



**Minutes of 150th Telephonic Public Meeting
of the Arizona Sports & Tourism Authority
Board of Directors**

Friday, July 8, 2016
9:00 a.m.

Arizona Sports & Tourism Authority
1 Cardinals Drive
Glendale, AZ 85305

In Attendance:

Board Members Attending Telephonically

Jeff Overton – Board Chair
Maria Baier – Board Vice Chair
Doug Yonko – Board Secretary
David Eberhart
Judy Bernas
Tom Rawles
Debbie Johnson
Jody Harwood

Board Members Absent

Jeff Meyer

Guests attending telephonically:

Andy Bagnato – Bagnato Pflipsen Communications

Guests attending in person:

John Drum – Arizona Cardinals Football Club
Andy Gorchov - SMG

Staff

Tom Sadler, President and CEO

Staff Absent

Robin Lea-Amos
Kevin Daniels

Authority General Counsel

Sarah Strunk
Kevin Bonner

1. **Call to Order:** The 150th public meeting of the Arizona Sports & Tourism Authority's (the "Authority") Board of Directors (the "Board") was held on Friday, July 8, 2016 telephonically. President Tom Sadler and guests identified above participated in person at the offices of the Arizona Sports & Tourism Authority, 1 Cardinals Drive, Glendale, Arizona 85305. A quorum being present and the meeting having been duly noticed, Chair Jeff Overton, called the meeting to order at 9:02 a.m. Tom Sadler held a roll call of members participating.

Chair Overton thanked those members who were able to attend and recognized Board Member Bernas who recently was offered and accepted a new position at Texas Christian University. Chair Overton thanked her for her service on the AZSTA board and indicated she may be leaving the board soon due to her relocation to Dallas, Texas.

2. **ACTION ITEM:** Consideration of Minutes from June 9, 2016 Board Meeting Chair Overton called for a motion to approve the minutes of the Board meeting held June 9, 2016, **attached hereto as Exhibit A.** Upon motion duly made by Member Rawles and seconded by Member Bernas, the minutes were unanimously approved.
3. **ACTION ITEM:** Consideration of Motion to enter into Executive Session pursuant to A.R.S. §38-431.03(A)(3) and (4) regarding legal advice with attorneys of the Authority regarding certain legal matters involving the Authority: including (a) Saban v. Arizona Department of Revenue, and (b) Tourism and Sports Authority v. Hunt Construction (MSE Wall litigation) Chair Overton called for a motion to enter into executive session. Upon motion duly made by Member Rawles and seconded by Member Bernas, the board entered into executive session. Tom Sadler confirmed that only legal counsel and Board Members were in attendance during executive session.
4. **ACTION ITEM:** Discussion and Consideration of Settlement Agreement between Arizona Sports and Tourism Authority and Hunt Construction regarding MSE Wall litigation. Chair Overton asked if there was any further discussion or questions regarding the proposed settlement with Hunt Construction. Upon no further discussion or questions on this matter, Chair Overton asked for a motion. Member Tom Rawles moved to approve the proposed settlement of the MSE wall litigation with Hunt Construction and others on the terms and conditions outlined by counsel and as directed by the Board in Executive Session at today's meeting and to further move to direct the Executive Director to negotiate, execute and deliver final and binding settlement agreements in substantially the form discussed and distributed to the members today with such changes as the Executive Director deems necessary and appropriate by placing his signature thereon. Upon the motion being seconded by Member Johnson, the motion was unanimously approved.
5. **INFORMATION ITEM:** Staff Report Mr. Sadler reported that he will be meeting with SMG later that day to review the transitions of the management of stadium.

Member Rawles asked Mr. Sadler and Ms. Strunk to what extent if any, the Governor's executive directive regarding tax payer funds being used to pay lobbyists affect AZSTA. Ms. Strunk replied that since AZSTA is a municipal corporation and not a state agency, the directive does not apply to the Authority.

Member Yonko asked about the transition of SMG, at which time Mr. Sadler invited Mr. Gorchov to reply and address the Board. Mr. Gorchov indicated the transition at this point has been positive and complemented the staff for the smooth process.

6. **INFORMATION ITEM:** Announcement of future meeting dates
7. **Adjournment** There being no further business of the Board and upon motion duly made by Member Eberhart and seconded by Member Bernas, the meeting was adjourned.