

Clark County Stadium Authority Board

CLARK COUNTY, NEVADA

*DRAFT - ON AGENDA FOR APPROVAL
AT THE 9/20/18 BOARD MEETING*

STEVE HILL
Chairman
LAWRENCE EPSTEIN
Vice Chair
KEN EVANS
LAURA FITZPATRICK
Ex-Officio
Scott Nielson
BILL HORNBUCKLE
JAN JONES BLACKHURST
MIKE NEWCOMB
J. TITO TIBERTI
TOMMY WHITE

COMMISSION CHAMBERS
GOVERNMENT CENTER
LAS VEGAS, CLARK COUNTY, NEVADA
THURSDAY, JULY 19, 2018

The Clark County Stadium Authority Board met in regular session in full conformity with law and bylaws of said Board at the regular place of meeting in the Commission Chambers, Government Center, Las Vegas, Clark County, Nevada on Thursday, the 19th day of July, 2018 at the hour of 1:00 p.m. The meeting was called to order at the hour of 1:01 p.m. by Chairman Hill and on roll call, the following members were present, constituting a quorum of the members thereof:

Chairman and Members:

Steve Hill
Jan Jones Blackhurst
Lawrence Epstein
Ken Evans
Scott Nielson
J. Tito Tiberti

Absent:

Bill Hornbuckle
Mike Newcomb
Tommy White

Also present:

Laura Fitzpatrick (Ex-Officio Member)
Mary-Anne Miller, Deputy District Attorney
Beth Koch, Deputy Clerk
Keri Miller, Deputy Clerk

ITEM NO. 1 Call to Order, Roll Call and Establish Quorum

DISCUSSION: At this time, Chairman Hill called the roll and confirmed that a quorum was present.

Chairman Hill closed Agenda Item No. 1.

ITEM NO. 2 Public Comment

At this time, Chairman Hill asked if there were any persons present in the audience wishing to be heard on any items on the agenda as posted.

SPEAKER(S): Present

The Board was addressed by an interested party who communicated the need for more detailed statistics regarding the number of African American business owners employed; and added that more information is needed to determine the number of African Americans applying for employment.

There being no other persons present in the audience wishing to be heard on any items listed on the agenda as posted, Chairman Hill closed the public comments.

ITEM NO. 3 Approval of Agenda with the Inclusion of Any Emergency Items and Deletion of Any Items (For possible action)

FINAL ACTION: It was moved by Member Jan Jones Blackhurst, seconded by Member Ken Evans, and carried by unanimous vote of the members present that the agenda be approved.

Chairman Hill closed Agenda Item No. 3.

ITEM NO. 4 Chairman/Board Member Comments

DISCUSSION: Member Steve Hill welcomed Member Scott Nielson to the Clark County Stadium Authority Board (Stadium Authority); and recognized Dallas Hawn who resigned from the Board.

Chairman Hill closed Agenda Item No. 4.

ITEM NO. 5 Review and Potentially Approve Minutes of the Las Vegas Stadium Authority Board Meeting on May 23, 2018 (for possible action)

FINAL ACTION: It was moved by Member Jan Jones Blackhurst, seconded by Member Ken Evans, and carried by unanimous vote of the members present that the minutes be approved.

Chairman Hill closed Agenda Item No. 5.

ITEM NO. 6

Receive a Status Update from Staff on Administrative Items Relating to the Operation of the Stadium Authority, including a Review the Monthly Project Status Report

DISCUSSION: A representative of Applied Analysis advised the Board that as of June 30, 2018 all reports provided to the Clark County Stadium Authority Board indicate that the project is on schedule and on budget; the project budget is the same at \$1.84 billion; four funding notices have been processed by the Stadium Authority totaling \$285.3 million; Stadium Authority contributions currently total \$47.9 million; and the anticipated substantial completion date of the project is on or before July 31, 2020.

The Board was advised that StadCo's project status submitted to the Stadium Authority reported no variance in schedule or budget; and changes in the milestone calendar were noted, which was determined to be as expected upon discussion with the Authority Construction Representative and the Construction Monitor.

The Construction Monitor concluded that the project budget and contingency appeared to be appropriate; no outstanding liens were found; and follow-up will be done to resolve administrative issues.

Discussion followed regarding topics which included tariffs; administrative issues; the room summary report (with the new year to year comparisons); the Nevada Department of Taxation letter; and requirements for the upcoming audit.

Chairman Hill closed agenda Item No. 6.

ITEM NO. 7

Receive a Status Report from Staff on the Activities of the Community Benefits Plan Benefits Oversight Committee

DISCUSSION: The Board received an update from an Applied Analysis representative regarding the Community Benefits Plan Report which included the 15 percent goal of the Small Business Enterprise Program (SBE); the current SBE is 17 percent; approximately \$667 million dollars of work has been awarded, with \$108 million committed to SBE firms; 37

different SBE firms have been awarded work on the project, 13 of which have multiple contracts; 82 percent of the firms awarded work are Nevada based; and the workforce diversity participation is 62 percent (the goal was 38 percent) minority/female with three percent being veterans.

Discussion followed regarding community engagement and outreach including the Clark County Small Business Program; community events; and collaborating with community organizations.

Chairman Hill closed Agenda Item No. 7.

ITEM NO. 8

Receive a Status Update from LV Stadium Events Company on the Progress of the NFL Stadium Project

DISCUSSION: A representative from LV Stadium Events Company, LLC advised that approximately \$316 million of the current draw has been expended, with 17 percent funded by the public sector and 83 percent by StadCo and the Raiders; 744 days remain until the intended substantial completion date; over 20,000 individual tasks will be on the master schedule by the completion date; 39 firms, with 14 having multiple contracts, are employed; currently 650 people are employed on site in construction, with approximately 120,000 being the final total number; blasting and mass excavation are completed; currently 12 large cranes are on site; steel columns are being assembled on site and will be erected this Fall; the current focus is on steel placement and concrete work; and addressed the impact of tariffs on the purchase of protected goods.

Chairman Hill closed Agenda Item No. 8.

ITEM NO. 9

Receive an Update on the Development of an Explanatory Budget Summary for the Stadium Authority

DISCUSSION: A representative from Applied Analysis reviewed a report which included the annotated summary; the budget summary layout including revenues, expenditures, FY2017 actual, FY2018 estimated current, and the 2019 budget year tentative; and noted that the budget has four funds consisting of the operating fund, capital projects fund, debt service fund, and the waterfall residual fund; schedules created for the final budget; and an annotation on the budget explains how the numbers are related to the schedules.

Chairman Hill closed Agenda Item No. 9.

ITEM NO. 10 Receive an Update on the Development of Bylaws and Board Policies for the Stadium Authority

DISCUSSION: The Applied Analysis representative advised that the Bylaws and Board Policies (Bylaws) state that the Clark County Stadium Authority is conducting business as the Las Vegas Stadium Authority; the Bylaws' purpose and powers enable the Stadium Authority to carry out Senate Bill 1; Section 27 of Senate Bill 1 permits the Stadium Authority Board to amend, adopt, or appeal the bylaws, rules, and regulations as necessary; the Bylaws convey the powers and duties of the Board of Directors; a quorum is comprised of five members; the meetings of the Board of Directors are public and open, should have an agenda, minutes, and an audio/video recording made available to the public; the Bylaws set Board Committees and Officers; and the Applied Analysis representative discussed indemnification and insurance; and the Conflict of Interest Policy.

Chairman Hill closed Agenda Item No. 10.

ITEM NO. 11 Review and Potentially Approve the Personal Seat License Agreements and Potentially Authorize the Chairman to Approve Minor Revisions to Such Agreements with Advice of Counsel, as Appropriate (for possible action)

DISCUSSION: A representative from Applied Analysis advised that the Personal Seat License Agreement (PSL) is enacted at the time of purchase; contains two sets of documents consisting of the VVIP Club documents and the reserved seat documents; are structured similarly to those used in other locations; and outside counsel reviewed the documents.

The Applied Analysis representative briefly discussed the different sections of the agreement, including that the Stadium Authority is the owner of the PSLs and has entered into an agreement whereby the Raiders will act as PSL agents to sell to third parties; upon procuring a PSL the purchaser is obligated to purchase tickets; the purchaser may select from different tiers of PSLs and has the option of obtaining other benefits such as club access; checks are payable to the "Clark County Stadium Authority;" various short-term and long-term payment schedules are available; the licensee is given rights of personal privilege only and is not provided any leasehold, title, interest, or other rights of personal or real property, or ownership or other equity in the Stadium; an assumption of risk is provided, with general indemnification, in the case of damage or destruction of the Stadium; and notifies the purchaser that the Stadium is under construction so the final

design and configuration may be altered from what is presented at this time.

FINAL ACTION: It was moved by Member Ken Evans, seconded by Member Jan Jones Blackhurst, and carried by the following vote of the members present that the recommendation be approved:

Voting Aye: Voting Members Steve Hill, Jan Jones Blackhurst, Ken Evans, Scott Nielson, Tito Tiberti
Voting Nay: Voting Member Lawrence Epstein
Abstaining: None
Absent: Voting Members Bill Hornbuckle, Mike Newcomb, Tommy White

Chairman Hill closed Agenda Item No. 11.

ITEM NO. 12 Review and Potentially Approve the Personal Seat License Marketing Plan and Marketing Materials (for possible action)

DISCUSSION: A representative of Applied Analysis reviewed the marketing plan for Personal Seat License (PSL) and ticket sales; advising that the Raiders preview center is located at Town Square; and advised of the sales program; marketing plan timeline; waitlist; PSL payment terms; club spaces and seating; reserved seating; and digital sales tools.

FINAL ACTION: It was moved by Member Jan Jones Blackhurst, seconded by Member Tito Tiberti, and carried by unanimous vote of the members present that the recommendation be approved.

Chairman Hill closed Agenda Item No. 12.

ITEM NO. 13 Review and Potentially Approve an Amendment to the Stadium Disbursing Agreement (for possible action)

DISCUSSION: The Applied Analysis representative advised that the Stadium Disbursing Agreement is the process by which the funds are released; clarifies lien waivers; notice of the right to lien provided by a mechanic's lien or a materialman's lien; lien waivers are required prior to the disbursement of funds; the dispersing agent will be provided with a list of those who submitted a notice of the right to lien; and in addition, provides clarification specific to who and what is required regarding the conditional waivers, unconditional waivers, and final waivers for the liens.

Chairman Hill closed Agenda Item No. 13.

ITEM NO. 14 Consider and Authorize the Clark County Department of Finance to Submit the Stadium Authority's Quarterly Economic Survey Report to the State of Nevada Department of Taxation Pursuant to NRS 354.6015 and NAC 354.559 (for possible action)

DISCUSSION: A representative from Applied Analysis advised that the routine economic overview, the Quarterly Economic Survey Report, is required to be submitted to the State of Nevada Department of Taxation; and noted that the County has seen an increase in assessed valuation of more than ten percent over the past two years.

FINAL ACTION: It was moved by Member Ken Evans, seconded by Member Jan Jones Blackhurst, and carried by unanimous vote of the members present that the recommendation be approved.

Chairman Hill closed Agenda Item No. 14.

ITEM NO. 15 Consider for Approval and Adoption of the Stadium Authority's Five-Year Capital Improvement Program for Fiscal Years 2019-2023, and Direct Staff to Request that Clark County Transmit the Approved Document to the State Department of Taxation on the Authority's Behalf, as Prescribed by Law (for possible action)

DISCUSSION: An Applied Analysis representative advised that the FY 2019-2023 Capital Improvement Program, once approved, should be submitted to the State Department of Taxation per Nevada law; the Capital Project Fund has a \$750 million limit on the public contribution to stadium construction; and the Waterfall Residual Fund accounts for room tax revenue that exceeds Senate Bill 1 requirements and may be used for capital at the Stadium Authority Board's discretion.

FINAL ACTION: It was moved by Member Jan Jones Blackhurst, seconded by Member Tito Tiberti, and carried by unanimous vote of the members present that the recommendation be approved.

Chairman Hill closed Agenda Item No. 15.

ITEM NO. 16 Public Comment

At this time, Chairman Hill asked if there were any persons present in the audience wishing to be heard on any items not listed on the posted agenda.

SPEAKER(S): None

There being no persons present in the audience wishing to be heard on any items listed on the agenda as posted, Chairman Hill closed public comments.

At this time, at the request of Member Ken Evans, Item No. 8 was reopened for an update regarding the concessionaire proposal process.

A representative from the Raiders advised that the review process for master concession proposals has begun; five proposals have been received at this time; once the process has concluded, sub concessionaires will have the opportunity to work with the selected concessionaire to perform the services.

Chairman Hill closed Agenda Item No. 8.

ITEM NO. 17

Adjournment (For possible action)

FINAL ACTION: It was moved by Member Scott Nielson, seconded by Member Jan Jones Blackhurst, and carried by unanimous vote of the members present that the meeting be adjourned.

The meeting was adjourned at the hour of 2:39 p.m.