

**AGENDA FOR THE WEST HAYMARKET
JOINT PUBLIC AGENCY (JPA)
TO BE HELD THURSDAY, SEPTEMBER 23, 2021 AT 3:00 P.M.
CITY-COUNTY BUILDING
COUNCIL CHAMBERS, 1ST FLOOR
555 S. 10TH STREET
LINCOLN, NE 68508**

1. Introductions and Notice of Open Meetings Law Posted by Door
2. Public Comment and Time Limit Notification Announcement
Individuals from the audience will be given a total of 5 minutes to speak on specific items listed on today's agenda. Those testifying should identify themselves for the official record.
3. Approval of the minutes from the JPA meeting held August 26, 2021.
 - (Staff recommendation: Approval of the minutes as presented)
4. Approval of August 2021 Payment Register and review of the August 2021 Expenditure Reports. (David Young)
 - Public Comment
 - (Staff recommendation: Approval of the Payment Registers. No action is required on the Expenditure Reports).
5. WH 21-11 Resolution approving an Amendment to Memorandum of Understanding between the West Haymarket JPA and Project Control of Texas, Inc., for Construction Management Services for a term of September 1, 2021 through August 31, 2022 with costs not to exceed \$50,000.00. (Chris Connolly)
 - Public Comment
 - (Staff recommendation: Approval)
6. WH 21-12 Resolution authorizing the Treasurer of the West Haymarket JPA to negotiate and execute Club Seat Agreements at Pinnacle Bank Arena. (Chris Connolly)
 - Public Comment
 - (Staff recommendation: Approval)
7. Next Meeting Date: The next meeting date will be Thursday, October 28, 2021 at 2:30 p.m. in Council Chambers, First Floor of the County-City Building.
8. Motion to Adjourn

WEST HAYMARKET JOINT PUBLIC AGENCY (JPA)
Board Meeting
August 26, 2021

Meeting Began At: 2:32 P.M.

Meeting Ended At: 3:04 P.M.

Members Present: Leirion Gaylor Baird, Tim Clare, and Tammy Ward

Item 1 - Introductions and Notice of Open Meetings Law Posted by Door.

Gaylor Baird advised that this is a public meeting subject to the open meetings act posted at the back of the room.

Item 2 - Public Comment and Time Limit Notification.

Gaylor Baird advised members of the public are given five minutes for public comment on specific items listed on today's agenda and those testifying should identify themselves for the record.

Item 3 – Approval of the minutes from the JPA meeting held March 25, 2021.

Clare moved approval of the minutes as presented. Ward seconded the motion. Motion carried 3-0.

Item 4 - Approval of March, April, May, June, and July 2021 Payment Registers and Review of March, April, May, June, and July 2021 Expenditure Reports.

David Young, Interim Finance Director and JPA Treasurer, stated in reviewing the highlights for the March through July 2021 payment registers, the major payments consisted of \$7,112,803.66 for the semi-annual bond interest payments to Union Bank & Trust Company; \$53,882.000 to SMG for the fiscal year 2019-2020 Arena Operator Incentive Fee which is significantly lower than previous years due to the arena being closed; \$1,084,597.00 to DEC of which 69.5% or \$754,061.00 is billed to the West Haymarket private customers; \$604,436.63 for parking deck management for February through June 2021; \$201,802.00 to the City of Lincoln for second and third quarter fiscal year 2020-2021 city staff costs; and \$127,082.38 to Pinnacle Bank Arena for arena repair, maintenance and capital improvements.

Clare commented that in the past, discussions occurred for finance, legal, and other city staff to provide an accounting of their time. He asked how we get to this figure? Is it a per hour or what is the basis for the amount charged? He stated we owe it to the City and the JPA to make sure that we are correct on how we assert that figure. Young explained the amounts are budgeted for Chris Connolly and back-up support, accounting is included; and a large percent is budgeted for the treasurer's collection of the JPA occupation tax. Chris Connolly, City Law Department, stated the number is not based on an hourly amount. It's amount that gets budgeted based on the amount of work determined by finance each year in preparation of the budget. This is how it's been done for the last ten years.

Jane Kinsey, Watch Dogs of Lincoln Government, asked if the yearly payment to the bond was made? Young explained the interest payment was made in June. Kinsey asked if any work is being done to cover a built-in deficit for the next couple of years? Young stated we can discuss this under the budget item and that it is being tracked very closely. Kinsey asked if there were layoffs at the arena or if they are keeping the same staff? Young stated there were several layoffs of staff and they are now ramping back up to support shows in the fall. Kinsey asked what is being done for the \$675,075 in the red shown in the last column on the Pinnacle Bank Arena Income Statement? Lorenz explained that this is the annual budget column made up in anticipation of what the year will look like, looking at the first column under “year to date actual” you will see that with the CARES Act money there is \$90,812 in retained earnings.

There being no further discussion or public comment, Ward moved approval of the payment register. Clare seconded the motion. Motion carried 3-0.

Clare commented that he would like to have a discussion and requests to have some sort of a guesstimate as to the amount we are paying legal and accounting in fairness to both the City and the JPA. It is not fair to the City if we are requiring a lot of time being spent on the JPA work and the City is only getting a certain amount that is not based on actual. We need a better idea to reconcile back to when looking at future budgets to be fair to the City and the JPA. Ward asked if Clare is looking for a breakdown. Clare explained he would like to see something showing how we get to that figure for both legal and accounting in fairness for the City and JPA.

Item 5 – WH 21-9 Resolution approving a Consultant Agreement between the West Haymarket JPA and Olsson, Inc. for On-Call Services including, but not limited to, Environmental Sampling and Analysis, Surveying, and Semi-annual Inspections in accordance with the West Haymarket Redevelopment Site North and South Operations and Maintenance Plans for a sum not to exceed \$13,074.00. (Frank Uhlarik)

Connolly, stated this is an agreement we are obligated to maintain for various inspections services for covenants we have with the property owners and the state to make sure that soil samples are taken from time to time with regard to the environmental work that was done a few years ago. This is standard and something we will need to keep going.

Kinsey asked if this is the same amount and if it is a yearly contract. Connolly stated he believes it has gone down, but he would need to go back and look at previous contracts to confirm this. Kinsey asked if this is on developed or undeveloped land. Connolly stated both. Kinsey asked if this is for the plume. Connolly explained this is partly for the plume and partly for the rest of the area. Kinsey asked if there is a report. Connolly stated the results will be available as they do the work, and this information can be obtained from Frank Uhlarik.

There being no further discussion or public comment, Clare moved approval of the resolution. Ward seconded the motion. Motion carried 3-0.

Item 6 - WH 21-7 Resolution approving the proposed operating budget and capital improvement program for the West Haymarket JPA for September 1, 2021 through August 31, 2022. (David Young)

Young stated the highlights for the proposed budget looking at the revenue side, the occupation taxes are budgeted at \$17,486,751 which is roughly equal to the pre-pandemic actual revenue for fiscal year 2018/2019; intergovernmental revenues of \$3,585,255 which is a scheduled subsidy

from the IRS on the JPA Build America Bonds; rental income is budgeted at \$2,809,628 which includes \$2,380,000 for the arena premium seating revenues based on contracted amounts and \$394,080 for PBA and Amtrak Station facility rental; parking revenues are budgeted at \$2,660,000 which is roughly equivalent to pre-pandemic revenue for fiscal year 2018/2019; miscellaneous revenues are budgeted at \$1,262,146 which represents our sponsorship agreement with Learfield IMG; total revenues budgeted for fiscal year 2021/2022 are \$29,988,480.

On the expenditure side, miscellaneous contractual services are budgeted at \$922,166 which includes \$411,779 for city staff, \$347,000 for Husker basketball tickets purchased for suite and loge boxes, and \$50,000 for project management; parking deck management services is budgeted at \$1,948,239; thermal heating and cooling at \$298,000; building maintenance is \$401,194 which includes \$158,000 for maintenance agreements, \$78,000 for annual inspections, \$150,000 for miscellaneous repairs, and \$15,194 for Amtrak Station janitorial services.

Capital Outlay for PBA is budgeted for \$1,175,000 which includes replacement of all point-of-sale terminals for \$400,000, which is a program that will take us touchless and cashless, and \$300,000 for tv replacement.

Building improvements for PBA are budgeted at \$1,855,000 which includes \$1.4 million for replacement of the ribbon boards, \$90,000 for front ramp reconstruction, and \$220,000 for arena ramp elevated plaza concrete repairs. Ground improvements are budgeted at \$824,600 that includes \$475,000 for the Block 4 Streetscape which is part of the Canopy Park Redevelopment Agreement, \$200,000 for the final paving project for the BNSF, and the West Haymarket District landscaping at \$70,000.

Debt service budgeted payments are scheduled at \$19,788,981 and IRS interest subsidies are budgeted at \$3,585,255 for a net debt service of \$16,203,726. Total budget expenditures are projected at \$32,114,288.

Young explained this is a very consistent budget with our processes. There are a few large ticket items that were discussed and will be approved during the course of the budget year. If revenues don't go the direction projected, then we will be able to pause any of those purchases. Gaylor Baird asked if all of the budgeted projects will come before the Board for final approval. Young confirmed this to be correct.

There being no further discussion or public comment, Ward moved approval of the resolution. Clare seconded the motion. Motion carried 3-0.

Clare asked Young to talk briefly on where the JPA is financially in comparison to what was budgeted when the project started ten years ago. Young stated the occupation taxes were down .42% over the low point of last year. This is a very strong year for us. We are \$131,126.00 above where originally projected. That leaves us at 8.43% over original projections which corresponds with year 2025 for occupation taxes. Since inception, we have collected \$22,877,946, over 16.73% more occupation taxes than originally projected. When we look out over the ten year horizon we maintain more than \$20 million in the bank and we grow to \$39 million in the bank. Clare asked if this was after making the bond, debt, and interest payments which Young confirmed.

Ward commended Tom Lorenz and the management at PBA for steering the ship during a really tough year. Gaylor Baird thanked Project Control for their support through tough times also.

Item 7 - Set Next Meeting Date.

The next meeting will be Thursday, September 30, 2021 at 2:30 p.m. in Council Chambers, First Floor of the County-City Building. Clare commented that he has a conflict with this date. Gaylor Baird asked that a new meeting date be scheduled for September.

Item 8 – Motion to Adjourn

Clare moved to adjourn. Motion seconded by Ward. The meeting adjourned at 3:04 p.m.

West Haymarket Joint Public Agency
 Payment Register
 August 2021

Vendor Number	Vendor Name	Payment Remark	Cat	Busi Unit	Obj Acct	Description	Do Ty	Document Number	Amount	Check Date	Payment Number
98079	Black Hills Energy	277 Pinnacle Arena Dr	OP	06095	5825	Natural Gas	PV	2106224	32.89	08/05/21	163056
53356	Lincoln Electric System	277 Pinnacle Arena Dr	OP	06095	5821	Electricity - Bldg & Grnds	PV	2107330	548.10	08/12/21	163192
53356	Lincoln Electric System	200 N 7th St	OP	06095	5821	Electricity - Bldg & Grnds	PV	2107332	111.43	08/12/21	163192
53356	Lincoln Electric System	605 N 8th St Pk Lot Lgh	OP	06095	5821	Electricity - Bldg & Grnds	PV	2107336	45.88	08/12/21	163192
76881	Windstream	Billing number 402-477-6387	OP	06095	5829	Telephone	PV	2107338	116.03	08/12/21	163205
102154	Public Building Commission	Space Rental 8/21	OP	06095	5928	Rent of Co/City Bldg Space	PV	2107342	86.10	08/12/21	163232
102154	Public Building Commission	Space Rental 8/21	OP	06095	5931	Parking Rent Bldg Comm	PV	2107342	8.75	08/12/21	163232
616389	Midwest Office Automations	CSL-FD00/3475-CSL-01	OP	06095	5762	Photocopying	PV	2107654	12.57	08/12/21	163407
120272	City of Lincoln - Accounting De	City Staff 2020-21 4th Qtr	OP	06095	5621	Misc Contractual Services	PV	2108545	100,901.00	08/18/21	627077
624621	Drew Dravland	Red 1 Garage Refund	OP	06096	3941	Deck 1-Lease	PV	2107310	91.00	08/18/21	627078
77462	Lancaster County Treasurer	ST MAINTENANCE WEST O ST 2021	OP	06095	5856	City Share Linc Center Maint	PV	2108544	221.08	08/19/21	163504
588846	District Energy Corp	Customer ID 0005	OP	06095	5835	Thermal Heating & Cooling	PV	2108546	221,832.00	08/19/21	163609
620543	Midwest Alarm Services	Account Number 900508-11	OP	06095	5683	Fire Alarm Monitoring	PV	2108551	33.90	08/19/21	163690
98415	Lincoln Water System	277 Pinnacle Arena Dr	OP	06095	5830	Water	PV	2109435	232.90	08/24/21	627266
431100	City of Lincoln - Parking	JPA Parking Garage Mgmt 7/21	OP	06095	5643	Deck 1 Mgmt Services	PV	2109436	104,112.35	08/24/21	627267
431100	City of Lincoln - Parking	JPA Parking Garage Mgmt 7/21	OP	06095	5643	Deck 2 Mgmt Services	PV	2109436	45,710.66	08/24/21	627267
431100	City of Lincoln - Parking	JPA Parking Garage Mgmt 7/21	OP	06095	5643	Deck 3 Mgmt Services	PV	2109436	44,194.89	08/24/21	627267
598263	Project Control of Texas, Inc	Project Mgmt per WH01262	OP	06095	5621	Misc Contractual Services	PV	2109437	3,151.00	08/26/21	163870
604774	Pinnacle Bank Arena	Arena Repair/Maint/CIP 7/21	OP	06095	5633	Software	PV	2109438	15,000.00	08/26/21	163877
604774	Pinnacle Bank Arena	Arena Repair/Maint/CIP 7/21	OP	06095	5870	Other Bldg Maintenance	PV	2109438	27,814.43	08/26/21	163877

Category: OP
 total 564,256.96

Grand
 total 564,256.96

	Original Budget	P/Y Enc & Revisions	Total	YTD Expend	Encumbered	Available Balance
51 JPA						
00950 West Haymarket Revenue						
11 Materials & Supplies						
5221 Office Supplies	250.00		250.00			250.00
5261 Postage	2,500.00		2,500.00	2,448.98		51.02
5323 Bldg Maint Supplies	500.00		500.00			500.00
11 Materials & Supplies	3,250.00		3,250.00	2,448.98		801.02
12 Other Services & Charges						
5621 Misc Contractual Services	889,674.00	51,864.75	941,538.75	506,447.84		435,090.91
5624 Auditing Service	19,130.00		19,130.00	19,130.00		
5628 Consultant Services	60,000.00	16,079.87	76,079.87	3,523.83		72,556.04
5631 Data Processing Service	1,248.00		1,248.00	1,248.00		
5633 Software	236,000.00		236,000.00	15,000.00		221,000.00
5635 Delivery Service				221.11		221.11-
5637 Engineering & Design		3,476.43	3,476.43			3,476.43
5643 Management Services	1,802,568.00		1,802,568.00	1,802,568.00		
5643.61 Deck 1 Mgmt Services	897,964.00		897,964.00	624,926.02		273,037.98
5643.62 Deck 2 Mgmt Services	501,633.00		501,633.00	364,921.45		136,711.55
5643.63 Deck 3 Mgmt Services	587,662.00		587,662.00	408,460.35		179,201.65
5683.04 Snow Removal	2,500.00		2,500.00			2,500.00
5683.05 Fire Alarm Monitoring	500.00		500.00	406.80		93.20
5762 Photocopying	500.00		500.00	206.32		293.68
5763 Printing	250.00		250.00	96.21		153.79
5783 General Liability	25,755.00		25,755.00	25,755.00		
5784 Misc Insurance		303,830.00	303,830.00	301,012.35		2,817.65
5786 Property	178,317.00		178,317.00	178,317.00		
5794 Public Officials	28,119.00		28,119.00	23,442.30		4,676.70
5795 Misc Insurance Floater	4,099.00		4,099.00	4,099.00		
5821 Electricity - Bldg & Grnds	8,500.00		8,500.00	6,544.74		1,955.26
5825 Natural Gas	1,300.00		1,300.00	1,198.90		101.10
5829 Telephone	1,350.00		1,350.00	1,364.83		14.83-
5830 Water	1,500.00		1,500.00	1,473.85		26.15
5835 Thermal Heating & Cooling	2,980,000.00		2,980,000.00	2,586,916.00		393,084.00
5856 City Share Linc Center Maint	28,000.00		28,000.00	20,137.66		7,862.34
5862 Grounds Maintenance	18,000.00		18,000.00			18,000.00
5870 Other Bldg Maintenance	414,000.00		414,000.00	267,979.23		146,020.77

	Original Budget	P/Y Enc & Revisions	Total	YTD Expend	Encumbered	Available Balance
51 JPA						
00950 West Haymarket Revenue						
12 Other Services & Charges						
5928 Rent of Co/City Bldg Space	1,034.00		1,034.00	1,033.20		.80
5931 Parking Rent Bldg Comm	105.00		105.00	105.00		
5952 Advertising/Media Serv	1,560.00		1,560.00	70.66		1,489.34
5959 Compensation Payments	41,068.00		41,068.00	41,067.13		.87
5993 Fees Paid to State of NE	45.00		45.00	45.00		
5996 Credit Card/Bank Fees	7,500.00		7,500.00			7,500.00
12 Other Services & Charges	8,739,881.00	375,251.05	9,115,132.05	7,207,717.78		1,907,414.27
13 Capital Outlay - Equipment						
6068 Concession Equipment	100,000.00		100,000.00	5,236.91		94,763.09
6069 Data Processing Equipment				5,807.00		5,807.00-
6076 Miscellaneous Equipment	490,000.00		490,000.00	118,727.09		371,272.91
13 Capital Outlay - Equipment	590,000.00		590,000.00	129,771.00		460,229.00
14 Capital Outlay - Improvements						
6132 Buildings	75,000.00		75,000.00			75,000.00
6140 Grounds Improvements	580,127.00	6,378.62	586,505.62	1,730.56		584,775.06
6142 Sewer System	97,200.00		97,200.00			97,200.00
14 Capital Outlay - Improvements	752,327.00	6,378.62	758,705.62	1,730.56		756,975.06
15 Debt Service						
6233 Bd Trustee Pmt-Serv Chg	2,620.00		2,620.00	3,308.00		688.00-
6234 Bd Trustee Pmt-Principal	5,510,000.00		5,510,000.00	5,510,000.00		
6235 Bd Trustee Pmt-Interest	14,329,726.00		14,329,726.00	14,329,714.74		11.26
15 Debt Service	19,842,346.00		19,842,346.00	19,843,022.74		676.74-
00950 West Haymarket Revenue	29,927,804.00	381,629.67	30,309,433.67	27,184,691.06		3,124,742.61
51 JPA	29,927,804.00	381,629.67	30,309,433.67	27,184,691.06		3,124,742.61

	Current Fiscal Yr

Revenues:	
Occupation Taxes	15,802,297.17
Intergovernmental	3,647,762.22
Permits & Fees	2,960.00
DEC Customer Payments	1,897,700.70
Interest	564,905.65
Arena Premium Seat Revenue	1,665,944.19
Facility Lease & Other Rent	577,152.21
Parking Revenue	1,517,248.76
Sponsorship & Misc Revenue	1,024,958.00

Total Revenues	26,700,928.90

Expenditures:	
General Government	7,341,668.32
Debt Service-Service Charge	3,308.00
Debt Service P & I	19,839,714.74

Total Expenditures	27,184,691.06

Excess (Deficiency) Of Revenues Over Expenditures	<483,762.16>

Other Financing Sources (Uses):	
Sale Of Assets	531,964.00

Total Other Financing Sources (Uses)	531,964.00

Excess (Deficiency) Of Revenues And Other Financing Sources Over Expenditures and Other Uses	48,201.84

Fund Balance Beginning Of Year	40,683,827.18

Fund Balance End Of Year	40,732,029.02
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RESOLUTION NO.

1 BE IT RESOLVED by the Board of Representatives of the West Haymarket Joint Public
2 Agency:

3 That the attached Amendment to Memorandum of Understanding for West Haymarket
4 Joint Public Agency Cooperative Contract (MOU094) between Project Control of Texas, Inc.
5 (“Project Control”) and the West Haymarket Joint Public Agency for construction management
6 and inspection services for a one year term through August 31, 2022, with costs not to exceed
7 \$50,000.00, is hereby approved and the Chairperson of the West Haymarket Joint Public Agency
8 Board of Representatives is hereby authorized to execute said Agreement on behalf of the JPA.

Adopted this _____ day of September, 2021.

Introduced by:

Approved as to Form & Legality:

West Haymarket Joint Public Agency
Board of Representatives

Legal Counsel for
West Haymarket Joint Public Agency

Leirion Gaylor Baird

Tim Clare

Tammy Ward

AMENDMENT TO MEMORANDUM OF UNDERSTANDING
Construction Management and Inspection Services
RFP No. 20-047
MOU094
West Haymarket Joint Public Agency
Renewal
Project Control of Texas, Inc

This Amendment is hereby entered into by and between Project Control of Texas, Inc., 728 Q Street, Suite A, Lincoln, NE 68508 (hereinafter "Contractor") and West Haymarket Joint Public Agency (hereinafter "JPA"), for the purpose of amending the Memorandum of Understanding (MOU) dated February 25, 2021, for Construction Management and Inspection Services, based on RFP No. 20-047, MOU094, which is made a part hereof by this reference.

WHEREAS, the original term of the MOU is February 25, 2021 through August 31, 2021 with the option of renewing for three (3) additional one (1) year terms, under the same terms and conditions according to the renewals allowed by the Lead Contract; and

WHEREAS, the parties hereby renew the MOU for an additional one (1) year term beginning September 1, 2021 through August 31, 2022; and

WHEREAS, the expenditures for the JPA for the term of this renewal shall not exceed \$50,000.00 without approval by the JPA; and

NOW, THEREFORE, IN CONSIDERATION of the mutual covenants contained in the MOU, all amendments thereto, and as stated herein, the parties agree as follows:

- 1) The parties hereby renew the MOU for an additional one (1) year term beginning September 1, 2021 through August 31, 2022.
- 2) The expenditures for the JPA for the term of this renewal shall not exceed \$50,000.00 without approval by the JPA.
- 3) All other terms of the MOU, not in conflict with this Amendment, shall remain in full force and effect.

The Parties do hereby agree to all the terms and conditions of this Amendment. This Amendment shall be binding upon the parties, their heirs, administrators, executors, legal and personal representatives, successors, and assigns.

IN WITNESS WHEREOF, the Parties do hereby execute this Amendment upon completion of signatures on:

Vendor Signature Page
JPA Signature Page

Vendor Signature Page

**AMENDMENT TO MEMORANDUM OF UNDERSTANDING
Construction Management and Inspection Services
RFP No. 20-047
MOU094
West Haymarket Joint Public Agency
Renewal
Project Control of Texas, Inc**

Please sign, date and return within 2 days of receipt.

Mail to: City/County Purchasing
Attn: Lori L. Irons
440 So. 8th St., Ste. 200
Lincoln, NE 68508
Or Email: llirons@lincoln.ne.gov

Company Name:	
By: (Please Sign)	
By: (Please Print)	
Title:	
Company Address:	
Company Phone & Fax:	
E-Mail Address:	
Date:	
Contact Person for Orders or Service:	
Contact Phone Number:	

City of Lincoln Signature Page

**AMENDMENT TO MEMORANDUM OF UNDERSTANDING
Construction Management and Inspection Services
RFP No. 20-047
MOU094
West Haymarket Joint Public Agency
Renewal
Project Control of Texas, Inc**

EXECUTION BY THE CITY OF LINCOLN, NEBRASKA

ATTEST:

City Clerk

West Haymarket Joint Public Agency

Leirion Gaylor Baird, Chairperson of the
West Haymarket Joint Public Agency
Board of Representative

dated _____

RESOLUTION NO.

1 BE IT RESOLVED by the Board of Representatives of the West Haymarket Joint Public
2 Agency:

3 That the Treasurer of the West Haymarket Joint Public Agency is hereby authorized on
4 behalf of the Board of Representatives to review and act on all requests for new contracts,
5 amendments to contracts, assignment of existing contracts, or termination, of existing club seats
6 at Pinnacle Bank Arena.

Adopted this _____ day of September, 2021.

Introduced by:

Approved as to Form & Legality:

West Haymarket Joint Public Agency
Board of Representatives

Legal Counsel for
West Haymarket Joint Public Agency

Leirion Gaylor Baird

Tim Clare

Tammy Ward