

CAPITAL IMPROVEMENT BOARD OF MANAGERS  
OF MARION COUNTY, INDIANA  
Minutes of Meeting  
Monday, October 8, 2012  
Indiana Convention Center - Boardroom

A Meeting of the Capital Improvement Board of Managers of Marion County, Indiana ("Board") was held on October 8, 2012 in the Indiana Convention Center's Boardroom.

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

Others in attendance included Barney Levensgood, Executive Director, Dan Huges, CFO, Jack Woodside, Special Projects Consultant, W. Tobin McClamroch, General Counsel, Bingham Greenebaum Doll LLP, Mary Solada, Bingham Greenebaum Doll LLP, Robert Vane, Veteran Strategies, Inc., Christina Koennecke, Business Operations Director, Patti Dean, Controller, James Wallis, Visit Indy ("VI"), Michelle Travis, VI, Chris Gahl, VI, Jerry Semler, VI, Frank Short, VI, David Sease, SGA, Scott Olson, IBJ, Abdul-Hakim Shabazz, Indy Politics.Org, 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, September 10, 2012 meeting were presented. Upon a motion by Mr. Potesta and seconded by Mr. Dora the Minutes were approved as presented.

Mr. Levensgood presented the agenda item **Ober Building-Consideration of a Resolution approving an Interlocal Cooperation Agreement with the City of Indianapolis, Department of Metropolitan Development and an extension of the closing date.** Mr. Levensgood introduced Mary Solada, legal counsel from Bingham Greenebaum Doll LLP to explain the process thus far and answer any questions regarding this agenda item. Ms. Solada informed the Board there is a signed purchase agreement with Shake-n-Shake to purchase the Ober Building. She explained that in the last month since the agreement was signed she had been working closely with Steak-n-Shake performing due diligence. She explained they are doing some physical and environmental testing of the property due to its age.

She also presented an Interlocal agreement with the Metropolitan Department of Development which is attached to and made a part of these Minutes. Ms. Solada also noted this document to clarify who is going to do what as far as the closing of the property.

Because it took a little longer to obtain the signed Purchase Agreement with Steak-n-Shake she wanted to make sure that the records are clear that we have until November 21<sup>st</sup> to close.

Ms. Solada presented a Resolution, which is attached to and made a part of these Minutes and encompassed both the Interlocal agreement and the extended deadline for closing.

Upon a motion by Mr. Shane to adopt the Resolution and a second by Mr. Thompson the Ober Building Resolution was approved as presented.

Ms. Lathrop introduced Dan Huger who presented the Board with a **Financial Update** as per the supporting documentation, which is attached to and made a part of these minutes. With no further questions from the Board regarding the Financial Update, no action was necessary or taken.

### **2013 Budget Update**

Ms. Lathrop updated the Board on the recent events regarding the Capital Improvement Board's 2013 Budget noting that after the CIB FY2013 Budget was addressed and approved at the August 2012 CIB Meeting there was a Budget Hearing at the City Council Building at the end of September which Ms. Lathrop, Mr. Huger and Mr. Levengood attended. Ms. Lathrop noted that there were reports in the Indianapolis Star the previous Friday and there were discussions underway about potentially accessing the Capital Improvement Board a Payment in Lieu of Taxes ("PILOT") which centered around the CIB's Cash Balance. Ms. Lathrop introduced Mr. Huger and asked him to explain to the Board in more detail the Cash Balance portion of the proposed budget as it was not discussed in detail at the Budget Hearing.

Mr. Huger presented the Discussion of Cash Balances document to the Board which is attached to and made a part of these Minutes. Ms. Lathrop asked if the Board members had any clarifying questions with regard to the information Mr. Huger presented. Mr. Shane inquired if the proposed budget included any agreement with the Pacers organization. Mr. Huger replied that at this time it did not. Ms. Lathrop added that the decision had been made to use the funds from the sale of the Ober building to help fund Visit Indy as a way to replace the funds from the White Family Grant.

Mr. McClamroch explained to the Board that according to statute the Council may reduce or modify, but not increase a proposed operating budget. He further explained the proper legal procedure and timeline for imposing a PILOT.

Based on the discussion in which all present board members participated, it was decided to reaffirm the vote that was taken at the August CIB Meeting on the FY2013 budget as submitted. Ms. Lathrop informed the Board that Mr. McClamroch drafted a Resolution that outlines the affirmation of the original FY2013 Budget vote. Mr. McClamroch presented the Resolution document, which is attached to and made a part

of these Minutes. The Capital Improvement Board Discussion of Cash Balances October 8, 2012 was attached as Exhibit A to the Resolution. Upon a motion by Mr. Potesta and seconded by Mr. Dora, the Resolution to reaffirm the commitment to the FY 2013 Budget was approved.

Ms. Lathrop introduced Leonard Hoops who presented the **Visit Indy Update**. He presented a Market Share Performance report of three key areas: Indianapolis MSA, Marion County and Downtown and Room-Night Production report noting YTD figures. These documents are attached to and made a part of these minutes. Mr. Hoops noted that Visit Indy was ahead of last year's pace with regard to Room-Night Production numbers. He also noted that there has been a large amount of business being put on the books for the future. Ms. Lathrop asked if there were any questions with regard to the Visit Indy update. There being no additional questions for Mr. Hoops from the Board at this time, no further action was taken.

Ms. Lathrop introduced Mr. Levensgood who presented the **ICCLoS Sales Report** which is attached to and made a part of these minutes. Mr. Levensgood stressed the large number increase from an attendance standpoint noting that football season has started. He also pointed out that it was a very strong month with regard to Exhibit Hall occupancy. There were no questions from the Board for Mr. Levensgood at this time.

The next item on the agenda was **Consideration and Approval of Renewal of License of Indoor Track to Indiana University**. Mr. Levensgood presented the license agreement attached to and made a part of these Minutes and explained there is a three year agreement with Indiana University which is mutually beneficial to both parties involved. Indiana University uses and stores the indoor track owned by the CIB formerly used in the RCA Dome. While the track is owned by the CIB, having it used, stored and maintained is the preferred option rather than paying for storage and possibly improperly maintained. Mr. Levensgood strongly urged the Board to approve this and renew the License agreement with Indiana University. Upon a motion by Mr. Shane and a second by Mr. Dora the License was renewed and approved as presented.

Mr. Levensgood then presented the **Award of RFP – LOS Artificial Turf Cover System** agenda item and presented documents attached to and made a part of these Minutes. He explained the cover protects the turf during trade shows, concerts and events from items that could damage it. The current cover is several years old and in need of replacement. He noted the staff has done a fine job on the RFP. Mr. Levensgood wanted the following information documented in the Minutes.

Pursuant to the RFP, each Offeror provided a sample of its turf cover system. As part of the evaluation process, CIB staff inspected and tested the features of the samples provided for each system. Based on the inspection and testing of each system, the written proposals submitted by each Offeror, and subsequent discussions with each Offeror, the CIB staff recommends that the contract be awarded to Signature Systems

Group, LLC for the ArmorDeck 3 system or the base proposal price of \$873,963.20. This recommendation is based on the ArmorDeck 3 system meeting the CIB's needs with respect to all of the technical and performance criteria described in the RFP including the following characteristics and features that the CIB staff believe are unique to this system: (1) recommended by FieldTurf, the company that manufactured and supplied the artificial turf system in Lucas Oil Stadium, (2) includes ADA compliant transition pieces at desirable locations, (3) connection and locking mechanisms allow for easy and efficient assembly, (4) superior cable management system, and (5) inclusion of spare parts at no charge. Based on the foregoing, the CIB staff has determined that the proposal submitted by Signature Systems Group, LLC is the most advantageous to the CIB after considering price and other criteria identified in the RFP.

Mr. Potesta inquired as to where the products were manufactured. Mr. Levensgood explained that one was manufactured in England, one in Ohio and the product recommended by the staff and manufacturer of the turf was made in Indiana. Mr. Shane asked what the life expectancy of the cover was to which Mr. Levensgood answered 10 years. Upon a motion by Mr. Shane and seconded by Mr. Potesta the RFP was awarded as presented.

### **Award of Bid of Resurfacing of Lot #3**

Mr. Levensgood presented the Board with the AIA document which is attached to and made a part of these Minutes. He informed the Board this is the parking lot used for employee parking and events and is located at the NE corner of South and Missouri. Mr. Levensgood explained the plan to resurface Lot #3 and also make the entrance on South Street accessible to 53 foot trucks, which was something that had been suggested by clients of the Convention Center to facilitate unloading for shows.

Upon a motion by Mr. Dora and seconded by Mr. Thompson, the bid to resurface Lot #3 was awarded to E & B Paving, Inc.

Mr. Levensgood then presented the next Agenda topic related to the **Disposal of Obsolete Equipment** as per the attached supporting documentation, which is made a part of these minutes. With no questions and pursuant to a motion by Mr. Shane and a second by Mr. Potesta, the Board granted approval of the disposal of the obsolete equipment.

Ms. Lathrop presented the Approval of **Claims** 513G, 512B, 512C and 512D presented to the Board as per the supporting documentation, which is made a part of these minutes. There being no questions, and upon a motion by Mr. Dora which was seconded by Mr. Potesta, the Claims were approved by the Board.

Ms. Lathrop asked the Board if there was any **Other Business**. Mr. Levensgood informed the Board that for the 2<sup>nd</sup> year in a row Lucas Oil Stadium was named the best venue in the NFL by Stadia Magazine. He felt that the Board should be aware of the

recognition and know that they had many employees working very hard to achieve that honor.

With there being no **Public Comment** and no further business to be conducted, the meeting was adjourned.

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

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Douglas R. Brown, Secretary  
THE CAPITAL IMPROVEMENT BOARD  
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