

CAPITAL IMPROVEMENT BOARD OF MANAGERS
OF MARION COUNTY, INDIANA
Minutes of Meeting
Monday, December 9, 2013
Indiana Convention Center - Boardroom

A Meeting of the Capital Improvement Board of Managers of Marion County, Indiana ("Board") was held on December 9, 2013 in the Indiana Convention Center's Boardroom.

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

Others in attendance included Barney Levengood, Executive Director, Megan Ornellas, CFO, Patti Dean, Controller, W. Tobin McClamroch, General Counsel, Bingham Greenebaum Doll LLP, Donald Graham, Bingham Greenebaum Doll LLP, Robert Vane, VSI, Chris Gahl, Visit Indy ("VI"), Michelle Travis, VI, James Wallis, VI, Jerry Semler, VI, David Sease, SGA, and members of the media. A copy of the list of those who signed in upon arrival is also attached hereto.

Ms. Lathrop reminded the Board that we did not have a meeting in November and that this meeting may run a bit longer because of that.

The first agenda item was **Approval of Minutes** for the October 14, 2013 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. Ms. Ornellas noted Revenues through October are down 1% from budget due to almost \$2.7M in new auto and admissions tax. When those are removed, CIB tax revenues are exceeding budget by over \$2.1M, or 2%. Operating Revenues through October are up \$6.3M or 31%, over budget with Rental Income up \$1.9M, Food Service at \$1.8 M and Labor reimbursements at \$1.8M.

Ms. Ornellas noted expenses through October are \$7.5M, or 8% below budget with the largest positive variances in Personal Services (\$2.6M), Utilities, \$1.5M, I & D set-up charges (\$1.4M), Capital Outlays (\$1.4M) and DPS payments to the City (\$3.1M).

Overall the CIB has a positive cash flow of \$9.5M through October which is a \$13.1M positive variance from budget. Ms. Lathrop asked if there were any questions for Ms. Ornellas regarding the Financial Statements and there were none at this time.

Ms. Lathrop introduced Leonard Hoops who presented the **Visit Indy Update** with the Market Share Performance report highlighting the Market Share Performance of three

key areas: Indianapolis MSA, Marion County and Downtown, and Room-Night Production documents attached to and made a part of these Minutes. Mr. Hoops said while YTD Revenues were down slightly he expected the December numbers to be significant with the return of PRI and the Big Ten Tournament. He also mentioned the continuing good reviews from Big Ten fans for Indianapolis as a great venue noting the convenience of being able to walk to the ICC and LOS for the FanFest and pep rallies from the connecting hotels. Mr. Hoops explained to the Board it was unlikely Visit Indy would reach their goal of 780,000 room nights for 2013 but appreciated his team for their efforts and hard work. He explained with Dealer's Expo going to Chicago and the Future Farmers of America (FFA) not in Indianapolis this year the absence of one or two groups can have a big impact in the number of room nights. Ms. Lathrop asked if there were any further questions for Mr. Hoops and there were none.

Mr. Hoops then presented **Visit Indy- Funding Request \$178,000 – Tourism Master Plan** which is attached to and made a part of these Minutes. This item was originally discussed at the August 28, 2013 CIB Meeting after a suggestion by Ms. Myers. The purpose of the plan is to identify, innovate and articulate potential products, infrastructure, amenities, programming, experiences, services and policies that will guide the long-term development of Indy as a convention and tourism destination. Following Mr. Hoops presentation, Ms. Lathrop asked if there were any questions. Ms. Lewis asked what the original amount set aside for this in the budget when it was discussed at the August meeting. Ms. Lathrop explained the original amount allotted was \$100,000 but that she and Ms. Ornellas had discussed with Mr. Hoops and the additional \$78,000 could be funded without causing an increase in the current budget. Pursuant to a motion by Mr. Shane and seconded by Ms. Mays the Visit Indy Tourism Master Plan Funding Request of \$178,000 was unanimously approved by the Board.

Ms. Lathrop introduced Mr. Levensgood who presented the **ICCLoS Sales Report** which is attached to and made a part of these minutes. Mr. Levensgood noted there was a second Sales report comparing Sales year over year and this report would be included in the Board packet going forward. Ms. Myers thanked Mr. Levensgood for his extra efforts with regard to this additional report. He emphasized in November there were some significant pieces of business, including the ISSMA Marching Band Finals and the Society of Hispanics Professional Engineers Annual. Mr. Levensgood also noted a smaller but equally successful and fun event was the 3rd Annual Kids Against Hunger Million Meal Marathon. Ms. Lathrop asked if there were any questions for Mr. Levensgood and there were none.

Mr. Levensgood presented the **ADP Extension** which is attached to and made a part of these Minutes. He explained this was one of several multi-year agreements he would be bringing before the Board as these contracts come up for renewal. This contract has a three year term and noted there were no increases in cost the first two years. He added staff strongly recommends extending this contract and he would answer any questions from the Board. Pursuant to a motion by Ms. Mays and seconded by Mr. Potesta the ADP Extension was unanimously approved as presented.

Mr. Levensgood next presented the **Infiniti Wireless Solutions Agreement** which is attached to and made a part of these Minutes. Mr. Levensgood explained this contract is for the radios that we rent for our major events at LOS. He noted this is a great company and a woman owned organization and the owner does a very good job. He added there are virtually no price increases and staff strongly recommends this extension. Upon a motion by Mr. Thompson seconded by Mr. Shane, the Infiniti Wireless Solutions Agreement was unanimously approved as presented.

Ms. Lathrop moved to the next item on the agenda, the **Blue Room Development and Operations Agreement** which is attached to and made a part of these Minutes. Mr. Levensgood introduced Donald Graham, legal counsel from Bingham Greenebaum Doll LLP, to present this and the following two agenda items. Mr. Graham stated the Blue Room is an area located on the SW corner of Lucas Oil Stadium on the main concourse. Consistent with the terms of the lease, the Colts decided earlier in the year they would like to make improvements to this area. Mr. Graham explained the Colts are incurring the costs to make these improvements, but the CIB put together two contracts to cover the design and build out. Per the contracts, we had the opportunity to approve the improvements that were made and ensure the work being done in the building did not have any adverse effects on the building, mechanical and electrical systems as well as ensuring the work did not have any adverse effects on our events managed in the building.

The agreement ensures that the revenue from concessions in the Blue Room will be treated the same as any other revenue generated on game days. The agreement ensured all contractors involved with doing the actual work would be licensed professionals, obtain all necessary permits, carry proper insurance and indemnify the CIB in the event of a claim. The agreement also ensured the work scheduled would not interfere with events booked in the stadium. Mr. Graham gave the Board a thorough overview of the two agreements emphasizing there was no monetary commitment from the CIB on either agreement. He also confirmed the contractors would not be able to place a lien on the facility. Pursuant to a motion by Mr. Shane and seconded by Ms. Mays, the Blue Room Development and Operations Agreement and the form of the Blue Room Construction Agreement were unanimously approved by the Board with the exception of Mr. Brown who abstained from the vote.

Mr. Graham presented the **Contract Award. ICC – Phase 5 – Domestic Pipe** to the Board which is attached to and made a part of these Minutes. Mr. Graham explained this was a contract to install a new 6" stainless steel water line running from the mechanical room across the exhibit halls toward the kitchen areas. He noted we received five competitive bids for this project with the low bid submitted by General Piping Incorporated for \$144,300. Staff and Counsel have reviewed and believe the bid to be both responsive and responsible. Mr. Graham also noted the General Piping bid commits they will hit the Minority, Women and Veteran owned business goals of 15%, 8% and 3%. Pursuant to a motion by Mr. Dora and seconded by Mr. Thompson, the ICC - Phase 5 – Domestic Pipe contract was unanimously approved as presented and awarded to General Piping Incorporated.

Mr. Graham then presented the **Approval of RFP Award for Ice Resurfacing Machine** which is attached to and made a part of these Minutes. He noted the CIB followed all statues for RFPs, including publishing the RFP in two different newspapers and he also explained the RFP was sent to two manufacturers, Zamboni and Olympia. He noted Olympia decided not to submit a bid but we were in negotiations with Zamboni. Mr. Graham summarized that CIB staff was asking for authority to finalize discussions with Zamboni and to award them a contract not to exceed \$117,000 for the Ice Resurfacing Machine to be used at Banker's Life Fieldhouse. Pursuant to a motion by Mr. Brown and seconded by Mr. Potesta, authority to finalize discussions with Zamboni and to award them a contract not to exceed \$117,000 for the Ice Resurfacing Machine was unanimously approved by the Board.

Mr. Levengood then presented the **Disposal of Obsolete Equipment** as per the attached supporting documentation, which is made a part of these minutes. Mr. Levengood explained these items for disposal were a part of the continued clean out of the Turner Avenue building. With no further questions and pursuant to a motion by Ms. Mays and a second by Mr. Dora, the Board unanimously granted approval of the write off of the obsolete equipment.

Ms. Lathrop presented **Claims** 526G, 525B and 525C, to the Board for ratification as per the supporting documentation, which is made a part of these Minutes. There were no questions, and on a motion by Mr. Dora which was seconded by Ms. Mays, the Claims from November 2013 were unanimously ratified by the Board.

Ms. Lathrop then presented **Claims** 527G, 526B and 526C to the Board for approval as per the supporting documentation, which is made a part of these minutes. There being no questions, and upon a motion by Ms. Mays which was seconded by Mr. Dora, the Claims from December 2013 were unanimously approved by the Board.

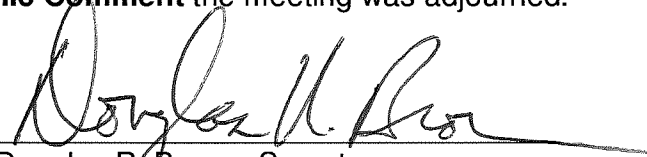
In **Other Business**, Mr. Levengood referred the newly installed WiFi capability in the ICC Boardroom, referring the Board to the handouts explaining the procedures and areas for accessing free WiFi in the building.

Mr. Levengood also noted that Special Projects Consultant, Jack Woodside was absent from the meeting and was in the hospital and asked the Board to keep him in their thoughts this holiday season.

There being no further business and no **Public Comment** the meeting was adjourned.



Ann Lathrop, President
THE CAPITAL IMPROVEMENT BOARD
OF MANAGERS
OF MARION COUNTY, INDIANA



Douglas R. Brown, Secretary
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