

Minnesota Ballpark Authority Meeting Minutes – July 7, 2006

Chair Steve Cramer called the meeting of the Minnesota Ballpark Authority for Friday, July 7, 2006 to order at 1:00 p.m. All Commissioners (Joan Campbell, Barb Sykora, Mike Vekich, and John Wade) were present and introductions were made. Howard Orenstein, Assistant Hennepin County Attorney, was introduced as interim counsel to the Authority, and Yolanda McCreary, Hennepin County Administration, was introduced as interim clerk to the Authority.

Bill Lester, Executive Director, Metropolitan Sports Facilities Commission, welcomed the group and extended the Commission as a resource for the future.

Barb Sykora announced that a legal question had arisen as to her eligibility and that she did not plan to serve formally as an Authority member pending resolution of that question.

06-MBA-1 Authority By-Laws

Chair Cramer moved approval of the by-laws as presented by staff and on file with the Authority.

Commissioner Vekich moved to amend Section 3.3 by inserting the words “to members of the Authority” following “which shall constitute sufficient notice of the special meeting”. Commissioner Wade seconded the motion. The motion was approved unanimously – 4 YEAS, 0 NEAS

Commissioner Vekich moved to amend Section 3.5 by deleting “adjourn” and inserting “recess” and by deleting “adjourned” and inserting “recessed”. Commissioner Wade seconded the motion. The motion was approved unanimously – 4 YEAS, 0 NEAS

Chair Cramer moved to amend Section 3.5 by adding Financial Reports as the seventh item, and to renumber the subsequent items accordingly. Commissioner Wade seconded the motion. The motion was approved unanimously – 4 YEAS, 0 NEAS

Commissioner Campbell moved to amend the numbering of Section 3 to correct sequence (i.e. 3.5 Agenda, 3.6 Quorum, 3.7 Voting, 3.8 Conduct of Business, 3.9 Open Meetings). The motion was seconded by Commissioner Vekich. The motion was approved unanimously – 4 YEAS, 0 NEAS

Chair Cramer moved approval of the Authority By-Laws as amended. The motion was seconded by Commissioner Wade. The motion was approved unanimously – 4 YEAS, 0 NEAS
APPROVED

06-MBA-2 Elect officers of the Authority

Chair Cramer moved approval of the following resolution:

Be it resolved, that the following officer positions are filled for a term ending upon the election of such officers at the first regular meeting of the Authority in January, 2007: Mike Vekich (vice-chair), Joan Campbell (secretary), and John Wade (treasurer).

Commissioner Campbell seconded the motion. The resolution was approved unanimously – 4 YEAS, 0 NEAS
APPROVED

Jim Ufer, Consultant for Hennepin County, introduced County Staff working on the project. Mr. Ufer then addressed the Preliminary Overview of Parties under Ballpark Legislation: Respective Roles and Responsibilities.

Howard Orenstein addressed the Legislative and Legal Parameters of the Ballpark Authority, highlighting various sections.

Jim Ufer discussed Timetable and Major Matters of Concern.

David Lawless, Hennepin County, Director of Budget and Finance, addressed Project Financing for the Minnesota Ballpark Authority.

Jerry Bell, Minnesota Twins, addressed the Commissioners and group.

Dave St. Peter, Minnesota Twins, highlighted the positives associated with being involved in this very important project.

Lee Sheehy, City of Minneapolis, addressed the Authority on behalf of the City, and distributed the City Ballpark Team Organization Chart

Carolyn Marinar, Director of Public Affairs, Hennepin County, discussed Public Affairs' role in distributing communication to the public about the Minnesota Ballpark Authority.

Howard Orenstein outlined the options surrounding the statutory framework for the Executive Director's position.

David Lawless addressed initial funding from the County, both short-term and long-term.

Howard Orenstein addressed the question of independent General Counsel for the Authority.

06-MBA-3 Process for recruitment and retention of Authority Executive Director

Commissioner Campbell moved approval of the following resolution:

Be it resolved, that the chair is directed to initiate a search for an executive director for the Authority and is authorized to take actions necessary to identify a pool of qualified candidates; and that such search include any outreach efforts that the chair determines are appropriate or required; and

Be it further resolved that the chair is directed to recommend one of more candidates to the Authority for appointment as executive director, and that the Authority may make such appointment on an interim basis; and

Be it further resolved that the chair, after consultation with the other members of the Authority, may temporarily vest the powers of executive director in any employee, consultant, or loaned or shared employee or consultant, until such time as the Authority appoints the executive director or interim executive director.

Commissioner Wade seconded the motion. The resolution was approved unanimously. –
4 YEAS, 0 NEAS **APPROVED**

06-MBA-4 Authorize Chair to request and accept assistance from Hennepin County

Commissioner Vekich moved approval of the following resolution:

Be it resolved, that the chair is authorized to request and accept assistance from Hennepin County to assist the Authority in properly constituting itself and carrying out its initial activities; and

Be it further resolved, that such requests may be made on an informal basis; and

Be it further resolved, that the chair, with the additional signature of the executive director or interim executive director, is authorized to execute one or more agreements with the County pertaining to such assistance upon such reasonable terms and conditions as the chair determines are desirable; provided that the secretary shall be the additional signatory until such time as an executive director or interim executive director is appointed.

Commissioner Wade seconded the motion. The resolution was approved unanimously –
4 YEAS, 0 NEAS **APPROVED**

06-MBA-5 Authorize Chair to request and accept assistance from Metropolitan Sports Facilities

Commission

Commissioner Vekich moved approval of the following resolution:

Be it resolved, that the chair is authorized to request and accept assistance from the Metropolitan Sports Facilities Commission to assist the Authority in properly constituting itself and carrying out its activities; and

Be it further resolved, that such requests may be made on an informal basis; and

Be it further resolved, that the chair, with the additional signature of the executive director or interim executive director, is authorized to execute one or more agreements with the Commission pertaining to such assistance upon such reasonable terms and conditions as the chair determines are desirable; provided, however, the secretary shall be the additional signatory until such time as an executive director or interim executive director is appointed.

Commissioner Wade seconded the motion. The resolution was approved unanimously –
4 YEAS, 0 NEAS **APPROVED**

06-MBA-6 Authorize acceptance of funds from Hennepin County

Commissioner Campbell moved approval of the following resolution:

Be it resolved, that the chair is authorized to accept grants of operating funds from Hennepin County or other sources, and, with the additional signature of the executive director or interim executive director, to execute agreements pertaining to such grants

upon such reasonable terms and conditions as the chair determines are desirable; provided that the secretary shall be the additional signatory until such time as an executive director or interim executive director is appointed.

Commissioner Wade seconded the motion. The resolution was approved unanimously –
4 YEAS, 0 NEAS **APPROVED**

06-MBA-7 Initial business functions of the Authority

Commissioner Vekich moved approval of the following resolution:

Be it resolved, that in this resolution, where authority is granted to the executive director, it is intended that the chair shall also have such authority until such time as an executive director, interim executive director, or temporary executive director is appointed; and

Be it further resolved, that in this resolution, where authority is granted to the chair to execute documents or agreements, the executive director or interim executive director must also sign such documents or agreements, except that the secretary shall be the additional signatory until such time as an executive director or interim executive director is appointed; and

Be it further resolved, that where, in this resolution, authority is granted to the executive director or the chair to spend funds on behalf of the Authority, such funds may not be spent or encumbered for any contract(s) or purchase order(s) in excess of \$25,000.00 to any individual or entity without approval of the board of the Authority except for employees hired for administrative support; and

Be it further resolved, that the executive director, subject to board overview, is authorized to hire or contract up to 3 positions for necessary administrative support; and

Be it further resolved, that the chair is authorized to appoint an employee, loaned or shared employee, or loaned or shared consultant, to act as temporary clerk of the Authority until such time as a permanent clerk is appointed; and

Be it further resolved, that the executive director, subject to board overview, is authorized to use formal or informal procedures to identify a pool of qualified candidates for outside legal counsel and other professional services of a specialized or technical nature and, after consultation with the chair, to recommend one or more individuals or firms to the Authority for retention; and

Be it further resolved, that the executive director, subject to board overview and with the assistance, if any, of Hennepin County or the Metropolitan Sports Facilities Commission, is directed to establish budget, finance, accounting, human resources, purchasing and contracting procedures and other systems as necessary for the operation of the Authority; and that the Authority may agree with the County for the sharing of such services; and

Be it further resolved, that the executive director, subject to board overview and with the signature of the chair, is authorized to enter into agreements for office space as necessary to carry out the functions of the Authority; and

Be it further resolved, that the executive director, subject to board overview, is authorized to develop a logo, letterhead and other official insignia of the Authority; and

Be it further resolved, that the executive director, subject to board overview, is authorized to establish one or more bank accounts or use Hennepin County bank accounts pursuant to agreement with Hennepin County, and to procure telephone numbers and postal and electronic mailing addresses as appropriate to carry out the functions of the Authority; and

Be it further resolved, that the executive director, subject to board overview, is authorized to procure office equipment and supplies as appropriate to carry out the functions of the Authority; and

Be it further resolved, that the executive director, subject to board overview, is directed to file, with the signature of the chair, any necessary legal papers regarding the creation and establishment of the Authority; and

Be it further resolved, that the executive director, subject to board overview, is directed to cause to be noticed any meetings of the Authority or committees of the Authority as provided in the Authority's by-laws and in the Minnesota Open Meeting Law; and

Be it further resolved, that the executive director, subject to board overview, is directed to provide methods for the Authority to communicate with the public via electronic means, including but not limited to the web site required by the ballpark authorizing legislation; and

Be it further resolved, that the executive director, subject to board overview and with the signature of the chair, is authorized to procure insurance in reasonable amounts for the purposes provided in the ballpark authorizing legislation; and

Be it further resolved, that the chair is authorized, and may delegate such authority to the executive director, to take any other such measures beyond those enumerated in this resolution, to properly constitute and operate the Authority with respect to appropriate personnel, space, equipment and operating procedures; and

Be it further resolved, that the executive director and the chair are authorized to make and execute any necessary agreements in furtherance of the authority provided in this resolution; and

Be it further resolved, that if funds are available from Hennepin County or any other source, an appropriation of up to \$500,000 is made and is available for expenditure according to acceptable accounting practices in order to accomplish the purposes of this resolution or as otherwise necessary to constitute the Authority and to accomplish its initial activities.

The language in each instance above "subject to board overview" was incorporated into his motion by Commissioner Vekich. The motion was seconded by Commissioner Campbell. The motion was approved unanimously – 4 YEAS, 0 NEAS

APPROVED

06-MBA- 8 Set next meeting dates of the Authority

Commissioner Vekich moved approval of the following resolution:

Be it resolved, that the Authority will hold its next meetings on July 21, 2006, from 10 a.m.-noon and on August 4, 2006 from noon-3 p.m. at the Metrodome offices of the Metropolitan Sports Facilities Commission, 900 South Fifth Street, Minneapolis, MN 55415; and

Be it further resolved, that the chair or the clerk or executive director, if any, is directed to cause to provide sufficient notice of these meetings as required by the Minnesota Open Meeting Law.

Commissioner Wade seconded the motion. The resolution was approved unanimously –
4 YEAS, 0 NEAS **APPROVED**

Howard Orenstein gave a brief overview of the provisions of various state statutes including the Gift Ban Law, and Open Meeting Law and the Minnesota Government Data Practices Act.

The Authority members discussed next steps and agreed as follows: working with Chair Cramer, Commissioner Vekich: Issues related to Hennepin County and MBA's working relationship; Commissioner Campbell: In-depth conversations with Minnesota Twins; and Commissioner Wade: Investigate further into the legal services and work with the County.

There being no further business, the meeting of the Minnesota Ballpark Authority for July 7, 2006 was declared adjourned at 2:40 p.m.