

CUYAHOGA COUNTY CONVENTION FACILITIES DEVELOPMENT CORPORATION
REGULAR MEETING OF THE BOARD OF DIRECTORS
April 23, 2021
CLEVELAND, OHIO

Attendees at the Meeting:

Directors: Matt Carroll, David Gilbert, Majeed Makhlouf, Trevor McAleer, Michael Obi, Timothy Offtermatt, Joe Roman, Mayor Bradley Sellers and Roshonda Smith.

Staff: George A. Hillow, Executive Director, and Julie Valyn, Financial Analyst.

Guests of the Board: Diane Downing, Executive Director of Say Yes Cleveland, David O'Neal of Conventional Wisdom Corp., Ron King, General Manager of the Huntington Convention Center (the "Convention Center") and the Global Center for Health Innovation (the "Global Center" and, together with the Convention Center, collectively, the "Facility"), Mike Campo, Assistant General Manager of the Facility, Dave Johnson, Director of PR & Marketing of the Facility, Travis Poppell, Director of Sales for the Facility, Teri Agosta, General Manager of the Hilton® Downtown Cleveland Hotel (the "Hilton Hotel"), Larry Trabulsi of CHMWarnick, Steve Wells, Director of Finance for ASM Global, the Facility's management firm ("ASM"), Craig Liston, Regional Vice President of ASM, Ellis Katz, Director of Owner Representation Services at Project Management Consultants, LLC ("PMC"), and Jeff Appelbaum and Stephanie Schmalz of Thompson Hine LLP.

Regular Meeting of the Board of Directors. At 8:08 a.m. on Friday, April 23, 2021, a Regular Meeting (the "April Regular Meeting") of the Board of Directors (the "Board") of the Cuyahoga County Convention Facilities Development Corporation (the "CCCFDC") commenced. Mr. Makhlouf presided as Vice President of the Board.

Mr. Makhlouf called the meeting to order and declared a quorum of the Board present.

Review and Approval of Minutes.

Mr. Carroll made a motion to approve the minutes from the Regular Meeting of the Board on January 22, 2021, the minutes from the Special Meeting of the Board on February 12, 2021 and the minutes from the Special Meeting of the Board on March 23, 2021, which were distributed to the Board prior to the April Regular Meeting. The Board unanimously voted to approve the minutes.

Board Nomination – Roshonda Smith.

Mr. Makhlouf introduced Roshonda Smith, who was recently nominated to the Board by the Cuyahoga County Executive and the Council President. Ms. Downing made a motion to approve the election of Ms. Smith as a new Board member, which was seconded by Mr. Offtermatt and unanimously approved by the Board. Mr. Makhlouf welcomed Ms. Smith to the Board.

Recognition of Service – Diane Downing.

The Board recognized Ms. Downing for her service to the Board.

Executive Director Report.

Mr. Hillow discussed the financial outlook for the remainder of 2021. Mr. Hillow stated that all COVID-19-related capital improvements related to the Convention Center (including the automatic cleaning of escalators, automatic doors and the air filtration system) have been completed. Mr. Hillow further discussed upcoming events and general outlook for 2021.

Convention Center Update.

Mr. King discussed financial outlook for the remainder of 2021, including the success of an event recently held at the Convention Center, the status of upcoming events in 2021 and ongoing efforts to rebuild staff at the Convention Center.

He then provided a status report on the wireless upgrade project for the Facility, which is delayed due to supply chain issues but is projected to be completed by the end of August 2021.

Mr. King also noted that the Convention Center continues to be used as a COVID-19 testing facility for the National Football League staff.

Hilton Hotel Report.

Mr. Trabusi provided a report of overall trends in the lodging industry from March 2020 to March 2021. Mr. Trabusi discussed the COVID-19 pandemic's impact on metropolitan hotel space in the City of Cleveland, compared to national averages.

Ms. Agosta discussed local market trends and the average occupancy of the Hilton Hotel, as well as the outlook for 2021, including upcoming events impacting the Hilton Hotel. She noted the success of virtual tours and Hilton Hotel's emphasis on the use of technology for hybrid meetings and events to be held at the Hilton Hotel.

Definitive Agreement – Naming Rights Money.

Mr. Appelbaum discussed the distribution and use of funds received pursuant to a Naming Rights Sale (as defined under the Definitive Agreement) under the Definitive Agreement between The County of Cuyahoga, Ohio (the "County") and The City of Cleveland (the "City"), dated November 18, 2010 (the "Definitive Agreement"). Mr. Appelbaum clarified that under Section 18.15 of the Definitive Agreement, funds received pursuant to a Naming Rights Sale shall be set aside in a separate maintenance, operating and improvement fund to be used solely for the purpose designated in the Definitive Agreement.

The Board discussed this issue generally and agreed to formally submit a written request for such information to the County and City.

PMC Update – Global Center.

Mr. Appelbaum introduced Ellis Katz. Mr. Katz provided an update on the status of the Global Center project. Mr. Katz discussed the project generally and stated that the project is in the preliminary phase.

Mr. Offermatt noted that Mr. Katz is also an owner's representative on the Rock & Roll Hall of Fame Expansion Project.

Convention Center – Diversity Procurement Policy.

Mr. King presented the MBE/WBE/SBE Participation Plan for 2021 (the "Plan"). Under the Plan, ASM, as the manager for the Convention Center on behalf of the CCCFDC, commits to making a good faith effort to achieve an overall participation goal of 30% in annual controllable spend dedicated to Cuyahoga County and/or State of Ohio-certified Minority Business Enterprises ("MBE"), Woman-Owned Business Enterprises ("WBE") and Small Business Enterprises ("SBE").

The Board discussed the Plan generally, including the breakdown of the participation goal percentages and ASM's proposed targeted efforts to assist in the recruitment of MBE/WBE/SBE companies as set forth in the Plan.

Mr. Obi made a motion to approve the Plan, which was seconded and unanimously approved by the Board.

Executive Session.

At 8:59 a.m., the Board voted to enter into an executive session for purposes of discussing certain real estate and litigation matters affecting the CCCFDC. A motion was made to move into executive session, which was seconded. A roll call vote was taken to enter into executive session. Mayor Bradley Sellers joined the executive session at 9:18 a.m. The executive session ended at 9:57 a.m.

Adjournment.

There being no other items of business, a motion was made to adjourn the April Regular Meeting, which was seconded. At 9:59 a.m., the April Regular Meeting was adjourned.