

**MINUTES OF THE METROPOLITAN ENTERTAINMENT & CONVENTION
AUTHORITY BOARD OF DIRECTORS MEETING – MARCH 14, 2017**

A meeting of the Board of Directors of the Metropolitan Entertainment & Convention Authority (“MECA”), a Nebraska nonprofit corporation, was called to order by Chairwoman Diane Duren at 8:00 a.m. on March 14, 2017, in the MECA Board Room at CenturyLink Center Omaha, 455 N. 10th Street, Omaha, Nebraska.

Roll Call:

Present: Chairwoman Diane Duren, Ms. Susie Buffett, Mr. Jay Noddle, Mr. Willy Theisen, and Ms. Dana Washington.

Proof of Publication:

Notice of the meeting was published in *The Daily Record* on March 7, 2017, and in the *Omaha World-Herald* on March 7, 2017.

A copy of the Open Meetings Law was posted on the table near the side entrance to the MECA Board Room.

Approval of Minutes:

Ms. Washington moved for approval of the minutes of the February 7, 2017, MECA Board Meeting, seconded by Ms. Buffett.

Motion carried: 5-0.

President/CEO Report:

Mr. Roger Dixon stated that MECA has been busy with National Collegiate Athletic Association (NCAA) matters. In accordance with the Tri-party Agreement, Mr. Dixon, along with Mr. Bob Freeman and Ms. DeAnn Olsen, traveled to Indianapolis this month for the five-year look-in meeting to determine what is or what is not currently working at TD Ameritrade Park Omaha (TDAPO). This is the time to address issues and find solutions. The primary item discussed was the Capital Renewal and Replacement Fund. Although still in the final negotiating process, Mr. Dixon believes it will be increased so that MECA can maintain the Stadium at the level that is needed and hopes to be able to update the Board at the next Board of Director’s meeting. Others topics discussed were the upcoming Men’s Baseball College World Series (CWS).

Other Business:

Convention Center Sales & Marketing Update

Ms. Denise Niebrugge stated that there are currently 142 events on the books utilizing 264 event days for the fiscal year 2016-2017. Since the January 10, 2017, Board Meeting, 11 events and over 4,700 hotel room nights have been added. In addition, 12 new license agreements have been signed.

Ms. Niebrugge was excited to announce that MECA has a new citywide conference starting this year which will be returning annually. She was not able to give more information at this time but noted that it is exceeding expectations in revenue.

Corporate Sales & Marketing Update

Mr. Tom O’Gorman reported that MECA will continue to announce more shows in the next few weeks, as it is turning out to be a very good concert touring year.

The year 2020 is on the radar because the majority of Club seats will come up for renewal. A sales plan has already been developed and is beginning to be implemented to keep MECA on target of having Club seats renewed at 100%.

Mutual of Omaha has notified MECA, as per their agreement, that they will not be renewing their display at CenturyLink Center Omaha. Mr. O’Gorman is working to fill the space.

MECA is moving forward with marketing plans to bring back three bungalows that will be available to rent during the CWS in front of CLCO. Mr. O’Gorman noted that three days are full at this point and the process will continue into the Series.

Operations and Technology Update

Mr. Raymond commended his entire staff for a great job during a busy month and particularly during the President’s Day weekend which included the President’s Day Classic Volleyball Tournament, NSAA State Wrestling Tournament and a Creighton University’s Men’s basketball game. There was an average of 20,000 guests on campus each day, and Mr. Raymond received very positive feedback from guests and event organizers.

Although last week’s opening baseball series with Creighton University versus Cal State Bakersfield was cancelled due to the inclement weather, once again TDAPO is ready for baseball, and it appears that there will be good weather for this weekend.

Mr. Raymond has begun to identify and budget for new projects for the upcoming year. His staff will begin to identify schedules, products and vendors to initiate the Request for Proposal (RFP) process. As far as ongoing projects, the pocket door placed between suites 16 and 17 at TDAPO has been completed and looks great. Construction has begun at CLCO for the renovation of the old UNO locker room. Mr. Raymond appreciates the staff’s patience and cooperation during this challenging time with the noise. The administration lobby and Board room have also received a “refresh” with new paint throughout.

Public Relations Update

Ms. Kristi Andersen stated that CLCO has held numerous events in the last few weeks and received lots of media coverage. The Omaha Boat Sports and Travel Show, as well as the Lawn, Flower & Patio Show / Home & Garden Expo, experienced a great turnout. A time-lapse video was created for news Channel 3 showing the process for moving the President’s Day Classic Volleyball Tournament, NSAA State Wrestling Tournament and the Creighton University Men’s basketball game in and out of the facility. Once those videos are posted to the website, they tend to go national which does a nice job to showcase Omaha.

Starting today Ms. Andersen will begin pushing out public reminders for fans to arrive early because there are a few events simultaneously happening on Saturday. There is a double header of Creighton University Men’s Baseball at TDAPO, the Blake Shelton concert in the CLCO arena and also the 62nd

Annual World of Wheels. There will be a lot of guests visiting the facility again this weekend, and it's important to help them plan ahead.

MECA is gearing up for the Longines FEI World Cup. There have been advertisements all around the city promoting the equestrian dressage and show jumping. The horses are a special group of competitors that will arrive by airplane on March 25 and will be here through April 2. This exciting event will have international and local media coverage and will be a great opportunity for Omaha to shine again in the national spotlight.

Committee Updates:

Internal Governance Committee

Ms. Dana Washington reported that the Internal Governance Committee met on Thursday, March 9, 2017, at MECA's offices. In attendance were Ms. Washington, Mr. Bob Freeman, Mr. Steve Curtiss, Mr. Dixon, Ms. DeAnn Olsen, Ms. Clair Alt and Chairwoman Duren who participated by telephone. The Committee reviewed the January 2017 Financial Statements. After overviews from and discussions with Ms. Olsen, the Committee found the report to be reasonable compared to plan and prior periods and consistent with standard MECA accounting practices. It was noted that there were higher than usual utilities and snow removal costs due to weather; however, it was offset by higher food and beverage revenue at the Creighton University Men's Basketball games and more audio/visual use.

The Committee also discussed the current working relationship with the Omaha Convention and Visitor's Bureau (OCVB), noting the very positive comments all around about the cooperation and collaboration of the agency.

Chairwoman Duren also noted that the new Chief Financial Officer, Ms. Olsen, is doing a great job getting up to speed and locating areas that can be improved upon to help the financial area.

Real Estate Committee

Mr. Jay Noddle stated that he, along with Chairwoman Duren, Mr. Dixon, and Mr. Bob Freeman, met with Mr. Stephen Curtiss, Ms. Cassie Paben and Mr. Paul Kratz from the City (MECA/City group) to discuss the process of crafting the definitive implementation agreement between MECA and the City. A task list was developed of items that need to be investigated or completed prior to finalizing the agreement to make Lot B available. Some of the biggest things investigated were the subsurface conditions of Lot B, Lot D, 10th Street, MECA Drive and the areas on the east side of the CLCO facility.

The MECA/City group met a second time and added Mr. Jim Tyler, Public Works Department; Mr. Terry Adkins, Lamp Rynerson; and Mr. Raymond. Lamp Rynerson has done the majority of civil engineering work in this area of the city. More areas of work were identified.

The MECA/City group will meet on Wednesday and start to circulate a preliminary draft of the agreement and discuss how the City will contract for all these pieces of due diligence and so forth that need to be done for the subsurface conditions. At that point forward, one group or the other will meet regularly until it is completed. Mr. Noddle noted that he has spoken to Mayor Stothert who is aware of the meetings taking place and enthused with the reports of cooperation that she has received from her staff.

Mr. Theisen inquired if the April timeframe was still within target. Mr. Noddle responded that the definitive agreement should be completed by the end of April.

Contract Approvals:

Chairwoman Duren indicated there two contracts requiring approval.

CLCO

Steven's Enterprises

RESOLVED, that the Advertising/Sponsorship Agreement between MECA and Steven's Enterprises for advertising at CenturyLink Center Omaha, as more fully described on the attached summary, is hereby approved, and Roger Dixon as President/CEO is authorized on behalf of MECA to execute the Advertising/Sponsorship Agreement following its finalization in a form reasonably approved by counsel.

Moved by Ms. Buffett seconded by Mr. Theisen.

Motion carried: 5-0

Big Fun, Inc.

Chairwoman asked Mr. Dixon to make a few comments before the Resolution was read.

Mr. Dixon stated that MECA would like to bring back the Ferris wheel again this year for the College World Series in an effort to provide more family-friendly activities and draw fans to 10th Street. The Ferris wheel will be moved to the western edge of the lawn to attract more guests, and the food trucks will also return this year and will be moved closer to the street. Mr. Dixon noted that other new activities are also being considered in and around CLCO that will add to the foot traffic. In addition, MECA has also learned from the developers of the Capitol District project that they plan for the Marriott to be open in June which will generate more foot traffic to the area.

RESOLVED, that the Agreement between MECA and Big Fun, Inc., for the rental, installation and operation of a 100 foot Ferris wheel on the North Lawn of CenturyLink Center Omaha during the 2017 NCAA® Men's College World Series, as more fully described on the attached summary, is hereby approved, and Roger Dixon as President/CEO is authorized on behalf of MECA to execute the Agreement following its finalization in a form reasonably approved by counsel.

Chairwoman Duren invited public and Board comment and asked for a motion.

Mr. Theisen asked the other Board members for their views on the Ferris wheel. Ms. Washington acknowledged that while attendance was lower than was expected for the last year, she would like to approve it for another year and see what happens. Ms. Buffett believes that a project like this requires more than one year to determine if it will become successful and is in favor of the Ferris wheel again this year. Mr. Noddle stated that there were extensive discussions last year regarding the contract, and it was discussed that it may take a year or two to get it going properly. Mr. Noddle feels that by continuing the Ferris wheel again this year it is paying it forward to the community as MECA is here to

create a great fan experience. Mr. Theisen expressed that he liked the idea of paying it forward and making it an attraction, suggesting that rides be offered for free rather than the \$5.00 per ride, noting that it would make it an amenity for the community. He suggested that the Board stop viewing it as a profit and loss and start looking at it as public relations. The ride would be busier, and it would create more excitement in the area. Mr. Dixon stated that MECA had not considered that possibility, noting that the fees do offer some offset to the costs of the Ferris wheel. Other options suggested were free at certain times or for certain groups. Mr. Noddle inquired if MECA could find an underwriter who could buy down the cost of the tickets to \$1 or if it would be possible to get sponsorships. Mr. Dixon replied that a sponsorship would violate the NCAA "clean zone" that regulates commercial activity around the area during the series, and inquired if Noddle Companies would be interested in underwriting (which generated some laughter). Mr. Dixon requested time to discuss the option of free rides with management and bring back a recommendation to the next Board of Director's meeting.

Moved by Ms. Buffett seconded by Mr. Noddle.

Motion carried: 4-1 (Mr. Theisen voting 'no').

Next Board Meeting

The next MECA Board of Directors Meeting is scheduled for Tuesday, April 11, 2017, at 8:00 a.m. in the MECA Board Room.

Executive Session

Chairwoman Duren stated the time is 8:28 a.m. and invited a Motion to enter into closed Executive Session for purposes of discussing personnel, real estate and potential claims matters.

A Motion to go into Executive Session for these specified purposes was made by Ms. Washington seconded by Mr. Noddle.

Motion carried: 5-0.

Adjournment

At 9:01 a.m. a motion was made to come out of Executive Session and to adjourn, made by Mr. Theisen, seconded by Ms. Buffett.

Motion carried: 5-0

Adjournment (9:02 a.m.)