



MINNESOTA
SPORTS FACILITIES
AUTHORITY

MINNESOTA SPORTS FACILITIES AUTHORITY
Meeting Minutes – February 17, 2022, at 8:00 A.M.
Mill City Museum 704 S 2nd St, Minneapolis, MN 55401

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, and Tony Sertich.

Commissioners absent: Bill McCarthy and Sharon Sayles Belton.

3. APPROVAL OF MEETING MINUTES – December 16, 2021. *See, Exhibit A.*

4. BUSINESS

a. Action Items

i. Approval of Second Amendment to Stadium Builder’s License Marketing and Sales Agreement

Ms. Fox-Stroman, Director of Finance at the MSFA, stated that the Stadium Builder’s License Marketing and Sales Agreement between the Authority and the Minnesota Vikings Football, LLC (the “Team”) governs all aspects of the Team’s marketing and sales of stadium builder licenses (“SBLs”) which were authorized under the Stadium Act to help pay for a portion of the Stadium construction. Throughout the construction period, the Team served as the Authority’s agent for the sale of the SBLs under a Marketing and Sales Agreement. At this point, SBLs are in a “resale” phase only and net proceeds are to benefit the

Stadium's long-term capital needs. Staff and the Team have negotiated revisions to the Agreement and agreed to clarify the allocation of proceeds to the Authority and the Team (as SBL Agent) resulting from:

- a) The sale or resale by the Authority of any SBL upon or following the reacquisition of such SBL by the Authority or the termination of any previously existing SBL relating to the same seating in the Stadium
- b) Any sale, transfer, or other assignment of an SBL by the holder.

See, Exhibit B.

Chair Vekich asked Jay Lindgren, Council to the MSFA, if he would provide a brief overview of the SBL program to the board members. Mr. Lindgren stated that under the Stadium Act, the legislature created the authority to sell (SBLs) to help raise construction capital. He noted that the Act directs that the Team will serve as the MSFA's agent in the marketing and selling of the licenses, and also mandates that the proceeds of the SBL sales are to be part of the Team's minimum financial contribution. In 2013, as part of the Team's financing package, the MSFA and the Team entered into a Marketing and Sales Agreement that made the Team responsible for selling SBLs and dedicating the proceeds as part of the team's financing. Mr. Lindgren stated that in 2021, the Team completed all of its financing obligations and the MSFA received approximately \$7 million for its capital reserve account from amounts not needed for construction financing. Mr. Lindgren stated that at this point, SBLs are in a "resale" marketplace, meaning they are being transferred from one owner to another. This Amendment continues to have the Team serve as the MSFA's agent for the resale and establishes the maximum amount of SBL transfer fees (\$150 unless otherwise agreed to in the future) and the maximum Team administrative expense allowance for managing the transfer program (\$70,000 annually, inflating by 2% annually). Lastly, Mr. Lindgren noted that no MSFA operating funds will be used to pay for the transfer fees or the administrative expenses. He stated that sufficient revenues exist from the SBL sales program to cover the costs.

Commissioner Burns Finney asked Mr. Lindgren if this amendment is a ten-year extension, and Mr. Lindgren stated that the term was ten years from the opening of the stadium, so only four years remain.

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

The MSFA authorizes the Chair and Executive Director to finalize and execute the Second Amendment to the Stadium Builder's License Marketing and Sales Agreement.

b. Report Items

i. Stadium Updates

ASM Global Update:

Ann Dunne, Assistant General Manager of U.S. Bank Stadium, provided the MSFA board with a stadium update. She stated that the 2022 Winter Warm Up concluded, and then U.S. Bank Stadium hosted a very successful Minneapolis Home + Remodeling Show. Ms. Dunne noted that dirt was brought into the stadium during the week of February 7th to begin preparations for the two-day Monster Jam event that was held on February 12th and 13th, and this weekend the Monster Energy Supercross event would be held. Ms. Dunne announced that beginning March 1st, collegiate baseball games would begin at the stadium. Teams from around the country will participate in the games, including the University of Minnesota. Ms. Dunne also stated that in addition to baseball, U.S. Bank Stadium will be hosting a four-day Metro RV Dealers Twin Cities RV Super Show in March. Lastly, Ms. Dunne notified the board that U.S. Bank Stadium has partnered with GatherWell to supply the public and stadium guests with COVID-19 Rapid Tests. She noted that the testing site provided a great convenience to stadium guests, as the City of Minneapolis recently required proof of vaccination, or a negative COVID-19 test to enter the stadium. The testing stations were also open and available inside the building on event days to ensure that all guests were able to attend stadium events.

Commissioner Sertich asked Ms. Dunne if the public continues to book private events at the stadium, and how many events are scheduled. Ms. Dunne stated that due to the Omicron COVID-19 variant, most of the December and January events were rescheduled, however the event schedule for April and May is getting very busy.

Chair Vekich asked Ms. Dunne how many concerts are planned for the summer, and Ms. Dunne stated that there will be five concerts. One of the concerts has yet to be announced but will be made public within the next couple weeks.

Aramark Update:

Chair Vekich read the Aramark update on behalf of Jen Freeman, Aramark General Manager at U.S. Bank Stadium, as she was unable to attend the meeting. Chair Vekich stated that Aramark finished the 2021-2022 NFL season in January with a strong concession and catering operation. He noted that Aramark is looking forward to the Monster Energy Supercross event this weekend, and that they are busy preparing for a month of collegiate baseball games and the Twin Cities' Metro RV Dealers Super Show in March. In addition, Chair Vekich stated that the Aramark team is currently creating new menus for the suites and all-inclusive clubs that will be introduced during the upcoming 2022-2023 NFL season, and modifications are being made to the catering menus. Chair Vekich noted that Aramark is holding recap meetings with each of their food and beverage partners and developing ways to enhance the concessions program for the next Minnesota Vikings season. In addition, Aramark is exploring opportunities to partner with new local vendors in U.S. Bank Stadium. Aramark's focus has been on recruitment of new event day staff, stated Chair Vekich. They are also busy developing a new hire training program that will be implemented during the stadium's summer events. Lastly, Chair Vekich stated that Aramark has extended two employment offers for the Assistant General Manager and Premium Sales Manager.

iv. Minnesota Vikings Updates

Lester Bagley, Executive Vice President of Public Affairs, provided the board with a Minnesota Vikings update. Mr. Bagley began his report by thanking the MSFA for all their efforts and work on the SBL amendment and stated that he appreciates the partnership. He stated that the 2021 NFL season has concluded, and the Minnesota Vikings are planning for the 2022 season with preparations for the NFL Draft and Training Camp. He announced that the Minnesota Vikings, after a long and diligent search, hired a new General Manager and Head Coach. Kwesi Adofo-Mensah is the new General Manager of the Minnesota Vikings, and before he entered the NFL, Mr. Adofo-Mensah began his professional career as an associate portfolio manager on Wall Street. He received his bachelor's degree in economics from Princeton University and went on to receive his master's degree in economics from Stanford University.

Mr. Bagley also stated that today, the Minnesota Vikings are officially announcing Kevin O'Connell as the new head coach of the Minnesota Vikings. Mr. O'Connell was formerly the offensive coordinator for the Los Angeles Rams and brought that team to the Super Bowl victory in February 2022. Mr. Bagley stated that he is excited about the new leadership, and that it should be a refreshing change.

5. **PUBLIC COMMENTS**

There were no public comments.

6. **MOTION TO CLOSE MEETING**

Commissioner Sertich moved to close the meeting pursuant to Minnesota Statute section 13D.05, subdivision 3(b) to discuss attorney-client privileged matters regarding the settlement of Ugoretz v. ASM Global, Minnesota Sports Facilities Authority, et al. Commissioner Finney seconded the motion.

The meeting was closed at 8:22 A.M.

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

Commissioners absent at the closed meeting: Bill McCarthy and Sharon Sayles Belton

7. **MOTION TO OPEN MEETING**

Commissioner McCarthy moved to open the meeting and Commissioner Finney seconded the motion.

The meeting was opened at 8:44 A.M.

8. **DISCUSSION**

Jay Lindgren briefly discussed the settlement matter.

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

The Minnesota Sports Facilities Authority directs the Chair, Executive Director, and Legal Counsel to take action consistent with the discussion during the closed meeting.

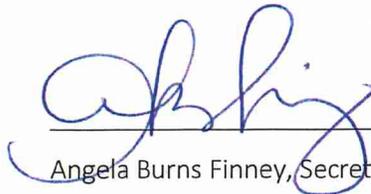
9. ANNOUNCEMENT OF NEXT MEETING

Chair Vekich announced that the next MSFA meeting will be held on Thursday March 17, 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 8:45 A.M.

Approved and adopted the 17th day of March 2022, by the Minnesota Sports Facilities Authority.



Angela Burns Finney, Secretary/Treasurer



Mary Fox-Stroman, Interim Executive Director



MINNESOTA
SPORTS FACILITIES
AUTHORITY

EXHIBIT A

MINNESOTA SPORTS FACILITIES AUTHORITY
Meeting Minutes – December 16, 2021 at 8:00 A.M.
U.S. Bank Stadium - Medtronic Club

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, Sharon Sayles Belton, and Tony Sertich.

3. APPROVAL OF MEETING MINUTES – November 18, 2021. *See, Exhibit A.*

4. BUSINESS

a. Action Items

i. Approval of 2022 Board Meeting Dates

Chair Vekich recommended dates for the 2022 monthly board meetings. *See, Exhibit B.*

The dates are as follows:

Thursday, January 20, 2022 at 8 a.m.

Thursday, February 17, 2022 at 8 a.m.

Thursday, March 17, 2022 at 8 a.m.

Thursday, April 21, 2022 at 8 a.m.

Thursday, May 19, 2022 at 8 a.m.

Thursday, June 16, 2022 at 8 a.m.

Wednesday, July 27, 2022 at 8 a.m.
Thursday, August 18, 2022 at 8 a.m.
Thursday, September 15, 2022 at 8 a.m.
Thursday, October 20, 2022 at 8 a.m.
Thursday, November 17, 2022 at 8 a.m.
Wednesday, December 14, 2022 at 8 a.m.

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

The MSFA Board adopts the above 2022 monthly board meeting calendar.

ii. Approve Content Management System Contract

Mr. Farstad, the MSFA's Executive Director, stated that the content management system is the engine of all the LED display boards at 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. The current system is at its end of life, as it is no longer warrantied by the manufacturer, and therefore needs to be replaced.

The MSFA published a Request for Proposal on November 2, 2021 for the replacement of the content management system, and two responses were received. With the assistance and expertise of Wrightson Johnson Haddon Williams (WJHW) and ASM Global, Authority staff is reviewing the complete proposals and finalizing the discussion about which proposal will provide the best value to the Authority and U.S. Bank Stadium. The capital reserve budget for this project is \$850,000. *See, Exhibit C.*

Commissioner Sayles Belton inquired about WBE and MBE opportunities for this project, and Mr. Farstad stated that it is a challenge to find WBE and MBE vendors for niche technology projects. However, he noted that the MSFA requested the proposers commit to hiring women and minority interns at a rate of \$20/hour for work on this project.

Commissioner McCarthy asked Mr. Farstad if this project falls under the Project Labor Agreement, and Mr. Farstad confirmed that it does.

Commissioner Sayles Belton moved and Commissioner Sertich 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 finalize negotiations for the content management system project for a total contract amount not to exceed \$850,000.

iii. Approve UpNet Agreement

Mr. Farstad stated that UpNet Technologies has been a long-term supplier of equity reporting software to monitor and track targeted businesses and workforce utilization at U.S. Bank Stadium for the Authority, ASM Global, and Aramark. This software was first incorporated into the equity reporting processes during the stadium construction project. The platform went through a period where no regular upgrades took place and became less suitable. UpNet then embarked on a plan to reshape and enhance the product. These upgrades have now been made and the results are excellent. There is a one-time setup and customization fee of \$89,775 for the nine modules and integration. In addition, there is a monthly technology support and software usage fee of \$6,175. This cost includes 7x24x365 system operation monitoring, end user help desk, on-going technical support, on-demand training, continuous software upgrades, and customized reporting. See, Exhibit D.

Fredrick Blocton addressed the board and noted that UpNet Technologies began working with the MSFA during the construction project in 2012 and stated that he is excited to work with the MSFA and the U.S. Bank Stadium partners once again. He informed the board that the implementation of the upgraded software will take approximately two months to complete.

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

The Authority authorizes the Chair and Executive Director to execute a professional services agreement with UpNet Technologies, Inc. for up to a three-year period for implementation of the equity reporting software for a one-time fee of \$89,775 and a monthly technology support and software usage fee of \$6,175.

iv. Approve 2021-2022 Concession Capital Reserve Budget Amendment

Mr. Farstad stated that on June 17, 2021, the Authority approved the 2021-2022 Concession Capital Reserve Account Budget. This budget included concession capital project expenses of \$175,363. In July 2021 Aramark Sports & Entertainment recommended a budget increase for additional projects, and on August 19, 2021, the Authority approved budget amendment #1 for \$74,637, which increased the total expense budget to \$250,000.

On August 3, 2021, the Authority hired Metropolitan Mechanical Contractors (MMC) to repair the stadium's refrigeration system by installing and replacing the compressor and other materials in the rack system, installing and replacing the condenser/heat exchanger, and installing a 15-ton condenser. The final MMC contract amount was \$243,537. It has now been determined that these expenses are concession capital reserve expenses and should be paid from the Concession Capital Reserve Account Budget. Therefore, the budget must be amended. See, Exhibit E.

Commissioner Sayles Belton asked Mr. Farstad who is responsible for inspecting and maintaining the concession equipment. Mr. Farstad noted that the equipment is used by Aramark, so they ensure that it is functioning and in good condition, and Ed Kroics, Operations Manager at ASM Global, also attends to the equipment and assists with any repairs. In addition, Mr. Farstad noted that the MSFA has an independent food inspector who sporadically arrives at the stadium unannounced to ensure that the equipment and kitchens are in compliance and in good condition.

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

The Minnesota Sports Facilities Authority approves an increase of \$243,537 to the 2021-2022 Concession Capital Reserve Expense Budget, for a total Concession Capital Reserve Expense Budget of \$493,537.

b. Report Items

i. Q4 – 2020-2021 Budget Report – June 30, 2021

Mary Fox-Stroman, Director of Finance at the MSFA, provided the board with the Q4-2020-2021 budget report. See, Exhibit F.

ii. Q1- 2021-2022 Budget report – September 30, 2021

Mary Fox-Stroman, Director of Finance at the MSFA, provided the board with the Q1-2021-2022 budget report. See, Exhibit G.

iii. Stadium Updates

John Drum, General Manager of U.S. Bank Stadium, provided the MSFA board with a stadium update. He stated that U.S. Bank Stadium recently hosted the Minnesota State High School League Football Tournament, as well as the Indigenous Bowl, which were both fantastic community events that brought many visitors to the stadium. In addition to high school football, Mr. Drum stated that the Minnesota Vikings recently hosted *Thursday Night Football*, and that there will be two more home games at the stadium this season. Mr. Drum noted that *Winter Warm Up* has begun again this year, and the stadium will also be hosting the Home and Remodeling Show, Monster Jam events, and Monster Energy Super Cross event this winter. He also commented that this summer there will be four concerts, including the newly added Foo Fighters, and tickets are still available and on sale for all the concerts.

Mr. Drum stated that the stadium has also booked many holiday parties, and that stadium officials recently hosted a party for event day staff and their families. ASM Global streamed a movie on the big screen inside the stadium, and Aramark provided meals and refreshments for all attendees. Mr. Drum stated that he is proud to have Jenifer Freeman, General Manager of Aramark, as part of the team at U.S. Bank Stadium, and that she and her staff have been incredible to work with.

Lastly, Mr. Drum stated that the stadium partners are continually looking for new talent, and that anyone interested in working for U.S. Bank Stadium may find many jobs opportunities on the stadium website.

Commissioner Sayles Belton asked Chair Vekich if the MSFA would provide the board members with a list of the upcoming events at U.S. Bank Stadium, and Chair Vekich stated that staff will provide a list to the commissioners.

iv. Minnesota Vikings Updates

Lester Bagley, Executive Vice President of Public Affairs, provided the board with a Minnesota Vikings update. Mr. Bagley stated that the Minnesota Vikings have four games left in the regular season, two of which are home games. He noted that the home games are exceptionally well run, and that the stadium shows well in person and on TV. Mr. Bagley stated that the Minnesota State High School League and the Indigenous Bowl were great events and noted how fantastic it was to see Native American students come to the stadium from all over the country. He noted that the Minnesota Vikings are working with the MSFA and ASM Global to bring other events to the stadium, including the Big Ten Football Championship. The Minnesota Vikings executives recently traveled to Indianapolis to meet with former Minnesota Vikings COO, Kevin Warren, to get the process started for hosting the event. In addition to the Big Ten Football Championship, Mr. Bagley stated that the Minnesota Vikings are also assisting on securing the US Olympic swimming trials.

v. Executive Director Report

Mr. Farstad updated the board about a recent stadium tour with Friendship Academy. He stated that Friendship Academy of the Arts (FAA) was founded in 2001 by a group of community leaders committed to addressing the opportunity gap for African American students in Minnesota. This group of educators from Greater Friendship Missionary Baptist Church embarked on a mission to create a school that provided access to a high-quality education and the arts, and after two years of planning, the school opened in 2001, with 37 students.

Mr. Farstad stated that since that time, Friendship Academy has been in three locations, and ended the 2021 school year with 280 students. Due to family and community demand, FAA has expanded

to a K-8 school and is now operating at two locations. The Primary site (2600 E. 38th St.) serves grades K-1st and the Intermediate site (3320 E. 41st St.) serves grades 2nd-8th. Friendship Academy prides itself in being a school started by the community, sustained by the community, and will continue to be led by the community it serves into the future.

Mr. Farstad noted that Dr. B. Charvez Russell, Executive Director of FAA, was gracious enough to escort 90 of his school's students from Friendship Academy to U.S. Bank Stadium for a tour on November 23, 2021. The students ranged in age from the 5th grade through college level. Mr. Farstad stated that the MSFA invited them to take an educational behind the scenes tour of the U.S. Bank Stadium and gave them the opportunity to participate in a question-and-answer session with stadium staff to learn how information technology and computer science are integrated into stadium and event operations.

Mr. Farstad stated that it was a great experience for both the students and the stadium staff. He noted that the students were smart, poised, well behaved, and had excellent questions.

Lastly, Mr. Farstad stated that the goal of the tour was to open the students' eyes to the potential of a career in information technology, stadium operations, and/or event management.

5. PUBLIC COMMENTS

There were no public comments.

6. DISCUSSION

There was no discussion.

7. ANNOUNCEMENT OF NEXT MEETING

Chair Vekich announced that the next MSFA meeting will be held on Thursday January 20, 2022, at U.S. Bank Stadium in the Medtronic Club.

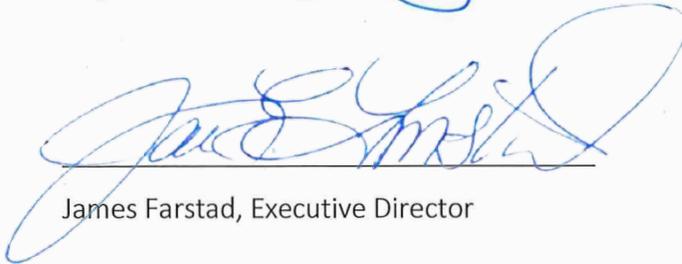
8. ADJOURNMENT

There being no further business to come before the MSFA, the meeting was adjourned at 8:55 A.M.

Approved and adopted the 17th day of February 2022, by the Minnesota Sports Facilities Authority.



Angela Burns Finney, Secretary/Treasurer



James Farstad, Executive Director



MEMORANDUM

TO: MSFA Commissioners

FROM: Mary Fox-Stroman, Director of Finance

DATE: February 17, 2022

SUBJECT: Approval of First Amendment to Stadium Builder's License Marketing and Sales Agreement

The Stadium Builder's License Marketing and Sales Agreement between the Authority and the Minnesota Vikings Football, LLC (the "Team") governs all aspects of the Team's marketing and sales of stadium builder licenses ("SBLs") which were authorized under the Stadium Act to help pay for a portion of the Stadium construction. Throughout the construction period, the Team served as the Authority's agent for the sale of the SBLs under a marketing and Sales Agreement. At this point, SBLs are in a "resale" phase only and net proceeds are to benefit the Stadium's long-term capital needs. Staff and the Team have negotiated revisions to the Agreement and agreed to clarify the allocation of proceeds to the Authority and the Team (as SBL Agent) resulting from:

1. The sale or resale by the Authority of any SBL upon or following the reacquisition of such SBL by the Authority or the termination of any previously-existing SBL relating to the same seating in the Stadium,
2. Any sale, transfer, or other assignment of an SBL by the holder.

The Team will receive a set allocation and all related expenses will come from the SBL program, not from the Authority's operating budget.

Recommended Motion: *The MSFA authorizes the Chair and Executive Director to finalize and execute the First Amendment to the Stadium Builder's License Marketing and Sales Agreement.*

