

**MINUTES**  
**GEORGIA WORLD CONGRESS CENTER AUTHORITY**  
**BOARD OF GOVERNORS MEETING**  
**JULY 30, 2013**  
**Authority Board Room**  
**1:00 p.m.**

The following were in attendance:

**GWCCA Authority Members**

Steve Adams  
David Allman  
Taz Anderson  
Brian Daniel  
Glenn Hicks  
Lee Hunter  
Bill Jones  
Tim Lowe, Chair  
Greg O'Bradovich  
Bill Rice  
Bill Russell  
Doug Tollett  
Charlie Yates

**Absent**

John Downs  
Anne Hennessy

**GWCCA Legislative Overview Com.**

Senator Judson Hill  
Senator Butch Miller  
Senator Ronald Ramsey  
Representative Butch Parrish

**GWCC Staff**

Mark Adams  
Dale Aiken  
Kevin Duvall  
Jennifer LeMaster  
Lindsay Perdue  
Frank Poe  
Richard Sawyer  
Patrick Skaggs  
Sherrie Spinks  
Mark Zimmerman

**Dome Staff**

None

**COP Staff**

Joe Skopitz

**Levy Restaurants**

Steve Potts

**Atlanta Convention & Visitors Bureau**

William Pate  
Mark Vaughan

**Attorney General's Office**

None

**Bank of New York**

None

**Atlanta Falcons**

None

**GWCC Legal Counsel**

Pargen Robertson

**Office of Planning & Budget**

Caylee French

**Press**

Duffie Dixon, 11 Alive  
Craig Lucie, WSB-TV  
Tony McNary, CBS Atlanta  
Chuck Roberts, All News 106.5  
Maria Saporta, Atlanta Business Chronicle  
Jonathan Shapiro, NPR  
Leon Stafford, AJC  
Tim Tucker, AJC  
Amy Wenk, Atlanta Business Chronicle  
Paul Yates, Fox 5 News

**Guests**

T.B. Brantley, Bravis  
Carlie Howard, Assistant to Sen. Butch Miller  
Gary Smith  
Robb Willis, Troutman Sanders Strategies

Chair Lowe called the meeting to order at 1:02 p.m. and introduced new Board member Charlie Yates and Lindsay Perdue, GWCCA's new Director of Government Relations. Chair Lowe then asked for a motion to approve the June 18, 2013 meeting minutes.

*A motion to approve the June 18, 2013 meeting minutes was made by Glenn Hicks seconded by Doug Tollett, and unanimously approved.*

Chair Lowe called on Sherrie Spinks for the review of the June 2013 financial reports, which are appended and made a part of these minutes.

#### **GEORGIA WORLD CONGRESS CENTER**

The Congress Center projected a net loss of (\$903,648) for the month but had an actual net loss of (\$904,935), a negative variance of \$1,287. YTD the Congress Center projected a net loss of (\$1,850,831) but had an actual net profit of \$210,283.

#### **GEORGIA DOME**

The Dome projected a net loss of (\$966,391) for the month but had an actual net loss of (\$3,686,161), a negative variance of \$2,719,770. YTD the Dome projected a net profit of \$15,996,615 but had an actual net profit of \$20,052,944. The increase in revenue was mainly due to the two unbudgeted Falcons playoff games.

#### **CENTENNIAL OLYMPIC PARK**

The Park projected a net loss of (\$52,958) for the month but had an actual gain against budget of \$233,709, a positive variance of \$286,667. YTD the Park projected a net gain of \$30,274 but had an actual net gain of \$692,074. The increase in revenue was mainly due to F&B.

Events which took place on campus during the month of June are listed below.

Forrest Products Expo  
V103 Car & Bike Show  
Primerica

Hotel/Motel Tax of \$23.50M was 7.32% ahead of projection for the month and is 9.11% over last year at this time. June events resulted in an estimated 78,579 attendees and an estimated economic impact of \$59.9M for the month.

Chair Lowe thanked Ms. Spinks for her reports and the entire staff for a great financial year.

The following two items on today's agenda, relative to the NSP, will require board action.

#### **RESOLUTION – CONSTRUCTION (OWNER'S) REPRESENTATIVE**

The NSP Memorandum of Understanding (MOU) allows the Authority certain review rights over NSP construction. This may include the Authority contracting with an independent construction representative ("Construction Representative") who would review the construction for compliance with material design elements.

Richard Sawyer, NSP Project Procurement Director, updated the Board on the Authority's procurement process for the Construction Representative. Public advertisement for Request for Qualifications (RFQ) was posted on the Procurement Registry on April 29. The process is qualifications-based. The Authority Selection Committee reviewed and evaluated each Statement of Qualification using established criteria and then ranked the respondents' levels of qualification. Heery International was selected for interview and/or negotiations. Contract terms have been determined using a fixed fee task order approach. Per the MOU, these fees are reimbursable expenses subject to the cap on professional fees.

Staff recommends Board approval of the recommended NSP Construction Representative. Chair Lowe asked for a motion to approve staff recommendation.

*A motion to approve the Resolution authorizing the Executive Director to negotiate, execute, and deliver an Agreement for "Construction Representative" for the NSP, was made by Lee Hunter, seconded by Steve Adams, and unanimously approved.*

**RESOLUTION – REQUEST THE STATE PROPERTIES COMMISSION ISSUE STADCO A REVOCABLE LICENSE AGREEMENT FOR NOTH SITE DUE DILIGENCE WORK RELATED TO THE NSP**

Pursuant to the NSP Memorandum of Understanding (MOU), StadCo will perform feasibility studies on both of the proposed north and south sites. This would include examining and reviewing all aspects of the physical condition of the NSP site and conducting studies of the NSP site including engineering, soils, geotechnical, wetlands, and Phase I and/or Phase II environmental inspections. StadCo has requested access to the State property north of the Georgia Dome. The State Properties Commission (SPC) must issue a Revocable License Agreement to StadCo, which would allow them access to the site.

Staff recommends approval of a resolution requesting SPC issue a Revocable License Agreement. Chair Lowe asked for a motion to approve staff recommendation.

*A motion to approve the Resolution authorizing the Executive Director to request the State Properties Commission issue a revocable license agreement to StadCo to perform due diligence on State property as it relates to the north site was made by Taz Anderson, seconded by Doug Tollett, and unanimously approved.*

**NSP PROJECT DOCUMENTS UPDATE**

As stated in the MOUs, which were approved on April 5, 2013, a number of project documents are to be presented to the Board. The first group of project documents, which are being presented today, were reviewed by the Stadium Development Committee on July 24, 2013. The Transaction Agreement, which is to be executed on August 1, 2013, is referred to as "Initial Closing." It supersedes the MOUs and will include the following project documents to be reviewed today by Franklin Jones with Greenberg Traurig.

- Transaction Agreement – constitutes the "Initial Closing," sets forth actions to be taken prior to Final Closing and at Final Closing;
- Project Development and Funding Agreement – governs key aspects of the design, construction, development, and financing of the NSP;

- Stadium License and Management Agreement (between GWCCA & StadCo) – covers FF&E and grants StadCo use of all of the Authority’s Intangible Property Rights described in the Intellectual Property License Agreement during the License Term;
- Non-Relocation Agreement – the Club is not permitted to relocate from the opening of the new Stadium through the end of the term of the SLA; and
- Club Guaranty Agreement – the Club guarantees the full, faithful, and punctual payment and performance of all StadCo obligations under the Project Documents.

**EXECUTIVE SESSION**

Chair Lowe asked for a motion to move into Executive Session to discuss property acquisition.

*Motion to move to Executive Session to discuss property acquisition was made by Glenn Hicks, seconded by Lee Hunter, and unanimously approved.*

*Motion to move out of Executive Session and reconvene to General Session was made by David Allman, seconded by Lee Hunter, and unanimously approved.*

*With no further business to discuss, a motion to adjourn was made by Glenn Hicks, seconded by Steve Adams, and unanimously approved.*

RESPECTFULLY SUBMITTED:

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DALE AIKEN  
ASSISTANT SECRETARY

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ANNE HENNESSY  
SECRETARY