limited to three minutes) at (775) 827-7602 (note this, not a live call-in line).

# C. <u>APPROVAL OF THE AGENDA OF FEBRUARY 25, 2021 SPECIAL MEETING OF THE BOARD</u> OF DIRECTORS

<u>MOTION</u>: Member Mark Sterbens made a motion to approve the agenda. It was seconded by Ann Silver. **Motion carried unanimously.** 

# D. <u>APPROVAL OF MINUTES OF JANUARY 28 REGULAR MEETING OF THE BOARD OF DIRECTORS</u>

**MOTION**: Member Andy Chapman made a motion to approve the January 28, 2021 meeting minutes. It was seconded by member Ann Silver. **Motion carried unanimously.** 

### E. FINANCE DIVISION

E1. <u>Discussion and possible action on a resolution authorizing the issuance of the "Washoe County, Nevada, General Obligation (Limited Tax) Reno-Sparks Convention & Visitors Authority Refunding Bonds (Additionally Secured with Pledged Revenues), Series 2021" in the principal amount not to exceed \$70,000,000 for the purpose of refunding certain outstanding bonds; providing the form, terms, and conditions of the bonds and the security therefor; and providing the effective date.</u>

Robert Chisel, Vice President of Finance, began by acknowledging his retirement on March 1, 2021. He recognized his departments that include finance, IT, and the facilities team, for their efforts and hard work during the past year. He applauded the entire RSCVA team and stated that he is proud to have been a part of this organization. Mr. Chisel went on to say that based upon the cash balance in the General Fund of \$10M as of December 31, 2020, and the over \$9.5M in debt service, the RSCVA is in an excellent financial position. Mr. Chisel said that this item before the board today provides tremendous savings and is presented to the board thanks to the RSCVA Bond Advisors, JNA Consulting Group. He said that this refunding would continue to help the financial condition of the RSCVA today and for years to come. Mr. Chisel turned the meeting over to Courtney Jaeger, Director of Finance, to expand further.

Ms. Courtney Jaeger, Director of Finance, introduced John Peterson (J&A Consulting), Kendra Follett (Sherman & Howard), Christine Vuletich, and Lori Cooke (Washoe County). She reminded the board that the bonds discussed today are all refunding bonds; there is no new funding requested and no extension of the maturity dates. Ms. Jaeger gave the board a brief history of the bonds. She stated that the bonds were initially issued in 1999 through the Cooperative Agreement with Washoe County and refunded in 2011 and 2019. The 2021 Refunding Bonds will be supported by pledged revenues, including the proceeds of a 2% license tax imposed upon the rental of transient lodging within the County and the 6% General Room License Taxes. She went on to say that the current outstanding principal balance of the bonds is \$85,984,000. The entire balance will be refunded, with an estimated principal amount outstanding not to exceed \$70,000,000. Based upon current interest rates, this refunding should result in savings of approximately \$7,500,000 over the bonds' remaining life (final payment 01/01/2033). Ms. Jeager said that staff recommends approval of this resolution authorizing the issuance of the Washoe County, Nevada, Taxable/Tax-Exempt General Obligation (Limited Tax) Reno-Sparks Convention & Visitors Authority Refunding Bonds (Additionally Secured with Pledged Revenues), Series 2021.

<u>MOTION</u>: Councilwoman Bybee made a motion to approve the written resolution as presented authorizing the issuance of the "Washoe County, Nevada, General Obligation (Limited Tax) Reno-Sparks Convention & Visitors Authority Refunding Bonds (Additionally Secured with Pledged Revenues) Series 2021. It was seconded by member Mark Sterbens. <u>Motion carried unanimously.</u>

### G BOARD MEMBERS COMMENTS REGARDING ITEMS FOR FUTURE MEETINGS

Chair Hillary Schieve proposed an agenda item for the next regularly scheduled board meeting. She suggested the formation of a Downtown Facilities Advisory Board.

## H COMMENTS FROM THE FLOOR BY THE PUBLIC

Public Comment by Mr. Richard Phillips has is attached to the meeting minutes below.

## I <u>ADJOURNMENT</u>

<u>MOTION</u>: Member Ann Silver made a motion to adjourn. It was seconded by member Andy Chapman. <u>Motion carried unanimously.</u>

Meeting adjourned at 9:14 am.

## **PUBLIC COMMENT**

From: phillips.r0@outlook.com

To: Charles Harris; Mike Larragueta; Robert Chisel; Jennifer Cunningham; Art Jimenez; Ben McDonald; Christina

Erny; Courtney Jaeger; Board Clerk

Subject: Comments about Board Meeting: February 25, 2021

**Date:** Monday, March 1, 2021 7:47:09 AM

#### RSCVA:

I viewed your most recent Board meeting and yet again, the new RSCVA CEO Charles Harris has displayed a lack of ethics and integrity.

First, the public comment I submitted on February 22, 2021, was omitted from the public comment section of your board meeting, even though I clearly stated in the subject of my email that I was submitting a public comment. Another unethical action from Charles Harris! This is my <u>final</u> request for my previous email, included below, to be entered into the record as public comment during your next board meeting. I am being *generous* by giving Charles a final chance before filing a complaint with the Attorney General's office.

Next, during your Board meeting, Charles made a big show of pausing the meeting to "thank" employees, which was laughable since he has openly not supported fairly compensating employees and restoring their pay. His "thanks" was clearly insincere, considering Charles demanded a clause in his contract excluding himself from the paycuts all other employees received! Actions speak louder than words! It's a shame that the money the RSCVA claims it will save by refinancing those bonds will only be used towards Charles' bloated salary and bonus. Why didn't Charles support employee pay restorations or bonuses in the prior Board meeting, if he knew all along the RSCVA was on the precipice of saving millions of dollars? Charles continues to be dishonest and self-serving!

Finally, why was there no mention of the female employee who resigned, Jennifer Cunningham? Why was there no public "thank you" to her like the thanks Charles gave to the male employee who resigned? This is a continuation of the gender bias against women Charles displayed at the previous board meeting, as he laughed when Jennifer was denied a bonus. **This is another example of his disgusting misogynistic behavior.** 

This Board meeting was another disappointing performance from the unqualified, greedy CEO Charles Harris.

Please know that I will continue to watch all RSCVA public meetings. As with my previous communication to you, I am hereby demanding this message be entered into the record as a public comment at your next board meeting.

Sincerest Regards, Richard Phillips **From:** phillips.r0@outlook.com

Sent: Monday, February 22, 2021 4:22 PM

**To:** charris@renotahoeusa.com <charris@renotahoeusa.com>; mlarragueta@renotahoeusa.com <mlarragueta@renotahoeusa.com>; rchisel@renotahoeusa.com <rchisel@renotahoeusa.com>; jcunningham@renotahoeusa.com <jcunningham@renotahoeusa.com>; ajimenez@renotahoeusa.com>; bmcdonald@renotahoeusa.com <bmcdonald@renotahoeusa.com>; cerny@renotahoeusa.com <cerny@renotahoeusa.com>; cjaeger@renotahoeusa.com>; jhart@mynews4.com

**Subject:** CEO Lack of Qualifications and Ethics: Public Comment

RSCVA:

The media coverage regarding the excessive compensation of the new RSCVA CEO Charles Harris and his refusal to take a pay cut has prompted me to research this situation further. I reviewed his employment contract, watched the two board meetings he attended, and checked into his work history.

All of this shows that not only is he grossly overpaid, but he is utterly incompetent and unfit for the position of CEO. So much so it seems the firm that recruited him, Searchwide Global, was clearly negligent! Please consider the following evidence:

### **Board Meeting Presentation – Content & Behavior**

At the January 2021 Board Meeting, Charles presented a "CEO Update." This presentation was rife with plagiarism and lacked any relevant content worthy of a highly compensated CEO. Specifically: Slide 2 was plagiarized from a presentation given by Alexander Robison with STR, Inc.; the 3rd slide was just a stock image; 4 slides were plagiarized from the Destination's Analysis Group. Other worthless content included a picture of Charles in some obscure magazine - his point being that promoting *his face* is good for Reno! Laughable!

Next, Charles congratulated himself for meeting RSCVA staff, rambling about how "happy" a staff member was to have the honor of a meeting with the CEO. I'm sure that staff member was thrilled to meet with the unqualified CEO who didn't support restoring the staff's pay!

In comparison, Sales Manager Mike's presentation was *excellent*, with original slides relevant to the Reno-Sparks area. I hope Charles took notes!

Next was the CEO Goals and Objectives. Per his contract, Charles was supposed to set goals to be met before receiving his \$101,500 bonus. **His goals were a joke!** It was apparent that Charles has no idea how to do his job and will do anything to avoid being held accountable:

- First, Charles admitted he needed help from Bill Hanbury of Searchwide Global to identify his own goals. Later, Hanbury publicly admitted that Charles needed help from him to do the job he was hired for (more on that below).
- Goal: "Explore Establishing a Customer Advisory Board (CAB)." Instead of being accountable

for actually creating the CAB, he set the vague goal of *exploring* the idea. *Exploring* an idea is not a goal! He's blatantly avoiding accountability!

- Goal: <u>Update the Expiring Strategic Plan.</u> Yes, Charles, when a Strategic Plan expires, you create a new one. Not a goal, just the basic duties you're paid \$290,000 for.
- Goal: <u>Meet Each Staff Member and Board Member</u>. Meeting the people you work for and with are not goals that's part of the job! Charles noted the Board's priorities include "creating grater staff satisfaction." But, since he started, there have been headlines about alleged staff mistreatment and now tenured staff are quitting.
- Goal: Execute Local Media Tour with News Outlets. Charles's local media tour has been a huge failure, with headlines including:
  - "RSCVA Staff Criticize New CEO" This is Reno
  - "Reno-Tahoe Executive VP, Finance Exec Submit Resignations" RGJ
  - "Why is the RSCVA CEO Exempt from Taking a Paycut?" KRNV
  - "RSCVA Nixes Staff Retro Pay" RGJ
  - "RSCVA CEO's Contract Guarantees He'll Never Take a Paycut." KRNV
- Goal: <u>Elevate Destination Image/CEO to Join Industry Boards</u>. Charles admitted publicly that he'd never visited Reno-Tahoe before interviewing for the CEO job, but he thinks *his face* is the key to elevating the destination's image? Arrogant! Are the dues for Charles to join "industry boards" included in his \$420,000 compensation package, or will he be asking for even more money to meet this narcissistic goal?
- Goal: Meet 50 Community Members. Finally, one measurable goal! But how is meeting locals outside of his job description? Wouldn't local applicants for the job have already met this "goal"?

When board members expressed concerns and noted the lack of measurability/accountability in Charles's goals, his pathetic responses included: "But I based my goals on the goals the previous CEO had" and "the previous CEO didn't have measurable goals his first year!" He didn't mention that the previous CEO did not receive a bonus during his first year, a fact he was reminded of. Also, Charles thought he was smart for copying Phil Delone's homework! The same Phil who resigned after headlines about harassing employees! Ridiculous!

When the Mayor asked Charles to name specific conventions he'd be going after, Charles failed to name one. Instead he pleaded that he's "learning to walk before be runs" (timestamp 1:40). For \$420,000, he should hit the ground running! Not be "learning to walk!" Is he better suited to be an intern?

Ann Silver asked Charles if he'd be disappointed if he didn't receive his bonus, based on the above. He responded that he still expected his \$101,500 bonus, and if he didn't get it, other staff bonuses would need to be "evaluated." **Outrageous!** He has the gall to hold his team's bonuses hostage if he doesn't get his? After he didn't support their back pay? What a pathetic excuse for a leader. It's clear Charles is treating the RSCVA team unfairly and unequally, and possibly harassing them.

Bill Hanbury with Searchwide Global, admits at timestamp 1:49 that he is providing counsel to

Charles and teaching him how to do his job, a public admission that he brought forth an incompetent candidate who needs to be trained. A qualified CEO candidate would know how to do the job independently. This reeks of negligence! Per the RSCVA minutes, Hanbury and his firm were paid \$75,000. The fees for similar local recruitments average at \$30,000. Did the \$75,000 paid to Searchwide include a \$45,000 babysitting fee for Charles? Is Searchwide receiving compensation to train the unqualified candidate they brought forward?

## **Ethics and Integrity Concerns about Charles Harris**

At the Board Meeting, there was a lengthy discussion about awarding Jennifer Cunningham a \$15,000 bonus for her work as the interim RSCVA CEO. Some commented that her previous raise was adequate and so forth. Charles did not say a single word during this agenda item. For someone who had so much to say in defense of his own \$101,500 bonus, Charles had nothing to say about his team member's small \$15,000 bonus. A comment was made that Jennifer took a paycut as CEO, but again, Charles stayed silent about the fact that he *refused* to take a paycut as CEO. Instead, Charles grinned and then laughed hysterically (timestamp 3:10) when Jennifer was denied a bonus. What a disgusting display of arrogance and conceit!

During the discission about restoring employee salaries, Charles was also completely silent, rather than telling the board he was the *only* employee who didn't receive a paycut. Charles displayed a true lack of character, and these actions show him to be egotistical, greedy, dishonest, and disrespectful. I'm sure his team realizes that he is worthless as a CEO.

A review of Charles's previous work experience against the job description for RSCVA CEO clearly indicates he was a completely unqualified candidate and should not have been considered for the job.

Specifically, per the RSCVA CEO Job Description, a candidate must have:

- A thorough understanding of the destination and it's marketing and business challenges.
  - Per Charles's October 14 RGJ Interview: "I need to refresh myself as far as the knowledge I have of the destination (Reno)." Charles publicly admitted he did not meet this qualification!
- Be a successful leader who is a results driven, team-focused professional.
  - Asking for a contract provision that excludes you from team paycuts, then not supporting the restoration of your team's pay or their bonuses, are not "team focused" actions!
- Management experience with full P&L responsibility; Must have a proven track record as a CEO.
  - Marketing Manager was the highest industry position Charles held prior to this role. No full P&L experience, and Charles has never been a CEO.
- Experience in marketing and/or managing convention center and event venues.
  - Per review of his work history, Charles has no experience managing any facilities.
     During his CEO Update presentation, he acted like touring the facilities he's being paid

to manage was a huge accomplishment, but he couldn't properly name them! Pitiful!

- Impeccable leadership skills
  - As clearly referenced above, Charles has shown no leadership skills!
- An effective consensus builder.
  - Already two senior RSCVA team members have quit since he got hired! The community
    will watch this situation closely, including his potential involvement with replacing the
    experienced managers who quit. Should he fill those positions with unqualified cronies
    from Anaheim or his friend circle, he will be held accountable publicly for further
    damaging the RSCVA.
- High integrity with a strong moral compass.
  - Charles's lack of morals and integrity have been in the press recently and are adequately demonstrated by his behavior at the board meetings.
- An individual with a high likeability factor who is charismatic, confident, empathetic, and humble.
  - His behavior at the board meetings clearly shows Charles has *none* of these qualities.
- Build a positive image of the RSCVA in relevant media.
  - See the media headlines! He's ruining the RSCVA's reputation!

### **Conclusion**

Searchwide Global was negligent in selecting Charles Harris as a viable candidate for the CEO position. He clearly did not meet the requirements listed in the job description and lacked the experience needed to fulfill the role of CEO. His behavior during the board meetings has been disgusting and shown him to be greedy, self-serving, and unfit for the CEO position. His lack of respect for the RSCVA team and our community is evident in his words and actions, or lack thereof, and Charles has shown himself to be weak, insecure, and incompetent.

I intend to distribute my public comments and research accordingly, so I encourage you to read this in full.

Sincerest Regards, Richard Phillips