

CAPITAL IMPROVEMENT BOARD OF MANAGERS
OF MARION COUNTY, INDIANA
Minutes of Meeting
Monday, January 10, 2011
Administrative Board Room

A Meeting of the Capital Improvement Board of Managers of Marion County, Indiana ("Board") was held on Monday, January 10, 2011 in the Administrative Board Room of the Indiana Convention Center.

Board Members present included Ann Lathrop, David Shane, Paul Okeson, Jim Dora, Jr., Michael J. McQuillen, and Brenda Myers. Douglas R. Brown, Carolene Mays, Jay K. Potesta, and Donald Welsh were absent.

Others in attendance included Barney Levensgood, Executive Director, Dan Huge, CFO, Jack Woodside, CIB Robert Vane, CIB, W. Tobin McClamroch, General Counsel, Bingham McHale LLP, James Wallis, ICVA, Warren Wilkinson, ICVA, and members of the media. A copy of the list of those who signed in upon arrival is also attached hereto.

Minutes of the Monday, December 13, 2010 meeting were presented, and upon a motion by Mr. McQuillen, which was seconded by Mr. Dora, these Minutes were approved.

The second item on the Agenda, Election of Officers, was tabled until the February 14, 2010 meeting.

Mr. Huge presented a brief Financial Update. Among the points he touched upon were these:

- Revenue taxes were \$900,000 ahead.
- Operating revenues were \$800,000 ahead of Budget.
- Year-to-date is approximately \$9 million higher than budgeted.
- Personal Services for last month were \$482,000 Under Budget and \$1.3 M Under Budget Year-to-date.
- Total Expenses were \$542,000 under Budget
- Year-to-date Operating Expenses were \$6.5 million under Budget
- Encumbrances for \$2.6 million for carpeting and \$500,000 for Ribbon Boards for Conesco Fieldhouse will be reflected in December Financials.
- December Financials will be presented at the March 14 Board meeting.
- State loan for \$9M closed on December 15, 2010 @ a 3.46% rate.

- A Resolution to authorize the refunding of the 1999 and 2001 MCCRFA Senior Level Bonds will come before the Board on February 14, 2010, and a MCCRFA meeting will be held at 4:00 PM on that date.

A copy of Mr. Huges's financial report is attached hereto as a part of these Minutes.

James Wallis, Executive Vice President, ICVA presented a brief update. He began with the good news that on January 10, 2011, the ICVA began their "official operation," at 200 S. Capitol Avenue, Suite 300. And on behalf of the ICVA team, he thanked the ISCBA, Shiel Sexton/Powers, and Barney Levengood and staff, for all they did to make on behalf of the ICVA during this move. Also, he announced that the ICVA was able to reach their 2010 room night goal of 650,000 convention room night bookings. He cited good news regarding several conventions, including the Archery Trade Show, which has rebooked, as has the American Football Coaches and the American Association of Homes and Services for the Aging. Mr. Wallis said that the ICCLOS's "connected package" is a major factor in the drawing to Indianapolis of these conventions, and in their rebooking with the city. He spoke of the recent resignation of Donald Welsh, President & CEO of the ICVA, and that Michael Browning, ICVA's Chairman, has begun a search. In the interim, the ICVA team continues to move forward. Lastly, he announced that on Friday, January 21, the ICVA would host, "GAME ON ~ ICVA's 2011 Annual Meeting," followed by an open house at their new offices in the expanded Convention Center, and he extended an invitation to the Board to join the ICVA on this date. Ms. Lathrop thanked Mr. Wallis for his update.

The next matter to come before the Board was that of the Teamsters CBA. Mr. Levengood advised that since this matter had not yet come before the full body of the union for a vote, the matter would be pulled from consideration by the Board at this time.

Regarding a CSX Access Easement Agreement (the "Agreement"), by and between the Marion County Convention and Recreational Facilities Authority ("MCCRFA"), the Capital Improvement Board of Managers of Marion County ("CIB") and CSX Transportation, Inc., ("CSXT"), Mr. Levengood advised the Board that the relationship between these entities gives the railroad access to their rail road tracks which are located south of the ICC, by driving across the CIB's tarmac area, located just to the west of Exhibit Halls F&G. Mr. Levengood said the working relationship the CIB has had with CSX "has been a good one," and that staff is now requesting Board approval of the Agreement, as described by Mr. Levengood. Upon a motion by Mr. Shane, which was seconded by Mr. Okeson, Board approval of the Agreement, a copy of which is attached hereto as a part of these Minutes, was approved.

Referring to the January 10, 2011 Turnover of the Phase V ICC Expansion from ISCBA to the CIB, Mr. Levengood told the Board, "We've got the keys." He mentioned these things:

- The project is substantially complete
- The documents are in place
- The existing Punch List includes in excess of 8,000 items
- The computers and phones at the ICVA's new offices, are up and running, and
- "The new building is beautiful!"

He added that there are many people who deserve special thanks for their instrumental roles in this project, but mentioned in particular the **Construction Management Team**, including ISCBA's John Klipsch, Executive Director, Lori Dunlap, Deputy Director, and Roger Neal, Project Manager, as well as Tom Scheele, Rob Butcher, Shiel Sexton/Powers, the **Architectural Team** of Bill Browne, Ratio Architects, David Franklin, Domain Architects, and Alpha Blackburn, Blackburn Architects, and the **Engineering Team**, including Carey Smith, Circle Design, Duane Sharrer, The Schneider Corp., and Mike Natali, Fink Roberts & Petrie. A Ribbon Cutting ceremony will be held on Thursday, January 20, and Board members are cordially invited to attend.

The next matter to come before the Board was that of Memorandum of Understanding ("MOU") on behalf of Smart City, for Network Management Services for the Indiana Convention Center & Lucas Oil Stadium. Mr. Levengood explained that because the Phase V expansion of the Convention Center is opening, and systems with Lucas Oil Stadium are combined, staff believes it would be advantageous to negotiate the revision of an agreement with Smart City which would allow Smart City to manage network services for both facilities, in a mutually reasonable and financially beneficial arrangement. Mr. Levengood showed the Board a switch, which he explained was one of 343 switches located throughout the facility in 128 telecommunications ("telcom") closets. The Board had received background information in their packets, and Mr. Levengood expanded on some of that information, calling the network of telecommunications, "communications super highway," which makes the systems run. The importance of the switches, he said, is that they're a part of what links all the various communications systems together. The single exception in what would be covered by this agreement is the critically important and totally independent fire system, which includes alarms, smoke detectors, pull stations, etc. Cost of the agreement would be \$9,288.00 per month, or \$111,456.00 annually. Board approval of the MOU, which would expire on December 31, 2011, was sought. Upon a motion by Mr. McQuillen, which was seconded by Mr. Okeson, the Board approved the Smart City MOU to Manage the ICCLOS Network, as described, and a copy of which is attached to these Minutes.

Mr. Levensgood presented the listing of Bad Debt Write-Offs as of December 31, 2010. Cancellation of these past due accounts, and subsequent transmittal to a collection agency, is an annual accounting function requiring Board approval. The total of these Bad Debt Write-Offs is \$2,482.57, or two one hundredths of 1% (.0002). Mr. Levensgood said he particularly wanted to thank Karen Jones, Accounts Receivable Manager, Kathy Brodhacker, Associate Controller, and Ron Kelly, Accounts Receivable Clerk, for their work with regard to collection of these past due accounts. Board approval was then sought, and upon a motion by Mr. Okeson, which was seconded by Mr. Shane, Board approval of the Bad Debt Write-Offs, a copy of which is attached to these Minutes, was granted.

Claims for the month of January included the following:

Capital Improvement Board of Managers:

Operating Expense Voucher #492G	\$ 12,321,861.80
Confirming Expense Voucher #491B	442,217.48
Confirming Operating Expense Voucher #491C	<u>3,000.00</u>
Total:	\$ 12,767,079.28

Before approval, Mr. Huges said he wished to call the Board's attention to page 3, and in particular, the entry pertaining to ANC Sports Enterprises, LLC, the final Ribbon Board payment. He also mentioned the entry on page 8, pertaining to Pacers Sports & Entertainment, in the amount of \$10,000,000.00, the second installment to Pacers Sports & Entertainment which, he reminded the Board, was approved at the July, 2010 meeting. Then, upon a motion by Mr. Okeson, which was seconded by Mr. McQuillen, the Board approved the Vouchers.

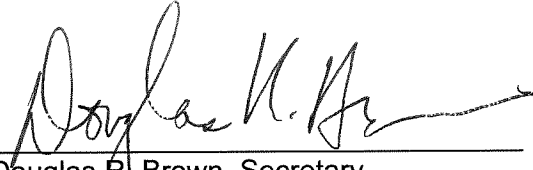
Ms. Lathrop asked if there were any other matters to be brought before the Board at this time. Mr. Huges said he wished to call the Board's attention to a Resolution he had included in their packets with "Other Business". Mr. Huges referred to it as a "clarifying Resolution," pertaining to the Public Employees Retirement Fund ("PERF"), and the CIB's picking-up of the 3% contribution since 2004, a practice it will continue for eligible full-time salaried employees. Board approval was sought. Upon a motion by Mr. Shane, which was seconded by Mr. Dora, the Resolution, as presented by Mr. Huges and a copy of which is attached hereto, was approved.

Also, Mr. Okeson announced that he had advised Mayor Ballard and Ms. Lathrop that he was resigning his seat on the Capital Improvement Board as of the close of the January 10, 2010 meeting. An appointment by the Mayor is anticipated soon.

There being no further business to be conducted or any public comments to be heard, and upon a motion by Mr. McQuillen, which was seconded by Ms. Myers, the meeting was adjourned.



Ann Lathrop, President
THE CAPITAL IMPROVEMENT BOARD
OF MANAGERS
OF MARION COUNTY, INDIANA



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