

**Arizona Sports & Tourism Authority**

**Minutes of the 61<sup>st</sup> Meeting of the Arizona Sports & Tourism Authority  
Board of Directors  
September 22, 2005 – 8:00 a.m.  
Arizona Sports & Tourism Authority, Board Room  
14500 N Northsight Boulevard, Suite 312  
Scottsdale, AZ 85260**

**Attendance**

**Members**

John D. Benton, Chairman - Telephonically  
F. Rockne Arnett - Telephonically  
Debbie Johnson - Telephonically  
Rod Williams - Telephonically  
Gerald C. Walker - Telephonically  
Jonathan Garrett - Telephonically  
Verma Pastor - Telephonically  
Larry Landry, Absent  
Herman Orcutt, Absent

**Staff**

Ted A. Ferris, President/CEO  
Charles M. Foley, Chief Financial Officer &  
Treasurer  
Kimberly Monroe, Executive Assistant  
Brad Parker, Public Information Officer  
Kenny W. Harris, VP for Facilities  
Deborah Wilson, Project Assistant

1. Call to Order. A public meeting of the of the Arizona Sports & Tourism Authority (the "Authority") Board of Directors (the "Board") was held in the Board Room at the offices of the Authority, 14500 N. Northsight Blvd., Suite 312, Scottsdale, AZ 85260 on Thursday, September 22, 2005 at 8:00 a.m. A quorum being present, and the meeting having been duly noticed and called, Mr. Benton, called the sixty-first meeting of the Board to order.

2. Consideration of Minutes from August 15, 2005 Meeting. The Chairman asked for a motion to approve and ratify the minutes of the Board held August 15, 2005 (exhibit A). Upon motion duly made by Mr. Arnett and seconded by Ms. Pastor and unanimously carried and it was resolved that the minutes be approved.

3. Multipurpose Facility Matters. Mr. Benton stated that he would like to proceed with agenda item 3. d., Consideration of National Championship and Playoff

Game Special Use Agreement first. Mr. Ferris, Authority President/CEO, briefed the members on the requirement of the agreement based on the statute. Ms. Strunk, General Counsel to the Authority, reviewed the agreement (exhibit B) in detail with the members. Mr. Benton asked for a motion to approve the National Championship and Playoff Game Special Use Agreement. Upon motion duly made by Mr. Williams, seconded by Mr. Arnett, and unanimously carried, the motion was approved.

4. Consideration of remaining agreements. Mr. Benton stated that the remaining agreements on the agenda would need to be approved by the NFL prior to the sale of the Bonds and that the Authority had not received confirmation from the Arizona Cardinals that the NFL had approved the agreements. Mr. Benton asked Mr. Ferris to review the possibility of a delay and its potential impact on the stadium project. Mr. Ferris stated that the Authority had enough funds to take us through the end of the year but that the Design Builder, Hunt Construction, would require financial assurances from the Authority and the Team in order to keep to the original construction schedule. Mr. Harris, Authority Vice President for Facilities discussed the schedule and the possibility of construction delays. Mr. Benton recognized Mr. Dean Short, General Counsel to the Arizona Cardinals, as being in attendance. Mr. Benton asked Mr. Short if the Arizona Cardinals had any new information on the status of the approval of the agreements from the NFL. Mr. Short stated that Mr. Michael Bidwill, Arizona Cardinals Vice President and General Counsel, had just reported to him that the NFL had approved the agreements. Mr. Benton stated that with the assurance from Mr. Short that the NFL had approved the agreements the board would move forward on considering the agreements for approval. Mr. Benton further stated that he would provide his approval for the letters prepared by

the Arizona Cardinals which would be sent to the NFL regarding the scheduling of events during the season so long as no revisions had been made to the letters.

5. Consideration of changes to the Amended and Restated Cardinals Use Agreement (exhibit C), Consideration of Changes to the Amended and Restated Project Management Agreement (exhibit D) and Consideration of Facility Use Fee Agreement (exhibit E). Ms. Strunk reviewed the agreements with the members. Mr. Benton asked for a motion to approve the three agreements. Upon motion duly made by Mr. Williams seconded by Ms. Pastor, and unanimously carried, the motion was approved.

Mr. Ferris reviewed the bond sale schedule with the members and stated that the closing could be as early as the end of next week. Ms. Strunk requested that Mr. Short forward the signed NFL letters to the Authority by the end of the day. Mr. Short stated that the Arizona Cardinals could deliver the signed letters by the afternoon.

11. Adjournment. There being no further business to come before the Board the meeting adjourned.

“Exhibit A”

August 15, 2005 Board Meeting Minutes

“Exhibit B”

National Championship and Playoff Game Special Use Agreement

“Exhibit C”

Amended and Restated Project Management Agreement

“Exhibit D”

Amendment to the Design Build Agreement

“Exhibit E”

Facility Use Fee Agreement