

**MINUTES OF THE METROPOLITAN ENTERTAINMENT & CONVENTION
AUTHORITY BOARD OF DIRECTORS MEETING – APRIL 11, 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 8:00 a.m. on April 11, 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 4, 2017, and in the *Omaha World-Herald* on April 4, 2017.

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 March 14, 2017, MECA Board Meeting, seconded by Ms. Buffett.

Motion carried: 5-0.

President/CEO Report:

Mr. Roger Dixon stated that the North Lawn activation for the NCAA Men’s College World Series (CWS) is going well. Although details cannot be released at this time, we have an event planned to take place in the exhibit hall and it has been confirmed and contracted. This will create additional foot traffic in that area. MECA is also looking to include two additional attractions in that area. There will be a community day on the final Sunday of CWS (June 25) 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. Mr. Dixon believes that once the information is released for the additional attractions, more vendors will want to be included. The food trucks and merchandise tents will be available again this year. After this year, MECA will have a better idea on the activation capabilities for the North Lawn.

Chairwoman Duren inquired if Mr. Dixon would give a summary of the Eric Church concert. Mr. Dixon responded that he would let Ms. Chris VanDorn respond to that question.

Other Business:

Convention Center Sales & Marketing Update

Ms. Denise Niebrugge stated that there are currently 143 events on the books utilizing 265 event days for the fiscal year 2017-2018. Since the March 14, 2017, Board Meeting, 12 events and over 12,000 hotel room nights have been added. In addition, 11 new license agreements have been signed.

Ms. Niebrugge was excited to announce that MECA has won a five-year agreement for a November meeting, which is a notably slower event month. “Team Omaha” consisting of CenturyLink Center Omaha (CLCO), Hilton and the Marriott did a presentation to this group. She was not able to give more information at this time but noted that it was a nice piece of business for CLCO and the hotels for 2019-2023. The additional hotel space that the new Marriott hotel is providing is beginning to pay off.

Ms. Niebrugge, as well as members of the MECA sales team and the Omaha Convention & Visitor’s Bureau (OCVB) will be attending a focus group in Chicago on April 27. There will be two separate groups with up to 12 executive directors and up to 12 meeting planners behind a glass wall. Unbeknownst to these groups, Omaha will be on the other side. A facilitator will ask that the groups rank what is important to them in choosing a convention destination, airport, food and beverage. Once completed, the facilitator will discuss the reasons for their answers. Midway through the meeting, the group will be told that Omaha is on the other side of the glass and asked their perception of Omaha. This information is very beneficial in understanding what drives the meeting planners, executive directors, and the decision makers in choosing a city for events that rotate into the Midwest and Omaha. The last time something like this was done was in 2008. Ms. Niebrugge hopes to obtain even more information that will be helpful in promoting Omaha.

Corporate Sales & Marketing Update

Mr. Tom O’Gorman reported that MECA is now officially back to 100% for Club Seat renewals at TD Ameritrade Park Omaha (TDAPO).

In September, MECA submitted four bids for National Collegiate Athletic Association (NCAA) events. Three were submitted with the University Nebraska-Lincoln: the Hockey Frozen Four, the Wrestling Championship, and the Volleyball Championship. One bid was submitted with Creighton University for the Basketball Championship. This is a four year bid cycle 2019-2022. NCAA will announce the bids on April 18.

Mr. O’Gorman continues to work with promoters to bring shows to CLCO. There are a lot of artists touring at this time.

The sales staff continues to work hard marketing the bungalows for the CWS. There is still availability for renting, but Mr. O’Gorman expects things will pick up as the event gets closer.

There will be another country show announced on Friday. The following week, an adult-contemporary show will be announced. There will be more announcements to come.

Operations and Technology Update

Mr. Raymond commended his entire staff for a great job during a busy month and particularly after the Bill O’Reilly “The Spin Stops Here” tour. The team began at 4:00 a.m. as they started removing all the seats and bolting on the north and south ends to enable the construction of the box suites for the FEI World Cup event. A phenomenal job was done in the convention center as the horse quarantine area and practice track were set up. MECA continues to receive compliments from guests, international riders, and event planners that compared the event at CLCO to London. All feedback was positive and echoed how satisfied everyone was with the event. As the World Cup ended and the dirt was finally moved out of the facility, the Omaha Home Show was busy moving in. The event planner was amazed knowing what had been there in that area two days prior. As the facility was again returning to normal, on

Saturday, April 8, there was a sold-out Eric Church concert, the Omaha Home Show, Millard West Prom and a baseball game across the street at TDAPO, which can stretch the staff a little thin. The entire time, the team's attitude and effort was focused on making sure the facilities' events were flawless. Mr. Raymond is proud to repeat that the MECA employees are the best in the industry, and he is extremely proud to be a part of that team.

Levy Food & Beverage Update

Ms. Chris VanDorn reported that Levy has wrapped up the financials for March and closed the month nearly 33% over the budgeted sales. The most significant portion of the growth was attributed to the FEI World Cup event. On the catering side, Levy fed the riders, groomers, media, exhibitors, vendors, volunteers and workers. Levy offered VIP hospitality in the ballroom, hospitality boxes in the arena, and the ringside table service in the arena. The catering revenues for the FEI World Cup event were almost identical to that of the 2016 Olympic Swim Trials, with the only difference being it was done in five event days and the Swim Trials was in eight event days. Ms. VanDorn also expressed gratitude to her team as well, from culinary and banquets, to concessions and purchasing operations. The Levy team was literally accommodating every request and making it happen on a mostly last minute basis. In addition to the FEI World Cup, there were also six Creighton University baseball games occurring that week. Several team members would work a full shift at CLCO and leave to work another at TDAPO. This type of effort requires true dedication and a great team effort.

Focus quickly shifted to the sold-out Eric Church concert. There were 30 bar locations set up in addition to the nine fixed concession stands. All available space was maxed out on the concourse levels. Levy did receive some comments about the lines at the bars. This concert did approximately 50% more volume in sales than a single event day for Garth Brooks. This equated to nearly 25% more than the last time Eric Church was at CLCO. The biggest difference noticed on Saturday night was the massive amounts of guests who never left the concourse to take their seats in the arena. This caused continuous lines. Sales in the arena set a new record for a single concert day in the facility, and broke the record that was previously set by Eric Church in September 2014. The previous record at that point was set by George Strait and Eric Church in January 2014. There appears to be a trend with his fan base. Also, although all merchandise is priced by the tour, Levy had one of the most expensive items that ever had been offered for merchandise. Ms. VanDorn was told that during every one of his concerts, Eric Church and his band will drink an entire bottle of Jack Daniels during one of his songs. That empty bottle is then autographed by Eric Church and given to the next location to sell at their merchandise kiosk. Levy received two bottles priced at \$250 each, and both were sold within the first 10 minutes after the doors opened.

Looking ahead, Ms. VanDorn is hoping the weather cooperates more in April for Men's Creighton Baseball at TDAPO. There were four games cancelled in March due to the inclement weather.

Levy is getting prepared for the large catering events scheduled for this month with the Berkshire Hathaway Annual meeting, followed by the Big East Baseball Tournament and finally, the CWS. Levy is in full planning mode for CWS at this time.

Public Relations Update

Ms. Kristi Andersen announced that the positive comments from FEI World Cup event keep pouring in. The Omaha *World-Herald* had a few nice editorials about the event. It was covered by local, national and international media. It was especially rewarding to listen to them interview guests, vendors and

participants, and hear the unprompted positive comments people said about Omaha and the CLCO. This building worked very well for this event, and they look forward to returning to Omaha.

This past weekend, MECA worked to educate guests in advance on social media and local radio stations to arrive early to avoid long lines and delays for the many events on campus. However, although guests may have arrived timely in the downtown area, they did not come as early as they needed to CLCO. There was some negative feedback but there was not a lot more that could be done about it.

Ms. Andersen provided the Board with a copy of the 1st Quarter Media Report that was provided by the OCVB. CLCO was mentioned in close to 1,000 articles nationwide. The publicity value equates to approximately \$6.2m dollars. Most of the coverage occurred mid-March, while reporting was on Creighton University basketball, NCAA basketball and just the beginning of FEI World Cup.

Committee Updates:

Internal Governance Committee

Ms. Dana Washington reported that the Internal Governance Committee met on Thursday, April 6, 2017, at MECA's offices. In attendance were Ms. Washington, Mr. Bob Freeman, Mr. Steve Curtiss, Mr. Dixon, Ms. DeAnn Olsen, and Chairwoman Duren. The Committee reviewed the February 2017 Financial Statements. 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. It was noted that profit-wise February was a good month even though the food and beverage sales were down due in part to a few meetings that were budgeted for, but did not occur. This was off-set by more audio/visual usage and lower utilities.

The Committee conducted a quarterly review of the Investment Summary and found the summary to be reasonable and consistent with policy. Also discussed was having a third party review the Investment Policy and investments every three years to ensure MECA is maximizing those dollars.

The Committee reviewed the Employee Gift Log for November 2016 thru January 2017 to ensure compliance with the Code of Business Conduct and Ethics Policy. No unusual items were noted.

Real Estate Committee

Mr. Jay Noddle stated that the MECA/City group has met several times. The documentation between MECA and the City is close to being 90% completed. Once the final draft is considered accurate by all parties, it will be distributed to Mr. Ken Stinson and the MECA Board of Directors. Mr. Noddle anticipates, depending on their schedule, that it will take three weeks to have the document acted upon by the City. The document, which memorialized the arrangement between MECA and the City, will allow the community to move forward to organize and eventually market Lot B for development.

Chairwoman Duren thanked Mr. Noddle for a very collaborate effort on an important project.

Contract Approvals:

Chairwoman Duren indicated there is one contract requiring approval.

CLCO

10 Men LLC

RESOLVED, that the Agreement between MECA and 10 Men LLC, to provide all labor, equipment and materials to resurface the arena roof and ancillary areas 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.

Mr. Theisen inquired if this bid is considered to be a whole replacement over the arena area. Mr. Raymond responded that repairs will be completed to the membrane and then the top will be sealed. The cost of this is a third of the replacement cost and comes with a 10-year warranty. The project will not affect any events occurring during the time it is fixed. Hall A and Hall B will be resurfaced next year. Mr. Noddle asked if the company was from Omaha. Mr. Raymond responded that they are from Omaha and it is the company that previously worked on Hall C. They did very good work and were very dependable. Sherwin Williams, the manufacturer of the sealant, will come to inspect 10 Men LLC's work to provide the 10 year warranty.

Moved by Mr. Noddle seconded by Ms. Buffett.

Motion carried: 5-0

Election of Officers

WHEREAS, the following slate of officers is 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:

President/CEO:	Roger Dixon – 1 year
Vice Chair:	Jay Noddle - 1 year
Treasurer:	Dana Washington - 1 year
Secretary:	Susie Buffett - 1 year
Assistant-Secretary:	Robert L. Freeman – 1 year

FURTHER RESOLVED, that said officers shall serve for terms commencing May 1, 2017, and until April 30, 2018.

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 Tuesday, May 2, 2017, at 9:00 a.m. in the MECA Board Room.

Executive Session

Chairwoman Duren stated the time is 8:22 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 8:59 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 (8:59 a.m.)