

LOUISIANA STADIUM AND EXPOSITION DISTRICT

**BOARD OF COMMISSIONERS MINUTES
FROM THE MEETING OF APRIL 27th, 2023**

PRESENT: Chairman Kyle M. France, Commissioners Henry N. Baptiste, Hilary H. Landry, Casey J. Robin, Glen D. Smith.

ABSENT: Commissioners John A. Alario, Jr., and Wells T. Watson

ROLL CALL and WELCOME

Chairman Kyle M. France called the April 27th, 2023 meeting to order at approximately 1:09 p.m.

I. APPROVAL OF MINUTES OF FEBRUARY 9, 2023 MEETING

Chairman France asked for a motion for approval of the Minutes for the March 22, 2023 LSED Board of Commissioners Meeting. Commissioner Landry moved for approval of same, seconded by Commissioner Smith. All were in favor, and the Minutes of the March 22, 2023 Board meeting were adopted.

II. ASM REPORT

Mr. Thornton began his report by giving the budget update, noting that the LSED is expecting to exceed the forecasted budget goals. As the end of the fiscal year approaches, we are making plans to utilize the fund balance for future capital repairs and replacement. We are currently monitoring the Supplemental Appropriations Bill in the State Legislature. Mr. Wiedler confirm that that requests were submitted to the legislature for payment for insurance premiums and increasing the one-penny tax by \$1.5 million. If both of these list items are approved it would allow more budget capacity. The upward trend continues with hotel tax running just above 90 percent of 2019, so we're close to pre-covid numbers. Unfortunately, the Air BnB rentals that are not being realized for hotel tax collections are negatively impacting our industry. The end of fiscal year numbers will be ready to report at the June meeting,

ASM is also monitoring legislative action regarding the Shrine on Airline, HB2 and a \$5 million appropriation.

[This concludes Mr. Thornton Report]

Mr. Holmes began his report by emphasizing Mr. Thornton's sentiments regarding the budget progress and outlook. The efforts toward driving revenues through premium services are really making a difference and our contractor Sodexo has been a big help in that regard.

Now that the Pelican's season is over and the Saints are out until the fall, this is the time to evaluate and recalibrate process and personnel and look for ways to become more efficient moving forward.

Construction with respect to the Master Plan is ongoing and we're in the most impactful phase of the entire project. Build back is happening on one side while, demo is happening on another side and there's a lot of people working in the building at any given time; things are coming together very well. The funding for the ongoing work will be the bonds that we are anticipating coming up in the next couple months for which we've been meeting with Bond rating agencies. The feedback from the meetings were positive because these agencies have been able to see the challenges that were faced and overcome.

Mr. Holmes references an item on the agenda regarding the selection of Verizon for a new Wifi installation to improve connectivity in the Superdome. Verizon was selected out of seven bid responses.

Recent venue events include the Zurich Classic over at TPC Louisiana, which was the highest attended and revenue-generating event, for the club and Fore!Kids, the charitable arm. Congratulations to Luke for a great event at the facility.

Gus Canazio gave an update on upcoming shows including, Alicia Keys, LL Cool J and The Force Live Tour in July, Odesza in September, Lil Baby and Drake which was pushed to September. There are 28 confirmed events for the next fiscal year, 24 of them at the Smoothie King Center. There are 30 events between now and the end of the Fiscal year, so it will be a busy summer.

Ms. Kathleen Turner gave an update regard DBE spending which is still at 17 percent. Ms. Turner, along with Mike Schilling, are undergoing a review of service contracts to solicit new partnerships within the state before looking out of state. Recent professional engagement includes a “NOLA Talks Equity” forum with New Orleans & Company with a small group of panelists discussing DBE equitable practices, etc. The HR department participated in Southern University at New Orleans 2023 Career and Resource fair and presented career opportunities to students and alumni.

[This concludes Mr. Holmes’ Report]

III. FINANCE REPORT

Mr. Weidler began his report with an update on the revenue generation over the past few months which has contributed to the excess funds for the fiscal year, which amounts to approximately \$1 million. The 2023-2024 Fiscal year budget is underway. Certain expenses like utilities for example will have a higher allowance due to costing us \$2 million over budget this year. All together, the allowance for the budget will be more aggressive in terms of allowances. The budget should be ready for review in June.

[This concludes Mr. Wielder’s report]

IV. CONSTRUCTION REPORT

Ms. Long begins her report with an update on the John Alario Junior Sports Complex wich held a bid on February 16th, 2023 and the contract for Ratcliff Construction at \$20,560,000.00 has been executed. The project budget is \$22.6 million. The notice to proceed should be signed by May 3rd and once executed will begin the 365 time period for them to complete the project.

Holly and Smith have started their work on April 12th for the Alario Center repair plan and code evaluation and analysis. This process should take around 90 days to complete.

NANO, LLC. completed the schematics and design and construction drawings for the Lot 4 storage addition project. The deadline for those is May. The available funds for that project is \$1.7 million.

[This concludes Ms. Long’s report]

VI. LEGAL REPORT

Shawn M. Bridgewater begins her LSED Legal Report, presenting the following Resolutions, which were approved by the Board of Commissioners as noted below:

On motion of Commissioner Landry, seconded by Commissioner Robin, the Louisiana Stadium and Exhibition District authorized and approved an appropriation from the LSED Capital Reserve Account in the amount of \$189,134.83 to purchase equipment and make repairs necessary to maintain and operate the Caesar's Superdome, the Smoothie King Center, and Champions Square for the 2022-2023 Fiscal Year, including the specific items described on the Capital Reserve Request attached hereto. ASM has received competitive proposals for the equipment and the repairs related thereto. ASM (acting on behalf of the LSED) and/or Chairman Kyle M. France are authorized to sign the respective purchase requisitions and related documents for the establishment of a command post and the specific equipment to be purchased from CEIA USA, Ltd. Copies of each of the Purchase Requisition forms and related documents are attached hereto. The source of funds for this Resolution is the LSED Capital Reserve Account, and there were sufficient funds to support this Resolution. Approval of this resolution is recommended.

Voting in favor were Chairman Kyle M. France, Henry N. Baptiste, Jr., Hilary H. Landry, Glen D. Smith, Casey J. Robin. **Motion 23-13** passed.

On motion of Commissioner Smith, seconded by Commissioner Baptiste, the Louisiana Stadium and Exhibition District authorizes and approves the establishment and creation of obligations of the LSED that are to be issued from time to time, as a series of bonds, up to a maximum amount of 560 million, under the authority of the applicable law. Said bonds to include provisions that include, but are not limited to, terms and conditions for the payment of such obligations and the establishment of the security for the repayment of such obligations, and other covenants and agreements related thereto.

This Resolution provides, in part, as follows. (i) It establishes relevant facts with respect to the LSED and the issuance of bonds, including the creation of the LSED, as a political subdivision of the State of Louisiana, the desire of the Board to pursue various projects from time to time to be funded by the bonds, and (ii) authorizes the issuance of a multiple series of bonds to re-fund the LSED's prior debt and fund projects pursuant to one or more supplemental resolutions.

This Resolution contains the LSED's Pledge to Pay Debt Service from the LSED's four percent hotel occupancy tax, and other available revenues, and sets the parameter for future issuances of bonds. It provides for the payment of the bonds when due and establishes that certain funds and accounts are to be maintained with respect to the bonds, as follows:

(i) Bond proceeds remain under the control of the LSED rather than subject to requisition from the trustee, when needed, to pay project costs.

(ii) Tax proceeds continue to flow through Hancock Whitney, as Trustee, to ensure prompt payment of all debt service on the bonds; and

iii) A reserve fund is created in order to provide additional security for bond holders, and a contingency fund is created to provide liquidity support for the LSED.

This resolution contains various covenants of the LSED that will exist while the bonds are outstanding. Critical among these is the promise to continue to levee the hotel occupancy tax and to budget and pay debt service each fiscal year on the bonds.

This resolution is based upon prior resolutions of the LSED, updated where necessary, and is deliberately drafted in a broad manner so it encompasses any potential changes in the municipal market that can be reasonably foreseen at this time. The resolution was drafted in consultation with LSED bond counsel, the co-municipal advisors, the LSED's general counsel, and LSED and ASM representatives. Approval of this resolution is recommended.

Voting in favor were Chairman Kyle M. France, Henry N. Baptiste, Jr., Hilary H. Landry, Glen D. Smith, Casey J. Robin. **Motion 23-14** passed.

On motion of Commissioner Smith, Seconded by Commissioner Landry, the Louisiana Stadium and Exhibition District authorized and approved the engagement of Laporte, A.P.A.C. and/or Ernst & Young Infrastructure Advisors, LLC as consultants to provide financial and commercial advisory services on behalf of the LSED with respect to the exploration and potential implementation of a proposed energy concession agreement. The scope of the consulting services shall include, but not be limited to, proposal analysis and due diligence, contract development and negotiation support. The agreed upon fee for the consulting services is a not to exceed fee of \$270,000.00. Chairman Kyle M. France was hereby authorized to execute any and all documents to accomplish the engagement on behalf of the LSED. Approval of this Resolution is recommended.

Voting in favor were Chairman Kyle M. France, Henry N. Baptiste, Jr., Hilary H. Landry, Glen D. Smith, Casey J. Robin. **Motion 23-15** passed.

On motion of Commissioner Robin, seconded by Commissioner Baptiste, the Louisiana Stadium and Exhibition District authorized and approved Trahan Architects, APAC to provide additional architectural services with respect to certain elements of Phase 3b of the 2019 Superdome Capital Improvements Project (the "Master Plan Project"), in accordance with and as outlined in further detail on Trahan Additional Services Request No. 31 ("Trahan ASR #31"), a copy of which is attached to the Resolution. The additional services that are to be performed pursuant to Trahan ASR #31 shall be for a not to exceed fee of \$16,104.00.

This Resolution has been recommended by Legends Hospitality (Master Plan Project Manager) and has been approved by the Project Team, consisting of the LSED Project Representative, the ASM Project Representative, and the New Orleans Saints Project Representative. The source of funds for Trahan ASR #31 is the Master Plan Project Budget, and there are sufficient funds to support this Resolution. The execution of Trahan ASR #31 by Chairman Kyle M. France and/or Commissioner Hilary H. Landry was authorized, approved and ratified. Approval of this resolution was recommended.

Voting in favor were Chairman Kyle M. France, Henry N. Baptiste, Jr., Hilary H. Landry, Glen D. Smith, Casey J. Robin. **Motion 23-16** passed.

On motion of Commissioner Robin, seconded by Commissioner Smith, the Louisiana Stadium and Exhibition District authorized and approved the execution of Change Order No. 002R to the Phase 3b Trimark Contract (“Phase 3b Trimark Change Order No. 002R”), which provides for an increase of \$124,478.00 to the Phase 3b Trimark Contract amount that consists of additional costs associated with the addition of certain food service equipment that is more fully described on the attached Phase 3b Trimark Change Order No. 002R

Phase 3b Trimark Change Order No. 002R has been recommended by Legends Hospitality (Master Plan Project Manager) and Trahan Architects (Project Architect) and has been approved by the Master Plan Project Team, consisting of the ASM Project Representative, the LSED Project Representative, and the New Orleans Saints Project Representative. The source of funds for Phase 3b Trimark Change Order No. 002R is the Master Plan Project Budget and there are sufficient funds to support the Resolution. The execution of attached Phase 3b Trimark Change Order No. 002R by Chairman Kyle M. France is authorized, approved, and ratified. Approval of this resolution is recommended.

Voting in favor were Chairman Kyle M. France, Henry N. Baptiste, Jr., Hilary H. Landry, Glen D. Smith, Casey J. Robin. **Motion 23-17** passed.

On motion of Commissioner Baptiste, seconded by Commissioner Landry, the Louisiana Stadium and Exhibition District authorized, approved and ratifies the execution of the Master Plan Phase 3b Guaranteed Maximum Price Adjustment No. 08 (“Phase 3b GMP Adjustment No. 08”) to the Guaranteed Maximum Price Amendment for the Construction Manager at Risk Contract by and between the LSED and Broadmoor, LLC with respect to Phase 3b of the 2019 Superdome Capital Improvements Project (“Master Plan Project”). Phase 3b GMP Adjustment No. 08 provides for a net increase of \$1,744,677.31 to the Phase 3b Guaranteed Maximum Price that consists of labor, material and equipment costs that are associated with additional demolition, framing, plumbing, millwork and build-out that is required at various location at the project site; changes in equipment, flooring and hardware throughout various locations at the project site and various material cost escalations throughout the project site

This Resolution has been recommended by Legends Hospitality (the Project Manager) and Trahan Architects (Project Architect) and has been approved by the Master Plan Project Team, consisting of the LSED Project Representative, the ASM Project Representative, and the New Orleans Saints Project Representative. The source of funds for the Phase 3b GMP Adjustment No. 08 is the Master Plan Project Budget and there are sufficient funds to support this Resolution. The execution of the Phase 3b GMP Adjustment No. 08 by Commissioner Hilary H. Landry was authorized, approved and ratified. Approval of this Resolution is recommended.

Voting in favor were Chairman Kyle M. France, John A. Alario, Jr., Hilary H. Landry, Glen D. Smith. **Motion 23-18** passed.

On or about March 24, 2023, seven (7) responses were received in connection with the Louisiana Stadium and Exposition District's ("LSED") solicitation for Request for Proposals seeking prices to provide WiFi integration services at the LSED facilities with respect to the Dome WiFi Enhancement Project ("Project"). Following an evaluation by the Project Selection Committee, consisting of representatives from the LSED and ASM Global, the proposal of Verizon Business Network Services, LLC ("Verizon") in the amount of \$6,938,223.61 received the highest score and Verizon was recommended to provide the Project WiFi integration services.

On motion of Commissioner Smith, seconded by Commissioner Landry, the Louisiana Stadium and Exhibition District accepted the recommendation of ASM Global and the Project Committee and takes the following actions with respect to the Project: (i) accepts the proposal in the amount of \$6,938,223.61 of Verizon (a copy of which is attached to the Resolution) to provide the Project WiFi integration services at the LSED facilities, and (ii) authorizes the negotiation and execution of an agreement with Verizon on terms and conditions that are acceptable to the Project Committee and LSED Legal Counsel ("Verizon Agreement").

This Resolution has the Staff Analysis Support and Recommendation of ASM Global (a copy of which is attached to the Resolution) and has been approved by the Project Committee and the LSED Construction Committee. The source of funds for the Verizon Agreement is the 2019 Superdome Capital Improvements Project budget and there are sufficient funds available to support the Resolution. Once in final form and approved by LSED Legal Counsel, Chairman Kyle M. France was authorized to execute the Verizon Agreement. Approval of this Resolution is recommended.

Voting in favor were Chairman Kyle M. France, Henry N. Baptiste, Jr., Hilary H. Landry, Glen D. Smith, Casey J. Robin. **Motion 23-19** passed.

Pursuant to LSED Resolution No. 22-59, dated July 28, 2022 the Louisiana Stadium & Exposition District ("LSED") authorized and approved the execution of a Contract with Legacy Restoration & Referral ("Legacy Contract"), with respect to the 2022 Alario Center Gutter Replacement ("Project").

On motion of Commissioner Alario, seconded by Commissioner Smith, the Louisiana Stadium and Exhibition District authorized and approved the execution of a deductive change order in the amount of \$7,646.00 to the Legacy Contract ("Legacy Contract Change Order No.001"). Legacy Contract Change Order No. 001 provides for a reduction in the amount of \$7,646.00 to the Legacy Contract amount to account for labor and equipment that is no longer needed to install gutters and downspouts along the rear wall of Hall B.

Legacy Contract Change Order No. 001 has the Staff Analysis Support and Recommendation of ASM Global and has been approved by the LSED Construction Committee. The execution of Legacy Contract Change Order No. 001 by Chairman Kyle M. France was authorized and approved. Approval of this Resolution is recommended.

Voting in favor were Chairman Kyle M. France, Henry N. Baptiste, Jr., Hilary H. Landry, Glen D. Smith, Casey J. Robin. **Motion 23-20** passed.

[This concludes the Legal Report]

VII. BOARD REPORTS

None.

VIII. OTHER BUSINESS

None.

IX. ADJOURNMENT

Chairman France asks for a motion to adjourn. On motion of Commissioner Smith, the April, 2022 LSED Board meeting adjourned at 2:00 p.m.