

LUZERNE COUNTY CONVENTION CENTER AUTHORITY MEETING

JULY 13, 2022

The Regular Meeting of the Board of Directors of the Luzerne County Convention Center Authority was called to order by Chairwoman Donna Cupinski on July 13, 2022 at 12:06 PM. Chairwoman Cupinski asked all of those present to please silence their cell phones.

The Pledge of Allegiance, led by Carmen Ambrosino, was said by all in attendance.

ROLL CALL – PRESENT: Carmen Ambrosino, Peter Biscontini (via telephone), Donna Cupinski, Guillermo Lara, John Pickering, Eugene Rafalli, John Ruckno, Anthony Ryba, Lori Spencer, and Thomas Woods. Frank Orloski Jr was absent. Also present were members of ASM Global Administration – General Manager Will Beekman, Director of Finance/AGM Carrie Grantuskas, Director of Marketing Steve Poremba, Director of Operations Jeffrey Nealon, Director of Food & Beverage Chuck Kovach, and Director of Booking and Box Office Kevin Eovitch. Mary Jo Kishel of Rosenn, Jenkins & Greenwald, and Jerry Lynott from The Times Leader were also in attendance.

CORRESPONDENCE:

There was no correspondence for this meeting.

PUBLIC COMMENTS:

There were no public comments for this meeting.

Chairwoman Cupinski introduced Joseph Joyce from Joyce Insurance Group to the Board. In a few minutes he will be giving us a presentation on the Directors & Officers Liability and the Employment Practices Liability Insurance.

APPROVAL OF THE MINUTES:

Chairwoman Cupinski asked for a motion to approve the minutes of the June 8, 2022 Regular Meeting as drafted.

A motion was made by Gene Rafalli and seconded by John Pickering to approve the minutes of the June 8, 2022 Regular Meeting as drafted.

Chairwoman Cupinski asked if there was any discussion and there was none.

ON THE QUESTION: All those in favor of approving the minutes of the June 8, 2022 Regular Meeting as drafted signified by saying “AYE”. **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

PAYMENT OF BILLS:

Chairwoman Cupinski asked for a motion to approve the payment of the bills (all of which are attached) totaling \$144,643.75

A motion was made by Tony Ryba and seconded by Tom Woods to approve payment of the bills totaling \$144,643.75

Chairwoman Cupinski asked if there was discussion and there was none.

ON THE QUESTION: All those in favor of the motion to approve the payment of bills totaling \$144,643.75 signified by saying "AYE". **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

Chairwoman Cupinski thanked everyone.

At this time Chairwoman Cupinski re-introduced Joseph Joyce of the Joyce Insurance Group for his presentation and showed the Directors a copy of the proposal that is in their packet.

Joseph Joyce stated that the coverages for Directors & Officers Liability and Employment Practices Insurance are listed in the proposal and if anyone has any questions to please stop him during his presentation. We currently carry a \$3,000,000/\$3,000,000 limit - \$3,000,000 per claim and \$3,000,000 aggregate limit with a \$10,000.00 deductible. The Employment Practices Liability Insurance is also \$3,000,000/\$3,000,000 with a \$10,000.00 deductible. The D & O Policy covers the Board, Employees, Volunteers, and Staff if they are sued in any capacity for the Arena. The EPLI covers wrongful termination, discrimination, sexual harassment, and any 1983 Actions. The occurrences would be in Federal Court. Last year the policy premium was \$15,024.00 and this year the renewal is \$16,000.00. The incumbent carrier which was Berkley Assurance Company, exited this market; they are no longer writing Directors & Officers coverage. We went out to the markets and we got quotes from six (6) carriers and this was the best quote that we got at \$16,000.00 from Richmond National Insurance Company, an A+ rated carrier. We also got a quote with a lower deductible, \$5,000.00 at a premium of \$17,830.00. Over the past several years this policy has been very quiet. He did not think that we should spend the extra money to get the lower deductible at this time. The reason that it has been a quiet policy at this time is because of COVID and its restrictions. The policy is a claim made policy with a retro back to 2008. We have to keep a retro date because some of the statutes, especially in federal court, can be up to seven (7) years. The primary duty of this policy is to cover the Board. Joseph Joyce asked if anyone had any questions.

Chairwoman Cupinski asked if Berkley Assurance Company no longer writing D & O coverage is a market trend or just that company and should the Board be worried. Joseph Joyce stated that the municipal market is really drying up and there are a lot of frivolous lawsuits towards Boards that have to be defended whether they are real or are perceived. D & O is really starting to get hit. D & O coverages are generally corporations, publicly traded corporations, and they get sued for everything under the sun anymore. So, these companies are now starting to look at it and are

getting out. Berkley was on this account for fourteen (14) years and they exited. We really only had one major claim with them and that claim probably was almost as much premium as they had taken in during the last fourteen (14) years.

Peter Biscontini asked about the amount that was paid out for that one claim. Joseph Joyce did not have that information with him, but he will get it for him. Carrie Grantuskas added that it did pay the maximum amount. Peter also asked about the liability limits under this policy, as he did not have the information in front of him. Joseph Joyce responded that it was \$3,000,000/\$3,000,000. Peter asked why we are paying for \$3,000,000/\$3,000,000 when the limits are \$500,000. Joseph Joyce responded Peter was correct with the state law, but the EPLI claims go to federal court and there is no cap. If we are sued in federal court, the \$500,000 is off the table and we could be sued for any amount. The claim would come out of the liability limit. Most actions are on the federal level, that is why we carry the higher limit.

Chairwoman Cupinski asked if there were any other questions and there were not.

Chairwoman Cupinski asked for a motion to accept the proposal for renewal with Richmond National Insurance Company from Joyce Insurance Group at a cost of \$16,000.00.

Tony Ryba made the motion to accept the proposal for renewal with Richmond National Insurance Company from Joyce Insurance Group at a cost of \$16,000.00 and the motion was seconded by Lori Spencer.

Chairwoman Cupinski asked if there was any further discussion and there was not.

ON THE QUESTION: All those in favor of the motion to accept the proposal for renewal with Richmond National Insurance Company from Joyce Insurance Group at a cost of \$16,000.00 signified by saying "AYE". **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

Chairwoman Cupinski thanked the Board and also thanked Joseph Joyce.

Carrie Grantuskas added that the other piece of insurance is Assured Partners, the broker for the property and umbrella policy. They are expecting a 6.5% to 7% increase; however, they do not have all of the final numbers in yet and they will be presenting at the next meeting. One of the main reasons for the increase is they are increasing the replacement value of the property. We will get more information out to you in advance of the next meeting.

THERE WAS NO EXECUTIVE SESSION TODAY.

GENERAL MANAGER'S REPORT

Thanks, Donna. Good afternoon, everyone. I hope everyone is enjoying their summer.

In terms of events, we've all had some time to breathe over the past few weeks, although our event calendar for the 3rd and 4th quarters of 2022 remains active. Since we last met on June 8th, we announced that Judas Priest's 50th Anniversary Tour with special guest Queensryche will come to town on October 19, which is the night before Keith Urban visits with his Speed of Now World Tour. And speaking of that concert, Keith Urban made a pretty big announcement yesterday that Tyler Hubbard of Florida-Georgia Line will be joining him as support when he visits us on October 20.

We also just announced that the Nickelodeon family show Blue's Clues & You will come to town on December 15, and that WWE's Monday Night RAW will visit for the first time in 5 years on Monday, November 7. Tickets for both Blue's Clues and WWE are on pre-sale right now and go on sale to the public this Friday.

I'd be remiss if I didn't mention that we are also hosting a Bridal Show on July 27th and, since our last meeting, we hosted comedian Bill Burr for what was a great and hilarious night with our friends at Live Nation.

The Penguins are working closely with the folks at the AHL to finalize their 2022-2023 Schedule, so we should have more info on that in the coming weeks. In the meantime, it's perhaps worth noting that the AHL Board of Governors have agreed to go with a unified 72-game season in 2022-2023, so the Penguins, who played 76 games last year, will play 4 fewer regular season games this year, which means two fewer home games.

On the personnel side, I just want mention that we recently hired Kyle Banks as our new Operations Coordinator. Kyle started earlier this month. And we also moved Jackie Birtel, who has been working part-time in our Box Office, into a full-time role so that she can now take on more responsibilities in terms of overall office management.

And I think that pretty much brings everyone up to speed, unless I'm forgetting anything.

Tom Woods asked if TSO was coming back this year. Will Beekman replied that it is pretty much a show that we can guarantee every year. Their plan is still to come out, but nothing is confirmed yet.

Chairwoman Cupinski thanked Will for his report.

At this time, Steve Poremba handed out a list of up-coming events.

COMMITTEE REPORTS:

BUILDINGS AND GROUNDS COMMITTEE:

Chairwoman Cupinski stated that we have a couple of Resolutions that you may recall. We authorized the Chairman, along with legal counsel, to review this contract and enter into it. We were so close to this Board meeting with some of them that we decided to bring it to the Board for your approval. If it sounds familiar to you, we are doing that and that is why. The first is the Buildings and Ground Committee with Tony Ryba.

Tony gave a little background information before he read the Resolution, a copy of which is included in your packet. We have been talking during the last couple of months with a company called Provident Energy. They are going to come in and design a project based around fixing our HVAC unit – coolers, heating units, upgrading lighting and try to balance the whole thing out with project savings. We reviewed the contractual legal verbiage with Mary Jo (Kishel) and I think that we are at a point now where the biggest risk that we have out of pocket is \$10,000.00 if we do not move forward at the next step. They will design the whole project and come back with a presentation and there will be a second Board approval that we would need to do in order to authorize them to move ahead. If we did not authorize them to move ahead and just wanted to walk away, the most out of pocket that we would have to spend is \$10,000.00. That would reimburse them for their out-of-pocket expenses doing the whole design. Chairwoman Cupinski stated that there are copies of the Resolutions in their packets. Tony then read the Resolution.

Chairwoman Cupinski asked for a motion to approve the Resolution.

The motion to approve the Resolution was made by John Ruckno and was seconded by Tom Woods.

Chairwoman Cupinski asked if there were any questions or discussion and there were not.

ON THE QUESTION: All those in favor of the motion to approve the Resolution signified by saying “AYE”. **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

Chairwoman Cupinski thanked everyone.

Chairwoman Cupinski stated that there would be a brief Buildings and Grounds Committee meeting after this meeting to discuss some items with the bridges.

FINANCE COMMITTEE:

Tom Woods reported that the Finance Committee met today prior to the regular meeting with their financial advisor and bond counsel. Currently we are under LIBOR rate for loans. LIBOR is being scrapped and we are going to search for an alternative. There is a copy of the presentation in your packet. We would like everyone to read through it. The rate is going to go up. Someone will be at next month’s meeting to go into it more and we will vote on it soon. Rates are going up every single day.

Tom also stated that we received pricing for kitchen equipment for the main kitchen. We did not want to exceed a certain amount; we need a sixty-inch (60”) range for the main kitchen at a cost not to exceed \$6,500.00 and a gas convection oven at a cost not to exceed \$11,000.00. These items are worn out and must be replaced.

We also need to replace the rubber flooring in the visitors’ training room. We are looking for a bid not to exceed \$14,000.00.

Carrie Grantuskas reminded Tom that we need to get a motion on each of those purchases.

Tom Woods asked for a motion to purchase a sixty-inch (60”) range for the main kitchen at a cost not to exceed \$6,500.00.

Tony Ryba made the motion to purchase a sixty-inch (60”) range for the main kitchen at a cost not to exceed \$6,500.00 and the motion was seconded by John Pickering.

Chairwoman Cupinski asked if there were any questions or discussion and there were not.

ON THE QUESTION: All those in favor of the motion to purchase a sixty-inch (60”) range for the main kitchen at a cost not to exceed \$6,500.00 signified by saying “AYE”. **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

Tom Woods asked for a motion to purchase a gas convection oven for the main kitchen at a cost not to exceed \$11,000.00.

Gene Rafalli made the motion to purchase a gas convection oven for the main kitchen at a cost not to exceed \$11,000.00 and the motion was seconded by Lori Spencer.

Chairwoman Cupinski asked if there were any questions or discussion and there were not.

ON THE QUESTION: All those in favor of the motion to purchase a gas convection oven for the main kitchen at a cost not to exceed \$11,000.00 signified by saying “AYE”. **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

Tom Woods asked for a motion to purchase rubber flooring for the visitors’ training room at a cost not to exceed \$14,000.00

John Ruckno made the motion to purchase rubber flooring for the visitors’ training room at a cost not to exceed \$14,000.00 and it was seconded by Guillermo Lara.

Chairwoman Cupinski asked if there were any questions or discussion and there were not.

ON THE QUESTION: All those in favor of the motion to purchase rubber flooring for the visitors’ training room at a cost not to exceed \$14,000.00 signified by saying “AYE”. **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

Chairwoman Cupinski thanked everyone.

LAND DEVELOPMENT COMMITTEE (ad-hoc):

Carmen Ambrosino paraphrased the Resolution in regard to the easement agreement with

Wilkes-Barre Township; a copy of the Resolution is included in your packets. Chairwoman Cupinski stated that the traffic signal is there and we are granting the easement. We have talked about this for a long time. Mary Jo Kishel added that this is the easement that was just presented to us not too long ago by Wilkes-Barre Township. Chairman Cupinski stated that we have a maintenance agreement that we have been working on with our neighbor that has yet to be signed by them, pending this and a re-draw of maps which includes the traffic signal. Tom Woods asked how the traffic light would work when we do not have an event. Is it going to operate as a regular traffic light? Chairwoman Cupinski replied that it is going to operate like a regular traffic light; when there is an event, there will be a Township police officer stationed there to control it. Wilkes-Barre Township owns and will operate the traffic light.

Chairwoman Cupinski asked for a motion to approve the Resolution.

A motion to approve the Resolution was made by Tony Ryba and seconded by Lori Spencer.

Chairwoman Cupinski asked if there were any further questions or discussion and there were not.

ON THE QUESTION: All those in favor of the motion to approve the Resolution signified by saying "AYE". **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

Chairwoman Cupinski thanked everyone.

OLD BUSINESS:

There was no Old Business.

NEW BUSINESS:

Chairwoman Cupinski stated that we have a couple of items under New Business.

The first one is concerning Verizon; we have a Resolution for that. Verizon has a DOS system within the Arena which helps with phones and computers that we have the proper bandwidth and things like that to be able to operate (like a cell phone tower). We are looking to renew our agreement with them. This would be the SECOND AMENDMENT TO IN BUILDING RADIO DISTRIBUTION AGREEMENT. Carrie Grantuskas added that they will upgrade the system that we have in here to a 5G System which involves them investing a lot of money in equipment to get that up and running. It is increasing the amount of equipment that they have in here and we are giving them a little more space for that equipment. It is an add-on to the original agreement.

Chairwoman Cupinski asked for a motion to approve the Resolution.

The motion to approve the Resolution was made by Tom Woods and seconded by Carmen Ambrosino.

Chairwoman Cupinski asked if there were any further questions or discussion and there were not.

ON THE QUESTION: All those in favor of the motion to approve the Resolution signified by saying “AYE”. **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

Chairwoman Cupinski thanked everyone.

Similarly, we are going to do something like this with AT&T. We don't have a Resolution yet, Mary Jo Kishel has to look over it. But if we can do as we have done in the past, we can authorize myself along with Mary Jo to review the agreement and approve it. If we are close to a Board meeting again, we will do it at the Board meeting; if not, we will do it as soon as practical. When that becomes ready, we will either come to you for a vote or provide you with what we agreed to.

Chairman Cupinski asked for a motion to do a similar arrangement with AT&T.

John Pickering made the motion to do a similar arrangement with AT&T and the motion was seconded by Guillermo Lara.

Chairwoman Cupinski asked if there were any further questions or discussion and there were not.

ON THE QUESTION: All those in favor of the motion to do a similar arrangement with AT&T signified by saying “AYE”. **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

Chairwoman Cupinski thanked everyone.

Chairwoman Cupinski stated that in the past we had an energy savings agreement with Taylor Consulting. It was Tony's project that brought us to the point where, with the other company, they have Power of Attorney over us and some of the end dates weren't really specific. So, Carrie (Grantuskas) spoke to them and they are willing to do an agreement with us that gives us Power of Attorney and some specific end dates. Chairwoman Cupinski asked Carrie if there was anything else that she wanted to add and there was not.

Chairwoman Cupinski asked for a motion to authorize her and Mary Jo Kishel to come together with an acceptable agreement. If it is right around the time of the Board meeting, we will come back to the Board; if not, she will authorize it with the Board's blessing.

Mary Jo Kishel stated that they will work on the end dates and they will not have Power of Attorney.

A motion to authorize Chairwoman Cupinski and Mary Jo Kishel to come together with an acceptable agreement with Taylor Consulting was made by Tony Ryba and seconded by Lori Spencer.

Chairwoman Cupinski asked if there were any further questions or discussion and there were not.

ON THE QUESTION: All those in favor of the motion to authorize Chairwoman Cupinski and Mary Jo Kishel to come together with an acceptable agreement with Taylor Consulting signified by saying "AYE". **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

Chairwoman Cupinski thanked everyone.

Chairwoman Cupinski asked if there was any further New Business, and there was not.

GOOD OF THE ORDER:

Chairwoman Cupinski noted the Mary Jo Kishel's mother-in-law and Michelle Reilly's mother both recently passed away.

ADJOURNMENT:

Chairwoman Cupinski asked for a motion to adjourn the meeting at 12:41PM.

The motion to adjourn the meeting at 12:41PM was made by Tom Woods and seconded by Gene Rafalli.

ON THE QUESTION: All those in favor of the motion to adjourn the meeting signified by saying "AYE". **OPPOSED:** No one opposed the motion. **ABSTAIN:** No one abstained.

The motion carries.

Chairwoman Cupinski thanked everyone and stated that the next meeting is August 10, 2022.

APPROVED:

A handwritten signature in black ink, reading "Carmen Ambrosino", written over a horizontal line.

Mr. Carmen Ambrosino, Secretary

LUZERNE COUNTY CONVENTION CENTER AUTHORITY


RESOLUTION

At a regular meeting of the Board of Directors of the Luzerne County Convention Center Authority, a Pennsylvania municipal authority (the "Authority") held and duly convened on July 13, 2022, at which a quorum was present and voting throughout, the following resolution was duly adopted:

WHEREAS, the Board of Directors believes it is in the best interests of the Authority to enter into a Professional Services Agreement with Provident Energy Consulting, Inc. (the "Professional Services Agreement") for the provision of consulting and planning services for various facilities and areas of The Mohegan Sun Arena at Casey Plaza, in form and substance as may be agreed upon by Donna Cupinski, as Chairperson, in consultation with the Building and Grounds Committee and the solicitor for the Authority, provided that the Authority shall not be obligated to pay more than the sum of Ten Thousand Dollars (\$10,000.00) in the aggregate for such services;

NOW, THEREFORE, BE IT RESOLVED, that the Chairperson, in consultation with the Building and Grounds Committee and the solicitor of the Authority is hereby authorized and directed to take all actions she deems necessary and desirable to finalize, execute, and deliver the Professional Services Agreement and carry out the terms and provisions thereof, including, without limitation, the payment of any and all fees and costs in furtherance thereof and/or contemplated thereby, and hereby ratifies any and all actions previously taken by the Chairperson in furtherance of the foregoing. .

Resolution adopted: 10 voted for
0 voted against


Carmen Ambrosino, Secretary

LUZERNE COUNTY CONVENTION CENTER AUTHORITY
RESOLUTION

At a regular meeting of the Board of Directors of the Luzerne County Convention Center Authority, a Pennsylvania municipal authority (the "Authority") held and duly convened on July 13, 2022, at which a quorum was present and voting throughout, the following resolution was duly adopted:


WHEREAS, the Authority is the owner in fee simple of certain real property located at Highland Park Boulevard, Wilkes-Barre Township, Luzerne County, Pennsylvania ("Township"); and

WHEREAS, Wilkes-Barre Township desires to erect, operate and maintain a traffic control device at Highland Park Boulevard (S.R. 2063) and Arena Drive/HBC Driveway on lands owned by the Authority; and

WHEREAS, the Board of Directors believes it is in the best interests of the Authority to enter into a certain Easement Agreement with the Township in order to provide for the erection, operation and maintenance of mast arms for the traffic control device and pavement markers in accordance with the terms and provisions set forth in an Easement Agreement to be entered into by and between the Authority and the Township (Easement Agreement");

NOW, THEREFORE, BE IT RESOLVED, that the Chairperson, in consultation with the Land Development Committee and the solicitor of the Authority is hereby authorized and directed to take all actions she deems necessary and desirable to finalize, execute, and deliver the Easement Agreement and carry out the terms and provisions thereof, including, without limitation, the payment of any and all fees and costs in furtherance thereof and/or contemplated thereby, and hereby ratifies any and all actions previously taken by the Chairperson in furtherance of the foregoing. .

Resolution adopted: 18 voted for
2 voted against


Carmen Ambrosino, Secretary

LUZERNE COUNTY CONVENTION CENTER AUTHORITY
RESOLUTION

At a regular meeting of the Board of Directors of the Luzerne County Convention Center Authority, a Pennsylvania municipal authority (the "Authority") held and duly convened on July 13, 2022, at which a quorum was present and voting throughout, the following resolution was duly adopted:

WHEREAS, the Authority and Northeast Pennsylvania SMSA Limited Partnership d/b/a Verizon Wireless, a Delaware limited partnership, with a principal place of business at One Verizon Way, Mail Stop 4AW100, Basking Ridge, NJ 07920 ("Licensee") entered into an In Building Radio Distribution Agreement ("Agreement") dated May 11, 2015 with respect to the Authority's premises located at 255 Highland Park Boulevard, Wilkes-Barre PA 18702 (the "Premises"); and

WHEREAS, the Authority and Licensee entered into a First Amendment to In Building Radio Distribution Agreement ("First Amendment") dated November 14, 2019 with respect to premises at 255 Highland Park Boulevard, Wilkes-Barre PA 18702 and;

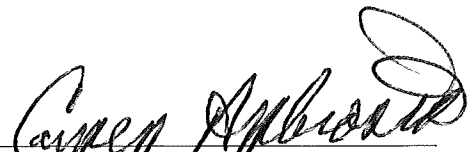
WHEREAS, the Authority was incorrectly named as The Luzerne County Convention Authority in the Agreement and First Amendment; and

WHEREAS, the Authority wishes to supplement the DAS located at the Premises and to increase the annual fee; and

WHEREAS, the Board of Directors believes it is in the best interests of the Authority to enter into a Second Amendment to supplement the DAS located at the Premises and to increase the annual fee ("Second Amendment");

NOW, THEREFORE, BE IT RESOLVED, that the Chairperson, in consultation with the Building and Grounds Committee and the solicitor of the Authority is hereby authorized and directed to take all actions she deems necessary and desirable to finalize, execute, and deliver the Second Amendment and carry out the terms and provisions thereof, including, without limitation, the payment of any and all fees and costs in furtherance thereof and/or contemplated thereby, and hereby ratifies any and all actions previously taken by the Chairperson in furtherance of the foregoing.

Resolution adopted: 10 voted for
8 voted against


Carmen Ambrosino, Secretary