



Oakland-Alameda County
Coliseum Authority

OAKLAND-ALAMEDA COUNTY COLISEUM AUTHORITY
Zoom Meeting

You are invited to a Zoom webinar.

When: Jul 16, 2021 08:30 AM Pacific Time (US and Canada)

Topic: OACCA Zoom Board Meeting 7.16.21

Please click the link below to join the webinar:

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NOTICE AND AGENDA
BOARD OF COMMISSIONERS
July 16, 2021
Friday, 8:30 a.m.

1. CALL TO ORDER
2. ROLL CALL
3. APPROVAL OF MINUTES
4. OPEN FORUM

5. REPORTS

5a. Executive Director Report

- 1. Discussions with the Panthers for Indoor Football in the Arena**
- 2. Rental Rates for Nonprofits**
- 3. Commemorative Art at the Complex**
- 4. Refunding Proposal for Outstanding Stadium Debt**

5b. General Manager Report

6. NEW BUSINESS

6a. ADOPT A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO NEGOTIATE WITH THE AFRICAN AMERICAN SPORTS AND ENTERTAINMENT GROUP, LLC REGARDING THE TERMS OF A LICENSE AGREEMENT FOR THE USE OF THE OAKLAND-ALAMEDA COUNTY ARENA BY A FUTURE LOCAL TEAM TO BE AFFILIATED WITH THE PROFESSIONAL WOMEN'S BASKETBALL LEAGUE KNOWN AS THE WOMEN'S NATIONAL BASKETBALL ASSOCIATION

6b. RESOLUTION APPROVING AND AUTHORIZING THE EXECUTION OF THE SECOND AMENDMENT TO THE AGREEMENT FOR CONSULTING SERVICES BETWEEN HENRY GARDNER AND THE OAKLAND ALAMEDA COUNTY COLISEUM AUTHORITY

NON-ACTION ITEM

6c. Discussion Regarding Future Development of Coliseum Complex

Closed Session

7a. Property: Oakland-Alameda County Arena located at 7000 Coliseum Way, Oakland CA

Authority Negotiators: Henry Gardner, Bijal Patel and Andrea Weddle

Negotiating Parties: African American Sports and Entertainment Group, LLC

Under Negotiation: Price and terms of payment, or both, for the license of the property

7. REPORT FROM COUNSEL ON CLOSED SESSION

9. ADJOURNMENT



Oakland-Alameda County
Coliseum Authority

Oakland-Alameda County Coliseum Authority
June 18, 2021
Zoom Board Meeting Minutes

CALL TO ORDER

Chair Miley called the meeting to order at 8:34

ROLL CALL

Chair Miley	Commissioner Haubert
V. Chair Kaplan	Commissioner Reid
Commissioner Hill	Commissioner Chan (present) *
Commissioner Vukasin	Commissioner Thompson

*Commissioner Chan Has not taken oath of office and is unable to vote

APPROVAL OF MINUTES

The minutes for May 21, 2021, was submitted for approval. Commissioner Kaplan moved to approve minutes and Commissioner Hill seconded the motion. Roll Call: Commissioners: Miley, Kaplan, Reid, Haubert, Hill, Vukasin, and Thompson approved. The motion was approved by 7 aye votes.

OPEN FORUM

Gladys Green in District 7 resident of Oakland since 1962 voiced her concern regarding continued activity at the Coliseum.

REPORTS

Executive Director Report

5a.

1. Executive Director, Henry Gardner summarized negotiations for an agreement with the WNBA. Ongoing negotiations are continued on basic terms of expenses and revenues and is hopeful to have a confirmed agreement at July meeting.

Open Forum

V. Chair Kaplan spoke thanking ED Gardner and GM Nicole Strange for their work on negotiations agreement with WNBA. Chair Miley and Commissioner Haubert gave their support appreciation to all entities involved with WNBA negotiations.

Speakers: Gladys Green, Yasmine P., Caller 1Plus, Art Lewis, Shonda Scott, John Jones III, Lydia Facticeau, Ramasses Head, all longtime residents of Oakland in District 7 gave their support for the WNBA playing at the Coliseum. They stressed the importance this move will be for Oakland community, businesses, employment and positive role models to young girls and women. The speakers thanked AASEG, Rebecca Kaplan, Robert Bobb, Ray Bobbitt, Nate Miley, Nicole Strange and Henry Gardner for their hard work and effort on the WNBA negotiations.

Speaker: Robertt Bobb summarized past negotiations for team sports and the significance and importance the WNBA venture will be for Oakland's future.

ED, Henry Gardner gave background on Luke Capital and their past city involvement with business practices.

2. Henry Gardner updated the commissioners on COVID-19 lifted restrictions and the impact on the Coliseum activity and events.

3. Henry Gardner reported on the success of the Mass Vaccination site demobilization

General Manager Report

Taken out order

NEW BUSINESS

6a. Executive Director Henry Gardner summarized the balanced budget and recommended approval of the budget.

Resolution approving the Budget for Fiscal Year 2021-2022 for the Oakland Alameda County Coliseum Authority was submitted for approval. Commissioner Kaplan moved to approve, and Commissioner Vukasin seconded the motion. Roll Call: Commissioners Miley, Kaplan, Reid, Haubert, Hill, Vukasin, and Thompson approved. The motion was approved by 7 aye votes.

6b. Chair Miley discussed New Development at the Coliseum Complex and role the JPA would contribute. Chair Miley noted the owners, City, County and (Oakland A's once full payment to County) will have final approval any Coliseum development plans.

Commissioner Kaplan stressed the value of any and all activity at the site

Commissioner Haubert spoke stating to evaluate all event opportunities available at the Coliseum Complex

Commissioner Hill spoke supporting this topic, as a planning work session meeting

6c. Chair Miley stressed his thought of the importance of having commemorative artwork at the Coliseum regarding the success of the Coliseum as COVID-19 vaccination site. Commissioners Kaplan, Hill and Reid gave their support on this suggestion. ED Gardner will pursue this suggestion and bring a report back to the board.

General Manager Report General Manager

Nicole Strange updated the Commissioners on activities at the Coliseum Complex. One event was Lighthouse Charter High School's graduation commencement ceremony on June 1, 2021. Nicole emphasized the health requirements for Mega Events. Nicole reported on the renewal and benefits of Ticketmaster contract.

Closed Session

No closed session

Report from Counsel on Closed Session

Adjournment

Meeting adjourned at a.m.

Secretary- Erin Roseman

July 16, 2021

Honorable Chairperson Nate Miley and Commissioners of the Authority

5.a

1. Discussions with the Panthers for Indoor Football in the Arena

We have had a number of discussions with the Panthers for use of the Arena for indoor football. Unfortunately, we were not able to reach agreement on financial and operational terms. Their last and best offer did not give us a sufficient degree of confidence that the net revenues to the JPA would cover all of our costs and result in a modest profit.

The request was to use the Arena on an event basis; it was not a license agreement that we have for long-term tenants. There would have been a regular schedule for each season and we believe that the schedule could be accommodated with our other planned events. They could not come to terms to cover our operational costs and their requests to share revenues exceeded what we would need to make this a profitable event. Accordingly, our discussions have been terminated.

2. Rental Rates for Nonprofits

In July 2020 when the complex was completely dormant under the COVID-19 restrictions imposed by the State and County, staff recommended the adoption of a resolution approving guidelines for limited use of the complex, principally the parking lot for vehicle only gatherings. Because of very limited large paved outdoor spaces, and no indoor events permitted in any facilities in the County, we received many requests for use of the parking lot. Given the crisis, the Authority approved a rental structure that required a cost-covering only provision for nonprofits, government and religious organizations.

Now that the restrictions have been lifted for both indoor and outdoor uses at the complex, we are booking many major profit-making events starting in September. Availability is becoming very limited. Furthermore, now that these groups can use their own spaces their events can be accommodated elsewhere, and in most cases for less costs. With your concurrence, we plan to revert to the pre-existing cost structure for nonprofits, religious and government uses.

3. Commemorative Art at the Complex

At the Board's direction, we have begun to evaluate a feasible way, through art, to commemorate the very successful mass vaccinations against the COVID-19 corona virus. The Coliseum parking lot was used for three months to administer vaccinations for over 500,000 persons. Our site was one of two in the State specifically designated for this purpose, and was

supported by staff and financial resources from the State and Federal Government. At one point, there were a thousand personnel assisting in this effort.

The County Auditor-Controller, the Director of the County Arts Commission and I met to explore what medium of art, with the broadest exposure and modest cost, would be the most practical to pursue. We concluded that sculpture that could be viewed by many would be too costly, one because of the materials required to produce it, and two, because of the size necessary to be observable from a distance. Our preliminary view is a series of two-dimensional artworks that can be displayed in multiple locations inside and outside would gain the widest exposure. These can be displayed on interior and exterior walls that people can view as they are walking to events once at the complex. We would go through an RFP process to solicit proposals, ensuring that we reach the widest and most diverse group of artists who might be interested in making proposals. We estimate that we can produce the artwork within the range of \$50,000. The RFP process will take approximately four months and selection of artists by early spring 2022. Once we have a better cost estimate, we will seek your approval to proceed.

4. Refunding Proposal for Outstanding Stadium Debt

We have received a proposal to refund the outstanding Stadium debt, in the amount of approximately \$50,000,000 including interest, which is due to mature on February 1, 2025. The proposal does not extend the February 2025 date. Given the short duration prior to maturity, I did not initially believe that there would be much savings after the cost of issuance. However, the proposal suggests that may not be accurate. We have not had sufficient time to evaluate the proposal to determine its feasibility. Because of the short time remaining on the debt, we should determine in the next few weeks if it would be financially feasible to refund the debt. In order to assist the staff in the evaluation of the proposal, I plan to engage the services of a financial advisor to review the proposal and give us their preliminary analysis of the feasibility of the proposed financing. If we determine that it is in the interests of the JPA, the City and County, we will make a formal recommendation to proceed.

Respectfully submitted

Henry L. Gardner
Executive Director

ASM Global Oakland
General Manager's Board Report
July 16, 2021

Event Activity

Added Events:

- Pepe Aguilar (September 17, 2021)
- Lil Baby (September 25, 2021)
- Los Bukis (October 1 & 2, 2021) Stadium Shows
- DJ Snake (October 15, 2021) Emerge Warehouse
- J. Cole (October 20, 2021)
- Real Life Comedy Tour (October 23, 2021)
- Ana Gabriel (February 10, 2022)

Postponed Events (new date):

- Celine Dion (September 4, 2021)
- The Millennium Tour (October 2, 2021)
- Martin Lawrence (November 20, 2021)
- The Weeknd (March 8, 2022)
- Andre Rieu (March 21, 2022)
- Rage Against the Machine (April 26, 2022)
- Rage Against the Machine (April 28, 2022)
- My Chemical Romance (October 5, 2022)
- Pearl Jam (TBD)

Cancelled Events:

- Feed the Streetz Tour: Rick Ross, Jeezy, TI, Yo Gotti
- Aventura: Immortal
- A.R. Rahman
- Lauren Daigle
- Wild 'N Out
- Alejandro Fernandez
- The Oakland Panthers 2020 Season (Indoor Football League)

Other Events:

- Impala Magazine Car Show (June 26, 2021)
- Meyer Sound parking lot rental (July 9, 2021)

OAKLAND-ALAMEDA COUNTY COLISEUM AUTHORITY

RESOLUTION NO. 2021-__

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO NEGOTIATE WITH THE AFRICAN AMERICAN SPORTS AND ENTERTAINMENT GROUP, LLC REGARDING THE TERMS OF A LICENSE AGREEMENT FOR THE USE OF THE OAKLAND-ALAMEDA COUNTY ARENA BY A FUTURE LOCAL TEAM TO BE AFFILIATED WITH THE PROFESSIONAL WOMEN'S BASKETBALL LEAGUE KNOWN AS THE WOMEN'S NATIONAL BASKETBALL ASSOCIATION

WHEREAS, the Oakland-Alameda County Coliseum Authority ("Authority") is a joint powers authority vested with the authority to manage and operate the approximately 112 acres of land in the City of Oakland commonly known as the Oakland-Alameda County Coliseum Complex, consisting of the RingCentral Stadium, the Oakland-Alameda County Arena ("Arena") and related parking and other facilities; and

WHEREAS, the Arena is a first-class sporting facility that formerly was the home of the Golden State Warriors basketball team; and

WHEREAS, the African American Sports and Entertainment Group, LLC ("AASEG") is in the process of submitting a formal proposal to the professional women's basketball league known as the Women's National Basketball Association ("WNBA") to acquire the franchise rights to create, own and operate an expansion team that will be based in the City of Oakland and will represent the entire San Francisco Bay Area region; and

WHEREAS, AASEG has expressed interest in negotiating with the Authority a license agreement ("License") that would grant AASEG the right to occupy and use the Arena for this future WNBA franchise team, including, without limitation, the right to broadcast home games during each year of the License term, conduct practice sessions for home games, and hold certain events for fan generation / appreciation or sponsorship and business development; and

WHEREAS, AASEG desires to create the team and secure the requisite rights in sufficient time to participate in the 2022 WNBA season; and

WHEREAS, the Authority's Executive Director will need to dedicate significant time to properly negotiate with AASEG the price, terms of payment and other requirements of the proposed License; and

WHEREAS, the Executive Director seeks a formal action by the Authority's Board of Directors ("Board") authorizing the Executive Director to dedicate such time to this effort; and

NOW THEREFORE BE IT RESOLVED that Board does hereby find that the use of the Arena as the "home" of a future franchise team of the WNBA would provide significant tangible and intangible benefits to the residents of the City of Oakland, County of Alameda and the greater San Francisco Bay Area; and

BE IT FURTHER RESOLVED that the Board does hereby authorize the Authority's Executive Director to negotiate the terms of a License with AASEG; and

BE IT FURTHER RESOLVED that prior to execution of any such License, this Board shall first formally consider and approve the final terms of such License.

PASSED AND ADOPTED by the governing board of the Oakland-Alameda County Coliseum Authority, this 16th day of July, 2021, by the following vote:

Ayes:

Noes:

Absent:

NATE MILEY, CHAIR

ATTEST:

SECRETARY

SECOND AMENDMENT TO AGREEMENT FOR CONSULTING SERVICES

THIS SECOND AMENDMENT TO AGREEMENT FOR CONSULTING SERVICES (this "**Amendment**") is entered into effective as of July 16, 2021 (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, the Authority and Consultant amended the Agreement by that First Amendment to Agreement entered into as of July 17, 2020, to extend the Term to July 31, 2021; and

C. WHEREAS, based upon the annual review of Consultant conducted by Authority, the Authority desires to amend the Agreement to extend the term of the Agreement; and

D. 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, 2022 (the "**New Expiration Date**").

3. GENERAL PROVISIONS.

3.1 Full Force and Effect; Conflict. Except as amended by this Amendment, the Agreement as modified by the First Amendment and 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.

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

3.3 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.

3.4 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.

3.5 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.

3.6 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.

3.7 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.

3.8 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 Second Amendment to be executed as of the Amendment Date.

AUTHORITY:

OAKLAND ALAMEDA COUNTY COLISEUM AUTHORITY

ATTEST:

By: _____
Name: Nate Miley
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. 2021-_____**

Resolution Approving and Authorizing the Execution of a Second 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 (the "Agreement") with Henry L. Gardner; and,

WHEREAS, on or about July 17, 2020, the Authority and Mr. Gardner entered into that First Amendment to the Agreement, extending the Term of the Agreement to July 31, 2021; and

WHEREAS, the Authority has determined that it is in the best interest of the Authority to further 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 Second 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 16, 2021 by the following vote:

PASSED BY THE FOLLOWING VOTE:

AYES -

NOES -

ABSENT -

Nate Miley, Chair

ATTEST:

Secretary

DATE: _____