

MINUTES OF THE METROPOLITAN ENTERTAINMENT & CONVENTION AUTHORITY BOARD OF DIRECTORS MEETING – MAY 2, 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 9:00 a.m. on May 2, 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 April 25, 2017, and in the *Omaha World-Herald* on April 25, 2017.

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

Recognition of Board Member

Chairwoman Duren announced that before entering into regular session she would like to recognize Mr. Theisen’s service to MECA and the Board. This meeting marks the end of Mr. Theisen’s fifth year on the Board and she presented him with a plaque, noting that Mr. Theisen has been very courageous on the Board and his challenges have made MECA better. Mr. Dixon thanked Mr. Theisen for his leadership, insightfulness and service, as his experience in the restaurant business added value in improving the Lexus Lounge and concession areas.

Mr. Theisen thanked the Board and MECA for the opportunity to serve on this Board. MECA is like no other organization he has known, and he enjoyed his work improving the food service areas. Mr. Theisen explained that he was appointed to the MECA Board of Directors by Mayor Suttle with the directive to get the Omaha Convention and Visitor’s Bureau (OCVB) and MECA to work more closely together, which was accomplished. Also, after attending a convention planners convention in Nashville, Mr. Theisen’s takeaway from the convention was that all convention planners wanted free Wi-fi, and he worked towards that goal with MECA to provide better Wi-fi for guests. Mr. Theisen announced that he has been appointed to the Board of the Airport Authority of the City of Omaha by Mayor Jean Stothert and will begin his service there in two weeks.

Approval of Minutes:

Ms. Washington moved for approval of the minutes of the April 11, 2017, MECA Board Meeting, seconded by Mr. Theisen.

Motion carried: 5-0.

President/CEO Report:

Mr. Roger Dixon stated the last month has been amazing regarding the number and type of events being held on the MECA campus. Compliments continue to be received on the Eric Church concert and FEI World Cup Event. Guests who were previously unfamiliar with Omaha left with a desire to return for future events. Other events hosted by MECA included the Omaha Home Show, HDR Transportation

Conference, NETA, Home Instead Annual Meeting and the Neil Diamond concert. The Men's Creighton University baseball team played when the weather permitted. It is possible that the Big East Tournament hosted at TDAPO will occur without our home tenant playing in it.

MECA also learned CenturyLink Center Omaha (CLCO) will once again be host to two of college sport's biggest events. The National Collegiate Athletic Association (NCAA) announced on Tuesday that MECA will host first and second round games of the 2020 NCAA Men's Basketball Tournament as well as the 2020 NCAA Women's Volleyball Championship. This will be the fifth time that the CenturyLink Center has hosted NCAA Men's Basketball tournament games. It will be the fourth time that Omaha has hosted the volleyball championship since 2006. It is truly a testament of MECA's first-class staff and the Omaha community.

Other Business:

Convention Center Sales & Marketing Update

Ms. Denise Niebrugge stated that there are currently 147 events on the books utilizing 270 event days for the fiscal year 2017-2018. Since the April 11, 2017, board meeting, 21 events and over 9,100 hotel room nights have been added. In addition, 10 new license agreements have been signed.

Corporate Sales & Marketing Update

Mr. Tom O'Gorman reported that one of the agreements requiring approval today is from Firststar Fiber, Inc. and their recycling program. Mr. O'Gorman has been working on this for about six months, and it is tied in with Dow Recycling and Hefty Bags. Although it is a sponsorship agreement, the big picture is all about recycling and helping the MECA campus to become more green. If approved, this very large and comprehensive program will kick-off at TD Ameritrade Park Omaha (TDAPO).

Chairwoman Duren inquired if Firststar Fiber is also working with Creighton University. Mr. O'Gorman stated that he believed that they are and also reaching out to others in the City.

Mr. O'Gorman noted that his staff continues to work on renting the bungalows. Mr. Noddle asked how sales were progressing. Mr. O'Gorman stated that they are slower than this time last year, but the focus has primarily been on corporations, and they are now ready to begin marketing to the public.

Operations and Technology Update

Mr. Raymond noted that time was dedicated in April to focus on projects that will be coming up in the next fiscal year and recognized MECA's Purchasing Manager, Ms. Kris Kuennen, for her vital role in making sure projects are a success. Ms. Kuennen's responsibilities include purchasing, offering RFPs, managing pre-bids and post-bids, researching new products, vetting vendors and assisting in negotiating the final contracts.

The Creighton University baseball season is coming to an end at TDAPO with five games remaining. MECA is currently working with Creighton University on the Big East Conference and have started weekly operational calls with the NCAA and CWS, Inc. for the Men's Baseball College World Series (CWS).

CLCO is in full swing preparing for the Berkshire Hathaway Annual Shareholders Meeting. This is always a very busy event, and Mr. Raymond looks forward reporting on it at the next Board of Directors meeting.

Levy Food & Beverage Update

Ms. Chris VanDorn stated that it is always nice to back up praises about her team members with strong revenue reports. Following a very strong March, Levy is currently working through April month-end. Levy will exceed budgeted food and beverage revenues by over 50% in April. Last year in April, Levy set a record for the highest April sales since the building opened. That figure was helped by the Berkshire Hathaway Annual Shareholders meeting falling into the last weekend of April last year instead of May. This year the sales are almost identical to April last year, and all of the Berkshire Hathaway revenue will fall into May this year.

At the last meeting, Ms. VanDorn mentioned the she hoped the weather would cooperate more at TDAPO for Creighton University Baseball. It did somewhat as Creighton played 11 of the games scheduled. As of right now, the sales at TDAPO will fall short of the budget. Hopefully the kids game and military night may help make up lost ground. Levy is hoping to see Creighton compete during the Big East Tournament. As Levy looks ahead to the CWS, May 31st has been set for Levy's annual training that will include all current team members who have not been trained since last year, all our current non-for-profit groups and any new hires that we are bringing on for the CWS. Ms. VanDorn anticipates that will be another 450 to 500 people. In addition to the responsible alcohol service training which will be expanded because of the alcohol sales on the concourse again this year, the class will include OSHA Safety and Sanitation training, Levy's policy against harassment, cash handling and department specific skills testing.

Mr. Theisen inquired if the Eric Church concert was one of the highest single nights for food and beverage sales. Ms. VanDorn responded that it was the highest, breaking the record that was previously set by Eric Church in September 2014. The previous record at that point was set by George Straight and Eric Church in January 2014.

Public Relations Update

Ms. Kristi Andersen began with a presentation regarding the CWS North Lawn Activation. MECA is six weeks out from the Series and plans to add a number of activities north of the CenturyLink Center Omaha. Look for the 100 foot tall Ferris wheel to again light up the sky of downtown Omaha and make for some nice television shots for ESPN. MECA will sponsor a community day this year on June 25th where rides are free of charge, otherwise the cost to ride the Ferris wheel will be priced at \$5 for adults and \$3 for children. A book of 10 rides may be purchased for \$20. The food trucks and merchandise vendors will be back as well for CWS.

The "We Are Baseball Hall of Fame Tour" with Major League Baseball (MLB) was just announced today. This interactive traveling exhibit will be a very big draw for baseball fans. They will get to experience some special exhibits such as virtual reality machines and an IMAX Theater. A lot of special artifacts were provided from the National Baseball Hall of Fame and Museum in Cooperstown. Tickets for this event will go on sale Monday, May 8, through Ticketmaster first and then the MLB site (www.tickets.com) and will also be available for purchase on location when the event starts.

Bubble Soccer has made its way to Omaha. This is the newest sports craze to hit Omaha and was first seen on a Norwegian sports show and has since spread to other parts of the world. This very popular game has guests getting inside an air cushioned hollow ball and then proceeding to play soccer. It is fun for adults and children alike.

MECA will once again be bringing a unique type of corporate hospitality along the front apron of CLCO with the return of the bungalows. Contact the Marketing Department for information on rentals, and there still is some availability.

Committee Updates:

Internal Governance Committee

Ms. Dana Washington reported that the Internal Governance Committee has not met since the last Board meeting on April 11, 2017.

Real Estate Committee

Mr. Jay Noddle stated that the document that would ultimately memorialize an arrangement between MECA and the City of Omaha regarding offering Lot B for development will be discussed by the Board today in the Executive Session. The Lot B Committee is starting to have conversations with Union Pacific on environmental matters, and HDR will be conducting an update to the traffic study of the area during the CWS. Mr. Noddle is hopeful to have an agreement approved by all in the next couple of months.

Contract Approvals:

Chairwoman Duren indicated there are seven contracts requiring approval. She noted that due to the age of the facility, MECA will be required to replace and repair more expensive items as previously outlined in the “20-Year Plan” and doing so will require Board approval.

MECA

NMC, Inc.

RESOLVED, that the Agreement between MECA and NMC, Inc., for the rental of electrical equipment for use 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.

Moved by Mr. Noddle seconded by Ms. Buffett.

Motion carried: 5-0

NCR Corporation

RESOLVED, that the Agreement between MECA and NCR Corporation, to provide hardware, software, ancillary parts, materials, installation, testing and training for turn-key Point of Sale management systems at TD Ameritrade Park Omaha and 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 Agreement following its finalization in a form reasonably approved by counsel.

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

Moved by Mr. Noddle seconded by Mr. Theisen.

Motion carried: 5-0

CLCO

Knight Sound & Lighting, Inc.

RESOLVED, that the Agreement between MECA and Knight Sound & Lighting, Inc., to replace the existing Microlite Light Control System 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 Agreement following its finalization in a form reasonably approved by counsel.

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

Moved by Ms. Buffett seconded by Mr. Theisen.

Motion carried: 5-0

DLR Group, Inc.

RESOLVED, that the Agreement between MECA and DLR Group, Inc., to provide architectural and engineering services to replace the concrete at the arena entrance and plaza area at 10th and Capitol Streets, 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.

Moved by Ms. Washington seconded by Ms. Buffett.

Motion carried: 5-0

J&S Audio Visual, Inc.

RESOLVED, that the Agreement between MECA and J&S Audio Visual, Inc., for audio visual equipment, services and rigging at MECA managed facilities, 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.

Moved by Ms. Buffett seconded by Mr. Theisen.

Motion carried: 5-0

Doll Construction

RESOLVED, that the Agreement between MECA and Doll Construction LLC, for the removal, disposal and installation of concrete 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 Agreement following its finalization in a form reasonably approved by counsel.

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

Moved by Ms. Buffett seconded by Mr. Theisen.

Motion carried: 5-0

Firststar Fiber, Inc.

RESOLVED, that the Advertising/Sponsorship Agreement between MECA and Firststar Fiber, Inc., 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.

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

Moved by Ms. Washington seconded by Mr. Theisen.

Motion carried: 5-0

Amendment of the Tri-Party CWS Agreement

WHEREAS, MECA entered into the Tri-Party College World Series Event Agreement with the City of Omaha and College World Series of Omaha, Inc. with respect to the NCAA Division I Men's College World Series at TD Ameritrade Park Omaha in May of 2009 and a First Amendment on April 19, 2012 (the "Tri-Party Agreement"); and

WHEREAS, the parties have determined that certain additional amendments should properly be made to the Tri-Party Agreement as generally set out in the attached summary;

NOW THEREFORE, IT IS RESOLVED, that the Board hereby authorizes Roger Dixon as President/CEO to execute the Second Amendment to the Tri-Party Agreement following its finalization in a form reasonably approved by counsel.

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

Chairwoman Duren inquired if this Agreement is meant to memorialize the Capital Replacement and Reserve (CRR) Fund changes that were made. Mr. Dixon stated that this takes the CRR Fund up to \$1.5 million per year and changes the cap from \$5 million to \$15 million. The CRR Fund is short this year nearly \$321 thousand because it is the last year of MECA's loan payment made to the stadium.

Moved by Ms. Washington, seconded by Ms. Buffett.

Motion carried: 5-0

Women's Fund Sex Trafficking Presentation

Ms. Meghan Malik and Ms. Jill Heggen from the Women's Fund of Omaha thanked the Board for allowing them to do their presentation on sex trafficking in Nebraska. Ms. Malik outlined the Women's Fund Sex Trafficking Initiative strategy on stopping traffickers and eliminating the market. It begins with strengthening the survivor leadership, creating coalitions and networks, building provider capacity,

increasing education and awareness and changing policies and practices. Today's presentation to the MECA Board of Directors focuses on the topic of increasing education and awareness because large events can increase this type of illegal activity. The Women's Fund has provided training to law enforcement, first responders, schools, service providers and hospitality providers and the general public. It is imperative that people know how to realize when sex trafficking is happening, how to recognize what it looks like, and then know how to respond. Responding is the critical part because people should not intervene in a dangerous situation but rather report it to the proper authorities.

Ms. Heggen explained that a broad launch of the awareness campaign is being made to the public starting this weekend and continuing through to CWS. People need to know it is happening in their communities. This weekend life size cut-outs will be placed near and at the airport, CLCO and downtown hotels. There will be an information booth at the Thursday night event at Film Streams this week. Community-wide repetition will work to make the message stronger. All of the messaging on the cut-outs is from the research reports provided by Creighton University. The Women's Fund has partnered with the Human Coalition on Trafficking and will link to their website, NoTrafficking.org. Public relations and social media will be utilized to continue to reach people and promote awareness. Ms. Heggen reminds everyone that if you see something, say something by using the hotline 888-373-7888.

Work is being done with the Legislature to end the demand by increasing penalties for traffickers and individuals who are soliciting sex without consent from individuals who are being trafficked. It's time for Omaha to take a stand and end this activity.

Next Board Meeting

The next MECA Board of Directors Meeting is scheduled for Tuesday, June 13, 2017, at 8:00 a.m. in the MECA Board Room.

Executive Session

Chairwoman Duren stated the time is 9:42 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 Mr. Noddle seconded by Ms. Buffett.

Motion carried: 5-0.

Adjournment

At 10:37 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 (10:37 a.m.)