

**AMERICAN MUSEUM OF NATURAL HISTORY**  
**PLANETARIUM AUTHORITY**  
**Governance Committee Meeting**  
September 26, 2023  
Zoom Conference Call  
1:20 p.m.

**Directors Present:** Planetarium Authority Chairman Katheryn Patterson; Alfred C. Cerullo, III; Ross Sandler

**Directors Absent:** None

**AMNH Staff Present:** Dan Slippen, Executive Director for the American Museum of Natural History Planetarium Authority ("Planetarium Authority"); Jackie Powers, AMNH Pro Bono Counsel; Richard Madonna, AMNH Senior Vice President and Chief Financial Officer; and Clarissa Dondero, AMNH Associate Controller

Call to Order

Planetarium Authority Chairman Katheryn Patterson called the meeting to order and welcomed all those in attendance.

Approval of Minutes

**Upon motion duly made and seconded, the Directors in attendance unanimously approved the minutes of the September 28, 2022 meeting of the Planetarium Authority Governance Committee in the form included as part of the September 26, 2023 Board book, which was previously distributed to the Board.**

Review of the Procurement and Investment Policies

Jackie Powers reviewed the procurement and investment policies for the Planetarium Authority, which are located in the Planetarium Authority Policies document. **Upon motion duly made and seconded, the Directors in attendance unanimously approved the Procurement and Investment Policies in the form included as part of the September 26, 2023 Board book, which was previously distributed to the Board.**

Conflicts of Interest Questionnaire

Jackie Powers reviewed the Conflicts of Interest Disclosure Questionnaire that was distributed to the Directors as part of the September 26, 2023 Planetarium Board book. It was requested that the Directors fill out this Questionnaire and return it to Ms. Powers at their earliest convenience.

### Acknowledgement of Fiduciary Duties

Jackie Powers reviewed the annual "Acknowledgement of Fiduciary Duties" form that was distributed to the Directors as part of the September 26, 2023 Planetarium Board book and reminded the Directors that they are required to sign and return this form to Ms. Powers at their earliest convenience.

### Mission Statement and Performance Measures

Jackie Powers reviewed the Annual Mission Statement and Performance Measures document that was distributed to the Directors as part of the September 26, 2023 Planetarium Board book and reminded the Directors that they are required to sign and return this form to Ms. Powers at their earliest convenience.

### Confidential Evaluation of Board Performance

Jackie Powers requested that the Directors fill out and return the Confidential Evaluation of Board Performance that was distributed to the Directors as part of the September 26, 2023 Planetarium Board book. She reminded the Directors that they are required to fill out and return this form to Ms. Powers at their earliest convenience.

### Adjournment

There being no further business, the Directors in attendance unanimously approved a motion, duly made and seconded, that the meeting be adjourned.