

**MINUTES OF REGULAR  
MEETING OF THE BOARD  
OF DIRECTORS  
OF  
DELAWARE PROSPERITY PARTNERSHIP, INC.**

A regular meeting of the Board of Directors (the "Board") of Delaware Prosperity Partnership, Inc. (the "Corporation") was held on October 25, 2017 in the offices of Corporation Service Company in Wilmington, Delaware. The meeting commenced at 4:30 p.m. The following members of the Board, who constituted a quorum, were present:

Governor John Carney, Co-Chairman	Nicholas P. Lambrow
Rodman Ward, III, Co-Chairman	Delaware State Senator Gregg Lavelle
Desmond A. Baker	Lori Palmer
Patrick Callahan	Rob Rider
Eric Cheek	Delaware State Representative Bryon Short
Doneene Damon	Richelle Vible
Jeanmarie Desmond	Delaware State Senator John J. Walsh, III
Robert Herrera	Delaware State Representative Lyndon Yearick
Alan Brangman (telephonic participation)	Gregg Moore (telephonic participation)

Also in attendance at the invitation of the Board were:

John S. Riley, CEO, Delaware Prosperity Partnership, Inc.  
Scott M. Malfitano, Vice President, Corporation Service Company  
Ian R. McConnell, Deputy General Counsel, Corporation Service Company  
Cerron Cade, Director, Delaware Division of Small Business, Development and Tourism  
Elio Battista, Jr., Parkowski, Gureke & Swayze, P.A.

**Approval of Minutes from September 20, 2017 Board Meeting**

The minutes of the meeting of the Board on September 20, 2017 were reviewed by the Board. No edits were proposed. Upon motion duly seconded, the minutes were adopted by unanimous resolution of the Board.

**Transparency Statement and Protocols**

An overview was provided by Mr. McConnell of the Corporation's proposed transparency statement and media response protocols. The Board engaged in a discussion regarding the type, frequency and locations in which the Corporation would hold public information meetings to provide information and receive public feedback on the Corporation's economic development projects and objectives. Director Carney addressed the Board and further discussed what type of information would be made publically available given the confidential nature of certain commercial and transactional information the Corporation receives balanced against its guiding principles and the manner and timeliness in which the Corporation would respond to requests for

information. The Board further discussed the statutory reporting requirements for Board members and the Corporation's conflict of interest policy.

### **Advisory Councils and Committees**

The Board engaged in a discussion regarding the roles and responsibilities of the executive and audit committees.

The Board subsequently engaged in a discussion regarding the type, constituency and potential appointment of individuals to advisory councils to be established to advise and assist the Corporation and the Board with its economic development objectives. The Board discussed the possibility of establishing a committee to address these issues and provide recommendations to the Board. Mr. Riley addressed the Board and engaged the Board in a discussion emphasizing the importance of the advisory councils and the strategic approach in utilizing the various advisory councils and their composition in helping to achieve the Corporation's economic development objectives.

Director Carney addressed the Board and discussed the potential utilization of an advisory council in assisting the Corporation in securing available grants regarding strategic and infrastructure plans in the area of science and technology. Mr. Cade highlighted to the Board various State funding mechanisms and issues regarding economic development resource allocations. Director Carney emphasized to the Board that the underlying theme with respect to the establishment of any advisory council must have at its core an economic development focus. Director Ward further engaged the Board in a discussion regarding the need for a holistic integrated approach to be implemented in identifying the various advisory councils to be established.

### **Chief Executive Officer's Report**

Mr. Riley provide an update to the Board on the following categories: i) search for a permanent CEO; ii) organization and funding; and iii) projects. Mr. Riley stated that as interim CEO one of his objectives is to identify a candidate to replace him as a permanent CEO. The Board and Mr. Riley engaged in a discussion of whether to retain an executive search firm or conduct a search internally by establishment of a CEO search committee. Director Ward engaged the Board in a discussion of the pros and cons of each approach. Director Carney asked the Board members to provide their input into the search process and welcomed their insight.

Mr. Riley advised the Board that he is temporarily working out of office space provided to the Corporation by the Delaware State Chamber of Commerce and the ultimate goal is for the Corporation to secure its own office space and hire its own support staff, accounting service and payroll provider.

Mr. Riley updated the Board on the various donations the Corporation has received to date and potential future sources of funding.

Mr. Riley provided an update on various economic development projects the Corporation is exploring. Mr. Riley further updated the Board regarding the progress and the efforts undertaken

by the Corporation and the State in seeking the establishment in Delaware of Amazon's second headquarters operations. Director Carney also updated the Board and highlighted and lauded the great collaborative team effort engaged in by all involved in preparing the State's presentation to Amazon.

### **Presentation: Economic Development Achievements**

Director Herrera provided the Board a presentation of The Gig Economy.

### **Website Development**

Mr. Malfitano provided the Board an update on the development, content and launch date of the Corporation's website. Mr. Malfitano also advised the Board that the current website is still a prototype and that eventually the Corporation will retain a consultant to assist in formally developing the Corporation's website.

### **Next Meeting Date**

The Board determined that the next Meeting of Directors would be scheduled for December 19, 2017.

### **Adjournment**

There being no further business before the Board, upon motion duly made, seconded, and unanimously carried, the meeting was adjourned at 6:05 p.m.