



NOTICE OF PUBLIC MEETING AND AGENDA

**LAS VEGAS STADIUM AUTHORITY BOARD
WEDNESDAY, OCTOBER 25, 2023
3:00 P.M.**

**Las Vegas Convention Center – Board Room
3150 Paradise Road
Las Vegas, Nevada 89109**

STADIUM AUTHORITY BOARD:

Steve Hill, Chair

Ike Lawrence Epstein, Vice Chair

Geoconda Argüello-Kline

Jan Jones Blackhurst

Mike Newcomb

J. Tito Tiberti

Lawrence Weekly

Tommy White

Steve Zanella

Zach Conine, nonvoting, ex-officio Board Member

Ken Diaz, nonvoting, ex-officio Board Member

THIS PUBLIC MEETING IS PROPERLY NOTICED AND POSTED AT THE FOLLOWING LOCATIONS:

Las Vegas Convention and Visitors Authority (LVCVA) – 1st Floor Administration Offices
3150 Paradise Road, Las Vegas, NV 89109

Stadium Authority Website: <http://www.lvstadiumauthority.com/meetings/>

Nevada Public Notice Website: <https://notice.nv.gov/>

*THE BOARD OF DIRECTORS (BOARD) MAY:
CONSIDER AGENDA ITEMS OUT OF ORDER;
COMBINE TWO OR MORE AGENDA ITEMS FOR CONSIDERATION; AND
REMOVE OR DELAY DISCUSSION ON ANY AGENDA ITEM AT ANY TIME.*

AGENDA

OPENING CEREMONIES

Call to Order

Roll Call

COMMENTS FROM THE FLOOR BY THE PUBLIC

The first public comment period is limited to comments on items on the agenda. Items raised under this portion of the agenda cannot be deliberated or acted upon until the notice provisions of the Nevada Open Meeting Law have been met. If you wish to speak to the Board at this time, please step up to the podium and clearly state your name and spell your first and last name for the record. COMMENTS ARE LIMITED TO THREE (3) MINUTES IN LENGTH.

APPROVAL OF AGENDA AND MINUTES

Approval of the Agenda.
For possible action.

Approval of the Minutes from the August 24, 2023, Regular Meeting of the Board and
Approval of the Minutes from the September 26, 2023, Regular Meeting of the Board.
For possible action.

COMMENTS BY CHAIR AND BOARD MEMBERS

The Chair and Board Members will provide comments or updates.

This is an informational item and does not require Board action.

STAFF REPORTS AND REQUESTED ACTIONS

1. **Changing the Stadium Authority Representative in Allegiant Stadium Lease Agreement**

That the Board consider: 1) Approving a change to the Authority Representative in the Stadium Lease Agreement with the LV Stadium Events Company, LLC, (Lease Agreement), to the administrator (Administrator) responsible for the cooperative undertaking between the Stadium Authority and the Las Vegas Convention and Visitors Authority (LVCVA); and 2) Authorizing the Board Chair to execute any subsequent changes to the Authority Representative in the Lease upon the Board's approval of any changes to the Administrator in the Interlocal Agreement between the Stadium Authority and LVCVA.

For possible action.

2. **Hunton Andrews Kurth LLP – Legal Services**

That the Board consider authorizing the Chair to execute an agreement with Hunton Andrews Kurth LLP, in an amount not to exceed \$700,000, for assistance with negotiations with the A's major league baseball (MLB) team for: the development and leasing of a new MLB baseball stadium (Stadium) in Clark County, Nevada; legal support related to the Stadium's construction and operation; and ongoing legal support related to the operation of Allegiant Stadium.

For possible action.

3. **Brownstein Hyatt Farber Schreck LLP – Legal Services**

That the Board consider authorizing the Chair to execute an agreement with Brownstein Hyatt Farber Schreck LLP, in an amount not to exceed \$300,000, to serve as local counsel in negotiations with the A's MLB team for: the development and leasing of a new MLB baseball stadium (Stadium) in Clark County, Nevada; legal support related to the Stadium's construction and operation; and ongoing legal support related to the operation of Allegiant Stadium.

For possible action.

4. **Mortensen McCarthy Presentation**

Representatives from the Mortensen McCarthy joint venture team will give a presentation on baseball stadium construction community engagement.

This is an informational item and does not require Board action.

5. **Draft Community Benefits Agreement with A's Stadium Events Company and A's Baseball Team**

Stadium Authority staff and attorneys will present the current draft of the proposed community benefits agreement between the Clark County Stadium Authority, the to-be-formed A's stadium event company (StadCo), and A's baseball team.

This is an informational item and does not require Board action.

6. **Draft Lease Agreement with A's Stadium Events Company**

Stadium Authority staff and attorneys will present the current draft of the proposed lease agreement between the Clark County Stadium Authority and the to-be-formed A's stadium event company (StadCo).

This is an informational item and does not require Board action.

COMMENTS FROM THE FLOOR BY THE PUBLIC

This public comment period is for any matter that is within the jurisdiction of the Board. Items raised under this portion of the agenda cannot be deliberated or acted upon until the notice provisions of the Nevada Open Meeting Law have been met. If you wish to speak to the Board at this time, please step up to the podium and clearly state your name and spell your first and last name for the record. COMMENTS ARE LIMITED TO THREE (3) MINUTES IN LENGTH.

ADJOURNMENT

Persons are invited to submit written remarks for all matters, both on and off the agenda. Written remarks presented for inclusion in the Board's minutes must be flat, unfolded, on paper of standard quality, and 8½ by 11 inches in size. Written remarks shall not exceed five (5) pages in length. The LVSA will not accept for filing any submission that does not comply with this rule. On a case-by-case basis, the Board may permit the filing of noncomplying [sic] written remarks, documents, and related exhibits pursuant to NRS 241.035(1)(e).

To submit ideas to the LVSA, please visit <http://www.lvstadiumauthority.com/meetings/>

The Board's meeting rooms are accessible to persons with disabilities. If special arrangements are required, please contact the Customer Safety Department at: 702-892-7400, which is a 24-hour Dispatch Control Center, or contact Silvia Perez in the Board Office at: 702-892-2802 or sperez@lvcva.com

Members of the Board may participate in this meeting via telephone conference call.

For information or questions regarding this agenda please contact:
Silvia Perez, Executive Assistant to the Board
3150 Paradise Road, Las Vegas, Nevada 89109
702-892-2802 or sperez@lvcva.com

Supporting materials for this meeting are available at 3150 Paradise Road, Las Vegas, NV 89109 or by contacting Silvia Perez at 702-892-2802 or sperez@lvcva.com

MINUTES
Stadium Authority Board Meeting
August 24, 2023

Clark County Stadium Authority Board

CLARK COUNTY, NEVADA

STEVE HILL
Chairman
LAWRENCE EPSTEIN
Vice Chair
GEOCONDA ARGUELLO-KLINE
JAN JONES BLACKHURST
MIKE NEWCOMB
J. TITO TIBERTI
LAWRENCE WEEKLY
TOMMY WHITE
STEVE ZANELLA
ZACH CONINE
Ex-Officio
J. KEN DIAZ
Ex-Officio

The Las Vegas Stadium Authority Board met in regular session in full conformity with law and bylaws of said Board at the regular place of meeting at the Las Vegas Convention and Visitors Authority and via teleconference on Thursday, the 24th day of August 2023. Chair Hill called the meeting to order at the appointed hour and on roll call, the following members were present constituting a quorum of the members thereof:

Chairman and Members:

Steve Hill
Jan Jones Blackhurst
Mike Newcomb
Lawrence Weekly
Steve Zanella
Zach Conine (Ex-Officio Member)
J. Ken Diaz (Ex-Officio Member)

Absent:

Lawrence Epstein
Geoconda Arguello-Kline
J. Tito Tiberti
Tommy White

Also present:

Michelle Hinkson, Deputy Clerk
Jewel Gooden, Deputy Clerk

ITEM NO. 1 Call to Order, Roll Call and Establish Quorum

DISCUSSION: At this time, Chair Hill called the roll and confirmed a quorum was present. Chair Hill welcomed Nevada State Treasurer, Zach Conine; and noted future engagement between Mister Conine's office and the Stadium Authority

Board.

Chair Hill closed Agenda Item No. 1

ITEM NO. 2 Public Comment

At this time, Chair Hill asked if there were any persons wishing to be heard on any item on the agenda as posted.

SPEAKER(S): Present

Dave Kaval, President of Oakland Athletics, introduced himself and spoke regarding the passage of Legislative Bill SB1 and advised of the recently filed relocation paperwork with the Major League Baseball Organization. Mister Kaval expressed a desire for transparency and coordination between the Athletics Organization, the Stadium Authority Board, and the creation of a Community Benefits Agreement.

Aubrey Branch, Treasurer of the National Association of Minority Contractors (NAMC), Nevada Chapter, introduced himself and offered future cooperation of NAMC regarding the proposed Athletics Stadium; welcomed future opportunities for NAMC to participate in the capital improvements and construction of the Stadium; recognized Board Member Tommy White, referenced a recent agreement he and Mister White constructed; and congratulated Board Member Lawrence Weekly on his recent appointment to the Board.

There being no other persons wishing to be heard on any items on the agenda as posted, Chair Hill closed the public comment.

ITEM NO. 3 Approval of the Agenda with the Inclusion of and Emergency Items and Deletion of Any Items (for possible action)

FINAL ACTION: It was moved by Member Steve Zanella, and seconded by Member Jan Jones-Blackhurst, and carried by unanimous vote of the members present that the agenda be approved.

Chair Hill closed Agenda Item No. 3

ITEM NO. 4 Chairman/Board Members Comments

DISCUSSION: Chair Hill spoke in depth about the new law, SB1, recently passed in a special session of the 2023 Nevada Legislature, which provides up to \$380 million dollars in public funding towards the construction of a new baseball stadium; requires the stadium be built on the existing site of the

Tropicana Hotel, located on the southeast corner of Tropicana and Las Vegas Boulevard; which will be named the "Sports and Entertainment Innovation District" (SEID); advised the Stadium cost will be funded through the A's and County bonds and repaid through revenue generated by the SEID; the Nevada State Treasurer's Office offered a credit enhancement which adds approximately \$25 million in value, to the Bond process, as well as \$180 million dollars in transferrable tax credits, of which \$120 million will be repaid using tax revenue generated within the SEID. Clark County, in addition to issuance of bonds, agreed to enter into a development agreement which offers an additional \$25 million dollars in development credit. Once all bonds are repaid by the SEID, the revenue will create a waterfall fund, similar to the current process for the Raiders.

Chair Hill advised per SB1 the SEID may not contain hotel or gaming entities; discussed the role of the Stadium Authority Board; further advised that the Board will assist in the creation of all the necessary documents including: the development agreement, lease agreement, non-relocation agreement and community benefits agreement; will oversee the creation of the Sports and Entertainment Innovation District and construction of the Stadium; noted the law provides a deadline of June 2024, with the ability for the Board to extend the process 6 months, if needed; stated his expectation for completion within 12 months; additionally advised, the law requires the creation of a Benefits Oversight Committee which must consist of 7 members, including the committee Chair, with members appointed as follows: 1 appointee by the Nevada Governor, the Nevada majority leader, and the Nevada Speaker, and 2 appointees each by both Clark County and the Stadium Authority Board.

The law outlines an agreed annual community investment of half a million dollars per year prior to the Stadium opening, and \$2 million per year or 1% of ticket revenue, whichever is greater, once the stadium is complete; Member Hill advised the Stadium Board will account for all work done by the oversight committee, vendors, consultants, legal and accounting workers, with all costs tracked and paid for, utilizing funds from the Raiders waterfall fund which will be repaid with the revenue stream once the stadium is complete.

Chair Hill advised that Applied Analysis worked for the A's during the entire legislative process, and will continue to do so; therefore would be stepping back from administrative duties for the Stadium Authority Board; offered that Stadium Board administrative work be transferred to the Las Vegas Convention and Visitors Authority; and suggested an interlocal

agreement could be created and presented to the Stadium Board in September for consideration.

In response to an inquiry by Member Jones-Blackhurst, Chair Hill identified no conflict of interest in having administrative work done by the LVCVA; noted the role of the LVCVA, is to advance tourism within the community; advised all work done, assisting the A's through the legislative process, was done by the LVCVA, without compensation; advised that Applied Analysis was compensated by the A's during the legislative process, and will continue to be going forward, therefore the change feels appropriate.

Discussion continued, with Member Weekly identifying that Chair Hill is employed by the LVCVA, as well as the Chair of the Stadium Authority Board, and requested clarification of roles associated with the changes. Chair Hill identified a need, during financial negotiations, for an arm's length representation for the Board, and suggested Lawrence Epstein could lead negotiations along with Ed Finger, CFO of the LVCVA, to create the interlocal agreement; clarified that the only compensation to the LVCVA would be a pure cost reimbursement for administrative support, once the agreement is in place.

Finally, Chair Hill and Member Mike Newcomb thanked former and current members and staff of the Stadium Board for work on behalf of the community.

Chair Hill closed Agenda Item No. 4

ITEM NO. 5 Review and Potentially Approve the Minutes of the Las Vegas Stadium Authority Board Meeting on January 27, 2023 (for possible action)

DISCUSSION: Following introduction of the item by Chair Hill, Member Steve Zanella identified a typo within the minutes from January 27, 2023, and requested a correction.

FINAL ACTION: It was moved by Member Lawrence Weekly, seconded by Member Steve Zanella, and carried by unanimous vote of the members present, that the minutes be approved.

Chair Hill closed Agenda Item No. 5

ITEM NO. 6 Review and Potentially Approve the Minutes of the Las Vegas Stadium Authority Board Meeting on May 18, 2023 (for possible action)

DISCUSSION: Chair Hill introduced the item.

FINAL ACTION: It was moved by Member Jan Jones-Blackhurst and seconded by Member Steve Zanella, and carried by unanimous vote of the members present, that the minutes be approved.

Chair Hill closed Agenda Item No. 6

ITEM NO. 7 Receive a Status Update from Staff on Administrative Items Relating to the Operation of the Stadium Authority

DISCUSSION: Following introduction of the item, Brian Gordon and Jeremy Agüero, representatives from Applied Analysis, introduced themselves and thanked past and present Board members, and reviewed past work done, within the Stadium Authority Board.

Mister Gordon, reviewed the 2023 fiscal year for the Stadium Authority Board, referenced reports located at LVStadiumauthority.com and acknowledged some entities had not yet finished reporting; advised the Room Tax Revenue collection totaled approximately \$4.3 million dollars in the month of August 2023; reported a fiscal year accounting of \$60.5 million, which reflected a 17.5% increase over the prior year, when compared to annual revenue tracking, which began in 2019. The August 2023 financial summary reflected revenue which exceeded the budget by roughly \$9.5 million dollars; and all allocated uses, including the total operating expenses of the Stadium Authority, totaled \$310,000, which was under budget by approximately \$2 million dollars. The Bond Reserve Waterfall Fund reflected \$8.5 million, and the two-year required debt service reserve reflected a balance of \$84 million or 93% of the \$90 million required. Mister Gordon advised he anticipated the reserve to be completely full once the final fiscal year audit closes.

FINAL ACTION: No action was taken by the Board.

Chair Hill closed Agenda Item No. 7

ITEM NO. 8 Receive a Report from LV Stadium Events Company on Event Activity at Allegiant Stadium

DISCUSSION: Following introduction of the item, Chair Hill introduced Adam Feldman, Vice President of Sales and Ticket Operations for the Las Vegas Raiders.

Mister Feldman, on behalf of the Raiders Organization, thanked the Board and representatives from Applied Analysis

for previous work done in coordination with the Raiders; provided a review of activity for Quarter Two, 2023; past events, ticketed, private and tours; advised of recent upgrades to the stadium, including: 6 new "Zippin' Store" self-check-out kiosks, as well as 16 newly constructed club suites.

FINAL ACTION: No action was taken by the Board.

Chair Hill closed Agenda Item No. 8

ITEM NO. 9 Receive an Overview from LV Stadium Events Company on How the Utility of Allegiant Stadium Has Been Maximized During the Past Year

DISCUSSION: Following introduction of the item, Mister Feldman provided a summary of events over the previous year, which included 39 public events, 164 private events with approximately 1.6 million total visitors to the Stadium; stated that visitation which was higher than the previous 12 months; advised of work being done to bring a variety of global scale events over the next year and noted the recent contract signing for the March Madness Final Four event in 2028.

FINAL ACTION: No action was taken by the Board.

Chair Hill closed Agenda Item No. 9

ITEM NO. 10 Receive a report from the Independent Auditor Regarding the Annual Financial State Audit of LV Stadium Events Company

DISCUSSION: Following introduction of the Item, Chair Hill introduced Rick Arpin, representative from KPMG, an independent auditing company.

Mister Arpin introduced himself and Managing Partner Todd Refnes; echoed previous speakers, thanking the Board and Applied Analysis for previous work.

Mister Refnes, summarized work performed on two sets of services: audited the March 31, 2023 financial statements for the Las Vegas Stadium Events Company; and agreed upon procedures over certain reports provided by the Raiders to the Stadium Authority; stated the audit provided a unqualified opinion and a high level results summary, performed in accordance with Section 4.2 of the Lease Agreement, following professional standards; and the audit was carried out in accordance with U.S. GAAP with no material misstatements identified.

FINAL ACTION: No action was taken by the Board.

Chair Hill closed Agenda Item No. 10

ITEM NO. 11 Review and Potentially Approve the Proposed UNLV Football Schedule for the 2023 Season at Allegiant Stadium and for the Priority Home Games scheduled for the 2024 Through 2030 Seasons, Per Section 29(3)(g)(2)(IV) of Senate Bill 1 of the Nevada State Legislature (2016 Special Session) (For possible action)

DISCUSSION: Chair Hill introduced the item; outlined the Joint Use Agreement between the Raiders and UNLV; and reviewed the process for scheduling announcements of both teams. Advised that UNLV has an opportunity to schedule games 4 and 7 years out barring conflict with any major priority events, previously scheduled for the Raiders, and noted the rotation of access, for both teams, on Labor Day weekend; acknowledged both organizations' cooperation and flexibility during the scheduling process.

Member Newcomb thanked the Raiders and Allegiant staff for cooperating in the creation of the schedule; and noted the willingness of both parties to make changes to accommodate one another.

FINAL ACTION: It was moved by Member Lawrence Weekly, seconded by Member Jan Jones-Blackhurst, and carried by unanimous vote of the members present, that the schedule be approved.

Chair Hill closed Agenda Item No. 11

ITEM NO. 12 Consider for Approval and Adoption the Stadium Authority's Five-Year Capital Improvement Program for Fiscal Years 2024-2028, and Direct Staff to Request that Clark County Transmit the Approved Document to the State Department of Taxation on the Authority's Behalf, as Prescribed By Law (for possible action)

DISCUSSION: Following introduction of the item, Mister Gordon advised of the State mandated, five-year capital improvement fund, based on Nevada Revised Statute (NRS) 350 and 354, which requires the Stadium to allocate one year of funds, for potential capital improvements, totaling approximately \$34.5 million dollars. Mister Gordon advised there are no specific projects planned in relation to the funds; the vote is a formality to finalize the amount previously approved by the Board at the May 8, 2023 budget meeting, and to direct staff to transmit the report to the State Department of Taxation.

FINAL ACTION: It was moved by Member Jan Jones-Blackhurst, seconded by Member Steve Zanella, and carried by unanimous vote of the members present, that the 5-year Capital Improvement Fund be approved.

Chair Hill Closed Agenda Item No. 12

ITEM NO. 13 Review and Potentially Approve the Proposed Revocable License and Maintenance Agreement Between the Stadium Authority, LV Stadium Events Company, LLC, and Clark County, and If Approved, Authorize the Chairman to Sign the Amendment (for possible action)

DISCUSSION: After Chair Hill introduced the item, Mister Gordon outlined the licensing agreement between Clark County and Las Vegas Stadium Events; advised that Allegiant Stadium developed storm drain facilities in order to discharge ground water away from the property. The agreement allows for the Stadium facilities to connect with Clark County's storm drain facilities, as well as provide other access rights. Mister Gordon introduced Mark Arnold, outside counsel for the Stadium Authority, who negotiated the agreement; advised he negotiated on behalf of the Stadium; noted the agreement has been reviewed and approved by other legal counsel bodies and is ready for potential approval from the Board.

FINAL ACTION: It was moved by Member Lawrence Weekly, seconded by Member Jan Jones-Blackhurst, and carried by unanimous vote of the members present, that the License and Maintenance Agreement amendment be approved.

Chair Hill closed Agenda Item No. 13

ITEM NO. 14 Public Comment

At this time, Chair Hill asked if there were any persons wishing to be heard on any items not listed on the agenda.

SPEAKER(S): None

There being no public speakers wishing to be heard, Chair Hill closed public comments.

ITEM NO. 15 Adjournment

At the hour of 4:44 p.m., the meeting was adjourned.

MINUTES
Stadium Authority Board Meeting
September 26, 2023



**Las Vegas Stadium Authority Board Meeting
September 26, 2023
Minutes**

The Las Vegas Stadium Authority Board Meeting was held on September 26, 2023, at the Las Vegas Convention Center, 3150 Paradise Road, Las Vegas, Nevada 89109. This meeting was properly noticed and posted in compliance with the Nevada Open Meeting Law.

Board of Directors (Board)

Present virtually unless otherwise noted

Steve Hill, Chair

Lawrence Epstein, Vice Chair

Ms. Geoconda Argüello-Kline

Mr. Steve Zanella.....*absent*

Ms. Jan Jones Blackhurst

Mr. Mike Newcomb

Mr. Tommy White.....*absent*

Mr. Tito Tiberti

Mr. Lawrence Weekly.....*absent*

Mr. Ken Diaz, ex-officio

Mr. Zach Conine, ex-officio

1. CALL TO ORDER, ROLL CALL, AND ESTABLISH QUORUM

Chair Steve Hill called the meeting to order at the appointed hour.

Brian Gordon of Applied Analysis took roll call of the members and acknowledged that Members Steve Zanella, Lawrence Weekly, and Tommy White were absent.

2. PUBLIC COMMENT

Alexander Marks with Schools Over Stadiums provided public comment on the Schools Over Stadiums initiative and outlined proposed accountability measures for Nevada’s economic development projects. Mr. Marks stated that Agenda Item 5 will demonstrate a conflict of interest if approved and referenced a formal letter of complaint sent to the director of the Legislative Counsel Bureau regarding unregistered lobbyists and conflicts of interest. Mr. Marks read a section of that letter. Mr. Marks discussed Board Chair Hill’s roles with the Stadium Authority and the Las Vegas Convention and Visitors Authority (LVCVA) as a potential conflict of interest. Mr. Marks indicated that Schools Over Stadiums will remain vigilant regarding the Stadium Authority’s efforts involving public funds.

Chris Daly with the Nevada State Education Association, and Vice President of Schools Over Stadiums, stated that he and his represented entities stand in opposition of Agenda Item 5, noting a potential conflict with Mr. Hill’s roles with the Stadium Authority and the LVCVA. Mr. Daly discussed Jeremy Agüero of Applied Analysis and Mr. Hill’s previous efforts in presenting bills related to the passage of the Stadium District to the Nevada State Legislature without registering as lobbyists. Mr. Daly commented on Mr. Hill’s compensation from the LVCVA, including a recent raise and bonus, and compared it to the compensation of a top government official in Nevada. Mr. Daly reiterated his opposition to Agenda Item 5 and encouraged the Board to oppose the item in their votes.

3. APPROVAL OF AGENDA

APPROVAL OF THE AGENDA **Chair Hill moved, and it was carried by unanimous vote of the voting members, to approve the agenda for the September 26, 2023 Stadium Authority Board Meeting.**

BOARD AND STAFF REPORTS AND REQUESTED ACTIONS

4. Chairman/Board Member Comments

Chair Hill provided there is a conflict arising from his roles with the Stadium Authority and LVCVA as it relates to the administration of the interlocal contract as proposed in Agenda Item 5. Mr. Hill stated Vice Chair Lawrence Epstein will oversee the proposed contract and any subsequent relationship between the Stadium Authority and the LVCVA.

Chair Hill stated there is no conflict for the LVCVA to serve as a vendor to the Stadium Authority, but all financial matters relating to the proposed agreement would fall under the purview of Vice Chair Epstein.

Chair Hill explained that he would exit the meeting following Agenda Item 4 so the Stadium Authority Board members could discuss the proposed interlocal agreement without any perceived or undue influence.

This was an information item and did not require Board action.

Chair Hill exited the meeting.

5. Review and Potentially Approve the Proposed Interlocal Agreement with the Las Vegas Convention and Visitors Authority to Provide Staffing Services to the Las Vegas Stadium Authority, and, if Approved, Authorize the Vice-Chair to Sign the Agreement

Ed Finger, Chief Financial Officer of the LVCVA, described his role and responsibilities at the LVCVA and commented on his previous experience. Mr. Finger outlined the Stadium Authority's explicit permission to outsource its administrative efforts per Nevada State Law and provided information on a previous professional services agreement with Applied Analysis as well as an existing interlocal agreement with Clark County.

Mr. Finger stated that the proposed interlocal agreement would allow the LVCVA to assume the tasks previously performed by Applied Analysis and referenced the attachments to the agenda item for further details. Mr. Finger stated that the LVCVA would use existing staff and acquire support from new contracted employees to complete those tasks. Under the terms of the proposed interlocal agreement, the LVCVA will receive reimbursement from the Stadium Authority for the costs of those efforts based on existing rates of the LVCVA employees and staff who will perform the tasks. Mr. Finger stated that the annual reimbursement amount would be capped at \$600,000 under the proposed agreement. and that the Stadium Authority would have complete authority approval for all oversight tasks.

Mr. Finger confirmed that the LVCVA Board approved the proposed Interlocal Agreement at its meeting on September 12, 2023, and commented on the body of work of Mr. Aguero and Applied Analysis.

Vice Chair Epstein clarified that the proposed agreement was for a three-year term commencing on October 1, 2023, through September 30, 2026, stated that he oversaw the negotiations for the proposed interlocal agreement, and thanked Mr. Aguero and Mr. Gordon for their efforts as related to the Stadium Authority and Allegiant Stadium.

Member Tito Tiberti echoed Vice Chair Epstein's comments regarding the work of Applied Analysis

Member Zach Conine stated that the proposed interlocal agreement was “financially reasonable”.

Vice Chair Epstein moved, and it was carried by unanimous vote of the voting members, to approve the proposed Interlocal Agreement with the LVCVA to provide staffing services to the Las Vegas Stadium Authority and authorize the Vice Chair to sign the agreement.

6. PUBLIC COMMENT

There was no comment from the floor by the public.

7. ADJOURNMENT

Vice Chair Epstein adjourned the meeting.

Respectfully submitted,

Date Approved: October 25, 2023

Silvia Perez
Executive Assistant to the LVCVA Board

Steve Hill
Chair



**LAS VEGAS STADIUM AUTHORITY
BOARD OF DIRECTORS MEETING
AGENDA DOCUMENTATION**

MEETING DATE: OCTOBER 25, 2023	ITEM NUMBER: 1
TO:	BOARD OF DIRECTORS
SUBJECT:	CHANGING THE STADIUM AUTHORITY REPRESENTATIVE IN ALLEGIANT STADIUM LEASE AGREEMENT

RECOMMENDATION

That the Board of Directors consider: 1) Approving a change to the Authority Representative in the Stadium Lease Agreement with the LV Stadium Events Company, LLC, (Lease Agreement), to the administrator (Administrator) responsible for the cooperative undertaking between the Stadium Authority and the Las Vegas Convention and Visitors Authority (LVCVA); and 2) Authorizing the Board Chair to execute any subsequent changes to the Authority Representative in the Lease upon the Board's approval of any changes to the Administrator in the Interlocal Agreement between the Stadium Authority and LVCVA.

For possible action.

FISCAL IMPACT

There is no fiscal impact from this agenda item.

DocuSigned by:

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ED FINGER, LVSA ADMINISTRATOR

BOARD ACTION:	
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PURPOSE AND BACKGROUND

Article 1, Section 1.4 of the Lease Agreement designates an Authority Representative. The Authority Representative serves the following functions: acts as the Stadium Authority's point of contact for any required notices from LV Stadium Events Company (StadCo), including the receipt of any Review and Approval Rights pursuant to the Lease Agreement; and represents the Stadium Authority in resolution discussions regarding initial disputes related to the Lease Agreement with StadCo. The Lease Agreement permits a change to the Authority Representative upon ten (10) days written notice to StadCo. The Authority Representative is currently Brian Gordon, and this change is necessary because primary administrative functions of the Stadium Authority have shifted to the LVCVA.



**LAS VEGAS STADIUM AUTHORITY
BOARD OF DIRECTORS MEETING
AGENDA DOCUMENTATION**

MEETING DATE: OCTOBER 25, 2023	ITEM NUMBER: 2
TO: BOARD OF DIRECTORS	
SUBJECT: HUNTON ANDREWS KURTH LLP – LEGAL SERVICES	

RECOMMENDATION

That the Board of Directors consider authorizing the Chair to execute an agreement with Hunton Andrews Kurth LLP, in an amount not to exceed \$700,000, for assistance with negotiations with the A's major league baseball (MLB) team for: the development and leasing of a new MLB baseball stadium (Stadium) in Clark County, Nevada; legal support related to the Stadium's construction and operation; and ongoing legal support related to the operation of Allegiant Stadium.

For possible action.

FISCAL IMPACT

Fiscal Year 2024: \$400,000

Fiscal Year 2025: \$300,000

BOARD ACTION:	
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ED FINGER, LVSA ADMINISTRATOR

PURPOSE AND BACKGROUND

Hunton Andrews Kurth (HAK) (formerly Andrews Kurth) is a prominent law firm with expertise in areas including complex transactional, litigation, and regulatory matters. HAK has nearly 900 attorneys with offices in 14 cities throughout the United States.

The Board retained HAK in 2017 to assist the Stadium Authority with meeting the requirements of Senate Bill 1 of the 30th Special Legislative Session of the Nevada Legislature relating to the development and construction of Allegiant Stadium.

Las Vegas Stadium Authority Board of Directors' Meeting
Agenda Documentation

Meeting Date: October 25, 2023

Subject: Hunton Andrews Kurth LLP – Legal Services

Mark Arnold, a co-lead of HAK's Public-Private Partnerships and Infrastructure Practice Group, and his team assisted the Stadium Authority with all legal aspects of the financing, development, construction, and leasing of the stadium. Mr. Arnold has extensive experience in the areas of commercial real estate and construction practice, with emphasis on the development, construction, leasing, and public and private financing of public projects such as sports, recreation and entertainment facilities, convention centers, hotels, and educational facilities. Mr. Arnold's experience with other major league stadium projects includes Minute Maid Park (MLB - Astros); NRG Stadium ((National Football League (NFL) - Texans)), Toyota Center (National Basketball Association - Rockets), Maryland Stadium Authority (MLB – Orioles, and NFL – Ravens) and Belmont Park (National Hockey League – Islanders).



**LAS VEGAS STADIUM AUTHORITY
BOARD OF DIRECTORS MEETING
AGENDA DOCUMENTATION**

MEETING DATE: OCTOBER 25, 2023	ITEM NUMBER: 3
TO: BOARD OF DIRECTORS	
SUBJECT: BROWNSTEIN HYATT FARBER SCHRECK LLP – LEGAL SERVICES	

RECOMMENDATION

That the Board of Directors consider authorizing the Chair to execute an agreement with Brownstein Hyatt Farber Schreck LLP, in an amount not to exceed \$300,000, to serve as local counsel in negotiations with the A's major league baseball (MLB) team for: the development and leasing of a new MLB baseball stadium (Stadium) in Clark County, Nevada; legal support related to the Stadium's construction and operation; and ongoing legal support related to the operation of Allegiant Stadium.

For possible action.

FISCAL IMPACT

Fiscal Year 2024: \$200,000

Fiscal Year 2025: \$100,000

BOARD ACTION:	
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DocuSigned by:

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ED FINGER, LVSA ADMINISTRATOR

PURPOSE AND BACKGROUND

Brownstein, Hyatt, Farber, Schreck (BHFS) is a prominent law firm with expertise in areas including real estate, with emphasis on land use and development, as well as leasing, litigation, and regulatory matters. BHFS has over 250 attorneys with offices in 12 cities across the United States.

The Board retained BHFS in 2017 to assist the Stadium Authority with meeting the requirements of Senate Bill 1 of the 30th Special Legislative Session of the Nevada

Las Vegas Stadium Authority Board of Directors' Meeting
Agenda Documentation

Meeting Date: October 25, 2023

Subject: Brownstein Hyatt Farber Schreck LLP – Legal Services

Legislature relating to the development and construction of Allegiant Stadium with an emphasis on compliance with Nevada's state and local laws and practice.

Angela Otto, a BHFS Shareholder and member of the firm's executive committee, serves as the Stadium Authority's lead local counsel. Ms. Otto's areas of expertise include commercial real estate, development, and project financing. Ms. Otto additional experience includes: representation of the City of Henderson in connection with the sale and development of the Las Vegas Raiders' team headquarters; representation of Caesars Entertainment Corporation in connection with the development of the Caesars Forum Convention Center; and representation of MGM Resorts International in its acquisition of operations of The Cosmopolitan of Las Vegas.



**LAS VEGAS STADIUM AUTHORITY
BOARD OF DIRECTORS MEETING
AGENDA DOCUMENTATION**

MEETING DATE: OCTOBER 25, 2023	ITEM NUMBER: 4
TO: BOARD OF DIRECTORS	
SUBJECT: MORTENSEN MCCARTHY PRESENTATION	

RECOMMENDATION

Representatives from the Mortensen McCarthy joint venture team will give a presentation on baseball stadium construction community engagement.

This is an informational item and does not require Board action.

FISCAL IMPACT

There is no fiscal impact from this agenda item.

BOARD ACTION:	
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ED FINGER, LVSA ADMINISTRATOR





**LAS VEGAS STADIUM AUTHORITY
BOARD OF DIRECTORS MEETING
AGENDA DOCUMENTATION**

MEETING DATE: OCTOBER 25, 2023	ITEM NUMBER: 5
TO:	BOARD OF DIRECTORS
SUBJECT:	DRAFT COMMUNITY BENEFITS AGREEMENT WITH A'S STADIUM EVENTS COMPANY AND A'S BASEBALL TEAM

RECOMMENDATION

Stadium Authority staff and attorneys will present the current draft of the proposed community benefits agreement between the Clark County Stadium Authority, the to-be-formed A's stadium event company (StadCo), and A's baseball team.

This is an informational item and does not require Board action.

FISCAL IMPACT

There is no fiscal impact from this agenda item.

BOARD ACTION:	
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PURPOSE AND BACKGROUND

Senate Bill 1 of the 35th Special Session of the Nevada Legislature (SB1), the Southern Nevada Tourism Innovation Act, was signed into law in June 2023. SB1 provides for the financing, development, and operation of a Major League Baseball stadium in Clark County.

Section 23 of SB1 requires, as part of the development and operation of the Major League Baseball stadium project (Project), the establishment of a community benefits agreement, which must be approved by the Stadium Authority Board of Directors, and the creation of a baseball stadium community oversight committee to oversee the implementation and administration of the community benefits agreement.

Las Vegas Stadium Authority Board of Directors' Meeting
Agenda Documentation

Meeting Date: October 25, 2023

Subject: Draft Community Benefits Agreement with A's Stadium Events Company
and A's Baseball Team

The community benefits agreement contains the A's commitment to a community benefits program, the terms of which must include:

- Required minimum financial commitment to the community.
- Provisions to ensure diversity among the workforce and vendors who will construct and operate the Project.
- Livable wages.
- Infrastructure.
- Community engagement by StadCo and the A's.
- Educational programming and support.
- Reporting requirements to the Board of Directors and State and local entities and officials.

The terms of the draft community benefits agreement presented in this agenda item remain under negotiation. The draft is presented for the purpose of Board and public review. Staff anticipates the community benefits agreement will be presented in the scheduled December 14, 2023, Board agenda.



**LAS VEGAS STADIUM AUTHORITY
BOARD OF DIRECTORS MEETING
AGENDA DOCUMENTATION**

MEETING DATE: OCTOBER 25, 2023	ITEM NUMBER: 6
TO:	BOARD OF DIRECTORS
SUBJECT:	DRAFT LEASE AGREEMENT WITH A'S STADIUM EVENTS COMPANY

RECOMMENDATION

Stadium Authority staff and attorneys will present the current draft of the proposed lease agreement between the Clark County Stadium Authority and the to-be-formed A's stadium event company (StadCo).

This is an informational item and does not require Board action.

FISCAL IMPACT

There is no fiscal impact from this agenda item.

BOARD ACTION:	
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ED FINGER, LVSA ADMINISTRATOR

PURPOSE AND BACKGROUND

Senate Bill 1 of the 35th Special Session of the Nevada Legislature (SB1), the Southern Nevada Tourism Innovation Act, was signed into law in June 2023. SB1 provides for the financing, development, and operation of a Major League Baseball (MLB) stadium in Clark County.

Section 22 of SB1 requires the Stadium Authority to negotiate and allows the Stadium Authority to enter into a development agreement, lease agreement, and non-relocation agreement with respect to the MLB stadium project if the Board of Directors determines that a MLB team has committed to locate or relocate within the sports and entertainment improvement district, MLB has authorized the proposed location or relocation, the MLB team has selected a developer partner, and the MLB team has selected a stadium events company. Section 22 of SB1 also establishes requirements for the development agreement, lease agreement, and non-relocation agreement.

Las Vegas Stadium Authority Board of Directors' Meeting
Agenda Documentation

Meeting Date: October 25, 2023

Subject: Draft Lease Agreement with A's Stadium Events Company

These conditions precedent to the Board's approval of a lease agreement have not yet been met. However, in anticipation of those conditions being met, staff has started the effort of document negotiation, including the lease.

The draft lease document contains the terms of the use of the publicly owned stadium by the Major League Baseball team. Key lease terms include:

- The lease term, including extensions.
- The rent for the stadium.
- The allowed uses of the facility.
- Maintenance and repair of the facility.
- Stadium revenues, operations, and operating losses.
- Activity reporting and utilization of the stadium.
- Capital repairs and improvements, including funding of these matters.
- Changes and alterations to the stadium.
- Naming rights.
- Stadium purchase option.
- Other rights and responsibilities of the parties.
- Defaults and remedies.

The terms of the draft lease agreement presented in this agenda item remain under negotiation. The draft is presented for the purpose of Board and public review. It is anticipated that the lease document will be included in the scheduled December 14, 2023, Board agenda.