



Oakland-Alameda County
Coliseum Authority

**OAKLAND-ALAMEDA COUNTY COLISEUM AUTHORITY
ZOOM MEETING**

**NOTICE AND AGENDA
BOARD OF COMMISSIONERS
July 17, 2020
Friday, 8:30 a.m.**

You are invited to a Zoom webinar.
When: Jul 17, 2020 08:30 AM Pacific Time (US and Canada)
Topic: OACCA Board Meeting

Please click the link below to join the webinar:

<https://zoom.us/j/95033466171?pwd=Y283VDdBYU5abUtxYXcvMWxLemVCdz09>

Password: 918171

Or iPhone one-tap :

US: +16699006833,,95033466171#,,,,0#,,918171# or +13462487799,,95033466171#,,,,0#,,918171#

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US: +1 669 900 6833 or +1 346 248 7799 or +1 253 215 8782 or +1 301 715 8592 or +1 312 626 6799 or +1
929 205 6099

Webinar ID: 950 3346 6171

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1. CALL TO ORDER

2. ROLL CALL

3. APPROVAL OF MINUTES

4. OPEN FORUM

5. REPORTS

5a. Executive Director's Report

5b. General Manager's Report

6. NEW BUSINESS

6a. RESOLUTION APPROVING AND AUTHORIZING THE EXECUTION OF AN AMENDMENT TO THE AGREEMENT FOR CONSULTING SERVICES BETWEEN HENRY GAEDNER AND THE OAKLAND-ALAMEDA COUNTY COLISEUM AUTHORITY

6b. RESOLUTION ADOPTIONG AND APPROVING THE POLICY GUIDELINES FOR EVENTS AT THE OAKLAND-ALAMEDA COUNTY COLISEUM DURING COVID-19 RESTRICTIONS

7. CLOSED SESSION

7a. CONFRENCE WITH LEGAL COUNSEL-ANTICIPATED LITIGATION

Initiation of litigation pursuant to Government Code Section 54956.9(d)(4) (Two Cases)

8. REPORT FROM COUNSEL ON CLOSED SESSION

9. ADJOURNMENT



Oakland-Alameda County
Coliseum Authority

Oakland-Alameda County Coliseum Authority
June 19, 2020
Zoom Board Meeting Minutes

CALL TO ORDER

Chair Reid called the meeting to order at 8:33 a.m.

ROLL CALL

Chair Reid	V. Chair Miley
Commissioner De La Fuente	Commissioner Hill
Commissioner Thompson (8:37 a.m.)	Commissioner Linton
Commissioner Haggerty	Commissioner Taylor

APPROVAL OF MINUTES

The minutes for May 15, May 22, and June 5, 2020 were submitted for approval. Commissioner Haggerty moved to approve all the minutes submitted and Commissioner De La Fuente seconded the motion. Roll Call vote: Commissioners Reid, Miley, Haggerty, Taylor, De La Fuente, Hill, and Linton approved the minutes. Seven commissioners approved the motion.

OPEN FORUM

Siddiq Jihad and Muhammad Event Promoters expressed their concern regarding the abrupt cancelation of the KBLX 40th Anniversary Reunion Concert. Siddiq and Muhammad stated that with this concert, they were treated unfairly and unequal compared to other promoters that book events with AEG. Siddiq and Muhammad is asking for the return of the \$50,000 rental fee. The Board asked Interim Executive Director Henry Gardner and ASM/AEG General Manager Chris Wright to research and report back to the Commissioners at the July meeting.

Commissioner Taylor stated his concerns about the statements made by Siddiq and Muhammad. Commissioner Taylor stated he hopes there is not a bad reputation and that business and revenue has not been lost because of similar tactics or treatment.

Executive Director Report

Interim Executive Director Henry Gardner reported on:

The Ring Central Agreement has not moved forward, and negotiations have stalled. There has been a change in Management within the company. The contract was revisited and both parties agreed on negotiations in November-December 2019, however the contract has not been signed. The Board asked the ED to contact Ring Central to execute the agreement and report back at the July meeting with a recommendation.

Several faith-based organizations have requested to use the Coliseum parking lot. There are county health guidelines that must be met. There are associated costs with any event, such as security and permits. The Commissioners agreed the Coliseum site should be used for faith-based organizations and other events. The Board ask the ED to explore all options and associated expenses to activate the site to host events.

General Managers Report

General Manager Chris Wright gave an update on the cancelation, rescheduling, and potential 2021 booking of concerts and events. Chris stated he will work with Henry to facilitate hosting events in the Coliseum parking lot.

BUSINESS

Henry Gardner presented a report on the balanced budget for FY 2020-21. Due to the COVID-19 pandemic, reductions have been made in expense, staff, and capital improvements and the necessity to use the reserve funds. The budget has decreased by 43% from last year. The budget will be updated on a quarterly basis.

RESOLUTION APPROVING THE BUDGET FOR FISCAL YEAR 2020-21 IN THE AMOUNT OF \$36,997,500 FOR THE OAKLAND ALAMEDA COUNTY COLISEUM AUTHORITY was submitted for approval. Commissioner Haggerty moved to approve, and Chair Reid seconded the motion. Roll Call vote: Commissioners Reid, Miley, Haggerty, Taylor, Hill, and Linton approved the resolution. six Commissioners approved the motion.

Closed Session

The Board moved to closed session at 10:13 a.m.

Report from Counsel on Closed Session

There is no reportable action from closed session.

Adjournment

Meeting adjourned at 10:40 a.m.

Adam Benson- Secretary

POLICY GUIDELINES FOR EVENTS AT COLISEUM DURING COVID-19 RESTRICTIONS

Since the outbreak of COVID-19 the Coliseum facilities have not been available for use. Major events, the mainstay for revenue generation, have not been permitted. The restrictions mandated by the Alameda County Health Officer and the Governor prohibit large gatherings for all enclosed spaces, such as the Arena, and greatly restrict use of the Stadium. The facilities have been dark since the first week of March. The only limited activity permitted in the Stadium are the no-fan baseball games with a maximum capacity of 250 persons.

There is considerable interest in using the parking lot for a variety of religious, government, community and commercial events. There have been a few requests to use the Stadium but current restrictions make that unworkable. Accordingly, activity at the Coliseum has been dormant and there is a desire to have some permitted events, one to accommodate activity that cannot take place elsewhere because of the restrictions, and two, to have some semblance of life at the site. Given the current state of affairs with the pandemic, the restrictions are likely to stay in place for the foreseeable future.

The activities that can be accommodated at the present time are those that can take place in the parking lot and are vehicle-based gatherings. Restrictions governing such gatherings are detailed in the Alameda County Health Officer's Order No. 20-12, dated May 18, 2020, Allowing for Certain Highly Regulated Vehicle-Based Gatherings. Key provisions of the Order are summarized below.

A Highly Regulated Vehicle-Based Gathering is a gathering where during the entirety of the gathering every participant, excluding the Host, Personnel, and security, except as provided herein, remains in a fully enclosed motorized vehicle parked at least six feet apart from other vehicles and where all occupants of each enclosed vehicle are members of a single household.

The gathering must have a designated organizational host who is responsible for ensuring compliance with this Order and the Shelter in Place Order during the gathering. Only those personnel of the organization necessary to facilitate the gathering and to ensure compliance with this Order can be present.

The occupants of a vehicle must be members of the same household and shall not change vehicles during the gathering. Further, not more than the legal occupancy in the vehicle is allowed.

The location must be such that it can ensure exclusion of those not invited. The gathering must proceed by invitation only, with the limit tied to the capacity size of the location.

Each gathering is limited to not more than 200 vehicles and can be no longer than 3 hours. If any windows on a vehicle are open, the occupants must wear a face covering in conformance with the Face Covering Order.

Except to use the bathroom or in an emergency, occupants of a vehicle may only exit the vehicle if and when the Host has specifically given express permission for a brief period of time. Such permission must be limited to one vehicle at a time.

Chairperson Reid appointed three members of the Board to assist in developing recommended policies and procedures guidelines for use of the facilities during the pandemic. They are members De La Fuente, Linton and Taylor.

It is recommended that ASM develop a two-tiered rate structure, one for nonprofit organizations, churches, community and governmental use, and one for for-profit groups. The goal is to minimize the cost impacts on the first group and maximize revenues from the for-profit groups. ASM is developing a rate structure in accordance with these recommendations. Once those are refined, we will share that information with the Board.

The recommended policies and procedures are the following:

- All directives of Alameda County Health Officer must be followed
- Any differences between the County Health Officer's and the Governor's directives, the stricter directives shall apply
- Organizations requesting use of the facilities shall be given the guidelines then in effect prior to granting permission to using the facilities
- Nonprofit organizations, community organizations, churches and governmental entities shall be charged the minimum amount to cover the cost of using the facilities
- For-profit groups shall be charged the maximum amount that can be negotiated but always with a net profit
- There shall be no conflicts with the A's use of the facilities
- Adequate security must be provided for use of the facilities
- ASM should provide monthly reports on the number of requests, the categories, and the organizations that used the facilities
- Reports should include requests made but later withdrawn or denied and reason for withdrawal or denial
- Deposits should be required of all users, with refunds for nonprofit groups with forty-eight hours advance notice of cancellation; for-profits refunds shall be applied with current standard procedures

- Additional protocols will be required for use of the Arena when allowed to re-open
- Authority shall seek waivers for number of vehicles permitted, given the size of the parking lot

A separate report will be prepared analyzing the financial and logistical feasibility of using the parking lot for drive-in movies.

Setting up a drive-in movie theater requires more analysis regarding feasibility and costs. We should compare ASM's costs for operating with that of an outside contract operator. There seems to be a lot of interest in pursuing the idea and we will make every effort to determine how to make it work. We need a high probability that we can at least break even and preferably make a profit. The analysis should consider the likelihood that there may be competition from newly established nearby drive-in theaters that are thought to be under consideration.

The proposed policy guidelines are in the resolution on the agenda as Item Number 6b. We recommend approval.

Respectfully submitted,

Henry L. Gardner
Interim Executive Director

ASM Management Oakland
General Manager's Board Report
July 17th, 2020

Event Activity:

No activity due to COVID-19 pandemic shelter-in-place order.

Postponed:

A.R. Rahman
Alejandro Fernandez (cancelled)
Andre Rieu (March 3rd 2021)
Aventura: Immortal
Celine Dion
Feed The Streetz Tour: Rick Ross, Jeezy, TI, Yo Gotti
Martin Lawrence (Nov 201th 2021)
My Chemical Romance
Nick Cannon – MTV Wild 'N Out Live
Pearl Jam
Rage Against The Machine (June 11-12 2021)
The Millennium Tour (April 3rd 2021)
The Weeknd (Aug 3rd 2021)

(Note: The Oakland Panthers 2020 Season (Indoor Football League) has been cancelled.)

Operations:

Adjust budget implementation
Planning & budgeting of community events

FIRST AMENDMENT TO AGREEMENT FOR CONSULTING SERVICES

THIS FIRST AMENDMENT TO AGREEMENT FOR CONSULTING SERVICES (this "**Amendment**") is entered into effective as of July 17, 2020 (the "**Amendment Date**"), by and between OAKLAND ALAMEDA COUNTY COLISEUM AUTHORITY, a California joint powers authority organized pursuant to the California Government Code (the "**Authority**"), and HENRY L. GARDNER, an individual consultant ("**Consultant**").

RECITALS:

A. WHEREAS, the Authority and Consultant entered into that certain Agreement for Consulting Services entered into on or about August 14, 2019 (the "**Agreement**"), relating to the provision of certain services analogous to organizational leadership services typically performed by an executive director (the "**Work**"), said Work being more particularly described in the Agreement;

B. WHEREAS, based upon the annual review of Consultant conducted by Authority, the Authority desires to amend the Agreement to (i) extend the term of the Agreement, and (ii) modify the notice required to terminate the Agreement; and

C. WHEREAS, the Authority and Consultant desire to amend certain terms and conditions of the Agreement, all subject and pursuant to the terms and conditions set forth below.

AGREEMENT:

NOW, THEREFORE, for good and valuable consideration the receipt and adequacy of which are hereby acknowledged, Authority and Consultant agree as follows:

1. INCORPORATION OF RECITALS. The foregoing Recitals shall be incorporated as though fully set forth herein.

2. EXTENSION OF TERM OF AMENDMENT. Notwithstanding any language to the contrary in the Agreement, the term of performance of the Agreement is hereby modified to expire on July 31, 2021 (the "**New Expiration Date**").

3. TERMINATION. Section 6 of the Agreement is hereby deleted and replaced with the following:

6. TERMINATION. The Authority may terminate this Agreement at any time upon three (3) days' notice, or immediately in the event of malfeasance, gross negligence, bad faith, willful failure to perform duties, material misrepresentation, or violation of law or ethics. Upon request, all Work-related files, written materials, software, firmware and documents will be transferred to the Authority upon such termination. Upon such termination, Consultant shall be compensated, based on the amounts contemplated for satisfactorily completed work, pro rata for the number of days worked to the reasonable satisfaction of Authority prior to the effective date of termination. Correspondingly, Consultant may terminate this Agreement at any time upon thirty (30) days' notice.

4. GENERAL PROVISIONS.

4.1 Full Force and Effect; Conflict. Except as amended by this Amendment, the Agreement as modified herein remains in full force and effect and is hereby ratified by the Authority and Consultant. In the event of any conflict between the Agreement and this Amendment, the terms and conditions of this Amendment shall control.

4.2 Capitalized Terms. Capitalized terms not defined herein shall have the same meaning as set forth in the Agreement.

4.3 Governing Law. This Amendment shall be governed by and construed in accordance with the laws of the State of California without reference to its conflict of laws principles.

4.4 Attorneys' Fees. In the event of litigation arising out of or in connection with this Amendment, the prevailing party shall be awarded reasonable attorneys' fees, costs and expenses in accordance with Section 16 of the Agreement.

4.5 Successors and Assigns. This Amendment shall, subject to the terms and conditions of the Agreement, be binding upon and inure to the benefit of the parties hereto and their heirs, personal representatives, successors and assigns.

4.6 Entire Agreement. The Agreement, as amended by this Amendment, contains the entire agreement of the Authority and Consultant with respect to the subject matter hereof, and may not be amended or modified except by an instrument executed in writing by the Authority and Consultant.

4.7 Counterparts. This Amendment may be executed in any number of counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

4.8 Facsimile/.PDF Signatures. This Amendment may be executed by facsimile and/or .pdf signatures which shall be binding as originals on the parties hereto.

IN WITNESS WHEREOF, the Authority and Consultant have caused this Amendment to be executed as of the Amendment Date.

AUTHORITY:

OAKLAND ALAMEDA COUNTY COLISEUM AUTHORITY

ATTEST:

By: _____
Name: Larry Reid
Title: Chair

Name: _____
Title: _____

CONSULTANT:

Henry L. Gardner

APPROVED AS TO FORM AND LEGALITY:
BARBARA PARKER, CITY ATTORNEY

By: _____
Bijal Patel, Special Counsel

APPROVED AS TO FORM:
DONNA R. ZIEGLER, COUNTY COUNSEL

By: _____
Andrea L. Weddle, Chief Assistant

**OAKLAND-ALAMEDA COUNTY COLISEUM AUTHORITY
RESOLUTION NO. 2020-_____**

**Resolution Approving and Authorizing the Execution of an Amendment to the
Agreement for Consulting Services between Henry L. Gardner and
the Oakland-Alameda County Coliseum Authority**

WHEREAS, on or about August 14, 2019, the Oakland-Alameda County Coliseum Authority (the "Authority") entered into an agreement for interim executive consulting services with Henry L. Gardner (the "Agreement"); and,

WHEREAS, the Authority has determined that it is in the best interest of the Authority to extend the duration of the Agreement with Mr. Gardner; and,

NOW, THEREFORE, the governing board of the Authority hereby finds, determines, declares and resolves as follows:

Section 1. The Authority hereby approves the Amendment to the Agreement attached to this Resolution and authorizes the execution of the Amendment in substantially the form presented to this meeting, for a term of up to one (1) year and with a not to exceed sum of \$193,554.94 and an automobile allowance of \$300.00 per month.

Section 2. This resolution shall take effect from and after its adoption and approval.

PASSED AND ADOPTED by the Board of Commissioners of the Oakland-Alameda County Coliseum Authority on July 17, 2020 by the following vote:

PASSED BY THE FOLLOWING VOTE:

AYES -

NOES -

ABSENT -

Larry Reid, Chair

ATTEST:

Secretary

DATE: _____

POLICY GUIDELINES FOR EVENTS AT COLISEUM DURING COVID-19 RESTRICTIONS

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OAKLAND-ALAMEDA COUNTY COLISEUM AUTHORITY

RESOLUTION NO. 2020-___

RESOLUTION ADOPTIONG AND APPROVING THE POLICY GUIDELINES FOR EVENTS AT THE OAKLAND-ALAMEDA COUNTY COLISEUM DURING COVID-19 RESTRICTIONS.

WHEREAS, the Oakland-Alameda County Coliseum Authority ("Authority") has received numerous requests to use the Coliseum property, including the large parking lot areas, for events during the state and local restrictions imposed to address the spread of the corona virus (COVID-19 restrictions); and

WHEREAS, the Authority's Executive Director has proposed Policy Guidelines to direct the Authority and ASM Global, the facility manager, in approving requests to hold events on the site;

NOW THEREFORE BE IT RESOLVED that Board does hereby adopt and approve the Policy Guidelines for Events at the Coliseum During Covid-19 Restrictions, at attached to this resolution as Exhibit A.

PASSED AND ADOPTED by the governing board of the Oakland-Alameda County Coliseum Authority, this ___ day of _____, 2020, by the following vote:

Ayes:

Noes:

Absent:

Excused:

LARRY REID, CHAIR

ATTEST:

SECRETARY