

**MINUTES OF THE METROPOLITAN ENTERTAINMENT & CONVENTION
AUTHORITY BOARD OF DIRECTORS MEETING – MARCH 17, 2020**

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 1:10 p.m. on March 17, 2020, in the MECA Board Room at CHI Health Center Omaha, 455 N. 10th Street, Omaha, Nebraska.

Roll Call:

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

The Chair announced that both the City and State had waived applicability of the ‘public meeting’ requirements that would otherwise apply, and therefore the three Board members who were attending the meeting by telephone were eligible to participate.

Proof of Publication:

Notice of the meeting was published in *The Daily Record* on March 10, 2020, and in the *Omaha World-Herald* on March 10, 2020.

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

Approval of Minutes:

Mr. Noddle moved for approval of the minutes of the January 14, 2020, MECA Board Meeting, seconded by Ms. Buffett.

Motion carried: 5-0.

President/CEO Report:

Mr. Roger Dixon reported that MECA is complying with restrictions implemented by the State due to the novel coronavirus (COVID-19) health crisis. MECA continues to work with events, noting six concerts have been rescheduled next fiscal year. At this point, all have new dates secured, with the exception of Blake Shelton which may be moved into 2021. It is unclear if commencement ceremonies for Creighton University will be postponed or canceled. Another unknown is if the U.S.A. Olympic Swim Trials scheduled for late June will still happen since as of today the Olympics in Japan have not been canceled. Events that will not be rescheduled this year include the NCAA Men’s Basketball Tournament, the Burlington Capital International Omaha Horse Show, the Harlem Globetrotters, Creighton University Men’s Baseball Season, the Big Ten Baseball Tournament, and the NCAA Men’s College World Series (CWS). The Home Run Derby has reached out to hold a future date. Currently, eight annual conventions have rescheduled dates for later this year; however, MECA has still lost numerous conventions with some of them being substantial.

MECA is concerned about the health and well-being of employees and will try to mitigate the financial effects of the COVID-19 epidemic by encouraging full-time employees to report. MECA continues to monitor the work of the local medical community and is internally communicating best practices from public health experts for illness prevention in the workplace.

Mr. Noddle questioned MECA's refund policy concerning groups that have booked an event at CHI Health Center Omaha, paid their deposit but are unable to reschedule. Mr. Dixon responded events falling within this time frame will be reimbursed deposits or prepayments under the force majeure clause in the contract.

Chairwoman Duren added that both Ms. Niebrugge and Mr. O'Gorman are working closely with clients in an effort to reschedule events which turns it into a timing issue instead of a revenue loss.

Mr. Noddle noted that some people are more financially challenged now and may decide to request a refund rather than take a credit for a rescheduled event date. What is the protocol for those seeking a refund on a cancelled or postponed event? Mr. Dixon responded that refunds will be issued by the point of purchase; however, ticketing agencies like Ticketmaster are currently inundated with requests as this affected the entire country. Ms. Kristyna Engdahl added that people will get refunds but are asked to be patient as these agencies work through each individual event to determine if a new date can be secured or if the event will be cancelled entirely. Mr. Dixon noted that a small percentage of people that purchased tickets from a secondary market may be experiencing a totally different scenario, over which MECA has no control. The National Collegiate Athletic Association (NCAA) will likely issue refunds directly to purchaser's credit cards for tickets purchased for the First and Second Rounds of the NCAA Men's Basketball Tournament in March. Mr. Noddle stated that once MECA receives guidance from the various stakeholders it will be important to formulate communication to the public about protocol for each event. Mr. Bob Freeman added that he had just received communication from the NCAA regarding his ticket purchase for Club seats at TD Ameritrade Park Omaha (TDAPO) for the Men's College World Series (CWS) this year.

Other Business:

Convention Center Sales & Marketing Update

Ms. Denise Niebrugge did not report due to the recommendation from Governor Pete Ricketts for citizens to avoid gatherings of more than 10 people in response to COVID-19 health concerns.

Corporate Sales & Marketing Update

Mr. Tom O'Gorman did not report due to the recommendation from Governor Pete Ricketts for citizens to avoid gatherings of more than 10 people in response to COVID-19 health concerns.

Operations and Technology Update

Mr. Kevin Raymond reported that as of this morning MECA began deep cleaning CHI Health Center Omaha (CHIHCO), starting on the convention center side. Rooms are methodically cleaned from top to bottom, and upon completion are being locked and sealed off. This process will continue through the entire facility with completion anticipated by the end of March.

Prior to the announcement of people being infected in Nebraska, MECA was already making changes to the disinfectant used in routine cleaning procedures. Although what was used was a very good disinfectant, MECA located a solution located that lists the human coronavirus specifically on its 'kill list,' it was put into use last Friday. The second product that has been ordered is Clorox Total 360 (an EPA approved solution for COVID-19), which is a new technology/science system that is applied with an air compressor. Generally, it uses electrostatic technology to attack the virus at the molecule level. In a demonstration, when sprayed the product does not stick together and has the ability to spread underneath items. This was shown with black lights - when the arms of a chair were sprayed the product expanded to cover the bottom of the handles. This cleaner will arrive soon and will speed the process of disinfecting the entire campus. MECA will continue to use this cleaning technology into the future to deter the spread of influenza and colds.

Mr. Raymond added that this time is being treated as a typical July or August slow period. Operations are doing maintenance, painting, extracting chairs, and looking to see if there are other things in need of repair or attention. Once MECA is past this, the typical slow time will hopefully be busy with events returning to the campus.

Levy Food & Beverage Update

Ms. Chris VanDorn stated that operationally Levy is working off a list of both short and long-term projects and continues to adjust plans as direction changes from City and State officials, Levy's Home office, and the MECA team within the facility.

First and foremost, Levy is working to keep team members safe and for several weeks has been increasing communication and efforts on proper hygiene and sanitation practices. Managers and team members are encouraged to stay home if they are sick. Additionally, there is a step-by-step roadmap from Levy's Risk Management team that will be utilized in the event of a confirmed team member case.

Levy is evaluating exposure on cost of goods from a process standpoint, which is all food/beverage and paper goods within the building. The team is consolidating product to conduct a full inventory in both locations. Inventory will be broken down into four categories to evaluate the value of the inventory returned for credit, discarded, donated or to be maintained on site. Several suppliers have confirmed they will take back and credit product that was delivered to the building last week. Special orders put in place for events taking place in the next 30 days have been effectively canceled and costs will not be incurred.

Levy's corporate office is tracking inventories through this process and working to coordinate purchases from Levy locations of that inventory for use by campus sectors, including healthcare. This will effectively decrease the amount of inventory maintained and get the product to places in need.

Chef Tyler will work with Saving Grace Food Rescue to get donated product out to the people in the community.

Levy will deep clean their areas in the building once the inventory process is finished. Once clean, these areas will be secured, and the team will move to the next area.

Finally, Levy has suspended all services with regular charges that will not be needed for the next several weeks and have placed a stop of nonessential purchases.

Public Relations Update

Ms. Kristyna Engdahl reported as concert postponements and event cancellations are received, MECA is communicating this information through both social and traditional media. Local outlets have been very helpful getting the word out, especially when the Blake Shelton concert decided to postpone their event a few hours before doors opened. A new web page was launched (<http://www.omahameca.com/mecaupdates/>) with a running list of event updates for guests to access, and where current precautions are listed as it pertains to COVID-19 actions.

Committee Updates:

Internal Governance Committee

Mr. Tom Kelley reported that the Internal Governance Committee met via teleconference on Monday, March 16, 2020, at MECA's offices. In attendance were Chairwoman Duren, Mr. Dixon, Mr. Bob Freeman, Mr. Kelley, and Ms. Diane Mills.

The Committee reviewed the historical financials which looked great; however, the forecast appears dismal. After overviews from and discussions with Ms. Mills, the Committee found the report to be reasonable compared to plan and prior periods, and consistent with standard MECA accounting practices.

Lastly, the Committee reviewed the reserves and feels confident there are sufficient cash reserves to weather the storm.

Real Estate Committee

Mr. Jay Noddle reported that although things may move slower, there has been no indication of project activity and development in downtown/midtown Omaha being shelved due to COVID-19. Road closures and openings may not have the same impact to due to area businesses being restricted.

Contract Approvals:

Chairwoman Duren indicated there were eleven contracts requiring Board approval; however, three have been removed as they are no longer needed.

CHIHCO & TDAPO

Wieser Precast, Inc.

RESOLVED, that the Agreement between MECA and Wieser Precast, Inc. to purchase and deliver 70 concrete Jersey Barriers to use at various locations around CHI Center Omaha and TD Ameritrade Park Omaha, as more fully described on the attached summary, is hereby approved.

FURTHER RESOLVED, that the President/CEO's execution of the Agreement is hereby ratified and approved.

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

Moved by Mr. Noddle seconded by Ms. Buffett.

Motion carried: 5-0

HDR, Inc.

RESOLVED, that the Agreement between MECA and HDR, Inc. to provide additional documents needed to complete the design and planning for the vehicle security barriers project around the MECA campus, 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.

Mr. Dixon added that at this point, MECA will only complete Phase I which includes installing the security barriers at the corners of CHI Health Center Omaha as it runs down 10th Street. Phase II will be tabled for now. Capital reserves are available to complete the project; however, MECA feels it would be prudent to wait.

Moved by Mr. Noddle seconded by Ms. Buffett.

Motion carried: 5-0

Voss Lighting

RESOLVED, that the Agreement between MECA and Voss Lighting to establish pricing for the purchase of light bulbs used 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 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

Buller Fixture

RESOLVED, that the Agreement between MECA and Buller Fixture for the purchase and delivery of various smallwares 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 Ms. Buffett seconded by Mr. Noddle.

Motion carried: 5-0

Douglas Equipment

RESOLVED, that the Agreement between MECA and Douglas Equipment for the purchase and delivery of smallwares 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. Noddle seconded by Ms. Washington.

Motion carried: 5-0

CHIHCO

Miller Electric

RESOLVED, that the Agreement between MECA and Miller Electric to replace the exterior "up" lights on the north and south arena drum area of 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 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. Noddle.

Motion carried: 5-0

General Fire & Safety.

RESOLVED, that the Agreement between MECA and General Fire & Safety to provide fire detection system inspections 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 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. Washington.

Motion carried: 5-0

TDAPO

Tri-Mark Hockenbergs

RESOLVED, that the Agreement between MECA and TriMark Hockenbergs to furnish various food service equipment to be used in the concessions at 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 Ms. Buffett seconded by Mr. Noddle.

Motion carried: 5-0

Next Board Meeting

The next MECA Board of Directors Meeting is scheduled for Monday, April 13, 2020, at 9:15 a.m. in the MECA Board Room.

Executive Session

Chairwoman Duren stated the time is 1:48 p.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. Kelley, seconded by Mr. Noddle.

Motion carried: 5-0.

Adjournment

At 2:01 p.m. a motion was made to come out of Executive Session, and to adjourn, made by Mr. Noddle, seconded by Ms. Buffett.

Motion carried: 5-0

Adjournment 2:01 p.m.