

TOURISM AND SPORTS AUTHORITY

**Minutes of a Meeting of the Board of Directors
September 11, 2003 – 7:30 a.m.
44th Meeting of the Board of Directors
Tourism and Sports Authority Boardroom
14500 N. Northsight Boulevard, Suite 312
Scottsdale, Arizona 85260**

Attendance

Members

Roc Arnett
John Benton
Michelle Eckert
Jim Grogan
Tom Hocking
C.A. Howlett (Telephonically)
Herman Orcutt
William Peltier
Rod Williams (Telephonically)

Staff

Ted Ferris, President and Chief Executive Officer
Kenny Harris, P.E., Vice President for Facilities
Charles Foley, Chief Financial Officer
Kim Monroe, Executive Assistant
Deb Wilson, Executive Assistant

1. Introduction. A public meeting of the Board of Directors (the "Board") of the Tourism and Sports Authority (the "Authority") was held in the Boardroom at the offices of the Authority, 14500 N. Northsight Boulevard, Suite 312, Scottsdale, Arizona 85260, on Thursday, September 11, 2003, at 7:30 a.m. A quorum being present, and the meeting having been duly noticed and called, Mr. Grogan, the Chairman, called the meeting to order.

2. Consideration of Resolution Approving Super Bowl XLII Stadium License Memorandum of Understanding. The Chairman explained the status of the National Football League's (the "NFL") selection process for the site of Super Bowl XLII. The Chairman then asked Mr. Ted Ferris, the Authority's President and Chief Executive Officer, to address the Board regarding that certain Memorandum of Understanding (the "MOU") among the Authority, the NFL, the Super Bowl Committee, and B&B Holdings, Inc., d/b/a the Arizona Cardinals (the "Cardinals") relating to the bid to host Super Bowl XLII at the Multipurpose Stadium submitted

to the NFL by the Super Bowl Committee (the "Super Bowl Bid"). Mr. Ferris then reviewed the provisions of the MOU. Mr. Ferris stated that the Authority's staff reviewed the Super Bowl Bid in order to determine any impact on the Authority's obligations. Mr. Ferris then recommended that the Board approve the MOU.

The Chairman then invited Mr. Michael Bidwill, the Vice President of the Cardinals, to comment on the MOU. Mr. Bidwill stated that hosting Super Bowl XLII will have direct and indirect beneficial economic impacts on the Phoenix metropolitan area. Mr. Bidwill further noted that Super Bowl XXX held at Tempe's Sun Devil Stadium was well received by the NFL and stated that the construction of the Multipurpose Facility greatly enhances the attractiveness of selecting the Phoenix metropolitan area as the site of Super Bowl XLII. Mr. Bidwill stated that a final decision on site selection by the NFL owners will occur on October 30, 2003. The Chairman then thanked Mr. Bidwill for his comments.

Mr. Hocking stated that he was supportive of the MOU and then inquired as to certain provisions in the MOU relating to labor rates for union agreements for construction in connection with Super Bowl XLII. Mr. Hocking also inquired as to whether the MOU contemplates a waiver of sales tax on food, beverages and novelties sold at the Multipurpose Facility during Super Bowl XLII. The Chairman invited Mr. Bidwill to respond to Mr. Hocking's inquiries. Mr. Bidwill stated that the labor rate provisions in the MOU are standard provisions that the NFL has requested be included in every Super Bowl bid. Mr. Bidwill explained that these provisions address the NFL's concern with respect to unjustified inflation of labor rates for construction in connection with Super Bowls. Mr. Bidwill also stated that the NFL has asked all communities bidding for Super Bowl XLII to agree to provide sales tax waivers for concessions and other merchandise sold at the host stadium during the event. Mr.

Bidwill also stated that the MOU contemplates that the NFL will receive 100% of the revenue from such sales. The Chairman then stated that he has reviewed bids for Super Bowl XLII from other cities and that sales tax waivers were included in such bids. Mr. Benton then stated that after the NFL selects a community to host the event, additional negotiations will take place with respect to the terms and conditions for the license of the host stadium.

The Chairman then asked for a motion to approve the Resolution approving the MOU. Upon motion duly made by Mr. Peltier, seconded by Mr. Williams, and unanimously carried, that certain Resolution approving the MOU was approved.

3. Announcements. The Chairman then asked Mr. Ferris to report on the status of the Authority's search for a Youth and Amateur Sports coordinator. Mr. Ferris stated that the deadline for individuals to submit applications for the position expires September 19th and that the Authority expects to hire a coordinator by mid-October. Mr. Ferris further stated that the Youth and Amateur Sports Committee had met yesterday to discuss the applications that had been submitted to the Authority. The Chairman then asked Mr. Ferris to provide the Board at a later date with the bios of the top three to five candidates for the position, subject to keeping such bios confidential.

The Chairman announced that October 17, 2003 is the deadline for response to the Authority's request for proposals for the management of the Multipurpose Facility. The Chairman noted that it is anticipated that the final selection of the Multipurpose Facility's management company will occur by the end of 2003 calendar year.

The Chairman then announced that the next meeting of the Board would be held Tuesday, September 30, 2003 at a time and location to be determined and properly noticed.

8. Adjournment. There being no further business to come before the Board, upon motion duly made by Mr. Arnett, seconded by Mr. Orcutt and unanimously carried, the meeting adjourned.

EXHIBIT A

Resolution Approving Super Bowl XLII Stadium License Memorandum of Understanding