MASSACHUSETTS CONVENTION CENTER AUTHORITY BOARD TASK FORCE DECEMBER 11, 2023

A meeting of Board Task Force of the Massachusetts Convention Center Authority ("Authority") was convened at approximately 10:04 a.m., on December 11, 2023, at the Boston Convention & Exhibition Convention Center, 415 Summer Street, Boston, MA via MICROSOFT TEAMS MEETING OR JOIN BY TELEPHONE: DIAL-IN NUMBER 1-857-702-2232; CONFERENCE ID: 376396621#.

Members in attendance at via MICROSOFT TEAMS were the following: Emme Handy, Xiomara Albán DeLobato, Carlos Aramayo, Gwill York, Sheena Collier, Meg Mainzer-Cohen, Michael Donovan, Khushbu Webber and Dr. Aisha Miller.

Staff members in attendance via MICROSOFT TEAMS were: Herschel Herndon, Christine Pulgini, Joanne Pages, and Mark O'Leary.

Also in attendance via MICROSOFT TEAMS were: Attorney Thomas Kiley, Greg Almieda from Global View Communications, and Kendra Mack, from Kanarys, Inc.

I. ROLL CALL

The meeting was called to order at 10:04am, and Chair of the Board, Emme Handy confirmed a quorum for the meeting with a Roll-Call Vote.

Roll-Call Vote:

Present Emme Handy Present. Carlos Aramayo Not Present. Cindy Brown Present. Meg Mainzer-Cohen Present. Sheena Collier Xiomara Albán DeLobato Present. Present. Michael Donovan Not Present. Michael Flaherty Esq. Present¹. Dr. Aisha Miller

Khushbu Webber

Present.

 $^{^{\}mathrm{1}}$ Dr. Aisha Miller joined the call at 10:22 am

Ashley Groffenberger

Not Present.

Chris Pappas

Not Present.

Gwill York

Present.

II. REVIEW AND ADOPTION OF MINUTES OF NOVEMBER 13, 2023

Upon motion duly made and seconded, the minutes of the November 13, 2023 meeting were approved by Roll-Call Vote.

Emme Handy

Yes.

Carlos Aramayo

Yes.

Meg Mainzer-Cohen

Yes.

Sheena Collier

Yes.

Xiomara Albán DeLobato

Yes.

Michael Donovan

Yes.

Dr. Aisha Miller

Yes.

Khushbu Webber

Yes.

Gwill York

Yes.

III. REVIEW AND ADOPTION OF MINUTES OF NOVEMBER 27, 2023

Upon motion duly made and seconded, the minutes of the November 27, 2023 meeting were approved by Roll-Call Vote.

Emme Handy

Yes.

Carlos Aramayo

Yes.

Meg Mainzer-Cohen

Yes.

Sheena Collier

Yes.

Xiomara Albán DeLobato

Yes.

Michael Donovan.

Yes.

Dr. Aisha Miller Khushbu Webber Yes. Yes.

Gwill York

Yes.

IV. UPDATE FROM HERSCHEL HERNDON, CHIEF DIVERSITY OFFICER

Xiomara Albán DeLobato, Chair of the Task Force, introduced Herschel Herndon, Chief Diversity Officer. Mr. Herndon gave a presentation to the Committee members (see attached).

V. REVIEW MAJOR FINDINGS FROM GVC VISIONING SESSION

Chair DeLobato, introduced Greg Almieda from Global View Communications, who made a presentation to the Board regarding the steps already taken to improve the Authority's diversity, equity, and inclusion efforts (see attached).

VI. SUMMARY OF OMBUDSPERSON POSITION

MCCA Ombuds Charter Principles: • Independent from MCCA (not an employee) and the Board, holds no other position that might compromise independence • Reports directly to the Board • Ombuds is neutral, impartial and unaligned o advocates for fair and equitably administered processes • The Ombuds has a responsibility to consider the legitimate concerns and interests of all individuals affected by the matter under consideration. • Communication with Ombuds are confidential • "The Ombudsman holds all communications with those seeking assistance in strict confidence and takes all reasonable steps to safeguard confidentiality, including the following: The Ombudsman does not reveal, and must not be required to reveal, the identity of any individual contacting the Ombudsman Office, nor does the Ombudsman reveal information provided in confidence that could lead to the identification of any individual contacting the Ombudsman Office, without that individual's express permission, given in the course of informal discussions with the Ombudsman; the Ombudsman takes specific action related to an individual's issue only with the individual's express permission and only to the extent permitted, and even then at the sole discretion of the Ombudsman, unless such action can be taken in a way that safeguards the identity of the individual contacting the Ombudsman Office. The only exception to this privilege of confidentiality is where there appears to be imminent risk of serious harm, and where there is no other reasonable option. Whether this risk exists is a determination to be made by the Ombudsman." • The Ombuds helps develop a range of responsible options to resolve problems and facilitate discussion to identify the best options. The Ombuds supplements, but does not replace, any formal channels. Use of the Ombudsman Office is voluntary, and is not a required step in any grievance process or organizational policy. Set term, removed only for cause.

VII. <u>OLD BUSINESS</u>

1. Task Force Charter: Not completed at time of meeting, it was decided that Committee Members would email Chair Handy with their suggested language.

VIII. ADJOURNMENT

Upon a motion duly made and seconded, Chair Handy conducted a Roll-Call vote to adjourn the meeting.

Roll Call Vote:

Emme Handy

Yes.

Carlos Aramayo

Yes.

Meg Mainzer-Cohen

Yes.

Sheena Collier	No Response ²
Xiomara Albán DeLobato	Yes.
Michael Donovan	Yes.
Dr. Aisha Miller	Yes.
Khushbu Webber	Yes.
Gwill York	Yes.

The meeting adjourned at 12:09 am

Christine Pulgini

Associate General Counsel

² Sheena Collier left meeting at 12:05pm



Diversity, Equity and Inclusion Update: Board DEI Task Force Discussion Guide

December 11, 2023

MASSACHUSETTS CONVENTION CENTER AUTHORITY



Today's Discussion Guide

Review 3 Key MCCA DEI Priorities

Key Actions—Next 90 Days

Q&A

1. Culture: Fact Based/Data Driven Analysis

2. DEIB Enabling Structure: Build Out

3. Finalize Initial Operating Budget

1. Culture: Fact Based/Data Driven Analysis

- Start, Stop, Continue, Exceptional Job Sessions hosted by CDO: Sept.7-Nov. 29, 2023,
 - -40 Sessions, ranging from 1-3 hours each, and 165 participating associates
 - -18 Business days
 - -DEIB Cross-Functional Implementation Team: Organized themes and recommendations
- Equity Organization Assessment & Leadership Pulse
- Prince Lobel Tye Report Tracking
- Communications & Feedback: Updates, Town Halls, 3rd Party Employee Hot line
- Leadership Guidance:
 - -MCCA Board & Task Force: Governance and Oversight
 - -MCCA Senior Staff and Chief Diversity Officer: Strategy, Operations, Execution

2. DEIB Enabling Structure: Build Out

- People & Employee Engagement- Recruitment, Retention, Development, Learning, Mentoring, DEI Council (Internal, External and Youth components) & Employee Resource Group (ERG) Formulation integrated with HR and existing internal groups like SWIM/DIVE
- Supplier Diversity –Enhance Existing Practices, Focus, Marketing & Branding. Priority target areas:
 - -# of MBE/WBE Partners
 - -% of Spend (Direct, Discretionary, Tier II) Currently at 14% WBE and 8% MBE
 - -Business Development (Connecting Existing Suppliers with MBEs & WBEs
- Strategic DEI: Community Partnerships, MCCA Center of Thought Leadership, Communications
- Support Staff Projection: 3 FT Headcount

3. Finalize Initial Operating Budget

- CFO and CDE Partnership: Targeted Recommendations: Jan. 2024
- Investment and Tracking Process Established
- Adaptations and Adjustments

Summary: Key DEI Success Factors

- Support: Leadership, BOD, Management: Time, Funding, Resources
- Assess Current State
- Determine Strategy, Structure & Execution Plan
- Results: Align on Metrics—What will be different? Better?
- Communicate & Celebrate Incremental Success

Key DEI Success Factors

- Support: Leadership, BOD, Management: Time, Funding, Resources
- Assess Current State
- Determine Strategy, Structure & Execution Plan
- Results: Align on Metrics—What will be different? Better?
- Celebrate Incremental Success

MASSACHUSETTS CONVENTION CENTER AUTHORITY

Appendix:

Equity Innovation Approach

December 2023





Objective

- Following the publishing of the Lobel Report investigating allegations of discrimination against people of color, MCCA engaged Kanarys to perform a comprehensive Equity Organizational Audit (EOA) to determine the diversity and climate for inclusion at MCCA.
- The findings of the diagnostic will be leveraged to assist MCCA in the development of a strategic DEIB
 roadmap to ensure a sustainable inclusive culture that supports making Massachusetts a worldwide
 leader in the conventions and meeting industry.

Equitable Organization Audit (EOA) & EOA Leadership Pulse

Overview

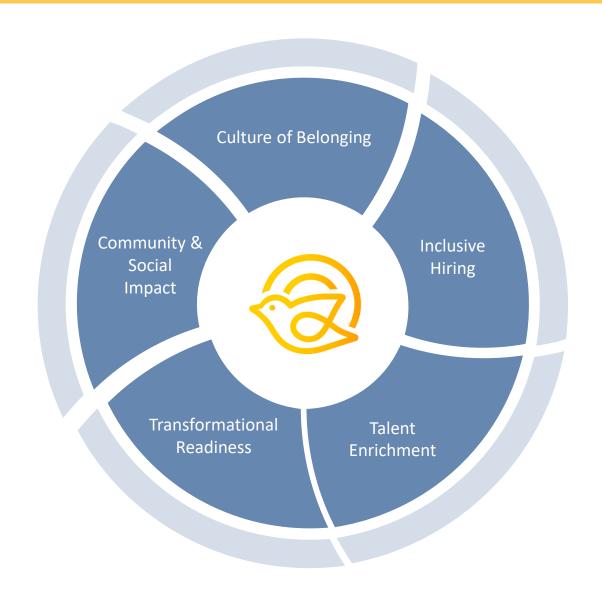
An assessment of MCCA's organizational DEIB policies, procedures, processes, and practices across the entire employee life cycle to identify the application of DEIB best practices & establishment of an equitable workplace. Additionally, the Leadership Pulse gauges leadership's sentiment and overall understanding of DEIB to help determine the organization's support and transformational readiness.

Method

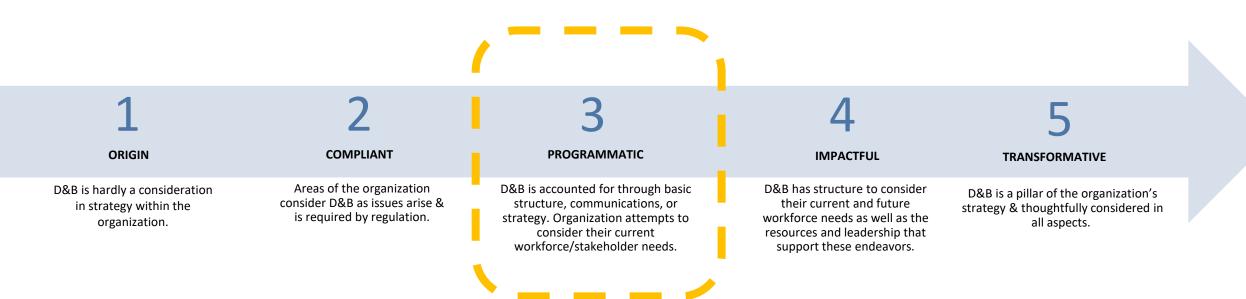
Online survey delivered via company email to key leaders in Human Resources and Leadership.

Outcome

An overall DEIB maturity rating and a set of strategic recommendations that include analysis in each of the following areas:



MCCA Overall EOA Maturity Score



91% of leaders (88 out of 97) participated in the EOA Leadership Pulse.



Visioning Session Recap & Decisioning Exercise

July 2023

Mass Convention Center Authority

Why are we here today?

To determine the Board's oversight role and involvement in our DE&I initiatives.

The first session was designed to evoke ideas.

In this session, we'll begin to make some decisions on what the board's DE&I involvement will be.

6.12.23 VISIONING SESSION FINDINGS

- MCCA board members have concerns about the current state of DE&I at the Authority, and what the board's role should be.
- There are a range of actions that can be taken, from a wait and see approach to evolving the work regardless of Prince Lobel's report findings.
- Board members agree that there needs to be a clear internal communications strategy that not only outlines how to address DE&I issues publicly, but also identifies what issues get escalated to the board for review.
- The board agrees that they should pursue opportunities to work on relationship building
 as a group to improve the cohesion of the board as a whole and align on how they can
 respond to DE&I issues in the future.
- It seems as if most board members want to define the success of any work through the new DE&I person with clear goals and accountability, reporting to the board once a quarter.
- There was interest in identifying ways MCCA could expand recruitment efforts beyond local searches and reviewing the promotion process for employees of color to improve retention.
- It appeared that most potential DE&I work would be employee-focused, but there was some interest in expanding supplier diversity efforts.
- The board's knowledge of current DE&I efforts and definitions could be improved.

Decision Areas



Additions To Board Documents



Governance & Accountability



What are we committing to?

GVC reviewed board documents and recommend three possible areas to incorporate DE&I. Any agreed upon DE&I statements should be added to the bylaws.

- BYLAWS: Add an additional subcommittee and identify its key responsibilities (i.e., culture, DE&I, etc.).
- ☐ TRAINING/EDUCATION: Board should conduct as soon as possible and refresh bi-annually.
- □ CODE OF CONDUCT: Add a discrimination clause.
- DE&I VISION, DEFINITION, & DECLARATION: Board level should have formal statements:

VISION	DEFINITION	DECLARATION
States future aspirational DE&I objectives of the board.	States how the board defines and provides the meaning of DE&I.	States an affirmative and actionable statement about how the board views DE&I.

Additions

TWO MODEL

CHOICES

In keeping with its current role, the board and its subcommittee should provide oversight of the DE&I Initiatives.

Cortex Model of Governance

Focuses on the value that the organization brings to the organization.

Clarifies and establishes outcomes to help the organization achieve success. Duties include defining standards and expectations for performance to meet the DE&I objectives.

Carver Model Of Governance

Focus on the "ends" of the organization's purpose.

Within defined limits, the board gives the CEO and/or DE&I Leader the bulk of the responsibility.

Both models require the board to provide the necessary financial and people power resources. Model selection tied directly to the Declaration of Priority.

POSSIBLE SUBCOMMITTE AGENDA

- Encourage balanced slate approach to all management and above roles
- ☐ Review promotion process for people of color
- ☐ Create a process on how things are escalated to the board
- Assessment of supplier diversity program

GOVERNANCE & ACCOUNTABILITY

If we agree that most of the accountability to progress our DE&I work lies with the new DE&I lead?

If so... the board would recommend the following:

- DE&I leader presents once a quarter to the board
- DE&I leader has clear benchmarks, goals, and milestones
- DE&I leader focuses on workplace/workforce first

FOR DISCUSSION

- 1. What's missing?
- 2. Practical next steps



- GVC to create board's strategic plan
 - o Board level DE&I vision, definition, and declaration of priority
 - Areas of focus
 - Integration plan
 - Program development
 - o Governance, oversight and accountability recommendations

APPENDIX: Visioning Session Responses

Q1: What events led us to this point?

- Local politician demanded the MCCA give someone a pay raise that was undeserved in the eyes of the authority- which started the trigger of events
 - If this person were dealt with differently- we wouldn't be here (i.e., wasn't fired, was put on leave w/ pay, etc.)
- Power of the media investigation we're not privy to
- We need the investigation to tell us what's true and not true we don't know
- No one from the board was approached about the investigation or to have a discussion; went right to the
 press
- What is the board's role? Do we have a say in promotion, who's fired, etc.?
- Board has never been aware of these issues given the ambiguity of the board's role in issues like this
- Came out of left field for internal staff as well as the board, nothing reported internally to HR
- Individuals who reported initial issues have elevated this to shine a light on a problem in their mind that is an
 institutional problem
- Lack of commitment from the board around doing better
- There isn't enough good press about the MCCA; we don't promote ourselves well enough; need to be proactive vs. reactive
- The public has asked for introspection, which manifests in statements and commitments to do better (Greg)

Q2: What word or phrase would you use to describe the current state of DE&I?

- Impressive training with staff
- Not diverse, equitable, or inclusive
- Across the board not good enough
- Even if we've done all these good things it's not good enough; as a board we need to strive to do better, regardless of what strides have been made so far
- We're okay but could be better
- We don't have a DE&I coordinator (senior level person); in the process of getting one
- MGT team could use more people of color
- Entry-level positions have diversity, but holes exist in the promotion process
- Want to reward people within the system; can't pluck people from the public as they need to learn the system; difficult balancing this
- Need to expand our view from local to nationwide searches
- If we were to ask POC who are currently employed if they feel a level of autonomy and ability to say "Those are rooms I feel comfortable being in", "yes I want to take these roles", or "yes there is a culture to voice that", most POC don't feel that authority to say I deserve to be there (regarding promotions)
- POC need to feel trained and comfortable to get promoted
- Need to have a conversation about the culture of MCCA; not just we're doing well by the % of people we
 hire, but what is the culture here and how comfortable are people not only working here but expressing
 themselves
- How big is the problem? Need to know how people feel about their jobs
- Didn't make a public statement on George Floyd, etc.; do we do this?
- Need an internal communication plan

Q3: What is our end game? Ultimately, what are we declaring and committing to?

- Get an understanding of what's happening and an active sense of values that we want to see the authority live by
- Board training; meaningful time training/retreat to get to know each other and revisit our mission
- Need clarity on the responsibility of the board and who we are
- What can we influence i.e. if we can't hire CDEIO can we influence pay, hierarchy, etc.?
- DE&I needs to be on the agenda at least quarterly once a senior DEI person is in place; need to get this going
- How should things get escalated to the board

Q4: When we talk about DEI, how should the board define it?

- Board vs. leadership vs. employees see this differently
- Need to have goals and milestones for CDEIO to achieve
- Need to have an accountability measurement
- Diversity of board: need to make an effort to have a board overview of who the nominees are, and how
 many seats are being filled to identify what we are lacking
 - o Governor's office decides this; depends on who is in office for how DE&I is defined

Q5: What's ours to do and what's the Authority responsible for?

- Top-down and what we do matters
- Making sure the CDEIO comes to the meetings
- Have updates regularly
- What role does the gov have in oversight of DE&I and can they make a case to push DE&I?

Q6: Where (what areas) should we be spending our time? (Supplier Inclusion, Diverse Community Relations, Workforce/Workplace, Leadership Engagement, Customers)

- More background on suppliers we are using; are they local, what are the demographics, is it minority-owned
- Don't have to choose the company based on those demographics, but would be important to note
- The investigation is looking into SD
- The board should be as influential as possible in all of these categories
- Good things that we do in these areas need to be highlighted; finding that balance of doing reactive promotion

