



**Arizona Commerce Authority Board Call Minutes
PUBLIC MEETING MINUTES
Tuesday, August 30, 2011**

A. Call to Order:

The meeting was called to order at 11:00am and the Chair requested roll be called.

B. Roll Call and Introductions:

The meeting was noticed and properly posted. A quorum was present.

Board Members Present

Governor Jan Brewer
Jerry Colangelo
Drew Brown
Michael Bidwill
Roy Vallee
Craig Barrett
Gary Abrams
Mike Ingram
Michael Manson
Candace Wiest
Victor Smith
Phillip Francis
Paul Bonavia
Tim Jeffries
Stephen Macias
Don Cardon
House Speaker Andy Tobin
Senate President Russell Pearce

Board Members Not Present

Richard Adkerson
Doug Pruitt
Mary Peters

Guests Present

Bess Cadwell – Govig & Associates

Staff Members Present

Eileen Klein – Chief of Staff, Governor Janice K. Brewer
Sandra Watson – COO/EVP, Arizona Commerce Authority
Deborah Gilbert – Executive Assistant, Arizona Commerce Authority

C. Welcome Remarks from Chairperson:

Governor Brewer thanked all Board members for agreeing to serve and for contributing their time and dedication to the future of Arizona. She said the Board is a representation of every key sector of the economy and the state as a whole. The Governor stated she expects Board members to take an active role in shaping the ACA's vision, achieving results, being ambassadors for our state and keeping the public's trust.



D. Welcome from Co-Chair:

Mr. Colangelo welcomed the Board and invited them to share any thoughts.

E. Board Member Remarks:

Mr. Abrams remarked he is excited to serve and thanked the Governor for the opportunity.

Mr. Bonavia stated that TREO is very enthusiastic about the possibilities the ACA could bring to Arizona.

F. CEO Update and Overview:

Don Cardon mentioned the ACA will be completing an analysis of its four target sector areas, as well as data on how Arizona ranks in the global marketplace. He reaffirmed his commitment to transparency and expressed his desire to make ACA the #1 “go to” agency for economic development. Mr. Cardon discussed how the ACA will maximize its resources.

G. Call to the Public for Questions and/or Comments from Attendees on the Phone:

Mr. Manson thanked the Governor for selecting Don Cardon as CEO, saying he has a wealth of knowledge and an excellent team working with him.

Mr. Jeffries stated he is looking forward to meeting and working with Don Cardon. He strongly believes Arizona is a great environment for entrepreneurs to create jobs and wants to assist in being a strong, robust driver of jobs in our state.

Speaker Tobin stated that he appreciates the openness of the ACA and is excited for the success of the organization.

H. Chairperson – Next Steps:

Nominating Committee

The Chair announced that the Nominating Committee will consist of Chair Drew Brown and members Gary Abrams and Roy Vallee. The Nominating Committee is responsible for recommending the structure, seeking nominations for, and making a recommendation for the Executive Committee, to be elected at the September 27 meeting. Anyone interested in serving on the Executive Committee must let the Nominating Committee know by Tuesday, September 6.

Compensation Committee

The Chair named Mary Peters as Chair of the Compensation Committee, with Michael Manson and Tim Jeffries as members. The Compensation Committee will set and monitor performance measures for the CEO and will make recommendations to the Board for retention, salary and bonuses.



Audit Committee and Finance Committee

The Chair stressed the importance of both the Audit and Finance Committee, which will be announced at the September 27 meeting. Board members wishing to serve are asked to contact the chair.

Team ACA

The Chair stated that the Authority is designed to partner with the private sector to change how the state engages in economic development. The Chair announced the ACA will set up a private 501c3/c4 investment arm, which Mr. Colangelo will chair. Board members wishing to serve on this team are asked to contact Mr. Colangelo. The team will be announced at the September 27 meeting.

I. Motion to Enter Executive Session:

Mr. Abrams proposed a motion to enter into executive session. Mr. Manson seconded the motion.

J. Executive Session Called to Order:

- Item #001 up for discussion – CEO Compensation Packs and Contract (Pursuant to ARS §38-431.03(A)(1))

Let it be noted that all members present during the general session were present for the executive session, with the exception of Don Cardon.

K. Motion to End Executive Session:

Mr. Abrams proposed a motion to end executive session. Mr. Manson seconded the motion.

L. Roll Call for Vote on Item #001 – CEO Compensation Package and Contract (Pursuant to ARS §38-431.03(A)(1)):

Board Members Present

Governor Jan Brewer
Jerry Colangelo
Drew Brown
Roy Vallee
Craig Barrett
Gary Abrams
Mike Ingram
Michael Manson
Candace Wiest
Victor Smith
Phillip Francis
Paul Bonavia

Board Members Not Present

Richard Adkerson
Doug Pruitt
Don Cardon
Mary Peters
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Guests Present

Bess Cadwell – Govig & Associates

Staff Members Present

Eileen Klein – Chief of Staff, Governor Janice K. Brewer
Sandra Watson – COO/EVP, Arizona Commerce Authority



Tim Jeffries
Stephen Macias
House Speaker Andy Tobin
Senate President Russell Pearce

Staff Members Not Present
Deborah Gilbert – Executive Assistant, Arizona Commerce
Authority

M. Motion to Vote on Item #001 - CEO Compensation Package and Contract (Pursuant to ARS §38-431.03(A)(1)):

Mr. Abrams proposed a motion to adopt the terms of item number one as discussed in executive session. Mr. Manson seconded the motion.

N. Comments from the Board:

Speaker Tobin stated that he fully supports Don Cardon as President and CEO, but he cannot support the compensation package due to the state's financial situation.

President Pearce commented that due to the state's current environment, and because this involves tax dollars, he has strong concerns and opposition to the proposed CEO's compensation package; however, he is fully supportive of the ACA and Don Cardon as President and CEO.

Members acknowledged the concerns of the Speaker and President but indicated the importance of providing a competitive compensation package.

O. Announce the Vote on Item #001:

ACA voting members voted unanimously in favor of approving the CEO Compensation Package and Contract.

P. Adjournment:

A motion was made to adjourn the meeting.