

MINUTES OF THE MEETING
OF THE BOARD OF THE
SPORTS & EXHIBITION AUTHORITY OF PITTSBURGH
AND ALLEGHENY COUNTY
HELD THURSDAY, JULY 13, 2023
REMOTELY VIA ZOOM CONFERENCE
PITTSBURGH, PENNSYLVANIA
COMMENCING AT 10:35 A.M. E.S.T.

A meeting of the Board of Directors of the Sports & Exhibition Authority of Pittsburgh and Allegheny County (the "Authority") was held upon proper notice in the David L. Lawrence Convention Center ("DLCC") Room 405 in Pittsburgh, PA 15222, on Thursday, July 13, 2023, commencing at 10:35 A.M. E.S.T.

Members of the Authority

Present: Sen. Wayne Fontana, Chairman
Councilman Anthony Coghill, Treasurer
Sala Udin, Secretary (Via Zoom)
Mulu Birru, Member
Councilman Nicholas Futules
Michael Quatrini, Member

Also Present: Aaron Waller, Bridget Pascal, Doug Straley, Bill Williams, David Harris, Jeff Garstka, Theresa King, Desmond Bentley, Alicia Matos, and Paul McDonald Jr. of the Authority; Morgan Hanson, Solicitor; Clarence Curry, CFC-3 Management Services; Tom Ryser, TPR, LLC; Tim Muldoon, Ryan Buries, Lucas Kistler, Spencer Girman, Carrie Yauch, and Jennifer Carter of SMG; George Meehan, LEVY; Matthew Wilson, Pittsburgh Steelers; Lindsey Holzer, Buchanan, Ingersoll & Rooney; Mike Bova, RBC Capital Projects; Jaime Inferrera, Dinsmore & Shohl; Antonio Misiti, PNC Bank.

Senator Wayne Fontana called the meeting to order with the Pledge of Allegiance. Mr. Morgan Hanson followed with a roll call of the board members. Mr. Hanson advised that a quorum was present.

Beginning with public participation, Senator Fontana asked if any members of the audience wanted to address the board. Seeing no request from the public to address the board, Senator

Mr. Kistler further stated there is a three-to-four-month lead time on the controller, with the duration of work for this project is estimated at three business days, and the warranty for the controller is one-year.

Senator Fontana asked if there were any questions from the board. Hearing none, he asked for a motion to approve. On a motion duly made and seconded, and unanimously carried, the following resolution was approved:

RESOLUTION NO. 5924

RESOLVED by the Sports & Exhibition Authority of Pittsburgh and Allegheny County that its Executive Director and other proper officers are authorized to enter into an agreement with Cleveland Brothers in the lump sum amount of \$22,000 for emergency generator controller replacement; and further that the proper officers and agents of the Authority are authorized to take all action and execute such documents as are necessary and proper to effectuate the terms of this Resolution.

Senator Fontana continued to the next item on the agenda, authorization to award a purchase order to MityLite, Inc. (“ML”) in the lump sum amount of \$64,295 for all purpose tables.

Mr. Kistler stated the DLCC hosts various events, requiring tables for vendors, clients, and overall show needs. The demand for all-purpose tables can increase depending on the event's size or when multiple spaces are used concurrently, leading to limited availability of inventory. By purchasing more all-purpose tables, the DLCC can continue to meet client needs, increase in-house inventory, and have more assets on-hand to reduce external solutions and improve internal efficiency.

In May 2023, a bid notice was publicly advertised in the Pittsburgh Post-Gazette, New Pittsburgh Courier, Pittsburgh Builders Exchange, on the Authority’s website, the African American Chamber of Commerce, First Source Center, and Riverside Innovation Center. The

In June 2023, a bid notice was publicly advertised in the Pittsburgh Post-Gazette, New Pittsburgh Courier, Pittsburgh Builders Exchange, on the Authority's website, the African American Chamber of Commerce, First Source Center, and Riverside Innovation Center. The notice was sent to four vendors, including one WBE vendor. Four bids were received on June 28, 2023, and Levy and SMG staff recommend FHSC as the low responsible bidder for the kitchen equipment. FHSC is a registered WBE vendor, and there is 100% WBE participation associated with this purchase order. The \$20,457 will be used from the Food and Beverage Capital Reserve Fund.

Senator Fontana asked if there were any questions.

Mr. Michael Quatrini asked what is a queen mary cart.

Mr. Meehan it is a big stainless-steel cart, and the carts to be purchased have four shelves that are seven foot wide.

Senator Fontana asked if there were any other questions from the board. Hearing none, he asked for a motion to approve. On a motion duly made, seconded, and unanimously carried, the following resolution was approved:

RESOLUTION NO. 5926

RESOLVED by the Sports & Exhibition Authority of Pittsburgh and Allegheny County that its Executive Director and other proper officers are authorized to award a purchase order to Ford Hotel Supply Company in a lump sum amount of \$20,457 for kitchen equipment.; and further that the proper officers and agents of the Authority are authorized to take all action and execute such documents as are necessary and proper to effectuate the terms of this Resolution.

Senator Fontana continued to the next item on the agenda, authorization to enter into an agreement with Birdair, Inc. ("BA") in an amount up to \$1,978,860 for design build fabric roof system replacement.

Senator Fontana asked if there were any questions.

Councilman Coghill asked how long it has been since the original equipment was placed.

Mr. Ryser stated 21 years.

Councilman Futules asked when in July 2023 will this project begin.

Mr. Ryser stated after board gives approval, BA will start the project. Mr. Ryser further stated installation will begin in April 2024 and finish by Fall 2024.

Senator Fontana asked if BA could work with events occurring.

Mr. Ryser confirmed that is correct.

Senator Fontana asked if there were any other questions from the board. Hearing none, he asked for a motion to approve. On a motion duly made, seconded, and unanimously carried, the following resolution was approved:

RESOLUTION NO. 5927

RESOLVED by the Sports & Exhibition Authority of Pittsburgh and Allegheny County that its Executive Director and other proper officers are authorized to enter into an agreement with Birdair, Inc. in an amount up to \$1,978,860 for design build fabric roof system replacement; and further that the proper officers and agents of the Authority are authorized to take all action and execute such documents as are necessary and proper to effectuate the terms of this Resolution.

Senator Fontana continued to the next item on the agenda, authorization to enter into an agreement with SSM Industries, Inc. (“SSM”) in an amount up to \$989,000 for construction of the East and West Cooling Tower Refurbishment.

Mr. Ryser stated the chilled water plant at the DLCC utilizes two cooling towers located on the fourth floor’s southeast and southwest rooftops. The cooling towers are original to building construction. In October 2022, the board authorized entering an amendment with Stantec to evaluate the cooling towers for refurbishment or replacement. Stantec completed their evaluation

Senator Fontana continued to the next item on the agenda, authorization to issue an amendment to Stantec Architecture and Engineering, LLC, (“Stantec”) in a not-to-exceed amount of \$15,800 based on hourly rates for construction administration related to the refurbishment of the cooling towers.

Mr. Ryser stated in October 2022, the board authorized entering an amendment with Stantec to evaluate the cooling towers for refurbishment or replacement. Stantec completed their evaluation and issued their report on December 13, 2022, which recommended refurbishment of the cooling towers, and Stantec also completed the design.

This amendment for a not-to-exceed amount of \$15,800 based on hourly rates is for construction administration which will consist of reviewing submittals, addressing requests for information related to the design, periodic site inspections, attending periodic project meetings, and final inspection.

Mr. Ryser further stated Stantec’s hourly rates have been compared to recent proposals from similar firms and are reasonable and comparable. Although this amendment does not include any MBE/WBE participation, Stantec’s overall MBE/WBE plan for their contract, including this amendment, is proposing 39.9% MBE participation and 3.2% WBE participation.

Senator Fontana asked if there were any questions.

Senator Fontana asked if the cooling towers are being refurbished.

Mr. Ryser confirmed that is correct.

Senator Fontana asked what the cost would be to replace the cooling towers.

Mr. Ryser stated estimated around \$3 million.

was decided to add after the concepts were presented. The additional cost to add the landscaping design into the agreement is \$46,040. This amendment includes 0% MBE and 64% WBE with Floura Teeter.

Senator Fontana asked if there were any questions.

Mr. Quatrini asked if this is similar flooring system to the rooftop terrace.

Mr. Ryser confirmed that is correct.

Senator Fontana asked if there were any other questions from the board. Hearing none, he asked for a motion to approve. On a motion duly made, seconded, and unanimously carried, the following resolution was approved:

RESOLUTION NO. 5930

RESOLVED by the Sports & Exhibition Authority of Pittsburgh and Allegheny County that its Executive Director and other proper officers are authorized to issue an amendment to AE7, in a not-to-exceed amount of \$46,040, to be billed at hourly rates based on actual hours spent including expenses, for landscaping design services for the 2nd and 3rd Floor North Terraces Replacement; and further that the proper officers and agents of the Authority are authorized to take all action and execute such documents as are necessary and proper to effectuate the terms of this Resolution.

Senator Fontana continued to the next item on the agenda, authorization to enter into an agreement with the Markosky Engineering Group (“Markosky”) in an amount up to \$15,150 to update the Historic Resources Survey Form (“HRSF”) as required per the programmatic agreement with the City of Pittsburgh (“City”), PennDOT, Pennsylvania State Historic Preservation Officer (“PSHPO”) and Federal Highway Administration (“FHWA”) related to the Mosaic Tunnel (“MT”) by Virgil Cantini.

Mr. Ryser stated this has been discussed as part of the design. Mr. Ryser further stated the artwork will be anchored to the wall and security cameras will be installed.

Senator Fontana asked if there were any other questions from the board. Hearing none, he asked for a motion to approve. On a motion duly made, seconded, and unanimously carried, the following resolution was approved:

RESOLUTION NO. 5931

RESOLVED by the Board of the Sports & Exhibition Authority of Pittsburgh and Allegheny County that its Executive Director and other proper officers are authorized to enter into an agreement with the Markosky Engineering Group in an amount up to \$15,150 to update the Historic Resources Survey Form as required per the programmatic agreement with the City of Pittsburgh, PennDOT, Pennsylvania State Historic Preservation Officer and FHWA related to the Mosaic Tunnel by Virgil Cantini; 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.

Senator Fontana continued to the next item on the agenda, authorization to extend into an agreement with Direct Energy from July 31, 2025, to June 30, 2029, for energy procurement for the DLCC and the North Shore Parking Garage.

Mr. Doug Straley stated since 2012, the Authority and the Stadium Authority have participated in the Western PA Energy Consortium (“WPEC”) to purchase electricity with other governmental and nonprofit entities such as the City, Allegheny County (“County”), Pittsburgh Water and Sewer Authority (“PWSA”), Urban Redevelopment Authority of Pittsburgh, and the Pittsburgh Zoo.

In 2019, through an RFP process, Enel X was engaged as an energy advisor to WPEC to assist with the PJM subaccount and to assist in the development and ongoing implementation of WPEC’s

Senator Fontana asked if more energy is used, would the rate change.

Mr. Straley confirmed that is correct.

Senator Fontana asked if there were any other questions from the board. Hearing none, he asked for a motion to approve. On a motion duly made, seconded, and unanimously carried, the following resolution was approved:

RESOLUTION NO. 5932

RESOLVED by the Sports & Exhibition Authority of Pittsburgh and Allegheny County that its Executive Director and other proper officers are authorized to extend into an agreement with Direct Energy for energy procurement for the David L. Lawrence Convention Center and the North Shore Parking Garage; and further that the proper officers and agents of the Authority are authorized to take all action and execute such documents as are necessary and proper to effectuate the terms of this Resolution.

Senator Fontana continued to the next item on the agenda, authorization to complete the documentation development, review, and execution required to refund the 2007B Bonds with fixed rate bonds and terminate the related 2007B Swap if treasury and municipal market movements are favorable, reaching a breakeven position and reducing financial risk, and separately, refund the 2007A Bonds and terminate the 2007A Swap in case unusual market conditions permit a breakeven refunding; and further establish a pricing committee made up of the Board Chair, the Vice Chair and the Secretary (or if two from those officers are not available, such other Board member(s) as designated by the Chair or in his absence, the Vice Chair); and the Executive Director or, in his absence, the Chief Financial Officer.

Mr. Aaron Waller stated the Authority is seeking authorization to issue two series of bonds to refund either in whole or in part of the Authority's Commonwealth Lease Revenue Bonds, Series A of 2007 (Variable Rate Demand) and Commonwealth Lease Revenue Bonds,

Senator Fontana asked if there were any other questions from the board. Hearing none, he asked for a motion to approve. On a motion duly made, seconded, and unanimously carried, the following resolution was approved (see full resolution in separate document):

RESOLUTION NO. 5933

RESOLVED by the Sports & Exhibition Authority of Pittsburgh and Allegheny County (SEA) that its Executive Director and other proper officers are authorized to issue two series of bonds to refund, either in whole or in part, the Authority's Commonwealth Lease Revenue Bonds, Series A of 2007 (Variable Rate Demand) and Commonwealth Lease Revenue Bonds, Taxable Series B of 2007 (Variable Rate Demand). The 2007 Bonds were issued to pay a portion of the costs related to the acquisition, construction and equipping of PPG Paints Arena. In order to better manage overall interest costs, the Authority intends to issue fixed rate bonds to currently refund all or a portion of either or both the 2007A Bonds and the 2007B Bonds and to terminate the related interest rate swap agreements. The bond resolution would authorize the issuance of up to \$190,000,000 in bonds, enough to refund the 2007A Bonds, and up to \$60,000,000 in bonds, enough to refund the 2007B Bonds. The resolution gives the authority to the Chair, Vice Chair or Executive Director to execute and deliver the supplemental indentures, the bond purchase agreements, the amended and restated lease, the amended and restated sublease, various swap termination documents and any other documents necessary to carry out the intent of the transaction. The resolution also authorizes the approval and distribution of one or more Preliminary Official Statements and one or more final Official Statements to market the bonds. The resolution establishes a pricing committee consisting of the Board Chair, the Vice Chair and the Secretary (or if two from those officers are not available, such other Board member(s) as designated by the Chair or in his absence, the Vice Chair); and the Executive Director or, in his absence, the Chief Financial Officer. The resolution also establishes the bond financing team. The bonds are expected to continue to be secured by revenues received by the Authority including: Special Revenues (for the 2007A Bonds, Casino Operating Agreement revenues and payments from the Commonwealth's Economic Development and Tourism Fund. and for the 2007B Bonds, lease payments from the hockey team) and the Commonwealth Lease.

The next item was public participation, and Senator Fontana asked if anyone in the audience desired to address the board.

Mr. Waller requested recognition of Mr. Clarence Curry and Ms. Alicia Matos. Mr. Waller informed everyone that Mr. Curry was retiring at the end of July and had continued his consultancy with the SEA until an employee was hired to assume M/WBE responsibilities in their work program.

Mr. Straley stated everyone was appreciative of all the hard work that Mr. Curry gave the Authority over the years.

Senator Fontana thanked Mr. Curry and is appreciative of all his hard work.

Mr. Sala Udin congratulated Mr. Curry and wished him well. Mr. Udin further stated it will be difficult to replace him.

Mr. Waller stated there will be a luncheon, for Mr. Curry, at the end of July.

Mr. Straley introduced Ms. Alicia Matos as Mr. Curry's replacement.

Senator Fontana asked if there were any comments from the board. There being no additional comments or business, Senator Fontana asked for a motion to adjourn. Upon a motion duly made, seconded, and unanimously carried, the meeting was adjourned at 11:14 A.M.



Aaron Waller
Assistant Secretary