



MINNESOTA SPORTS FACILITIES AUTHORITY
Meeting Minutes – January 19, 2018

Mill City Museum
710 South 2nd Street, Minneapolis, MN 55401

1. **CALL TO ORDER**

Chair Vekich called the meeting of the Minnesota Sports Facilities Authority (“MSFA” or “Authority”) to order at 9:00 A.M.

2. **ROLL CALL**

Commissioners present: Michael Vekich, Barbara Butts Williams, Tony Sertich, Bill McCarthy, and Laura Bishop

3. **APPROVAL OF MEETING MINUTES – December 15, 2017** *See, Exhibit A.*

4. **BUSINESS**

a. Action Items

i. Election of Officers

Chair Vekich asked the Board if they had any nominations for the Vice-Chair and the Secretary/Treasurer positions. All the Commissioners were in agreement that Commissioner Butts Williams remain the Vice-Chair, and that Commissioner Sertich continue as Secretary/Treasurer.

ii. Appointment of MSFA Representatives to SDC Group

Counsel Lindgren stated that as provided in the Development Agreement, the MSFA may name “Authority Representatives” to the Stadium Design and Construction Group (SDC Group) by providing written notice to the Vikings. Due to former Executive Director Rick Evans’ retirement, Counsel Lindgren suggested that the MSFA Board appoint Interim Executive Director, James Farstad, as an MSFA SDC Group representative. *See, Exhibit B.*

Commissioner Sertich moved and Commissioner Bishop seconded the motion to approve the following recommended motion, which was unanimously adopted:

The Minnesota Sports Facilities Authority appoints Interim Executive Director, James Farstad, as an Authority Representative to the SDC Group, effective January 19, 2018, and authorizes the Executive Director to provide written notice of this appointment to the Minnesota Vikings.

iii. Pay Equity Report

Mary Fox-Stroman, Director of Finance, stated that the Minnesota Legislature passed the Minnesota State Government Pay Equity Act in 1982, which provides a process to establish equitable compensation relationships between female-dominated, male-dominated, and balanced job classes of employees. She noted that MSFA job data as of December 31, 2017 were reviewed and that compensation disadvantages were not found. *See, Exhibit C.*

Commissioner Butts Williams moved and Commissioner McCarthy seconded the motion to approve the following recommended motion, which was unanimously adopted:

The MSFA approves the 2018 Pay Equity Implementation Report and the Compliance Report.

b. Report Items

i. Executive Director Report

Chair Vekich stated that the transition to the interim Executive Director has been very smooth. He noted that working with Mr. Farstad has been a pleasure, and he has extensive knowledge about the Stadium, as he has been working on the project since the beginning of construction. Mr. Farstad thanked Chair Vekich for his nice words. He expressed that he is looking forward to working with the MSFA's partners, and he thanked SMG, Aramark, and the Vikings for all of their work both on the field and off the field. Mr. Farstad noted that he is looking forward to the Super Bowl, and then congratulated the Vikings on their incredible win against the New Orleans Saints.

ii. Quarter 1 Budget Report – September 30, 2017

Ms. Fox-Stroman provided the MSFA Board with the Quarter 1 budget report for September 30, 2017. *See, Exhibit D.*

Commissioner McCarthy asked Ms. Fox-Stroman if the revenue listed in the Quarter 1 Budget included both the pre-season and regular season Vikings' games. Ms. Fox-Stroman stated that the MSFA does not receive revenues from NFL games, so that is not included in the report. Commissioner Butts Williams thanked Ms. Fox-Stroman for her great work on the report.

iii. Super Bowl LII Stadium Update

Patrick Talty, General Manager of U.S. Bank Stadium at SMG, provided a detailed report on the progress of the interior and exterior buildout of Super Bowl LII. See, Exhibit E.

Following Mr. Talty's presentation, Chair Vekich inquired about the anticipated completion date for Super Bowl LII stadium preparation activities. Chair Vekich asked Mr. Talty if there were any additions to the Stadium that would be permanent. Mr. Talty stated that the majority of additional cabling for media will not be removed after the Super Bowl and noted that this will be beneficial to the Stadium when hosting both the NCAA Wrestling Championships and the NCAA Men's Final Four. He noted that the majority of these permanent improvements are operational, and will not be seen by the public.

Commissioner Butts Williams thanked Mr. Talty for his presentation and also complemented SMG's part-time staff. She stated that she met a stranger who praised the ticket takers and ushers for their manners during the game day. She noted that they were friendly, thanked the guests for coming to the Stadium, and that they made her experience "awesome". Mr. Talty thanked Commissioner Butts Williams for sharing, and he stated that he would pass those comments along to his staff.

iv. Super Bowl LII Security Update

Commander Scott Gerlicher of the Minneapolis Police Department (MPD) provided the MSFA Board with an update on the security plan for Super Bowl LII. Mr. Gerlicher stated that the MPD received advice and strategies from other cities who have hosted the Super Bowl in the past and is confident that all law enforcement officials are prepared for the 10-day festivities. He noted that this is the biggest security event in Minneapolis history, and that there will be over 3,000 security personnel from 60 different agencies. He explained that beginning on January 29th, there will be a secure perimeter 24-hours a day, which will be managed by the MPD and the National Guard. This heightened security will include cameras, motion sensors, and a higher number of police officers to ensure that civilians do not break through the fences that mark the secured perimeter. Mr. Gerlicher also noted that there will be flight restrictions on game day, and that all vehicles entering the stadium will need to go through an x-ray scan called "VACIS". Commander Gerlicher then stated that the city of Minneapolis law enforcement is trained, prepared, and could host the Super Bowl today.

Chair Vekich stated that he has been working on the security piece of the Super Bowl planning, and he assured the Board that it will be tough to get anything past security personnel. He noted that U.S. Bank Stadium is the most urban facility in the NFL which can bring many challenges. Chair Vekich then asked Commander Gerlicher to explain how they are going to control and utilize the Light Rail, which has a major station at U.S. Bank Stadium. Commander Gerlicher stated that the MPD expects over 15,000 fans to use the Light Rail, and the majority of ticket holders will be boarding the trains at the Mall of America. There will be bag searches and magnetometers located at the mall, which will help with crowd

control at the Stadium, as Light Rail passengers will not be a required to have a second screening process upon arrival.

Commissioner McCarthy asked Commander Gerlicher what security is like at other venues such as the Convention Center, Xcel Center, and Nicollet Mall, as they are also hosting large Super Bowl related events. Commander Gerlicher stated that the Xcel Energy Center and the Minneapolis Convention Center will both have a hard perimeter on Monday before the Super Bowl. He noted that Super Bowl Live Presented by Verizon will not have a secure perimeter, however, there will be a significant number of visible and non-visible police officers on the streets. Commissioner Bishop inquired about the security for non-NFL events throughout the city, and how precautions are being taken to ensure the public's safety. Commander Gerlicher stated that they are tracking all large events, and that there will be over 120 police officers on foot patrol. He stated that the St. Paul Police Department, Bloomington Police Department, and the Minneapolis Police Department have been working together to ensure the safety of all citizens who attend other large structures around the city, such as the Mall of America.

Chair Vekich thanked Commander Gerlicher for all his hard work on security planning for the Super Bowl.

5. PUBLIC COMMENT / DISCUSSION

1. Alan Roebke addressed the Board and asked if the MSFA could provide more transparency on the 30-year bonds that were issued to finance the construction of U.S. Bank Stadium. He requested that the MSFA create a video with the Minnesota Gambling Control Board and noted that he would like that video to show and explain why certain charities have been paying for a portion of these bonds. Chair Vekich called upon Counsel Lindgren to address Mr. Roebke's questions. Counsel Lindgren stated that the MSFA is solely the recipient of the bonds proceeds, and that the State of Minnesota issues such bonds. Chair Vekich stated that Mr. Roebke is inquiring about policy issues and how the bonds are financed, and noted that the MSFA is not involved in the bond process. Chair Vekich suggested that Mr. Roebke contact the MMB to discuss policy issues and stated that the MSFA will fully cooperate with them. Mr. Roebke stated that the tax payers of Minnesota should be informed as to who is paying for the bonds, and how they will be paid off in the future.

6. ANNOUNCEMENT OF NEXT MEETING

Chair Vekich announced that the next MSFA meeting will be held March 16, 2018, at 9:00 A.M. at U.S. Bank Stadium in the Medtronic Club.

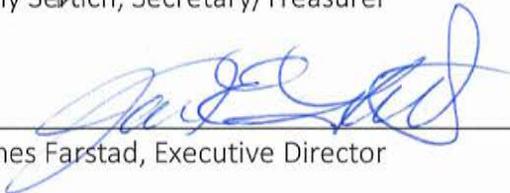
7. ADJOURNMENT

There being no further business to come before the MSFA, the meeting was adjourned at 10:15 A.M.

Approved and adopted the 19th day of January 2018, by the Minnesota Sports Facilities Authority.



Tony Sertich, Secretary/Treasurer



James Farstad, Executive Director



EXHIBIT A

MINNESOTA SPORTS FACILITIES AUTHORITY Meeting Minutes – December 15, 2017

U.S. Bank Stadium – Medtronic Club
401 Chicago Avenue, Minneapolis, MN 55415

1. CALL TO ORDER

Chair Vekich called the meeting of the Minnesota Sports Facilities Authority (“MSFA” or “Authority”) to order at 9:00 A.M.

2. ROLL CALL

Commissioners present: Michael Vekich, Barbara Butts Williams, Tony Sertich and Laura Bishop.
Commissioners Absent: Bill McCarthy

3. APPROVAL OF MEETING MINUTES – November 17, 2017 See, Exhibit A.

4. BUSINESS

a. Action Items

i. Review and Approve Amended Bylaws

Jay Lindgren from Dorsey and Whitney, MSFA’s Counsel, stated that the MSFA’s bylaws are amendable by a majority vote of Authority members at a regular meeting of the Authority. Mr. Lindgren proposed seven amendments to the MSFA bylaws. See, Exhibit B.

Commissioner Sertich moved and Commissioner Bishop seconded the motion to approve the following the recommended motion, which was unanimously adopted:

The Minnesota Sports Facilities Authority approves the amendments to the Authority’s Bylaws as presented at the December 15, 2017 meeting.

ii. Appointment of Responsible Authority and Compliance Official under MGDPA

Rick Evans, MSFA’s Executive Director, stated that the Minnesota Government Data Practices Act (“MGDPA”) requires the designation by the governing body of a political subdivision of a “responsible authority” as the individual responsible for the collection, use and dissemination of data. Mr. Evans

recommended that Jennifer Hathaway be appointed the responsible authority and compliance official. See, Exhibit C.

Commissioner Bishop moved and Commissioner Butts Williams seconded the motion to approve the following recommended motion, which was unanimously adopted:

The Minnesota Sports Facilities Authority adopts Resolution 2017-2 appointing MSFA Director of Communications, Jennifer M. Hathaway as Responsible Authority and Compliance Official under the Minnesota Government Data Practices Act.

iii. Approve Amendment to Equity Plan

Mr. Evans stated that in July 2017, the Minnesota Department of Human Rights (“MDHR”) adjusted the women and minority workforce goals for public contracts. The MDHR Commissioner outlined the goals and expectations for Minnesota projects in the 2017 Minnesota Workforce Goals Report, and that report increases the goal for women labor from 6% to 20% in Hennepin County. See, Exhibit D.

Chair Vekich stated that the Equity Plan is a core value in the project, and that raising the women workforce goals would send a clear message of its importance. Commissioner Sertich asked Mr. Evans what the current workforce percentage is, and Mr. Evans called upon Alex Tittle, the MSFA’s Equity Consultant, to provide an answer. Mr. Tittle stated that there is currently a 6% workforce for women, but noted that the MSFA has yet to receive all of the capital requests, so that number may not be completely accurate. However, Mr. Tittle believes that those requests would be received by January 2018. Commissioner Butts Williams stated that she is involved in many community meetings throughout the Twin Cities, and stated that she has received positive feedback from many women owned businesses. She informed the Board that these women are very pleased with the goal increase, and noted that there are many smart and capable women within the surrounding communities. Commissioner Bishop asked Mr. Tittle if there is a time period as to when the 20% goal should be met, and Mr. Tittle stated that there is no definite timeline, but the process will begin on January 1, 2018. Mr. Evans stated that he would like to adopt a three-year plan, but it could take as long as five years to achieve these aggressive goals. He noted that this is an important issue, and he is very confident that the MSFA can increase the women workforce to 20%.

Following discussion, Commissioner Butts Williams moved and Commissioner Bishop seconded the motion to approve the following recommended motion, which was unanimously adopted:

Effective January 1, 2018, the Authority increases the women workforce goal within the Stadium’s operations equity plan to 20%.

iv. Approve New/Amended Contracts

Mr. Evans stated that the MSFA has four professional service contracts that will terminate on December 31, 2017, and recommended that the MSFA board authorize the Chair and Executive Director to negotiate and execute a new contract or an amendment to the existing contracts. Mr. Evans also stated that the Hammes Company Sports Development, Inc. (“Hammes”) contract is estimated to be \$314,000 over the next 12 months. See, Exhibit E.

Commissioner Sertich moved and Commissioner Butts Williams seconded the motion to approve the following recommended motion, which was unanimously adopted:

The MSFA authorizes the Chair and Executive Director to negotiate and execute a new contract or an amendment to the existing contract with Atomic Data, LLC, C.H. Skiem Consulting, LLC, Hammes Company Sports Development, Inc., and RSM US, LLP, for the above listed amounts for terms to December 31, 2018.

v. Additional Team Capital Improvement Allocation

Mr. Evans stated that the SDC Group that manages the project on behalf of the MSFA and the Minnesota Vikings intends to authorize an expenditure from Owner’s Contingency within the Master Project Budget to pay the Construction Manager for a contract revision of \$106,850 for the addition of electric heat trace on the northwest prow of the Stadium. Mr. Evans also stated that the Team currently may designate \$750,000 per year over a five-year period in Capital Improvements to the Stadium. The authorization contemplated by this would allow the Team to designate additional amounts in future Stadium Capital Improvements. See, Exhibit F.

Commissioner Butts Williams thanked Mr. Evans for the summary, and stated that she encourages the MSFA staff to continue providing reports to the Board as changes occur.

Commissioner Sertich moved and Commissioner Butts Williams seconded the motion to approve the following recommended motion, which was unanimously adopted:

The MSFA Board authorizes the Chair and the Executive Director to negotiate and execute an interim agreement with the Minnesota Vikings regarding the Team’s authority to designate additional Capital Improvements in the Capital Funding Plan in the amount and pursuant to the terms of this memorandum.

vi. Appointment of Interim Executive Director

Chair Vekich announced that due to Mr. Evan’s retirement, the MSFA has appointed James Farstad as the Interim Executive Director of the MSFA. Chair Vekich stated that Mr. Farstad has been the MSFA’s technology consultant for the past five years, and that he is very knowledgeable about the Stadium as well as operations. Mr. Farstad will be the Interim Executive Director until a replacement is found. He noted that Mr. Farstad’s compensation would be equivalent to Mr. Evan’s salary.

Commissioner Sertich expressed gratitude for Mr. Evans and his leadership over the last nine months. He noted that the MSFA is going through a busy time preparing for the Super Bowl and construction

close-out, and he commended Rick for his leadership at the MSFA. He then thanked Chair Vekich for suggesting Mr. Farstad as the Interim Executive Director, as Mr. Farstad is very knowledgeable about the building. Commissioner Sertich stated that the MSFA needs stability and a conversant Executive Director, and is confident that Mr. Farstad will do a great job. He then thanked the MSFA staff for stepping up and working hard during all the recent transitions.

Mr. Farstad then addressed the Board, and thanked Chair Vekich for his confidence. He noted that it was a pleasure to work with both Chair Vekich and Mr. Evans over the last few months, and thanked the MSFA staff as they play an intricate role in the oversight of the Stadium.

Mr. Evans stated there is no one more qualified for this position, and that he has the upmost confidence in him.

Chair Vekich stated that he met with the Minnesota Management and Budget (MMB), and noted that the search for a full-time Executive Director will begin in January, and hopefully will be filled in March. Chair Vekich stated that the work plan is very detailed, and he expressed the importance of not hiring a new Executive Director until the Super Bowl has passed. Lastly, he stated that there will be a recruitment process in addition to a search, and that the MSFA welcomes recommendations.

b. Report Items

i. Comprehensive Annual Financial Report for 18-Month Fiscal Period Ended June 30, 2017

Mary Fox-Stroman, the MSFA's Director of Finance, provided the board with the 18-month comprehensive annual financial report - June 30, 2017. See, Exhibit G.

ii. Budget Report for 18-Month Fiscal Period Ended June 30, 2017

Ms. Fox-Stroman provided the board with the 18-month budget report for the period ending June 30, 2017. See, Exhibit H.

iii. Executive Director's Report

Mr. Evans reported that the MSFA has chosen to continue using Lockridge, Grindal & Nauen to provide the government relations services, and they will be paid \$8,000 a month.

Mr. Evans then stated that on occasion, it has been necessary for the staff to reallocate funds between individual line items from the Master Project Budget/the Owner's Contingency Account, which includes insurance expenses. He stated that this does not increase or decrease the budget, and noted the MSFA staff will continue to present any budget issues to the Board.

Mr. Evans also stated that the legal description of the Stadium land has changed, and the Use Agreement will be updated to reflect the final description “as built”.

The Super Bowl LII excitement and intensity is building, and everything appears to be on track, stated Mr. Evans. The finalizing of the Venue Agreement with the NFL is near completion.

Lastly, Mr. Evans reminded the Board this will be his last Board meeting, and stated that he has thoroughly enjoyed working with the Commissioners on the Stadium. He noted that he is proud of the accomplishments over the past 9 months, and he is confident that the MSFA is on the correct trajectory. He then thanked the Board, the staff, the Minnesota Vikings, SMG, Aramark, the City of Minneapolis, the State Legislature, and countless other parties for their diligent work.

5. PUBLIC COMMENT / DISCUSSION

1. Chuck Turchick

Mr. Turchick presented the attached statement. See, Exhibit I.

2. Ann Laughlin

Ms. Laughlin presented the attached statement. See, Exhibit J.

3. Steve Poppen, CFO of the Minnesota Vikings, and Lester Bagley, Vice-President of Stadium Development of the Minnesota Vikings

Mr. Poppen and Mr. Bagley thanked Mr. Evans for all the work he has done since joining the MSFA in March. They noted that he started at the MSFA during a difficult time, and they are impressed with how quickly he came up to speed. Both Mr. Poppen and Mr. Bagley believe that Mr. Evans has done a great job in protecting the public’s interest, and that he has shown great leadership during their collaboration. They then presented Mr. Evans with an official Vikings football as he has been a great “play maker” throughout the last nine months. Mr. Evans thanked both Mr. Poppen and Mr. Bagley, and expressed his gratitude for the gift as well as their great partnership throughout his time at the Stadium.

6. ANNOUNCEMENT OF NEXT MEETING

Chair Vekich announced that the next MSFA meeting will be held January 19, 2017, at 9:00 A.M. at the Mill City Museum.

7. ADJOURNMENT

There being no further business to come before the MSFA, the meeting was adjourned at 10:15 A.M.

Approved and adopted the 19th day of January 2018, by the Minnesota Sports Facilities Authority.



Tony Sertich, Secretary/Treasurer



James Farstad, Executive Director



EXHIBIT B

MEMORANDUM

DATE: January 19, 2018

TO: MSFA Commissioners

FROM: Jay Lindgren, General Counsel

SUBJECT: Appointment of MSFA Representative to SDC Group

The Stadium Act directed the MSFA to “create a stadium design and construction group, including representatives of the authority and the NFL team to manage the design of the stadium and oversee construction.” (Minn. Stat. § 4731.11, subd. 1.) This group was formally established as the “SDC Group” in the Development Agreement between the MSFA and the Minnesota Vikings. As provided in the Development Agreement, the MSFA may name “Authority Representatives” to the SDC Group by providing written notice to the Vikings. At the July 2017 meeting, you appointed Chiar Vekich as one of the Authority’s Representatives. It is requested that the MSFA name James Farstad, interim Executive Director as an MSFA SDC Group representative.

Recommended Motion: *The Minnesota Sports Facilities Authority appoints Interim Executive Director, James Farstad, as an Authority Representative to the SDC Group, effective January 19, 2017, and authorizes the Executive Director to provide written notice of this appointment to the Minnesota Vikings.*



EXHIBIT C

MEMORANDUM

DATE: January 19, 2018

TO: MSFA Commissioners

FROM: James Farstad and Mary Fox-Stroman

SUBJECT: 2018 Pay Equity Reports

The Minnesota Legislature in 1982 passed the Minnesota State Government Pay Equity Act. This act provides a process to establish equitable compensation relationships between female-dominated, male-dominated, and balanced job classes of employees. Compensation relationships are equitable when the primary consideration in negotiating, establishing, recommending and approving total compensation is the comparability of the value of the work in relation to other positions (Minn. Stat. Sec. 43A.01).

Minnesota Management and Budget (MMB) developed a software program that local units of government are required to use for pay equity compliance analysis, testing, and reporting. One of the tests, the statistical analysis test, compares salary data to determine if female-dominated job classes are paid consistently below male-dominated job classes of comparable work value (job points). The results of this test are not available because the MSFA has only one male job class and the system requires three or more male job classes to perform the statistical analysis. Therefore the Alternative Analysis Test was used to determine compliance.

The Alternative Analysis Test is a manual review of job data to determine if there is a compensation disadvantage for at least 80% of female job classes as compared to male job classes, and if compensation differences can be accounted for by years of service or performance. MSFA job data as of December 31, 2017 were reviewed and compensation disadvantages were not found. The Salary Range Test and the Exceptional Service Pay Test are not applicable for MSFA compliance testing.

MSFA's 2018 Pay Equity Implementation Report and Compliance Report are attached.

Recommended Motion: *The MSFA approves the 2018 Pay Equity Implementation Report and the Compliance Report.*

*** DRAFT COPY ***

Part A: Jurisdiction Identification

Jurisdiction: Minnesota Sports Facilities Authority
1005 Fourth Street South

Jurisdiction Type: Other

Minneapolis MN 55415

Contact: Mary Fox-Stroman

Phone: (612) 335-3311

E-Mail: mary.fox-stroman@msfa.com

Part B: Official Verification

1. The job evaluation system used measured skill, effort responsibility and working conditions and the same system was used for all classes of employees.

The system used was: State Job Match

Description:

2. Health Insurance benefits for male and female classes of comparable value have been evaluated and:

There is no difference and female classes are not at a disadvantage.

3. An official notice has been posted at:

Minnesota Sports Facilities Authority office

(prominent location)

informing employees that the Pay Equity Implementation Report has been filed and is available to employees upon request. A copy of the notice has been sent to each exclusive representative, if any, and also to the public library.

The report was approved by:

Minnesota Sports Facilities Authority

(governing body)

(chief elected official)

Chair

(title)

Part C: Total Payroll

\$648,526.00

is the annual payroll for the calendar year just ended December 31.

Checking this box indicates the following:

- signature of chief elected official
- approval by governing body
- all information is complete and accurate, and
- all employees over which the jurisdiction has final budgetary authority are included

Date Submitted:

Compliance Report

Jurisdiction: Minnesota Sports Facilities Authority
1005 Fourth Street South

Report Year: 2018
Case: 1 - 2018 DATA (Private (Jur Only))

Minneapolis MN 55415

Contact: Mary Fox-Stroman

Phone: (612) 335-3311

E-Mail: mary.fox-stroman@msfa.com

The statistical analysis, salary range and exceptional service pay test results are shown below. Part I is general information from your pay equity report data. Parts II, III and IV give you the test results.

For more detail on each test, refer to the Guide to Pay Equity Compliance and Computer Reports.

I. GENERAL JOB CLASS INFORMATION

	Male Classes	Female Classes	Balanced Classes	All Job Classes
# Job Classes	1	4	0	5
# Employees	1	4	0	5
Avg. Max Monthly Pay per employee	13,778.00	7,635.75		8,864.20

II. STATISTICAL ANALYSIS TEST

A. Underpayment Ratio = 0.00 *

	Male Classes	Female Classes
a. # At or above Predicted Pay	1	4
b. # Below Predicted Pay	0	0
c. TOTAL	1	4
d. % Below Predicted Pay (b divided by c = d)	0.00	0.00

*(Result is % of male classes below predicted pay divided by % of female classes below predicted pay.)

B. T-test Results

Degrees of Freedom (DF) = 3	Value of T = 0.000
-----------------------------	--------------------

a. Avg. diff. in pay from predicted pay for male jobs = \$0

b. Avg. diff. in pay from predicted pay for female jobs = \$0

III. SALARY RANGE TEST = 0.00 (Result is A divided by B)

A. Avg. # of years to max salary for male jobs = 0.00

B. Avg. # of years to max salary for female jobs = 0.00

IV. EXCEPTIONAL SERVICE PAY TEST = 0.00 (Result is B divided by A)

A. % of male classes receiving ESP 0.00 *

B. % of female classes receiving ESP 0.00

*(If 20% or less, test result will be 0.00)



EXHIBIT D

MEMORANDUM

DATE: January 19, 2018
TO: MSFA Commissioners
FROM: James Farstad and Mary Fox-Stroman
SUBJECT: Q1 Budget Report – September 30, 2017

Attached are two budget reports. First, is the Q1 budget report for the period ending September 30, 2017 for the operating account, capital reserve account, and concession capital reserve account. Second, is the project-to-date budget report for U.S. Bank Stadium project trust account from project inception through September 30, 2017.

Operating Account

The operating account is used to account for the Authority's operations including SMG's operation of U. S. Bank Stadium. Following is a summary of the first quarter operating account activities.

Operating revenues	\$ 15,200,751
Operating expenses	<u>(\$13,978,575)</u>
Operating income	\$ 1,222,176
Net nonoperating revenues/(expenses)	<u>\$ 61,561</u>
Change in account balance	\$ 1,283,737
Beginning account balance	<u>\$ 6,170,730</u>
Ending account balance	<u>\$ 7,454,467</u>

Capital Reserve Account

The capital reserve account is used to account for capital improvements at the stadium. Following is a summary of the first quarter capital reserve account activities:

Capital reserve revenues	\$ 776,824
Capital reserve expenses	<u>(\$ 17,007)</u>
Change in account balance	\$ 759,817
Beginning account balance	<u>\$ 4,034,631</u>
Ending account balance	<u>\$ 4,794,448</u>

Concession Capital Reserve Account

The concession capital reserve account is used to account for concession capital improvements at the stadium. Following is a summary of the first quarter concession capital reserve account activities:

Concession capital reserve revenues	\$ 327,332
Concession capital reserve expenses	<u>(\$ 272)</u>
Change in account balance	\$ 327,060
Beginning account balance	<u>\$ 711,080</u>
Ending account balance	<u>\$1,038,140</u>

U.S. Bank Stadium Project Trust Account

The project trust account was established to account for construction of U.S. Bank Stadium. The attached budget report includes the project budget, actual revenues and expenses from 2012 to 2017 and for Q1 fiscal year 2017-2018. Following is a summary of the first quarter project trust account activities:

Revenues	\$291,668
Expenses	<u>(\$291,668)</u>
Net Income	\$ -
Nonoperating revenues-SBL sales revenues	\$292,454
Nonoperating expenses-SBL expenses	<u>(\$292,454)</u>
Change in account balance	\$ -
Beginning account balance	<u>\$ 6,987</u>
Ending account balance	<u>\$ 6,987</u>

MINNESOTA SPORTS FACILITIES AUTHORITY
 Budget Report for Fiscal Year 2017-2018
 Operating Account, Capital Reserve Account, Concession Capital Reserve Account
 Q1 - July 1, 2017 to September 30, 2017

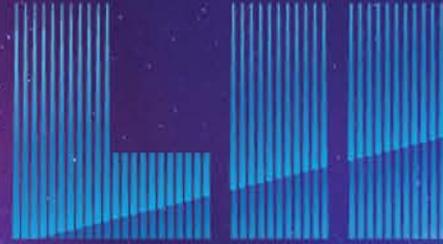
	Annual Budget	Q1 Actual
Operating Account		
Operating Revenues:		
Stadium Operating Revenues:		
State of Minnesota Operating Revenues	\$ 6,198,387	\$ 1,524,597
Minnesota Vikings Operating Revenues	\$ 8,755,000	\$ 2,188,749
Revenues from Stadium Operations	\$ 24,198,063	\$ 11,393,264
Miscellaneous Revenues	\$ 51,679	\$ 94,141
Total Operating Revenues	<u>\$ 39,203,129</u>	<u>\$ 15,200,751</u>
Operating Expenses:		
Personal Services	\$ 912,400	\$ 176,314
Professional Services	\$ 2,049,837	\$ 389,164
Supplies and Network Administration and Support	\$ 219,000	\$ 63,774
Stadium Contractual Commitments and Leases	\$ 789,231	\$ 296,883
Insurance	\$ 216,200	\$ 166,667
NFL Reimbursement for Sales Tax Exemption	\$ 1,600,000	\$ -
Super Bowl LII	\$ 1,000,000	\$ -
Miscellaneous	\$ 455,124	\$ 302,898
Expenses from Stadium Operations	\$ 31,203,276	\$ 12,582,875
Total Operating Expenses	<u>\$ 38,445,068</u>	<u>\$ 13,978,575</u>
Operating Income	<u>\$ 758,061</u>	<u>\$ 1,222,176</u>
Nonoperating Revenues/(Expenses):		
Investment Earnings	\$ 30,000	\$ 9,668
Taxes-State of Minnesota	\$ 1,859,793	\$ -
Commemorative Brick revenues	\$ -	\$ 387,850
Commemorative Brick expenses	\$ -	\$ (184,850)
Stadium project expenses	\$ -	\$ (151,107)
Total Nonoperating Revenues	<u>\$ 1,889,793</u>	<u>\$ 61,561</u>
Net Income before Transfers	<u>\$ 2,647,854</u>	<u>\$ 1,283,737</u>
Transfers:		
Transfer to Capital Reserve Account	\$ (1,400,000)	\$ -
Change in Account Balance	<u>\$ 1,247,854</u>	<u>\$ 1,283,737</u>
Beginning Operating Account Balance	<u>\$ 6,170,730</u>	<u>\$ 6,170,730</u>
Ending Operating Account Balance	<u>\$ 7,418,584</u>	<u>\$ 7,454,467</u>
Capital Reserve Account		
Revenues:		
Minnesota Vikings Capital Revenues	\$ 1,591,350	\$ 389,425
State of Minnesota Capital Revenues	\$ 1,549,597	\$ 387,399
Total Revenues	<u>\$ 3,140,947</u>	<u>\$ 776,824</u>
Capital Expenses:		
Capital Expenses:	\$ 5,125,195	\$ 17,007
Total Capital Expenses	<u>\$ 5,125,195</u>	<u>\$ 17,007</u>
Net Income before Transfers	<u>\$ (1,984,248)</u>	<u>\$ 759,817</u>
Transfers:		
Transfer from Operating Account	\$ 1,400,000	\$ -
Transfer to Concession Capital Reserve Account	\$ (1,700,000)	\$ -
Total Transfers	<u>\$ (300,000)</u>	<u>\$ -</u>
Change in Account Balance	<u>\$ (2,284,248)</u>	<u>\$ 759,817</u>
Beginning Capital Reserve Account Balance	<u>\$ 4,034,631</u>	<u>\$ 4,034,631</u>
Ending Capital Reserve Account Balance	<u>\$ 1,750,383</u>	<u>\$ 4,794,448</u>
Concession Capital Reserve Account		
Revenues:		
Concession Capital Reserve Revenues (2.5%)	\$ 850,000	\$ 327,332
Total Revenues	<u>\$ 850,000</u>	<u>\$ 327,332</u>
Capital Expenses:		
Capital Expenses:	\$ 2,078,000	\$ 272
Total Capital Expenses	<u>\$ 2,078,000</u>	<u>\$ 272</u>
Net Income/(Loss) before Transfers	<u>\$ (1,228,000)</u>	<u>\$ 327,060</u>
Transfers:		
Transfer from Capital Reserve Account	\$ 1,700,000	\$ -
Change in Account Balance	<u>\$ 472,000</u>	<u>\$ 327,060</u>
Beginning Concession Capital Reserve Account Balance	<u>\$ 711,080</u>	<u>\$ 711,080</u>
Ending Concession Capital Reserve Account Balance	<u>\$ 1,183,080</u>	<u>\$ 1,038,140</u>

MINNESOTA SPORTS FACILITIES AUTHORITY
 BUDGET REPORT - PROJECT-TO-DATE
 U.S. BANK STADIUM PROJECT - TRUST ACCOUNT
 STATEMENT OF REVENUES, EXPENSES AND CHANGES IN ACCOUNT BALANCE

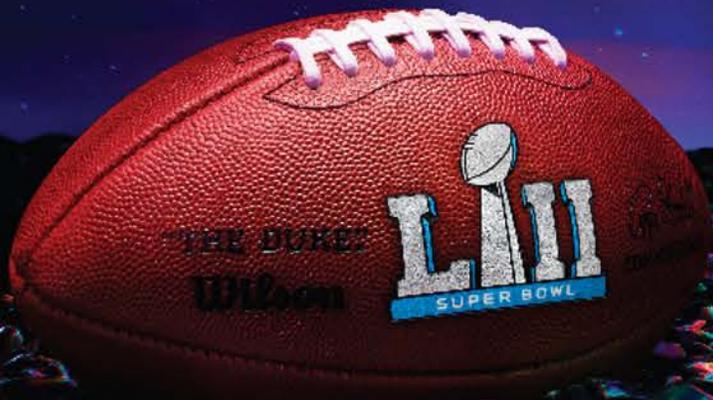
	Project Budget	2012		2013		2014		2015		18-Month Actual		Q1-2018 Actual		Total Project-to-Date
		08/01/12-12/31/12	Actual	1/1/13-12/31/13	Actual	1/1/14-12/31/14	Actual	1/1/15-12/31/15	1/1/16-6/30/17	Actual	7/1/17-9/30/17	Actual		
Revenues														
Miscellaneous Revenues														
Non-Operating Contributions		\$ -	\$ 833,181	\$ 588,346	\$ 6,328,588	\$ 1,145,445	\$ 9,105,852	\$ 291,668	\$ 18,293,080					
			833,181	588,346	6,328,588	1,145,445	9,105,852	291,668	18,293,080					
Expenses														
Miscellaneous Expenses														
Noncapitalizable project expenses														
Capital improvement expenses-U.S. Bank Stadium Project*			833,181	588,346	6,315,692	1,169,692	9,555,450	296,895	18,759,256					
Site Acquisition & Improvements				751,515	19,778,489	6,045,323	53,190,982							
Construction Costs		59,295,878	-	15,902,234	274,863,786	441,952,844	163,667,866	896,386,730						
Furnishings, Fixtures & Equipment		909,624,795	-	-	-	13,580,888	51,912,633	65,493,521						
Development Costs		67,239,818	-	-	-	13,318,815	7,373,847	71,522,293						
Other Project Costs		87,438,280	2,546,938	24,355,589	23,927,104	14,170	99,123	113,293						
Project Contingency		7,274,320	-	-	-	-	-	-						
Earnest deposit on Downtown East Parking Garage		974,328	-	-	(855,000)	-	-	-						
Prepaid project insurance		-	-	10,649,497	317,895	(24,247)	(5,227)	10,937,918						
			3,380,119	53,102,181	331,185,132	489,790,651	238,654,242	291,668	1,116,403,993					
Subtotal expenses	1,131,847,419	3,380,119	53,102,181	331,185,132	489,790,651	(24,247)	238,654,242	291,668	1,116,403,993					
Operating income/(loss)	(1,131,847,419)	(2,546,938)	(52,513,835)	(324,856,544)	(488,645,206)	(229,548,390)	-	-	(1,098,110,913)					
Nonoperating revenues/(expenses):														
Interest					2,882	219	3,886	6,987						
SBL sales revenues					5,564,687	6,483,069	6,271,723	292,454	22,038,719					
SBL expenses					(3,426,786)	(6,483,069)	(6,271,723)	(292,454)	(22,038,719)					
Subtotal nonoperating revenues/(expenses)					2,882	219	3,886	-	6,987					
Capital Contribution*														
	1,131,847,419	2,546,938	52,513,835	324,869,440	488,645,206	228,299,089	1,096,874,508							
Operating Transfer From/(To):														
Operating transfer from Operating account					1,523	-	1,985,405	1,986,928						
Operating transfer to Operating account					(14,419)	-	(736,104)	(750,523)						
Subtotal operating transfer from/(to)					(12,896)	-	1,249,301	1,236,405						
Change in Account Balance					2,882	219	3,886	6,987						
Beginning Account Balance					-	2,882	3,101	6,987						
Ending Account Balance	\$ -	\$ -	\$ -	\$ 2,882	\$ 3,101	\$ 6,987	\$ 6,987	\$ 6,987	\$ 6,987					

EXHIBIT E

SUPER BOWL



MINNESOTA





Perimeter/Exterior

Overview of perimeter as of 1/19/18

- ∥ Perimeter that you see around the stadium today will remain as is until Sunday, January 28.
- ∥ Monday, January 29 through Sunday, February 4 will be Super Bowl LII Game Day perimeter.
- ∥ Metro Transit will stop dropping off at U.S. Bank Stadium Station after 6:30pm on Friday, February 2.

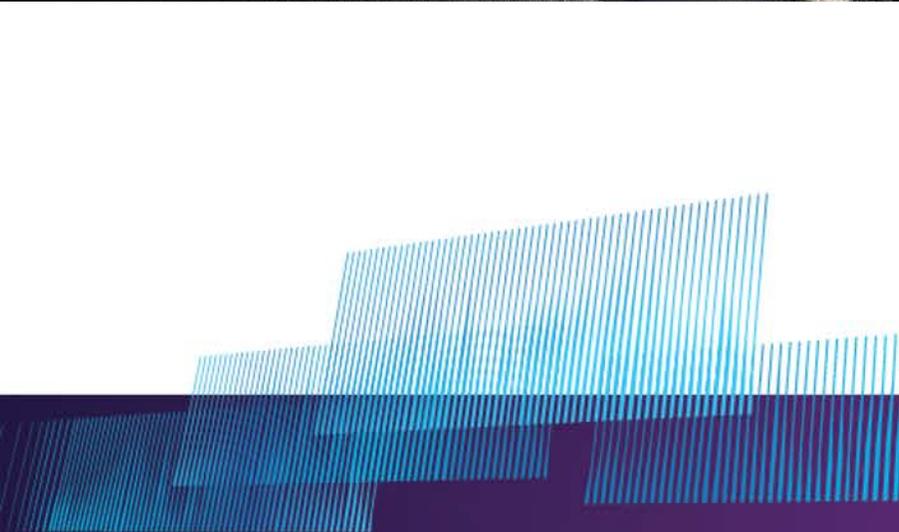
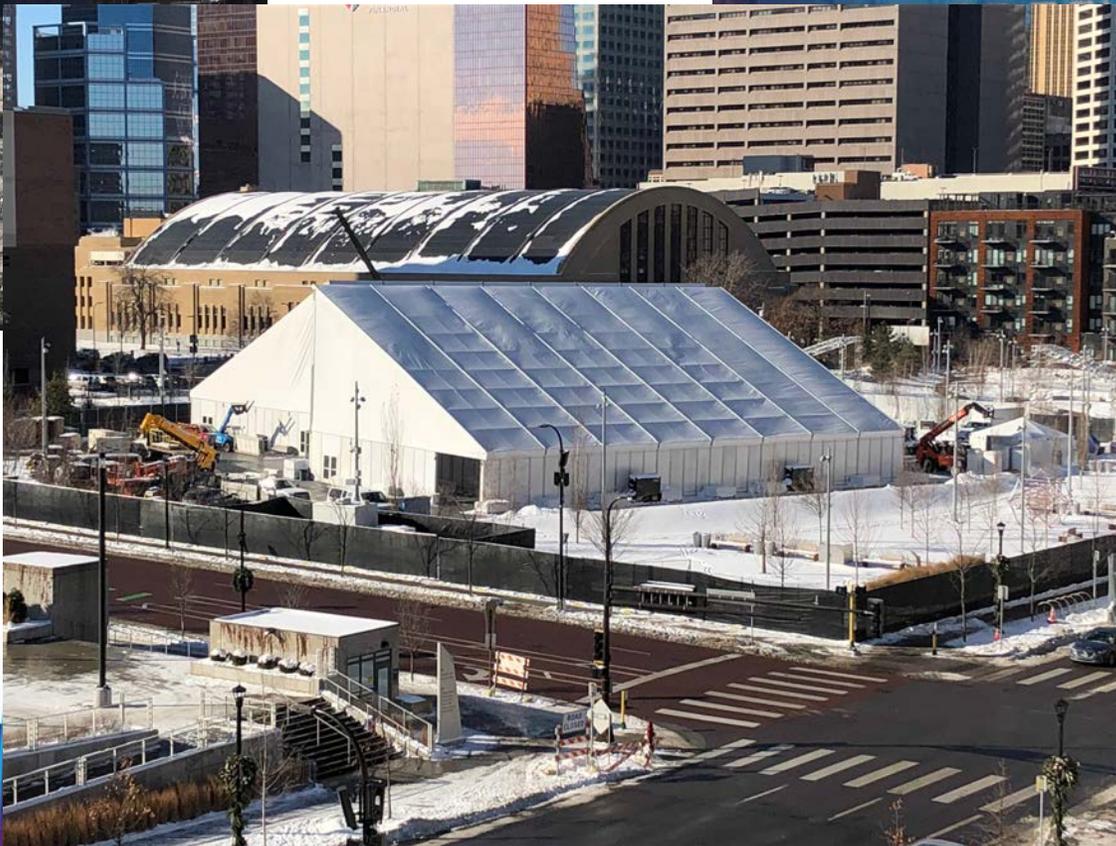
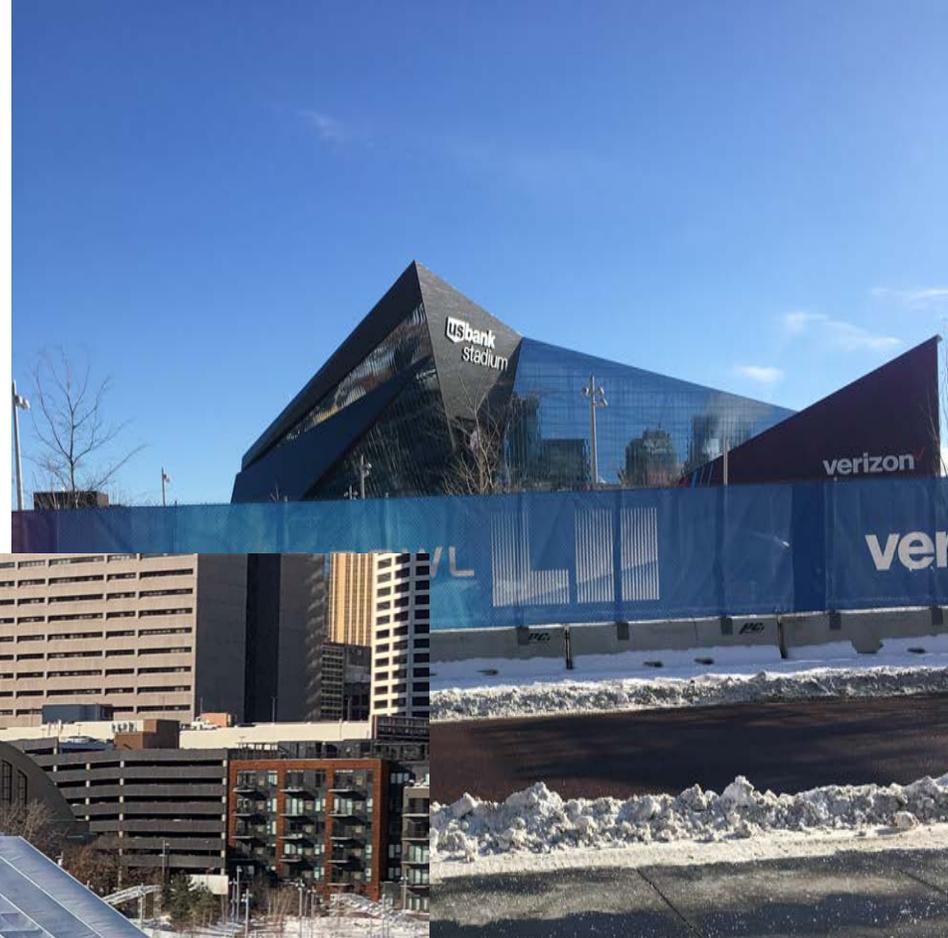
Stadium Parking Lot Build-Out

- ▮ NBC Broadcast Compound and International Broadcast Compound (511 Bldg.)



Operational Compounds





BALL LEAGUE





FLEET FARM PARKING GARAGE

SUPER BOWL LII

Super Bowl LII
Skyway Signage

Stadium Guest Entries and Arrivals





Stadium Interior

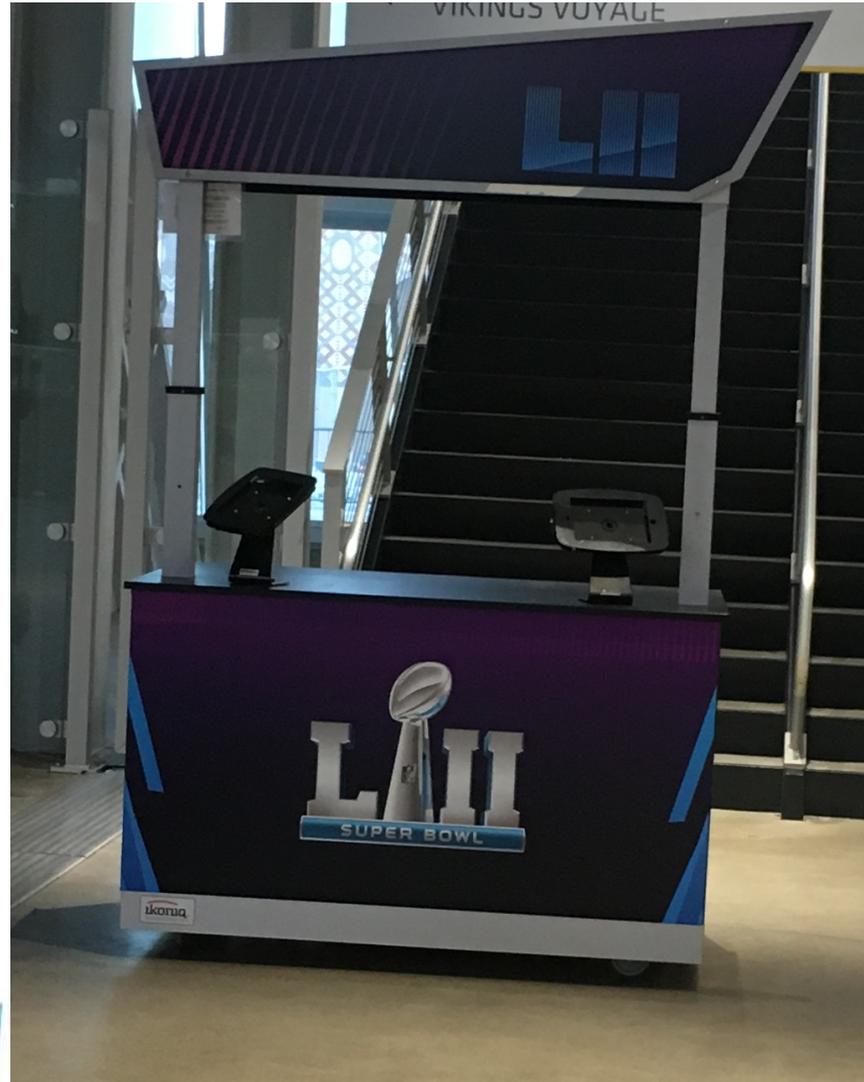
Construction

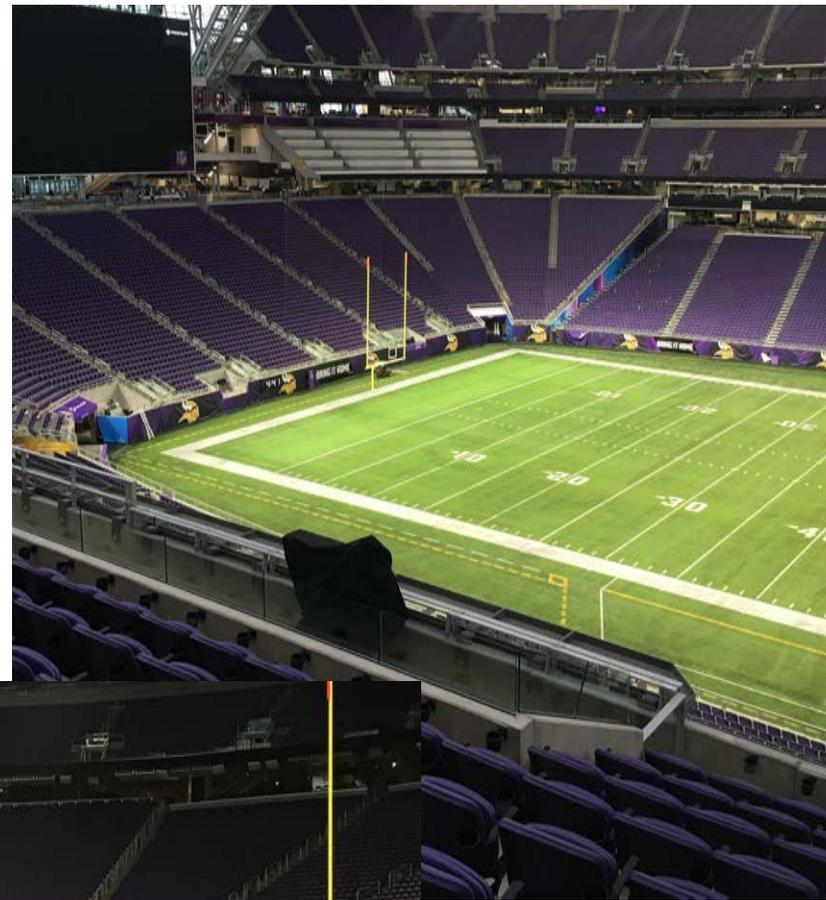
- Construction workers from Thor Construction prepare for a busy day at the Stadium.
- Seat build-out work is underway and will continue through the rest of the month



Signage

- Super Bowl LII Signage has begun throughout the stadium
- Adding special event related signage throughout the facility and exterior gives guests and fans a sense of place and time – Super Bowl LII signage makes the game feel that much more special for everyone!

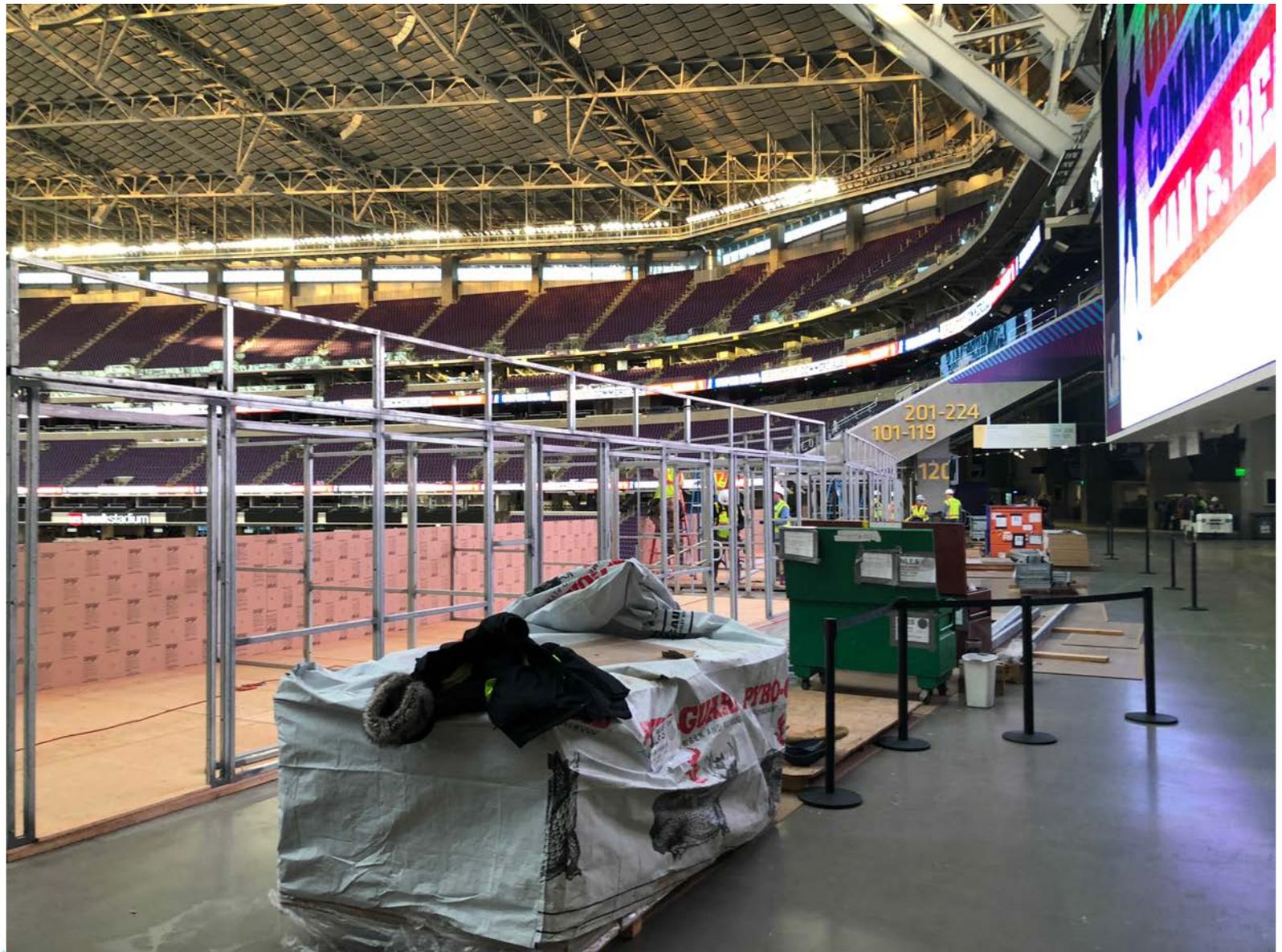




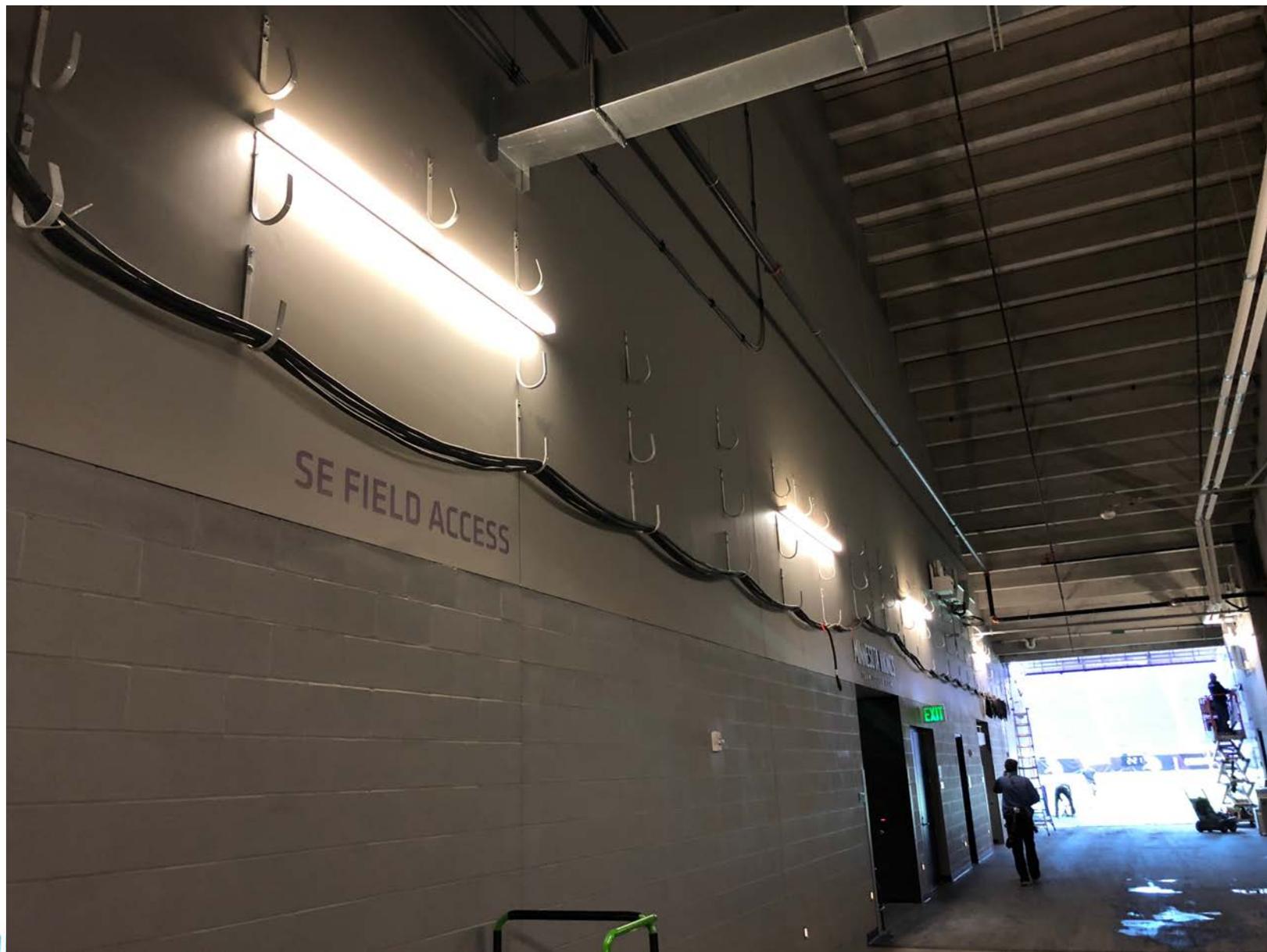
NATIONAL FOOTBALL LEAGUE



» One of several network booths being built out for the large number of media the Super Bowl attracts!



\\ Cable Trays for the many miles of fiber!





Employee and Fan Engagement

Employee Training

- \\ NFL Fans First! Training program – All Employees participate in this training
 - \\ Employees get the opportunity to hear from their managers what Game Day will be like
 - \\ Learn about the different rewards and recognition programs for the employees

Game Day Employee Training

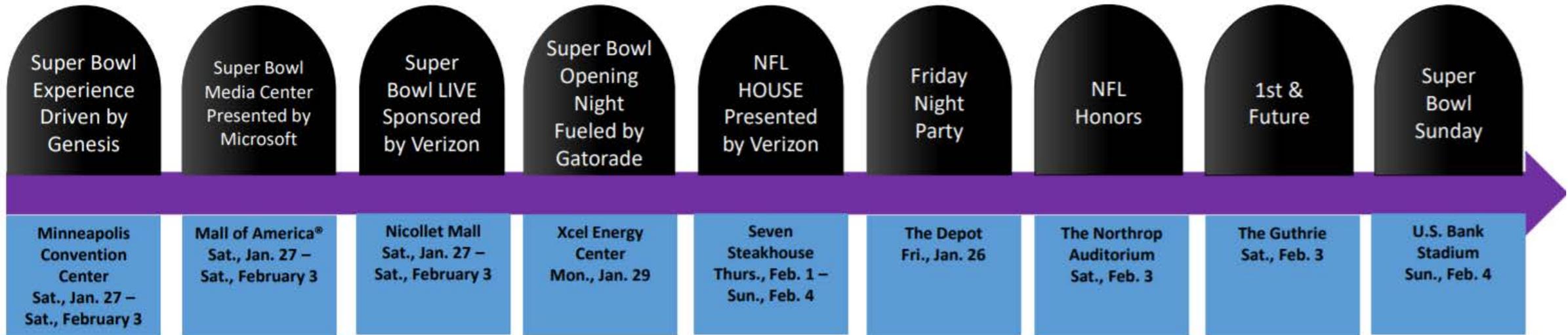


Game Day Employees

- Employee Check-point on Game Day is at First Covenant Church – it will also be used by staff working on the exterior for a warming zone and meal area
- All Stadium staff, vendors, and contractors have completed the NFL's credentialing process for Super Bowl LII



Super Bowl LII Events Overview



Super Bowl Experience

- Super Bowl Experience is a ticketed event, that is open to the public
- **Ticket Prices**
 - Adults (\$35.00)
 - Kids (\$25.00)
 - SBXtra (\$55.00 for Adults and Kids)
- **Ways to Purchase Tickets**
 - Box Office in MCC Room 102
 - Super Bowl LII app
 - Mobile Tickets via Ticketmaster online
 - Via Ticketmaster.com and Print at Home
- **SBXtra**
 - Allows guests to cut in line for all games
 - Guests will have one opportunity to cut in line for Autograph Stage and Vince Lombardi Photo Opportunity
 - Can be purchased online or at MCC

Super Bowl Experience Hours of Operation

- **Saturday January 27, 2018:** 10:00am-10:00pm
- **Sunday January 28, 2018:** 10:00am-8:00pm
- **Monday January 29, 2018:** 3:00pm-8:00pm
- **Tuesday January 30, 2018:** 3:00pm-8:00pm
- **Wednesday January 31, 2018:** 3:00pm-10:00pm
- **Thursday February 1, 2018:** 10:00am-10:00pm
- **Friday February 2, 2018:** 10:00am-10:00pm
- **Saturday February 3, 2018:** 10:00am-8:00pm
- **Sunday February 4, 2018:** CLOSED

Additional Super Bowl LII Information

- ∥ MN Super Bowl Host Committee Website is a great resource for all your Super Bowl LII related questions!
 - ∥ <https://www.mnsuperbowl.com/>
- ∥ Know Before You Go – complete transportation guide to Super Bowl LII
 - ∥ <https://www.mnsuperbowl.com/media/document/1/sbknowbeforeyougo.pdf?inline=true>

Dressing for the Elements!

DRESSING FOR THE ELEMENTS

40°F to 60°F

- 1-2 layers
- long layer
- outer layer to keep out wind, rain
- warm shoes water proof

20°F to 40°F

- 2-3 layers
- gloves
- warm hat
- outer layer to keep out wind, wet snow
- boots water proof
- 1-2 layers

colder than 20°F

- 3+ layers 1 insulating
- gloves
- warm hat
- face mask
- outer layer to keep out wind
- boots water proof
- 2+ layers

 weather.gov/safety

