

**MINUTES OF THE METROPOLITAN ENTERTAINMENT & CONVENTION
AUTHORITY BOARD OF DIRECTORS MEETING – APRIL 28, 2015**

A meeting of the Board of Directors of the Metropolitan Entertainment & Convention Authority (“MECA”), a Nebraska nonprofit corporation, was called to order by Chairman Dana Bradford at 10:00 a.m. on April 28, 2015, in the MECA Board Room at CenturyLink Center Omaha, 455 N. 10th Street, Omaha, Nebraska.

Roll Call:

Present: Chairman Dana Bradford, Ms. Diane Duren, Mr. John Lund, Mr. Jay Noddle, and Mr. Willy Theisen.

Proof of Publication:

Notice of the meeting was published in *The Daily Record* on April 21, 2015, and in the *Omaha World-Herald* on April 21, 2015.

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

John Lund Recognition

Chairman Bradford thanked Mr. Lund for his service on the MECA Board and presented him with a plaque from the MECA Board of Directors and the staff of MECA. The plaque reads: “In grateful appreciation of contribution and service provided to the Metropolitan Entertainment & Convention Authority, 2010 through 2015.” All members of the MECA Board thanked Mr. Lund for his leadership, energy, enthusiasm and attention to details.

Mr. Lund thanked the MECA Board of Directors and presented Mr. Roger Dixon with a picture of a storm cloud over TD Ameritrade Park. The inscription read, “The first of many STORMS from the field to the Board room...and we all survived!”

Election of Officers

Mr. Freeman read the proposed slate of officers.

WHEREAS, the following slate of officers has been proposed to serve for the terms designated and until their successors are duly-elected and qualified.

NOW THEREFORE BE IT RESOLVED, that the following are elected as officers of MECA:

Vice Chair:	Mr. Jay Noddle – 1 year
President/CEO:	Mr. Roger Dixon – 1 year
Treasurer:	Ms. Diane Duren – 1 year
Secretary:	Mr. Willy Theisen – 1 year
Assistant-Secretary:	Mr. Robert Freeman – 1 year

Moved by Ms. Duren, seconded by Mr. Noddle.

Motion carried 5-0

Approval of Minutes:

Ms. Duren moved for approval of the minutes of the March 26, 2015, MECA Board Meeting, seconded by Mr. Lund.

Motion carried: 5-0.

President/CEO Report:

Mr. Roger Dixon reported that MECA is gearing up for what will be a very busy two weeks. The Berkshire Hathaway Shareholder event will begin on Friday, May 1, for three days, and “get ready for the Garth experience” with six Garth Brooks shows beginning on Thursday, May 7.

Meetings continue with the Urban Land Institute (ULI) with regards to the riverfront area and increasing the connectivity between Council Bluffs and Omaha.

Mr. Dixon also showed the latest edition of the weekly publication *Street & Smith's SportsBusiness Journal*. This edition has a great article on the Boxing Big 10, along with a cover photo of the June 28, 2014, Crawford vs. Gamboa fight hosted by CenturyLink Center Omaha (CLCO). This was the eighth most watched fight of the year, with over 1.21 million people viewing.

Other Business:

Convention Center Sales & Marketing Update

Ms. Denise Niebrugge announced there are currently 170 events on the books utilizing 267 event days for this fiscal year. Since the March 26, 2015, Board Meeting, 22 events have been added with 48 event days and over 9,000 hotel rooms booked in the next five years. In addition, 14 license agreements have been signed.

Corporate Sales and Marketing Update

Mr. Tom O’Gorman stated since the last Board Meeting on March 26, 2015, CLCO put on sale Garth Brooks for six sold-out shows. In an effort for these shows to run smoothly, MECA has been conducting meetings with the Omaha Police Department, Creighton University and the Hilton Hotel for traffic control. MECA’s website will be updated next week with all the information needed for guests to park and for entering/exiting the facility. Midtown Crossing will be running shuttles on Friday, May 8, and Saturday, May 9, for the 7:00 p.m. and 10:30 p.m. shows to help ease the parking congestion for the back-to-back performances.

Also hosted at CLCO were the UNO Hockey Playoffs, Men’s 2nd & 3rd Round Basketball Championship, Professional Bull Riding (PBR), King of Kings Easter Service, the International Horse Jumping Show and the Harlem Globetrotters.

Mr. O’Gorman reported work continues with the Big East on the Baseball Championship in May, as well as with the NCAA Women’s National Volleyball Championship in December.

Operations and Technology Update

Mr. Kevin Raymond reported that two events this month, Infotec’s Annual Convention and the Nebraska Educational Technology Association (NETA) event allowed MECA to showcase its wireless infrastructure. The peak usage during these events reached over 2,700 wireless users with no issues experienced.

Levy Restaurants Update

Ms. Chris VanDorn stated that Levy's team has been very busy operationally as well preparing for the Berkshire Hathaway Annual Shareholder Meeting, Garth Brooks and the College World Series. Some changes in the concession areas were made in anticipation of the Berkshire event, which will allow for greater ease of use. A concession stand will be open inside Exhibit Hall C on Friday, May 1, and Levy will also be offering their express lunch vouchers, which may be redeemed on Saturday, May 2. This year's box lunches will be provided by Jason's Deli. Levy will also open a few of the fixed concession stands as soon as doors open, allowing guests to make a purchase of additional items before the event begins. Set-up will commence for Garth as locations are closed down for Berkshire on Saturday. Currently there are two shifts of staff starting the first of next week. Ms. VanDorn reported they are finalizing the plans for 20-25 additional locations around the concourse in anticipation of the crowds.

Levy's culinary team has already begun to prepare the menus for the athletes of the 2016 Olympic Swim Trials. The Athlete Village will be located at CLCO. Once the menus are completed, they will be reviewed and approved by the United States Olympic Committee.

Public Relations Update

Ms. Kristi Andersen announced that 44,000 plus guests are expected for the Berkshire Hathaway Annual Shareholder Meeting as they celebrate their 50th year anniversary. This event will attract media coverage from around the globe. Ms. Andersen stated that Bloomberg, Fox Business and CNBC will all typically conduct live coverage of this event from CLCO.

MECA is also deep in the planning stages for Garth Brooks. Proactive communication will be crucial for the execution of the back-to-back concerts. A special web page will soon go live, detailing important information for the fans regarding parking, traffic, door times and tickets - all the information guests need to know to make the most of their Garth experience.

A publicity report was distributed for Board review for the 1st quarter of 2015. The Omaha Convention and Visitors Bureau use a program that monitors an average of 300,000 media sites outside the Omaha market. The report focuses on when CLCO was mentioned in any media coverage. CLCO was mentioned in 900 articles for a total publicity value of \$3.7 million dollars.

Committee Updates:

Internal Governance Committee

Ms. Diane Duren reported the Internal Governance Committee members met on Tuesday, April 21, at MECA's offices. In attendance were Mr. Stephen Curtiss, City of Omaha Finance Director; Mr. Dixon; Ms. Duren; Mr. Freeman; Ms. Lea French and Ms. Casey Sporleder. The Committee reviewed the March 2015 financial statements. After overviews from and discussions with Mr. Dixon, Ms. French and Ms. Sporleder, the Committee found the financial statements to be reasonable compared to plan and to prior periods, and consistent with standard MECA accounting practices. The month of March was very good financially for MECA as a result of the successful arena events for the NCAA, the close-out of UNO Hockey, and Creighton University Basketball, as well as the convention center events. Ms. Duren noted that repair expenses continue to be under budget year-to-date. The Committee reviewed a second draft of MECA's annual IRS Form 990 (Return of Organization Exempt from Income Tax),

which will be available to the public after it has been filed. Minor changes and corrections were made, and the Form 990 has been distributed to the Board for final review by May 1 prior to filing. No concerns were noted by the Committee. The Committee reviewed a new version of the Code of Business Conduct and Ethics, as well as the Annual Certificate of Compliance, which reflected some minor cosmetic changes. The Committee discussed making a few clarifications to the Policy, and Mr. Freeman has taken those recommendations and suggestions for review. His recommendations will be provided to the Committee in May. The Committee also conducted a review of the 1st quarter 2015, MECA Investment Summary and found the summary to be reasonable and consistent with policy. The Committee decided to conduct a full review of the Policy Investment Strategy during the 4th quarter of 2015, and will utilize the services of an investment advisor as the review is conducted. Finally, the Employee Gift Log was reviewed for November 2014 through February 2015, to ensure compliance with the Code of Business Conduct and Ethics Policy. No exceptions or unusual items were noted.

Real Estate Committee

Mr. John Lund reported that there was no formal Real Estate Committee meeting, but he was able to speak with Mr. Steve Jensen, Steven Jensen Consulting, throughout the month. There was a meeting at the Chamber of Omaha as a follow up to the ULI (Urban Land Institute) riverfront visit. The group reviewed the Model for Development (MOU) between Council Bluffs and Omaha that called for cooperation of scheduling and supporting each other's riverfront activities. The ULI is close to releasing their riverfront report, which will be made available for public review. The City will most likely combine the ULI riverfront plan with the ULI north downtown planning effort, that is currently underway, to ensure a close connection between the two projects. This will also eliminate any duplication of efforts and streamline decision making.

Plans continue to move forward in regards to the Bob Kerry connector pedestrian bridge, which will further connectivity between Council Bluffs and Omaha. The City has received \$2 million in federal dollars and has placed \$500,000 in a capital improvement project. The original design was estimated at \$5.3 million; however, since the bridge construction can be straightened and simplified, the cost is expected to come in at around \$4-4.5 million. The federally mandated analysis is underway, and, if all goes well with fundraising, construction could begin late 2015 or early 2016.

Mr. Lund added that he also spoke with Mr. Mike Moylan of Shamrock Development who is the developer for the Marriott Hotel project. Mr. Moylan told him that Shamrock will be conducting a final closing for the project. Plans for construction will begin after the Garth Brooks concerts are concluded.

Arena Committee

Mr. Jay Noddle reported that there was not an Arena Committee meeting in April. However, he was able to meet with Mr. Dixon and Mr. O'Gorman to discuss preparation for implementing the initial set of recommendations, as well as including the recommended action items in a comprehensive strategic plan. More attention is being directed to upcoming local competition. Mr. Noddle stated that the Arena Committee is nearly ready to begin coordination with the Convention Center Committee.

Convention Center Committee

Mr. Willy Theisen stated an informal meeting was held at the Chamber of Commerce with Ms. Andersen, Mr. David Brown, Ms. Cathy Keller, Mr. Dean Miller, Ms. Niebrugge and Mr.

Noddle. The Committee is still in the process of gathering information to help make improvements, with an estimated completion date for the final report of June 23 or sooner.

Contract Approvals:

Chairman Bradford indicated there are three approvals today.

MECA

Chairman Bradford read the following resolutions:

Tenant Sales and Service Company Agreement

RESOLVED, that the Agreement between MECA and Tennant Sales and Service Company to purchase a T-20 floor scrubber, 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.

Chairman Bradford invited public comment and asked for a motion.

Moved by Mr. Noddle, seconded by Ms. Duren.

Motion carried: 5-0.

CHI Health Agreement

RESOLVED, that the Advertising/Sponsorship Agreement between MECA and CHI Health 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.

Chairman Bradford invited public comment and asked for a motion.

Moved by Mr. Lund, seconded by Ms. Duren.

Motion carried: 5-0.

Public Information Policy

RESOLVED, that the Board of Directors of the Metropolitan Entertainment & Convention Authority hereby adopts the attached Public Information Policy.

Chairman Bradford invited public comment and asked for a motion.

Mr. Lund and Mr. Theisen noted their support for the progress represented by this Policy, and noted that MECA's Annual Budget should also be shared with City officials.

Moved by Ms. Duren, seconded by Mr. Lund.

Motion carried: 5-0.

Next Board Meeting

The next MECA Board of Directors Meeting is scheduled for Thursday, May 28, 2015, at 10:00 a.m. in the MECA Board Room.

Executive Session

Chairman Bradford stated the time of 10:40 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. Duren, seconded by Mr. Lund.

Motion carried: 5-0.

Adjournment

At 10:55 a.m. a Motion was made to come out of Executive Session and to adjourn, made by Mr. Lund, seconded by Mr. Noddle.

Motion carried: 5-0.

Adjournment (10:55 a.m.)