



**Regular Meeting of the Board of Directors
December 12, 2023
Minutes**

The Regular Meeting of the Board of Directors (Board) of the Las Vegas Convention and Visitors Authority (LVCVA) was held on December 12, 2023, 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. Scott DeAngelo, Treasurer
Councilman Cedric Crear
Mayor Carolyn Goodman
Ms. Ann Hoff

Ms. Jan Jones Blackhurst.....*virtual*
Commissioner Michael Naft
Mayor Michelle Romero
Ms. Mary Beth Sewald
Mr. Steve Thompson
Councilman Steve Walton
Councilman Brian Wursten

LVCVA Executive Staff present

Steve Hill, CEO/President
Caroline Bateman, General Counsel
Ed Finger, Chief Financial Officer
Brian Yost, Chief Operating Officer
Kate Wik, Chief Marketing Officer
Lisa Messina, Chief Sales Officer
Lori Nelson-Kraft, Senior Vice President of Communications
Nadine Jones, Senior Vice President of People & Culture

OPENING CEREMONIES – CALL TO ORDER

Chair Jim Gibson called the meeting to order at 9:00 a.m.

Caroline Bateman, General Counsel, acknowledged that all Board members were present, except for Members Jan Jones Blackhurst, Michael Naft, and Steve Walton.

Member Jones Blackhurst acknowledged that she had joined the meeting virtually.

Member Walton entered the meeting at 9:06 a.m.

Member Naft entered the meeting at 9:14 a.m.

The Pledge of Allegiance was performed.

COMMENTS FROM THE FLOOR BY THE PUBLIC

There were no comments from the floor by the public.

APPROVAL OF AGENDA AND MINUTES

APPROVAL OF THE AGENDA AND MINUTES

Secretary Pamela Goynes-Brown moved, and it was carried by unanimous vote of the voting members, to approve the December 12, 2023 Regular Meeting of the Board of Directors agenda, and to approve the minutes of the November 14, 2023 Regular Meeting of the Board of Directors.

BOARD APPOINTMENT

Pursuant to NRS 244A.603(1)(g)(2), the following nominee has been submitted by the Nevada Resort Association for the term ending June 30, 2025.

In accordance with NRS 244A.603, only Board Members from the public sector may vote on the possible appointment of the following nominee:

Ann Hoff – MGM Resorts International

Chair Gibson informed the Board that the Nevada Resort Association (NRA) nominated Ann Hoff as its representative on the LVCVA Board, to complete the term vacated by Mr. Anton Nikodemus.

Chair Gibson moved, and it was carried by unanimous vote of the voting public elected members of the Board, to approve the NRA's appointment of Ms. Hoff to the LVCVA Board.

Oath of Office was administered to the newly appointed Member of the Board by the honorable Judge Jacqueline Bluth

OFFICER VACANCY – ELECTION

In accordance with NRS 244A.605(4) and LVCVA Board Policy 1.03.2, when a vacancy occurs in an officer position, the vacancy must be filled by the Board at its first regularly scheduled meeting following the vacancy. The officer elected to fill a vacancy shall serve out the unexpired term of his or her predecessor.

- Vice Chair

Chair Gibson acknowledged the vacancy of the Vice Chair position due to Mr. Nikodemus's departure, outlined the nomination procedure, and opened the floor to Board Members for their nominations.

Secretary Goynes-Brown nominated Member Brian Gullbrants as Vice Chair of the Board.

Chair Gibson moved, and it was carried by unanimous vote of the voting members, to approve the appointment of Member Gullbrants as Vice Chair of the Board.

Oath of Office was administered to the newly elected Officer of the Board by the honorable Judge Jacqueline Bluth.

COMMITTEE APPOINTMENTS

Pursuant to Board Policy 1.04(5), members of the Board's Committees are selected by the Board Chair, after first soliciting the other Board Members' interest in serving in the various capacities and considering their relevant expertise, and subject to ratification by the Board.

The Board shall consider and vote to ratify the Board Chair's selection of Committee Members and Chairs.

Chair Gibson appointed Member Hoff to the Compensation and Marketing Committees of the Board (Mr. Nikodemus's former committees), and appointed Vice Chair Gullbrants as Chair of the Compensation Committee.

Chair Gibson moved, and it was carried by unanimous vote of the voting members, to approve the appointment of Member Hoff to the Compensation and Marketing Committees of the Board, and the appointment of Vice Chair Gullbrants as Chair of the Compensation Committee.

PRESENTATIONS

Presentations by the LVCVA Staff

Brian Yost, Chief Operating Officer, delivered a presentation on Las Vegas Convention Center (LVCC) building updates including the Live Design International (LDI) 2023 trade show, National Groundwater Association's Groundwater Week 2023, Rocky Mountain Elk Foundation Expo, and National Finals Rodeo's Cowboy Christmas gift show.

Mr. Yost provided an update on the LVCC South Hall renovation project including carpeting, digital signage installation, and concrete pours.

Kate Wik, Chief Marketing Officer, shared a video highlighting the recent Formula 1 (F1) Las Vegas Grand Prix.

Mr. Yost thanked the Clark County Fire Department, Las Vegas Metropolitan Police Department, the Regional Transportation Commission, business community stakeholders, and the federal, state, and local public safety agencies involved in the preparation efforts on the F1 Las Vegas Grand Prix event.

Ms. Wik shared a video highlighting the F1 Las Vegas Grand Prix Opening Ceremonies and summarized the entertainment lineup for the event and brand advertising across the race circuit.

Ms. Wik discussed the activations that took place during the F1 Las Vegas Grand Prix event including the personalization of a Las Vegas sign to welcome each driver, introduction of the sold out "Las Shoey" experience, the creation of a Snapchat simulation lens, branding of the Sphere, and the wrapping of the Las Vegas Monorail trains with F1 signage.

Ms. Wik detailed the live coverage of the F1 Las Vegas Grand Prix event including the amount of assets posted on the LVCVA's digital platforms, total social impressions, and partnerships with celebrity and social media influencers. Ms. Wik provided information on the F1 social command center and the media center headquartered at Tuscany Suites & Casino.

Ms. Wik shared data related to social media content including number of total impressions, number of mentions, engagements, and new followers, and discussed earned media coverage as it relates to published and broadcast media.

Lisa Messina, Chief Sales Officer, highlighted the LVCVA's hosting of its customers during the F1 Las Vegas Grand Prix event and the conversations with those clients regarding future business opportunities in the destination. Ms. Messina reported on the exposure of these customers to the newest Las Vegas offerings as an investment toward the possibilities of bringing their future business to the destination.

Ms. Wik discussed the launch of a new consumer campaign related to the National Football League's (NFL) Super Bowl LVIII in Las Vegas and the launch of a petition on change.org to encourage excessive celebrations during the Super Bowl LVIII event. Ms. Wik shared a music video as part of the campaign, created and produced by Tobe Nwigwe and Chad "Ochocinco" Johnson. Ms. Wik provided information on the campaign's coverage and thanked R&R Partners for its efforts on the Excessive Celebration campaign and thanked the NFL for its partnership.

Ms. Wik provided a summary on marketing efforts related to the recent inaugural National Basketball Association's (NBA) In-Season Tournament including courtside branding, a coordinated marquee takeover, edited footage provided to the NBA for its broadcasts, and augmented reality social media activations.

Ms. Wik recognized the LVCVA's Digital Team for recently receiving the HSMIAI Adrian Award for its redesign of the visitlasvegas.com website.

Member Cedric Crear congratulated LVCVA Staff for its efforts on the F1 Las Vegas Grand Prix event and asked if there were any future plans to present the Board with a “deep dive” summary about the challenges presented by the F1 Las Vegas Grand Prix event including traffic, construction, and displaced businesses, as well as financial and accounting metrics related to the event. Steve Hill, Chief Executive Officer (CEO)/President confirmed that he would address those topics during his updates and stated that the LVCVA is currently working on an after-action report to include community stakeholder input and survey responses from businesses, citizens, and resort properties.

Member Crear suggested including actions that could have been conducted differently to increase the LVCVA's return on investment and emphasized the importance of understanding the need for improvements for future F1 Las Vegas Grand Prix events.

Chair Gibson provided that the [Clark] County has implemented its after-action plan review, to which Member Crear requested it be shared once completed, to assist in sharing accurate information.

Mr. Hill commented on the recent tragedy involving gun violence that occurred at UNLV and thanked first responders for their actions.

Mr. Hill highlighted the National Football Foundation's College Football Hall of Fame induction ceremony recently held in Las Vegas including its recent announcement to extend the event for two more years in Las Vegas. Mr. Hill described the National Football Foundation's role in helping make Las Vegas the sports and entertainment capital of the world and emphasized the importance of the LVCVA's relationship with the National Football Foundation.

Mr. Hill commented on recent announcements for future sporting events in Las Vegas including the National Hockey League's (NHL) 2024 Draft, three Copa America matches, and a 10-year extension to the National Finals Rodeo (NFR) in Las Vegas. Mr. Hill provided information on the postponement of first night events for the NFR due to the recent tragedy at UNLV and provided information on ticket sales for the make-up event.

Mr. Hill outlined the LVCVA's relationship with Las Vegas Events (LVE) as it relates to the NFR event, stating that LVE produces, sells tickets for, and generates revenue from the event. Mr. Hill provided that revenue generated is used for producing the event as well as for prize money for the cowboys, and that the LVCVA would not be receiving any of the revenue from the make-up event, so that the cowboys' prize money is not reduced and its financial commitment for ensuring a successful production of the event is not affected. Mr. Hill stated that a recalculation of the LVCVA's payment to LVE will be presented to the Board at a future meeting to account for that change.

Mr. Hill provided his thoughts on the logistics related to the F1 Las Vegas Grand Prix and thanked Las Vegas Grand Prix Staff for their efforts in the event's success. Mr. Hill commented on the projected Live Entertainment Tax generated from the F1 Las Vegas Grand Prix being approximately \$30 - \$35 million.

Mr. Hill referenced Member Crear's question and provided that one of the challenges of the inaugural race was the four-month span of the paving of the circuit, which is not expected to occur again for many years. Mr. Hill acknowledged that there are steps to be implemented for the improvement of future races to make it an event that the entire community can benefit from, and thanked LVCVA Staff for its work in making the inaugural race a success.

Mr. Hill noted that this meeting would be the final meeting in the existing Board Room and that the Board Room would be utilized as a command center during the upcoming CES trade show.

LVCVA STAFF REPORTS AND REQUESTED ACTIONS

- ITEM 1. **Special Events Update**
Bill McConnell, Chief Operating Officer for the Las Vegas Super Bowl Host Committee (LVSBC) commended and thanked the LVCVA for its role in branding Las Vegas as a top sporting event destination.

Mr. McConnell provided information about the LVSBHC's Operations and Events subcommittee, including its officers and members and the entities they represent, its mission, and its collaboration and communication with local agencies.

Mr. McConnell commented on the NFL's "Know Before You Go" app and provided information on upcoming meeting with [Clark] County Commissioners.

Member Crear noted that the City of Las Vegas was not included on the slide listing collaborating agencies, to which Mr. McConnell answered that he missed something by not being able to list all of the involved agencies on the slide. Member Crear acknowledged that the City of Las Vegas is a large entity to have missed, to which Mr. McConnell requested being allowed to continue his presentation in order for the missing elements to be pieced together and acknowledged the importance of the inclusivity of all communities and stakeholders for the success of Super Bowl LVIII.

Mr. Yost informed the Board that there are 11 subcommittees of the LVSBHC, and that there is significant involvement from the City of Las Vegas on those subcommittees.

Member Michelle Romero thanked Mr. McConnell for the inclusivity that has been shown to the City of Henderson and other municipalities by implementing green initiatives and efforts to improve small businesses.

Mr. McConnell emphasized the importance of receiving the Board's feedback to pass along to the LVSBHC to ensure the impact of Super Bowl LVIII reaches as many parts of the community as possible.

Treasurer Scott DeAngelo noted that it would be beneficial for the LVSBHC to divulge the locations around the community where large events and parties related to Super Bowl LVIII will be held.

Member Crear acknowledged that he may not be aware of all of the events surrounding Super Bowl LVIII and would like to receive more information to be able to have a better understanding.

Chair Gibson suggested encouraging the members of the subcommittees to report back to their constituencies and clarified that Super Bowl LVIII is something that all of Southern Nevada is a part of.

Mr. McConnell provided information on public NFL marquee events including Opening Night Fueled by Gatorade and the Super Bowl Experience Presented by Toyota.

Mr. McConnell highlighted events showcasing the destination including the Host Committee House on Hacienda and a media party.

Jenny Bundschuh, Vice President of Event/Venue Operations for the LVSBHC, summarized and shared a video from the Super Bowl LVIII Kickoff Brunch.

Ms. Bundschuh provided information on the launch of the LVSBHC's Legacy Grant Program to provide grants to Las Vegas nonprofit organizations.

Ms. Bundschuh thanked Mayor Pamela Goynes-Brown for her participation in the NFL Green Program event where trees were planted at the Silver Mesa Recreation Center in North Las Vegas and a local youth was presented with tickets to Super Bowl LVIII.

Member Crear thanked the LVSBHC for planting trees in the Historic West Side of Las Vegas.

Chair Gibson commented on the planned planting of trees by the LVSBHC at Wetlands Park.

Member Mary Beth Sewald thanked the LVSBHC for providing opportunities to small business that are part of the Vegas Chamber and provided an example of one small business that has been positively impacted by the LVSBHC.

Mr. Hill provided that the NFL has hired the LVSBHC's Chief Community Engagement Officer, Myisha Boyce, to assist with future Super Bowls.

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

ITEM 2. **Annual Comprehensive Financial Report (ACFR) Fiscal Year Ended June 30, 2023**

Ed Finger, Chief Financial Officer, outlined State and Federal law requirements for the annual audit of financial statements and noted that Eide Bailly LLP was previously appointed by the Audit Committee and the Board as the LVCVA's independent auditors.

Mr. Finger outlined the three primary efforts of the independent audits as the following: the general attestation where auditors determine whether the financial statements are free from material findings; the determination by auditors on whether room taxes dedicated for the expansion and renovation of the Las Vegas Convention Center (LVCC) were used properly, as defined in Senate Bill 1 of the 2016 Legislative Session; and the auditors' report on single audit Act compliance. Mr Finger commented that the LVCVA does not often receive Federal or State grants and noted that in 2022 the LVCVA did receive \$7 million of U.S. Department of Commerce Grant that was used in brand advertising campaigns.

Mr. Finger highlighted pages 17 and 61 of the LVCVA's financial statement which contain the basic financial statements and the budget to actual statements, respectively, and encouraged reading the Popular Annual Financial Report as it is a summary of the outcomes.

Mr. Finger detailed the year-end financial outcomes including record room and gaming tax, facility revenues, General Fund total revenues, expenditures and transfers out, and net equity position. Mr. Finger informed the Board that in the spring of 2024, Staff will request approval from the Audit Committee and Board to utilize a portion, or all of, the \$28 million from the excess net equity for capital and or operational augmentation.

Mr. Finger recognized LVCVA Controller Cori Calhoun and Carrie Webb, Director of Financial Resources for their efforts in the favorable results of the LVCVA's audit.

Lealan Miller of Eide Bailly LLP thanked Richard Walker, Senior Manager at Eide Bailly LLP, and LVCVA Finance Department Staff for their efforts on a successful audit. Mr. Miller indicated that no audit adjustments or breakdowns in internal controls in the accounting system were identified.

Mr. Miller described the audit procedures and confirmed that Eide Bailly LLP has issued a clean audit opinion for the LVCVA's financial statements.

Mr. Miller confirmed that there were no findings identified as related to the single audit performed on the General Fund.

Mr. Miller thanked LVCVA Staff for its preparedness and thoroughness.

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

COMMITTEES

3. **Policy Committee Report and Recommendations**

Chair Gibson indicated that the Policy Committee Chair was currently on an airplane and unable to present the Policy Committee Report. He turned to Ms. Bateman to provide the Committee report.

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

Ms. Bateman provided that Staff discussed a proposed revision to the Board Policies with Policy Committee members regarding section 1.04 pertaining to the CEO's Signature Authority. Ms. Bateman explained that in 2021, the Board established the CEO's Signature Authority of \$250,000 with the value of a contract and any subsequent amendments or revisions to that contract to be calculated on the cumulative lifespan of that contract. Ms. Bateman indicated that this has resulted in several low annual value item contracts having to be presented to the Board due to reaching the CEO Signature Authority limit over the life of the contract. Ms. Bateman provided examples of contracts that have recently been presented to the Board that would have been under the CEO's Signature Authority if calculated over a rolling year rather than the lifespan of the contract.

Ms. Bateman stated that the Policy Committee approved a revision to the board policies to maintain the CEO's current Signature Authority at \$250,000, but to revert to the per rolling calendar year calculation for those contracts. Ms. Bateman provided that the proposed policy includes a provision that Staff will present any contracts that exceed five years to the Board for approval.

Ms. Bateman stated that the Policy Committee further approved a revision to policy 1.04 to annually adjust the CEO's Signature Authority in accordance with the applicable published CPI and a revision to Board Policy 5.01 to make the corresponding changes from policy 1.04 to the procurement authorization basis under the CEO Signature Authority. Ms. Bateman requested that the Board approve the proposed amendments to Board Policies as recommended by the Policy Committee.

Member Sewald moved and it was carried by unanimous vote of the voting members, to approve the proposed amendments to Board Policies as recommended by the Policy Committee.

Item B. Policy Committee Charter Review and Evaluation of Committee

Ms. Bateman indicated that the Policy Committee approved proposed changes to the Committee Charter as proposed by staff and noted that those changes either revised the Policy Committee Charter to align with the Board Policies or are clerical in nature. Ms. Bateman informed the Board that those changes are included in the supporting materials.

Vice Chair Gullbrants moved and it was carried by unanimous vote of the voting members, to approve the proposed revisions to the Policy Committee Charter as recommended by the Policy Committee.

Ms. Bateman noted that the Policy Committee also performed its annual performance review and made a finding that it fulfilled its annual requirements as outlined in the Charter and confirmed that there is no Board action required on the performance review.

COMMENTS FROM THE FLOOR BY THE PUBLIC

Daniel Braisted provided thoughts on the execution of the F1 Las Vegas Grand Prix event and expressed interest in the project management aspect of the event. Mr. Braisted expressed appreciation for the video feed provided at the Henderson Amphitheater of the F1 Las Vegas Grand Prix and expressed desire for video feeds of conventions and events to reach the homeless community of Las Vegas. Mr. Braisted encouraged the promotion of the CES trade show by the Chambers of Commerce and politicians of Las Vegas. Mr. Braisted

provided information on the Eureka Park exhibit during CES and encouraged the audience to attend. Mr. Braisted provided information on the Longevity Convention 2023 and described recent medical technology related to the COVID-19 pandemic.

E.T. Snell described his experience with a closed rest stop on Interstate-15 (I-15) while driving to the morning's Board meeting and encouraged a federal investigation as to what is being done with that road. Mr. Snell commented on the BNSF Railway's recent move from Long Beach to Barstow and the 300,000 cargo containers that will be occupying the I-15 freeway as a result. Mr. Snell provided information on his recent conversation with the former Republican Party Chairman for California and his proposed cost for consultation regarding the widening of the I-15 freeway. Mr. Snell discussed the distance between rumble strips from the lane line and the lack of effectiveness when the distance from the line is not appropriate.

Ed Uehling commented on the LVCVA's inability to answer questions, and the Board's inability to ask questions, related to the F1 Las Vegas Grand Prix and other matters. Mr. Uehling provided his thoughts about the LVCVA's focus on the profit of the hotels rather than the benefit of the community. Mr. Uehling discussed his experience with the LVCVA's contribution to Boulder City during his youth and shared his thoughts about nothing being done for Boulder City since then and the LVCVA's funds going directly to the interests of the hotels and the destruction of the community. Mr. Uehling expressed disapproval for the LVCVA's existence.

Steven Spawn, owner of The Doyle Las Vegas provided information on his historic boutique event space and two Super Bowl LVIII events that will be hosted there. Mr. Spawn provided information on the "Across the Tracks" documentary highlighting the Historic West Side of Las Vegas and his work on The Jackson Street Project exhibit. Mr. Spawn provided information on a half-paved road near his business and asked for support on getting that road paved, as well as support on getting lighting installed on an underpass near his business. Mr. Spawn described the challenges faced due to the homeless in the area surrounding his business.

Mary Ellen Spawn, co-owner of the Doyle Las Vegas commented on the progress that her business has made and the successful events it has held and requested assistance in having the road near her business paved.

ADJOURNMENT

Chair Gibson adjourned the meeting at 10:49 a.m.

Respectfully submitted,

Date Approved: January 9, 2024

Silvia Perez
Executive Assistant to the Board

James B. Gibson
Chair