

**MINUTES
OF REGULAR MEETING OF
THE LOS ANGELES MEMORIAL COLISEUM COMMISSION**

Thursday, October 29, 2015

1. CALL TO ORDER

The Regular Meeting of the Los Angeles Memorial Coliseum Commission (the "Commission") was held in the Coliseum Commission Room on Thursday, October 29, 2015, and was called to order at 2:35 p.m. by President **RIDLEY-THOMAS**.

2. ROLL CALL

PRESENT: Mr. Mark Ridley-Thomas, President
Mr. Curren D. Price, Jr.
Mr. Reginald B. Jones-Sawyer (Non-voting)(arrived at 3:00 p.m.)

ABSENT: Mr. William Chadwick, Vice President
Mr. Ricardo Lara (Non-voting)
Mr. Don Knabe (Alternate)
Mr. Marqueece Harris-Dawson (Alternate)

STAFF PRESENT: Mr. Robert E. Osborne, CAO and Secretary
Mr. Thomas J. Faughnan, Co-Counsel
Ms. Claudia Gutierrez, Co-Counsel
Ms. Rene Gilbertson, Co-Counsel
Ms. Noreen Vincent, Co-Counsel

ALSO PRESENT:

Mr. Jeffrey Altshuler	Mr. Tom LaBonge
Ms. Rachelle Amena	Ms. Ana Lasso
Mr. Jim Bailey	Mr. David Louie
Mr. George Davis	Mr. DJ Moore
Mr. Todd Dickey	Ms. Paloma Perez-McEvoy
Ms. Linda Dishman	Mr. Fernando Ramirez
Mr. Gregg Dorman	Mr. John Sandbrook
Mr. Larry Freedman	Mr. Thomas S. Sayles
Mr. Joe Furin	Ms. Cindy Starrett
Mr. David Galaviz	Mr. Dan Stimmler
Ms. Ayahlushim Getachew	Ms. Laurie Stone
Mr. Pat Haden	Mr. Benny Tran
Mr. Jeffrey Heintz	Ms. Leslie Wall
Mr. Greg Hellmold	Ms. Connie Yee

3. PUBLIC COMMENT

Ms. Linda **DISHMAN**, President and CEO of the Los Angeles Conservancy, commented in support of USC's current design for the Los Angeles Memorial Coliseum renovation project.

Mr. Tom **LABONGE**, former Los Angeles City Councilmember and former Commission member commented in support of USC's current design for the Los Angeles Memorial Coliseum renovation project.

4. APPROVAL OF MINUTES

There were no requests to revise the Minutes.

ACTION: Moved by Commissioner **PRICE**, seconded by President **RIDLEY-THOMAS**, and unanimously carried, with Vice President **CHADWICK** being absent:

- A. the Minutes of the Special Meeting held on July 30, 2015;
- B. the Minutes of the Regular Meeting held on July 30, 2015; and
- C. the Minutes of the Special Meeting held on September 17, 2015, were approved.

5. PRESIDENT'S COMMENTS

There were no comments from the President.

6. CHIEF ADMINISTRATIVE OFFICER'S REPORT

Mr. **OSBORNE** reported the following items:

- A. USC's Coliseum and Sports Arena Facilities Financial Statements for the Year Ended June 30, 2015 indicated a \$2.2 million loss and a Cumulative Calculated Amount equal to -\$4.7 million.
- B. October 20, 2015, City of Los Angeles Department of City Planning held a public hearing regarding the proposed Los Angeles Memorial Sports Arena Redevelopment Project. The testimony was overwhelmingly positive.
- C. The World Stage Legacy mural was supposed to be removed from the west-facing wall of the Coliseum property no later than August 31, 2015; however, it has not yet been removed.

President **RIDLEY-THOMAS** requested that Commissioner **PRICE** and the Chief Administrative Officer (CAO) meet with those responsible for the mural and reach a resolution.

ACTION: By Common Consent, there being no objection, the CAO's report was received and filed.

7. PROPOSED LOS ANGELES MEMORIAL COLISEUM RENOVATION PROJECT

Mr. Todd **DICKEY**, Senior Vice President, Administration of the University of Southern California (USC), Mr. Patrick **HADEN**, Athletic Director of USC, and Mr. Thomas **SAYLES**, Senior Vice President, University Relations of USC, presented USC's proposed concept for a \$270 million renovation of the Los Angeles Memorial Coliseum. Formal approval of a design is anticipated to be requested by USC in spring 2016. USC expects to begin the renovation in 2018 and complete it no later than 2019.

The Commissioners asked questions and a general discussion was held.

ACTIONS: Moved by Commissioner **PRICE**, seconded by President **RIDLEY-THOMAS**, and unanimously carried, with Vice President **CHADWICK** being absent, the following actions were taken:

- A. Approved and authorized the CAO to execute the proposed Agreement between the Los Angeles Memorial Coliseum Commission and the University of Southern California for further California Environmental Quality Act (CEQA) Review of the Los Angeles Memorial Coliseum Renovation Project;
- B. Delegated authority to the CAO to retain a CEQA consultant for further environmental review of the project;
- C. Delegated authority to the CAO to retain a real estate consultant to review and advise on the project; and
- D. Authorized the Commission's staff to work with all necessary parties to prepare the project for review and consideration by the Commission.

8. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2014

Ms. Connie **YEE**, Division Chief of the Los Angeles County Auditor-Controller's Office, and Mr. Jeffrey **ALTSHULER**, Partner of McGladrey, LLP reported on the financial statement audit for the year ended June 30, 2014. The Commission's net position decreased during the year ended June 30, 2014 by \$13.6 million to -\$6.4 million. This decrease was caused primarily by the write-off of Coliseum and Sports Arena capital assets.

The Commissioners asked questions and a general discussion was held.

ACTION: By Common Consent, there being no objection, the financial statements and Independent Auditor's Report for the year ended June 30, 2014, were received and filed.

9. QUARTERLY FINANCIAL REPORT

Mr. **OSBORNE** presented the financial report for the quarter and year ended September 30, 2015, and the Commission's cash flow projections for fiscal years ending June 30, 2016 through 2019.

President **RIDLEY-THOMAS** stated that the Commission and its staff need to think more strategically about identifying opportunities to generate revenue and the President instructed the CAO to agendize, for the next regular meeting of the Commission, strategies for improving cash flows.

ACTION: By Common Consent, there being no objection, the quarterly financial report was received and filed.

10. FURTHER CONSIDERATION OF FIRST AMENDMENT TO THE AMENDED AND RESTATED LOS ANGELES MEMORIAL COLISEUM COMMISSION MANAGEMENT AGREEMENT OF 2013

Mr. Thomas **FAUGHNAN**, Co-Counsel for the Commission, presented the status of the First Amendment. A general discussion was held.

ACTION: Moved by Commissioner **PRICE**, seconded by President **RIDLEY-THOMAS**, and unanimously carried, with Vice President **CHADWICK** being absent, that the Commission submit

the First Amendment, as approved by the Commission on April 20, 2015, to the State of California, County of Los Angeles, and City of Los Angeles for their approval and execution.

11. AMENDMENTS TO THE LEASE AGREEMENTS

Ms. Claudia **GUTIERREZ** presented the action items related to the Coliseum and Sports Arena leases. A general discussion followed.

ACTION: Moved by Commissioner **PRICE**, seconded by President **RIDLEY-THOMAS**, and unanimously carried, with Vice President **CHADWICK** being absent, the following actions were taken:

- A. Found that approval of the proposed amendment to the Coliseum Lease between the Coliseum Commission and the Sixth District Agricultural Association (District) and an amendment to the Lease between the Coliseum Commission and the University of Southern California (USC Lease) to make corrections to the boundary of the Los Angeles Memorial Coliseum leasehold are exempt from the California Environmental Quality Act (CEQA) for the reasons stated in this report and in the record of the project.
- B. Found that approval of the proposed amendment to the Sports Arena Agreement, Lease and Easement (Sports Arena Lease) and an amendment to the USC Lease to modify the boundary of the Los Angeles Memorial Sports Arena leasehold is within the scope of the Addendum to the previously certified final Environmental Impact Report (Sports Arena EIR) for the Los Angeles Memorial Sports Arena Redevelopment Project (the Sports Arena Redevelopment Project) approved by this Commission on September 17, 2015.
- C. Approved and authorized the President to execute the proposed Amendment to Coliseum Lease (Coliseum Lease Amendment).
- D. Approved and authorized the President to execute the proposed Third Amendment to Sports Arena Agreement, Lease and Easement and Termination of the Agreement and Lease for Parcel Adjacent to Arena (Sports Arena Lease Amendment).
- E. Approved and authorized the President to execute the proposed Third Amendment to the USC Lease (USC Lease Amendment).

12. CONSIDERATION OF NON-DISTURBANCE AGREEMENT BY AND AMONG CALIFORNIA SCIENCE CENTER, LOS ANGELES MEMORIAL COLISEUM COMMISSION AND LAFC SPORTS, LLC

Ms. Claudia **GUTIERREZ** presented the action items related to the Non-disturbance agreement. A general discussion followed.

ACTION: Moved by Commissioner **PRICE**, seconded by President **RIDLEY-THOMAS**, and unanimously carried, with Vice President **CHADWICK** being absent, the following actions were taken:

- A. Found that the Commission, as lead agency under CEQA, approved an Addendum to the previously Certified Environmental Impact Report for the Los Angeles Memorial Sports Arena Redevelopment Project (Project) and that the recommended actions of approving the proposed Non-Disturbance Agreement (NDA) among the Coliseum Commission (Commission), the Sixth District Agricultural Association (District) and LAFC Sports, LLC (LAFC) and the Memorandum of Agreement (Agreement) between the Commission and LAFC are within the scope of the project considered in the approved Addendum and Sports Arena EIR.

- B. Authorized the President to execute the proposed NDA upon approval as to form by Commission Counsel.
- C. Approved and authorized the Chief Administrative Officer to execute the proposed Agreement.

13. LOS ANGELES MEMORIAL COLISEUM COMMISSION'S 2016 REGULAR MEETING SCHEDULE

Pursuant to Section 7 of the Amended and Restated Los Angeles Memorial Coliseum Commission Management Agreement of 2013, Mr. **OSBORNE** presented a resolution of the Los Angeles Memorial Coliseum Commission fixing its regular meeting dates, hour, and place for the 2016 calendar year.

ACTION: On motion of Commissioner **PRICE**, seconded by President **RIDLEY-THOMAS**, and unanimously carried, with Vice President **CHADWICK** being absent, the Commission approved Resolution No. 2015-10-29.

14. CONSIDERATION OF ETHIOPIAN SPORTS FEDERATION IN NORTH AMERICA'S REQUEST FOR PUBLIC INTEREST EVENT

Mr. **OSBORNE** announced that the Ethiopian Sports Federation in North America withdrew its request to hold a public interest event in July 2016.

15. UNIVERSITY OF SOUTHERN CALIFORNIA'S QUARTERLY REPORT

Mr. Joe **FURIN** presented his quarterly report on the following:

- A. Event Operations
- B. Semi Annual Report
- C. Capital Improvements

ACTION: By Common Consent, there being no objections, the report was received and filed.

CLOSED SESSION

The Commission entered into Closed Session at 3:51 p.m.

Mr. Tom **FAUGHNAN** announced that the Commission would meet in closed session for the following matters:

CS-1. Conference with Legal Counsel – Existing Litigation (Government Code Section 54956.9(d)(1))

Case: Los Angeles Memorial Coliseum Commission, et al. v. Lynch, et al., BC 472814

CS-2. Conference with Real Property Negotiators (Government Code Section 54956.8)

A. Property: Los Angeles Memorial Coliseum and adjacent parcels
3911 South Figueroa Street, Los Angeles, CA 90037

Agency Negotiators: Jeffrey Heintz and Claudia Gutierrez

Negotiating Parties: Los Angeles Memorial Coliseum Commission, State of California, and
the University of Southern California

Under Negotiation: Both Price and Terms of Payment

B. Property: Los Angeles Memorial Sports Arena and adjacent parcels
3939 South Figueroa Street, Los Angeles, CA 90037

Agency Negotiators: Jeffrey Heintz and Claudia Gutierrez

Negotiating Parties: Los Angeles Memorial Coliseum Commission, State of California, the
University of Southern California, and LAFC Sports, LLC

Under Negotiation: Both Price and Terms of Payment

RETURN TO OPEN SESSION

Closed Session adjourned and Open Session reconvened at 4:00 p.m. with President **RIDLEY-THOMAS** and Commissioner **PRICE** present.

REPORT OF ACTIONS TAKEN DURING CLOSED SESSION

Mr. **FAUGHNAN** reported that there was no reportable action taken.

16. ADJOURNMENT

There being no further business, the meeting adjourned at 4:01 p.m.

NEXT MEETING

The next Regular Meeting will be held on Thursday, January 28, 2016 at 2:30 p.m.


Secretary