

CAPITAL IMPROVEMENT BOARD OF MANAGERS
OF MARION COUNTY
Minutes of Meeting
Friday, March 12, 2021-8:30 am
Indiana Convention Center
Via Teleconference

A Meeting of the Capital Improvement Board of Managers of Marion County, (“Board”) was held on March 12, 2021. Because of the Declaration of Public Health Emergency due to the COVID-19 virus, to ensure compliance with the social distancing guidelines, and consistent with the Governor’s Orders, this meeting took place via teleconference. Board Members in attendance included Melina Kennedy, David E. Corbitt, Michael C. Terrell, David Ruhmkorff, Jim Dora Jr., Maggie A. Lewis, Brenda Myers, Earl Goode and Sarah Fisher as well as Ex-Officio Leonard Hoops. Others in attendance included Andy Mallon, Executive Director, Mary Solada, General Counsel, Dentons Bingham Greenebaum LLP (“DBG”), Tom Boyle, Director of Operations, Kobi Wright, Business Operations Director and Senior Counsel, Eric Neuburger, Stadium Director, Tim Kuehr, Chief Financial Officer, Art Kodroff, Controller, Monique Wise, Senior Sales Manager, Chad Wilke, Senior Event Coordinator, Chris Gahl, Visit Indy, (“VI”), James Wallis, VI, Daren Kingi, VI, David Sease, SGA, Lisa Vielee, Well Done Marketing, and members of the media. (A copy of the list of those who were in attendance on the call is attached hereto.)

Ms. Kennedy introduced the **Approval of Minutes** for the Friday, February 19, 2021 meeting. Upon a motion by Mr. Terrell, and seconded by Ms. Lewis, the Minutes were unanimously approved as presented.

Mr. Kuehr presented the **Financial Update** to the Board as per the supporting documentation, which is attached hereto 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.

Ms. Kennedy then introduced the **Visit Indy Updates** agenda item as attached hereto and made a part of these Minutes and presented by Leonard Hoops. Mr. Hoops updated the Board on the Hotel Market Share Performance for the previous month and explained the VI Room-Night Production by Year, Venue and Market Segment, comparing this years’ results to past years results using data and graphs. Mr. Hoops mentioned the smooth rollout of the vaccine and complimented the State and Governor Holcomb on all their efforts to make the vaccine accessible and distribute it as efficiently as possible. He mentioned that he and his wife went to the IMS location to receive their vaccines and did not have any complications or issues. Mr. Hoops noted that while the 28.4% occupancy rate from the previous month was much lower than what VI was accustomed to seeing, it was still a better percentage than much of the Central Indiana Area and to an even greater degree for the colder winter months. Mr. Hoops stated it will probably be well into the

summer months before the room night and occupancy numbers are back to a more typical level. Mr. Hoops mentioned that he and Mr. Kingi were on a group call with other leaders in the tourism industry and another person on the call mentioned Indianapolis as the model to follow with regard to hosting a successful and safe event during these challenging times. Mr. Hoops assured the Board that March Madness is much more than an Indiana event noting that so many other convention centers and cities are looking toward this event as a predictor and even a catalyst for recovery in their own cities and states. He noted that everything will be amplified and everyone will be watching Indianapolis to see if the City can rise to the occasion and succeed in putting on this monumental event. He mentioned that he and his staff continued to stress that following safety protocols will remain a priority throughout the upcoming national events and throughout the recovery. Ms. Kennedy asked the Board if there were any further questions for Mr. Hoops and there were none at this time. Ms. Kennedy thanked Mr. Hoops for his presentation.

Ms. Kennedy introduced the next agenda item **ICCLOS Sales Report** as attached hereto and made a part of these Minutes. She introduced Monique Wise to present the ICC portion of the report. Ms. Wise informed the Board that the building would be hosting its fifth Volleyball tournament set to begin later that day with the total number of guests anticipated to be around 20,000 over the course of the weekend. She explained that when the Volleyball tournament ends Sunday night the building will begin changing over and by Monday morning staff will be springing into action to prepare for March Madness. Ms. Wise explained that the Convention Center will be hosting all the team practices, house all of their weight rooms and classroom facilities as well as a variety of other planned activities of the 68 teams. Essentially the Convention Center will be converted into a Student Athlete Campus with teams practicing, studying, working out and engaging in limited recreational activities. All the team hotels are connected to the Center by a skywalk and thus the Convention Center will be part of the student athlete controlled environment enclosed NCAA bubble. Ms. Wise explained that Senior Event Coordinator, Chad Wilke, and his events staff were preparing for an incredible 3 weeks of something that has never been done at our Facility before and added that everyone was excited for this opportunity to do something completely new and unique. Ms. Wise shared that immediately following the close of March Madness the building will prepare to host the first convention since the pandemic and would be welcoming a regular client back that has not been in Indy since 2016. She noted that while the next 30 days will be very busy and challenging, the staff is prepared and ready to see everything unfold. There were no questions for Ms. Wise at this time. Ms. Kennedy thanked her for her report and introduced Mr. Neuburger to present the Lucas Oil Stadium (“LOS”) portion of the report. Mr. Neuburger informed the Board that he and his staff have been deep into preparations for the upcoming B1G 10 Championship and the NCAA Tournament noting that the Board has played a big part in bringing these two major basketball tournaments here. He acknowledged the Board members and city leaders of the past decades going back to the mid 90’s noting that these long established relationships that began years ago have led to the CIB being trusted with these premier events. He noted that once the B1G 10 Championship game is completed, that same overnight the preparations will begin for the first 2 rounds of the NCAA Tournament. He informed the Board that on April 5th a

champion will be crowned and there will be a total of 28 games over the previous 25 dates that will have taken place at Lucas Oil Stadium alone. He noted that while some of them may be attending in person, the games will be broadcast on CBS, TruTV, TBS and TNT networks. Mr. Neuberger thanked the Board for their support with keeping the CIB staff in place in order for these events to be executed successfully and also thanked Mr. Mallon, Mr. Hoops and Ryan Vaughn of Indiana Sports Corporation for all their efforts in bringing these prestigious events to town. Ms. Kennedy asked if there were any further questions for Mr. Neuberger and there were none at this time.

Bankers Life Fieldhouse Expansion Phase 2 & 3

Mr. Mallon explained that all of the following bid projects that he would be presenting were being undertaken as part of the recently amended Operating Agreement between CIB and Pacers and were included in the BLF Expansion Project. He noted that consistent with Indiana's Public Procurement Laws, the CIB published Invitations to Bid for all of the bid packets listed on the agenda and that all of the bids he would be presenting to the Board have been determined to be both responsive and responsible by Staff and Counsel. Before he started the presentation of the bid projects, he summarized the overall percentages of participation of Minority owned Businesses in the bidding process and the extent to which the CIB was able to engage these subcontractors and award contracts to them and noted he would be sharing that information with regard to each Bid Project ("BP") that was awarded.

Mr. Mallon began by explaining Staff and counsel recommend the Board reject all concrete bids for **BP 2107**. He explained that by rejecting this bid package and moving the proposed concrete work into other awarded projects, the CIB was able to save a significant amount of money. Upon a motion by Mr. Goode which was seconded by Mr. Corbitt, BP 2107 for all Concrete Bids was rejected by a unanimous vote.

Mr. Mallon presented **BP 2109 Masonry** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from Don Purdy Masonry, LLC, in the amount of \$1,465,900. Mr. Mallon explained that Don Purdy Masonry, LLC provides 2.73% subcontractor MBE, 0.26% subcontractor WBE, and 3.55% subcontractor VBE. After further inquiries, questions and discussion and after a motion by Mr. Corbitt, as seconded by Mr. Ruhmkorff, BP 2109 for Masonry for BLF Expansion was unanimously approved as presented and the contract was awarded to awarded to Don Purdy Masonry, LLC.

Mr. Mallon presented **BP 2120 Window Treatments** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from J.C. Ripberger Corporation, in the amount of \$671,500. Mr. Mallon explained that J.C. Ripberger Corporation is 100% prime VBE. After further inquiries, questions and discussion and after a motion by Mr. Corbitt, as seconded by Mr. Ruhmkorff, BP 2120 for Window Treatments for BLF Expansion was unanimously approved as presented and the contract was awarded to J.C. Ripberger Corporation.

Mr. Mallon presented **BP 2180 LED Displays and Controls** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from ANC Sports Enterprises, LLC, in the amount \$1,302,589. Mr. Mallon explained that this is a Sole Source contract and necessary to use this company to maintain consistency for the existing LED system. After further inquiries, questions and discussion and after a motion by Mr. Corbitt, as seconded by Mr. Ruhmkorff, BP 2180 for LED Displays and Controls for BLF Expansion was unanimously approved as presented and the contract awarded to ANC Sports Enterprises, LLC, in the amount of \$1,302,589.

Mr. Mallon presented **RFP 3000 Video Board Relocation** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible proposal was from ANC Sports Enterprise, LLC in the amount of \$407,928. After further inquiries, questions and discussion and after a motion by Mr. Corbitt as seconded by Mr. Ruhmkorff, RFP 3000 Video Board Relocation for BLF Expansion was unanimously approved as presented and awarded to ANC Sports Enterprise, LLC, in the amount of \$407,928.

Mr. Mallon presented **BP 2250 Metal Panels** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from J.C. Ripberger Construction Corp., in the amount of \$946,500 and provides 100% prime VBE. After further inquiries, questions and discussion and after a motion by Mr. Corbitt, as seconded by Mr. Dora, BP 2250 Metal Panels for BLF Expansion was approved as presented and the contract awarded to J.C. Ripberger Construction Corp.

Mr. Mallon presented **BP 2271 Ceramic** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from Santarossa Mosaic & Tile, in the amount of \$3,790,000. Mr. Mallon explained they provide 8.91% subcontractor MBE, 5.50% subcontractor WBE, and 1.78% subcontractor VBE. After further inquiries, questions and discussion and after a motion by Mr. Corbitt as seconded by Mr. Ruhmkorff, BP 2271 Ceramic was unanimously approved as presented and the contract awarded to Santarossa Mosaic & Tile in the amount of \$3,790,000.

Mr. Mallon presented **BP 2281 Resilient/Carpet Flooring** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from E.F. Marburger & Son Inc., in the amount of \$642,820. Mr. Mallon explained they provide 100% prime WBE. After further inquiries, questions and discussion and after a motion by Mr. Corbitt, as seconded by Mr. Dora, BP 2281 Resilient/Carpet Flooring for BLF Expansion was unanimously approved as presented and awarded to E.F. Marburger & Son Inc., in the amount of \$642,820.

Mr. Mallon presented **BP 2285 Resinous Flooring** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from The Blakley Corporation in the amount of \$86,600. After further inquiries, questions and discussion and after a motion by Mr. Corbitt, as seconded by Mr. Ruhmkorff, BP 2285 Resinous Flooring for BLF Expansion was unanimously approved as presented and awarded to The Blakley Corporation in the amount of \$86,600.

Mr. Mallon presented **BP 2291 Terrazzo Flooring** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from Victory Surfaces, LLC, in the amount of \$360,750. After further inquiries, questions and discussion and after a motion by Mr. Corbitt as seconded by Mr. Dora, BP 2291 Terrazzo Flooring for BLF Expansion was approved as presented on a vote of 8 to 1 with Mr. Ruhmkorff voting against the motion.

Mr. Mallon presented **BP 2295 Polished Concrete** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from Victory Surfaces, LLC, in the amount of \$290,000. After further inquiries, questions and discussion and after a motion by Mr. Corbitt as seconded by Ms. Lewis, BP 2295 Polished Concrete for BLF Expansion was approved as presented on a vote of 8 to 1 with Mr. Ruhmkorff voting against the motion.

Mr. Mallon presented **BP 2310 Anti-Shatter Glazing** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from File National Class & Hardware, LLC, in the amount of \$512,818. After further inquiries, questions and discussion and after a motion by Mr. Corbitt as seconded by Mr. Ruhmkorff, BP 2310 Anti-Shatter Glazing for BLF Expansion was unanimously approved as presented.

Mr. Mallon presented **BP 2410 Signage/Graphics** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from ISF, Inc., in the amount of \$1,169,028. After further inquiries, questions and discussion and after a motion by Mr. Corbitt, as seconded by Mr. Ruhmkorff, BP 2410 Signage/Graphics agenda item for BLF Expansion was unanimously approved as presented and awarded to ISF, Inc. in the amount of \$1,169,028.

Mr. Mallon presented **BP 2800 Hardscapes/Landscaping** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from Weddle Bros. Building Group, LLC, in the amount of \$6,347,500 and provided 15.81% subcontractor MBE. He noted he was also presenting a deduct Change Order in the amount of \$2,615,460 from Weddle Bros. Building Group, LLC, for approval. Upon a motion by Mr. Corbitt and seconded by Mr. Ruhmkorff, BP 2800 Hardscapes/Landscaping agenda item for BLF Expansion was unanimously approved as presented and awarded to Weddle Bros. Building Group, LLC, in the amount of \$6,347,500. Upon a second motion by Mr. Corbitt and a second by Mr. Ruhmkorff, the deduct Change Order was unanimously approved in the amount of \$2,615,460.

Mr. Mallon presented **BP 5000 Plaza General Construction** agenda item as attached hereto and made a part of these Minutes. The low responsive and responsible bid was from Weddle Brothers Building Group, LLC, in the amount of \$24,527,000. Mr. Mallon explained that Weddle Brothers Building Group, LLC, provides 15.09% subcontractor MBE, and 1.37% subcontractor WBE. He noted he was also presenting an increase Change Order in the amount of \$556,254 from Weddle Bros. Building Group, LLC, for

approval. Mr. Mallon noted that this additional amount was to add the concrete work that was rejected earlier in BP 2107. After further inquiries, questions and discussion and after a motion by Mr. Corbitt, as seconded by Mr. Ruhmkorff, BP 5000 Plaza General Construction agenda item for BLF Expansion was unanimously approved as presented and awarded to Weddle Brothers Building Group, LLC, in the amount \$24,527,000. Upon a second motion by Mr. Goode and a second by Mr. Corbitt, the increase Change Order was unanimously approved in the amount of \$556,254.

Mr. Mallon presented the **ICCLOS - Daktronics-Sole Source Supply Contract to Provide Field Perimeter Display** agenda item attached to and made a part of these Minutes. He explained that this was a Sole Source Supply Contract for Daktronics to provide Field Perimeter Display in the amount of \$344,410.61. Mr. Mallon explained that all of the video board that are used in both buildings are supplied by Daktronics. He added that as part of the CIB's continued partnership with Indy Eleven, the CIB would allow Indy Eleven to use these portable video boards when they have matches at Carroll Stadium. After further inquiries, questions and discussion and after a motion by Mr. Corbitt as seconded by Mr. Ruhmkorff, ICCLOS - Daktronics-Sole Source Supply Contract to Provide Field Perimeter Display was unanimously approved as presented.

Ms. Kennedy introduced the **Claims** as attached hereto and made a part of these Minutes and presented by Andy Mallon. There were no questions from the Board and upon a motion by Mr. Corbitt and seconded by Mr. Dora, Operating Claims 9694G, and Confirming Claims 9673C were unanimously approved by the Board. Mr. Mallon next presented the BLF Confirming Construction Claims as attached hereto and made a part of these Minutes. There were no questions from the Board and upon a motion by Mr. Corbitt and seconded by Mr. Ruhmkorff, the BLF Confirming Construction Claims B214 were unanimously approved as presented.

In **Other Business** Mr. Mallon wanted to mention some recent successes that do not always make the headlines and do have anything to do with March Madness but are very important to the financial future of the CIB and are worth noting and celebrating. Mr. Mallon informed the Board that the CIB was recently able to sell bonds in the amount of \$390M to finance the BLF Expansion and restructure all of the CIB existing debt portfolios. He explained that as a part of this process the CIB was able to secure a fixed rate of 2.7% average debt service for the next 25 years providing a significant savings. He explained the CIB used this opportunity to assist in their ability maintaining the current CIB cash levels as well as capitalize on the interest for any new money, noting that the CIB will not be paying any debt service on this new money for the next 2 years. He explained this transaction gave the CIB to opportunity to shift some of the money normally used to fund capital projects to debt which enables the CIB to maintain that fund balance. Mr. Mallon summarized that this recent bond transaction puts the CIB on solid and manageable footing with respect to their debt going into the future. He remarked that being able to achieve this in the midst of a pandemic with limited revenue to work with is a testament to Mr. Kuehr's hard work and the CIB's banking team. Mr. Mallon wanted to acknowledge and thank Mr. Kuehr, the Indianapolis Local Public Improvement Bond Bank, and the USA Bank of America. Mr. Mallon also wanted to say that he is so impressed and proud of the

CIB team and the work they are doing and going to do to take on this upcoming challenge of hosting March Madness. He noted it will require Herculean efforts as many of the CIB's partners, contractors and vendors in our buildings are short staffed and will need to add workers for the event. People will be working around the clock and he said he is hoping and praying that he and his staff are able to do this all safely and are able to accomplish what some consider an impossible task in moving in the entire NCAA tournament bubble into the Building in 11 hours. Mr. Mallon also stated he was looking forward to the first trade shows taking place after March Madness noting the Gospel Coalition in April and in June there are two substantial trade shows coming with the Sweets and Snacks show and WWETT. Mr. Mallon reminded the Board that the CIB started their recovery by hosting small basketball tournaments and slowly increasing incrementally over time and is now preparing to host the biggest basketball tournament that has ever been played. Similarly the CIB will start small introducing trade shows back into the building with the Gospel Coalition and will finish out the year on a large scale with PRI and approximately 70,000 attendees.

Mr. Corbitt commended Mr. Mallon and the staff, as well as Visit Indy and the Sales staff, noting that he appreciates all of their hard work and efforts. Ms. Kennedy reiterated that this is a critical moment in time for all of Indianapolis including the powers of the State, City, CIB, Visit Indy and the Indiana Sports Corporation to come together and continue to shine, adding that it is a testament to Indianapolis and the State of Indiana when these groups unite and continue to do great things even in challenging times.

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

David Ruhmkorff, Secretary
THE CAPITAL IMPROVEMENT BOARD
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