

Arizona Sports & Tourism Authority

**Minutes of 79th Meeting of the Arizona Sports & Tourism Authority
Board of Directors**

June 15, 2007

9:00 a.m.

**Arizona Sports & Tourism Authority, Board Room
University of Phoenix Stadium
1 Cardinals Drive
Glendale, AZ 85305**

Attendance

Members

Larry Landry, Chairman (Absent)
Herman Orcutt, Vice Chairman
Roc Arnett
John Benton
Debbie Johnson
Verma Pastor
Jerry Walker
Rod Williams
Bradley Wright

Staff

Ted A. Ferris, President/CEO
Charles Foley, CFO & Treasurer
Kimberly Monroe, Executive Assistant/Office Mgr.

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 Authority's Board Room at the University of Phoenix Stadium, 1 Cardinals Drive, Glendale, AZ 85305 on Friday, June 15, 2007 at 9:00 a.m. A quorum being present and the meeting having been duly noticed and called, Vice-Chairman Herman Orcutt called the seventy-ninth meeting of the Board to order.

Vice-Chairman Orcutt stated that (pursuant to the Authority's bylaws) he would be acting as Chairman during the meeting due to the absence of the Chairman, Larry Landry.

2. Consideration of March 16, 2007, March 28, 2007, April 11, 2007, and May 29, 2007 Board Meeting Minutes. The Chairman asked for a motion to approve the minutes of the Board held March 16, 2007 (Exhibit A), March 28, 2007 (Exhibit B), April 11, 2007 (Exhibit C), and May 29, 2007 (Exhibit D). Upon motion duly made by Mr. Roc Arnett and seconded by Mr. Rod Williams the minutes were unanimously approved.

3. Consideration of Executive Session. The Chairman asked for a motion to go into executive session for consultation with the attorneys of the Authority regarding the Authority's

position regarding contracts that are the subject of negotiations pursuant to A.R.S.38-431.03(A)(4). Upon motion duly made by Mr. Benton and seconded by Mr. Jerry Walker the Board unanimously approved the motion to enter into Executive Session.

Vice-Chairman Orcutt requested a motion to move back into open meeting. Upon motion duly made by Mr. Benton and seconded by Mr. Orcutt the Board unanimously approved the motion to return to the open portion of the public meeting.

4. Nominations and Elections of Authority Officers. Vice-Chairman Orcutt asked for nominations for the office of Chairman of the Board. Mr. Walker moved to nominate Ms. Debbie Johnson as the next Chairman of the Board, which motion was seconded by Mr. Arnett. Vice Chairman Orcutt asked the Members if there were any other nominations for Chairman. Hearing none, the vote was called for and the Board unanimously approved Ms. Johnson as the Chairman-elect. Vice-Chairman Orcutt asked for nominations for the office of Vice Chairman of the Board. Mr. Benton moved to nominate Mr. Orcutt for a second term as Vice Chairman, which was seconded by Mr. Williams. Vice-Chairman Orcutt asked the Members if there were any other nominations for Vice Chairman. Hearing none, the vote was called for and the Board unanimously approved Mr. Orcutt to continue as Vice Chairman. Vice-Chairman Orcutt asked for nominations for the office of Secretary of the Board. Ms. Johnson moved to nominate Mr. Walker to continue as Secretary, which was seconded by Mr. Brad Wright. Vice-Chairman Orcutt asked the Members if there were any other nominations for Secretary. Hearing none, the vote was called for and the Board unanimously approved Mr. Walker to continue as Secretary. Vice-Chairman Orcutt reminded the members that the newly elected officer terms would be effective July 1, 2007.

5. Super Bowl Matters. Vice-Chairman Orcutt asked Mr. Ted Ferris, Authority President/CEO, to update the members regarding preparations for Super Bowl XLII. Mr. Ferris stated that the Super Bowl Ad Hoc Committee had met earlier that morning in order to review and

discuss open issues related to the NFL License Agreement with the Authority for Super Bowl XLII. He then provided the members with a review of the upcoming NFL meeting schedule.

6. Business Matters. Vice-Chairman Orcutt asked Mr. Arnett, Chairman of the Finance, Budget and Audit Committee to review the Authority's proposed FYE 2008 Budget (Exhibit E) with the members. Mr. Orcutt stated that the Finance, Budget and Audit Committee had met several times during the weeks leading up to the board meeting in order to review in-depth the budget prior to bringing it before the Board. He then called on Mr. Charles Foley, Authority's CFO & Treasurer, to provide a complete overview of the budget for the Members. Mr. Foley began his overview by focusing on the executive summary. During his review of the budget section involving the Authority's operating budget Mr. Benton interjected that he felt it was important to recognize that the Authority's staff had decreased significantly over the years and that two of its current three staff members were currently operating without contracts. Mr. Benton asked that the Board consider providing these two staff member's employment contracts. Ms. Johnson stated that she would be chairing a new compensation committee (now called the "Human Resources and Evaluation Committee") and would have this committee review Mr. Benton's request. Upon completion of his budget overview, Mr. Foley called on Mr. Peter Sullivan, General Manager of the University Phoenix Stadium, to address the specifics of the proposed Global Spectrum operating budget. Mr. Sullivan briefly reviewed the Global Spectrum portion of the budget with the Members and presented a preview of the event schedule for the upcoming months. Mr. Arnett further noted that Global Spectrum had scheduled a number of community events which was in keeping with the goals and objectives of the board of directors. At the end of the budget discussion, Vice-Chairman Orcutt asked the members if there were any questions. Hearing none, he requested a motion to approve the Authority's FY2008 budget. Upon motion duly made by Mr. Arnett and seconded by Ms. Verma Pastor, the Authority's FYE 2008 budget was unanimously approved.

7. Stadium Matters. Mr. Ferris reviewed the proposed Centerplate Contract Amendment (Exhibit F) for the members' consideration. He explained that the amendment would extend the original 2-year term of the agreement by an additional year, and contemplated a further one-year extension a year from now. In exchange, Centerplate would be investing an additional \$250,000 into the stadium for equipment (\$200,000) to be used to augment serving stations and menu items at the Club Level of UOP Stadium, and \$50,000 for the Authority to use for whatever purpose it chooses at the stadium. Mr. Ferris stated that Centerplate had reviewed the proposed amendment with the Arizona Cardinals and had received the team's support. Mr. Ferris called upon Mr. Steve Trotter, Centerplate's General Manager, to address the board. Mr. Trotter thanked the Authority's staff and Board for their consideration in this matter. Ms. Sarah Strunk, Authority's General Counsel, stated that she had reviewed the amendment and that it was in proper order. Vice-Chairman Orcutt requested a motion to approve the Centerplate Contract Amendment. There being no further discussion and upon motion duly made by Mr. Arnett and seconded by Mr. Williams the Amendment was unanimously approved.

8. Announcement of Future Meeting Dates and Other Information Concerning the Board. Mr. Ferris asked Ms. Kim Monroe, Authority's Office Manager to obtain the summer vacation scheduled from the Members to help facilitate the scheduling of any meetings during that time.

9. Adjournment. There being no further business of the Board the Vice-Chairman requested a motion to adjourn the meeting. Upon motion duly made by Mr. Williams and seconded by Ms. Johnson the motion to adjourn was unanimously approved.

Exhibit A

March 16, 2007 Board Meeting Minutes

Exhibit B

March 28, 2007 Board Meeting Minutes

Exhibit C

April 11, 2007 Board Meeting Minutes

Exhibit D

May 29, 2007 Board Meeting Minutes

Exhibit E

Authority FY 2008 Budget

Exhibit F

Centerplate Contract Amendment