

**AMERICAN MUSEUM OF NATURAL HISTORY  
PLANETARIUM AUTHORITY  
Governance Committee Meeting  
September 28, 2015  
Perkins Reading Room - RCES  
2:30 p.m.**

**Directors Present:** 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"); Ann Siegel, Senior Vice President of Operations and Capital Programs; Jackie Powers, pro bono legal counsel for the Planetarium Authority; Gerald R. Singer, Senior Vice President and General Counsel of the American Museum of Natural History ("AMNH"); Ellen Gallagher, Senior Vice President and Chief Financial Officer of AMNH; Rhea Gordon, Associate Counsel of the American Museum of Natural History; Robert Hurley, Associate Controller of the American Museum of Natural History

**Others Present:** Dennis Morrone and Edward Miller

Call to Order

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 November 18, 2014 meeting of the Planetarium Authority Governance Committee in the form previously distributed as part of the September 28, 2015 Board book.**

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, dated January 20, 2010. **Upon motion duly made and seconded, the Directors in attendance unanimously approved the Procurement and Investment Policies in the form previously distributed as part of the September 28, 2015 Planetarium Board book.**

### Conflicts of Interest Questionnaire

Ms. Powers reviewed the Conflicts of Interest Disclosure Questionnaire that was distributed to the Directors as part of the September 28, 2015 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

Ms. Powers reviewed the annual "Acknowledgement of Fiduciary Duties" form that was distributed to the Directors as part of the September 28, 2015 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

Ms. Powers reviewed the Annual Mission Statement and Performance Measures document that was distributed to the Directors as part of the September 28, 2015 Planetarium Board book and reminded the Directors that they are required to sign and return this form to Ms. Powers at their earliest convenience.

### Board Survey

Jackie Powers reviewed the Board of Directors survey document that was distributed to the Directors as part of the September 28, 2015 Planetarium Board book and reminded the Directors that they are required to sign and return this form to Ms. Powers in a sealed envelope 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.