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HARTFORD STADIUM AUTHORITY

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I. CHARLES MATHEWS
CHAIRMAN

Hartford Stadium Authority Meeting

Draft Minutes

A Regular Meeting of the Commissioners of the Hartford Stadium Authority (the "Authority") was held on Tuesday, April 5, 2016 at 3:00pm at City Hall, 550 Main Street, City Council Chambers, Hartford, CT.

A. Call to Order/Roll Call

The meeting was called to order by Chairman I. Charles Mathews at 3:08pm.

Commissioners Present:

I. Charles Mathews, Chairman
Oz Griebel, Vice Chairman
Darrell V. Hill, Treasurer
Adam Cloud, Secretary
Adrian Texidor

Ex-Officio Members Present:

Mayor Luke Bronin

Commissioners Absent:

None.

Also present:

Sean Fitzpatrick, Director of Development Services, City of Hartford
Michael T. Looney, Director of Projects, City of Hartford
Lisa Silvestri, Assistant Corporation Counsel, City of Hartford
Tim Restall, General Manager, Hartford Yard Goats
Kevin Greene, Owner's Representative, IFG
Phil Couture, Owner's Representative, IFG
Jason Rudnick - DoNo Hartford LLC
Mark Banfield – Centerplan Construction Company

B. Approval of Minutes

A motion was made by Mr. Griebel to approve the minutes of March 1, 2016 and seconded by Mr. Hill. The minutes of the March 1, 2016 meeting were unanimously approved.

C. Old Business

Update – Discussion of the Issuance and Sale of Not Exceeding \$6,500,000 Hartford Stadium Authority Lease Revenue Bonds

Mr. Cloud provided an overview presentation on the sale of the completion bonds for the Stadium Authority that resulted in \$5.5 million in net proceeds for the project fund. Mr. Looney noted that the presentation would be posted on the Stadium Authority website. Mr. Cloud also noted that the presentation had just recently been completed and that he would have provided more copies for the public if time had allowed. Mayor Bronin stated that of the additional \$385,000 in annual debt service, approximately \$225,000 would be covered by agreed upon increases in property tax PILOT payments to be made by DoNo Hartford LLC.

Update – Discussion of Status of Revenue Streams/Pro Forma for Debt Service Payment on Revenue Bonds

Mr. Hill stated that the cost of the sale of the completion bonds as described by Mr. Cloud had been \$215,000 lower than was projected at the time City Council approval had been given, which was good for the pro forma. He noted that the nine revenue streams remained unchanged from the February presentation to the OMBLA subcommittee of the City Council. Mr. Griebel asked how much the admissions tax accounted for in the pro forma, and Mr. Hill responded that the admissions tax was projected at \$426,000 annually beginning in 2017. Mr. Griebel asked if the receipt of the admissions tax from the state was still an outstanding issue, and Mr. Hill indicated that it was but that the City would continue to make the ask for this revenue from the state.

D. Report of DoNo Hartford LLC / Centerplan Construction Company (Moved up from Item G)

Mr. Rudnick presented a photographic update on the construction progress of the stadium, between the March and April Stadium Authority meetings. He discussed the progress of numerous construction items, including installation of seats, installation of MEP elements, application of finishes, and the schedule for sod installation. Mr. Cloud asked about the premium suites, and Mr. Rudnick indicated that there were 20 suites, 18 on the premium concourse and two dugout-level suites. Mr. Cloud asked which suites had HVAC systems installed, and Mr. Rudnick indicated that the third base side suites were more complete in this regard than the suites along the first base side of the stadium. Mr. Rudnick noted that there had been no changes in the budget since the month prior and that the project remained on target. Finally, Mr. Rudnick stated that the April 7th construction milestone for making the roof watertight would not be achieved, but that missing this milestone would have no impact on achieving the May 17th date of Substantial Completion.

Mayor Bronin asked Mr. Rudnick and Mr. Banfield to explain why they were still confident about meeting the May 17th date given that they were going to miss the April 7th construction milestone. Mr. Banfield responded that the areas of the stadium where finishes were being applied were areas where the roof was already watertight, so there was no impact in terms of continuing work in these areas. Mayor Bronin asked if water leaking into areas where finish

work was being done would be the only hindrance to achieving the May 17th Substantial Completion date, and asked for clarification as to why the Authority should not be concerned about meeting the Substantial Completion date given this slippage in schedule. Mr. Banfield responded that the area where the roof needed substantial work was Area G, but that there was no finish work immediately planned for this area. He also noted that roof work was needed over the precast stair towers. Mayor Bronin asked if Mr. Banfield was saying that although it would take longer to complete the roof, other tasks on the schedule were not being pushed in a way that would jeopardize the date of Substantial Completion, and Mr. Banfield said that was correct. Mayor Bronin asked if he was stating this with complete confidence, and Mr. Banfield indicated that he was.

Mr. Fitzpatrick asked Mr. Banfield to explain some of the tools that Centerplan was using to accelerate construction. Mr. Banfield discussed the ramping up of manpower and project hours, the addition of second shifts for numerous trades. Mr. Fitzpatrick asked if Centerplan was finding that they were able to acquire the skilled labor needed, and Mr. Banfield indicated they were. Mr. Banfield discussed a number of projects around the state that were slowing down and therefore freeing up manpower that Centerplan could acquire and apply to the stadium project.

Mayor Bronin asked Mr. Banfield what his biggest concerns were at this point in the project, and Mr. Banfield indicated that they were kitchen equipment and elevators. He stated that kitchen equipment was a huge element of the work due to the numerous food service areas in the stadium, but that he had several staff members assigned just to this task. In terms of elevators, Mr. Banfield said this work had started the day before and was being accelerated with just-in-time management practices. Mayor Bronin asked that even with these concerns, Mr. Banfield was confident that these two tasks could be completed in advance of the May 17th Substantial Completion date, and Mr. Banfield indicated he was. Mr. Griebel asked Mr. Rudnick if despite the concerns and issues just discussed, DoNo/Centerplan was still confident that they could meet the May 17th deadline and have the stadium ready for the first game on May 31st. Mr. Rudnick replied affirmatively, and noted that everyone was working in unison and that meetings had already commenced to plan for final inspections and approvals to have the stadium open on time. He again reiterated his confidence that all issues and concerns would be addressed in time and Substantial Completion achieved by May 17th.

E. Report of the Executive Director

Mr. Looney reviewed the Executive Director's Report and discussed the latest invoice from the developer and its component cost elements.

Mr. Griebel asked Mr. Fitzpatrick if anything stated by Mr. Rudnick or Mr. Banfield changed what was written in the third paragraph of page one regarding the achievement of the Substantial Completion date. Mr. Fitzpatrick said that was correct and that maximum effort was being expended and that the Authority would be notified if the City's assessment of the situation changed. Chairman Mathews asked Mr. Fitzpatrick if he felt that things were on track and that May 17th looked achievable. Mr. Fitzpatrick stated that he would not use the words "on track" as he believed many things were actually off track, based upon IFG's daily reports. He maintained

that while May 17th was achievable given maximum effort by all involved, it was by no means assured. He noted that the margin was slim.

A motion to approve Invoice #15 was made by Mr. Griebel and seconded by Mr. Hill. The motion was passed unanimously.

Mr. Looney proceeded to review the progress on the road work on-going along Trumbull Street, Pleasant Street and the former Windsor Street. He noted that Centerplan was going to have a second crew working along Main Street, which would accelerate the speed of work. Mr. Looney noted this was particularly important in terms of providing adequate access to the building as part of Substantial Completion.

F. Report of the Hartford Yard Goats

Mr. Restall discussed the excellent turnout for the Yard Goats Job Fair in March, with over 1,000 Hartford residents attending. He noted that the team was on its way to Richmond to play its first game of the season, and also described several upcoming media events that the team was holding at City Steam and the Connecticut Science Center.

Mr. Griebel asked Mr. Restall about the Colorado Rockies decision to extend their player development agreement with the Yard Goats for an additional two years. Mr. Restall said that the Rockies management is very excited about what they see going on in Hartford, and that they had a great community outreach focus that aligned with the Yard Goats ownership core values. Mayor Bronin asked what the date of the first scheduled game in Hartford was, and Mr. Restall stated that it was May 31st. He clarified that the league was working on the scheduling of the 11 games after the first 17 Yard Goats games being played on the road, but that everyone was working toward the May 31st goal. Mayor Bronin asked if the batting tunnel would be available to Hartford youth during the offseason, and Mr. Restall indicated that it would be. Chairman Mathews stated that there were actually 1,800 individuals at the job fair, and that these individuals had the opportunity to apply for multiple jobs. He also noted that the number of available jobs was approximately 400. Mayor Bronin stated that there should be no reason why all of these jobs couldn't go to Hartford residents. Mr. Restall stated that that was the goal. Mayor Bronin again reiterated that there was no reason that these jobs shouldn't be filled completely by Hartford residents.

Mr. Cloud noted that while he had seen marketing by the team in the suburban communities, he was curious about efforts to market the team in Hartford itself. Mr. Restall stated that the team was undertaking such efforts and could provide more information offline. Mr. Griebel asked about the planned Big Mo event on May 21st, and Mr. Restall indicated that this was still planned.

G. Report from the Owner's Representative on Current Status of Stadium Schedule and Construction Activities

Mr. Greene presented the Owner's Representative Report on the status of the stadium schedule, budget items and construction activities. Mr. Greene discussed the open Potential Change Orders and their on-going resolutions. He also noted the release of the ASI #14R drawings, which were designed to clean up certain outstanding design issues in the stadium. Mr. Greene also discussed the process of acquiring a Temporary Certificate of Occupancy (TCO) by May 17th. Chairman Mathews stated that he believed DoNo/Centerplan had said that they wouldn't wait until May 17th to try to get a TCO, but would try to get them for parts of the building as they were completed. Mr. Greene agreed that that was the plan of action. Mr. Fitzpatrick stated that there were several City elements involved in the TCO process, including health, fire and building code, and that representatives from each of these areas were coordinating with IFG and Centerplan. Mr. Couture stated that it was good practice to get building and fire inspectors involved early.

Chairman Mathews stated that he wanted to get to the bottom line of IFG's report. He noted that his apprehension about the achievability of the May 17th date was in part derived from reading IFG's daily reports. With so much work to be done, and without the benefit of a construction background, Chairman Mathews expressed concern that everything could be completed in the 42 days remaining. Mr. Greene noted that he was concerned as well, and that there were a lot of moving parts in the process. He stated that the schedule was no longer elastic, and as issues came up Centerplan was being reactive as best they could. He noted that everyone from the City and DoNo/Centerplan was doing everything they could to achieve the Substantial Completion date, but that it would be difficult to complete a fully functional operational facility by May 17th. Mr. Cloud noted that there was an important distinction between "fully functional" and "substantially complete". He stated that there will be some items that will need to be completed after a TCO on May 17th. Mr. Greene responded that all of the elements, such as scoreboard operations, low voltage systems, and others, that breathed life into a stadium needed to be operational as well. Mr. Couture concurred and added that normally a 30 day period is desired from substantial completion to actual facility opening.

Mr. Texidor asked if there were 37 or 39 items on the non-compliance list, and Mr. Greene responded that the number was 39. Mr. Texidor also asked how many of these items were critical items. Mr. Greene stated that they were all important. Mr. Texidor asked how many actually needed to be fixed. Mr. Greene stated that all of them needed to be fixed unless otherwise accepted by the Engineer of Record and the building inspector. Mr. Griebel stated that given the urgency of the project schedule, the complimentary working process between all parties was the best thing he had heard. He noted that there were no guarantees being made by anyone, but that things were proceeding in a manner that gave the best chance for success. He said that the Rockies decision to extend their player development agreement with the Yard Goats spoke volumes.

Mr. Cloud described his recent visit to the stadium and stated that it was going to be a premier facility once complete. He saw the completion of the stadium as challenging but achievable.

H. Report on Community Benefits

Ms. Graves presented DoNo/Centerplan's monthly report on community benefits. Mr. Cloud asked for clarification on the numbers of Hartford residents and apprentices among plumbers. Ms. Graves noted that all Hartford resident plumbers on the project were apprentices at this point. There was additional discussion about the actual numbers of apprentices in this trade. Mr. Cloud asked about the dollar figures for contracts awarded, and Ms. Graves clarified a typographically error. She also described the individual contract amounts for minority trucking contractors for Mr. Cloud.

Mr. Toppin presented the City's report on MWBE compliance for the stadium project. He explained some of the mechanisms that could be utilized by Centerplan to increase Hartford residency participation, and that he hoped Centerplan would avail itself of organizations such as the Jobs Funnel to meet the residency goal. Mr. Toppin also stressed the desire for local businesses to benefit from the purchase of goods and services.

Ms. Graves stated that one of the reasons that there had been a spike in the number of Hartford apprentices was because of outreach made by Centerplan to the Jobs Funnel. In response to spending with local vendors, Ms. Graves noted that Centerplan had spent over \$500,000 at local businesses as part of the project and that the desire for local spending was stressed to subcontractors at all pre-job meetings.

I. New Business

None.

J. Call to Public

Hyacinth Yennie asked about the actual raw numbers of Hartford residents working on the project, and whether all of the workers had to be from the unions. Ms. Graves confirmed that the workers had to be union workers, and that her answer to Mr. Cloud's earlier question was the same answer Ms. Yennie was requesting.

Anne Goshdigian wanted to know if the number of Hartford residents was stable over the term of the project, and how many were still working on the site. Ms. Graves provided the exact number of Hartford residents and apprentices on the site.

Councilman Deutsch asked whether the GMP was inviolable. Mr. Fitzpatrick stated that the City was not exceeding the GMP without coming to the Authority, and that the Team could add items that they would pay for that would actually increase the GMP. Councilman Deutsch asked about the replumbing work needed and whether that would impact the City financially. Mr. Fitzpatrick stated that this issue was being addressed by Centerplan with one of its subcontractors and would not result in City costs. Councilman Deutsch also asked about third party discussions regarding potential design errors. Mr. Fitzpatrick stated that since attorney-client privileges were involved, these issues shouldn't be discussed in public session, but that none of these issues had resulted in costs that could not be absorbed in the overall budget.

K. Adjournment

A motion to adjourn was made by Mr. Hill and seconded by Chairman Mathews. The motion was passed unanimously. The meeting adjourned at 4:48p.m.

Respectively submitted,



Adam M. Cloud

Secretary

Hartford Stadium Authority