



Regular Meeting of the Board of Directors December 10, 2024 Minutes

The Regular Meeting of the Board of Directors (Board) of the Las Vegas Convention and Visitors Authority (LVCVA) was held on December 10, 2024, at the Las Vegas Convention Center, 3150 Paradise Road, Las Vegas, Nevada 89109. This meeting was properly noticed and posted in compliance with the Nevada Open Meeting Law.

Board of Directors (Board)

Present unless otherwise noted

Commissioner Jim Gibson, Chair Mr. Brian Gullbrants, Vice Chair Mayor Pamela Goynes-Brown, Secretary Mr. Steve Thompson, Treasurer Mr. Greg Anderson

Mr. Greg Anderson Mayor Shelley Berkley

LVCVA Executive Staff present

Ms. Ann Hoff......virtual
Ms. Jan Jones Blackhurst
Commissioner Michael Naft

Mayor Michelle Romero.....absent

Ms. Mary Beth Sewald Councilman Steve Walton

Steve Hill, CEO/President

Caroline Bateman, General Counsel Ed Finger, Chief Strategy Officer Brian Yost, Chief Operating Officer Kate Wik, Chief Marketing Officer

Jim McIntosh, Chief Financial Officer

Nadine Jones, Senior Vice President of People & Culture

OPENING CEREMONIES – CALL TO ORDER

Chair Jim Gibson called the meeting to order at 9:04 a.m.

Caroline Bateman, General Counsel, acknowledged that all Board members were present in person or virtually, except for Member Michelle Romero.

The Pledge of Allegiance was performed.

COMMENTS FROM THE FLOOR BY THE PUBLIC

Ken Liu, representative of the Culinary Workers Union Local 226, referenced Agenda Item 8B, Fiscal Year 2025 Marketing Updates and noted that he also spoke during the public comment portion of the December 9, 2024, Marketing Committee Meeting. He requested that the LVCVA make visitors aware about the ongoing strike at Virgin Hotels Las Vegas. Mr. Liu provided details on the strike and provided his thoughts that visitors to Las Vegas and Virgin Hotels should not be surprised by the strike upon their arrival. He noted that Virgin Hotels Las Vegas is scheduled to be the host hotel for the University of Southern California's (USC) football team during the Pac-12 Conference Championship Game and guests may be impacted by the strike. Mr. Liu reiterated his request that the LVCVA issue a strike alert to USC and other event attendees in anticipation of modifications to service, accommodations, and amenities.

John Kawano of Bell Transportation provided his thoughts on the abundance of opportunities provided for service workers by the Professional Rodeo Cowboys Association's (PRCA) National Finals Rodeo event. He described the adverse effects of the Formula 1 (F1) Las Vegas Grand Prix on his line of business and suggested accommodations be made for transportation staff to minimize revenue losses.

Daniel Braisted suggested the inclusion of an "old business" segment on future meeting agendas.

Ed Uehling referenced agenda Item 6, Policy Committee Report and Recommendations, and noted that the approvals portion of the Policy Committee Charter had been left blank. He commented on the changes in the LVCVA's mission statement, noting that the new mission statement is more vague and not as measurable as the former. Mr. Uehling suggested that the Board establish a coherent, measurable, and understandable statement of the LVCVA's mission.

APPROVAL OF AGENDA AND MINUTES

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Member Jan Jones Blackhurst moved, and it was carried by unanimous vote of the voting members, to approve the December 10, 2024 Regular Meeting of the Board of Directors agenda, and to approve the minutes of the November 12, 2024 Regular Meeting of the Board.

BOARD APPOINTMENT

Pursuant to Nevada Revised Statutes (NRS), the following appointment has been submitted by the City of Las Vegas.

Chair Gibson informed the Board that the City of Las Vegas appointed Mayor Shelley Berkley as its representative on the LVCVA Board.

This was an informational item and did not require Board action.

BOARD NOMINATION

Pursuant to Chapter 244A of the Nevada Revised Statutes (NRS), the following nominee has been submitted by the Vegas Chamber for the term ending June 30, 2026.

In accordance with NRS 244A.603(1)(g), only public sector Board Members may vote to appoint the nominee:

From the Vegas Chamber:

Gregory Anderson – Allegiant Travel CompanyNRS 244A.603(1)(g)(1)

Member Michael Naft moved, and it was carried by unanimous vote of the voting public sector members, to approve Mr. Anderson as the Vegas Chamber's appointee to serve as member of the Board of Directors for the term ending June 30, 2026.

Oath of Office was administered to the newly appointed Members of the Board by the honorable Judge Jacqueline Bluth later in the meeting.

PRESENTATIONS

Presentations by the LVCVA Staff

Brian Yost, Chief Operating Officer, delivered a presentation on Las Vegas Convention Center (LVCC) building updates including MJBizCon, 2024 World IBJJFJiu-Jitsu No-Gi Championship, National Groundwater Association Expo and Annual Meeting, Live Design International and Digital Signage Experience, Rocky

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Mountain Elk Foundation's Hunter and Outdoor Christmas tradeshow, and National Finals Rodeo's Cowboy Christmas gift show.

Mr. Yost presented an update on the Las Vegas Convention Center's (LVCC) Phase Three Renovation project including progress on the grand lobby, North Hall exterior metal panel and soffit installation, grand lobby rebar mat installation, grand lobby interior new concrete slab, and concrete work on Silver Drive. He thanked the LVCVA's partners at Miller Ham Project Development and Hunt-Penta for their work on the project.

Ms. Wik provided new Board members with information on the purpose of her monthly staff updates, including marketing activities as related to impressions, viewership, and engagements, and commented on the traveler decision-making process for domestic and international travelers. She noted that today's presentation would highlight the F1 Las Vegas Grand Prix (F1 LVGP) and Neon City Festivals that were discussed in depth at the December 9, 2024, Marketing Committee Meeting. Mr. Wik explained the use of key events as marketing platforms to new Board members.

Ms. Wik shared a sizzle reel on the 2024 F1 Las Vegas Grand Prix.

Mr. Yost commented on continued efforts to mitigate disruptions resulting from the F1 LVGP events. He thanked Lisa Motley, Vice President of Sports and Special Events (SSE) and SSE staff for their efforts on coordinating parking for resort corridor employees and recruiting volunteers. Mr. Yost thanked Terry Miller of Miller Project Management and LVGP staff for producing the event and continuing to engage the Las Vegas community. He thanked several entities including the Clark County Commission, Clark County Fire Department, and Southern Nevada Health District, among others, for their hand in the execution of the event. Mr. Yost discussed the 12 community programs that were conducted throughout race week to further engage the Las Vegas community.

Ms. Wik provided that there were more than 100 unique events and activities related to F1 LVGP and commented on continuing efforts for the improvement of the event in future years. She summarized the activations that took place during the F1 LVGP event including an activation at Sphere Las Vegas and personalized welcome signs for each driver. Ms. Wik detailed the execution of the Las Shoey activation, a limited-edition collector's item that was exclusively sold at key race week locations and sold out at each of the four locations. She provided images of each of the Las Vegas-themed Shoeys.

Ms. Wik discussed LVCVA partnerships with social media influencers during the F1 LVGP that resulted in 600 social posts with 560 million impressions. She detailed the total collective following of the 34 contracted social media influencers and total results of 1.2 billion impressions, 1,251 posts, and 12.5 million engagements from LVCVA social channels and influencer content.

Ms. Wik highlighted traditional media outlet coverage of the F1 LVGP events and shared data on resulting impressions and publicity value from that earned media coverage. She commented on the global spotlight that F1 LVGP provides for Las Vegas and provided that final audited numbers from F1 LVGP, inclusive of global viewership, would be shared soon.

Ms. Wik provided information on the inaugural Neon City Festival in Las Vegas and the dedicated out-of-market advertising plan that resulted in almost 40 million paid media impressions across various media platforms. She shared one of the radio spots that was run during the two-month campaign.

Ms. Wik described the LVCVA's Social Media team's live coverage efforts of the Neon City Festival including 26.6 million impressions and 1.2 million engagements from the 29 posted assets. She noted that there was opportunity for 18 million additional impressions in future years from property promotions and user-generated content.

Mr. Yost described the advantages of counter programming during the F1 LVGP and noted that Downtown Las Vegas property partners would present a formal analysis of Neon City Festival event outcomes. He commented on the increase in Downtown Las Vegas revenue categories and foot traffic during the three-day event.

Ms. Wik thanked those involved in the successful execution of the Neon City Festival.

Chair Gibson acknowledged that Judge Jacqueline Bluth had arrived and asked her to administer Oath of Office to the newly appointed members of the Board. Judge Bluth administered the Oath of Office to Members Berkley and Anderson.

Nadine Jones, Senior Vice President of People & Culture, noted that the LVCVA recognizes its Ambassadors' service anniversaries in five-year increments and provided that it would begin recognizing Ambassadors that have reached 25 years of service during Board meetings in December of each year. She recognized Telecommunications Specialist Mark Hamilton and Director of Financial Resources Carrie Webb for reaching their 25-year service milestone with the LVCVA, and recognized Gina Zozaya for reaching her 30-year service milestone. Ms. Jones recognized Senior Director of Extended Destinations Meg McDaniel and Guest Experience Specialist Richard Alexander for their dedicated service to the LVCVA at 31 and 34 years, respectively.

Chief Executive Officer (CEO)/President Steve Hill recognized Vice President of Destination Sales Rebecca DeLuca for being recently named Chair of the Meeting Professionals International (MPI) Foundation Board.

Mr. Hill thanked Ms. Bateman and Chief Strategy Officer Ed Finger for their work on negotiations for the proposed A's Major League Baseball (MLB) team stadium.

Mr. Hill recognized the marketing value gained from the F1 LVGP event and noted that the 2024 event was "substantially better" than the previous year's event from a disruption standpoint. He commented on continued efforts to improve the event for future years.

This was an informational item and did not require Board action.

LVCVA STAFF REPORTS AND REQUESTED ACTIONS

ITEM 1. <u>Las Vegas Convention Center Concourse Furniture and Administrative Office</u> Furniture – Create Spaces

Randy Shingleton, Vice President of Facilities, provided that the furnishing of the North and Central Hall concourses and Central Hall third floor administrative offices was part of the previously budgeted and approved LVCC Phase Three Renovation Project. He provided information on the use of cooperative purchasing organizations and noted that staff proposes utilizing mutual use agreements with cooperative purchasing organizations National Association of State Procurement Officials (NASPO), ValuePoint, and OMNIA Partners for the furniture purchases. Mr. Shingleton reported that the proposed contract includes a five percent owner-controlled contingency in the amount of \$81,000 and requested that the Board considers: 1) Authorizing the CEO/President to execute an agreement with Create Spaces, in the amount of \$1,700,000, for Las Vegas Convention Center North and Central Hall concourse furniture and Central Hall Third Floor administrative office furniture; and 2) Authorizing any residual unexpended balances from this authorization to revert to available general funds.

Fiscal Impact

FY 2025: \$1,700,000 Expenditure

Secretary Pamela Goynes-Brown moved, and it was carried by unanimous vote of the voting members, to: 1) Authorize the CEO/President to execute an agreement with Create Spaces, in the amount of \$1,700,000, for Las Vegas Convention Center North and Central Hall concourse furniture and Central Hall Third Floor administrative office furniture; and 2) Authorize any residual unexpended balances from this authorization to revert to available general funds.

ITEM 2. Delegation of Authority – Las Vegas Convention Center Utility Service Agreements

Chief Financial Officer Jim McIntosh explained that the LVCVA's customers and exhibitors contract directly with licensed contractors for electrical, plumbing and compressed air services. He provided that the LVCVA receives 17% of the gross receipts of the electrical and plumbing contracts and 5% of the compressed air and steam contracts. He noted that the LVCVA's estimated annual revenues from these contracts are \$10 million and requested that the Board considers delegating authority to the CEO/President to execute revenue agreements with LVCC utility service providers.

Fiscal Impact

Annually: \$10,000,000 Revenue

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Secretary Goynes-Brown moved, and it was carried by unanimous vote of the voting members to delegate authority to the CEO/President to execute revenue agreements with LVCC utility service providers.

ITEM 3. Ratification and Approval of Expenditures – United Airlines

Mr. McIntosh outlined the LVCVA's Board Policies as related to the Board's approval of financial transactions to a vendor over a rolling calendar year that exceed the CEO's Signature Authority, and requested that the Board ratifies past expenditures in excess of the CEO's Signature Authority, in the amount of \$35,265.82, and approves future expenditures in the amount of \$300,000, to United Airlines.

Fiscal Impact

FY 2025/2026: \$335,265.82 Estimated expenditure

Secretary Goynes-Brown moved, and it was carried by unanimous vote of the voting members, to ratify past expenditures in excess of the CEO's Signature Authority, in the amount of \$35,265.82, and approve future expenditures in the amount of \$300,000, to United Airlines.

ITEM 4. Ratification of Expenditures – Reed Exhibitions LTD

Mr. McIntosh reported that staff attended the World Travel Market and IBTM World tradeshows that were organized by Reed Exhibitions LTD. He noted that the LVCVA's attendance at those tradeshows, including the costs of the exhibition booths and exhibitor fees, cumulatively exceeded the CEO's Signature Authority and requested that the Board ratifies expenditures in excess of the CEO's Signature Authority, in the amount of \$18,093.76, to Reed Exhibitions Ltd, for event services and exhibit space.

Fiscal Impact

FY 2025: \$268,093.76 Expenditure

Member Mary Beth Sewald moved, and it was carried by unanimous vote of the voting members, to ratify expenditures in excess of the CEO's Signature Authority, in the amount of \$18,093.76, to Reed Exhibitions Ltd, for event services and exhibit space.

ITEM 5. Las Vegas Monorail Property Insurance Policy

Mr. Finger requested that the Board considers authorizing the Chief Strategy Officer to execute a Las Vegas Monorail (Monorail) property insurance policy with AIG, in the amount of \$343,000 for the policy period from January 1, 2025, through January 1, 2026.

Fiscal Impact

FY 2025: \$ 169,626 Expenditure FY 2026: \$ 173,374 Expenditure Chair Gibson asked if the amount reflected an increase in the cost of insurance to which Mr. Finger confirmed that it reflects a 9.5% increase, was competitively placed through the LVCVA's Board-approved brokers and is competitive and fair based on market pricing.

Vice Chair Gullbrants moved, and it was carried by unanimous vote of the voting members, to authorize the Chief Strategy Officer to execute a Monorail property insurance policy with AIG, in the amount of \$343,000 for the policy period from January 1, 2025, through January 1, 2026.

ITEM 6. Policy Committee Report and Recommendations

Chair Gibson referenced a public comment and asked Ms. Bateman for clarification on whether the appropriate actions had been taken as related to the establishment of the Policy Committee, to which Ms. Bateman confirmed they were. She provided that the Board has the authority to create any policies it deems necessary to fulfill the requirements and the objectives of the LVCVA. Ms. Bateman stated that the Policy Committee was formed several years ago by the Board and has met annually for several years. She noted that the Policy Committee has continuously fulfilled its requirements under its Charter including the review of Board Policies for potential recommendations to the Board for revisions, the review of its Charter, and completion of self-evaluations of the Committee's performance.

Item A. Review and Approval of Proposed Amendments to Board Policies

Policy Committee Chair Jan Jones Blackhurst presented a report on the Policy Committee's November 20, 2024, meeting. She provided that the Policy Committee recommended a change to Board Policy 1.14 related to parliamentary procedure. Policy Committee Chair Jones Blackhurst noted that there was a recent update to the guidelines of Robert's Rules of Order pertaining to small boards, which would apply to the LVCVA. She provided that under the updated guidelines the need for second motions for voting would be eliminated, the Chair would be allowed to make motions and vote on all items, and would allow for informal discussion of a subject without having a motion pending formally before the Board.

Policy Committee Chair Jones Blackhurst reported that the Policy Committee recommends replacing Chief Financial Officer with Chief Strategy Officer or the CEO's designee, in section 3.01.13 as related to risk management responsibilities.

Policy Committee Chair Jones Blackhurst provided that earlier in the year, the Board approved the designation of the CEO as the LVCVA's authorized representative as related to the procurement of certain contracts without competitive bidding. She stated that Policy 5.01 would be updated to reflect that Board-approved designation.

Policy Committee Chair Jones Blackhurst moved, and it was carried by unanimous vote of the voting members to accept and amend the Board Policies to include the revisions in Policy 1.14, Policy, 3.01, and Policy 5.01.

<u>Item B. Policy Committee Charter Review and Evaluation of Committee</u>

Policy Committee Chair Jones Blackhurst confirmed that the Policy Committee reviewed its Charter and recommends no changes, and that the Policy Committee fulfilled its annual requirements.

Policy Committee Chair Jones Blackhurst moved, and it was carried by unanimous vote of the voting members to approve the recommendation of no changes to the Policy Committee Charter.

ITEM 7. Audit Committee Report and Recommendations

Item A. Annual Comprehensive Financial Report (ACFR) Fiscal Year Ended June 30, 2024

Audit Committee Chair Naft reported that the Audit Committee met on November 21, 2024, and reviewed the LVCVA's ACFR for the fiscal year (FY) ending June 30, 2024. He noted that Lealan Miller of Eide Bailly LLP reported to the Audit Committee that the LVCVA received an unmodified audit opinion on the audit of its financial statements and that there were no other findings or issues reported.

This was an informational item and did not require Board action.

Item B. Internal Audit Report

Audit Committee Chair Naft reported that the Audit Committee received a report on the LVCVA's internal audit program from Senior Director of Audit Services Angela Go. He provided that Ms. Go shared the results of four completed audits from the 2024 Audit Plan. Audit Committee Chair Naft reported that the Family and Medical Leave Act (FMLA) audit evaluated the LVCVA's policies, procedures, and administration for compliance with federal FMLA regulations. He noted that two low-risk findings were identified, and that management has implemented corrective processes in response to those findings.

Audit Committee Chair Naft provided that phase two of the Cybersecurity and Assessment audit was performed by a third-party that tested and evaluated the LVCVA's network and reviewed its Information Technology (IT) environment in relation to its industry peers. He noted that management is in the process of developing action plans in response to the vulnerabilities discovered and opportunities noted for improvement of the LVCVA's cybersecurity landscape.

Audit Committee Chair Naft reported that the objective of the Cash Parking Operations audit was to determine the effectiveness of operational, administrative, and financial controls over parking cash. He noted that discussions included the future potential of cashless transactions for parking.

Audit Committee Chair Naft provided that the final report was on reimbursements of Ambassador travel and entertainment expenses. He noted that management is currently implementing corrective actions in response to the low-risk findings identified in that audit.

This was an informational item and did not require Board action.

Item C. Proposed 2025 Audit Plan

Audit Committee Chair Naft provided that the proposed calendar year 2025 audit plan was developed based on quantitative and qualitative risk factors and that the Audit Committee recommends its approval by the Board.

Audit Committee Chair Naft moved, and it was carried by unanimous vote of the voting members to approve the calendar year 2025 audit plan.

Audit Committee Chair Naft thanked Finance staff for its thoroughness on the audits and thanked the Audit Committee for their input and recommendations.

ITEM 8. Marketing Committee Report and Recommendations

Item A. Marketing Committee Charter Review and Approval

Marketing Committee Chair Brian Gullbrants provided a report on the December 9, 2024, Marketing Committee meeting He provided that the Marketing Committee discussed an amendment to Section 2.3 of the Marketing Committee Charter. Marketing Committee Chair Gullbrants provided information on the formation of the Marketing Committee and previous requirements on number of annual meetings. He noted that due to scheduling challenges and monthly Marketing updates during Board meetings, the Marketing Committee approved recommending to the Board to amend Section 2.3 of the Marketing Committee Charter to

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require a minimum of one meeting per year at the call of the Chair, CEO, a Committee member, or LVCVA staff. Marketing Committee Chair Brian Gullbrants provided that the Marketing Committee reviewed its performance under its Charter. He noted that two Marketing Committee meetings were scheduled during the year, but one of them became a staff briefing due to a failure to meet quorum, therefore causing the Marketing Committee to not fulfill its requirements under its Charter.

Marketing Committee Chair Gullbrants moved, and it was carried by unanimous vote of the voting members to approve the proposed amendment to Section 2.3 of the Marketing Committee Charter changing the annual requirement to one meeting per year at the call of the Chair, CEO, a Committee member, or LVCVA staff.

Item B. Fiscal Year 2025 Marketing Updates

Marketing Committee Chair Gullbrants provided that the Marketing Committee received an update on F1 LVGP partnerships and a report on international marketing efforts. He thanked Ms. Wik, LVCVA Marketing staff, Grey Group, and R&R Partners for their efforts in keeping Las Vegas a "category of one."

This was an informational item and did not require Board action.

COMMENTS FROM THE FLOOR BY THE PUBLIC

Ed Uehling referenced the last page of the Policy Committee Charter that included blank spaces in the date and signature portions of the adoption section. He referenced Board Policy 6.01 and provided his thoughts on the Board's failure to act in the public interest.

Cyrus Hojjaty expressed concern on the disruptions to businesses including Ferraro's restaurant, as a result of F1 LVGP and suggested widening the bridge on Flamingo Road over Koval Lane to four lanes instead of two. He expressed concern on increases in resort fees. Mr. Hojjaty provided that he is Lead Director of Strong Towns Las Vegas and commented on the challenges faced by his chapter as related to traditional urban planning.

Michael Garwood referenced a newspaper article related to the summer heat in Las Vegas and suggested planting trees to alleviate the effects of climate change. He commented on the urban heat island effect and commented on the efficient removal of the F1 LVGP structures.

Steven Spann of The Doyle Las Vegas provided information on recent events hosted at his venue. He provided information on the philanthropy program The Thread and expressed interest in partnering with the LVCVA to highlight sustainability in Las Vegas.

Daniel Braisted provided information on the American Academy of Anti-Aging Medicine's (A4M) Annual World Congress and provided his thoughts on the effectiveness of 10X Health Systems' protocols as related to heart health. He suggested that the Board consider offering grants to its best employees for the purpose of attending the CES 2025 tradeshow and provided information on the Eureka Park portion of that show.

ADJOURNMENT	
Chair Gibson adjourned the meeting at 10:23 a.m.	
Respectfully submitted,	Date Approved: January 14, 2025
Silvia Perez Executive Assistant to the Board	James B. Gibson Chair

Public Comment Submission

from Edmund Uehling December 10, 2024

10December2024

To: LVCVA Board

From: Edmund Uehling ed.uehling@yahoo.com or 702-808-6000 (leave message)

Re: Item 6 legality and conflicting mission statements for LVCVA

A committee named the Policy Committee was apparently proposed in 2023, however as evidenced by the last three unfinished pages of Item 6B, it is unclear as to whether the committee was ever formally established. Also missing are lists of its members and even the names of members who participated in the November 20 meeting of this committee. Since the Policy Committee deals literally with every other aspect of LVCVA's operations, it seems strange to me that it fails to first define "The Mission" of the institution, because every policy and policy implementation is necessarily related to and should be evaluated as to how it supports its purpose/mission.

Despite the importance of specifying the MISSION of the LVCVA, confusion has been allowed to muddy this singularly most aspect of all institutions, LVCVA included, as illustrated by the last 2 Comprehensive Financial Reports: In 2023 the mission statement was "to attract visitors by promoting Las Vegas ax the world's most desirable destination for leisure and business travel". This is a purpose/mission relatively easy to measure. However, the most recent report, released in November 2024, contorted the mission into the very vague "Make Las Vegas the undisputed global destination for leisure and business travel".

How does anyone measure that? When did this Board approve this major change? Undisputable? Most desirable? And don't we already lay claim to this? Does it refer to people or money? And if it's money, for whom? This is impossible to measure and subject to endless dispute, rendering the statement meaningless. It introduces endless confusion for every LVCVA program, event and employee.

It is crucially important that both the Policy Committee and the Board establish a coherent, measurable and understandable **MISSION**.