

**NON-PRIVILEGED COMMUNICATION**

M E M O R A N D U M

**To:** Reno-Sparks Convention and Visitors Authority  
Board of Directors

**From:** Dickinson Wright PLLC  
Benjamin W. Kennedy

**Date:** February 21, 2023

**Re:** Discussion and possible action to approve the recommendation from the Executive and Legislative Committee to commence discussions with Charles Harris, RSCVA President and CEO, in an attempt to extend the term of Mr. Harris' Employment Agreement

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BACKGROUND

Mr. Harris' existing Employment Agreement is dated as of October 5, 2020. Per §3.1 of the Employment Agreement, Mr. Harris' term of employment with the RSCVA commenced November 16, 2020, and remains in effect through October 31, 2023. § 3.1 of the Employment Agreement further provides that the RSCVA and Mr. Harris are to commence renewal discussion no later than Monday, May 1, 2023, and if the RSCVA does not intend to renew Mr. Harris' Employment Agreement, the RSCVA is required to notify Mr. Harris of that fact no later than July 1, 2023.

The RSCVA Executive and Legislative Committee met on February 2, 2023, and was asked to make a recommendation to the full RSCVA Board of Directors as to whether the RSCVA should commence negotiations with Charles Harris, RSCVA President/CEO, to extend the term of his current Employment Agreement, and if so, the process the Committee recommended utilizing in doing so.

The Committee took action to bring a recommendation to the Board that: (i) the RSCVA should commence discussions with Charles Harris, RSCVA President/CEO, in an attempt to extend the term of Mr. Harris' Employment Agreement; (ii) the Executive and Legislative Committee, through its Chairperson, Shannon Keel, should work with Mr. Harris in an effort to negotiate mutually agreeable terms to extend the terms of Mr. Harris' Employment Agreement; (iii) if Ms. Keel and Mr. Harris are able to reach agreeable terms, the proposed contract terms should be brought back to the Executive and Legislative Committee for review and possible recommendation to the full RSCVA Board of Directors for final approval.

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At this time, the Board is not being asked to discuss or recommend the terms of any potential renewal. Rather, the questions before the Board are limited to: (i) whether the RSCVA should commence negotiations with Mr. Harris to explore an extension of his current Employment Agreement; and (ii) if so, the process the process to be implemented to do so.

#### POTENTIAL MOTION TO ACCEPT COMMITTEE RECOMMENDATION

I move that the RSCVA Board of Directors accept the recommendation of the Executive and Legislative Committee recommendation that: (i) the RSCVA should commence discussions with Charles Harris, RSCVA President/CEO, in an attempt to extend the term of Mr. Harris' Employment Agreement; (ii) the Executive and Legislative Committee, through its Chairperson, Shannon Keel, should work with Mr. Harris in an effort to negotiate mutually agreeable terms to extend the terms of Mr. Harris' Employment Agreement; (iii) if Ms. Keel and Mr. Harris are able to reach agreeable terms, the proposed contract terms would be brought back to the Executive and Legislative Committee for review and possible recommendation to the full RSCVA Board of Directors for final approval.