

CAPITAL IMPROVEMENT BOARD OF MANAGERS
OF MARION COUNTY, INDIANA
Minutes of Meeting
Monday, October 12, 2015
Indiana Convention Center Boardroom

A Meeting of the Capital Improvement Board of Managers of Marion County, Indiana ("Board") was held on October 12, 2015 in the Indiana Convention Center's Boardroom.

Board Members present included Earl A. Goode, Douglas R. Brown, Jim Dora Jr., Milton O. Thompson, Jay K. Potesta, David N. Shane, Brenda Myers and Maggie A. Lewis. Board member Carolene Mays-Medley was absent as was Ex-Officio, Leonard Hoops. Others in attendance included Barney Levengood, Executive Director, Tim Kuehr, CFO, W. Tobin McClamroch, General Counsel, Bingham Greenebaum Doll LLP, David Prechtel, Bingham Greenebaum Doll LLP, Robert Vane, VSI, James Wallis, Visit Indy ("VI"), David Sease, SGA and members of the media. A copy of the list of those who signed in upon arrival is also attached hereto.

The first agenda item was **Approval of Minutes** for the Monday, September 14, 2015 meeting. Upon a motion by Mr. Thompson and seconded by Mr. Shane, the Minutes were unanimously approved as presented.

Mr. Goode asked Mr. Levengood to introduce Tim Kuehr to the Board Members and share some of his background with everyone. Mr. Levengood presented Tim Kuehr to the Board as the new Chief Financial Officer adding he has been with the CIB over a year as our Controller. He informed the Board Mr. Kuehr has a Bachelor of Arts from Marion University, a Masters of Business Administration from Butler University and is also a Certified Public Accountant. Mr. Levengood added Mr. Kuehr comes to us from the Hoosier Lottery Commission where he was employed for over 20 years. He stated he is very excited to have Mr. Kuehr on his team and believes he will be a valuable addition to the CIB.

Mr. Kuehr then presented the **Financial Update** to the Board as per the supporting documentation, which is attached and made a part of these minutes. Mr. Kuehr reviewed the financial statements for the month with the Board explaining variances from budget and answering questions as necessary. Mr. Goode asked for an update with regard to the budget process. Mr. Levengood informed the Board he and Mr. Kuehr attended the second Municipal Corporations Committee ("MMC") meeting presenting the 2016 Budget, it was approved and it would be voted on by the Full Council for final approval that evening. Mr. Goode asked if there were any questions for Mr. Kuehr regarding the Financial Statements and there were none at this time.

Mr. Goode introduced James Wallis who presented the **Visit Indy Update** with the Market Share Performance report and Room-Night Production documents attached to and made a part of these Minutes. Mr. Wallis informed the Board Leonard Hoops,

Daren Kingi and Chris Gahl are attending a trade show this week. Mr. Wallis noted for the month of August, Marion County's revenues are up 6.9%, mostly due to increased rate, as opposed to more rooms sold. He explained with regard to leisure market program, web traffic for the summer campaign was up more than 30% over the 2014 figures with transient stays over Friday and Saturday nights up 4% over Visit Indy's goal. He added with regard to Convention Sales they are having a good year as far as booking and currently through the end of September had booked 686,900 room nights which is 18% over their goal. He noted two significant bookings impacted that number. One was the Future Farmers of America ("FFA") which committed to six additional years and will be here for a nine year stretch from 2016-2024. He also added booking the Men's Final Four added an additional 50,000 room nights and they expected to finish the year very strong for 2015. Mr. Goode thanked him for his report and asked if there were any questions from the Board. There were no questions for Mr. Wallis at this time.

Mr. Goode introduced Mr. Levengood who presented the **ICCLOS Sales Report** which is attached to and made a part of these Minutes. Mr. Levengood began saying we had a good month of September with the Circle City Classic and two Colts games. He expected to continue into October at this pace with three Colts games as well as the Music For All Bands of America Regionals with an expected attendance of 30,000, the North American Die Casting Association Congress & Exposition and the National Funeral Directors Association. He highlighted October also would bring the Do it Best Market which comes to the Convention Center twice a year. He explained the company is out of Fort Wayne, Indiana emphasizing they are good customers and it is always an outstanding show. Mr. Goode asked if there were any questions for Mr. Levengood regarding the ICCLOS Sales Report and there were none at this time.

Mr. Goode introduced Mr. Levengood to present the **Victory Field, State of Indiana Lease – Indians Inc. Sublease** saying it was difficult to believe it had been 20 years since the last lease was finalized. Mr. Levengood began by informing the Board the Indians set an attendance record this year with 662,536 guests and added since the Indians opened Victory Field on July 11, 1996 they have had a total attendance of 11,844,562.

Mr. Levengood explained this agreement included two parts; a lease with the White River State Park ("WRSP") and a sublease with the Indianapolis Indians. Mr. Levengood summarized the details of both documents which are attached to and made a part of these Minutes. Mr. Levengood noted Legal counsel representing the Indiana Department of Administration, the Indiana Attorney General's Office, the CIB and the Indians have all vetted the Lease and Sublease and have agreed upon the versions presented. He added the Indians met on October 1, 2015 and have already approved it and if approved today by the CIB it will be presented to the WRSP commission on October 21, 2015.

There was discussion throughout the presentation with questions concerning ownership of the property, maintenance and capital repair responsibilities, insurance coverage and the "Committee" referred to in the agreement and their role with regard to reviewing any changes in the insurance world, or aesthetics on the external building, advertising, etc. Mr. Goode, Mr. Prechtel, Mr. Levengood and Mr. McClamroch clarified these discussion points and answered these questions in the dialogue throughout the presentation. Mr. Prechtel clarified the Committee does not have decision making authority rather they work to resolve issues that may come up pertaining to the exterior of the facility and any insurance provisions over the next 20 years. It was clarified the current agreement runs through March 31, 2016 and the new agreement will not take effect until April 1, 2016.

Mr. Thompson a member of the Indianapolis Indians Board, noted he did not participate in any negotiations and recused himself from the vote.

With no further questions from the Board, Mr. Goode asked the Board to entertain a motion to approve as summarized by Barney and reflected in the board packet. Pursuant to a motion by Mr. Shane and seconded by Mr. Dora, the **Victory Field, State of Indiana Lease – Indians Inc. Sublease** was unanimously approved as presented, taking into account the aforementioned recusal by Mr. Thompson.

Mr. Goode noted a lot of hard work and time went into this agreement and it was not achieved overnight. Mr. Levengood particularly thanked Ben Johnson, Toby McClamroch and David Prechtel of Bingham Greenebaum Doll, LLP for their efforts working diligently on this agreement for many months. Mr. Levengood also thanked the Indians General Manager Randy Lewandowski for working very hard on this, adding he along with Max Schumacher and Cal Burleson were class acts. He also expressed his gratitude to Jessica Robertson from IBOA and Bob Whitt from WRSP. Mr. Levengood noted he was scheduled to present this Agreement on October 21, 2015 to WRSP Commission and would update the Board at the November meeting.

Mr. Goode stated we are very fortunate to have a Triple A baseball team the quality and caliber of the Indians in our city and added since becoming eligible for the Ticket tax those amounts far exceed the rent that was forgiven and the record should reflect that.

Mr. Levengood presented the **BLF Painting Phase 2** which is attached to and made a part of these Minutes. He explained this project involves re-painting of various areas throughout Bankers Life Field to include concourse walls, doors, frames and exterior over hangs. This project is being undertaken consistent with the amended Operating Agreement between the Pacers. The project was estimated at \$400,000, so consistent with Indiana's Public Procurement Laws the CIB published invitations to Bid. The low bid was submitted by Standard Coating, Inc. in the amount of \$371,123. He added Staff and Counsel have reviewed all of the documents and would ask for the Board's approval to award the contract to Standard Coating, Inc. as the lowest responsive and responsible bidder. Mr. Goode asked if there were any questions for Mr. Levengood and there were none. Upon a motion by Mr. Brown and a second by Ms. Lewis, a

contract with Standard Coating, Inc. for BLF Painting Phase 2 was unanimously approved as presented.

The next agenda item was the **ICC Phase 1 Roof Replacement** of which is attached to and made a part of these Minutes. Mr. Levensgood explained to the Board this project involved removing the existing membrane, replacing only the damaged insulation and installing new membrane. The project was estimated at \$1,000,000 so consistent with Indiana's Public Procurement Laws the CIB published Invitations to bid. Mr. Levensgood explained Staff and Counsel have reviewed all the documents and strongly recommend to the Board we award the contract to Horning Roofing, Inc. in the amount of \$780,845. Mr. Potesta inquired if the repair was all membrane and Mr. Levensgood explained it was. Mr. Thompson inquired about the MBE/VBE requirements with regard to this contract. Mr. Levensgood confirmed the majority of the requirements were met. There were no further questions from the Board. Upon a motion by Mr. Thompson and a second by Mr. Shane, a contract with Horning Roofing, Inc. was unanimously approved as presented.

The next agenda item was **Indiana University Track License** which is attached to and made a part of these Minutes. Mr. Levensgood explained this is a three year license 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 urged the Board to approve this and renew the License agreement with Indiana University. Upon a motion by Mr. Dora and a second by Mr. Potesta the License was renewed and unanimously approved as presented.

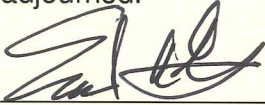
Mr. Levensgood next presented the **Infiniti Wireless Solutions (Radio and Accessory Rental)** which is attached to and made a part of these Minutes. Mr. Levensgood explained this contract is for the radios that we rent for our major events at LOS. . He added there are virtually no price increases and staff strongly recommends this extension. Mr. Levensgood offered to answer any questions from the Board and there were none. Upon a motion by Mr. Shane and a second by Mr. Brown the Infiniti Wireless Solutions Agreement was unanimously approved as presented.

Mr. Levensgood presented the **Loomis (Armored Car Service)** which is attached to and made a part of these Minutes. He explained this was a two-year agreement for the armored car service and was essentially moving the cash from our facility to the bank. He added staff recommends extending this contract and he would answer any questions from the Board. Pursuant to a motion by Mr. Dora and seconded by Mr. Potesta the Loomis (Armored Car Service) was unanimously approved as presented.

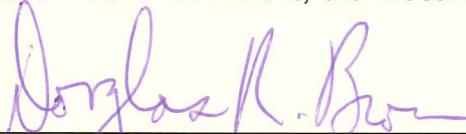
Mr. Levensgood next presented the **Disposal of Obsolete Equipment** which is attached to and made a part of these Minutes. Mr. Levensgood explained the list of equipment has been reviewed by Staff and found to have no book value. Pursuant to a motion by Mr. Shane and seconded by Ms. Lewis the Disposal of Obsolete Equipment was unanimously approved by the Board.

The next topic on the agenda was the October **Claims**. Mr. Goode presented these to the Board as per the supporting documentation, which is made a part of these Minutes. There were no questions and upon a motion by Mr. Dora and seconded by Mr. Brown, Claims 1095G, 1048B and 1085C were unanimously approved by the Board.

There being no **Other Business** to address and **Public Comment**, the meeting was adjourned.



Earl A. Goode, President
THE CAPITAL IMPROVEMENT BOARD
OF MANAGERS
OF MARION COUNTY, INDIANA



Douglas R. Brown, Secretary
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