



MINNESOTA SPORTS FACILITIES AUTHORITY MEETING AGENDA
Thursday, April 21, 2022, 8:00 A.M.
U.S. Bank Stadium Medtronic Club
401 Chicago Avenue, Minneapolis, MN 55415

1. CALL TO ORDER
2. APPROVAL OF PRIOR MEETING MINUTES – March 17, 2022
3. BUSINESS
 - a. **Action Items**
 - i. Approve Assignment and Amendment Agreement between Intel Corporation and National Football League*
 - ii. Approve First Amendment to Trade Contract Agreement with Alpha Video and Audio, Inc. for content management system project*
 - b. Reports
 - i. Q2 - 2021-2022 Budget Report - December 31, 2021
 - ii. U.S. Bank Stadium Updates
 - a. ASM Global – John Drum
 - b. Aramark – Jen Freeman
 - iii. Minnesota Vikings Update – Lester Bagley
4. PUBLIC COMMENTS
5. DISCUSSION
6. ANNOUNCEMENT OF NEXT MEETING – May 19, 2022, at Mill City Museum
7. ADJOURNMENT

***Items in bold require action**



**MINNESOTA
SPORTS FACILITIES
AUTHORITY**

MINNESOTA SPORTS FACILITIES AUTHORITY
Meeting Minutes – March 17, 2022, 8:00 A.M.
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 8:00 A.M.

2. **ROLL CALL**

Commissioners present: Chair Michael Vekich, Angela Burns Finney, Bill McCarthy, and Tony Sertich.

Commissioners absent: Sharon Sayles Belton.

3. **APPROVAL OF MEETING MINUTES – February 17, 2022.** See, Exhibit A.

4. **BUSINESS**

a. **Action Items**

i. Approval of 2021-2022 Concession Capital Reserve Budget Amendment #3

Ms. Fox-Stroman, Director of Finance for the MSFA, stated that on June 17, 2021, the Authority approved the 2021-2022 Concession Capital Reserve Account Budget and Plan and the original expense budget was \$175,363. She mentioned the budget had been amended twice and the revised expense budget was \$493,537. She also mentioned that Aramark Sports & Entertainment recommended updates to the concession capital plan that would improve their catering and concessions operations and service delivery in the clubs. Their suggested changes included modifications to the finish kitchens in the Little Six Club and FMP Club. The revised Concession Capital Reserve plan includes 11 projects for

a total budget of \$609,260. Staff recommended that the budget be increased by \$115,723 for a total expense budget of \$609,260. *See, Exhibit B.*

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

The Minnesota Sports Facilities Authority approves an increase of \$115,723 to the 2021-2022 Concession Capital Reserve Expense Budget, for a total Concession Capital Reserve Expense Budget of \$609,260.

ii. Approval of Gephart Electric Company Contract Amendment for Digital Video Recording Upgrade

Ms. Fox-Stroman, Director of Finance for the MSFA, stated that the MSFA had approved the contract with Gephart Electric Company for \$284,880 for procurement and installation of an Avigilon video surveillance server and the Avigilon failover licenses. She mentioned that during installation of the equipment it was determined that additional electrical power was needed for the Data Center rack, IP addresses needed to be programmed into the security cameras, and transceivers needed to be installed. Gephart proposed to complete this additional work for \$13,526, for a total contract amount of \$298,406. *See, Exhibit C.*

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

The Minnesota Sports Facilities Authority authorizes the Chair and Executive Director to enter into a contract amendment with Gephart Electric Company in the amount of \$13,526 for a total contract amount of \$298,406.

b. Report Items

- i. Stadium Updates
ASM Global

John Drum, General Manager of U.S. Bank Stadium, provided the MSFA board with a quick update on stadium events. He said that the Monster Jam events and the Super Cross event went well and that guests really enjoyed the shows. He stated that the first gala event returned to the stadium and that more events are returning to the stadium and several businesses are attracted to the stadium for hosting events. Mr. Drum mentioned that college baseball games has been the focus for March 2022 as 75 games were played by the University of Minnesota, local colleges, and colleges from surrounding states. Looking ahead Mr. Drum said that the RV Show opens today at 10am and it runs through Sunday. He informed the MSFA that Eric Church concert tickets went on sale last Friday and ticket sales were very strong. Lastly, he mentioned that ASM Global recently announced that they are now managing four venues in Minnesota, one in Bemidji, one in Rochester, and the two in Minneapolis - the Target Center and U.S. Bank Stadium.

Aramark Sports & Entertainment

Jen Freeman, General Manager of Aramark, provided a brief update on the Concessions and Catering Operations at U.S. Bank Stadium. Aramark has been busy during the month of March 2022 with so many baseball games. She said they are looking forward to the RV Show that starts today. Ms Freeman said they will be busy during the month of May 2022 with a full calendar of catering events. Their recent focus has been on development of new culinary menu items. The chefs have been creating new recipes and testing new items with their managers. Aramark recently had an operational “recap” with clients and partners as they look for improvement opportunities and changes for future events. Aramark has also been working with the Minnesota Vikings and their new food and beverage partners for the upcoming season. She said there is a lot of hype for their new products. Lastly, Ms Freeman mentioned that they are recruiting for new employees at local colleges, and they have been developing plans for supply chain issues to ensure that deliveries are not delayed. Ms Freeman closed her discussion with her comment that everyone is excited for the busy concert schedule in August 2022.

5. **PUBLIC COMMENTS**

There were no public comments.

6. **DISCUSSION**

There was no discussion.

7. **MOTION TO CLOSE MEETING**

Chair Vekich asked the Commissioners for a motion to close the meeting pursuant to Minnesota Statutes section 13D.05, subdivision 2 (b) and 3(b), to discuss attorney-client privileged information matters regarding a personnel matter. Commissioner Burns Finney moved and Commissioner Sertich seconded the motion, which was unanimously adopted.

The meeting was closed at 8:14 A.M.

Individuals present at the closed meeting: Chair Michael Vekich, Commissioner Burns Finney, Commissioner McCarthy, Commissioner Sertich, and Jay Lindgren.

Commissioner absent at the closed meeting: Sharon Sayles Belton

8. **MOTION TO OPEN MEETING**

Commissioner McCarthy moved to open the meeting and Commissioner Burns Finney seconded the motion, which was unanimously adopted.

The meeting was opened at 8:49 A.M.

Chair Vekich read the following statement regarding the MSFA's Closed Session:

"Commissioners and Authority stakeholders. As you know, the Authority just completed a closed session to address a pending personnel matter. We have unanimously approved an employee-requested separation agreement for our project coordinator.

The Minnesota Sports Facilities Authority exists to protect the interests of the State of Minnesota and Minnesotans. The Commissioners and Authority staff take this role very seriously and we did so with every aspect of this matter.

The Authority encourages employees to report instances of discrimination, retaliation, harassment or other potentially illegal or inappropriate behavior, and maintains an open-door policy with leadership. Further, our personnel policies strictly prohibit discrimination, harassment and other illegal or inappropriate behavior and prohibit retaliation for raising complaints or concerns.

On December 15, 2021, our project coordinator Elizabeth Proeitz, submitted a grievance to the Authority asserting gender discrimination and inappropriate communications by the Authority's executive director, James Farstad, as well as concerns about potentially harassing communications.

The Authority immediately responded and engaged a well-respected and neutral attorney, Sheila Engelmeier, with broad experience in such matters, to conduct an independent third-party investigation into the concerns raised.

After an extensive investigation and assessment of the situation, the investigator and her team determined they did not find that there had been intentional discrimination or an actionable harassment.

The investigation did, however, conclude the executive director had engaged in multiple corroborated instances of unprofessional communications demonstrating unconscious gender-based bias. To be clear, these were instances of unprofessional verbal communications.

On February 25, Ms. Proeitz requested a separation package. The Authority acknowledged the courage it took to raise her concerns and today made the collective decision to approve a separation agreement for her.

The total gross amount of the agreement is \$110,000 (less applicable withholdings and deductions) and will be paid in accordance with the Authority's normal payroll procedures. This is roughly equivalent to a year's salary and benefits. The corresponding agreement is public information.

The investigator did not recommend the executive director's termination, he took responsibility for his actions, expressed remorse, and signed an agreement expressing his willingness to improve. However, Mr. Farstad informed us on Monday (March 14) of his retirement.

Today, I will be asking the Authority to appoint Mary Fox-Stroman, our director of finance, as interim executive director effective immediately."

Chair Vekich made the following motion, I move to authorize the Chair, Executive Director, and legal counsel to take actions consistent with the discussion during the closed meeting.

Commissioner Sertich moved and Commissioner Burns Finney seconded the motion, which was unanimously adopted.

Chair Vekich then stated “Without objection, I am going to modify the agenda regarding appointment of an Interim Executive Director.

Chair Vekich made the following motion, I move to appoint Mary Fox-Stroman as Interim Executive Director and to exercise all authority given to the Executive Director at an annual salary of \$174,500 during the interim period.

Commissioner Burns Finney moved and Commissioner Sertich seconded the motion, which was unanimously adopted.

9. **ANNOUNCEMENT OF NEXT MEETING**

Chair Vekich announced that the next MSFA meeting will be held on Thursday April 21, 2022, at U.S. Bank Stadium in the Medtronic Club.

10. **ADJOURNMENT**

There being no further business to come before the MSFA, the meeting was adjourned at 8:54 A.M.

Approved and adopted the 21st day of April 2022, by the Minnesota Sports Facilities Authority.

Angela Burns Finney, Secretary/Treasurer

Mary Fox-Stroman, Interim Executive Director



MEMORANDUM

To: MSFA Commissioners

From: Jay Lindgren, General Counsel

Date: April 21, 2022

Subject: Assignment of Intel License Agreement

In August 2019, the MSFA entered into a license agreement allowing Intel Corporation to install, operate and maintain within the Stadium certain equipment, wiring and cabling for the Intel 360 volumetric “True View” replay system. Intel has requested that all rights and obligations under that license be transferred to the NFL. It is our understanding that the operation of this system throughout NFL venues is being transferred from Intel to the NFL. The NFL has requested that the assigned license term run through December 31, 2023, to allow the NFL to run a pilot program on use of the system during NFL games. At that time, the license will need to be renewed and renegotiated with the NFL, or the equipment will need to be removed from the Stadium. Intel has been responsible for a \$27,650 annual license fee. That fee is eliminated in this agreement. Any corresponding costs are to now be included in Team game day costs. ASM has advised that this will not have a negative impact on MSFA funds.

Recommended Motion: *The Chair and Interim Executive Director are authorized to negotiate, finalize and execute an Assignment and Amendment Agreement among Intel, the NFL and the Authority.*



MEMORANDUM

TO: MSFA Commissioners

FROM: Mary Fox-Stroman, Interim Executive Director

DATE: April 21, 2022

SUBJECT: Approve First Amendment to Trade Contract Agreement with Alpha Video and Audio, Inc. for the content management system project

On January 12, 2022, the Authority executed a trade contract agreement with Alpha Video and Audio, Inc. (Alpha Video) for the content management system project for \$697,034.56. The content management system is the engine of all LED display boards in the stadium, and it drives all the content and graphics that are shown on the displays during Minnesota Vikings' games, concerts, and other major stadium events.

Recently, Alpha Video identified a need for additional labor and equipment to improve the scheduling and management of the graphics software for the Prow and Vikings Ship's Sail displays and to address the redundancy factor for the LED displays throughout the building. The proposed contract amendment is \$19,432.42 for this additional work, and this would increase the total contract amount to \$716,466.98.

The capital reserve budget for this project is \$850,000.00.

Recommended Motion: *The MSFA authorizes the Chair and Interim Executive Director to execute the First Amendment to the Trade Contract Agreement with Alpha Video and Audio, Inc. for the content management system project for \$19,432.42, and the total contract amount would be increased to \$716,466.98.*



Q2 - 2021 – 2022 BUDGET REPORT

July 1, 2021 – December 31, 2021

PERFORMANCE AT A GLANCE

2021-2022 BUDGET VIEW

July 1, 2021 – December 31, 2021

OPERATING ACCOUNT – is used to account for the MSFA’s operations including ASM Global’s operation of U.S. Bank Stadium.

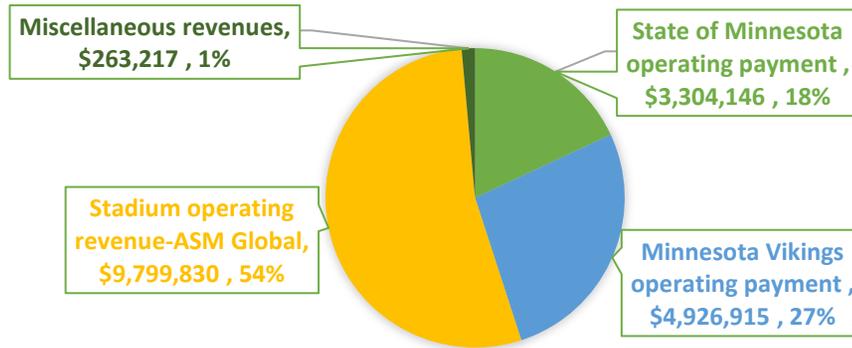
<u>ACTUAL REVENUES-YTD</u>	<u>ANNUAL BUDGET REVENUES</u>	<u>VARIANCE OVER/(UNDER)</u>
\$18.3m	\$31.0m	(\$12.7m)

<u>ACTUAL EXPENSES-YTD</u>	<u>ANNUAL BUDGET EXPENSES</u>	<u>VARIANCE OVER/(UNDER)</u>
\$17.1m	\$28.8m	(\$11.7m)

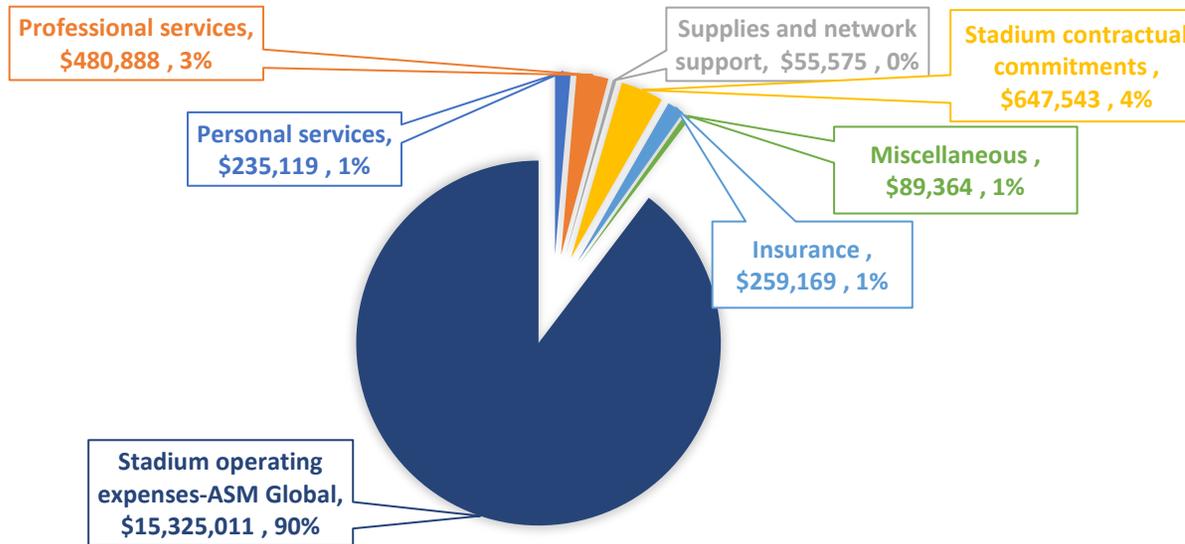


July 1, 2021 – December 31, 2021

OPERATING ACCOUNT REVENUES



OPERATING ACCOUNT EXPENSES



PERFORMANCE AT A GLANCE

2021-2022 BUDGET VIEW

July 1, 2021 – December 31, 2021

CAPITAL RESERVE ACCOUNT – is used to account for the stadium’s capital improvements.

<u>ACTUAL REVENUES-YTD</u>	<u>ANNUAL BUDGET REVENUES</u>	<u>VARIANCE OVER/(UNDER)</u>
\$8.7m	\$7.0m	\$1.7m

<u>ACTUAL EXPENSES-YTD</u>	<u>ANNUAL BUDGET EXPENSES</u>	<u>VARIANCE OVER/(UNDER)</u>
\$2.7m	\$5.8m	(\$3.1m)

PERFORMANCE AT A GLANCE

2021-2022 BUDGET VIEW

July 1, 2021 – December 31, 2021

CONCESSION CAPITAL RESERVE ACCOUNT – is used to account for the stadium’s concession capital improvements.

<u>ACTUAL REVENUES-YTD</u>	<u>ANNUAL BUDGET REVENUES</u>	<u>VARIANCE OVER/(UNDER)</u>
\$.6m	\$.6m	\$ -

<u>ACTUAL EXPENSES-YTD</u>	<u>ANNUAL BUDGET EXPENSES</u>	<u>VARIANCE OVER/(UNDER)</u>
\$.4m	\$.5m	(\$.1m)



MEMORANDUM

TO: MSFA Commissioners

FROM: Mary Fox-Stroman, Interim Executive Director

DATE: April 21, 2022

SUBJECT: Q2 2021-2022 Budget Report as of December 31, 2021

Attached is the Q2 Budgetary Comparison Report for the period from July 1, 2021 through December 31, 2021 for the MSFA’s operating account, capital reserve account, and concession capital reserve account. Following is a high-level summary of the accounts’ activities through the second quarter:

Operating Account

The operating account is used to account for the MSFA’s operations including ASM Global’s operation of U.S. Bank Stadium.

<u>OPERATING ACCOUNT</u>	2021-2022 Budget	2021-2022 Amended Budget	Q2 – Actual 7/01/21-12/31/21
Operating revenues	\$30,990,520	\$30,990,520	\$18,294,108
Operating expenses	(\$28,788,501)	(\$28,788,501)	(\$17,092,669)
Operating income/(loss)	\$2,202,019	\$2,202,019	\$1,201,439
Net nonoperating revenues/(expenses)	\$12,000	\$12,000	(\$24,370)
Transfers	(\$4,000,000)	(\$4,000,000)	- *
Change in Account Balance	(\$1,785,981)	(\$1,785,981)	\$1,177,069
Beginning Operating Account Balance	\$15,366,265	\$15,366,265	\$15,366,265
Ending Operating Account Balance	\$13,580,284	\$13,580,284	\$16,543,334

* Note: The Operating account transfer of \$4,000,000 to the capital reserve account was not completed as of 12/31/21. The transfer is planned to be completed in the fourth quarter.

Capital Reserve Account

The capital reserve account is used to account for the stadium’s capital improvement projects including the exterior repair project.

<u>CAPITAL RESERVE ACCOUNT</u>	2021-2022 Budget	2021-2022 Amended Budget	Q2 – Actual 7/01/21-12/31/21
Capital revenues	\$7,016,681	\$7,016,681	\$8,737,727
Capital expenses	(\$5,850,023)	(\$5,850,023)	(\$2,706,817)
Net income/(loss)	\$1,166,658	\$1,166,658	\$6,030,910
Transfers	\$4,000,000	\$4,000,000	- *
Change in Account Balance	\$5,166,658	\$5,166,658	6,030,910
Beginning Capital Reserve Account Balance	\$10,234,110	\$10,234,110	\$10,234,110
Ending Capital Reserve Account Balance	\$15,400,768	\$15,400,768	\$16,265,020

- Note: The operating account transfer of \$4,000,000 to the capital reserve account was not completed as of 12/31/21. The transfer is planned to be completed in the fourth quarter.

Concession Capital Reserve Account

The concession capital reserve account is used to account for the stadium's concession capital improvement projects.

<u>CONCESSION CAPITAL RESERVE ACCOUNT</u>	2021-2022 Budget	2021-2022 Amended Budget	Q2 – Actual 7/01/21-12/31/21
Concession capital reserve revenues	\$600,000	\$600,000	\$565,032
Concession capital reserve expenses	(\$175,363)	(\$493,537)	(\$351,361)
Net income/(loss)	\$424,637	\$106,463	\$213,671
Transfer	-	-	-
Change in Account Balance	\$424,637	\$106,463	\$213,671
Beginning Concession Capital Reserve Account Balance	\$749,386	\$749,386	\$749,386
Ending Concession Capital Reserve Account Balance	\$1,174,023	\$855,849	\$963,057

SUMMARY OF CASH AND INVESTMENTS

As of December 31, 2021

<u>Description</u>	<u>Amount</u>
Cash and Cash Equivalents:	
U.S. Bank – operating account (DDA)	\$393,877
U.S. Bank – payroll account (DDA)	\$1,000
U.S. Bank – ASM Global managed accounts (DDA) operating, box office, event marketing, and cash on hand	\$24,219,954
U.S. Bank investment account:	
First American Government Obligation Fund	\$29,342,029
Total Cash and Cash Equivalents	\$53,956,860

YEAR 2021-2022 BUDGET

**Operating Account, Capital Reserve Account, Concession Capital Reserve Account
Q2-July 1, 2021 to December 31, 2021**

	Original Budget 2021-2022	8/19/2021 Amended Budget 2021-2022	12/16/2021 Amended Budget 2021-2022	Q2 Actual 7/1/21-12/31/21
Operating Account				
Operating revenues:				
Stadium operating payments				
State of Minnesota operating payment	\$ 6,608,293	\$ 6,608,293	\$ 6,608,293	\$ 3,304,146
Minnesota Vikings operating payment	\$ 9,853,830	\$ 9,853,830	\$ 9,853,830	\$ 4,926,915
Stadium operating revenue-ASM Global	\$ 14,464,197	\$ 14,464,197	\$ 14,464,197	\$ 9,799,830
Miscellaneous revenues	\$ 64,200	\$ 64,200	\$ 64,200	\$ 263,217
Total operating revenues	\$ 30,990,520	\$ 30,990,520	\$ 30,990,520	\$ 18,294,108
Operating expenses:				
Personal services	\$ 739,108	\$ 739,108	\$ 739,108	\$ 235,119
Professional services	\$ 1,151,020	\$ 1,151,020	\$ 1,151,020	\$ 480,888
Supplies and network support	\$ 112,405	\$ 112,405	\$ 112,405	\$ 55,575
Stadium contractual commitments	\$ 957,507	\$ 957,507	\$ 957,507	\$ 647,543
Insurance	\$ 301,837	\$ 301,837	\$ 301,837	\$ 259,169
Miscellaneous	\$ 451,830	\$ 451,830	\$ 451,830	\$ 89,364
Stadium operating expenses-ASM Global	\$ 25,074,794	\$ 25,074,794	\$ 25,074,794	\$ 15,325,011
Total operating expenses	\$ 28,788,501	\$ 28,788,501	\$ 28,788,501	\$ 17,092,669
Operating income/(loss)	\$ 2,202,019	\$ 2,202,019	\$ 2,202,019	\$ 1,201,439
Nonoperating Revenues/(Expenses):				
Revenues-Investment earnings	\$ 12,000	\$ 12,000	\$ 12,000	\$ 2,110
Revenues-Taxes-State of Minnesota	\$ -	\$ -	\$ -	\$ -
Expenses-Stadium project costs	\$ -	\$ -	\$ -	\$ (26,480)
Total nonoperating revenues/(expenses)	\$ 12,000	\$ 12,000	\$ 12,000	\$ (24,370)
Net Income/(loss) before transfers	\$ 2,214,019	\$ 2,214,019	\$ 2,214,019	\$ 1,177,069
Transfers:				
Transfer to Capital Reserve fund	\$ (4,000,000)	\$ (4,000,000)	\$ (4,000,000)	\$ -
Change in Account Balance	\$ (1,785,981)	\$ (1,785,981)	\$ (1,785,981)	\$ 1,177,069
Beginning Operating Account Balance	\$ 15,366,265	\$ 15,366,265	\$ 15,366,265	\$ 15,366,265
Ending Operating Account Balance	\$ 13,580,284	\$ 13,580,284	\$ 13,580,284	\$ 16,543,334
Capital Reserve Account				
Revenues:				
Minnesota Vikings Capital Cost payment	\$ 1,791,078	\$ 1,791,078	\$ 1,791,078	\$ 895,539
State of Minnesota Capital payment	\$ 1,652,074	\$ 1,652,074	\$ 1,652,074	\$ 826,036
Other	\$ 3,573,529	\$ 3,573,529	\$ 3,573,529	\$ 7,016,152
Total revenues	\$ 7,016,681	\$ 7,016,681	\$ 7,016,681	\$ 8,737,727
Capital Expenses:	\$ 5,850,023	\$ 5,850,023	\$ 5,850,023	\$ 2,706,817
Net Income/(loss) before transfers	\$ 1,166,658	\$ 1,166,658	\$ 1,166,658	\$ 6,030,910
Transfers:				
Transfer from Operating Account	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000	\$ -
	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000	\$ -
Change in Account Balance	\$ 5,166,658	\$ 5,166,658	\$ 5,166,658	\$ 6,030,910
Beginning Capital Reserve Account Balance	\$ 10,234,110	\$ 10,234,110	\$ 10,234,110	\$ 10,234,110
Ending Capital Reserve Account Balance	\$ 15,400,768	\$ 15,400,768	\$ 15,400,768	\$ 16,265,020
Concession Capital Reserve Account				
Revenues:				
Concession Capital Reserve payment-2.5% concession	\$ 600,000	\$ 600,000	\$ 600,000	\$ 565,032
Concession Capital Expenses:	\$ 175,363	\$ 250,000	\$ 493,537	\$ 351,361
Net Income/(loss) before transfers	\$ 424,637	\$ 350,000	\$ 106,463	\$ 213,671
Beginning Concession Capital Reserve Account Balance	\$ 749,386	\$ 749,386	\$ 749,386	\$ 749,386
Ending Concession Capital Reserve Account Balance	\$ 1,174,023	\$ 1,099,386	\$ 855,849	\$ 963,057

Note:

(1) The budget includes a \$4,000,000 transfer from the operating account to the capital reserve account. This transfer was not completed as of 12/31/2021. The transfer is planned to be completed in the fourth quarter.