



NOTICE OF PUBLIC MEETING

Pursuant to Louisiana law, Public Notice is hereby given that the Louisiana Stadium and Exposition District ("LSED") has scheduled a meeting to be held at the date and time shown, with the Agenda as set forth hereinbelow:

Regular Meeting of the
LOUISIANA STADIUM AND EXPOSITION DISTRICT (LSED)

To Be Held at:

The Claiborne Lounge of the Superdome

1500 Sugar Bowl Dr.,

New Orleans, LA 70112

Parking: Gate F Parking Garage

Virtual Access Registration: <https://vimeo.com/event/4984372>

Thursday, June 26, 2025

2:00 PM

AGENDA

I. Call to Order and Opening Remarks

II. Public Comment/ADA Participation: Pursuant to the provisions of Louisiana Revised Statutes Title 42, Section 23(A), "... any non-elected board or commission that has the authority to levy a tax shall video or audio record, film or broadcast live all proceedings in a public meeting" In addition, pursuant to and in accordance with the provisions of Louisiana Revised Statutes Title 42, Section 14(E), **any member of the public with a disability recognized by the Americans with Disabilities Act and/or a designated caregiver of such person is invited to participate in the meeting** via the virtual access link that is provided herein.

In accordance with the foregoing statutory requirements, the LSED will provide the public with the option to attend this meeting virtually (via the virtual access link above) and provide input to the LSED via e-mail. **A person may e-mail a comment related to a particular actionable Agenda item upon which a vote is to be taken until 12:00 PM (Noon) CST on Thursday, June 26, 2025.** This e-mail will be read aloud by the Chairman at the meeting. All e-mail comments for those individuals who are attending the meeting virtually (including your name and the Agenda item that you wish to comment on) should be sent to: LSEDboardmeetings@asmneworleans.com. All individuals who are in attendance in person and wish to address the Commission may speak during the course of the meeting between Agenda items or at the time designated in the Agenda for public comment.

III. Approval of Minutes of the April 30, 2025, LSED Board Meeting

(Tab 1) On Motion of Commissioner _____, seconded by Commissioner _____, the Minutes of the April 30, 2025, Board of Commissioners meeting were adopted. All Commissioners present voted in favor of this Motion.

IV. Reports by SMG/ASM Representatives

(Tab 2) General Matters – Evan Holmes (or his designee)
LSED Services Report – Evan Holmes

(Tab 3) Facility Operations Report – Evan Holmes
Sales and Marketing Report – Abby Jones
Finance Report – Daniel Burke

(Tab 4) LSED Capital Projects Report – Eileen Long

(Tab 5) Live Entertainment Report – Finn Bendana
Diversity and Business Opportunity Report – Kathleen Turner

V. Review of Resolutions / Legal Report (see Resolutions below)

LSED Legal Counsel

VI. Review and Approval of Resolutions for this Public Meeting

The following Resolutions may be adopted at this Public Meeting:

(Tab 6)) Resolved that the Louisiana Stadium & Exposition District (“LSED”) hereby authorizes and approves the LSED Budget for the Fiscal Year of July 1, 2025, through June 30, 2026, inclusive of the Summary; Consolidated Cash Flow Statement; Facility Statement of Income for the Caesars Superdome; Facility Statement of Income for the Smoothie King Center; and the Administrative Services Budget, copies of which are attached to the Resolution.

(Tab 7) The 2019 Superdome Capital Improvements Project (“Master Plan Project”) is coming to a close. To facilitate the closeout of the Project, ASM has requested a Resolution to approve the movement of funding from the LSED operating accounts into the Master Plan Project Account to assure the completion of the Master Plan Project timely and to pay outstanding invoices for wi-fi and technology expenses related to the Master Plan Project. This Resolution authorizes and ratifies the transfer of \$750,000 from the LSED operating accounts into the Master Plan Project Account. This Resolution has been approved by LSED Legal Counsel, the LSED Construction Committee, and LSED Bond Counsel. LaPorte, A.P.A.C. has no objection to the contemplated transfer of funds from the LSED Operating Accounts to the Master Plan Project Account.

Resolved that the Louisiana Stadium & Exposition District (“LSED”) hereby authorizes, approves and ratifies the transfer of \$750,000 from one or more of the LSED operating accounts to the LSED Master Plan Project Account to pay outstanding invoices for wi-fi and technology expenses related to the Master Plan Project. This Resolution has been approved by LSED Legal Counsel, the LSED Construction Committee, LSED Bond Counsel, and LaPorte, A.P.A.C. has no objection. There are sufficient LSED operating funds available to support this Resolution.

(Tab 8) Resolved, that the Louisiana Stadium and Exposition District (“LSED”) hereby authorizes and approves the Proposal-Evaluation by Food Service Matters (“FSM”) for a total cost not to exceed

\$20,000. FSM will evaluate the Food Service Proposals received by the LSED from entities seeking to secure a Food and Beverage Concessions Agreement, including evaluation criteria, revenue and financial trends, model financial terms, and guidance and feedback on the Proposals. The signature of Chairman Robert A. Vosbein, Jr. is hereby authorized, approved and ratified. A copy of the Proposal-Evaluation including the Agreement Terms and Fee Provisions are attached to and made a part of this Resolution.

(Tab 9) The LSED hereby authorizes, approves, ratifies, and confirms the issuance of a June 2, 2025, Notice Letter by Chairman Robert A. Vosbein, Jr. to Evan Holmes, General Manager of the Caesars Superdome and Smoothie King Center (copy attached to and made a part of this Resolution) approving, on behalf of the LSED, SMG's, a subsidiary of ASM Global selection (in its capacity as Manager of the Superdome and Smoothie King Center) of Legends to serve as the Food and Beverage Service Provider at the Caesars Superdome and Smoothie King Center consistent with the Legends' Proposal, and the Legends Food and Beverage Services Term Sheet, as specifically detailed in the June 2, 2025, letter (with attachments). This Resolution further grants its consent to SMG, as a subsidiary of ASM Global, to enter into the Food and Beverage Services – Interim Bridge Agreement subject to the Terms and Conditions as stated therein.

(Tab 10) Resolved, that the Louisiana Stadium and Exposition District ("LSED") hereby authorizes, approves and ratifies a Standard Form of Agreement between the LSED and Carruba Engineering, Inc. ("Carubba Agreement") to prepare plans and specifications, bidding documents and perform construction administration for the 2025 Superdome Structural Repairs of the Parking Garages at Caesars Superdome ("the Project"). The not-to-exceed stipulated sum for the Carubba Agreement is \$34,449.53. The funding source is the Project Budget, and there are sufficient funds to support this Resolution and the Carubba Agreement. This Resolution has the support of the Construction Committee, ASM Global (as Manager), and LSED Legal Counsel. The signature of Chairman Robert A. Vosbein, Jr. is hereby authorized and ratified.

(Tab 11) The Gate A Ramps at the Superdome require maintenance and resurfacing to assure customer convenience and improved traction. Accordingly, the LSED authorized ASM to conduct a bid process consistent with specifications generated by Carruba Engineering. On May 9, 2025, five bids/proposals were received. The lowest responsive bidder/proposer is KMT Painting and Decorating, L.L.C. ("KMT") for a base bid of \$312,600, plus Alternate No. 1 of \$88,800. ASM recommends the acceptance of the KMT proposal. ASM may contract with KMT consistent with ASM's maintenance obligations under the Facilities Management Agreement and Support Services Agreement with the State and LSED.

Resolved, that the Louisiana Stadium and Exposition District ("LSED") hereby authorizes, approves, and grants its consent to ASM to enter into a Contract with KMT for a not-to-exceed sum of \$312,600, plus Alternate No. 1 of \$88,800. KMT has submitted the appropriate Bid Form, Unit Price Form, Corporate Resolution, its State Licensing Board License in Building Construction, its Bonding Company Power of Attorney, and its Bid Bond for this Project. The source of funding will be the Project Budget, and there are sufficient funds to support both the Contract and this Resolution. This Resolution has the recommendation of the LSED Construction Committee. The LSED's consent is hereby granted and confirmed.

(Tab 12) Resolved, that the Louisiana Stadium and Exposition District ("LSED") hereby authorizes and approves a Bill of Sale by and among the LSED; SMG, as a subsidiary of ASM Global ("Seller" and/or "Manager"); and Firefly Entertainments, Inc. ("Purchaser") for the sale, transfer, and delivery of the used Taylor Swift Friendship Bracelet, inclusive of the Purchaser's responsibility for pickup, shipment, and delivery at Purchaser's sole cost and expense of \$13,000 and liability protection for the LSED and SMG. A copy of the Bill of Sale is attached hereto and made a part of this Resolution. Chairman Robert A. Vosbein,

Jr. is hereby authorized to sign the Bill of Sale on behalf of the LSED, once in final form and approved by LSED's Legal Counsel.

(Tab 13) Resolved, that the Louisiana Stadium and Exposition District ("LSED") hereby authorizes, approves and ratifies the Project Development Agreement among and between the LSED, SMG as a subsidiary of ASM Global, and the New Orleans Louisiana Saints, LLC (collectively, "the Parties"), which sets forth the terms and conditions by which the New Orleans Louisiana Saints, LLC ("Saints") will undertake the renovation of an Office Area located on the Mezzanine Level adjacent to Gate A, as more fully described in and subject to Section 2.6 of the Second Amended and Restated Stadium Agreement and a Letter Agreement, made a part hereto ("Office Renovation Project"). A copy of the Project Development Agreement and the Letter Agreement are attached to and made a part of this Resolution. The funding source for the Office Renovation Project will be the Saints which, at its sole expense, will be responsible for the management and oversight of the design, construction, fabrication, installation, equipment, and materials equipment for all aspects of completing the Office Renovation Project. This Resolution further grants the LSED's consent to the design services provided by Holly & Smith Architects, APAC (the "H/S Contract") and the Saints' Agreement with Associated Office Systems for the purchase and installation of furnishings for the Office Renovation Project Area (the "AOS Contract"). The funding source will be the Saints, with 100% of the funding being paid by the Saints. The Saints will also reimburse SMG for certain administrative services and both SMG and LSED for certain LSED Legal Services, as defined in the Project Development Agreement. This Resolution has the recommendation of the LSED Construction Committee, SMG/ASM as Facility Manager, and LSED Legal Counsel. The Chairman is hereby authorized to execute the Project Development Agreement for the LSED.

(Tab 14) Resolved, that the Louisiana Stadium and Exposition District ("LSED") hereby authorizes, approves, and ratifies the May 7, 2025, Engagement Agreement between the LSED and the Louisiana Legislative Auditor ("LLA"), a copy attached to and made a part of this Resolution. The LLA will provide the auditing services as described in the attachment for a not-to-exceed fee of \$15,000, thus increasing the total overall fees charged by the LLA to the LSED to a total fee of \$231,000. The signature of Chairman Robert A. Vosbein, Jr. is hereby confirmed and ratified.

(Tab 15) Pursuant to Resolution No. 23-71, dated November 16, 2023, the Louisiana Stadium and Exposition District ("LSED") authorized its Legal Counsel, its Chairman, and the LSED Construction Committee to take whatever steps are reasonably necessary to preserve claims and enforce any and all rights of the LSED in connection with and in respect to the Contract by and between Brazos Industries, LLC and the LSED, dated June 15, 2021 ("Roof Re-Coating Contract"), for the Superdome Roof Repairs & Re-coating Project ("Project") and the related Warranty, dated February 11, 2022, issued by Green Shield Products in connection with the Project ("Warranty"), to include the retention of the services of special legal counsel (in accordance with the provisions of Louisiana Revised Statute, Title 42, Section 263) with experience, training, and expertise in representing public agencies in matters relating to warranties and construction to advise and represent the LSED in connection with the Roof Re-Coating Contract, the Warranty and any related litigation ("Brazos Roof Litigation").

Resolved, that, in accordance with the foregoing and the provisions of Louisiana Revised Statute, Title 42, Section 263 that allows for the retention of the services of special legal counsel with experience, training, and expertise in representing public agencies: (i) the LSED Board does hereby request approval, pursuant to La. R.S. 42:263 to enter into two Contracts for the engagement of Roedel, Parsons, Blache, Fontana, Piontek & Pisano, A Law Corporation, and Chaffe McCall, LLP to act as LSED special co-counsel and to advise and represent the LSED in connection with all matters relating to the Brazos Roof Litigation, on the terms and conditions set forth on the attached Contracts for Professional Services (collectively the "Contracts"), (ii) the term of the Contracts shall end on June 30, 2026, (iii) Fees for legal services with respect

to the Contract shall be paid by the LSED in accordance with the terms and conditions of the Contracts and shall be governed by the State of Louisiana Hourly Fee Schedule as set forth by the Attorney General's Office pursuant to Policy and Procedure Memo 50 (Attorney Case Handling Guidelines and Billing Procedures) and consistent with the Attorney General's published Rate Schedule, (iv) Chairman Robert A. Vosbein, Jr. is authorized to execute the Contracts on behalf of the LSED, (v) any and all actions taken in connection with the foregoing are hereby and herein ratified and confirmed, and (vi) the source of funds for the Contracts is the LSED Capital Reserve account and there are sufficient funds to support the Resolution.

(Tab 16) Pursuant to Resolution No. 25-22, dated March 27, 2025, the Louisiana Stadium & Exposition District ("LSED") authorized its Legal Counsel, its Chairman and the LSED Construction Committee to take whatever steps are reasonably necessary to send demand letters, initiate settlement discussions, prepare and file necessary pleadings, including requests for mediation and/or petitions for litigation that may be required to assert and preserve rights and claims on behalf of the LSED in connection with and respect to the Contract by and between Trahan Architects, APAC and the LSED, dated March 25, 2019 ("Trahan Contract"), for the 2019 Superdome Capital Improvements Project ("Project").

Resolved, that in accordance with the foregoing and the provisions of Louisiana Revised Statute, Title 42, Section 263 that allows for the retention of the services of special legal counsel with experience, training, and expertise in representing public agencies: (i) the LSED Board does hereby request approval, pursuant to La. R.S. 42:263 to enter into two Contracts for the engagement of Roedel, Parsons, Blache, Fontana, Piontek & Pisano, A Law Corporation, and Chaffe McCall, LLP to act as LSED special co-counsel and to advise and represent the LSED in all matters pertaining to the Trahan Contract on the terms and conditions set forth on the attached Contracts for Professional Services (collectively "Contracts"), (ii) the term of the Contracts shall end on June 30, 2026, (iii) Fees for legal services with respect to the Contract shall be paid by the LSED in accordance with the terms and conditions of the Contracts and shall be governed by the State of Louisiana Hourly Fee Schedule as set forth by the Attorney General's Office pursuant to Policy and Procedure Memo 50 (Attorney Case Handling Guidelines and Billing Procedures) and consistent with the Attorney General's published Rate Schedule, (iv) Chairman Robert A. Vosbein, Jr. is authorized to execute the Contracts on behalf of the LSED, (v) any and all actions taken in connection with the foregoing are hereby and herein ratified and confirmed, and (vi) the source of funds for the Contracts is the LSED Capital Reserve account and there are sufficient funds to support the Resolution.

(Tab 17) Resolved that the Louisiana Stadium and Exposition District ("LSED") hereby authorizes and approves the following Contracts for Professional Services: (a) Contract for Professional Legal Services as LSED General Counsel between the LSED and Roedel Parsons Blache Fontana Piontek & Pisano, a Law Corporation for a term commencing on July 1, 2025 through June 30, 2026, and (b) the Contract for Professional Legal Services as LSED General Counsel between the LSED and Chaffe McCall, LLP for a term commencing on July 1, 2025, through June 30, 2026 (collectively, "Contracts") (copies of which are attached to the Resolution). The fees and expenses paid for the professional legal services will be governed by the State of Louisiana, Hourly Fee Schedule as set by the Attorney General's Office pursuant to the Policy and Procedure Memo 50 (Attorney Case Handling Guidelines and Billing Procedures) and consistent with the Attorney General's published Rate Schedule. Chairman Robert A. Vosbein, Jr. is hereby authorized to sign the Contracts on behalf of the LSED. The source of funds for the Contracts is the LSED Capital Reserve Account and there are sufficient funds to support the Resolution.

(Tab 18) Resolved that the Louisiana Stadium and Exposition District ("LSED") hereby authorizes and approves the Engagement Letter of Laporte, A.P.A.C. to compile and finalize the Annual Fiscal Report ("AFR") for the LSED as required by the Office of Statewide Reporting and Accounting Policy, State of Louisiana, Division of Administration for the year ending on June 30, 2025, and to issue an Accountant's Compilation Report as required. The agreed-upon fee for this service is not to exceed the fee cap as set forth

therein. The source of funds for the Engagement Letter is the LSED Capital Reserve account, and there are sufficient funds to support the Resolution. Chairman Robert A. Vosbein, Jr. is hereby authorized to sign the Engagement Letter on behalf of the LSED.

(Tab 19) Resolved that the Louisiana Stadium & Exposition District (“LSED”) hereby authorizes and approves the Engagement Letter of Laporte, A.P.A.C. to provide the Annual Basic Financial Statements for the LSED for the year ending June 30, 2025, and to issue the Accountant’s Compilation Report as required therein. The authorized fee for services rendered will not exceed the cap as set forth therein. The source of funds for the Engagement Letter is the LSED Capital Reserve account and there are sufficient funds to support the Resolution. Chairman Robert A. Vosbein, Jr. is hereby authorized to sign the Engagement Letter on behalf of the LSED.

(Tab 20) Resolved, that the Louisiana Stadium and Exposition District (“LSED”) hereby authorizes, approves, and ratifies Change Order No. 015 to the Ratcliff Construction Co., LLC Contract with the LSED for the John Alario Jr. Sports Complex (the “Project”). The Change Order is for a not-to-exceed sum of \$5,713.01 for the procurement and installation of a floor drain for the ice room at the Operation’s building. The Funding Source is the Project Budget, and there are sufficient funds to support both the Change Order and the Resolution. The signatures of Chairman Robert A. Vosbein, Jr. and Hilary Landry are hereby authorized, ratified, and confirmed.

(Tab 21) Resolved, that pursuant to and in accordance with the provisions of Louisiana Revised Statutes Title 43, Section 171, et seq., the Louisiana Stadium and Exposition District (“LSED”) hereby authorizes, designates and approves The Advocate as the LSED’s official newspaper of record for the Fiscal Year 2025-2026.

(Tab 22) As part of the Energy Policy Act of 2005, Congress enacted Section 179D of the Internal Revenue Code to encourage the design and construction of energy efficient properties. This program permits the allocation of a tax deduction to contractors for the installation of energy efficient improvements to State-owned buildings

Resolved that the Louisiana Stadium & Exposition District ("LSED") hereby authorizes and approves its Chairman, Robert A. Vosbein or Vice-Chair, Hilary H. Landry to sign, on behalf of LSED, a State of Louisiana Section 179D Energy Efficient Commercial Buildings Tax Deduction Allocation Form (“Tax Deduction Allocation Form”), substantially in the form of the attached Tax Deduction Allocation Form (in such an amount(s) as are acceptable to the Chairman and/or Vice-Chair and LSED legal counsel) pursuant to which certain contractors and/or sub-contractors will seek tax benefits pursuant to Internal Revenue Code Section 179D in connection with mechanical engineering contractor and design assist services performed by such contractors and/or subcontractors in connection with Phase 3b of the 2019 Superdome Capital Improvements Project (“Master Plan Project”).

By enacting this Resolution and by signing the Tax Deduction Allocation Form, the LSED is not making a determination or certification as to the entitlement of any tax credit or tax benefit that is being sought by said contractors and/or sub-contractors with respect to the Master Plan Project; that determination will ultimately be made by the Internal Revenue Service.

(Tab 23) Pursuant to LSED Resolution 24-81, dated July 31, 2024, the Louisiana Stadium and Exposition District (“LSED”) authorized the negotiation and execution of an Access and Confidentiality Agreement by and among the LSED, Catalyst HRE and Southern Earth Sciences to allow for Catalyst HRE and Southern Earth Sciences limited access to certain portions of The Shrine on Airline Stadium (“Property”) for the purpose of conducting non-invasive studies, tests, examinations, inspections or investigations

("Access Agreement"). The term of the Access Agreement has now expired, and a request has been made to extend the term thereof.

Resolved, that the LSED authorizes, approves and ratifies the execution of the attached First Amendment to Access and Confidentiality Agreement by and among the LSED, Catalyst HRE, LLC and Southern Earth Sciences, Inc. ("First Amendment"). The First Amendment will be on terms and conditions that are approved by LSED Legal Counsel and Chairman Robert A. Vosbein, Jr.

(Tab 24) Resolved that the Louisiana Stadium & Exposition District ("LSED") hereby authorizes and approves the execution by Chairman Robert A. Vosbein, Jr. or Vice-Chair Hilary H. Landry of one or more Cooperative Endeavor Agreements with various State and governmental agencies to allow for the emergency use of the Shrine baseball facility that is located on Airline Drive, if same should be needed in connection with emergency operations.

LSED Chairman or Vice-Chair are authorized to sign any such agreements on behalf of the LSED in connection with this Resolution, with same to be ratified at a subsequent LSED meeting.

(Tab 25) Resolved, that, pursuant to previously authorized and duly enacted Resolutions by the Louisiana Stadium and Exposition District ("LSED") Board of Commissioners, the following described agreements, contracts, change orders, and/or GMP adjustments ("Documents") have been executed by Chairman Robert A. Vosbein, Jr. and/or Vice Chairman Hilary H. Landry on the respective dates as shown on each Document and/or signed at or following the April 30, 2025, Board meeting:

- a) All Tax Exemption Certificates signed by Chairman Vosbein since the April 30, 2025, Board meeting; and
- b) All Change Orders signed by Chairman Vosbein or Vice Chair Landry since the April 30, 2025, Board meeting.
- c) The Mutual Non-Disclosure and Confidentiality Agreement among and between New Orleans Pelicans NBA, LLC; ASM Global, the LSED and M. Arthur Gensler, Jr. and Associates, Inc.

VII. Other Business Matters

The June meeting of the Louisiana Sports and Entertainment District is canceled, there being no business to be addressed at this time.

VIII. Additional Persons Wishing to Address the Commission (limit 5 minutes, please)

IX. Adjournment