

**THE STADIUM AUTHORITY OF THE CITY OF PITTSBURGH
SPECIAL MEETING
TUESDAY, DECEMBER 15, 2015
1:02 P.M. E.S.T.**

A special meeting of the Board of Directors of the Stadium Authority of the City of Pittsburgh was held upon proper notice on December 15, 2015 in Room 333 of the David L. Lawrence Convention Center. Board members in attendance: Stanley Lederman, Chairperson (via telephone); Jay Anderko, Secretary (via telephone); Michael Danovitz (via telephone); James Malanos, Vice-Chairman; and Reverend Brenda Gregg, Treasurer and Assistant Secretary, as well as Authority staff members: Mary Conturo, Rifat Qureshi, Rosanne Casciato, Rosemary Carroll, Taylor Blice, Christina Lynch, Allison Botti, Clarence Curry of CFC-3, and Tom Ryser of TPC, LLC; Also in attendance: Diane Wohlfarth, Solicitor; Tim Pratt of Pittsburgh Associates, and Frederick Winkler, architect.

Mr. Lederman called the meeting to order at 1:02 P.M. and requested that everyone rise for the Pledge of Allegiance. Ms. Wohlfarth proceeded with a roll call of the Board Members. Ms. Wohlfarth confirmed with Mr. Lederman, Mr. Danovitz, and Mr. Anderko that they could hear the present Board Members and that the Board Members could hear them.

The following agenda items were discussed:

1. Public Participation

Mr. Lederman asked if any members of the public would like to speak. Ms. Wohlfarth confirmed to Mr. Lederman, who was chairing the meeting by telephone, that no one in the audience rose to present themselves to the Board. Therefore, Mr. Lederman moved to the next item on the agenda.

2. Approval of the Minutes from the meeting of November 24, 2015.

A motion to approve was made, seconded and carried. The Minutes were accepted.

Since three Board Members were attending the meeting via telephone, it was agreed upon that the items under New Business on the agenda would be voted on via roll call votes instead of voice votes.

3. New Business.

The first item read was:

- A. Authorization to enter into an agreement with WTW Architects with respect to the Lot 1 parking facility in (A) a lump sum amount of \$603,284 for architectural design services, and (B) an estimated amount of \$59,666 for geotechnical construction phase engineering services to be billed based on unit price.

Mr. Rifat Qureshi explained that in October, the Authority issued an RFP notice to seek a qualified firm to provide architectural design, engineering, and services during construction for a future Lot 1 parking facility on the North Shore. The notice was posted on the Authority's website, advertised in the Pittsburgh Tribune-Review and the New Pittsburgh Courier. Several architectural and engineering firms were also contacted. A pre-proposal meeting was held on October 20, 2015 and 21 firms attended. Proposals were due on November 6, 2015, and 10 firms submitted proposals. The review team consisted of Stadium Authority Board member Jim Malanos; Authority staff Doug Straley, Taylor Blice, Rifat Qureshi, Christina Lynch; Clarence Curry, senior diversity coordinator for the Authority, and Tom Ryser, consulting engineer for the Authority. The review team reviewed the proposals and short listed 4 firms: Graves Design Group, Renaissance 3 Architects, IKM and WTW Architects. A scope review and technical meeting was held with each of the 4 proposers on November 13, 2015. The review team unanimously recommends WTW Architects based on: lowest proposal fee of the 4 shortlisted firms, its expertise and prior experience with parking facilities, its technical proposal and local experience, quality of sub-consultants, commitment to sustainable practices, and MBE-WBE participation plan. The WTW team includes Walker Parking Consultants for operational design services; A&A Consultants, an MBE firm, who will perform structural engineering; Mackin Engineering for civil engineering; Advantus Engineers, a WBE firm, for MEP services; and Monaloh Basin Engineers, a WBE firm, who will provide surveying services. With respect to MBE-WBE participation, Mr. Curry reviewed and approved WTW's plan of 30.2% MBE and 3.4% WBE for a total of 33.6% participation. Mr. Curry will also present the plan to the City of Pittsburgh Equal Opportunity Review Commission on December 16, 2015.

With respect to pricing, the fee is in two parts, A) a lump sum amount of \$603,284 for architectural design services, which includes an added scope that the Authority requested for services related to amendment of the North Shore Master Plan to allow for the Lot 1 parking facility; and B) an estimated amount of \$59,666 for geotechnical construction phase engineering services as needed, to be billed based on unit price.

With respect to sustainability, WTW will utilize LEED sustainability principles in its design process. WTW will also incorporate necessary requirements for submission for a Green Garage Certification through the Green Parking Council. Specific line items include: storm-water management, renewable energy such as solar arrays or wind turbines, electric vehicle charging stations, bicycle parking, and recycling, among other things. WTW will evaluate each category to maximize points and prepare necessary documentation in order to obtain the highest level of Green Garage Certification.

With respect to schedule, the design phase is to be completed by Spring of 2016. The Authority intends to hire a construction manager at-risk in the 1st quarter of 2016. Estimated construction start is Spring of 2016 with a completion date in Spring of 2017.

Mr. Lederman asked if there were any questions from the Board. Mr. Malanos commented that he appreciated how thorough and detailed the analysis was for the review of proposals and the interview process.

Mr. Lederman asked if any Board Members had any other questions. Hearing none, he asked for a motion to approve, followed by a roll call vote. All Board Members approved the authorization.

The motion was passed:

RESOLUTION NO. 19 (2015)

RESOLVED by the Stadium Authority of the City of Pittsburgh that its Executive Director and other proper officers are authorized to enter into an agreement with WTW Architects with respect to the Lot 1 parking facility in (A) a lump sum amount of \$603,284 for architectural design services, and (B) an estimated amount of \$59,666 for geotechnical construction phase engineering services to be billed based on unit price; and further that the proper officers and agents of the Authority are authorized and directed to take all action and execute such documents as are related and proper to effectuate the terms of this Resolution.

The next item read was:

- B. Resolution stating the Authority's intent to reimburse itself for costs of the new parking garage on the North Shore of the City of Pittsburgh with proceeds from the future issuance of tax exempt debt.

Ms. Mary Conturo explained that this resolution is an administrative item to meet the requirements of the Internal Revenue Service, so that if we start to spend money on the garage, we will be permitted to be reimbursed. Right now, we are working with the banks that have our existing debt, which are PNC Bank and Dollar Bank, to do a supplemental financing until that debt matures, which will be in mid-2017. This will likely be how we will do the initial financing and then we will refinance everything at one time after that.

Mr. Lederman asked if any Board Members had any other questions. Hearing none, he asked for a motion to approve, followed by a roll call vote. All Board Members approved the authorization.

The motion was passed:

RESOLUTION NO. 20 (2015)

**RESOLUTION DECLARING AN OFFICIAL INTENT
TO ISSUE TAX-EXEMPT DEBT**

Whereas, the Stadium Authority of The City of Pittsburgh (“Authority”) has determined to undertake a project consisting of acquisition, construction and equipping of an approximately 798-space parking garage on the North Shore of the City of Pittsburgh (collectively, the “Project”); and

Whereas, the Authority intends to finance a portion of the cost of the Project by means of tax-exempt obligations (the “Tax-exempt Obligations”) interest on which is excluded from gross income under Section 103 of the Internal Revenue Code of 1986, as amended (the “Code”);

Now, therefore, be and it hereby is resolved by the Board of the Authority that:

1. The Authority presently intends to undertake the Project and finance a portion of the cost of the Project by the issuance of Tax-exempt Obligations.

2. The Authority has expended and presently intends to expend funds on hand for portions of the cost of the Project and to reimburse itself from the proceeds of Tax-exempt Obligations for such expenditures.

3. The maximum principal amount of Tax-exempt Obligations to be issued for payment of the cost of the Project is \$15,000,000 and the total cost of the Project is approximately \$18M (hard and soft costs).

4. This Resolution is adopted as a declaration of official intent to reimburse in accordance with the provisions of Internal Revenue Service Regulation Section 1.150-2 which has been promulgated pursuant to the Code.

Duly adopted on December 15, 2015

The next item read was:

- C. Authorization to issue a change order to TPR, LLC in an amount not-to-exceed \$61,500, to be billed on hourly rates, based on actual hours, for general owner’s representation services.

Mr. Qureshi explained that the principal of TPR, LLC is Mr. Tom Ryser, who is currently the Authority’s consulting engineer. He was previously a project manager at AMEC, then for Resource International, and now for TPR, LLC. Tom is a registered professional engineer in Pennsylvania and has 20 years of experience working in the engineering and construction field. The extension to TPR’s professional services contract with the Authority keeps the billing rate unchanged at \$80 per hour. The majority of the change order will be billed to the respective project budgets. The current projects TPR is working on include the Option Area Development, which includes future development and the Lot 1 facility. Work will include oversight during

design and construction, stakeholder coordination, utility coordination, and adherence to approved drawings and agreements; and other miscellaneous projects as needed. This extension is estimated to cover 12 months of service.

Mr. Lederman asked if there were any questions from the Board. Hearing none, he asked for a motion to approve, followed by a roll call vote. All Board Members approved the authorization.

The motion was passed:

RESOLUTION NO. 21 (2015)

RESOLVED by the Stadium Authority of the City of Pittsburgh that its Executive Director and other proper officers are authorized to issue a change order to TPR, LLC in an amount not-to-exceed \$61,500, to be billed on hourly rates, based on actual hours, for general owner's representation services; and further that the proper officers and agents are authorized and directed to take all action and execute such documents as are related and proper to effectuate the terms of this Resolution.

The final item read was:

4. Public Participation

Mr. Lederman asked if there were any comments from the Board. Hearing none, Mr. Lederman asked if there were any comments from the public. Mr. Frederick Winkler expressed an interest. Mr. Winkler said that he has attended SEA and SA Board Meetings for over the past several years and if he could assist WTW and their team in parking garage project in any way, he would like to do so. Mr. Lederman thanked Mr. Winkler and confirmed with Ms. Wohlfarth there were no other comments from the public. Ms. Wohlfarth confirmed and Mr. Lederman and he asked for a motion to adjourn. The motion was seconded and unanimously carried, followed by a roll call vote.

The meeting was adjourned at 1:20 P.M.