

**MINUTES OF THE METROPOLITAN ENTERTAINMENT & CONVENTION
AUTHORITY BOARD OF DIRECTORS MEETING – JUNE 20, 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 9:30 a.m. on June 20, 2018, in the MECA Board Room at CenturyLink Center Omaha, 455 N. 10th Street, Omaha, Nebraska.

Roll Call:

Present: Chairwoman Diane Duren, Mr. Tom Kelley, and Mr. Jay Noddle. Ms. Dana Washington and Ms. Susie Buffett were unable to attend the meeting.

Proof of Publication:

Notice of the meeting was published in *The Daily Record* on June 13, 2018, and in the *Omaha World-Herald* on June 13, 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:

Mr. Noddle moved for approval of the minutes of the May 17, 2018, MECA Board Meeting, seconded by Mr. Kelley.

Motion carried: 3-0.

Contract Approvals:

Chairwoman Duren indicated there is one contract requiring approval, and she read the following proposed Resolution:

RESOLVED, that the Naming Rights Agreement between MECA and CHI Nebraska d/b/a CHI Health for the existing Arena/Convention Center building, 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 added that by virtue of Omaha's Arena and Convention Center having operated successfully, reputably and consistently since opening fifteen (15) years ago, the facility is able to solicit and obtain interest from corporate partners wishing to participate in a "Naming Rights" license agreement. MECA has been pleased with the relationship with Qwest/CenturyLink during this initial fifteen (15) year term. During this term, Omaha's first dedicated public Convention Center has steadily built up its business and, in collaboration with the Omaha Convention and Visitors Bureau, put our City in the running for high quality local, regional and national convention business.

For its part, the Arena has outperformed initial expectations in every way. Creighton Basketball is among the top 10 in attendance in the country. New national and international caliber sporting events have been coming to Omaha. Signature events have included NCAA championships, national and world Equestrian events, the 2013 US Figure Skating Championships, and four United States Olympic Swim Trials. In 2017, over 1 million patrons passed through our doors.

When CenturyLink indicated that it didn't plan to renew with us, MECA contacted many prominent companies across the metropolitan area, and engaged a nationally reputable consulting firm to also assist in the search for a new naming rights partner.

We are pleased to announce today the conclusion of this process, and that CHI Health and MECA have reached agreement on a new twenty (20) year naming rights license agreement. Beginning September 1, Omaha's Arena/Convention Center will be known as "CHI Health Center Omaha".

Chairwoman Duren reviewed the major financial and business terms of this agreement, noting that CHI Nebraska d/b/a CHI Health receives the right for twenty (20) years (9/1/18-8/31/2038) to name the Facility, with the parties agreeing that it will be designated as "CHI Health Center Omaha". MECA will receive aggregate payments from CHI of \$23,598,913.89 payable over the twenty (20) year term.

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

Mr. Noddle and Mr. Kelley expressed their support for the proposal and congratulations to MECA and CHI Health on their new partnership. Chairwoman Duren read letters of support of the agreement from Ms. Buffett and Ms. Washington who were unable to attend the Board meeting today.

Moved by Mr. Noddle seconded by Mr. Kelley.

Motion carried: 3-0

Next Board Meeting

The next MECA Board of Directors Meeting is scheduled for Tuesday, July 10, 2018, at 8:30 a.m. in the MECA Board Room.

Adjournment

At 9:37 a.m. a motion was made to adjourn, made by Mr. Noddle, seconded by Mr. Kelley.

Motion carried: 3-0

Adjournment 9:37 a.m.

Attachment - White Paper

EXHIBIT A
METROPOLITAN ENTERTAINMENT & CONVENTION AUTHORITY
CHI NAMING RIGHTS
MAJOR TERMS OF AGREEMENT

I. BACKGROUND

By virtue of Omaha's Arena and Convention Center having operated successfully, reputably and consistently since opening fifteen (15) years ago, the facility is able to solicit and obtain interest from corporate partners wishing to participate in a "Naming Rights" license agreement. MECA has been pleased with the relationship with Qwest/CenturyLink during this initial fifteen (15) year term. During this term, Omaha's first dedicated public Convention Center has steadily built up its business and, in collaboration with the Omaha Convention and Visitors Bureau, put our City in the running for high quality local, regional and national convention business.

For its part, the Arena has outperformed initial expectations in every way. Creighton Basketball is among the top 10 in attendance in the country. New national and international caliber sporting events have been coming to Omaha. Signature events have included NCAA championships, national and world Equestrian events, the 2013 US Figure Skating Championships, and four United States Olympic Swim Trials. In 2017, over 1 million patrons passed through our doors.

When CenturyLink indicated that it didn't plan to renew with us, MECA contacted many prominent companies across the metropolitan area, and engaged a nationally reputable consulting firm to also assist in the search for a new naming rights partner.

II. NEW PARTNER TO NAME THE ARENA/CONVENTION CENTER

We are pleased to announce today the conclusion of this process, and that CHI Health and MECA have reached agreement on a new twenty (20) year naming rights license agreement. Beginning September 1, Omaha's Arena/Convention Center will be known as "CHI Health Center Omaha".

III. PRINCIPAL TERMS

Here are the major financial and business terms of this agreement:

1. CHI Nebraska d/b/a CHI Health receives the right for twenty (20) years (9/1/18-8/31/2038) to name the Facility, with the parties agreeing that it will be designated as "CHI Health Center Omaha".
2. MECA will receive aggregate payments from CHI of \$23,598,913.89 payable over the twenty (20) year term on the following schedule:

- One Million Dollars (\$1,000,000) Dollars prepaid for year one (1).
 - One Million Dollars (\$1,000,000) plus an increase of Three Percent (3%) per License Year in years Two (2) through Fifteen (15).
 - One Million Dollars (\$1,000,000) in years Sixteen (16) through Twenty (20).
3. Other benefits to CHI include annual use of one (1) corporate suite and four (4) club level seats to all events at the Arena.
 4. Twice per year use of the Center for Community/Charitable Events or Company Events. One per year "VIP Reception" for up to thirty (30) employees or business associates of CHI Health.
 5. Other - MECA and CHI will work closely together on the transition of all logos, signage and other designations to fully re-brand the Center.
 6. As with Qwest, there is a provision that would enable CHI to (reasonably) change the designated name, but all signage and related changeovers would be at their expense.
 7. CHI obtains limited exclusivity in the hospital/health system category at the Facility, with designated exceptions.