



National Western Center  
 Authority Board Meeting Minutes

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| <b>Date of Meeting:</b>  | Dec 20, 2018   | <b>Time:</b>     | 9:30 a.m.                          |
| <b>Minutes Prepared By:</b>  | Melody Ambrose | <b>Location:</b> | National Western Complex, VIP Room |
| <b>1. Meeting Description</b>  |                |                  |                                    |
| National Western Center Authority Board Meeting  |                |                  |                                    |
| <b>2. Authority Board Member Attendance at Meeting</b>   |                |                  |                                    |
| <b>Name</b>  | <b>Present</b> | <b>Absent</b>    | <b>Notes</b>                       |
| Joe Garcia   |                | X                |                                    |
| Jacque Hinman  | X              |                  |                                    |
| Steven McCarthy  | X              |                  |                                    |
| John Zapien  | X              |                  |                                    |
| Robb Brown   | X              |                  |                                    |
| Kelly Leid   | X              |                  |                                    |
| Monique Lovato   | X              |                  |                                    |
| Liliana Flores Amaro*  | X              |                  |                                    |
| Brendan Hanlon*  | X              |                  |                                    |
| Tony Frank   | X              |                  |                                    |
| Amy Parsons  | X              |                  |                                    |
| Pat Grant  | X              |                  |                                    |
| Paul Andrews   | X              |                  |                                    |
| <b>*Non-Voting Members</b>   |                |                  |                                    |
| Other attendees including members of the public are as recorded in any sign-in sheet(s) collected for the meeting. |                |                  |                                    |



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| Topic   | Owner          | Time      |
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| <p><b>Call to order</b></p> <p>Quorum Present</p>   | Steve McCarthy | 9:30 a.m. |
| <b>3. Board Business</b>  |                |           |
| <p>Minutes approved unanimously by voice vote of members present-Motion by Tony Frank, second by Jacque Hinman and a majority approved.</p>   | Steve McCarthy | 9:31 a.m. |
| <p>Chair Report</p> <p>Mr. McCarthy, Vice Chair discussed that pending City Council approval John Ikard and Lucia Guzman will become directors replacing Joe Garcia and Jacque Hinman in January 2019. Steve and the board thanked Jacque and Joe for their leadership and service. He also noted that John Ikard will be the new chairman.</p>   | Steve McCarthy | 9:33 a.m. |
| <p>CEO Report</p> <p>Mr. Buchanan provided a verbal update on multiple meetings he attended in the past month. Mr. Buchanan provided an update on the RFPs for the Auditor and Accounting Services and procurement status. Wipfli/Bauerle was the selected Auditor. There were no current bidders for the Accounting Services and we will be following up with firms we had asked to bid. Mr. Buchanan provided staffing updates. Andrea Burns will begin January 7, 2019 as Chief Marketing Officer and Matt Barry will begin the end of January 2019 as Chief Innovation Officer. He noted these hires were due to their unique experience and that in the future the Authority will post job openings. Other potential hires in 2019 will be a COO, CFO and other support staff. Members of the board asked a policy be developed for future hires. Mr. Buchanan is working with Brendan Hanlon's city finance team to develop a 2019 budget and that the goal is to present in June the coming year's budget.</p> <p>Brad reported that three responses have been received for the strategic implementation plan (SIP) procurement. No decision has been made yet, but a board call may be needed early January to approve the SIP awardee.</p> | Brad Buchanan  | 9:35 a.m. |
| <p>Treasurer Financial Report</p> <p>Mr. Hanlon reported on the NWC Authority finances. He noted that two major payments will be made before the end of the year, 1) reimbursement to the City and 2) legal fees to Sherman Howard.</p> <p>Mr. Hanlon discussed that by the end of June each year to have a budget in place for the coming budget year. He suggested it would be helpful to have a small working group to look at actuals and look ahead and he would chair. The board asked this discussion be moved to new business.</p>  | Brendan Hanlon | 9:51 a.m. |



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| <p>Capital Build Update by Mayor’s Office of the National Western Center<br/> <i>Program Overview</i></p> <p>Gretchen Hollrah reported the 3d design model is available for NWSS and CSU to use for capital campaigns. Ms. Hollrah provided a program status report and highlighted accomplishments, major contracts and procurement status, work underway, future office space and key milestones. She reviewed the active procurements and the future procurements for the Equestrian and Livestock Centers. She then reported on the industry forums and that the RFQ for the Triangle will be released March 1, 2019. She reviewed the four required assets needed and the anticipated Triangle procurement process. There are four required assets, 1) 1909 Historic Building, 2) new arena, 3) new Expo Hall, and 4) parking. Ms. Hollrah reported that the city now owns the Livestock Exchange building. She reported that by unanimous vote Metro Wastewater approved the City/Metro IGA to move the Delgany interceptor, provide access to heat recovery system and biofilter. She noted that Brighton Blvd. is open to traffic and fully functional for the Stock Show and that the Saloon is to remain open. Patrick O’Keefe discussed the sequencing of 51<sup>st</sup> street and other roads planned to be built. The city is working on traffic impacts and will bring to CAC for further discussion.</p> | <p>Gretchen Hollrah/<br/>         Patrick O’Keefe</p> | <p>9:54 a.m.</p>                    |
| <p><b>Committee Reports</b></p> <p><b>Campus Partnerships Committee</b> – The committee met this morning prior to the Board with the focus of the meeting on how to better organize our global and local opportunities and our approach to build relationships/contracts.</p> <p><b>Community Benefit Committee</b> – Monique Lovato reported that the committee met earlier in the month and finalized their mission statement. Councilwoman Ortega hosted a meeting for the committee and community to discuss preliminary ideas on a fiscal agent concept on how funds from the community benefits agreement might be disbursed.</p>   | <p>Robb Brown</p> <p>Monique Lovato</p>               | <p>10:06 a.m.</p> <p>10:08 a.m.</p> |
| <p>Mayor Hancock provided comments to the board. Congratulations for accomplishing so much in this inaugural year. He thanked Joe Garcia and Jacque Hinman for their leadership and announced that pending council approval John Ikard will be the new chair and Lucia Guzman will replace Ms. Hinman on the board. He shared his thoughts on the project. First it is a regional asset then a global asset. We need to engage the communities and value our good neighbors and partners. The legacy for the mayor’s office is the National Western Center and we must be good stewards. The Mayor appreciated that all the partners have kept him up to date on the project. He asked that we stay on track to the vision and stay focused.</p>  | <p>Mayor Hancock</p>                                  | <p>10:11 a.m.</p>                   |



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| <p><b>Community Benefit Committee</b> – Monique Lovato continued her report out. Brad Buchanan commented that the fiscal agent needs to be by and for the communities. Councilwoman Ortega will take the lead on the fiscal agent process. The board discussed aspects of the CBA, mission, how community will access the funds and how to be equitable to all parties.</p>                           | <p>Monique Lovato</p> | <p>10:35 a.m</p>  |
| <p><b>Security &amp; Waste</b> - Kelly Leid reported that they will be reviewing the comments received on the Draft Site Security Master Plan Introduction.</p>   | <p>Kelly Leid</p>     | <p>10:41 a.m.</p> |
| <p><b>Equity Partner Reports</b><br/> <b>City and County of Denver</b><br/>     City – Mr. Hanlon had no additional items to report that were not covered during the finance and NWCO project reports.</p>  | <p>Brendan Hanlon</p> | <p>10:43 a.m.</p> |
| <p><b>Colorado State University</b><br/>     Amy Parsons gave design/construction and funding updates on the Water Building, Animal Health and CSU Center buildings. She highlighted ongoing outreach activities with the community and January planned events during the National Western Stock Show. Tony Frank introduced Kerri Platais, Special Advisor to Chancellor for Intl AG at the NWC.</p> | <p>Amy Parsons</p>    | <p>10:44 a.m.</p> |
| <p><b>Western Stock Show Association</b><br/>     Paul Andrews reported that the WSSA is in full preparation for the National Western Stock Show. He noted that sponsors and ticket sales are ahead of where they were a year ago. Thank you was given to Ron Williams for his leadership of the NWSS.</p>  | <p>Paul Andrews</p>   | <p>10:50 a.m.</p> |
| <p><b>4. New Business</b></p>   |                       |                   |
| <p>Mark Williams reminded the board of the Sunshine Law and of current court rulings.</p>   | <p>Mark Williams</p>  | <p>10:54 a.m.</p> |
| <p>Melody Ambrose reported the January 2019 meeting will be held at the Forney Museum of Transportation.</p>  | <p>Melody Ambrose</p> | <p>10:56 a.m.</p> |
| <p>Brad Buchanan gave a report on the board workplan. He thanked Kelly Leid for his work on this and updates will be made as needed.</p>  | <p>Brad Buchanan</p>  | <p>10:57 a.m.</p> |



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| 4. New Business  |                       |                   |
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| <p>Resolution NO. 2018-009 Concerning the Amendment of the Procurement Policy of the Board of Directors. This amendment provides the CEO to enter into procurements of goods and services up to \$75,000 and to increase to \$200,000 the level after which, by resolution, the Board must approve any such contract by resolution. Motion by Jacque Hinman and seconded by Tony Frank, after discussion it was approved by a unanimous voice vote of quorum members present.</p>  | <p>Steve McCarthy</p> | <p>10:58 a.m.</p> |
| <p>Steve McCarthy led the Board discussion on the formation of a finance committee to review Authority Finances and Budget. Tony Frank said he was not use to an ex-officio being the chair of a committee, but since Brendan is the Board Treasurer probably ok since the budget still has to be approved by the Board. Mark Williams shared legal opinion on why Brendan as the Treasurer is acceptable to be chair of the committee. It was moved to establish a Finance Committee chaired by the board Treasurer and to have 3 voting board members and to include the CEO. The Committee will vet financial discussions and recommendations from the Authority CEO. The Committee will set up the Audit and Budgeting process and a charter will be drafted. Mark Williams to draft and bring to future board meeting. During discussion the CEO was appointed to select the three voting members. Motion made by Tony Frank and seconded by Kelly Leid. The motion was approved by a unanimous voice vote of quorum members present.</p> | <p>Steve McCarthy</p> | <p>11:03 a.m.</p> |
| 5. Public Comment Period   |                       |                   |
| <p>AE provided comments on the engagements with the community. She gave kudos to David Richards who is taking a new job with Parks and Recreation. She asked that departing directors, Joe Garcia and Jacque Hinman keep the NWC on their radar. AE gave her perspective on the CBA process and discussions of a fiscal agent. She encouraged transparency on this process.</p>  | <p>All</p>            | <p>11:07 a.m.</p> |
| <p><b>Comments by members of the public are recorded for informational purposes ONLY</b> and inclusion of such comments in these minutes does not reflect the policy of the National Western Center Authority Board. Anyone wishing further information about or clarification of a public comment should contact the commentor.</p>   |                       |                   |



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| <b>6. Executive Session</b>   |   |              |                       |                  |                                 |
| <p><b>Announcement of Executive Session</b><br/>         1 item for discussion on matters subject to negotiation. Specific statutory provision to be invoked in holding an executive session are pursuant to §§ 24-6-402(4)(e)-(f), C.R.S.</p> <p>Pat Grant made motion to enter executive session and Tony Frank seconded the motion. It was approved by a unanimous voice vote of quorum members present.</p> <p>Executive Session commenced at 11:10 a.m.</p> <p>Executive Session ended at 11:45 a.m. with a motion by Jacque Hinman, seconded by Pat Grant. It was approved by a unanimous voice vote of quorum members present.</p> |   |              |                       |                  |                                 |
| <b>7. Action Items (ongoing)</b>  |   |              |                       |                  |                                 |
| <b>Action</b>   | <b>Owner</b>  |              | <b>Due Date</b>       |                  |                                 |
| Chair report out at each meeting  | John Ikard  |              | N/A                   |                  |                                 |
| <b>8. Adjournment</b>   |   |              |                       |                  |                                 |
| <p><b>Meeting Adjourned.</b> Motion to Adjourn by Tony Frank, seconded by John Zapien. Approved by a unanimous voice vote of quorum members present.</p>  |   | All          | 11:47 a.m.            |                  |                                 |
| <b>9. Next Meeting:</b>   |   |              |                       |                  |                                 |
| <b>Date</b>   | January 31, 2019  | <b>Time:</b> | 9:30 a.m.- 12:15 p.m. | <b>Location:</b> | Forney Museum of Transportation |
| <b>Description:</b>   | Regular Monthly Meeting of National Western Center Authority Board for January 2019 |              |                       |                  |                                 |