1. Call to Order:

Committee Chair Aaronson called the meeting to order at 10:05 a.m. and noted a quorum.

Mr. Gray joined today’s meeting and appointed himself as a member of the Committee for purposes of this meeting.

2. Approval of Minutes – September 9, 2016 – Human Resources and Governance Committee Meeting:

Ms. Jones made a motion (Seconded: Mr. Browchuk) to approve the minutes from the September 9, 2016 Human Resources and Governance Committee Meeting. Voice Vote – motion passed unanimously.

3. Discussion Items:

(a) Discussion of Governance Trends in Industry.

The Committee discussed the study titled: Commonsense Principles of Corporate Governance, requesting a staff report be distributed at the November Human Resources and Governance Committee meeting.

4. Action Item:

(a) Consideration of and Action Upon Approval of 2017 Legislative Proposals.

Mr. Dillon reported on the CAA’s legislative initiatives for the upcoming year. General discussion ensued regarding the legislative proposals. A white paper on the CAA’s statutory responsibilities will be distributed to Chair Aaronson, and Mr. Gray for review before next week’s board meeting.

Mr. Browchuk made a motion (Seconded: Ms. Jones) to approve the item, and to forward it onto the full Board for approval. Action Item (a) - Voice Vote – motion passed unanimously. Comr. Smith recused herself from Item (a).
5. **Executive Session:**

Ms. Jones made a motion (Seconded: Comr. Smith) to go into Executive Session at 10:40 a.m. for the purposes of discussing the following item. **Voice Vote – motion passed unanimously.**

(a) **Discussion of Executive Director Employment Contract (Personnel Matter).**

The Committee came out of Executive Session at 11:10 a.m.

6. **Action Item:**

(a) **Consideration of and Action Upon Approval to Recommend Delegation of Authority to the CAA Board Chair to Negotiate and Execute a Contract Extension with the CAA Executive Director.**

Ms. Jones made a motion (Seconded: Comr. Smith) to approve the item, and to forward it onto the full Board for approval, **Action Item (a) - Voice Vote – motion passed unanimously.**

7. **Adjournment**

Ms. Jones made a motion (Seconded: Comr. Smith) to adjourn the Committee meeting at 11:12 a.m., **Voice vote – motion passed unanimously.**