



MINNESOTA SPORTS FACILITIES AUTHORITY REGULAR MEETING MINUTES

Friday, November 20, 2015, 9:00 A.M.

1010 Metrodome Square Building, Lower Level Conference Room

1010 South 7th Street, Minneapolis, MN 55415

1. CALL TO ORDER

Chair Kelm-Helgen called the meeting of the Minnesota Sports Facilities Authority (MSFA) to order at 9:00 AM.

2. ROLL CALL

Commissioners Present: Chair Kelm-Helgen, Commissioner Butts Williams, Commissioner McCarthy, Commissioner Griffith and Commissioner Sertich

Commissioners Absent: None

3. ADOPTION OF AGENDA

Chair Kelm-Helgen presented the agenda. Commissioner Sertich moved approval of the agenda, seconded by Commissioner Butts Williams and approved unanimously – 5 YEAS, 0 NAYS.

APPROVED

4. APPROVAL OF MSFA MEETING MINUTES

Commissioner McCarthy moved approval of the October 9, 2015 Regular Meeting Minutes, seconded by Commissioner Butts Williams and approved unanimously – 5 YEAS, 0 NAYS.

APPROVED

5. CHAIR'S REPORT

Chair Kelm-Helgen offered an update on the mediation process with Mortenson Construction. She reported that the parties met on November 9-11, 2015 and are continuing to engage in the mediation process. It's not unusual for mediations to continue over extended periods of time. The MSFA wants to take the time to ensure they achieve the best result for the public.

Chair Kelm-Helgen reported that the MSFA has reached agreement with Hennepin County for a 30-year lease on their Medical Examiner's parcel property. This will be a big benefit to the stadium in a lot of ways, from both the city and public perspective.



They will be able to move tent structures to the property which will eliminate the need for more setup and takedown days in the park. This will allow for more use days to keep the park open.

Chair Kelm-Helgen relayed that there has been more private development announced for the area surrounding the stadium. With more than a billion dollars in private development occurring in the area, the state and city are seeing the impact from the public investment.

Chair Kelm-Helgen reported that they're looking to have another media site tour in January 2016. These tours are an important opportunity for the stadium project team to allow for transparency as construction reaches key milestones.

Chair Kelm-Helgen reported that the MN Vikings would be making another significant contribution to the project. Later in the meeting, more details will be shared about the Vikings Legacy Ship. The ship will bring another unique aspect for fans and visitors to experience at the stadium.

6. **BUSINESS**

a. **Action Items**

i. **Approve Project Budget Amendments**

- **West Prow Video Board Framing Shroud**
- **Level 2 & 4 Duct Ceiling Changes**
- **Locker Room Revisions**
- **West Prow Video Board Reinforcing**
- **Home Locker Room Finishes**
- **Engineering Stud Modifications**
- **Western Millwork Costs**
- **Food Service Bar Custom Countertops**
- **Bowl Signage Lighting**
- **West Prow Video Board Support Design**
- **Structural Review of Exterior Marquee Structure**
- **Design Services – Main Concourse Wall Tile Finish Modifications**
- **Level 2 Suite Revisions**
- **West Prow Ladder System**
- **Bond Costs for Lawrence Sign**

The items identified that require adjustments to the Master Project Budget are summarized below:

- A) Mortenson Issue 3025, West Prow Video Board Framing Shroud
- B) Mortenson Issue 3124, Level 2 and 4 Duct and Ceiling Changes
- C) Mortenson Issue 3193, Locker Room Revisions
- D) Mortenson Issue 3319, West Prow Video Board Reinforcing
- E) Mortenson Issue 3322, Home Locker Room Finishes
- F) Mortenson Issue 3331, CCD 260 Engineering Stud Modification



- G) Mortenson Issue 3428, ASI 135 Western Millwork Costs
- H) Mortenson Issue 3459, Custom Countertops at Food Service Bars
- I) Mortenson Issue 3487, Bowl Signage Lighting
- J) HKS ASR 112, West Prow Video Board Support
- K) HKS ASR 118, Structural Review of Exterior Marquee Structure
- L) HKS ASR 119, Design Services to Modify Wall Finishes on Main Concourse
- M) HKS ASR 121, Level 2 Suite Revisions
- N) Infinity Access Revision 6, West Prow Ladder System
- O) Lawrence Sign, Bond Costs

Additional detail on the above adjustments is outlined below along with corresponding recommendations.

A) Mortenson Issue 3025, West Prow Video Board Framing Shroud

Mortenson Construction submitted a Cost Issue to perform additional work as a result of requested changes to the Construction Documents. The following Issue is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to provide structural support and a metal panel shroud around a new west prow video board, also known as Issue 3025. The Team has agreed to fund the entire Total Cost for this Issue, which is \$562,426.00 and will be included in CSA Revision No. 49.

Recommendation: The MSFA approves an increase of \$562,426.00 to the Additional Team Contribution Source of Funding within the Stadium Capital Budget. The Construction Contract within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team's agreed upon contribution for Mortenson Issue 3025. The MSFA authorizes the Chair and CEO/Executive Director to execute CSA Revision No. 49, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED

B) Mortenson Issue 3124, Level 2 and 4 Duct and Ceiling Changes

Mortenson Construction submitted a Cost Issue to perform additional work as a result of requested changes to the Construction Documents. The following Issue is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to require changes to framing & drywall, stadia drain pipe, fire protection, and nana wall steel on Levels 2 and 4, also known as Issue 3124. The Team has agreed to fund the entire Total Cost for this Issue, which is \$241,187.00 and will be included in CSA Revision No. 49.



Recommendation: The MSFA approves an increase of \$241,187.00 to the Additional Team Contribution Source of Funding within the Stadium Capital Budget. The Construction Contract within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team's agreed upon contribution for Mortenson Issue 3124. The MSFA authorizes the Chair and CEO/Executive Director to execute CSA Revision No. 49, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED

C) Mortenson Issue 3193, Locker Room Revisions

Mortenson Construction submitted a Cost Issue to perform additional work as a result of requested changes to the Construction Documents. The following Issue is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to require changes to lockers and refrigerators in rooms 01.13.05, 01.13.06, & 01.14.03, also known as Issue 3193. The Team has agreed to fund the entire Total Cost for this Issue, which is \$21,544.00 and will be included in CSA Revision No. 49.

Recommendation: The MSFA approves an increase of \$21,544.00 to the Additional Team Contribution Source of Funding within the Stadium Capital Budget. The Construction Contract within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team's agreed upon contribution for Mortenson Issue 3277. The MSFA authorizes the Chair and CEO/Executive Director to execute CSA Revision No. 49, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED

D) Mortenson Issue 3319, West Prow Video Board Reinforcing

Mortenson Construction submitted a Cost Issue to perform additional work as a result of requested changes to the Construction Documents. The following Issue is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.



The Team has elected to add an exterior video board which requires structural reinforcement to existing structure, also known as Issue 3319. The Team has agreed to fund the entire Total Cost for this Issue, which is \$27,719.00 and will be included in CSA Revision No. 49.

Recommendation: The MSFA approves an increase of \$27,719.00 to the Additional Team Contribution Source of Funding within the Stadium Capital Budget. The Construction Contract within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team's agreed upon contribution for Mortenson Issue 3319. The MSFA authorizes the Chair and CEO/Executive Director to execute CSA Revision No. 49, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED

E) Mortenson Issue 3322, Home Locker Room Finishes

Mortenson Construction submitted a Cost Issue to perform additional work as a result of requested changes to the Construction Documents. The following Issue is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to revise carpet and tile selections within the home locker room, also known as Issue 3322. The Team has agreed to fund the entire Total Cost for this Issue, which is \$39,114.00 and will be included in CSA Revision No. 49.

Recommendation: The MSFA approves an increase of \$39,114.00 to the Additional Team Contribution Source of Funding within the Stadium Capital Budget. The Construction Contract within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team's agreed upon contribution for Mortenson Issue 3322. The MSFA authorizes the Chair and CEO/Executive Director to execute CSA Revision No. 49, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED

F) Mortenson Issue 3331, CCD 260 Engineering Stud Modification

Mortenson Construction submitted a Cost Issue to perform additional work as a result of requested changes to the Construction Documents. The following Issue is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.



The Team has elected to add an exterior video board which requires additional engineering, structural outriggers and modifications to metal panels for penetrations, also known as Issue 3331. The Team has agreed to fund the entire Total Cost for this Issue, which is \$70,890.00 and will be included in CSA Revision No. 49.

Recommendation: The MSFA approves an increase of \$70,890.00 to the Additional Team Contribution Source of Funding within the Stadium Capital Budget. The Construction Contract within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team's agreed upon contribution for Mortenson Issue 3331. The MSFA authorizes the Chair and CEO/Executive Director to execute CSA Revision No. 49, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED

G) Mortenson Issue 3428, ASI 135 Western Millwork Costs

Mortenson Construction submitted a Cost Issue to perform additional work as a result of requested changes to the Construction Documents. The following Issue is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to require changes to the millwork per ASI 142 & 135, also known as Issue 3428. The Team has agreed to fund the entire Total Cost for this Issue, which is \$23,185.00 and will be included in CSA Revision No. 49.

Recommendation: The MSFA approves an increase of \$23,185.00 to the Additional Team Contribution Source of Funding within the Stadium Capital Budget. The Construction Contract within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team's agreed upon contribution for Mortenson Issue 3428. The MSFA authorizes the Chair and CEO/Executive Director to execute CSA Revision No. 49, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED



H) Mortenson Issue 3459, Custom Countertops at Food Service Bars

Mortenson Construction submitted a Cost Issue to perform additional work as a result of requested changes to the Construction Documents. The following Issue is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to require custom matching countertops, in lieu of “absolute black” countertops at mobile bars and action stations, also known as Issue 3459. The Team has agreed to fund the entire Total Cost for this Issue, which is \$8,112.00 and will be included in CSA Revision No. 49.

Recommendation: The MSFA approves an increase of \$8,112.00 to the Additional Team Contribution Source of Funding within the Stadium Capital Budget. The Construction Contract within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team’s agreed upon contribution for Mortenson Issue 3459. The MSFA authorizes the Chair and CEO/Executive Director to execute CSA Revision No. 49, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED

J) Mortenson Issue 3487, Bowl Signage Lighting

Mortenson Construction submitted a Cost Issue to perform additional work as a result of requested changes to the Construction Documents. The following Issue is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to add lighting systems for interior bowl signage, also known as Issue 3487. The Team has agreed to fund the entire Total Cost for this Issue, which is \$265,519.00 and will be included in CSA Revision No. 49.

Recommendation: The MSFA approves an increase of \$265,519.00 to the Additional Team Contribution Source of Funding within the Stadium Capital Budget. The Construction Contract within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team’s agreed upon contribution for Mortenson Issue 3487. The MSFA authorizes the Chair and CEO/Executive Director to execute CSA Revision No. 49, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED



K) HKS ASR 112, West Prow Video Board Support

HKS has submitted an Additional Service Request (“ASR”) to perform design services that result in a change to the Construction Documents. The following ASR is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to proceed with design/review of structural framing system for the support of the west prow video board, also known as ASR 112. The Team has agreed to fund the entire Total Cost for this ASR, which is \$33,310.00, and will be included in DSA Revision No. 23.

Recommendation: The MSFA approves an increase of \$33,310.00 to the Team Contribution Source of Funding within the Stadium Capital Budget. The Additional AE Services line item within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team’s agreed upon contribution for ASR 112. The MSFA authorizes the Chair and CEO/Executive Director to execute DSA Revision No. 23, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED

L) HKS ASR 118, Structural Review of Exterior Marquee Structure

HKS has submitted an Additional Service Request (“ASR”) to perform design services that result in a change to the Construction Documents. The following ASR is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to proceed with structural review of an exterior marquee foundation and structure, also known as ASR 118. The Team has agreed to fund the entire Total Cost for this ASR, which is \$4,025.00, and will be included in DSA Revision No. 23.

Recommendation: The MSFA approves an increase of \$4,025.00 to the Team Contribution Source of Funding within the Stadium Capital Budget. The Additional AE Services line item within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team’s agreed upon contribution for ASR 118. The MSFA authorizes the Chair and CEO/Executive Director to execute DSA Revision No. 23, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED



M) HKS ASR 119, Design Services to Modify Wall Finishes on Main Concourse

HKS has submitted an Additional Service Request (“ASR”) to perform design services that result in a change to the Construction Documents. The following ASR is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to proceed with design services to modify wall finishes at the main concourse level, also known as ASR 119. The Team has agreed to fund the entire Total Cost for this ASR, which is \$3,120.00, and will be included in DSA Revision No. 23.

Recommendation: The MSFA approves an increase of \$3,120.00 to the Team Contribution Source of Funding within the Stadium Capital Budget. The Additional AE Services line item within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team’s agreed upon contribution for ASR 119. The MSFA authorizes the Chair and CEO/Executive Director to execute DSA Revision No. 23, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED

N) HKS ASR 121, Level 2 Suite revisions

HKS has submitted an Additional Service Request (“ASR”) to perform design services that result in a change to the Construction Documents. The following ASR is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to proceed with changes in a Level 2 suite including, moving the island, reducing tile size, moving drywall ceilings to 8’0”, adding lighting, and adding 8’0” operable dividing wall, also known as ASR 121. The Team has agreed to fund the entire Total Cost for this ASR, which is \$13,005.00, and will be included in DSA Revision No. 23.

Recommendation: The MSFA approves an increase of \$13,005.00 to the Team Contribution Source of Funding within the Stadium Capital Budget. The Additional AE Services line item within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team’s agreed upon contribution for ASR 121. The MSFA authorizes the Chair and CEO/Executive Director to execute DSA Revision No. 23, inclusive of the aforementioned Issue. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED



O) Infinity Access Revision 6, West Prow Ladder System

Infinity Access has submitted an invoice to perform additional work as a result of requested changes to the Access System to accommodate the west prow video board. The following is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to proceed with engineering, design, and installation of an aluminum ladder system with platforms to access a lower catwalk platform from the ridge truss catwalk near the west prow, also known as Infinity Revision 6. The Team has agreed to fund the entire Total Cost for this Revision, which is \$125,959.50. This will also require an increase in the Stadium Capital Budget.

Recommendation: The MSFA approves an increase of \$125,959.50 to the Additional Team Contribution Source of Funding within the Stadium Capital Budget. The Furnishings, Fixtures & Equipment within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team's agreed upon contribution for Infinity Access Revision 6. The MSFA authorizes the Chair and CEO/Executive Director to execute this Contract Revision. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED

P) Lawrence Sign, Bond Costs

Lawrence Sign submitted an invoice to cover bond costs required by the MSFA. The following Issue is funded as noted below by the Team and requires an increase to the Stadium Capital Budget to account for the additional Team Funding.

The Team has elected to fund the required bond costs for Lawrence Sign, also known as Lawrence Sign Bond Costs. The Team has agreed to fund the entire Total Cost for this Issue, which is \$13,411.00 and will be included in CSA Revision No. 49.

Recommendation: The MSFA approves an increase of \$13,411.00 to the Additional Team Contribution Source of Funding within the Stadium Capital Budget. The Furnishings, Fixtures & Equipment within the Uses section of the Stadium Master Project Budget would be increased by the same amount. This increase is the Team's agreed upon contribution for Lawrence Sign Bond Costs. The MSFA authorizes the Chair and CEO/Executive Director to execute revision to the Lawrence contract, inclusive of the aforementioned invoice. This adjustment would become effective after Master Application for Payment No. 37 is finalized. Commissioner Griffith moved to approve the recommendation. Commissioner Sertich seconded the motion.

APPROVED



Summary:

The proposed budget adjustments outlined in this memorandum would modify the Stadium Master Project Budget as outlined in Table 1 - Stadium Master Project Budget Summary.

**Table 1
Stadium Master Project Budget Summary**

Division	Description	Master Project Budget as of 11/13/2015	11/20/15 Adjustments	Adjusted Budget
SOURCES OF FUNDS				
00-25-005	Team Contribution	\$377,000,000.00	\$0.00	\$377,000,000.00
00-25-010	Private Contribution	\$100,000,000.00	\$0.00	\$100,000,000.00
00-25-015	Additional Team Contribution	\$99,977,720.44	\$1,452,526.50	\$101,430,246.94
00-30-005	State of Minnesota Contribution	\$498,000,000.00	\$0.00	\$498,000,000.00
00-90-005	Aramark Capital Investment	\$10,000,000.00	\$0.00	\$10,000,000.00
00-90-010	SMG Capital Investment	\$2,000,000.00	\$0.00	\$2,000,000.00
	Total Sources of Funds	\$1,086,977,720.44	\$1,452,526.50	\$1,088,430,246.94
USES OF FUNDS				
10-00-000	Site Acquisition & Improvements	\$54,677,539.35	\$0.00	\$54,677,539.35
20-00-000	Construction Costs	\$847,751,067.10	\$1,259,696.00	\$849,010,763.10
30-00-000	Furnishings, Fixtures & Equip.	\$56,551,680.10	\$139,370.50	\$56,691,050.60
40-00-000	Development Costs	\$88,612,681.18	\$53,460.00	\$88,666,141.18
50-00-000	Financing Costs	\$0.00	\$0.00	\$0.00
60-00-000	Other Project Costs			
	TCF Stadium Improvements	\$8,061,959.57	\$0.00	\$8,061,959.57
	SDC Group Contingency	\$8,000,000.00	\$0.00	\$8,000,000.00
	East Event Buildout	\$2,000,000.00	\$0.00	\$2,000,000.00
	Other Mutually Agreed Cost Issues	\$917,780.00	\$0.00	\$917,780.00
	IPTV Enhancement	\$2,799,046.69	\$0.00	\$2,799,046.69
90-00-000	Project Contingency	\$17,605,966.45	\$0.00	\$17,605,966.45
	Total Uses of Funds	\$1,086,977,720.44	\$1,452,526.50	\$1,088,430,246.94



ii. Approve Construction Services Agreement Contract Revision #49

Draft Contract Revision 49 has been prepared and is currently being reviewed by the MSFA and Team. The total value of the Contract Revision exceeds the staff approval level and therefore requires approval from the MSFA Board to execute.

A) CONTRACT REVISION 49:

Proposed Contract Revision 49 totals \$2,553,114.00 and includes the cost issues identified on the attached Table 1. Team Financed Budget increases have previously been considered and approved by the MSFA.

Recommendation: The MSFA approves an increase of \$2,553,114.00 to the Construction Services Agreement. The MSFA authorizes the Chair and CEO/Executive Director to execute CSA Revision No. 49. Commissioner Sertich moved to approve the recommendation. Commissioner Butts Williams seconded the motion.

APPROVED



Table 1
CSA Contract Revision 49

Mort Issue	Cost Description	Construction Contingency	Owner Funding	Team Financed	Funding Source
1993	Hess Pole Site Lighting Coordination	\$ (3,128.56)	\$ 120,903.00		Owner Contingency
2106	Concession Grease Interceptors	\$ (255.89)	\$ 9,889.00		Food Service Equipment
2581	Event Level Foodservice MEP	\$ (804.05)	\$ 31,072.00		Food Service Equipment
2582	Executive Suites Foodservice MEP	\$ (243.19)	\$ 9,398.00		Food Service Equipment
2583	Lower Club Foodservice MEP	\$ (795.66)	\$ 30,747.00		Food Service Equipment
2616	Building Perimeter Speaker System Redesign	\$ (6,481.56)	\$ 250,480.00		Owner Contingency
2773	Hood Soffit Conflict	\$ (139.01)	\$ 5,372.00		Food Service Equipment
2774	Main Concourse Foodservice MEP	\$ (1,052.22)	\$ 40,661.00		Food Service Equipment
2886	Upper Club Foodservice MEP	\$ (369.80)	\$ 14,291.00		Food Service Equipment
2913	DAS Wireless Site Conduit	\$ (9,048.10)	\$ 349,664.00		Owner Contingency
3020	Upper Suite Foodservice MEP	\$ (412.37)	\$ 15,936.00		Food Service Equipment
3022	Upper Concourse Foodservice MEP	\$ (753.87)	\$ 29,133.00		Food Service Equipment
3025	West Prow Video Board Framing Shroud	\$ (14,553.67)		\$ 562,426.00	Team Funded
3093	Type 2 Bench Length Change	\$ (182.44)	\$ 7,050.00		Owner Contingency
3124	Exec. Suite/Main Con. Duct Ceiling Changes	\$ (6,241.00)		\$ 241,187.00	Team Funded
3135	Ventless Hoods Power Mods	\$ (951.56)	\$ 36,773.00		Food Service Equipment
3177	Guest Service Adds/Enhancements	\$ (2,846.25)	\$ 109,992.00		Owner Contingency
3193	Owner Locker Room Revisions	\$ (557.48)		\$ 21,544.00	Team Funded
3205	ASI 314 FFU 1C01 Hood CFM Conflict	\$ (1,179.15)	\$ 45,568.00		Food Service Equipment
3274	Health Department Spec Changes	\$ (1,857.52)	\$ 71,784.00		Food Service Equipment
3284	Epoxy Rebar for Parking Gate Foundation	\$ (146.41)	\$ 5,658.00		Owner Contingency
3298	Suite Carpet Tile Revisions	\$ (161.56)	\$ 6,244.00		Owner Contingency
3310	ASI 277 CD Updates to Foodservice	\$ (90.12)	\$ 3,483.00		Food Service Equipment
3319	West Prow Video Board Structural Reinforcing	\$ (717.28)		\$ 27,719.00	Team Funded
3322	Vikings Locker Room Finishes	\$ (1,012.14)		\$ 39,114.00	Team Funded
3331	Engineering Stud Modification for CCD 260	\$ (1,834.39)		\$ 70,890.00	Team Funded
3373	Foodservice Health Department Revisions	\$ (2,111.54)	\$ 119,574.00		Food Service Equipment
3408	Ice Machines	\$ (967.45)	\$ 37,387.00		Owner Contingency
3428	Western Millwork	\$ (599.94)		\$ 23,185.00	Team Funded
3436	Upper Club NE Restroom Modifications	\$ (279.70)	\$ 10,809.00		Owner Contingency
3455	Fire Protection Clarifications	\$ (1,205.00)	\$ 46,567.00		Owner Contingency
3458	Upper Suite East Bowl Railing Revision	\$ (28.16)	\$ 1,088.00		Owner Contingency
3459	Granite to Cambria at Foodservice Bars	\$ (209.91)		\$ 8,112.00	Team Funded
3487	Sponsorship Scrim Lighting	\$ (6,870.71)		\$ 265,519.00	Team Funded
3549	Division 10 OFCI Scope Credit		\$ (78,462.00)		Other FF&E
3577	Section 204 & 205 Seating	\$ (974.07)	\$ (37,643.00)		Other Mutually Agreed Costs
TOTALS		\$ (69,061.73)	\$ 1,293,418.00	\$ 1,259,696.00	
OWNER/TEAM TOTAL			\$ 2,553,114.00		
Notes:					
Total amount funded from Owner Contingency is			\$ 945,842.00		



iii. Authorize Verizon Funding of DAS Base-Building Modifications & Antenna Installation

The MSFA has entered into a DAS License Agreement with Verizon Wireless for purposes of constructing, installing, operating and maintaining a neutral host distributed antenna system and construction of a Public Safety System (collectively, the “DAS System”) at the Stadium. In accordance with the terms of the DAS License Agreement, a Contract Revision approving the scope of work for the DAS System is required prior to the December 2015 MSFA Board meeting. Costs for this work will be 100% funded by Verizon. Staff requests that the Chair and the CEO/Executive Director be authorized to negotiate and execute the above-referenced Contract Revision with the Construction Manager and any future Contract Revisions necessary in order to authorize the construction of Verizon-funded work for the DAS System and approval of Construction Manager’s pricing. Staff requests that the Chair and CEO/Executive Director be authorized to modify the Master Project Budget accordingly.

Recommendation: The MSFA authorizes the Chair and the CEO/Executive Director to negotiate and execute Contract Revisions with the Construction Manager in order to authorize the construction of Verizon-funded Stadium work for the DAS System and approval of Construction Manager’s proposed cost to complete the work. The MSFA also authorizes the Chair and CEO/Executive Director to increase the Master Project Budget accordingly. Commissioner Butts Williams moved to approve the recommendation. Commissioner McCarthy seconded the motion.

APPROVED

iv. Authorize Negotiations/Selection

- Carrier Neutral Network Services
- Stadium Application
- Portable Concession Carts
- Blimp Chase Connectivity
- Point of Sale System

There are a number of Information Technology (IT) and Concession procurements in process, and we have reached a point in the project where timeliness of vendor selection and contract execution is critical. RFPs and procurement documentation have been published for the scopes listed below and each will be subject to detailed evaluation, vendor selection and contract negotiation. All scopes will be funded by dollars in the Master Project Budget.

Staff is requesting authorization to complete vendor selection, negotiations and enter into a contract for the following scopes of work:

- Carrier Neutral Network Services
- Stadium Application
- Portable Concession Carts



- Blimp Chase Connectivity
- Point of Sale System

Recommendation: The MSFA authorizes the Chair and CEO/Executive Director to complete vendor selection, negotiations and enter into contracts for the scopes of work listed above. Commissioner Sertich moved to approve the recommendation. Commissioner Butts Williams seconded the motion.

APPROVED

v. Approve Request for Proposals & Negotiations/Contract – Network Cabling

There are a number of Information Technology (IT) and Concession procurements in process and we have reached a point in the project where timeliness of vendor selection and contract execution is critical. A Request for Proposals (RFP) will be published for the scope listed below and detailed evaluation, vendor selection and contract negotiations will follow. This scope will be funded by dollars in the Master Project Budget.

Staff is requesting authorization to issue an RFP, complete vendor selection, negotiations and enter into a contract for the following scope of work:

- NFL and Broadcast Cabling

Recommendation: The Authority authorizes the Chair and CEO/Executive Director to issue an RFP and complete vendor selection, negotiations and enter into contracts for the scope of work listed above. Commissioner Butts Williams moved to approve the recommendation. Commissioner Griffith seconded the motion.

APPROVED

vi. Approve Vikings Legacy Ship

At this time, Tanya Dreesen, Vice President of Partnerships Activation & Special Projects for the MN Vikings, gave a presentation on the Vikings Legacy Ship to the board.

Consistent with today's presentation to the MSFA Commissioners, the MSFA in collaboration with the Team has drafted an Interim Development Agreement that describes in detail, among other items, how the Viking Legacy Ship will be funded, designed, constructed, operated and maintained (the "Interim Development Agreement"). Costs for the Viking Legacy Ship will be 100% Team-funded as a Privately Financed Enhancement. The terms of such Interim Development Agreement will subsequently be reflected in an amendment to the Amended and Restated Stadium Use Agreement ("Use Agreement Amendment"), which Interim Development Agreement will terminate in accordance with its terms at the time such Use Agreement Amendment is executed.



Staff requests that the Chair and the CEO/Executive Director be authorized to negotiate and execute the Interim Development Agreement with the Team and be authorized to negotiate and execute any Use Agreement Amendment in connection with such Interim Development Agreement. Staff requests that the Chair and CEO/Executive Director be authorized to modify the Master Project Budget accordingly.

Staff also requests that the Chair and CEO/Executive Director be authorized to negotiate and execute contracts with vendors and contractors for the work associated with the Viking Legacy Ship.

Recommendation: The MSFA authorizes the Chair and the CEO/Executive Director to negotiate and execute the Interim Development Agreement and Use Agreement Amendment in connection with such Interim Development Agreement. The MSFA also authorizes the Chair and CEO/Executive Director to increase the Team Additional Funding source and the Construction use within the Master Project Budget as necessary based on the final amount of the Team Privately Financed Enhancement determined in accordance with final bids. The MSFA also authorizes the Chair and CEO/Executive Director to negotiate and execute contracts with vendors and contractors for the work associated with the Viking Legacy Ship. Commissioner Griffith moved to approve the recommendation. Commissioner Butts Williams seconded the motion.

APPROVED

b. Report Items

i. Second Quarter Budget Report

Mary Fox-Stroman presented the second quarter budget report for the Minnesota Sports Facilities Authority (MSFA) for the period from January 1, 2015 through June 30, 2015.

The budgetary comparison report for the operating account includes the MSFA's adopted 2015 annual budget, actual revenues and expenses through June 30, 2015, the change in account balance, and the ending account balance as of June 30, 2015.

The MSFA's operating revenues for the fiscal year totaled \$412,865, operating expenses totaled \$2,019,355, and non-operating net expenses were \$277,549. As of June 30, 2015, the account balance decreased by \$1,884,039 and the ending account balance was \$6,782,928.

The budgetary comparison report for the U.S. Bank Stadium project trust account includes the project budget, actual revenues and expenses for 2012, 2013, 2014, first and second quarter 2015, 2015 year-to-date, and a project-to-date column. For the period from January 1, 2015 through June 30, 2015 the stadium project trust account non-operating (non-capital) revenues totaled \$481,269, project expenses were \$187,812,330, capital contributions were \$187,331,060, and the ending account balance was \$3,101.



Project-to-date non-operating (non-capital) revenues totaled \$8,231,384 project-to-date expenses totaled \$575,479,762, project-to-date capital contributions were \$567,261,273 and the net ending account balance was \$3,101.

For period from January 1, 2015 through June 30, 2015 the Block 1 Parking Ramp expenses were \$12,134,211 and capital contributions were \$12,134,211. Project-to-date expenses were \$29,013,684 and capital contributions were \$29,013,684, (U.S. Bank Stadium project has contributed \$9,467,681 and the City of Minneapolis has contributed \$19,546,003), and the account balance was \$0. The U.S. Bank Stadium project expenses and capital contributions also include \$9,467,681 for the Block 1 Parking Ramp.

Also attached is the June 30, 2015 cash and investment summary.

**Minnesota Sports Facilities Authority
Cash and Investment Summary
June 30, 2015**

Cash and Investment Summary as of June 30, 2015:

SUMMARY OF CASH AND INVESTMENTS	
Cash and Cash Equivalents:	
U.S. Bank - operating account	\$563,175.73
U.S. Bank - payroll account	\$1,000.24
U.S. Bank - commercial paper account	\$990,000.15
Total Cash	\$1,554,176.12
Investments:	
U.S. Bank investment account	\$7,111,640.47
Total Cash and Investments	\$8,665,816.59

MINNESOTA SPORTS FACILITIES AUTHORITY
 BUDGETARY COMPARISON SUMMARY - Q2 2015
 OPERATING ACCOUNT
 STATEMENT OF REVENUES, EXPENSES AND CHANGES IN ACCOUNT BALANCE
 For the Period from January 1, 2015 through June 30, 2015

	2015 Budget Annual	2015 Q2 Actual 1/1/15-6/30/15
Revenues:		
Operating Revenues:		
Miscellaneous revenues	\$ -	\$ 3,888
Downtown East Parking Ramp	308,000	250,208
McClellan Block 1 Parking Lot - Refunds	-	4,462
Commemorative Brick Revenue	-	154,307
Allocation from stadium project	2,000,000	-
Total operating revenues	<u>2,308,000</u>	<u>412,865</u>
Expenses:		
Operating expenses:		
Personal services	1,531,000	643,748
Professional services	813,000	722,962
Contractual services	-	60
Audio-visual maintenance costs	12,000	1,858
Travel and meetings	30,000	4,869
Supplies, repairs and maintenance	191,000	69,647
Utilities	-	998
Rent	342,000	111,421
Insurance	119,000	33,861
Communication	50,000	21,522
Miscellaneous	63,500	83,788
Downtown East Parking Ramp	277,000	124,994
McClellan Block 1 Parking Lot	-	1,343
Commemorative Brick Fundraising Expenses	-	198,283
Subtotal operating expenses	<u>3,428,500</u>	<u>2,019,355</u>
Operating income/(loss)	<u>(1,120,500)</u>	<u>(1,606,490)</u>
Non-Operating revenues/(expenses):		
Investment income	50,000	43,483
Taxes-State of MN	800,000	-
Stadium project expenses	(1,473,433)	-
Stadium Management Operator - SMG	(1,637,477)	(321,032)
Subtotal non-operating revenues/(expenses)	<u>(2,260,910)</u>	<u>(277,549)</u>
Change in Account Balance	<u>(3,381,410)</u>	<u>(1,884,039)</u>
Beginning Account Balance	8,666,967	8,666,967
Ending Account Balance	<u>\$ 5,285,557</u>	<u>\$ 6,782,928</u>

MINNESOTA SPORTS FACILITIES AUTHORITY
 BUDGETARY COMPARISON SUMMARY - Q2 2015
 PROJECT TRUST ACCOUNTS
 STATEMENT OF REVENUES, EXPENSES AND CHANGES IN ACCOUNT BALANCE
 As of June 30, 2015

	Project Budget	2012 Actual 08/01-12-12/31/12	2013 Actual 1/1/13-12/31/13	2014 Actual 1/1/14-12/31/14	Q1-2015 Actual 1/1/15-3/31/15	Q2-2015 Actual 4/1/15-6/30/15	2015 Year-to-Date TOTAL	Project-to-Date TOTAL
US BANK STADIUM PROJECT								
Revenues								
Miscellaneous Revenues								
Non-Operating Contributions	\$ -	\$ 833,181	\$ 588,346	\$ 6,328,588	\$ 44,618	\$ 436,652	\$ 481,269	\$ 8,231,384
	-	833,181	588,346	6,328,588	44,618	436,652	481,269	8,231,384
Expenses								
Miscellaneous Expenses								
Noncapitalizable project expenses	-	833,181	588,346	6,315,692	44,618	436,652	481,269	8,218,488
Capital improvement expenses-US Bank Stadium Project*								
Site Acquisition & Improvements	54,883,315	-	751,515	26,615,655	4,000	4,409,400	4,413,400	31,780,570
Construction Costs	834,386,276	-	15,902,234	274,863,786	62,577,885	114,860,250	177,438,135	468,204,155
Furnishings, Fixtures & Equipment	52,121,032	-	-	-	-	14,419	14,419	14,419
Development Costs	87,788,258	2,546,938	24,355,589	23,927,104	1,571,896	3,893,210	5,465,106	56,294,737
Other Project Costs	34,847,923	-	-	-	-	-	-	-
Project Contingency	18,093,296	-	-	-	-	-	-	-
Earnest deposit on Downtown East ramp	-	-	855,000	(855,000)	-	-	-	-
Prepaid project insurance	-	-	10,649,497	317,895	-	-	-	10,967,392
Subtotal expenses	1,082,120,100	3,380,119	53,102,181	331,185,132	64,198,399	123,613,931	187,812,330	575,479,762
Operating income/(loss)	(1,082,120,100)	(2,546,938)	(52,513,835)	(324,856,544)	(64,153,781)	(123,177,279)	(187,331,060)	(567,248,377)
Nonoperating revenues/(expenses):								
Interest	-	-	-	2,882	219	-	219	3,101
SBL sales revenues	-	-	3,426,786	5,564,687	1,324,194	991,579	2,315,773	11,307,246
SBL expenses	-	-	(3,426,786)	(5,564,687)	(1,324,194)	(991,579)	(2,315,773)	(11,307,246)
Subtotal nonoperating revenues/(expenses)	-	-	-	2,882	219	-	219	3,101
Capital Contribution*	1,082,120,100	2,546,938	52,513,835	324,869,440	64,153,781	123,177,279	187,331,060	567,261,273
Operating Transfer From/(To):								
Operating transfer from Operating account	-	-	-	1,523	-	-	-	1,523
Operating transfer to Operating account	-	-	-	(14,419)	-	-	-	(14,419)
Subtotal operating transfer from/(to)	-	-	-	(12,896)	-	-	-	(12,896)
Change in Account Balance	-	-	-	2,882	219	-	219	3,101
Beginning Account Balance	-	-	-	-	2,882	3,101	2,882	-
Ending Account Balance	\$ -	\$ -	\$ -	\$ 2,882	\$ 3,101	\$ 3,101	\$ 3,101	\$ 3,101
BLOCK 1 PARKING RAMP CONSTRUCTION**								
Expenses								
Capital improvement expenses								
Site Acquisition Costs	\$ 7,700,000	-	-	\$ 7,701,120	\$ -	\$ -	\$ -	\$ 7,701,120
Construction Costs	41,253,484	-	-	9,178,353	3,020,121	9,114,090	12,134,211	21,312,564
Subtotal expenses	48,953,484	-	-	16,879,473	3,020,121	9,114,090	12,134,211	29,013,684
Capital Contribution	48,953,484	-	-	16,879,473	3,020,121	9,114,090	12,134,211	29,013,684
Change in Account Balance	-	-	-	-	-	-	-	-
Beginning Account Balance	-	-	-	-	-	-	-	-
Ending Account Balance (Unaudited)	\$ -	-	-	\$ -	\$ -	\$ -	\$ -	\$ -

* The US Bank Stadium project analysis includes costs of \$9,467,681 and capital contributions of \$9,467,681 for the Block 1 parking ramp.

** The Block 1 parking ramp project budget is \$48,953,484 and the funding sources are \$16,321,092 from the US Bank Stadium and \$32,632,392 from the City of Minneapolis. As of 6/30/2015 US Bank Stadium contributed \$9,467,681 and the City contributed \$19,546,003 to this project.



Recommendation: No action is required at this time. This is for informational purposes only.

ii. U.S. Bank Stadium Equity Update

The project reports were assessed as of September 30, 2015. These reports are posted on the MSFA website for transparency purposes. *The next Stadium Equity Oversight Committee will be on November 18, 2015.*

- The **EAF** is currently conducting outreach and training for resource efforts in support of the project.
64 Trained and 73 Placements
 - 836 Workers identified;
 - 165 Workers are available for hire

- Mortenson/Thor Construction provided a **WORKFORCE** report, *as of September 30, 2015.*
 - Exceeding both minority (32%) and women (6%) goals at;
 - 37% minority, 9% women and 4% veteran; 2,313,089 hours total
 - 232 Hired Workers from the TARGETED ZIP CODES in the metro area

- Ryan Construction provided a **WORKFORCE** report, *as of September 30, 2015.*
 - Exceeding both minority (32%) and women (6%) goals at;
 - 36% minority, 10% women and 0.1% veteran; 130,562 hours total
 - 51 Hired Workers from the TARGETED ZIP CODES in the metro area

- **Total WORKFORCE** on the U. S. Bank Stadium Project, *as of September 30, 2015*
 - 37% Minority
 - 9% Women
 - 4% Veteran

- HKS provided a TARGETED BUSINESS report on **DESIGN** activity, *as of September 30, 2015.*
 - **Goals MBE (8%) and WBE (11%) goals at;**
 - 15 MBE: 8% (\$3,150,769)
 - 17 WBE: 10% (\$4,121,337)

- Ryan Companies' TARGETED BUSINESS report on **DESIGN** activity, *as of September 30, 2015.*
 - 5 MBE: 9% (\$191,773)
 - 7 WBE: 12% (\$263,650)

- **Total DESIGN, as of September 30, 2015.**
 - MBE: \$3,342,542 (7%)
 - WBE: \$4,384,987 (10%)
 - **Total: \$7,727,529**



- Mortenson/Thor's TARGETED BUSINESS report on **Construction** activity, *as of September 30, 2015*.
 - **MBE (9%) and WBE (11%) goals at; EXCEEDING**
 - 56 MBE Contracts totaling 12%; (\$93,287,666)
 - 73 WBE Contracts totaling 17% (\$124,683,970)
 - 7 VBE Contracts totaling 1% (\$11,149,606)
 - **Total Targeted Business: (\$229,121,242)**

- Ryan Companies' TARGETED BUSINESS report on **Construction** activity, *as of September 30, 2015*.
 - **MBE (9%) and WBE (11%) goals at; EXCEEDING**
 - 32 MBE Contracts totaling 12%; (\$5,209,893)
 - 48 WBE Contracts totaling 18% (\$7,202,283)
 - 2 VBE firms totaling .35% (\$144,180)
 - **Total Targeted Business: (\$12,556,356)**

- **Total TARGETED BUSINESS Construction** activity, as of *September 30, 2015*.
 - MBE: \$98,497,559 (12%)
 - WBE: \$131,886,253 (15%)
 - VBE: \$11,293,786 (1%)
 - **Total Targeted Business: (\$ 241,677,598)**
 - **Total Business: (\$798,201,052)**

Recommendation: None. This report is for informational purposes only.

iii. **U.S. Bank Stadium Construction Project Update**

Brendan Moore offered a construction update on behalf of Mortenson/Thor. The project is 80% complete with over \$700 million spent to date. There are over 1300 workers on site.

7. PUBLIC COMMENT

Three individuals came forward for public comment at this time.

1. Jerry Bahls, Minneapolis Chapter of Audubon Society: Mr. Bahls noted other bird fatalities in the area and stressed the importance of complying with the Dark Skies guidelines.

2. Ann Laughlin, MN Citizens Concerned for the Protection of Migratory Birds: Ms. Laughlin expressed concern over the trees that were displayed next to the Vikings Legacy Ship on the west plaza. The presence of trees would encourage birds to fly closer to the stadium and would therefore increase bird fatalities.



3. Wendy Haan, MN Citizens Concerned for the Protection of Migratory Birds: Ms. Haan reiterated the risks that exist for birds with the stadium and that she hopes the right thing will be done with the millions of dollars that are being spent on the project.

At this time, Chair Kelm-Helgen reported that conversations are continuing with 3M and the State Audubon Society regarding a potential film product for the glass. The film would be applied after the building is open. They will report back on progress. She also noted that the Vikings Legacy Ship images that displayed trees were only renderings and were not final representations of what would actually be put in place.

8. DISCUSSION

No discussion occurred at this time.

9. ANNOUNCE FUTURE MEETINGS

Friday, December 18, 2015 at 9:00 A.M MSFA Board Meeting, 1010 Metrodome Square Building

10. ADJOURNMENT

There being no further business to come before the MSFA, Commissioner McCarthy moved to adjourn the meeting, seconded by Commissioner Sertich and approved unanimously – 5 YEAS, 0 NAYS.

APPROVED

The meeting was adjourned at 9:36 am.

ADOPTED this 18th day of December 2015 by the Minnesota Sports Facilities Authority

Secretary, Bill McCarthy

Ted Mondale, CEO/Executive Director