



MINNESOTA SPORTS FACILITIES AUTHORITY
Meeting Minutes – September 17, 2020 at 8:00 A.M.
Zoom Video & Teleconference

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 via phone: Chair Michael Vekich, Bill McCarthy, Barbara Butts Williams, and Angela Burns Finney

3. **APPROVAL OF MEETING MINUTES – August 20, 2020.** *See, Exhibit A.*

4. **BUSINESS**

a. Action Items

i. Approve Updated MSFA Bylaws

Jay Lindgren, General Counsel to the MSFA, presented the proposed revisions to the MSFA Bylaws. These proposed changes would be made to the following sections: Annual Meeting, Secretary/Treasurer, and Electronic Meetings. Along with those changes, there were also numerous non-substantive language changes made throughout the document to use consistent terms like “Chair” and “Commissioners.” *See, Exhibit B.*

Commissioner Butts Williams asked Chair Vekich if the MSFA is looking at both the role of the Chair and the Executive Director in order to ensure that they align with the bylaw changes, and Chair Vekich confirmed that the roles are currently being reviewed.

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

The MSFA authorizes the revisions to the Bylaws presented on September 17, 2020.

ii. MSFA's Policies and Procedures

Mr. Lindgren presented the proposed revisions to the MSFA's Policies and Procedures. He stated that the MSFA has had various policies that govern regular operations of the MSFA, and that these documents have been adopted by the Board at various times, and staff, in coordination with the Chair, have updated, revised and compiled these documents into a single Policy Manual. This has been done to (a) update portions of the policies and (b) to have all policies available in a single, organized document. *See, Exhibit C.*

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

The MSFA authorizes the revisions to the Policy Manual presented on September 17, 2020.

iii. Communications Agreement between MSFA and ASM

Mr. Farstad, Executive Director of the MSFA, stated that ASM Global's leadership team and staff have been very effective in supporting the MSFA since September 2019, and the MSFA would like to continue this practice on a going forward basis. If approved, ASM Global will continue to serve as the source of communications representation for both MSFA and ASM Global at U.S. Bank Stadium. *See, Exhibit D.*

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

The MSFA authorizes the Chair and Executive Director to execute a contract agreement with ASM Global in an amount not to exceed \$120,000.

b. Report Items

i. Status of U.S. Bank Stadium

John Drum, Interim General Manager of U.S. Bank Stadium, provided the MSFA board with a stadium update. He stated that ASM Global is continuing to stay in contact with the State of Minnesota and the City of Minneapolis, and there is nothing new to report as the state is still on phase 3 of reopening. He noted that the next Minnesota Viking's home game will not have fans, but ASM Global is still in contact with clients and partners to discuss when their return to the stadium for events. Mr. Drum stated that he knows fans want to get back into the stadium as soon as possible, and he believes that ASM Global's VenueShield program will keep guests safe and healthy when it is time to open the doors.

Lester Bagley, Executive Vice President of Public Affairs at the Minnesota Vikings, then gave a brief NFL update. He stated that operationally, the game went very smoothly and that there were no issues during the first home game. He praised his staff for doing a wonderful job at keeping socially distant, especially those working in the tight quarters such as the press box. Mr. Bagley stated that the Minnesota Vikings used their home game to help create an awareness of social injustice, and all the players worked together to deliver a message about racial equality. He noted that George Floyd's family was honored, and that it was a special moment for the organization. Mr. Bagley stated that the only Viking's fans in attendance for the game were cardboard cutouts of fans, celebrities, and former Viking's legends. Lastly, Mr. Bagley stated that the Viking's will be traveling to Indianapolis for their next game, and the Colts are allowed to have some fans in attendance. The Minnesota Viking's staff plans on having a meeting with the Indianapolis Colts' staff to review their successes and learn how their plan could be implemented at U.S. Bank Stadium, as the goal is to bring back 20% of fans before the season is over.

ii. Executive Director Report

Mr. Farstad stated that the progress on the exterior repair project continues at a very steady pace as we near the completion of Phase One. The zinc panel installation is now complete on the south and far northeast sections of the Stadium, and the north side "U.S. Bank Stadium" signage has also been reinstalled. The west Prow "U.S. Bank Stadium" signage will also be reinstalled by mid-October, and all Phase One activities will be completed in the first weeks of November.

The Blister repair and insulation installation activities are underway on the north side (adjacent to the Sky Bridge) and continue on to the northwest prow. Mr. Farstad stated that the zinc panel installation will then follow, with the placement beginning at ground level and working upwards to the parapet. He noted that the west prow video board has been reinstalled, commissioned, and was fully operational prior to the September 13th Minnesota Vikings versus Green Bay Packers game.

Mr. Farstad stated that the hat channel coping installation and sky bridge repairs are underway and a draining solution at the stairs near the ticket window has been designed, and construction drawings are currently being reviewed. Mr. Farstad noted that the job site has been incredibly safe and announced that the work crew consists of 20-25 men/women on site daily, and there have been no reported safety incidents. Mortenson and McGrath are continuing to operate the job site at the highest level of care, and a second shift has been added to the job.

Mr. Farstad reported that the installation crews are now on site for the snow gutter repairs. He noted that the scaffolding and construction materials are now in place, the damaged panels are being removed, and the plumbing is being repaired. The panel removal process will continue for a few more weeks, and the new panels will be installed in October, with a completion date set for mid-November.

Lastly, Mr. Farstad stated that the transition from static signage to the 118 Digital Screens at the 10 Concessions Stands on the Main and Upper Concourses is nearly complete, and noted that this project is a continuation of the project from the prior year on the Main Concourse. Once the screens are in place, the digital media players will be connected for testing and final programming. The project completion is scheduled for September 30.

5. PUBLIC COMMENTS

1. Jerry Bahls – Audubon Chapter of Minneapolis: Mr. Bahls presented his concerns about bird glass collisions as the fall migration period is now underway. He stated that he understands the MSFA met with Michael Measure from the Fatal Light Awareness Program (FLAP), who recently launched a project two years ago called “Global Bird Rescue”. The program involves volunteers searching for victims of bird-window collisions, and uses an app to photograph and document the locations using GPS technology. Mr. Bahls noted that the Audubon Chapter of Minneapolis will be participating in this

program and will be looking at many high-risk areas within the metro area. Lastly, he stated that he was delighted to see that the Los Angeles Clippers will be incorporating fritted glass to their arena in order to prevent bird collisions, and he looks forward to the day when nearly all buildings are bird safe.

6. DISCUSSION

There was no discussion.

7. ANNOUNCEMENT OF NEXT MEETING

Chair Vekich announced that the next MSFA meeting will be held on Thursday October 15, 2020, at U.S. Bank Stadium in the Medtronic Club at 8:00 A.M., or possibly by teleconference based on the status of the Covid-19 pandemic.

8. ADJOURNMENT

There being no further business to come before the MSFA, the meeting was adjourned at 9:08 A.M.

Approved and adopted the 19th day of November 2020, by the Minnesota Sports Facilities Authority.



Tony Sertich, Secretary/Treasurer



James Farstad, Executive Director
Minnesota Sports Facilities Authority



Exhibit A

MINNESOTA SPORTS FACILITIES AUTHORITY
Meeting Minutes – August 20, 2020 at 8:00 A.M.
Zoom Video & Teleconference

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 via phone: Chair Michael Vekich, Bill McCarthy, Barbara Butts Williams, Angela Burns Finney, and Tony Sertich

3. APPROVAL OF MEETING MINUTES – June 22, 2020. *See, Exhibit A.*

4. BUSINESS

a. Action Items

i. Authorize Negotiation for the Property Insurance Program

Mr. Farstad, the Executive Director at the MSFA, stated that Willis Towers Watson, the MSFA’s property insurance program broker, is in the process of focusing their efforts on securing coverage for the MSFA’s property insurance program. The renewal strategy is to obtain the best possible terms from the incumbent insurers (AIG and Travelers) and explore options from alternative insurers. The current program has a layered approach whereby AIG provides the primary insurance limit of \$1 billion and Travelers provides the excess layer of \$200 million for a total policy limit of \$1.2 billion. The quotes are not finalized, but it is anticipated that their premium increases may be in the 15% to 25% range. *See, Exhibit B.*

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

The MSFA authorizes the Chair and Executive Director to finalize negotiations and enter into contracts for the property insurance program. A full insurance report will be presented at the next MSFA board meeting.

ii. Temporary Team Signage

James Farstad, the MSFA's Executive Director, stated that the Minnesota Vikings have rights to certain sponsorship and advertising revenue from signage under both the Stadium Act and the Use Agreement. The Vikings have requested additional temporary signage within the Stadium bowl during the current NFL season as an accommodation to Team sponsors and advertisers because of the limitations on in-person attendance at Vikings games. See, Exhibit C.

Commissioner Butts Williams asked Mr. Farstad if the MSFA or ASM Global have received requests from sponsors or suite owners to add even more signage than presented, and Mr. Farstad stated that the only signage that is under consideration at the time, is what is presented to the board.

Commissioner Sertich stated that the NBA and the MLB has virtual/electronic signage, and asked Mr. Farstad if the MSFA and the Vikings have considered that type of advertising. Mr. Farstad stated that he is unaware of any requests of this type. John Drum, Interim General Manager at U.S. Bank Stadium, concurred and stated that that type of advertising would be done by broadcasting networks. Steve Poppen, CFO of the Minnesota Vikings, stated that the NFL is standing with their tradition of no electronic signage, and if there were to be any additional advertising, it would be broadcasting signage done by the television networks.

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

The MSFA Board authorizes the Chair and the Executive Director to finalize and execute a temporary agreement with the Minnesota Vikings allowing additional signage in the Stadium during the current NFL season.

b. Report Items

i. Status of U.S. Bank Stadium

John Drum, Interim General Manager of U.S. Bank Stadium, provided the MSFA board with a stadium update. He stated that only essential staff continue to work at the stadium, and that Covid-19 safety precautions are still being enforced upon entry to the building. Mr. Drum noted that stadium staff is diligently planning for the September 13th Minnesota Vikings football game, and that the stadium is in excellent condition for their season opener. Due to the stadium being an indoor facility, Mr. Drum stated that at this time, only 250 people maximum are allowed inside at one time, so the majority of the events have been cancelled, and some rescheduled for the spring. Some upcoming events including the Johnnie/Tommie football game, MSHSL Football Championship, and the holiday boutique have all been cancelled this fall, however; MSHSL Soccer Championships may continue in a very limited form. Mr. Drum then announced that ASM Global is releasing a program called “VenueShield”, which is a reactivation guide that will provide employees with the best practices on how to open the stadium safely in six different categories. Those categories include: Environmental hygiene, Workforce Safety, Food Safety, Technology& Equipment, Customer Journey, and Public Awareness. Although it may take a while for the stadium to return to “normal”, Mr. Drum stated that his staff will be ready when that time comes.

iv. Executive Director Report

Mr. Farstad stated that the progress on the exterior repair project continues on the north and west side of the stadium, and the metal panel installation is proceeding and is nearly completed on the south side. All of the Phase I metal panel material is fabricated and has now been delivered to McGrath’s facility located in Stillwater, MN, and the Phase II metal paneling is currently being fabricated and processed in Wisconsin. Mr. Farstad stated that the hat channel coping installation continues at the roof line, the skybridge repairs are anticipated to be complete in late August, and a draining solution at the stairs near the ticket window have been designed with construction drawings, which are scheduled to be delivered by HKS at the end of August. Mr. Farstad noted that the work crew consists of 20-25 men/women who are on site daily, and to date, there have been no reported safety incidents.

Mr. Farstad stated that Verizon and AT&T have now both completed the installation and testing of 5G antennas and equipment in the Stadium.

Regarding the snow gutter repairs, Mr. Farstad stated that installation crews are now at the stadium, and the construction has begun. Currently, scaffolding and construction materials are being loaded into the gutter, and the removal of existing materials will begin at the end of August. Mr. Farstad noted that once the multi-week removal process is completed, new construction will be underway, with an estimated project completion date of mid-November.

Mr. Farstad then gave a Covid-19 preparedness capital investment update. He stated that as a result of the unforeseen pandemic, a number of investments have been made in the Stadium to ensure that the MSFA is taking appropriate actions in the area of COVID Preparedness. Mr. Farstad then provided a list of recent COVID related capital purchases and their prices, which include the following:

Stadium Capital Procurement:

COVID Preparedness - Headsets	Alpha Video	\$3,143.19
COVID Preparedness - UVC Hygienic System Cleaning	Cleanbox	\$8,031.66
COVID Preparedness-GreenZapr 850	Turf Alliance	\$15,159.32
COVID Preparedness-Video Control Room Partitions	Alpha Video	\$27,218.93
COVID Preparedness - Acrylic Barriers	Innovative Office	\$12,059.78

With these additions, \$134,019.44 remains in the uncommitted dollars from the approved 2020 Stadium Capital Budget.

Concessions Capital Procurement:

COVID Preparedness - Countertop Shields	Versare	\$38,618.94
---	---------	-------------

With this addition, \$432,269.66 remains in the uncommitted dollars from the approved 2020 Concessions Capital Budget.

Once the full impact of COVID preparedness is understood, Mr. Farstad stated that then the MSFA may request Board approval to increase the 2020 Capital Budgets to accommodate these unforeseen investments.

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 September 17, 2020, at U.S. Bank Stadium in the Medtronic Club at 8:00 A.M., or possibly by teleconference based on the status of the Covid-19 pandemic.

8. ADJOURNMENT

There being no further business to come before the MSFA, the meeting was adjourned at 8:40 A.M.

Approved and adopted the 17th day of September 2020, by the Minnesota Sports Facilities Authority.



Tony Sertich, Secretary/Treasurer



James Farstad, Executive Director
Minnesota Sports Facilities Authority



Exhibit B

MEMORANDUM

To: MSFA Commissioners
From: James Farstad, Executive Director
Date: September 17, 2020
Subject: Bylaws

The Bylaws serve as the primary governing document of the MSFA. They can be amended by you through a simple majority vote. As part of updating of the Policy Manual, which is also on your September 17 agenda, the Bylaws are proposed to be amended in three minor ways:

1. Annual Meeting. The Bylaws currently require election of officers and establishment of an annual regular meeting calendar in January of each year. The proposal revised this to “January or as soon thereafter as reasonably practicable.” This is intended to create flexibility in case the January Board meeting is ever delayed. (See Sections 3.3 and 4.1)
2. Secretary/Treasurer. Currently, the Secretary/Treasurer has very specific duties including being the custodian of all records and MSFA money. As a practical matter, these duties are routinely performed by the Chair, Executive Director or other staff. The proposed language reflects this modern practice and revises the Secretary/Treasurer’s duties to those “assigned by the Board.” (See Section 3.3)
3. Electronic Meetings. During the current pandemic, Board meetings have been held telephonically or via video conference. State law specifically allows this during certain emergency situations. State law also allows meetings to be held electronically, in a non-emergency, as long as all Commissioners are in locations also accessible to the public. The proposed change simply allows future meetings to be held in a manner authorized by law now or in the future. (See Section 4.9)
4. Numerous non-substantive language changes are made throughout the document to use consistent terms like “Chair” and “Commissioners.”

The proposed Bylaws revisions are posted on the MSFA website.

Recommended Motion: *The MSFA authorizes the revisions to the Bylaws presented on September 17, 2020.*



Exhibit C

MEMORANDUM

To: MSFA Commissioners
From: James Farstad, Executive Director
Date: September 17, 2020
Subject: Policy Manual

The MSFA has various policies that govern regular operations of the MSFA. These documents have been adopted by the Board at various times. Staff, in coordination with the Chair, have updated, revised and compiled these documents into a single Policy Manual. This has been done to (a) update portions of the policies and (b) to have all policies available in a single, organized document. The proposed Policy Manual (and all proposed revisions to current policies and procedures) has been provided to you and posted on the MSFA website.

The proposed Policy Manual contains the following:

- Operations and Capital Improvements Equity Plan
- Capital Asset Management Policy
- Procurement Policy
- Procedures for Planning and Procurement of Capital Enhancements
- Investment Policy
- Travel and Meeting Reimbursement Policy
- Suite Use Policy
- Code of Ethics
- Political Activities Policy
- Personnel Policy Manual
- Affirmative Action Plan
- Data Retention Procedures for Email and Other Communications
- Records Retention Schedule

Most of the revisions are non-substantive to utilize consistent terms throughout all the policies. In addition, the respective roles of the Chair and Executive Director are further clarified to reflect current practices. These changes should be helpful to future governance of the MSFA for years to come.

Here are key substantive revisions (and a page reference to the redlined document provided to you and posted on the website):

Capital Asset Management Policy (PDF p. 16)

Specific language from the Stadium Act is added regarding the statutory nature of the Stadium as a public asset with a uniquely broad public purpose. This is done to reflect that the Stadium



is a government enterprise and, accordingly, has unique authority to operate. This change is proposed to tie a Board-approved policy directly to the statutory authority to operate as a public enterprise.

Procurement Policy (PDF p. 21)

The MSFA's procurement rules are largely governed by State law. During the Stadium construction phase, specific statutory authority applied. Those rules are no longer relevant and are sometimes confusing because they no longer apply. Also, since Stadium opening, you have adopted additional procurement procedures. They are all now in one location. This should be helpful for both internal procurement management and transparency with those looking to do business with the Authority.

Investment Policy (PDF p. 50)

The proposed changes shouldn't result in any significant revision to the MSFA's investment strategy, but they reflect updated statutory authority for certain types of allowed investments. The revisions have been reviewed by your legal counsel, accounting firm and external investment manager.

Travel Policy (PDF p. 59)

The proposed changes address two primary areas. First, language is modernized to allow things like Uber reimbursement while traveling (and not just taxis). Second, because promotion of the State and marketing of the Stadium are key statutory responsibilities of the MSFA, there are legitimate entertainment and similar expenses that meet the Stadium's public purpose. These are clarified and updated in the policy. The process for seeking reimbursement is also modernized and streamlined for efficiency while also maintaining appropriate fiduciary oversight.

Personnel Policy (PDF p. 95)

The current Policy includes very specific language that was related to employees because of the closure of the MetroDome. In particular, if employees were permanently laid off due to closure of the MetroDome, they were eligible for 6 months of severance pay. That benefit also applies broadly to other permanent layoffs that may occur. This may not have been the original intent when this was policy originally adopted by your predecessor agency, the Metropolitan Sports Facilities Commission. The proposed policy now bases severance on years of service and caps the severance benefit at 8 weeks of pay. See the chart on page 97 of Policy Manual for greater detail. All current Authority employees are excepted and would receive the current severance levels if a relevant termination were to occur. Similar changes were made to the amount of accumulated sick leave and vacation pay that can be cashed out or transferred upon termination. Again, all current Authority employees are excepted. These changes are based on a review of current personnel policies for similar public agencies, including the Metropolitan Council. The goal is to make these policies "market" on a move-forward basis, while not depriving current employees of benefits they may have expected.



Recommended Motion: *The MSFA authorizes the revisions to the Policy Manual presented on September 17, 2020.*



September 17, 2020

Exhibit D

MEMORANDUM

TO: MSFA Commissioners

FROM: James Farstad, Executive Director

SUBJECT: Approve ASM Global Contract

ASM Global leadership team and staff have been very effective in supporting MSFA since September 2019, and the MSFA would like to continue this practice on a going forward basis. If approved, ASM Global will continue to serve as the source of communications representation for both MSFA and ASM Global at U.S. Bank Stadium. This representation includes:

- Communication Strategy
- Media Relations/Inquiries
- Crisis Communications
- Marketing And Branding

Due to their intimate knowledge and hands on day to day management of stadium communications, MFSA recommends that ASM Global continues to provide these services for the MSFA. Staff requests approval for the Chair and Executive Director to renew the contract agreement from September 1, 2020 through August 31, 2021 with ASM Global in an amount not to exceed \$120,000.

Recommended Motion: *The MSFA authorizes the Chair and Executive Director to the contract agreement with ASM Global in an amount not to exceed \$120,000.*