

LOUISIANA STADIUM AND EXPOSITION DISTRICT
BOARD OF COMMISSIONERS MINUTES
FROM THE MEETING OF AUGUST 26, 2021

PRESENT: Commissioners Kyle M. France, Henry N. Baptiste, Hilary H. Landry, J.P. Morrell, Casey J. Robin, and Wells T. Watson

ABSENT: None.

ROLL CALL and WELCOME

Chairman Kyle France called the August 26, 2021 meeting to order at approximately 12:58 p.m. Present: Commissioners Kyle M. France, Henry N. Baptiste, Hilary H. Landry, J.P. Morrell, Casey J. Robin, and Wells T. Watson. Absent: None.

Chairman Kyle M. France reads aloud the Certification under Act 302 of the 2020 Regular Session of the Louisiana Legislature related to open meetings, pursuant to which the LSED is authorized to conduct the June meeting via telephone conference.

I. APPROVAL OF MINUTES OF July 22, 2021 MEETING

Chairman France asked for a motion for approval of the Minutes of July 22, 2021 Board Meeting. Commissioner Robin moved for approval of same, seconded by Commissioner Landry. All were in favor, and the Minutes of the July 22, 2021 Board meeting were adopted.

Additionally, Chairman France welcomed new Commissioners Senator John Alario and Glen Smith to the meeting.

II. ASM REPORT

Doug Thornton's report focuses on the financial and logistical impacts of the newly mandated COVID restrictions, which require proof of vaccination or a valid COVID test. The dome hosted its first pre-season football game and turnout was great despite the new restrictions.

In terms of the business outlook, the onset of the delta variant has caused some cancellations and postponement of calendar events, which has a potential impact on outcome for tackling the \$15.5 million deficit discussed at the previous board meeting. Acts like Garth Brooks and Florida Georgia Line are rescheduling national tours. There's a percentage of people who've bought tickets for shows but failing to show and are not reselling tickets on the secondary market. It's important to keep an eye on the calendar and attendance to the events that are scheduled to move forward to ensure that the ancillary revenues (parking, concessions & merch sales) are flowing in high attendance numbers.

From a cost perspective, the need for additional staff to screen participants and the routine testing of the staff has created a new and significant expense that eat into profit margins. These are the issues that are top of mind as we navigate the challenges in real time and are adjusting as things continue to shift.

Mr. Thornton concludes his report by introducing new team member, Kathleen Turner who will be the new Program Executive for the Diversity and Business Opportunity Program. Ms.

Turner then proceeds to discuss the programs already in place that she is building on and updating with respect to the accounting department, community outreach and other initiatives.

[This concludes the ASM report]

Evan Holmes' report focused on summarizing the results of the "compilation exercise", with emphasis that we've been able to "bridge the gap" from an operating budget standpoint, with consideration to lost revenue due to lack hotel occupancy taxes and nonexistent event revenue.

Looking ahead to the 2022 fiscal year, due to the delta variant, it's best to continue to take a conservative approach to the 2022 budget. With new information rolling in every month with respect to hotel tax and event activity, the forecast continues to shift. We have multiple contingency plans developed and will keep everyone abreast of any ongoing changes.

Mr. Holmes concludes his report by touching briefly on the scope of Phase 3a improvements, which is mainly back of the house commissary work to support food service operations. This will be discussed in further detail at subsequent meetings as well as information regarding the Phase 3b plans and updates after finalizing the scope with Legends, the project manager, architect and contractors.

[This concludes the Services Report.]

Zane Collings presents the Facility Operations Report, highlighting a successful Monster Truck show, which had just short of 30,000 people in attendance. The Globetrotters are expected to "reopen" the Smoothie King Center shortly after the sold out shows of Joe-Rogan and Dave Chappelle.

In regards to business outlook, the newly mandated COVID restrictions presented a challenge but together with the Saints, a vaccination site was setup on the Smoothie King Center and 110 people were vaccinated. Business has slowed some as a result of the restrictions but we remain optimistic that sales will remain steady with the addition of two new shows, which include Friday Night Smackdown with WWE on October 1st and Stone Temple pilots in Champion Square on October 5th. The Pelicans also announced their new season home opener on October 20th, against the 76ers.

Furthermore, at the Shrine, Tim has accepted the position of Director and his current business focus is to work through a lease extension for NOLA Gold with a goal of keeping them around for at least one year.

The Superdome is looking great and was in great shape for the first Saints game, considering all of the construction dust that needed to be cleaned. Kudos to Chuck Bourg and Mike Schilling for their hard work in prepping the building, which looked great.

The biggest challenge continues to be staffing. The first game was understaffed but all bases were covered including security. Lines were kept at bay and flow was good through the building.

We're having to engage outside entities to fill staffing gaps that are ongoing to due fear of COVID and are scheduling additional training for temporary staff for game day.

Mr. Collings concludes his report by noting that a new marketing manager will be joining the team and there will also be a new development at the Smoothie King Center, called the Warehouse.

[This concludes the Facility Operations Report.]

Mark Waguespack begins the Marketing report by highlighting the Caesars rebranding effort which not only includes all of the digital rebrands but also the signage throughout of the building, the maps, down to the email signatures. Kudos to the ASM teams for a seamless transition.

Mr. Wageuspack concludes his report by adding that ASM has also implemented a small branding campaign, using a vaccination image to promote vaccination throughout the state of Louisiana and this will as a result, help to increase the numbers for attendance. The image is included on the websites, all exterior boards and the monthly newsletter. This is an effort to do our part as an organization to raise vaccine awareness.

[Conclusion of Sales & Marketing Report.]

IV. FINANCE REPORT

David Weidler presents the Finance Report, beginning with the June 30th financial auditor statements. The audit, which is ongoing, is slated to be completed by October.

Mr. Weidler concluded his report by stating that we are monitoring expenses to avoid surprises but as previously mentioned by Doug and Evan we are remaining cautious despite hotel tax being up by \$2.2 million and 20 events on the calendar which is 11 more than we originally planned last October.

[This concludes the Finance Report.]

V. CONSTRUCTION REPORT

Eileen Long presents a summary of the construction projects, noting projects that are in different stages of construction, including Phase 1 the John Alario Jr. Sports Complex, which the design firm, the Duplantis Design Group has broken up into Phase 1a and 1b. Phase 1a is comprised of the site clearing, earth work and import fill for the surcharge program. The project went out on CentalBidding.com on August 16th, with bids due on September 15th at 3pm. Preliminary bids are ranging around \$7million in cost. Phase 1b bids will be advertised around June 13th, 2022 and September 13th, 2022.

In regards to the bid for TPC Louisiana, we received two bids on the practice tee renovation are in the process of reviewing the bids in hopes of starting that project within four weeks' time. TPC also has a landscaping and irrigation project due to start in September.

The Superdome roof recoating and renaming rights projects are underway. The lettering for Caesars has been approved and still show in gray letters but once the weather permits the writing will be completed in black. Pressure washing is about 25% complete and should be done within the next couple weeks. We're aiming for completion around the end of October.

Ms. Long referenced multiple photos being shown on the screen, in regards to the Master Plan project Phase 2 improvements including the two the North End Zone projects, which have received a great response from attendees.

Eileen Long concludes her report by referencing photos of the Phase 3a of the Master Plan Project commissary work that began in August and is slated to be complete by March 2022.

[This concludes the Construction Report.]

VI. LEGAL REPORT

Shawn M. Bridgewater begins her LSED Legal Report, presenting the following thirteen (13) Resolutions, which were approved by the Board of Commissioners as noted below:

On motion of Commissioner Watson. Seconded by Commissioner Smith the Louisiana Stadium and Exhibition District (LSED) authorized and approved an appropriation from the LSED Capital Reserve Account in the amount of \$201,497.10 to purchase equipment and make repairs necessary to maintain and operate the Caesar's Superdome, the Smoothie King Center, and Champions Square for the 2021-2022 Fiscal Year. SMG received competitive proposals for the equipment and the repairs related thereto. The source of funds for this Resolution is the LSED Capital Reserve Account, and there are sufficient funds to support this Resolution. Approval was recommended.

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Hilary H. Landry, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-71** passed.

On motion of Commissioner Robin, seconded by Commissioner Wells Watson the Louisiana Stadium and Exhibition District ratified, authorized and approved the execution of a Second Amendment to the AIA A133-2019 Agreement by and between Broadmoor, LLC dated December 18, 2020, as the Construction Manager at Risk for the Master Plan project. The Second Amendment provides for an extension of the pre-construction services for Phase 3b of the master plan project through December 31, 2021. Pursuant to the terms and conditions of the Second Amendment, Broadmoor will perform the additional pre-construction services for a not to exceed fee of \$200,000. This Resolution 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 LSED Project Representative, the ASM Project Representative, and the New Orleans Saints Project Representative. The source of funds for the Second Amendment is the Master Plan Project Budget, and there are sufficient funds to support this Resolution. Approval was recommended

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-72** passed.

On motion of Commissioner Smith, seconded by Commissioner Watson the Louisiana Stadium and Exhibition District authorized, ratified, and approved Phase 1 Guaranteed Maximum Price Adjustment No. 17 to the Guaranteed Maximum Price Amendment for the Construction Manager at Risk Contract by and between the LSED and Broadmoor, LLC, dated May 1, 2019, with respect to the Phase 1 of the Superdome Capital Improvements Project. Phase 1 GMP Adjustment No. 17 provides for a no-cost 7-day extension to the Project's Phase 1 Substantial Completion date, due to the delay of work in connection with the Monster Jam Event at the Superdome. The Resolution 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 LSED Project Representative, the ASM Project Representative, and the New Orleans Saints Project Representative. The execution of the Phase 1 GMP Adjustment No. 17 by the LSED Project Representative, Commissioner Hilary Landry, is hereby authorized, ratified, and approved. Approval was recommended.

Voting in favor were Commissioner Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-73** passed.

On motion Commissioner Smith, Seconded by Commissioner Robin, the Louisiana Stadium and Exhibition District authorized, ratified, and approved the Phase 2 Guaranteed Maximum Price Adjustment No. 7 to the Phase 2 Guaranteed Maximum Price Amendment for the Construction Manager at Risk Contract by and between the LSED and Broadmoor, LLC with respect to the Superdome Capital Improvements Project. Phase 2 GMP Adjustment No. 7 provides for a no cost 7-day extension to the Project's Phase 2 Substantial Completion date resulting from a combination of manufacturing and shipping delays and delays associated with the Monster Jam Event rehearsal at the Superdome. The Resolution 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 LSED Project Representative, the ASM Project Representative, and the New Orleans Saints Project Representative. The execution of the Phase 2 GMP Adjustment No. 7 by Commissioner Hilary Landry, is hereby authorized, ratified, and approved. Approval was recommended

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Casey J. Robin Glen D. Smith, and Wells T. Watson. **Motion 21-74** passed.

On motion of Commissioner Robin, seconded by Commissioner Smith, the Louisiana Stadium and Exhibition District authorized, ratified, and approved the Phase 2 Guaranteed Maximum Price Adjustment No. 8 to the Phase 2 Guaranteed Maximum Price Amendment for

the Construction Manager at Risk Contract by and between the LSED and Broadmoor, LLC with respect to the 2019 Superdome Capital Improvements Project. Phase 2 GMP Adjustment No. 8 provides for (i) an increase in the amount of \$274,254.00 to the Phase 2 Guaranteed Maximum Price for additional construction costs that were incurred for the build-back that was required in connection with demolition of Level 200 stadium risers, and (ii) a no cost 4-day extension to the Project's Phase 2 Substantial Completion date that relates to the State Fire Marshall's delay in inspecting the Phase 2 scope of work. The Resolution 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 LSED Project Representative, the ASM Project Representative, and the New Orleans Saints Project Representative. The source of funds for the Phase 2 GMP Adjustment No. 8 is the Master Plan Project Budget, and there are sufficient funds to support the Resolution. The execution of the Phase 2 GMP Adjustment No. 8 by Commissioner Hilary Landry, is hereby authorized, ratified, and approved. Approval was recommended.

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-75** passed.

On motion of Commissioner Alario, seconded by Commissioner Watson, the Louisiana Stadium and Exhibition District authorized, approved, and ratified Change Order No. 002 to the Food Service Equipment Contract with Eastbay Restaurant Supply, Inc., and provides for an increase in the amount of \$2,000.00 to the Contract amount for the purchase and installation of thirty-eight (38) Equipex Induction Warmers in the North End Zone suites and Suite 311. Change Order No. 002 to the Food Service Equipment Contract has been recommended by ASM Global, Legends Hospitality (Master Plan Project Manager) and Trahan Architects (Project Architect) and has been approved by the Project Team. The source of funds for Change Order No. 002 is the Project Budget, and there are sufficient funds to support this Resolution. The execution of Change Order No. 002 by Chairman Kyle M. France is hereby authorized, approved, and ratified. Approval is recommended

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Hilary H. Landry, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-76** passed.

On motion of Commissioner Alario, seconded by Commissioner Robin. the Louisiana Stadium and Exhibition District authorized, approved, and ratified the execution of four (4) separate Certificates of Substantial Completion with respect to the Contract for Construction Manager at Risk as by and between the LSED and Broadmoor, LLC, dated May 1, 2019 and December 18, 2020, respectively, for the Master Plan Project. The Certificates, consist of the following:

- Phase 1 Master Plan Project Certificate of Substantial Completion No. 001, dated September 25, 2020, provides that a portion of the work with respect to Phase 1 Master Plan Project (more fully described on the Phase 1 Certificate of Substantial Completion No. 001) is, subject to the completion of certain punch list items, sufficiently complete in accordance with the Contract documents to allow the owner to occupy and/or utilize a portion of the work for its intended use.

- Phase 1 Master Plan Project Certificate of Substantial Completion No. 002, dated August 13, 2021, provides that the work performed with respect to Phase 1 of the Master Plan Project (more fully described on the Phase 1 Certificate of Substantial Completion No. 002) is, subject to completion of certain punch list items, sufficiently complete in accordance with the Contract documents to allow the owner to occupy and/or utilize the work for its intended use.
- Phase 2 Master Plan Project Certificate No. 001, dated July 30, 2021, provides that a portion of the work with respect to Phase 2 of the Master Plan Project (more fully described on the Phase 2 Certificate of Substantial Completion No. 001) is, subject to the completion of certain punch list items, sufficiently complete in accordance with the Contract documents to allow the owner to occupy and/or utilize a portion of this work for its intended use.
- Phase 2 Master Plan Project Certificate No. 002, dated August 13, 2021, provides that the work performed with respect to Phase 2 of the Master Plan Project (more fully described on the Certificate of Substantial completion No. 002) is, subject to the completion of certain punch list items, sufficiently complete in accordance with the Contract documents to allow the owner to occupy and/or utilize the work for its intended use.

This Resolution 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. The signature of Chairman Kyle M. France to each of the Certificates of Substantial Completion is hereby authorized, approved, and ratified. Approval was recommended

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr. Henry N. Baptiste, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-77** passed.

On motion of Commissioner Watson, seconded by Commissioner Smith, the Louisiana Stadium and Exhibition District authorized the negotiation and execution of a Phase 3a Guaranteed Maximum Price Amendment with Broadmoor, LLC with respect to Phase 3a of the Superdome Master Plan Project with same to be ratified at a subsequent LSED meeting, once executed. The resolution located at Tab 13 ratifies the execution of the Phase 3a Guaranteed Maximum Price Amendment by Chairman Kyle M. France. Pursuant to the terms and conditions of the Phase 3a GMP Amendment, Broadmoor will perform the work described therein for a not to exceed sum of \$10,593,000.00, subject to additions and deletions as may or may not be made by the LSED in accordance with the Phase 3a Master Plan Contract Documents. This Resolution has the Recommendation of Legends Hospitality (the Project Manager) and Trahan Architects (the Project Architect), and has been approved by the Master Plan Project Team. The source of funds for the Phase 3a GMP Amendment is the Master Plan Project Budget, and there are sufficient funds to support this Resolution. Approval was recommended

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-78** passed.

On motion of Commissioner Robin, seconded by commissioner Watson, the Louisiana Stadium and Exhibition District, pursuant to Louisiana Revised Statute Title 39, Section 1702, as

an alternate cost-effective means of acquiring materials, supplies, and equipment, may procure such items through an existing public contract and, in so doing, rely upon confirmation from the Office of State Procurement for the State of Louisiana that the contract has been adopted as a statewide cooperative contract. In accordance with, the provisions of Louisiana Revised Statute Title 39, Section 1702, the Resolution (i) acknowledges and accepts the proposal of Trimark USA with respect to certain food service equipment that is required in connection with Phase 3a 2019 Superdome Capital Improvements Project, and (ii) further authorizes the negotiation and execution of a contract with Trimark on terms and conditions that are consistent with the Trimark Proposal and acceptable to LSED legal counsel and the Master Plan Project Team, upon receipt of the necessary State contract approval and certification from the Office of State Procurement for the State of Louisiana. Once executed the Trimark contract will be subject to ratification by the LSED at a subsequent meeting. This Resolution has the Staff Analysis Support and Recommendation of ASM Global and Legends Hospitality, and has been approved by the Master Plan Project Team. The source of funds for the contract that is contemplated by the Resolution is the Master Plan Project Budget, and there are sufficient funds to support this Resolution. Approval was recommended.

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Hilary H. Landry, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-79** passed.

On motion of Commissioner Watson, seconded by Commissioner Smith, the Louisiana Stadium and Exhibition District authorized and approved negotiation of a Non-Exclusive Licensing Letter Agreement by and between Electronic Arts, Inc. and ASM Global with respect to the limited, non-exclusive use of the Superdome image and Caesar's Superdome image and name in connection with its EA Sports Madden NFL Football Games. The Letter Agreement will be on terms and conditions that are acceptable to Chairman Kyle M. France, LSED legal counsel, and ASM Global legal counsel. Approval was recommended.

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Hilary H. Landry, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-80** passed.

Pursuant to LSED Resolution 21-31, dated April 22, 2021, the LSED authorized and approved the negotiation and execution of one or more confidential settlement agreements with respect to two pending lawsuits that pertain to the Superdome roof warranty agreement. On motion of Commissioner Alario, seconded by Commissioner Smith, the Louisiana Stadium and Exhibition District (LSED), in accordance with the terms and conditions of the Confidential Settlement Agreements the LSED has entered into a Roof Contract with Brazos Industries, LLC, dated June 15, 2021, to perform certain repairs and a re-coating of the Superdome roof. The Resolution (i) authorizes, approves and ratifies the execution of the Roof Contract by Chairman Kyle M. France, and (ii) authorizes and approves Change Order No. 001 to the Roof Contract, which provides for the addition of twenty-eight (28) days to the substantial completion date under the Roof Contract. Change Order No. 001 has the Recommendation of ASM Global (the Project Manager) and has been approved by the LSED Construction Committee. Approval was recommended.

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Hilary H. Landry, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-81** passed.

On motion of Commissioner Robin, seconded by Commissioner Smith, the Louisiana Stadium and Exhibition District (LSED) authorized, approved, and ratified the execution of a Memorandum of Understanding between The State of Louisiana and the LSED, which sets forth the terms, conditions, and procedures for the release of LSED Capital Outlay funds as they are expended on approved LSED projects. Approval was recommended.

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Hilary H. Landry, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-82** passed.

On motion of Commissioner Smith, seconded by Commissioner Alario the Louisiana Stadium and Exhibition District (LSED) authorized, approved, and ratified the execution by Chairman Kyle M. France of the Memorandum of Understanding by and among the LSED, the Louisiana Department of Revenue, and the Ernest N. Morial – New Orleans Exhibition Hall Authority that was previously approved and authorized pursuant to LSED Resolution 21-50, dated June 24, 2021. Approval was recommended.

Voting in favor were Commissioners Kyle M. France, John A. Alario, Jr., Henry N. Baptiste, Hilary H. Landry, Casey J. Robin, Glen D. Smith, and Wells T. Watson. **Motion 21-83** 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 Landry, the August 26, 2021 LSED Board meeting adjourned at 1:54 p.m.