

**MINUTES OF THE METROPOLITAN ENTERTAINMENT & CONVENTION
AUTHORITY BOARD OF DIRECTORS MEETING – NOVEMBER 14, 2018**

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 8:30 a.m. on November 14, 2018, in the MECA Board Room at CHI Health Center Omaha, 455 N. 10th Street, Omaha, Nebraska.

Roll Call:

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

Proof of Publication:

Notice of the meeting was published in *The Daily Record* on November 7, 2018, and in the *Omaha World-Herald* on November 7, 2018.

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. Buffett moved for approval of the minutes of the September 24, 2018, MECA Board Meeting, seconded by Mr. Noddle.

Motion carried: 5-0.

President/CEO Report:

Mr. Roger Dixon stated that his focus continues to be primarily on the Riverfront Revitalization Tri-Park Agreement and his involvement with the planning committee.

MECA, along with the National Collegiate Athletic Association (NCAA) and CWS, Inc., recently took part in the College World Series Annual Partnership Meeting and are looking forward to a great 2019. These meetings allow the parties to evaluate the prior year, make changes that will have a direct impact on the Championship Series and contribute to its success. Next June, a Major League Baseball (MLB) game will be played the day before the College World Series.

Other Business:

Convention Center Sales & Marketing Update

Ms. Denise Niebrugge stated that there are currently 128 events on the books, utilizing 230 event days, for the fiscal year 2018-2019. Since the September 24, 2018 Board meeting, 24 events with over 36 event days and over 4,400 hotel room nights have been added. In addition, 30 license agreements have been signed.

Ms. Niebrugge reported that currently Ms. Theresa Contreras, MECA, along with Mr. Matt Heck, Omaha Convention & Visitor’s Bureau (OCVB), and Ms. Kristina Jacobs, Hilton Omaha, are in Washington, D.C. making calls on meeting planners. The team has nine one-on-one appointments

set up over three industry events. Ms. Niebrugge noted her team generally has success when going to D.C. as the meeting planners there are receptive to Omaha, which is very good news for the City. Mr. Dixon stated that it is interesting to see the swing in interest for Omaha. There was a time when it was hard to sell the City of Omaha before getting potential clientele onsite and showing them the facility. Convention business is becoming more and more viable at CHI Health Center Omaha (CHIHCO).

Corporate Sales & Marketing Update

Mr. Tom O’Gorman stated that since the last Board meeting on September 24, 2018, there have been numerous concert announcements as work continues through the months of June, July and August in the booking cycle.

Although it is not a renewal period, renewals are being monitored at TD Ameritrade Park (TDAPO). Work has begun for the 2020 sale plan for Club seats. There will be a large amount coming up for renewal. The NCAA will be at CHIHCO in February, and Mr. O’Gorman will present the plan for discussion, and begin implementation as soon as possible.

Communication continues with CHI in regards to the new signage for the arena. Although it is still on track, progress is not quite as fast as they would like to see it.

Chairwoman Duren inquired as to what remains to be completed for the naming rights. Mr. O’Gorman responded there is still signage on the inside of the facility to be changed, and the outside signage should be received the first of December as they are waiting on some panels. Contact has been made with the Nebraska Department of Transportation (NEDOT) to update the directional signage, and work continues through that phase of the transition.

Operations and Technology Update

Mr. Kevin Raymond stated that MECA’s current focus is working diligently on rebranding the facility from CenturyLink Center Omaha (CLCO) to CHIHCO. There are a few signs inside the facility that have been replaced, and completion is anticipated by the end of November. As for the outside signage, there was a manufacturing delay on the panels. Work will begin on December 3 and should be completed by the following week.

The Creighton University Men’s Basketball season has kicked off at CHIHCO. This is the first year that walk-thru metal detectors are being utilized. Overall, things are going very well. Most guests arrive within 15 minutes of tip-off and it initially took them approximately 10-12 minutes to walk into the building and get to their seats. This timing has been tracked and now the time has been nearly cut in half to six minutes. Monitoring will continue.

Mr. Raymond provided updates on the current projects at MECA. The final lightning system inspection is being done on the roof; otherwise it is completed and ready for the winter weather. The installation of the new security system is complete. All the cameras have been replaced, and although they are doing some finalization on the access control panel, it is all up and operational. Construction at the 10th Street traffic light intersection project has also been completed. On Friday there will be a meeting with engineers and the Omaha Police Department (OPD) to finalize some of the programming. A determination on when the lights will function or change for events will need to be made. It is anticipated to be operational by the end of November.

Chairwoman Duren inquired if the lights will allow access for guests coming from the south on 10th Street into the garage. Mr. Raymond stated that it will depend on the programming, but believes that vehicles will only be permitted to exit the garage going south or north.

Levy Food & Beverage Update

Ms. Chris VanDorn was happy to report that the new menu items available at the Creighton Men's basketball games have been very well received by guests. The most popular standouts have been the loaded gyro tater tots, toasted ravioli and the steakhouse burger with fries. Chef Tyler Humphry was able to appear live with Ms. Engdahl on KETV's Middy on Tuesday, November 13 and they were able to highlight these new menu items too. It's a great way to promote options for people who may not be interested in hot dogs or nachos. Also expanded this year for the basketball season was Levy's "drink local" cart. Since the beginning of the season, over 350 local craft beers and cocktails were sold. These beverages come from seven different local breweries and distilleries. Levy is excited to be able to offer local options and pleased that they have been so well received by guests.

The Douglas County Health Department visited CHICHO last week for a routine inspection. Levy received an excellent rating for food safety and sanitation. The areas they inspected included the main kitchen, the commissary kitchen, the Lexus Club, the warehouse and all of the concession stands.

The team has been extremely busy with nearly back-to-back events for the entire month of October and a busy start in November. In October, Levy exceeded budgeted sales by 48% and had a flow-thru of almost 80%. Ms. VanDorn recognized her team for all their hard work - there were a lot of very long shifts and really tight flips. It's been a great run and they cannot be thanked enough for their dedication to the success of every event.

Once again, Levy has partnered with the Open Door Mission's Project Santa for a Holiday Giving Event. Gifts will be collected through December 5. Levy will then transport all the items to the Open Door Mission that week so they may be distributed for Christmas.

Chairwomen Duren asked how the new Point of Sale (POS) system recently installed is working. Ms. VanDorn stated that it is performing very well. Although there were a few issues to work through the system is working in the front and back of house exactly like Levy wanted it to. The technology is serving Levy very well in running reports, closing out at the end of the night and access to the information is much better than before.

Public Relations Update

Ms. Kristyna Engdahl reported that in early October, Terence "Bud" Crawford was welcomed back to Omaha for a highly anticipated match-up with Jose Benavidez Jr. The press conference was held in the Grand Ballroom on Thursday, followed by Friday's weigh-in - both of which were nationally televised and streamed online. Local and national media at those events also captured intense interactions between the two before even entering the ring. CHICHO received great exposure for the City of Omaha because the fight was broadcast live on ESPN. It was also well

published that Terence Crawford broke his previous attendance records for his previous Nebraska fights.

CHICHO has had lots of exciting concert announcements which have received a ton of activity on social media. For example, the Backstreet Boys announcement videos have reached about 25,000 people on Facebook alone, and this just within the past couple of days. After the KISS announcement was made, Ms. Engdahl arranged for one of KMTV's longtime meteorologists to put on KISS makeup. They showed the progression live on their midday show which was fun to watch and certainly got people talking.

MECA recently agreed to a monthly appearance on KETV's Midday where Ms. Engdahl will have an opportunity to talk live about events. On Tuesday, the Creighton University Men's basketball schedule for this month and attendance records were discussed. Levy Chef Tyler Humphry was also invited to showcase favorite concession items available for purchase. The Cirque Musica Holiday was promoted, along with all December shows. The appearance itself is only about two minutes, but it can be really beneficial with some advanced prep work.

Lastly, MECA has been working to have a communication plan in place as 2019 gets closer and the proposed start of the Riverfront Revitalization Project.

Committee Updates:

Internal Governance Committee

Ms. Dana Washington reported that the Internal Governance Committee met on Monday, November 12, 2018, at MECA's offices. In attendance were Ms. Washington, Mr. Bob Freeman, Ms. DeAnn Olsen, Chairwoman Duren, Mr. Dixon and Mr. Stephen Curtis.

The Committee reviewed the August and September 2018 Financial Statements. It was noted that both were good months. Some of the success in August was attributed to a conference for the U.S. Department of Defense that brought in more revenue than anticipated. 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.

The Committee reviewed and discussed the quarterly Investment Summary and found it to be reasonable and consistent with Policy.

Also performed was an annual review of MECA's policies. No changes to any policies were recommended.

Finally, the Committee reviewed the 401(k) audit with the financial statements and supplemental information for the years ended December 31, 2017 and December 31, 2016. The report and statements were consistent with prior years and there were no unusual items noted. Likewise with the NCAA, CWS audit, there were no concerns or unusual items noted.

Real Estate Committee

Mr. Noddle stated that there is a lot of activity in the downtown neighborhood. The Riverfront Revitalization Plan goes to the City of Omaha's Urban Design Review Committee on Thursday. It's a necessary step internally with the City. Mr. Noddle does not expect anything but great comments. The way it works is that the City and/or a representative of the Committee will make a presentation to that Board. The Urban Design Review Board is a recommending entity; they do not provide any approvals. They could choose to make a recommendation to the Planning Board.

Mr. Freeman inquired if anyone from MECA needed to be present. Mr. Noddle responded that he will attend, although he will not vote on this issue. Mr. Dixon asked if the Urban Design Review Committee has always performed this function. Mr. Noddle stated that it has only been functioning for about 8 or 10 years. It was created to review projects that were in the areas of civic importance, or if a major waiver was needed. In this case, it will review because it is in the area of civic importance. The Urban Design Review Committee is broken into two sections, private and public. This is a public project and will be reviewed by the entire board, but the vote to recommend any changes will be determined by the public section.

The Mills Commons project north of Cummings Street was announced a few weeks ago. At this point, there are a lot of discussions underway, but they have not started actively working through the City's approval process.

The Builders District project redevelopment plan for the entire district was approved by the City Council three weeks ago. Each individual project is required to have its own project plan and agreement, which is the contract between the City and the development project. The first project will be the Kiewit Global Headquarters and a few related buildings. It should hit the City Council Agenda next Tuesday and will receive final approval on December 11. If the schedule holds, activity on the site will probably begin the next day.

HDR has completed a truck route study, and has been delivered to the City. It is intended to take some truck traffic off Cuming Street and 16th Street, south of Cuming Street. HDR's recommendation very generally will be to use 13th and 14th Streets which could work fine. Mr. Noddle does not anticipate any impact to CHICHO and TDAPO since it is west of Lot B. This will take some truck traffic off of Cuming Street and will help the situation with the Mills Commons project. The City is currently reviewing it.

With the volume of work being done Downtown, the philanthropic community, including the Sienna Francis House, and other downtown businesses are concerned about Omaha's homeless population. Whenever work begins on the Tri-Park project, the homeless population will lose a destination. At the same time, there will be another major project between 15th/16th and Cuming Street to Fahey Street, which may temporarily alter access to the Sienna Francis House. Sensitivity to the issue is being shown and communication will be important.

Contract Approvals:

Chairwoman Duren indicated there are nine contracts requiring approval.

MECA

Peetz & Company

RESOLVED, that the Agreement between MECA and Peetz & Company to provide political strategy, research and input regarding public policy, as more fully described on the attached summary, is hereby approved, and Roger Dixon as President/CEO is authorized 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. Kelley.

Motion carried: 5-0

Aon Risk Services

RESOLVED, that the contracts for purchase by MECA of insurance from the indicated carriers for the indicated coverages and premiums, as generally set out on the attached summary, are hereby approved.

FURTHER RESOLVED, that the President/CEO's execution of the contracts for these coverages is hereby ratified and approved.

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

Mr. Noddle inquired if any additional coverage will be required because of MECA's role in the Tri-Park project. Mr. Dixon confirmed that limits will need to be raised. Chairwoman Duren added that the subject is contemplated in the contract, but not included in this coverage yet.

Moved by Mr. Noddle seconded by Ms. Buffett.

Motion carried: 5-0

Guardian Dental and Swiss RE

RESOLVED, that the Agreements between MECA and (i) Benefit Administrative Services and Swiss RE for health insurance and (ii) Guardian for dental insurance, as set out on the attached summary, are hereby approved, and Roger Dixon as President/CEO is authorized on behalf of MECA to execute the Agreements following their 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. Kelley.

CHIHCO

TriMark Hockenbergs

RESOLVED, that the Agreement between MECA and TriMark Hockenbergs to purchase food service smallwares including various tablewares and tray stands to be used at CHI Health Center Omaha, as more fully described on the attached summary, is hereby approved.

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

Moved by Mr. Kelley seconded by Ms. Buffett.

Motion carried: 5-0

Omaha Creative Group

RESOLVED, that the Advertising/Sponsorship Agreement between MECA and Omaha Creative Group, Inc. for advertising at CHI Health Center Omaha, as more fully described on the attached summary, is hereby approved, and Roger Dixon as President/CEO is authorized 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. Buffett seconded by Mr. Kelley.

Motion carried: 5-0

Lexus of Omaha

RESOLVED, that the Advertising/Sponsorship Agreement between MECA and Lexus of Omaha for advertising at CHI Health Center Omaha, as more fully described on the attached summary, is hereby approved, and Roger Dixon as President/CEO is authorized 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.

Mr. Kelley inquired if the contract was renewed under the same terms. Mr. O’Gorman confirmed that the terms remain the same.

Moved by Ms. Washington seconded by Ms. Buffett.

Motion carried: 5-0

City of Omaha

RESOLVED, that the Agreement between MECA and the City of Omaha for reimbursement of invoices from Omaha Neon for replacing existing wayfinding signs around the City for CHI Health Center Omaha, as more fully described on the attached summary, is hereby approved.

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

Moved by Mr. Kelley seconded by Ms. Buffett.

Motion carried: 5-0

TDAPO

Evol Empire Creative

RESOLVED, that the Agreement between MECA and Evol Empire Creative to redesign the websites for MECA, CHI Health Center Omaha and TD Ameritrade Park Omaha, as more fully described on the attached summary, is hereby approved, and Roger Dixon as President/CEO is authorized 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.

Chairwoman Duren asked if we would be doing a different website when it concerns the Tri-Park project. Mr. Dixon noted that MECA will probably employ an agency for web design and communications work supporting Ms. Engdahl.

Moved by Ms. Washington seconded by Mr. Noddle.

Motion carried: 5-0

AmpThink LLC

RESOLVED, that the Agreement between MECA and AmpThink LLC to provide Cisco support, maintenance and licensing at CHI Health Center Omaha and TD Ameritrade Park Omaha, as more fully described on the attached summary, is hereby approved, and Roger Dixon as President/CEO is authorized 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. Kelley seconded by Ms. Buffett.

Motion carried: 5-0

Next Board Meeting

The next MECA Board of Directors Meeting is scheduled for Tuesday, January 8, 2019, at 1:30 p.m. in the MECA Board Room.

Executive Session

Chairwoman Duren stated the time is 9:02 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 9:56 a.m. a motion was made to come out of Executive Session, and to adjourn, made by Ms. Washington, seconded by Mr. Noddle.

Motion carried: 5-0

Adjournment 9:56 a.m.