

CAPITAL IMPROVEMENT BOARD OF MANAGERS
OF MARION COUNTY, INDIANA
Minutes of Meeting
Monday, November 9, 2015
Indiana Convention Center Boardroom

A Meeting of the Capital Improvement Board of Managers of Marion County, Indiana ("Board") was held on November 9, 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, Maggie A. Lewis and Ex-Officio, Leonard Hoops. Board member Carolene Mays-Medley was absent. Others in attendance included Barney Levensgood, Executive Director, Tim Kuehr, CFO, W. Tobin McClamroch, General Counsel, Bingham Greenebaum Doll LLP, David Adams, Bingham Greenebaum Doll LLP, Kevin Bower, Pacers Sports and Entertainment, ("PS&I"), Bill Benner, PS&I, Robert Vane, VSI, James Wallis, Visit Indy ("VI"), Daren Kingi, VI, Chris Gahl, VI, David Sease, SGA, David Evans, CCC, and members of the media. A copy of the list of those who signed in upon arrival is also attached hereto.

Mr. Goode began the meeting congratulating Councilor Lewis on her success in the recent election stating he was proud of her.

The first agenda item was **Approval of Minutes** for the Monday, October 12, 2015 meeting. Upon a motion by Mr. Brown and seconded by Mr. Potesta, the Minutes were unanimously approved as presented.

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 if there were any questions for Mr. Kuehr regarding the Financial Update and there were none at this time.

Field House Management Report

Mr. Kuehr informed the Board there was an additional report in the packet, attached to and made a part of these Minutes, which includes financial information from Fieldhouse Management, LLC pursuant to Section 6(b) of our agreement with the Pacers and explained this is the Statement of Revenue and Expenses for the quarter and 3 month period ending September 30, 2015. Mr. Kuehr informed the Board this information has been certified by Fieldhouse Management Treasurer, Kevin Bower. Mr. Bower was present at the meeting and available to answer any questions from the Board and there were none.

Mr. Goode introduced Leonard Hoops 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. Hoops noted for the numbers for the month were slightly down across the board and particularly in the downtown area, noting it was a challenging September with the ExactTarget Connections show moving from Indianapolis. He added in YTD numbers Visit Indy was ahead in revenues and he was optimistic about the numbers for October, November and December expecting to finish strong across the board for the year and on pace for the projected room nights goal. Mr. Goode thanked him for his report and asked if there were any questions from the Board. There were no questions for Mr. Hoops at this time.

Mr. Levensgood introduced Debbie Hennessey, Convention Center Director and a member of his Executive Staff to present the **ICCLoS Sales Report** which is attached to and made a part of these Minutes. Ms. Hennessey began saying we had a good month in October with occupancy of 65.7% in the exhibit halls and 68.9% in the ballrooms compared to 54% in 2014. She cited significant events in October including EDUCAUSE Annual Conference with 6,700 in attendance, three (3) Colts home games, Music for All Bands of America Regionals at Lucas Oil Stadium with attendance of over 12,000 and Do-It-Best October Market which was the 70th Anniversary with over 13,000 in attendance. Ms. Hennessey also noted upcoming events for November included the National Catholic Youth Conference with an estimated attendance of over 25,000 as well as two (2) home Colts games. Mr. Goode asked if there were any questions for Ms. Hennessey regarding the ICCLoS Sales Report and there were none at this time.

Mr. Goode introduced Mr. Levensgood to present the **Pacers Practice Facility Final Agreement** which includes documents attached to and made a part of these Minutes. Mr. Levensgood reminded the Board in August of this year we adopted a Resolution authorizing officers to begin negotiating for construction of a multi-level training facility for the Pacers to be built on a piece of property owned by the CIB. Mr. Levensgood introduced Toby McClamroch, Legal Counsel for the Capital Improvement Board and David Adams also from Bingham Greenebaum Doll, LLP to continue the presentation and explain the proposed documents.

Mr. McClamroch informed the Board the Resolution, attached to and made a part of these Minutes, from a legal perspective is in the best interest of the CIB and the City of Indianapolis and authorizes the officers to execute the Facility Final Agreement. He further assured the Board members all documents before them were consistent with the term sheet the Board previously approved in August of this year. Earl Goode reminded the Board members we are repurposing this property the Pacers already had committed to until 2027. David Adams confirmed the documents before the Board were consistent with documents David Prechtel presented at the August CIB meeting and offered to answer any further questions. Ms. Lewis asked for confirmation that the Pacers are paying for the facility and not the Capital Improvement Board with Mr. McClamroch stating that was correct. After a brief discussion and with no further questions, Mr. Goode asked the Board to entertain a motion to approve the **Pacers Practice Facility Final Agreement** agenda item as summarized and reflected in the board packet. Pursuant to a motion by Mr. Brown and seconded by Mr. Shane, the **Pacers Practice**

Facility Final Agreement was unanimously approved as presented. Mr. Goode thanked Mr. McClamroch, Mr. Prechtel, Mr. Adams and those representing the Pacers organization for all their hard work on this project.

Mr. Levensgood presented the **USA Gymnastics Parking Agreement** which is attached to and made a part of these Minutes. He reminded everyone all contracts relating to parking at the Virginia Avenue Garage, whether it is renewals or new contracts, needed to come before the Board for approval. He explained this contract began in 2008 and this was a renewal with a term of two years with a 30 day out clause if needed. Mr. Goode asked if there were any questions for Mr. Levensgood and there were none. Upon a motion by Mr. Dora and a second by Mr. Thompson the USA Gymnastics Parking Agreement was unanimously approved as presented.

The next topic on the agenda was the November **Claims** which are attached to and made a part of these Minutes. 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. Shane and seconded by Ms. Lewis, Claims 1216G, 1176B and 1205C were unanimously approved by the Board.

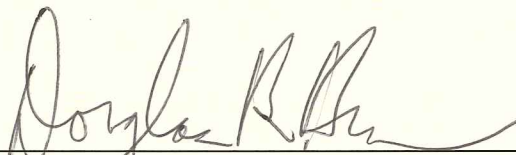
In **Other Business** Mr. Goode informed the Board members the CIB has several Request for Proposals ("RFPs") coming up for renewal in the first quarter of 2016. They include Insurance, Security and Parking. He wanted to make the Board aware the CIB would be reaching out and consulting with Mayor Hogsett's transition team to include the incoming administration in this process. There was discussion amongst the Board members with Mr. Goode, Mr. Levensgood and Mr. McClamroch further explaining the RFP process and timeline as well as answering questions from Board members. Mr. Levensgood added this piece of business did not require any formal action and this discussion was more of an effort to be transparent with the Board and the public as to our intentions moving forward with the new Mayoral administration in the spirit of doing what is best for the City of Indianapolis and all parties involved.

Mr. Goode asked the Board to join him in a moment of silence to honor the memory of newspaper columnist and radio host Amos Brown as well as Mel Daniels of the Pacers.

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



Earl A. Goode, 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