

CAPITAL IMPROVEMENT BOARD OF MANAGERS
OF MARION COUNTY, INDIANA
Minutes of Meeting
Monday, July 14, 2014
Indiana Convention Center - Boardroom

A Meeting of the Capital Improvement Board of Managers of Marion County, Indiana ("Board") was held on July 14, 2014 in the Indiana Convention Center's Boardroom.

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

Others in attendance included Barney Levengood, Executive Director, Megan Ornellas, CFO, W. Tobin McClamroch, General Counsel, Bingham Greenebaum Doll LLP, Don Graham, General Counsel to the Board on Construction Matters, Bingham Greenebaum Doll, Patti Dean, Controller, Robert Vane, VSI, James Wallis, Visit Indy ("VI"), Chris Gahl, VI, Daren Kingi, VI, Jerry Semler, VI, David Sease, SGA, Curt Fritsch, CRF Group 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, June 9, 2014 meeting. Upon a motion by Mr. Brown and seconded by Mr. Dora the Minutes were unanimously approved as presented.

Ms. Lathrop introduced Megan Ornellas who presented the Board with a **Financial Update** as per the supporting documentation, which is attached and made a part of these minutes. Mr. Ornellas noted through May tax revenues were very high due to delayed postings from April. Ms. Ornellas informed the Board through May tax revenues are \$1.8M, or 6% over budget. Compared to the same period in 2013, tax revenues are up \$6.4M, or 23% with most of that increase due to the auto and admissions tax. Ms. Ornellas stated Operating Revenues through May are up \$2.4M, or 23% over budget. This is due to increases in all categories with the exception of Parking Lot income which was affected by high expenses from snow removal services this past winter. Operating Revenues through May were \$9.8M, or 24% below budget. Ms. Ornellas concluded by noting the CIB has a positive cash flow of \$2.9M and a year to date positive cash flow of approximately \$10.2M which is a \$14.2 M positive variance from budget. Ms. Ornellas reminded the Board this variance would drop in the coming months as capital and repair projects progress. Going forward as Ms. Ornellas presents the budget, she will include the longer term Capital plan which will include the last 6 months of this year as well as the next year planned projects to give the Board members a better picture of the upcoming capital improvements as they relate to the CIB budget. There were no further questions for Ms. Ornellas.

Ms. Lathrop introduced Leonard Hoops who presented the **Visit Indy Update** with the Market Share Performance report and Room-Night Production documents which are attached to and made a part of these Minutes. Mr. Hoops began stating the year to date numbers were very good. He noted we have seen improvement in all areas of the city and were 10.3% up as a county as a whole. Mr. Hoops added Visit Indy is \$21M ahead of last year in room revenue for Marion County and is hopeful VI will reach their goal of 750,000 Room nights for 2014 since they are currently ahead of their goal pace, their historical pace and last year's pace. Mr. Hoops highlighted the Church of the Nazarene mentioning they had a strong showing with 35,000-40,000 attendees, as well as Gamestop with 7,000 attendees and 12,000 room nights. Mr. Hoops thanked Mr. Levengood and his staff for all the hard work that went into securing the Jehovah's Witnesses Convention adding reviews from the Jehovah's Witnesses upper management were very favorable in comparison to other cities they had visited. Ms. Lathrop asked if there were any further questions for Mr. Hoops and there were none.

Mr. Levengood presented the **ICCLOS Sales Report** which is attached to and made a part of these Minutes. Mr. Levengood noted for the month of May we had attendance figures of 125,000 with occupancy was at 71%. In comparison, occupancy was at 54% the same time last year and he added the exhibit halls were well over what is considered practical maximum. He mentioned significant shows Do-It-Best, here for the 2nd time this year with attendance of 10,000 and Indy PopCon with attendance of approximately 14,500. Mr. Levengood noted the Jehovah's Witnesses were here over the weekend with 32,000 people attending and it went very well. He added they would be returning in two weeks time with their Hispanic group which would also total approximately 32,000 attendees. Mr. Levengood concluded by telling the Board Black Expo was occurring this upcoming weekend and he and staff expected another successful event. Ms. Lathrop asked if there were any further questions for Mr. Levengood and there were none at this time.

Ms. Lathrop noted there would be two votes needed for this next item on the agenda, the **Software RFP**, one for the Accounting portion of the RFP and one for the Customer Service portion. Mr. Levengood explained to the Board while the original plan was to find one software program for all their needs, once staff began researching programs they decided it was a better decision to choose the best in class for each of the two specific areas of the **Software RFP**. He introduced Ms. Ornellas to present the **Accounting Software** portion of the RFP. Ms. Ornellas noted the RFP for the Accounting Software was released May 23rd, 2014. She explained four Offerers responded and were evaluated on experience, references, implementation approach and pricing. Based on the final scoring, BKD Technologies was selected for negotiations. Ms. Ornellas added the terms of the Master Service Agreement and Work Order were successfully negotiated with the assistance of our attorney, Brad Wilt. The final pricing for the services contract is a not to exceed amount of \$375,584.00, which includes a contingency fund of \$20,486.00 that will be available if the CIB elects to add additional custom reports. The software licenses were not included in the contract total because we saved \$19k, or 36%, by purchasing off the State of Indiana's enterprise Agreement and added we will save another \$34k in annual maintenance costs through

this arrangement, thanking the CIB's IT Manager, Chris Hayes, for all his hard work and research regarding this matter. Ms. Lathrop asked if there were any questions for Ms. Ornellas and there were none. Upon a motion by Mr. Shane and a second by Mr. Thompson, the Accounting software portion of the RFP was unanimously approved as presented.

Mr. Levengood then presented the **Customer Service Software (Ungerboeck)** portion of the RFP, thanking the CIB's Business Operations Director, Christina Kelley for all her hard work with regard to this RFP. Mr. Levengood explained there were three parts to this agreement which included a Service Agreement, Software Licensing Agreement and the Software Maintenance Agreement. He explained he is asking for a motion to approve all three portions of the agreement in the amount of \$232,120.00 for this customer relations management software package adding staff and Counsel have reviewed all the documents and are very excited about this upgrade. Mr. Levengood also informed the Board while he was not requesting the funds for the reoccurring license fees at this time, fees would be occurring in July of next year in the amount of \$25,565.00. Mr. McClamroch clarified the license fee was part of the maintenance fees for the software and would be included in the 2015 budget, but these additional funds were not included as part of this current vote. Upon a motion by Mr. Dora and seconded by Mr. Brown the Ungerboeck portion of the RFP was unanimously approved as presented. Mr. Levengood thanked the Board for their approval stating this was a big undertaking for the CIB and adding this was very much appreciated by the staff.

Indiana Convention Center Halls F & G Air Handler Replacement

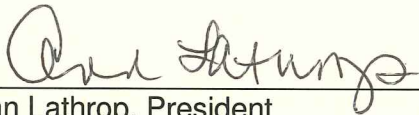
Mr. Levengood noted we would be recommending the Board reject all bids for this project as they were over budget. He and staff would like to re-think the process and re-bid possibly by the end of this year, but for now he was requesting from the Board to reject all previously submitted bids. Upon a motion by Mr. Shane and seconded by Mr. Dora the decision to reject all bids for the Indiana Convention Center Halls F & G Air Handler Replacement was unanimously approved by the Board.

Mr. Levengood next presented the **Phase Three Roof Replacement** to the Board, which is attached to and made a part of these Minutes. He informed the Board members Counsel and staff have reviewed and recommend Hinshaw Roofing as the lowest responsive, responsible bidder at \$595,100.00. The work will be done this fall and this will replace the ballasted roof which was installed in 1993. Pursuant to a motion by Mr. Shane and seconded by Mr. Dora the Phase Three Roof Replacement was unanimously approved by the Board.

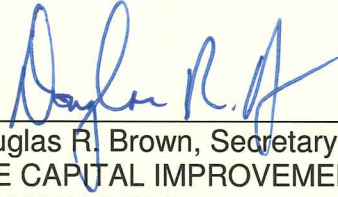
The next topic on the agenda was Approval of **Claims** 534G, 533B and 533C, which Ms. Lathrop presented to the Board as per the supporting documentation, which is made a part of these Minutes. There were no questions, and upon a motion by Mr. Shane which was seconded by Mr. Brown the Claims were unanimously approved by the Board.

Ms. Lathrop asked if there were any **Other Business** to address. Mr. Levensgood informed the Board of the upcoming Big Dig project. This will be happening in the next 2 years. He noted this is a good project for Indianapolis and we need to cooperate with the City with regard to this. While there is no formal action needed by the Board, Mr. Levensgood wanted everyone to be aware this would be happening.

There being no **Public Comment**, 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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