

CAPITAL IMPROVEMENT BOARD OF MANAGERS
OF MARION COUNTY, INDIANA
Minutes of Meeting
Monday, August 22, 2011
Indiana Convention Center - Meeting Room 130

A Meeting of the Capital Improvement Board of Managers of Marion County, Indiana ("Board") was held on Monday, August 22, 2011 in the Indiana Convention Center's Meeting Room 130.

Board Members present included Ann Lathrop, Jay K. Potesta, David N. Shane, Carolene Mays, Milton O. Thompson, Jim Dora Jr., Douglas R. Brown, Brenda Myers, Michael J. McQuillen and Leonard Hoops, Ex-Officio.

Others in attendance included Barney Levensgood, Executive Director, Dan Huges, CFO, Jack Woodside, Special Projects Consultant, Patti Dean, Controller, W. Tobin McClamroch, General Counsel, Bingham McHale LLP, Robert Vane, Veteran Strategies, Inc., Antti M. Suhonen, J.P. Morgan, Bruce Donaldson, Barnes and Thornburg, Michael Huber, City of Indianapolis, Anne Valentine, Arts Council of Indianapolis, Dave Lawrence, Arts Council of Indianapolis, Jane Gehlhausen, City of Indianapolis, Bob Gildea, SGA, Kevin Thompson, Morgan Keegan, Chris Gahl, Indianapolis Convention & Visitors Association ("ICVA"), James Wallis, ICVA, Michelle Travis, ICVA, Katie Smith, Regions Bank, Jacob McClellan, Hall Render, Terry Leffew, Raymond James, David Sears, SGA, Randy Ruhl, City Securities Corp., 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, July 11, 2011 meeting were presented. Leonard Hoops noted that there was an incorrect name of a company that the ICVA did business with listed on page 4 of the minutes and made a note of it, with the correct company name being Trends Analysis Projections. With this modification noted and upon a motion by Mr. McQuillen, and seconded by Ms. Mays, the Minutes were approved.

Dan Huges presented the Board with a **Financial Update** as per the supporting documentation, which is made a part of these minutes. Ms. Lathrop asked if there were any questions. Ms. Myers asked a question regarding Operating Revenue. After a brief discussion, and with no further questions from the Board, no action was necessary or taken.

The next Agenda item was the **Super Bowl XLVI Update**. Ms. Lathrop introduced Mark Miles, Chairman, and Melanie Raines, Vice President of Event Operations, of the Super Bowl Host Committee. They were invited to the CIB Meeting to update the Board on planning preparations for Super Bowl XLVI. Mr. Miles presented to the Board a broad focus view of Super Bowl XLVI stressing four main goals. These goals include:

- 1) Exceeding the NFL's Expectations;
- 2) Leveraging the Super Bowl's capacity to do long term positive good for the Community;
- 3) Doing all proposed activity in the most inclusive way involving as many people as possible in Indianapolis and Central Indiana; and
- 4) Attracting a combination of volunteers with proven years of experience as well as talented newcomers who are up and coming.

Ms. Raines addressed the Board and stated that representatives of the NFL had been in town once a month for 3-4 days at a time meeting with staff of the Indiana Convention Center & Lucas Oil Stadium (ICCLOS). Ms. Raines cited 4 major events taking place in the ICC:

- 1) NFL Experience: Fan amusement park built in the ICC;
- 2) NFL Tailgate Party: NFL large hospitality event involving sponsors, consumer marketing groups, all the NFL teams and other VIP's;
- 3) NFL On Location Hospitality: A fan-based program in the Sagamore Ballroom; and
- 4) NFL Shop: Main retail location for the Super Bowl.

Ms. Raines also cited several important dates and deadlines with relation to set up and build-outs of the exhibits involved at ICC and LOS, as well as the time frame for tear-down and exiting ICC and LOS.

Mr. Brown commented on how grateful the entire Board was for all their efforts to make this a success and offered the CIB's assistance. Ms. Raines commented that Barney Levensgood had been great to work with and a great partner. Ms. Lathrop, on behalf of the Board, thanked Mr. Miles and Ms. Raines for coming and providing a much appreciated updated.

Ms. Lathrop introduced Michael Huber, Deputy Mayor for Economic Development, City of Indianapolis, and Dave Lawrence, President of the Arts Council who were invited to the meeting to speak to the Board about the **46 for XLVI - A Murals Program for the City of Indianapolis**. Mr. Huber also introduced Anne Valentine, Vice President of the Arts Council, and Jane Gehlhausen, Mayor Ballard's Director of Cultural and International Affairs. Per the attached supporting documents to the minutes, the 46 for XLVI is a Mural Program for the City of Indianapolis which will support Super Bowl XLVI while beautifying the City of Indianapolis and Central Indiana, as well as trying to stimulate commercial activity and community involvement. To successfully execute the 46 murals the original budget was \$500,000.00.

The Arts Council requested a \$150,000.00 grant from the Board to help pay for the program as presented. Ms. Lathrop asked the Board members if there were any questions. Mr. Thompson asked about security and anti-graffiti efforts. Mr. Lawrence explained this will be decided on a location by location basis. Mr. McQuillen also

requested from Mr. Huge which portion of the budget the funds would come from and would the payment present budgetary issues. Mr. Huge answered that the funds would most likely come from the Promotions and Advertising account and did not see it as a problem.

On a motion by Mr. Shane, which was seconded by Mr. Potesta, the \$150,000.00 award was granted to the City of Indianapolis and the Arts Council for the 46 for XLVI Mural Program, as presented.

Leonard Hoops presented an **ICVA Update** as per the attached supporting documents, attached to and made a part of these minutes. Mr. Hoops passed out an additional handout to his presentation, which has been added to the Meeting Minutes, and highlighted the Market Share Performance of three key areas: Indianapolis MSA, Marion County and Downtown, and presented the information emphasizing that Downtown is driving the overall revenue with regard to the CIB Budget.

Ms. Hoops then presented to the Board the Room-Night Production by Year document which is attached to the minutes.

Mr. Hoops informed the Board that the position of VP of Marketing which had been vacant for a long time had been filled by Chris Gahl who has been with ICVA for 6 years and was promoted from his position of Director of Communications.

Ms. Lathrop commented that this was a very nice choice for the position. There being no questions from the Board at this time, no further action was taken.

The next Agenda item addressed was consideration of the **2012 CIB Budget** and a **Resolution** relating to the budget.

Mr. Huge discussed details of the Budget as per the attached PowerPoint presentation and Resolution, both of which are made a part of these minutes. As noted, there is an additional column to include Super Bowl related expenses.

With regard to the Budget, Mr. Levensgood addressed the issue of the repair of the membrane at Capital Commons and its appropriation in the 2012 Budget.

After a brief discussion there was a motion by Ms. Mays, seconded by Mr. Shane, and the 2012 Budget and Resolution, as presented, were approved.

The next topic on the Agenda was the **Refinancing of 1997A MCCRFA/CIB Bonds (Conseco Fieldhouse)**, presented by Mr. Huge.

After discussion, and with no questions, upon a motion by Mr. McQuillen, seconded by Mr. Dora, the Board approved the Refinancing of the 1997A MCCRFA/CIB Bonds (Conseco Fieldhouse) pursuant to the Resolution attached hereto and made a part of these minutes.

Ms. Lathrop introduced Mr. Levensgood who presented a PowerPoint document relating to the **Faris Campus Parking** as per the attached, which is made a part of these minutes. Mr. Levensgood requested the Board authorize the Board president, Staff and Counsel to negotiate the final agreement related to this parking arrangement. After a discussion and questions by Ms. Myers, Mr. McClamroch suggested giving Ms. Lathrop authority to sign a Lease Agreement and a modification to the current Denison Parking agreement, subject to ratification at the next Board meeting. There was a motion to approve by Mr. Brown, which was seconded by Mr. Potesta, with the Board granting authority, as requested, subject to ratification.

Mr. Levensgood then presented the next Agenda topic related to amending and extending the **UPS Service Agreement** as per the attached supporting documentation, which is made a part of these minutes. Ms. Lathrop asked if there were any questions and there were none.

Pursuant to a motion by Mr. Dora and a second by Ms. Mays, the Board approved the amendment and extension of the UPS Service Agreement.

Mr. Levensgood also presented the Agenda item pertaining to **Disposal of Obsolete Equipment** as per the attached document. Mr. McQuillen inquired as to the method that the equipment would be disposed of and Mr. Levensgood answered in accordance with State Law, which is by auction, donation or disposal.

In a motion by Mr. Thompson and seconded by Ms. Mays, the Board granted approval for disposal, a copy of said Obsolete Equipment attached to and made a part of these minutes.

The next topic for the Board to discuss was Approval of **Claims** 499G and 498B which Ms. Lathrop presented to the Board as per the supporting documentation, which is made a part of these minutes.


There being no questions, and in a motion by Mr. McQuillen which was seconded by Mr. Potesta, the Claims were approved by the Board.

Other Business

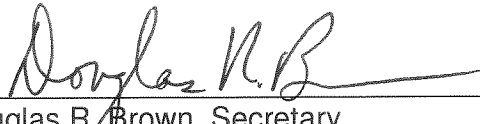
Mr. Levensgood informed the Board that there are Super Bowl Credentials that need to be completed prior to the event. He passed out the forms for the members of the Board to complete and return to him.

Mr. Levensgood also mentioned that the Indiana Pacers organization had offered Indiana Fever complimentary tickets to CIB employees and several employees took advantage of the offer and received tickets to the Fever games.

Ms. Lathrop asked if there was any **Public Comment**. There being none, and with no further business to be conducted, 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
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