

Arizona Sports & Tourism Authority

Minutes of 92nd Meeting of the Arizona Sports & Tourism Authority

Board of Directors

March 12, 2009

10:00 a.m.

University of Phoenix Stadium

AZSTA Board Room

1 Cardinals Drive

Glendale, AZ 85305

Attendance

Members

Jerry Walker, Chairman

Brad Wright, Vice Chairman – Telephonically

Bill Peltier

John Benton

Judy Bernas

Rod Williams

Jody Harwood

Verma Pastor

Larry Landry – Telephonically

Staff

Tom Sadler, President/CEO

Charles Foley, CFO and Treasurer

Kimberly Monroe, Executive Asst./Office Mgr

Jennifer Copeland, Communications Coord.

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 AZSTA Conference Room at 1 Cardinals Drive, Glendale AZ 85305 on Thursday, March 12, 2009 at 10:00 a.m. A quorum being present and the meeting having been duly noticed and called, Chairman Jerry Walker called the ninety-second meeting of the Board to order.

2. Consideration of January 14, 2009 Board Meeting Minutes. The Chairman asked for a motion to approve the minutes of the Board for the meeting held on January 14, 2009 (Exhibit A). Upon motion duly made by Mr. Rod Williams and seconded by Mr. Larry Landry the minutes were unanimously approved.

3. Consideration of Ratification of the Bigelow Companies, Inc. Consulting Agreement (Exhibit B). Chairman Walker asked Mr. Tom Sadler, Authority President/CEO, to review the

contract with the Members. Mr. Sadler briefly reviewed his memo dated March 6th (Exhibit C) outlining the details of the contract and the services that would be provided by Mr. Bigelow. Mr. Bill Peltier requested that the Members be provided a copy of the final report produced by Mr. Bigelow. Mr. Sadler stated that the staff would forward a copy to all Members via email. After Board discussion Mr. Landry moved for ratification of the Bigelow Companies, Inc. Consulting Agreement. The motion having been duly made and seconded by Mr. Rod Williams the motion was unanimously approved.

4 Performance Audit Update. Chairman Walker asked Mr. Charles Foley, Authority Chief Financial Officer and Treasurer, to review this agenda item with the Members. Mr. Foley briefed the members on what had taken place with the Audit until present. He stated that overall the staff was pleased with the limited number of findings. He stated that the staff had finalized its response to the report and that it was expected that the full report would be released the next week. Mr. Landry asked to see a copy of the report. Mr. Foley stated that the staff would send the report and response to the Members via email.

5. Consideration of Resolution 2009-79 to adopt form of stadium license memorandum of understanding (“MOU”) with the NFL for Super Bowl XLVII to be held in 2013. (Exhibit D) Chairman Walker asked Mr. Sadler to review this agenda item with the members. Mr. Sadler briefly reviewed his memo to the Members dated March 9, 2009 (Exhibit E) outlining the MOU with the members. Mr. Sadler stated that he had met with the Super Bowl Host Committee, Global Spectrum and Fennemore Craig to review the MOU. He stated that the primary change to the 2013 bid from the prior 2012 bid was the Authority’s pledge to return all related sales tax recapture to the Super Bowl Host Committee. Mr. Bob Sullivan, Super Bowl Host Committee President, stated that this would simply be a pass-through and they would forward all dollars to the NFL. Mr. Walker asked if there would be any out-of-pocket costs to the Authority. Mr. Sadler stated based on the proposed resolution the 2013 Super Bowl would be revenue/expense neutral for the Authority. Mr. Sadler stated that he had discussed with the Authority’s general counsel, Sarah Strunk, the drafting of a

separate MOU with the Super Bowl Host committee outlining the details regarding game day expenses, the sales tax recapture and more to ensure that there would be no out-of-pocket costs to the Authority. Mr. Foley reminded the Members that unless a waiver is received from every entity who participates in the Super Bowl the sales tax recapture numbers will be imperfect. He also stated that any costs accrued by the Authority to stage the event must be included in the game day expenses. Ms. Judy Bernas asked if the NFL would be paying for any of the game day costs. Ms. Strunk stated no. Mr. Brad Wright moved to approve Resolution 2009-79. Upon motion duly made and seconded by Ms. Verma Pastor the resolution was approved.

6. Consideration of Executive Session. The Chairman asked for a motion to go into executive session for discussion or consultation with the attorneys of the Authority for legal advice pursuant to A.R.S. 38-431.03(A)4 for the purpose of discussion or consultation for legal advice with the general counsel of the Authority regarding negotiation of certain contractual matters regarding the use and operation of the facility. Upon motion duly made by Mr. Williams and seconded by Ms. Jody Harwood the Board unanimously approved the motion to enter into Executive Session.

Chairman Walker requested a motion to return to the open meeting. Upon motion duly made by Mr. Williams and seconded by Ms. Pastor the Board unanimously approved the motion to return to the open portion of the public meeting

6. Announcements of Future Meeting Dates and Other Information Concerning the Board. No meetings scheduled at this time.

7. Adjournment. There being no further business of the Board the Chairman requested a motion to adjourn the meeting. Upon motion duly made by Ms. Harwood and seconded by Mr. Peltier the motion to adjourn was unanimously approved.

Exhibit A

January 14, 2009_Meeting Minutes

Exhibit B
Bigelow Companies Inc Consulting Agreement

Exhibit C

Tom Sadler Memo to Board Members Regarding Bigelow Companies Inc. Consulting Agreement Dated
March 6, 2009

Exhibit D

Resolution to adopt form of stadium license memorandum of understanding with the National Football League for Super Bowl XLVII to be held in 2013,
Game Day Expenses and Refunding certain transaction privilege taxes derived from sales of admissions to the Super Bowl and related events to the National Football League.

Exhibit E

Tom Sadler Memo to Board Members regarding Resolution 2009-79 dated March 9, 2009.