

CAPITAL IMPROVEMENT BOARD OF MANAGERS
OF MARION COUNTY, INDIANA
Minutes of Meeting
Friday, August 25, 2017-8:30am
Indiana Convention Center Boardroom

A Meeting of the Capital Improvement Board of Managers of Marion County, Indiana ("Board") was held on August 25, 2017 in the Indiana Convention Center's Boardroom.

Board Members present included Melina Kennedy, David E. Corbitt, Mary Ann Fagan, Maggie A. Lewis, Brenda Myers, David Ruhmkorff, and Michael C. Terrell as well as Ex-Officio, Leonard Hoops. Board members Douglas R. Brown and Jim Dora Jr. were absent. Others in attendance included Barney Levengood, Executive Director, Mary Solada, General Counsel, Bingham Greenebaum Doll LLP, Bart Brown, City County Council, Kevin Bower, Pacers Sports and Entertainment ("PS&E"), Daren Kingi, Visit Indy ("VI"), Chris Gahl, VI, David Sease, SGA, Adam Burke, LAZ Parking, 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.)

Ms. Kennedy introduced the **Approval of Minutes** for the Friday, July 14, 2017 meeting. Upon a motion by Mr. Ruhmkorff and seconded by Ms. Fagan, the Minutes were unanimously approved as presented.

Mr. Kuehr 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 to date with the Board members explaining variances from budget and answering questions as necessary. Ms. Kennedy asked if there were any additional questions for Mr. Kuehr regarding the Financial Update and there were none at this time.

Fieldhouse Management Report

Mr. Kuehr directed the Board to 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 the CIB Operating Agreement with the Pacers and explained this is the Statement of Revenue and Expenses for the quarter ending and 12 month period ending June 30, 2017. Mr. Kuehr informed the Board this information has been certified by Fieldhouse Management Treasurer, Kevin Bower. Mr. Bower explained the documents in the board packet included a full year summary of revenue and expenses as well as the yearly total of taxes collected and remitted to the State. He explained there were a total of 177 events hosted this past year and added it has been the best year from an event revenue perspective in the history of the Fieldhouse. Mr. Levengood congratulated Mr. Bower and the Pacers Organization on the recent opening of the new Practice Facility noting it was completed right on schedule and adding there was no impact to the Virginia Avenue Garage during the construction. Mr.

Bower, on behalf of the Pacers Organization, thanked the CIB for their support of this project. Ms. Kennedy asked if there were any questions for Mr. Bower 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 reviewed the Visit Indy Sales reports with the Board explaining trends and variances in the main areas of Downtown, Marion County and outside Marion County. Mr. Hoops informed the Board that revenues were up for the month and shared that Visit Indy is on pace to beat the 800,000 Room Night Goal for the year. Mr. Hoops made the Board aware of a successful booking by Visit Indy of the American Wind Energy Association show in July for 2021 noting this booking was a result of three (3) years of efforts by the VI team. He explained how many of the organizations that eventually book their events in Indianapolis are the end result of many years of communications and meetings and hard work. Ms. Kennedy thanked him for his report and asked if there were any further questions for Mr. Hoops from the Board and there were none at this time.

Ms. Hennessey presented the **ICCLoS Sales Report**, which is attached to and made a part of these Minutes. Ms. Hennessey informed the Board that the occupancy in the Convention Center for the month of July was 52.5%. She mentioned some notable events which occurred in July including United Pentecostal Church International North America Bible Quiz and Youth Congress with approximately 40,000 attendees, the Indiana Black Expo Summer Celebration with approximately 35,000 attendees, the Colts Training Camp Practice with approximately 12,795 attendees, the American Veterinary Medical Association with approximately 8,000 attendees and Indy POPCON 2017 with an estimated attendance of 3,797. Ms. Hennessey informed the Board that the month of August began with the 50th anniversary of Gen Con. There were an estimated 60,000 badges distributed and over 208,000 attendees were accounted for over the four day period, which was a new record overall attendance for Gen Con. Other shows in August include the DCI Summer Music Games World Championships with an estimated attendance of 30,000, the American Association of Diabetes Educators (“AADE”) 2017 Annual Meeting and Exhibition with approximately 3,800 attendees and as well as two (2) Preseason Colts games. Ms. Kennedy asked if there were any questions for Ms. Hennessey and there were none at this time.

2018 Budget

Mr. Levensgood introduced the 2018 Budget agenda item to the Board reminding them this was part of the annual process. He noted Mr. Kuehr and the accounting staff spent a great deal of time working on this Budget. Mr. Kuehr began his presentation of the **2018 Budget** to the Board; a detailed presentation and a copy of the proposed budget are attached to and made a part of these Minutes. Mr. Kuehr went through the entire budget presentation with the Board, explaining the main points and assumptions as listed below:

- **Tax Revenues up from the 2017 Budget by \$582k or .6%.**
- **Operating Revenues increase \$760k or 2.7% over the 2017 Budget.**

- **Total Operating Expenses are \$5.8M, or 5.2% more than the 2017 Budget, mainly due to an increase in Character 4 - Capital Projects.**
- **Debt Service decreases from the 2017 Budget by \$33.3M or 52.2%. This is directly due to a one-time Debt Service payment of Junior Subordinate Notes in 2017.**
- **Personal Services are budgeted to increase \$696k or 2.5% from 2017 Budget.**
- **Other Services and Charges are budgeted to increase \$865k or 1.4% over the 2017 Budget.**
- **Capital Outlay is budgeted to increase \$4.2M or 27.3% over the 2017 Budget for needed and contractually obligated repairs and maintenance on all facilities, including**
 - **Victory Field – per contract** **\$2.0M**
 - **Bankers Life Fieldhouse – per contract** **1.5M**
- **Net Amount for 2018 Budget is (\$17.2M).**
- **Negative Net Amount will be covered by utilizing funds from CIB reserves.**
- **At the end of 2018, the CIB will have approximately \$66M in unencumbered operating reserves.**

There was discussion throughout the presentation with questions answered by Mr. Kuehr and Mr. Levengood. Mr. Levengood asked if there were any questions from the Board and there were none. Ms. Kennedy asked the Board to entertain a motion to approve the Budget Resolution. Mr. Ruhmkorff moved and Mr. Terrell seconded that the Board approve the Resolution as stated and the 2018 Budget as presented. The Resolution is attached hereto. The motion by Mr. Ruhmkorff to approve the CIB Budget and related matters as set forth in the Resolution was unanimously approved as presented. Mr. Levengood expressed his appreciation to Mr. Kuehr and his Accounting staff for all their hard work these last several months putting the Budget together and especially thanked Ms. Kennedy and Ms. Fagan for their time and effort in editing and reviewing the Budget. Mr. Levengood informed the Board that the next step was to present this proposed Budget to the City County Council's Municipal Corporation Committee and then to the full Council for final approval.

Mr. Levengood presented the **Victory Field Suite Renovations – General Trades** which is attached to and made a part of these Minutes. He explained this project involves selective demolition and necessary construction work per plans and specifications. The project is being undertaken consistent with the Operating Agreement between the CIB and the Indianapolis Indians. Consistent with Indiana's Public Procurement Laws the CIB published an Invitation to bid for base bid plus nine (9) alternates. The lowest bidder, Boyle Construction, was deemed non-responsive as it did not comply with the state statute requiring a drug testing plan nor the CIB Responsible Bidding Practice Resolution provision regarding evidence of participation in an apprenticeship and training program. The second lowest bid was submitted by 3D Professional in the amount of \$680,500.00, which includes the base bid plus seven (7) alternates (3rd, 4th, 5th, 7th, 9th, 9A and 9B). Mr. Levengood added Staff and Counsel have reviewed all of the documents and would ask for the Board's approval to award the contract to 3D Professional which submitted

the second lowest bid, but was deemed the responsive and responsible bidder. Mr. Levengood asked the Board if there were any questions regarding this project and there were none. Upon a motion by Ms. Fagan, and a second by Mr. Terrell, a contract with 3D Professional for Victory Field Suite Renovations – General Trades, was unanimously approved as presented.

Mr. Levengood presented the **Victory Field Suite Renovations – Millwork** which is attached to and made a part of these Minutes. He explained this project involves providing all Finish Carpentry, Interior Architectural Woodwork, Cabinets, Wood Trim, and Countertops along with providing necessary work per plans and specifications. The project is being undertaken consistent with the Operating Agreement between the CIB and the Indianapolis Indians. Consistent with Indiana's Public Procurement Laws the CIB published an Invitation to bid for base bid plus nine (9) alternates. The lowest bidder, BC Countertops, was deemed non-responsive as it did not complete the XBE Participation Form and further did not comply with the statutory pre-qualifying requirements. The second lowest bid was submitted by 3D Professionals in the amount of \$423,000.00. Mr. Levengood added Staff and Counsel have reviewed all of the documents and would ask for the Board's approval to award the contract to 3D Professional which submitted the second lowest bid, but was deemed the responsive and responsible bidder. Mr. Levengood asked the Board if there were any questions regarding this project and there were none. Upon a motion by Ms. Fagan, and a second by Mr. Terrell, a contract with 3D Professional for Victory Field Suite Renovations - Millwork, was unanimously approved as presented.

Mr. Levengood presented the **Victory Field Suite Renovations – Flooring** which is attached to and made a part of these Minutes. He explained this project involves providing ceramic/porcelain tile, resilient tile, resilient base and accessories, and tile carpeting along with providing necessary work per plans and specifications. The project is being undertaken consistent with the Operating Agreement between the CIB and the Indianapolis Indians. Consistent with Indiana's Public Procurement Laws the CIB published an Invitation to bid for base bid plus nine (9) alternates. The low bid was submitted by E.F. Marburger in the amount of \$88,000.00. Determination has been made to accept the third (3rd) alternate in the amount of \$4,650.00. Mr. Levengood added Staff and Counsel have reviewed all of the documents and would ask for the Board's approval to award the contract to E.F. Marburger as the lowest responsive and responsible bidder. Mr. Levengood asked the Board if there were any questions regarding this project and there were none. Upon a motion by Ms. Fagan, and a second by Mr. Terrell, a contract with E.F. Marburger in the amount of \$92,650.00 for Victory Field Suite Renovations – Flooring, was unanimously approved as presented.

Mr. Levengood presented the **Victory Field Suite Renovations – Plumbing/HVAC/Controls** which is attached to and made a part of these Minutes. He explained this project involves selective plumbing and HVAC demolition along with providing necessary work per plans and specifications. The project is being undertaken consistent with the Operating Agreement between the CIB and the Indianapolis Indians. Consistent with Indiana's Public Procurement Laws the CIB published an Invitation to bid for base

bid plus nine (9) alternates. The low bid was submitted by Sexson Mechanical in the amount of \$92,900.00. Mr. Levengood added Staff and Counsel have reviewed all of the documents and would ask for the Board's approval to award the contract to Sexson Mechanical as the lowest responsive and responsible bidder. Mr. Levengood asked the Board if there were any questions regarding this project and there were none. Upon a motion by Mr. Ruhmkorff, and a second by Ms. Fagan, a contract with Sexson Mechanical in the amount of \$92,900.00 for Victory Field Suite Renovations - Plumbing/HVAC/Controls, was unanimously approved as presented.

Mr. Levengood presented the **Victory Field Suite Renovations – Electrical** which is attached to and made a part of these Minutes. He explained this project involves selective electrical demolition and providing necessary work per plans and specifications. The project is being undertaken consistent with the Operating Agreement between the CIB and the Indianapolis Indians. Consistent with Indiana's Public Procurement Laws the CIB published an Invitation to bid for base bid plus nine (9) alternates. Determination has been made to accept two (2) of the alternates (the 4th and 6th) totaling \$33,800.00. The low bid was submitted by ERMCO, Inc. in the amount of \$99,300.00. Mr. Levengood added Staff and Counsel have reviewed all of the documents and would ask for the Board's approval to award the contract to ERMCO, Inc. as the lowest responsive and responsible bidder. Mr. Levengood asked the Board if there were any questions regarding this project and there were none. Upon a motion by Ms. Fagan, and a second by Mr. Ruhmkorff, a contract with ERMCO, Inc. in the amount of \$134,100.00 for Victory Field Suite Renovations – Electrical, was unanimously approved as presented.

Mr. Levengood presented the **Bankers Life Fieldhouse Handrail Replacement** which is attached to and made a part of these Minutes. He explained this project involves the replacement of existing wooden handrails with stainless-steel pipe and tube railings. This project is being undertaken consistent with the Operating Agreement between CIB and Pacers. The project was estimated at \$400,000, so consistent with Indiana's Public Procurement Laws the CIB published an Invitation to bid for base bid plus one (1) alternate. The lowest bidder, Dant Clayton Corporation, was deemed non-responsive as it did not provide the alternative pricing required by the bid package and did not comply with state certification requirements. The second lowest bid was submitted by Verkler Corporation in the amount of \$347,000.00. Determination has been made to accept the alternate in the amount of \$45,000.00. Mr. Levengood added Staff and Counsel have reviewed all of the documents and would ask for the Board's approval to award the contract to Verkler Corporation which submitted the second lowest bid, but was deemed the responsive and responsible bidder. Mr. Levengood asked the Board if there were any questions regarding this project and there were none. Upon a motion by Mr. Ruhmkorff, and a second by Ms. Fagan, a contract with Verkler Corporation in the amount of \$392,000.00, for Bankers Life Fieldhouse Handrail Replacement, was unanimously approved as presented.

Mr. Levengood presented the **Bankers Life Fieldhouse Key Bank Level Painting** which is attached to and made a part of these Minutes. He explained this project involves removal of existing wall covering on Bankers Life Fieldhouse's Key Level and painting of all walls, doors, and fire cabinets. This project is being undertaken consistent with the

Operating Agreement between CIB and Pacers. The project was estimated to cost \$150,000, so consistent with Indiana's Public Procurement Laws the CIB solicited quotations from 3 contractors for base quote with no alternates. The low quote was submitted by Bill Lawrence Company, Inc. in the amount of \$61,700.00. He added Staff and Counsel have reviewed all of the documents and would ask for the Board's approval to award the contract to Bill Lawrence Company, Inc. as the lowest responsive and responsible quote. Mr. Levensgood asked the Board if there were any questions regarding this project and there were none. Upon a motion by Mr. Ruhmkorff, and a second by Ms. Fagan, a contract with Bill Lawrence Company, Inc. in the amount of \$61,700.00 for Bankers Life Fieldhouse Key Bank Level Painting, was unanimously approved as presented.

Mr. Levensgood presented the **ICC Air Handler Units ("AHU") 45, 47 & 52 Renovations** which is attached to and made a part of these Minutes. He explained this project involves renovations needed for Air Handler Units 45, 47, and 52 located at the Indiana Convention Center. The project was estimated to cost \$130,000, so consistent with Indiana's Public Procurement Laws the CIB solicited Quotations from 3 contractors for base quote with no alternates. The low quote was submitted by General Piping, Inc. in the amount of \$118,500.00. He added Staff and Counsel have reviewed all of the documents and would ask for the Board's approval to award the contract to General Piping, Inc. as the lowest responsive and responsible quote. Mr. Levensgood asked the Board if there were any questions regarding this project and there were none. Upon a motion by Mr. Ruhmkorff, and a second by Ms. Fagan, a contract with General Piping, Inc. in the amount of \$118,500.00 for ICC Air Handler Units ("AHU") 45, 47 & 52 Renovations, 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 noted the list of equipment has been reviewed by Staff and found to have no book value. Pursuant to a motion by Mr. Ruhmkorff and seconded by Ms. Fagan the **Disposal of Obsolete Equipment** was unanimously approved by the Board.

The next topic on the agenda was the **Claims**. Mr. Levensgood presented these to the Board as per the supporting documentation, which is attached to and made a part of these Minutes. Ms. Fagan recused herself from line item 80 on voucher 3791G regarding Bingham Greenebaum Doll LLP. Ms. Kennedy recused herself from line items 54, 55 and 56 on Voucher 3959C regarding Indianapolis Power and Light. There were no questions from the Board and upon a motion by Mr. Dora and seconded by Mr. Brown, Claims 3791G, and 3959C were unanimously approved by the Board taking into account the aforementioned recusals.

With regard to **Other Business**, Mr. Levensgood shared with the Board that the CIB had had the same Clock Operator since the Hoosier Dome opened. His name is Charles Leonard, and he is also the former Superintendent of Hamilton Southeastern School District. Mr. Levensgood explained Mr. Leonard has been with the CIB since the Colts came to town in 1984 and has never missed a game or a **play**. Mr. Levensgood thought the dedication and years of service to the Colts and CIB that Mr. Leonard exhibited was

amazing and wanted to bring this information before the Board. Ms. Kennedy thanked him for sharing this with everyone.

Mr. Levengood reminded the Board members that due to the August meeting being later than usual in the month, the September CIB meeting would be in just 2 weeks on September 8th.

There being no **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