

CAPITAL IMPROVEMENT BOARD OF MANAGERS
OF MARION COUNTY, INDIANA
Minutes of Meeting
Friday, March 18, 2016-8:30 am
Indiana Convention Center Boardroom

A Meeting of the Capital Improvement Board of Managers of Marion County, Indiana ("Board") was held on March 18, 2016 in the Indiana Convention Center's Boardroom.

Board Members present included Melina Kennedy, David E. Corbitt, Mary Ann Fagan, Douglas R. Brown, Jim Dora Jr., Maggie A. Lewis, Brenda Myers, David Ruhmkorff, and Michael C. Terrell as well as Ex-Officio, Leonard Hoops. Others in attendance included Barney Levensgood, Executive Director, Tim Kuehr, CFO, Mary Solada, General Counsel, Bingham Greenebaum Doll LLP, James Wallis, Visit Indy ("VI"), Daren Kingi, VI, Chris Gahl, VI, David Sease, SGA, Bart Brown, City County Council, and members of the media. A copy of the list of those who signed in upon arrival is also attached hereto.

Ms. Kennedy introduced the **Approval of Minutes** for the Monday, February 8, 2016 meeting. Upon a motion by Mr. Brown and seconded by Ms. Lewis, the Minutes were unanimously approved as presented.

Ms. Fagan addressed the Board and asked to read the following statement into the record of the Minutes for March 18, 2016:

Members of the Board:

Due to a long-scheduled trip, I regret that I was not able to attend the February, 2016 Board meeting. I do appreciate being elected Board Treasurer at that meeting and hereby acknowledge and accept such appointment.

I do want to make a statement for the record regarding today's claim presented by the law firm of Bingham Greenebaum Doll LLP ("BGD"). As some of you know, my husband, Daniel Fagan, is a capital partner in the firm. While he does not perform any work for the CIB and his compensation will not reflect any credit or net income related to the CIB, I provide a standing recusal regarding today's invoice and will recuse myself from any future invoices from BGD. As a Board member and officer, I will not be involved in any oversight of legal work performed by BGD for 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 and year with the Board members explaining variances from budget and answering questions as necessary. Mr. Brown inquired as to why the County Admissions taxes were so low for this period. Mr. Kuehr responded this was being looked into by the Department of Revenue, but that it also in

part had to do with having a larger event in one month and not the next causing a noticeable variance in the figures. There was a discussion as to the reconciling of revenue as compared to what is being reported by the Department of Revenue and receiving information and reports in a timely manner so as to clarify any discrepancies. Mr. Levengood informed the Board these were all very timely and pertinent questions and many of these things were currently being looked at in greater detail by our Accounting Department as well as the Department of Revenue. He assured the Board we would come back to these topics at a later time and present an update when we had more specific information. Ms. Kennedy asked if there were any further questions for Mr. Kuehr regarding the Financial Update and there were none at this time.

Ms. Kennedy 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 there was an incredible amount of business for a two month period. He mentioned Visit Indy had hit their goal numbers for the first two months of the year on both booked rooms and lead rooms and was ahead of pace on the goals of the pipeline for the year. He highlighted some of the noteworthy events of the last few months including the NTEA Work Truck Show, JAMfest, a cheerleading event, the Big Ten Women's and Men's basketball championships and the NFL Combine. Currently the building is holding the Nike Midwest Qualifier Volleyball Event with courts on nearly 600,000 sq. ft. of the building and estimated attendance of 25,000. He encouraged Board members to use their ID badges and audit some of the games to see and really appreciate all the work that goes into putting on an event of this magnitude. Ms. Kennedy asked Mr. Hoops which cities were currently considered Indianapolis' main competition for event business. Mr. Hoops replied with several of the main competitors including Chicago, St. Louis, Minneapolis, Orlando, Washington DC, New Orleans, Dallas, Denver, Nashville and Austin. Ms. Kennedy thanked him for his report and asked if there were any questions from the Board. There were no further questions for Mr. Hoops at this time.

Mr. Levengood presented the **ICCLOS Sales Report** which is attached to and made a part of these Minutes. Mr. Levengood noted Mr. Hoops had already mentioned most the significant events but added we also hosted SuperCross at Lucas Oil Stadium with an attendance of approximately 55,000. Mr. Levengood informed the Board he and Mr. Hoops attended the Rose Awards earlier in the week. He explained this is a very worthwhile program as these Awards honor the excellence in the Service Industry in our City and are a good way of recognizing outstanding employees from our industry. He added the CIB was fortunate to have one of our employees, Lana Putnum, as an honoree this year. There were no questions for Mr. Levengood regarding the ICCLOS Sales Report at this time.

Ms. Kennedy introduced Mary Solada, General Counsel to the CIB to present the next agenda item and resolution which is attached to and made a part of these Minutes. Ms. Solada explained the **Remaining Action regarding CIB 2015 Transaction with Indianapolis Indians** related to the agreement the CIB Board approved in October 2015 regarding the Board's long-term contractual relationship with the Indianapolis

Indians. Ms. Solada gave the Board a quick history of the original transaction between the Indians, the CIB and the White River State Park Commission ("Commission"). She stated she and Mr. Levengood first worked together on the original project in 1993. Ms. Solada explained that the land was owned by the White River State Park before Victory Field was constructed. She further explained that the City approached the State to make the land available for the stadium. The State was enthusiastic and, after discussions, the transaction was completed resulting in a lease from the Commission to the CIB and a subsequent sublease to the Indians.

Last October, the Board approved a 20 year extension of the Sublease between the CIB and the Indians. She summarized the terms of the agreement as follows:

- The Indians do not pay rent, but they pay all their expenses.
- There is a provision that the CIB will do provide for certain capital updates similar to the capital repairs done for other CIB venues. Ms. Solada informed the Board they will be seeing requests for approvals for these capital updates over the next four years, with the CIB reimbursing the amounts or in most cases doing the work itself. She added that these capital updates amounts will be up to \$2M each year and not to exceed \$6M over the next four years.
- The Indians agree to provide a marketing plan to the CIB.
- The Board also has the right of a first refusal which was a provision in the original agreement.

She explained that there is one remaining action item for the Board. When the transaction was originally concluded between the CIB and the Commission, title was held by the Marion County Convention and Recreational Facilities Authority ("MCCRFA") to facilitate the financing of the facility. The bonds that were issued by MCCRFA over twenty (20) years ago have now been repaid. At that time, title was transferred from MCCRFA to the CIB. Now the Commission has requested that title return to it, subject to the long-term lease by and between the Commission and the CIB. That agreement provides that, in the event the facility in the future ceases to be used for minor league baseball, the land and improvements would become the property of the Commission. Based on the agreement, the proposed resolution asks for the Board to approve a Quit Claim deed to transfer title from the CIB to the Commission. Ms. Solada indicated that this action before the Board is totally consistent with the Resolution passed last October and the original agreement. Upon a motion by Ms. Lewis and a second by Mr. Dora to approve the Resolution, the Remaining Action regarding CIB 2015 Transaction with the Indianapolis Indians was unanimously approved as presented.

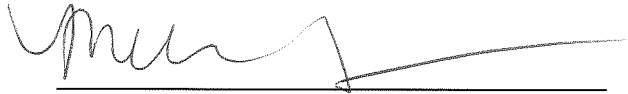
Mr. Levengood presented the **Hudnut Commons Ventilation Repair** which is attached to and made a part of these Minutes. He explained this was formally known as Capitol Commons and the CIB owns a part of this property but is in fact essentially under agreements with the City responsible for the whole garage and its maintenance. He explained this project involves replacement of fans, motors and a central programming unit for four ventilation shafts in Hudnut Commons Garage located beneath the

Commons. This project was estimated to cost more than \$150,000, so consistent with Indiana's Public Procurement Laws the CIB published Invitations to bid. The low bid was submitted by Poynter Sheet Metal in the amount of \$405,800. He added Staff and Counsel have reviewed all of the documents and would ask for the Board's approval to award the contract to Poynter Sheet Metal as the lowest responsive and responsible bidder. Ms. Meyers inquired if this was included in our Capital repairs projection for the year and Mr. Levensgood explained it was not. Mr. Brown requested Mr. Levensgood revisit the Board goals with regard to the Minority, Women and Veteran owned businesses and how they apply to this project. Mr. Levensgood explained while the CIB is not required to, it strives to mirror the goals set by the City. These goals are 15% MBE, 8% WBE and 3% VBE. This contractor has not met all of these goals but has made a good faith effort and has so documented within his bid. Ms. Kennedy asked if there were any questions from the Board for Mr. Levensgood. There were none. Upon a motion by Mr. Brown and a second by Mr. Ruhmkorff, a contract with Poynter Sheet Metal for the Hudnut Commons Ventilation Repair was unanimously approved as presented.

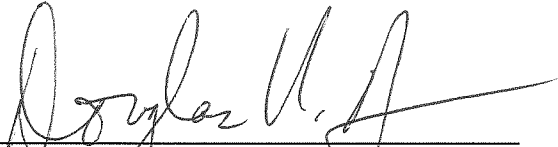
Mr. Levensgood next presented the **Disposal of Obsolete Equipment** which is attached to and made a part of these Minutes. Mr. Levensgood explained for the benefit of the new Board members that CIB cannot dispose of any property without the approval of the Board. These items will be discarded, put up for auction or in some instances donated. Mr. Levensgood noted the list of equipment has been reviewed by Staff and found to have no book value. Pursuant to a motion by Mr. Dora and seconded by Mr. Ruhmkorff, **Disposal of Obsolete Equipment** was unanimously approved by the Board.

The next topic on the agenda was the March **Claims** which are attached to and made a part of these Minutes. Ms. Kennedy presented these to the Board as per the supporting documentation, which is made a part of these Minutes. Ms. Kennedy recused herself from line items 9, 10 and 15 on Voucher 1581B for Indianapolis Power and Light as she is a member of its Advisory Board. Ms. Fagan recused herself from line item 53 on voucher 1677G from Bingham Greenebaum Doll LLP as outlined in her earlier statement reflected in these Minutes. Mr. Brown added for the record, his law firm does work for the Indianapolis Colts, so had previously provided a standing recusal on any votes pertaining to the Colts. Ms. Kennedy asked Counsel going forward if there could be a standing recusal for the aforementioned items, or if these items needed to be stated for the record at each meeting. Ms. Solada stated she would like to research the topic further and update the affected Board members prior to or at the next meeting. There were no questions and upon a motion by Ms. Kennedy and seconded by Mr. Dora, Claims 1677G, 1581B and 1643C were unanimously approved by the Board taking into account the aforementioned recusals.

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



Melina Kennedy, 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