

**Massachusetts Technology Collaborative  
Personnel and Governance Committee Meeting  
June 4, 2020**

**MINUTES**

Directors: Pamela Reeve (Chairperson), Rupa Cornell and Alexandra Drain attended the Meeting.

Staff: Carolyn Kirk, Lisa Erlandson, Michael Baldino, Jennifer Saubermann, Holly Lucas Murphy, Brianna Wehrs and Kelly Kleanthous attended the Meeting.

Location: The Meeting was held virtually via Zoom

Ms. Reeve observed the presence of a quorum and called the Meeting to order at 9:35 a.m.

<b>Agenda Topic</b>	<b>Discussion</b>	<b>Action Taken</b>
Approval of Minutes	The minutes of the September 4, 2019 meeting of the Personnel and Governance Committee (“Committee”) were presented for approval.	The Committee voted unanimously and without abstention to approve the meeting minutes, as presented.
Governance	Ms. Reeve indicated there are two vacancies on the Finance and Audit Committee. The MassTech Finance and Audit Committee consists of two members – Joe Dorant, President of the Massachusetts Organization of State Engineers and Scientists (MOSES) and Anne Margulies, Vice President and Chief Information Officer for Harvard University. The board term of the previous Finance and Audit Committee Chair expired and he was not reappointed to the MassTech Board of Directors, therefore a new member and Chair is needed. A substantial discussion ensued	Motion #1, below, was made and seconded and passed unanimously and without abstention.

	<p>regarding the potential candidates to fill these vacancies. There was a consensus that (1) Paige Fetzer should be nominated to fill the member vacancy; and (2) Joe Dorant should be nominated to fill the Chair vacancy, and a motion reflect such was made and seconded and passed unanimously and without abstention. Ms. Lucas Murphy asked if Ms. Erlandson would send congratulatory emails, and Ms. Erlandson indicated she would after approval by Secretary Kennealy, as Chair of MassTech’s Board of Directors.</p>	
<p>Executive Compensation</p>	<p>Ms. Lucas Murphy indicated she would present an executive compensation recommendation for Ms. Saubermann, and Ms. Saubermann left the meeting.</p> <p>Ms. Lucas Murphy presented comparative survey data for Ms. Saubermann’s position of General Counsel, as well as the position of Director of Government Affairs, which Ms. Saubermann also holds. The data included benchmark compensation data for private sector companies as well as salary data for positions with similar functions and responsibilities at state entities, including quasi-public agencies. Ms. Lucas Murphy noted that MassTech has continued its practice of not offering bonuses to employees.</p> <p>There was a detailed discussion of Ms. Saubermann’s compensation as well as her contributions to MassTech since assuming the role of General Counsel. Ms. Kirk indicated that Ms. Saubermann has successfully taken on a great deal of additional responsibility, has searched out continuing education in areas where she needed additional training, and that Ms. Kirk trusts her judgement. Overall it was determined that Ms. Saubermann is an asset to MassTech and that this increase is a good way to retain her. It was decided that her salary would be increased 12%, from \$165,000 to \$185,000. It was noted by Ms. Lucas Murphy that</p>	<p>Motion #2, below, was made and seconded and passed unanimously and without abstention.</p>

	<p>MassTech is trying to put Ms. Saubermann in the middle band of other quasi agencies for this position.</p> <p>After the motion Ms. Saubermann returned to the meeting.</p>	
Organizational Update	<p>Ms. Lucas Murphy presented an update on the status of MassTech’s organizational structure and related operational and human resources matters.</p> <p>Ms. Lucas Murphy indicated that the HR Department has been working on some new morale building endeavors and ways to keep employees connected during the COVID19 work from home scenario, and they feel things are going well. Some weekly employment engagement activities implemented include employee song lists, coffee talk sessions, sharing of employee pets, “secret sound Thursday” and a Newsletter. In addition, Ms. Lucas Murphy stated that best practices for working remotely were also being sent out, as well as updates regarding Division programs. A detailed discussion ensued around potential issues that could come up for employees, such as isolation, depression, self-care, and Zoom fatigue, and ways to combat this. Ms. Lucas Murphy indicated that the MassTech staff is working together to successfully navigate this time, with regular leadership meetings under Ms. Kirk making things more efficient. A discussion then ensued regarding the current social unrest, and ways that MassTech could potentially address the issue with employees, with committee members agreeing it was something that needed to be thought about.</p> <p>There being no other business to discuss, the Committee voted unanimously to adjourn the meeting at 10:42 a.m.</p>	Not Applicable

Materials and Exhibits Used at this Meeting:

1. Draft Minutes of the September 4, 2019 meeting of the Personnel and Governance Committee
2. Finance and Audit Committee Nominee Bios
3. Motion – Finance and Audit Committee Motion
4. Executive Compensation Materials and Presentation (including Salary Comparisons)
5. Motion – Executive Compensation
6. Organizational Update Presentation

**Motions Adopted at June 4, 2020 Personnel and Governance Committee Meeting**

Motion #1 [Ms. Reeves motioned, group seconded]

The Personnel and Governance Committee of the Board of Directors of the Massachusetts Technology Park Corporation, acting pursuant to the authority delegated by the Board of Directors, does hereby recommend to Housing and Economic Development Secretary and Board of Directors Chairman Mike Kennealy that he appoint Paige Fetzer to the Finance and Audit Committee and Joe Dorant as Chair of said Committee, and each individual should serve until a successor is appointed.

Motion #2 [Ms. Reeves motioned, group seconded]

The Personnel and Governance Committee of the Board of Directors of the Massachusetts Technology Park Corporation (“MassTech”), acting pursuant to the authority delegated by the Board of Directors, does hereby adjust the salary of the General Counsel based on the consideration of factors that include, but are not limited to, an analysis and assessment of salary data for positions with similar functions and responsibilities at state agencies, state authorities, for-profit employers and non-profit employers:

<u>Name</u>	<u>Title</u>	<u>Current Salary</u>	<u>Approved Increase</u>	<u>Adjusted Salary</u>
Jennifer Saubermann	General Counsel & Director of Government Affairs	\$165,000.00	12%	\$185,000.00