

CAPITAL IMPROVEMENT BOARD OF MANAGERS  
OF MARION COUNTY, INDIANA  
Minutes of Meeting  
Monday, December 14, 2009  
Room 120

A Meeting of the Capital Improvement Board of Managers of Marion County, Indiana ("Board") was held on Monday, December 14, 2009, in Room 120 of the Indiana Convention Center.

Present were Robert T. Grand, Patrick J. Early, Ann Lathrop, Douglas R. Brown, Robert E. Cockrum, Dorothy A. Henry, Craig Huse, Jay K. Potesta, John D. Short, and Donald P. Welsh, Ex-Officio.

Others in attendance included Barney Levensgood, Executive Director, W. Tobin McClamroch, General Counsel, Bingham McHale LLP, Jeffrey H. Billig, CFO, ICCLOS, and members of the media. A copy of the list of those who signed in upon arrival is also attached hereto.

Mr. Grand called the meeting to order.

Minutes of the November 9<sup>th</sup> meeting were presented. Upon a motion by Ms. Lathrop, which was seconded by Mr. Short, the Minutes were approved.

In a brief Financial Update, Ms. Lathrop advised the Board of the closing on the \$9 million Treasurer loan on December 15<sup>th</sup>, the funds of which will be taken into the CIB's account. "There is no pre-payment penalty," Ms. Lathrop advised the Board.

Mr. Grand welcomed Roger Schmenner, Professor of Operations Management, IU Kelley School of Business, on the IUPUI Campus. Mr. Schmenner made a power point presentation to the Board entitled, "Preserving the Natatorium as an Asset for Indianapolis, A Proposal to the CIB on Behalf of the IUPUI Campus and Our Partners in the Community." Mr. Schmenner referred to the Natatorium as, "an integral part of the strategy of the city of Indianapolis to become the nation's Amateur Sports Capital," and said the facility yields an estimated \$400,000 per year in taxes from visitors. He described the physical plant, and spoke of revenues generated by the Natatorium, which receives only a portion of those revenues. He spoke of the need for renovation of the Natatorium, and called the Board's attention to the pictorial which he had distributed to them, which showed several areas in need of repair and/or renovation, and which he said that IUPUI, as "custodian for the Natatorium," would need funds from various sponsorships, naming rights, and possible contributions from the CIB and other patrons. Mr. Schmenner said a plan is being formed to help remedy those areas of the Natatorium which are in critical need of renovation. He told the Board the CIB's help was requested, as part of a plan which would assign "40% of the hotel tax generated by the University Place Hotel for use by the Natatorium, for a period of sixteen (16) years." Mr. Schemenner was asked if making these renovations would add to the revenues

realized by the Natatorium, and he told the Board that they would. He cited two potential examples—more swimming championships and more NCAA non-swimming events. Mr. Grand thanked Mr. Schmenner for his presentation. There was no action taken on this matter. The detailed pictorial referenced by Mr. Schmenner in his presentation is attached hereto as a part of these minutes.

Mr. Levensgood gave a brief LOS update. He said this year has not been without challenges, and mentioned the recent health-related issues involving Centerplate. However, LOS continues to be known as “a first class facility”. Ms. Lathrop asked Mr. Levensgood to work with Centerplate, in order to obtain a documented plan, as it pertains to LOS, and Mr. Levensgood said he would work on that.

Mr. Levensgood also updated the Board on negotiations pertaining to the Trades Agreement. He mentioned that the Trades include the Indiana/Kentucky Regional Council of **Carpenters**, International Brotherhood of **Electrical Workers**, Local No. 481, and **Painters** Local No. 47. He said that although negotiations are continuing, and a vote was taken earlier today, that this action did not result in a “yes”. Mr. Levensgood described what he referred to as, “very frank and open discussions on behalf of all parties, and that both sides are remaining mindful of cost considerations.” He said he would keep the Board updated on the matter.

Mr. Levensgood also reported on negotiations with Protection Plus, Inc. (“Protection Plus”), a minority-owned security firm which has provided armed security services for the ICCLOS, and also serves as a pre-qualified security firm for events, for the past nineteen years. Mr. Levensgood called the relationship with this firm, “a good one,” and said staff was recommending approval of a one-year extension to the existing Agreement with Protection Plus, the term of which would be January 1, 2010 through December 31, 2010. Rates, he said, would remain unchanged. He also cited this language, which referred to a 30-day out clause, and which read, *“The original term of this Agreement shall be extended for one (1) year beginning January 1, 2010 and ending December 31, 2010. The CIB shall have the right, to be exercised in good faith, to terminate this Agreement effective upon sixty (60) days prior written notice to PPI during such extended term.”* Upon a motion by Mr. Early, which was seconded by Mr. Brown, this extension was approved.

Mr. Levensgood also presented an extension to an Agreement with Smart City Networks, (“Smart City”). This company specializes in providing the ICCLOS with Internet, Telecommunications and Data Services. This extension, as Mr. Levensgood specified, was in accordance with language in the Agreement which expires on December 31, 2009, and which would be for a period of two years, beginning on January 1, 2010, and expiring on December 31, 2011. Referring to the language in this Agreement, Mr. Levensgood said, *“The CIB, in its sole and absolute discretion, shall be entitled to renew this Agreement for one (1) additional term of two (2) years (the “Renewal Term”) by delivering written notice to Provider not less than thirty (30) days prior*

*to the expiration of the Term. Notwithstanding, if the CIB shall fail to deliver notice of renewal before thirty (30) days prior to the expiration of the Term, this Agreement shall continue until either party delivers notice of termination, which shall not be effective for a minimum of thirty (30) days.*" The two-year extension, as described by Mr. Levengood, has staff's recommendation. Board approval was sought. Upon a motion by Ms. Henry, which was seconded by Mr. Short, Board approval was granted.

Also, Board approval of a Bank Signature and Resolution was sought. This matter pertained to a request by staff to add the name of the CIB's Chief Financial Officer, Jeffrey H. Billig, to certain financial accounts, a list which was provided to the Board in their packets, and which is also attached hereto as a part of these Minutes. Upon a motion by Mr. Short, which was seconded by Mr. Early, Board approval was granted.

Claims for the month of December included the following:

Capital Improvement Board of Managers:

Operating Expense Voucher #479G	\$ 6,399,289.55
Confirming Expense Voucher #478B	<u>380,296.82</u>
Total:	\$ 6,779,586.37

Ms. Lathrop moved approval of these Claims. Upon a second to her motion by Mr. Huse, and a vote by the Board, the Claims for the month of December were approved, with Mr. Grand noting that he would be abstaining.

Before adjourning the meeting, Mr. Grand said that since this would be his final meeting as a member of the Capital Improvement Board, as was also the case with Ms. Dorothy Henry and Messrs. Patrick J. Early, Craig Huse, and John D. Short, time would be offered to them for comment. Mr. Grand then took a moment to thank the Board members, as well as Barney Levengood, and staff, for working on behalf of the Board, and for the privilege of serving with them. In turn, other comments were shared, each with special thanks to Mr. Grand for his leadership, and particularly to Pat Early, for his role as President, Vice President and member of the CIB for so many years. In his own remarks, Mr. Early said he had been asked to retain his leadership role in matters with the Pacers, until those matters were completed, and he said that he had agreed to do so. Special thanks was also offered to Ann Lathrop, with best wishes to her as she assumes the office of President of the CIB. In his own comments, Mr. Early thanked his fellow Board members, and reminisced about how his typical day for the past 18 years had included a telephone call from someone on the Board, or to someone on behalf of the Board, so that not doing that would be a tremendous change for him. He said he wished to pause and give a special thanks to Barney Levengood, for his leadership and for his competence and dedication as Executive Director of the CIB. Mr. Early said that the CIB had benefited greatly by the presence of Mr. Levengood, and that his leadership going forward would be invaluable. He also thanked Mr. Grand, Ms. Lathrop,

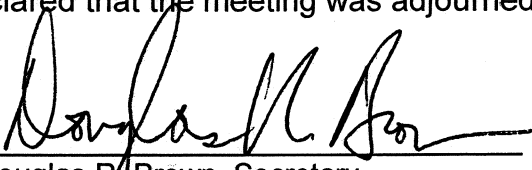
and the other members of the Capital Improvement Board, as well as staff, for the honor of working with them, and for accomplishing so much as a team.

Mr. Grand asked if there were any comments to be heard on behalf of the public, and there were none.

Therefore, there being no other business to come before the Board at this time, and no public comments to be heard, Mr. Grand declared that the meeting was adjourned.

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Robert T. Grand, President  
THE CAPITAL IMPROVEMENT BOARD  
OF MANAGERS  
OF MARION COUNTY, INDIANA



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Douglas R. Brown, Secretary  
THE CAPITAL IMPROVEMENT BOARD  
OF MANAGERS  
OF MARION COUNTY, INDIANA

Signature was intentionally  
left unsigned as per counsel,  
M. Tobin McClamroch, on  
Tuesday, January 19, 2010.