

Minutes
Regular Meeting of the Board of Directors
METROPOLITAN FOOTBALL STADIUM DISTRICT
Thursday, December 20, 2012

Board members present:

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| Norm Early | Joy Burns |
| Bob Bryant | Don Johnson |
| Ray Baker | Gene Ciancio |
| Jack Hilbert | Gabe Fenton |

Agenda Item 1:

Call to Order

On Thursday, December 20, 2012, a meeting of the Board of Directors of the Metropolitan Football Stadium District was called to order at 10:39 a.m. by Norm Early, sitting as Chair. As there was a quorum, the following business was conducted.

Agenda Item 2:

Approval of Minutes

A motion to approve the minutes of November 2, 2012 was made by Gene Ciancio, seconded by Joy Burns and unanimously approved.

Agenda Item 3:

New Business

Proposed 2013 Budget

The proposed 2013 budget was reviewed by the board. Ray Baker noted that the budget was prepared by the District staff with input from the District's accounting firm, Dix, Barrett and Stiltner, P.C., and the board proceeded to discuss the budget. Norm asked if there were any comments from the public; there being no comments from the public, Norm asked if there were any additional comments from the board. There being no comments, Norm asked for a motion to approve the 2013 budget. Joy Burns made the motion to approve the budget in the form presented at the meeting, directing staff to take any and all such actions necessary to file the budget and authorizing the Chair to take such actions as necessary to comply with law. The motion was seconded by Ray Baker and the budget was unanimously approved.

2013 Accounting proposal

The board reviewed the proposal from Dix, Barrett and Stiltner, P.C. to provide accounting services to the District for the 2013 year. Norm asked Craig Umbaugh, legal counsel for the District, how the proposal compares to the 2012 proposal. Craig stated that the terms of the proposal are essentially the

same. Norm requested additional comments from the board and there being none, requested a motion to approve. Roy Palmer made the motion, which was seconded by Joy Burns and unanimously approved.

2013 Audit proposal

Norm asked Craig Umbaugh to outline the proposal for audit services for the calendar year 2013. Craig stated that the auditors, JDS Associates, are the same auditors the District used last year and were formerly known as Terry & Stephenson. Norm requested questions from the board and there being none, requested a motion to approve the contract with the auditors for 2013 and authorize the Chair to execute the contract and all documents necessary to fulfill the purposes of the resolution. Roy Palmer made a motion to approve, seconded by Joy Burns and unanimously approved.

Concessionaire Capital Fund expenditure

Andy Gorchov was introduced and reviewed the request for a capital improvement expenditure from the concessionaire funds. Craig Umbaugh explained that under the concession agreement, the concessionaire, Centerplate, is required to contribute money to a capital account for repair and replacement of equipment and concession improvements. Expenditures need authorization from both the District and SMC. Justin Kizima of Centerplate addressed the Board to explain the request for funds in the amount of \$168,670 to be used for equipment repair, floor repair, refrigeration repair and equipment replacement. Justin stated that Centerplate contributes to the capital fund annually and the fund currently has a balance of \$ 1,663,000. The 2012 contributions have totaled \$234,000. There have been three prior disbursements to date from that fund totaling \$348,000. Centerplate's focus in 2013 will be on replacement, as equipment has reached the end of its usable life. Norm asked if there were any questions. Roy Palmer stated he likes the conservative approach that Centerplate, SMC and the District have taken in allowing the balance to grow. Ray Baker stated that as the facility is over 11 years old, the District and the team will have more capital requests for all aspects of the stadium. Ray stated that Sports Authority Field at Mile High is one of the oldest facilities as it relates to updated technology. Norm said that Centerplate continues to do a great job with respect to concessions and it's a pleasure to work with Centerplate. Norm requested a motion to approve the request for capital funding from the concession fund in the amount of \$168,670 and to authorize the Chair or any other officer to execute such documents as necessary to carry out the resolution. Joy Burns made the motion, which was seconded by Ray Baker and unanimously approved.

Justin Kizima then asked the board to consider a request for disposal of the old assets. Justin said Centerplate will sell the old equipment for salvage with funds being deposited back into the concessionaire capital fund. The expected salvage value is about \$24,000. Roy Palmer made a motion to approve the sale of the equipment for salvage, which was seconded by Gene Ciancio and unanimously approved.

Update-Sun Valley Neighborhood

Matt Sugar stated that he met with the groups working on the Sun Valley area. He said the City gave an updated outline of the scope of work in the Sun Valley neighborhood and will release the concept to the public on January 7, 2013. According to Matt, the City says the public will have a month to comment on

the project and it then goes back to City planning and ultimately to City Council for review. Matt said that the City would like the District to endorse the concept. Bob Bryant asked if the City planned on new zoning. Matt stated that was part of the process and the City will look at the concept of street alignments, infrastructure and zoning issues. Ray Baker stated that any endorsement of the concept should be subject to both the Broncos and the District agreeing, and the Broncos should be at the table. No action from the Board is required at this time.

Staffing

Norm Early and Ray Baker stated that the District has many issues before it at this time and additional staffing is needed to work with the neighborhood associations, to work with SMC and its staff on capital improvements and stadium oversight, and for community outreach as it relates to the existing neighborhoods and potential new development around the stadium. Ray Baker said that Matt Sugar worked for the District during construction of the stadium, has assisted the District over the years and is the person best suited to handle the multiple issues for the District. Norm Early recommended that the District hire Matt Sugar on a full-time basis. Gene Ciancio, Roy Palmer and Jack Hilbert expressed their views that this was needed and that Matt was uniquely qualified. After discussion concluded, Joy Burns made a motion to approve hiring Matt Sugar, which motion was seconded by Gene Ciancio and unanimously approved.

Agenda Item 4

Other matters- Super Bowl

Joe Ellis stated the Denver Broncos submitted a letter of interest to host a Super Bowl for the years 2018, 2019 or 2020. If allowed by the NFL, the Denver Broncos will submit a bid to host a Super Bowl for one of the requested years.

Agenda Item 5

Board comments- none

Agenda Item 6

Public comments- none

Agenda Item 7

Adjourn

There being no other business, a motion to adjourn was made by Gene Ciancio, seconded by Gabe Fenton and unanimously approved.

Next meeting TBD