



CITY OF SANTA CLARA

www.santaclaraca.gov



SANTA CLARA STADIUM AUTHORITY

AGENDA

A complete agenda packet with back-up reports is available at either City Library beginning Saturday before the Tuesday meeting or at the City Clerk's Office on weekdays. A complete agenda packet is also available at the City Council meeting and on the City's website.

August 18, 2015

6:00 pm

Closed Session

Council Conference Room

Conference with Legal Counsel - Existing Litigation
Pursuant to Government Code Section 54956.9(d)(1)
*Vinod K. Sharma, et al. v. Successor Agency to the
Redevelopment Agency of the City of Santa Clara, et al.*
Sacramento County Superior Court Case No. 34-2013-80001396

REGULAR MEETING

7:00 PM in the City Hall Council Chambers

APPEAL OF HEARING DECISIONS OF THE STADIUM AUTHORITY MUST BE MADE TO THE SUPERIOR COURT WITHIN 90 CALENDAR DAYS OF FINAL ACTION. BECAUSE OF THE AGENDA PROVISION FOR RECONSIDERATION, FINAL ACTION IS DEEMED TO OCCUR AT THE END OF THE NEXT REGULAR MEETING PURSUANT TO CITY COUNCIL POLICY (P&P 042). (CODE OF CIVIL PROCEDURE SECTION 1094.6)

AB23 ANNOUNCEMENT: MEMBERS OF THE SANTA CLARA STADIUM AUTHORITY BOARD ARE ENTITLED TO RECEIVE \$30 FOR EACH ATTENDED MEETING.

- 1. ROLL CALL:**
- 2. APPROVAL OF MINUTES:**
 - A. June 23, 2015.
 - B. July 7, 2015.
 - C. July 14, 2015.
- 3. CONTINUANCE/EXCEPTIONS:**
- 4. UNFINISHED BUSINESS:**
 - A. Possible Reconsideration of Actions Taken at Immediately Preceding

Meeting. (See Summary of Actions for potential reconsideration, which is attached to the posted Agenda and is in the Agenda Packet Binder in the Council Chambers.)

5. NEW BUSINESS:

- A. Acceptance of the Santa Clara Stadium Authority Financial Status Report for the Quarter and Fiscal Year Ending March 31, 2015.

6. PUBLIC PRESENTATIONS:

This item is reserved for persons to address the Stadium Authority on any matter not on the agenda that is within the subject matter jurisdiction of the City. The law does not permit Stadium Authority action on, or extended discussion of, any item not on the agenda except under special circumstances. The Stadium Authority, or staff, may briefly respond to statements made or questions posed, and the Stadium Authority may request staff to report back at a subsequent meeting. Although not required, please submit to the Stadium Authority Secretary your name and subject matter on forms available by the door in the Council Chambers.

7. REPORTS OF STADIUM AUTHORITY MEMBERS AND SPECIAL STADIUM AUTHORITY COMMITTEES:

- A. Reports regarding conference attendance, if any.

8. CLOSED SESSION MATTERS:

- A. Stadium Authority Counsel Reports:

9. ADJOURNMENT:

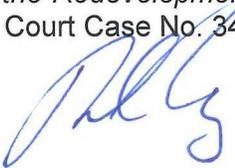
- A. To Tuesday evening, **August 25, 2015**, at 7:00 pm for the regular scheduled meeting in the City Hall Council Chambers.



The **GOVERNING BOARD OF THE STADIUM AUTHORITY** will meet in closed session on **Tuesday, August 18, 2015**, at **6:00 p.m.**, or as soon thereafter as the matter can be discussed, in the Council Conference Room located in the East Wing of City Hall at 1500 Warburton Avenue, Santa Clara, California, to consider the following matter(s) and to potentially take action with respect to it/them:

- CONFERENCE WITH LEGAL COUNSEL-EXISTING LITIGATION**
Pursuant to Gov. Code § 54956.9(d)(1)
Vinod K. Sharma, et al. v. Successor Agency to the Redevelopment Agency of the City of Santa Clara, et al., Sacramento County Superior Court Case No. 34-2013-80001396

Dated: August 14, 2015



RICHARD E. NOSKY, JR.
Stadium Authority Counsel

08/18/15

2A
5A

MINUTES OF THE SANTA CLARA STADIUM AUTHORITY OF
THE CITY OF SANTA CLARA FOR REGULAR MEETING
HELD ON TUESDAY EVENING, JUNE 23, 2015

The Santa Clara Stadium Authority of the City of Santa Clara met at 6:00 pm, on the above mentioned date, for a **Closed Session** in the Council Conference Room for a Conference with Legal Counsel - Existing Litigation pursuant to Government Code Section 54956.9(d)(1); *Vinod K. Sharma, et al. v. Successor Agency to the Redevelopment Agency of the City of Santa Clara, et al.*, Sacramento County Superior Court Case No. 34-2013-80001396 (Stadium Authority Counsel - 06/19/15).

The Stadium Authority then met at 8:51 pm for the regular scheduled meeting in the City Hall Council Chambers.

Present: Stadium Authority Board Members Dominic J. Caserta, Debi Davis, Patrick Kolstad, Jerry Marsalli and Teresa O'Neill and Chairperson Jamie L. Matthews. Absent: Stadium Authority Board Member Lisa M. Gillmor.

- 1. **MOTION** was made by Kolstad, seconded and unanimously carried (Gillmor absent), that the Stadium Authority **excuse** Stadium Authority Board Member Gillmor from attendance at this evening's meeting.

- 4.A Earlier in the evening at the City Council meeting, **MOTION** was made by Caserta, seconded and unanimously carried (Gillmor absent), that, per the City Attorney/Stadium Authority General Counsel's report (06/23/15), the Stadium Authority **approve** and authorize the Executive Director to execute the **Law Enforcement Services Agreement** between the **City of Santa Clara, Santa Clara Stadium Authority and the City of Gilroy** regarding **Special Law Enforcement Units and Police Officers for Super Bowl 50 related events** and **authorize** the Executive Director to execute similar agreements in substantially the same form and content with other jurisdictions as necessary.

- 4.B Earlier in the evening at the City Council meeting, **MOTION** was made by O'Neill, seconded and unanimously carried (Gillmor absent), that, per the Director of Public Works/City Engineer's report (06/23/15), the Stadium Authority **approve** and authorize the Executive Director to execute an **Agreement and Covenant Running with the Land** between the **City of Santa Clara, Santa Clara Stadium Authority and the Forty Niners SC Stadium Company, LLC** to retain and maintain bollards and decorative concrete along the Tasman

Drive property frontage at 4900 Marie P. DeBartolo Way and **authorize** the recordation of the Agreement (APN 104-43-055; SC 18,754).

7.A Earlier in the evening, the Stadium Authority met for a **Closed Session** in the Council Conference Room for a Conference with Legal Counsel - Existing Litigation pursuant to Government Code Section 54956.9(d)(1); *Vinod K. Sharma, et al. v. Successor Agency to the Redevelopment Agency of the City of Santa Clara, et al.*, Sacramento County Superior Court Case No. 34-2013-80001396 and there was no reportable action.

8.A **MOTION** was made by Davis, seconded and unanimously carried (Gillmor absent), that, there being no further business, the Stadium Authority adjourn the meeting at 8:52 pm to Tuesday evening, **July 7, 2015** at 7:00 pm for the regular scheduled meeting in the City Hall Council Chambers.

ATTEST: _____

Secretary

APPROVE: _____

Chairperson

08/18/15

ZB
SA

**MINUTES OF THE SANTA CLARA STADIUM AUTHORITY OF
THE CITY OF SANTA CLARA FOR REGULAR MEETING
HELD ON TUESDAY EVENING, JULY 7, 2015**

The Santa Clara Stadium Authority of the City of Santa Clara met at 6:00 pm, on the above mentioned date, for a **Closed Session** in the Council Conference Room for a Conference with Legal Counsel - Existing Litigation pursuant to Government Code Section 54956.9(d)(1); *Vinod K. Sharma, et al. v. Successor Agency to the Redevelopment Agency of the City of Santa Clara, et al.*, Sacramento County Superior Court Case No. 34-2013-80001396 (Stadium Authority Counsel - 07/02/15).

The Stadium Authority then met at 7:44 pm for the regular scheduled meeting in the City Hall Council Chambers.

Present: Stadium Authority Board Members Debi Davis, Lisa M. Gillmor, Patrick Kolstad, Jerry Marsalli and Teresa O'Neill and Chairperson Jamie L. Matthews. Absent: Stadium Authority Board Member Dominic J. Caserta.

- 1. **MOTION** was made by Kolstad, seconded and unanimously carried (Caserta absent), that the Stadium Authority **excuse** Stadium Authority Board Member Caserta from attendance at this evening's meeting.

- 6.A Earlier in the evening, the Stadium Authority met for a **Closed Session** in the Council Conference Room for a Conference with Legal Counsel - Existing Litigation pursuant to Government Code Section 54956.9(d)(1); *Vinod K. Sharma, et al. v. Successor Agency to the Redevelopment Agency of the City of Santa Clara, et al.*, Sacramento County Superior Court Case No. 34-2013-80001396 and there was no reportable action.

- 7.A **MOTION** was made by Davis, seconded and unanimously carried (Caserta absent), that, there being no further business, the Stadium Authority adjourn the meeting at 7:45 pm to Tuesday evening, **July 14, 2015** at 7:00 pm for the regular scheduled meeting in the City Hall Council Chambers.

ATTEST: _____
Secretary

APPROVE: _____
Chairperson

MINUTES OF THE SANTA CLARA STADIUM AUTHORITY OF
THE CITY OF SANTA CLARA FOR REGULAR MEETING
HELD ON TUESDAY EVENING, JULY 14, 2015

The Santa Clara Stadium Authority of the City of Santa Clara met at 6:00 pm, on the above mentioned date, for a **Closed Session** in the Council Conference Room for a Conference with Legal Counsel - Existing Litigation pursuant to Government Code Section 54956.9(d)(1); *Vinod K. Sharma, et al. v. Successor Agency to the Redevelopment Agency of the City of Santa Clara, et al.*, Sacramento County Superior Court Case No. 34-2013-80001396 (Stadium Authority Counsel - 07/10/15).

The Stadium Authority then met at 9:55 pm for the regular scheduled meeting in the City Hall Council Chambers.

Present: Stadium Authority Board Members Dominic J. Caserta, Debi Davis, Lisa M. Gillmor, Patrick Kolstad, Jerry Marsalli and Teresa O'Neill and Chairperson Jamie L. Matthews.

2.A **MOTION** was made by Davis, seconded and carried with Matthews abstaining (not present at the meeting), that the **Minutes** for the meeting of **June 16, 2015** be adopted as written.

5.A **MOTION** was made by Caserta, seconded and unanimously carried, that, per the Finance Director/Treasurer/Auditor for Stadium Authority, the Stadium Authority **note and file the Outstanding Debt Schedule** as of June 30, 2015 for the City of Santa Clara, its Agencies and Corporations, including the City's share of various Joint Power Agency debt.

5.B Earlier in the evening during the City Council meeting, **MOTION** was made by Caserta, seconded and unanimously carried, that, per the Director of Public Works/City Engineer's report, the Stadium Authority **delegate** authority to the Executive Director, or his designee, to **approve project related documents, stadium related documents and infrastructure maintenance related agreements during the recess from July 15, 2015 to August 17, 2015** and **direct** the Executive Director to submit a report on actions taken at the Stadium Authority's meeting on September 22, 2015.

8.A Earlier in the evening, the Stadium Authority met for a **Closed Session** in the Council Conference Room for a Conference with Legal Counsel - Existing Litigation pursuant to Government Code Section 54956.9(d)(1); *Vinod K. Sharma, et al. v. Successor Agency to the Redevelopment Agency of the City of Santa Clara, et al.*, Sacramento County Superior Court Case No. 34-2013-80001396 and there was no reportable action.

9.A **MOTION** was made by Davis, seconded and unanimously carried, that, there being no further business, the Stadium Authority adjourn the meeting at 9:57 pm in **Memory** of **Donna Ruggeri Burdick** (mother of retired City employee Robin Burdick, longtime Santa Clara resident for the past 60 years, member of City committees and dedicated to local Santa Clara organizations) to Tuesday evening, **August 18, 2015** at 7:00 pm for the regular scheduled meeting in the City Hall Council Chambers.

ATTEST: _____
Secretary

APPROVE: _____
Chairperson

DRAFT



AGENDA REPORT

Date: August 18, 2015

To: City Manager for Council Action
Executive Director for Stadium Authority Action

From: Finance Director/Assistant City Manager
Finance Director/Treasurer/Auditor for Stadium Authority

Subject: Acceptance of the Santa Clara Stadium Authority Financial Status Report for the Quarter and Fiscal Year Ending March 31, 2015

EXECUTIVE SUMMARY

Submitted for Council and Stadium Authority Board acceptance is the attached initial Santa Clara Stadium Authority (Stadium Authority) Financial Status Report for the Quarter and Fiscal Year Ending March 31, 2015.

This initial report on the Stadium Authority's finances provides information covering the Stadium Authority's fiscal year 2014-15 which ran from April 1, 2014 to March 31, 2015. Revenue and expenditure information included in the report is unaudited and therefore subject to change as a result of an annual audit conducted by an external auditing firm (currently KPMG). It is recommended that this report be provided to the City and the Stadium Authority on a quarterly basis going forward. Because this is a new report, we anticipate that the content and format may be enhanced based on feedback received over time.

In addition to this report, the Stadium Authority produces annual financial statements within six months of fiscal year-end. These financial statements are audited by an external auditing firm and presented to the City's Audit Committee and Stadium Authority Board. Once accepted by the Stadium Authority Board, the financial statements are published on the Finance Department's website.

ADVANTAGES AND DISADVANTAGES OF ISSUE

The Santa Clara Stadium Authority Financial Status Report for the Quarter and Fiscal Year Ending March 31, 2015 provides information on the fiscal operation of the Stadium Authority including information on the stadium's impact on the City's General Fund.

ECONOMIC/FISCAL IMPACT

Acceptance of this report will have no fiscal impact to the City other than administrative staff time and expense.

Subject: Acceptance of the Santa Clara Stadium Authority Financial Status Report for the Quarter and Fiscal Year Ending March 31, 2015
Page 2

RECOMMENDATION

That the Council and Authority Board accept and file the Santa Clara Stadium Authority Financial Status Report for the Quarter and Fiscal Year Ending March 31, 2015.



Gary Ameling
Director of Finance/Assistant City Manager
Finance Director/Treasurer/Auditor for
Stadium Authority

APPROVED:



Julio J. Fuentes
City Manager
Executive Director for Stadium Authority

Documents Related to this Report:

- 1) *Santa Clara Stadium Authority Financial Status Report for the Quarter and Fiscal Year Ending March 31, 2015*

SCSA

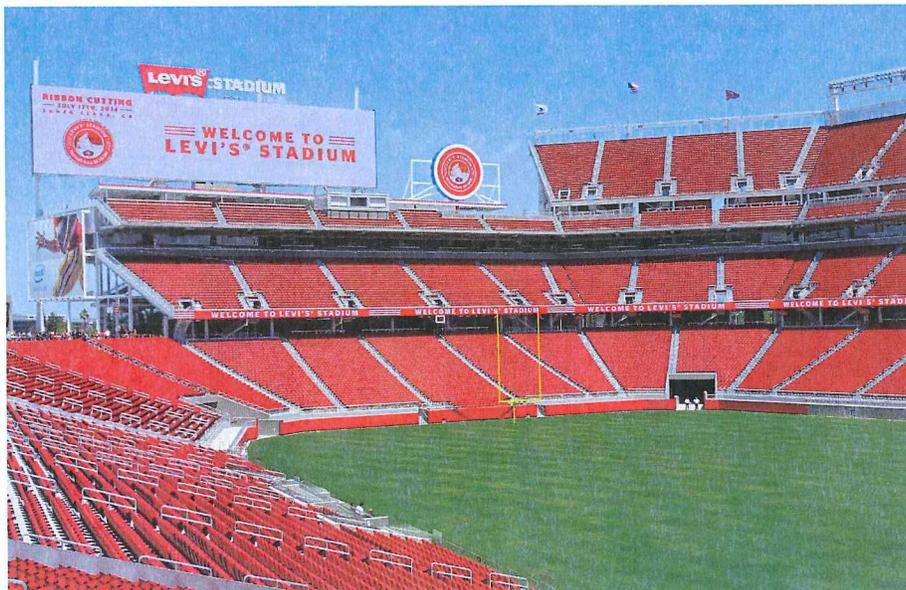
Santa Clara Stadium Authority



**City of
Santa Clara**
The Center of What's Possible

SANTA CLARA STADIUM AUTHORITY FINANCIAL STATUS REPORT

**Quarter and Fiscal Year
Ending March 31, 2015**



August 18, 2015

Table of Contents

Introduction.....	2
NFL Events.....	2
NFL Event Tickets.....	3
NFL Ticket Surcharge.....	3
Senior and Youth Program Fees.....	4
Parking Fees.....	4
Public Safety Costs.....	4
Non-NFL Events.....	5
Non-NFL Event Tickets.....	6
Net Non-NFL Event Revenue.....	6
Performance Rent.....	6
Non-NFL Event Ticket Surcharge.....	6
Parking Fees.....	7
Public Safety Costs.....	7
Santa Clara Stadium Authority Budget Status Reports.....	8
Operating Budget.....	8
Debt Service Budget.....	9
Capital Improvement Project Budget.....	10
City of Santa Clara Net Benefit.....	12
Public Safety and Administrative Cost Reimbursement.....	13
Ground Lease.....	13
Senior and Youth Program Fees.....	13
Tasman Lots Parking Fees.....	13
Other Revenue Impacts.....	13

Introduction

This initial Santa Clara Stadium Authority (Stadium Authority) Financial Status Report provides information covering the Stadium Authority's fiscal year 2014-15 which ran from April 1, 2014 to March 31, 2015. Revenue and expenditure information included in the report is unaudited and therefore subject to change as a result of an annual audit conducted by an external auditing firm (currently KPMG). It is recommended that this report be provided to the City and the Stadium Authority on a quarterly basis going forward. Because this is a new report, we anticipate that the content and format may be enhanced based on feedback received over time.

In addition to this report, the Stadium Authority produces annual financial statements within six months of fiscal year-end. These financial statements are audited by an external auditing firm and presented to the City's Audit Committee and Stadium Authority Board. Once accepted by the Stadium Authority Board, the financial statements are published on the Finance Department's website.

The Stadium Authority is structured so that the City is not liable for the debts or obligations of the Stadium Authority. All services provided by the City to the Stadium Manager or the Stadium Authority are fully reimbursed. For example, during construction of the stadium, all General Fund costs were separately tracked using special account codes in the City's financial system and any such costs were fully reimbursed. Also, during the first year of operations, General Fund NFL and non-NFL event-specific costs and overall stadium administrative costs were separately tracked and all such costs were fully reimbursed.

NFL Events

The San Francisco Forty Niners (49ers) played their 2014-15 home games at Levi's Stadium. These games all took place during the Santa Clara Stadium Authority's fiscal year 2014-15. The following table includes game by game statistics for the NFL events.

**Levi's Stadium
2014-15 NFL Event Statistics**

	Game 1 vs Broncos 08/17/14	Game 2 vs Chargers 08/24/14	Game 3 vs Bears 09/14/14	Game 4 vs Eagles 09/28/14	Game 5 vs Chiefs 10/05/14	Game 6 vs Rams 11/02/14
No. of Tickets Sold	67,939	66,793	68,863	67,908	67,300	68,331
NFL Ticket Surcharge	\$ 410,486	\$ 404,624	\$ 1,055,745	\$ 1,040,561	\$ 1,031,609	\$ 837,996
Senior/Youth Program Fees	\$ 23,779	\$ 23,378	\$ 24,102	\$ 23,768	\$ 23,555	\$ 23,916
Cars Parked at Offsite Lots	10,391	8,316	9,718	9,459	9,526	8,452
City Offsite Parking Fee	\$ 51,124	\$ 40,915	\$ 47,813	\$ 46,538	\$ 46,868	\$ 41,584
Cars Parked on Golf Course	2,884	3,136	2,878	2,480	2,526	2,533
Cars Parked on Tasman Lots	499	367	428	443	496	498
City Golf Course/Tasman Lot Parking Fee	\$ 16,915	\$ 17,515	\$ 16,530	\$ 14,615	\$ 15,110	\$ 15,155
Stadium Public Safety Costs	\$ 199,424	\$ 203,232	\$ 255,021	\$ 256,328	\$ 256,902	\$ 257,421
Offsite Parking Fee Credit	\$ (51,124)	\$ (40,915)	\$ (47,813)	\$ (46,538)	\$ (46,868)	\$ (41,584)
Reimbursed Stadium Public Safety Costs	\$ 148,300	\$ 162,317	\$ 207,208	\$ 209,790	\$ 210,034	\$ 215,837
Golf Course Public Safety Costs	\$ 33,573	\$ 32,135	\$ 26,003	\$ 19,979	\$ 24,714	\$ 16,040
Reimbursed Golf Course Public Safety Costs	\$ 33,573	\$ 32,135	\$ 26,003	\$ 19,979	\$ 24,714	\$ 16,040

	Game 7 vs Redskins 11/23/14	Game 8 vs Seahawks 11/27/14	Game 9 vs Chargers 12/20/14	Game 10 vs Cardinals 12/28/14	Total
No. of Tickets Sold	68,613	68,758	68,941	68,649	682,095
NFL Ticket Surcharge	\$ 841,826	\$ 1,055,504	\$ 846,204	\$ 841,735	\$ 8,366,290
Senior/Youth Program Fees	\$ 24,015	\$ 24,065	\$ 24,129	\$ 24,027	\$ 238,734
Cars Parked at Offsite Lots	8,690	7,968	8,871	8,633	90,024
City Offsite Parking Fee	\$ 42,755	\$ 39,203	\$ 43,645	\$ 42,474	\$ 442,919
Cars Parked on Golf Course	2,599	2,063	-	2,207	23,306
Cars Parked on Tasman Lots	634	551	556	511	4,983
City Golf Course/Tasman Lot Parking Fee	\$ 16,165	\$ 13,070	\$ 2,780	\$ 13,590	\$ 141,445
Stadium Public Safety Costs	\$ 247,718	\$ 221,804	\$ 268,150	\$ 248,028	\$ 2,414,028
Offsite Parking Fee Credit	\$ (42,755)	\$ (39,203)	\$ (43,645)	\$ (42,474)	\$ (442,919)
Reimbursed Stadium Public Safety Costs	\$ 204,963	\$ 182,601	\$ 224,505	\$ 205,554	\$ 1,971,109
Golf Course Public Safety Costs	\$ 9,865	\$ 8,967	\$ -	\$ 9,490	\$ 180,766
Reimbursed Golf Course Public Safety Costs	\$ 9,865	\$ 8,967	\$ -	\$ 9,490	\$ 180,766

NFL Event Tickets

In total, the 49ers played 10 NFL games (two pre-season games and eight regular season games) in their first year at Levi's Stadium. The total number of tickets sold were 682,095, an average of 68,210 tickets sold for each game.

NFL Ticket Surcharge

The Amended and Restated Non-Relocation Agreement between the Santa Clara Stadium Authority and the Forty Niners Football Company, LLC (the Team) states that the Team will collect a 10% NFL ticket surcharge on the price of admission to all NFL games on behalf of Stadium Authority. During the 2014-15 fiscal year, \$8.37 million in NFL ticket surcharge was collected by the Team and remitted to the Stadium Authority. These funds were used to pay stadium operating and maintenance costs.

Senior and Youth Program Fees

Additionally, the Amended and Restated Stadium Lease Agreement between the Stadium Authority and the Forty Niners SC Stadium Company LLC (StadCo) requires that StadCo collect a Senior and Youth Program Fee of \$0.35 per NFL ticket sold on behalf of the Stadium Authority. The Stadium Authority then remits this fee to the City of Santa Clara as additional rent. In fiscal year 2014-15, the Stadium Authority remitted a total of \$239 thousand to the City to support senior and youth programs.

Parking Fees

For the NFL events, a total of 90,024 cars were parked in permitted offsite parking lots. The parking lot operators of these offsite lots are required to submit a fee to the City of Santa Clara for each car that is parked for sports or entertainment events. This fee of \$4.92 per space per event generated over \$443 thousand in offsite parking fees. These fees were used to partly offset public safety costs.

The Additional Parking Rights Agreement also allows for parking on the golf course during events held at Levi's Stadium and requires a fee of \$5.00 per space per event be paid to the City of Santa Clara to offset lost revenue from closure of the golf course. Additionally, the City collects a fee of \$5.00 per space for all cars that are parked on the Tasman surface lots during NFL events. A total of 28,289 cars were parked on the golf course and Tasman lots during NFL events which resulted in over \$141 thousand in parking fees for the City of Santa Clara.

Public Safety Costs

For each NFL game that is held at Levi's Stadium a public safety plan is developed and implemented. The costs associated with public safety include staffing, and materials, services and supplies in the Police, Fire, and Public Works Departments. The services are provided through a combination of City General Fund staff and outside contracts that the Police Department has with other agencies including the California Highway Patrol, County Sheriff's, and City of Sunnyvale. The cost of providing these services are tracked through the City's financial system and per event invoices are sent to the Forty Niners Stadium Management Company LLC (Stadium Manager) once the costs are known. All of these costs are reimbursed to the City of Santa Clara.

For the 2014-15 fiscal year, there were \$2.41 million of stadium public safety costs. Of this amount, \$443 thousand were covered by the offsite parking fees that were collected and the remaining \$1.97 million were reimbursed by the Stadium Manager and the Stadium Authority. In addition, there were \$181 thousand of golf course public safety costs which were reimbursed by the Stadium Manager.

Non-NFL Events

During its first operating fiscal year ending March 31, 2015, the Stadium Authority held nine large-scale ticketed events at Levi's Stadium. Statistics for these events are shown in the following table.

Levi's Stadium 2014-15 Non-NFL Event Statistics

	Earthquakes vs Sounders 08/02/14	Mexico vs Chile 09/06/14	High School Football 10/10/14	High School Football 10/11/14	Cal vs OR College Football 10/24/14
No. of Tickets Sold	43,486	63,213	10,427	9,000	55,343
Non-NFL Ticket Surcharge	\$ 173,944	\$ 252,852	\$ -	\$ -	\$ 221,372
Cars Parked at Offsite Lots	5,586	5,162	-	-	2,506
City Offsite Parking Fee	\$ 27,483	\$ 25,397	\$ -	\$ -	\$ 12,330
Cars Parked on Golf Course	2,042	3,371	-	-	2,735
City Golf Course Parking Fee	\$ 10,210	\$ 16,855	\$ -	\$ -	\$ 13,675
Public Safety Costs	\$ 217,888	\$ 274,281	\$ 20,687	\$ 19,134	\$ 301,007
Offsite Parking Fee Credit	\$ (27,483)	\$ (25,397)	\$ -	\$ -	\$ (12,330)
Reimbursed Public Safety Costs	\$ 190,405	\$ 248,884	\$ 20,687	\$ 19,134	\$ 288,677

	Pac 12 Championship Game 12/05/14	Foster Farms Bowl Game 12/30/14	NHL Stadium Series 02/21/15	WrestleMania 03/29/15	Total
No. of Tickets Sold	39,305	27,817	65,514	63,207	377,312
Non-NFL Ticket Surcharge	\$ 157,220	\$ 111,268	\$ 262,056	\$ 252,828	\$ 1,431,540
Cars Parked at Offsite Lots	2,593	207	4,303	5,799	26,156
City Offsite Parking Fee	\$ 12,758	\$ 1,018	\$ 21,171	\$ 28,531	\$ 128,688
Cars Parked on Golf Course	418	-	1,139	2,299	12,004
City Golf Course Parking Fee	\$ 2,090	\$ -	\$ 5,695	\$ 11,495	\$ 60,020
Public Safety Costs	\$ 254,130	\$ 178,327	\$ 242,602	\$ 275,892	\$ 1,783,948
Offsite Parking Fee Credit	\$ (12,758)	\$ (1,018)	\$ (21,171)	\$ (28,531)	\$ (128,688)
Reimbursed Public Safety Costs	\$ 241,372	\$ 177,309	\$ 221,431	\$ 247,361	\$ 1,655,260

Non-NFL Event Tickets

There were a total of 377,312 total tickets sold for the nine large-scale non-NFL events that were held during the first year. There were also 186 smaller special events with 62,357 total attendees. Examples of these special events include corporate events of various sizes, weddings, holiday parties, etc.

Net Non-NFL Event Revenue

Between the large ticketed events and the smaller special events, the Stadium Authority generated \$5.0 million in net non-NFL event revenue during its initial year (i.e., in eight months of operation from the opening San Jose Earthquakes event on August 2, 2014 through Wrestlemania on March 29, 2015). The net non-NFL event revenue is remitted by the Stadium Manager to the Stadium Authority on a yearly basis after the conclusion of each fiscal year. Therefore, the net non-NFL event revenue that was generated by events in fiscal year 2014-15 was remitted to the Stadium Authority in fiscal year 2015-16. While City staff have access to and reviews detailed information on each non-NFL event with the Stadium Manager, most individual event information (e.g., the terms of the agreement between the Stadium Manager and the event promoter, and the financial results from any individual event) is proprietary information. For this reason, non-NFL event net income is reported annually for the prior fiscal year.

Performance Rent

The Amended and Restated Stadium Lease Agreement between the Stadium Authority and StadCo and the Ground Lease Agreement between the City of Santa Clara and the Stadium Authority both describe a performance rent calculation which is based on the net non-NFL event revenue. The \$5.0 million in net non-NFL event revenue results in a performance rent payment from the Stadium Authority to the City of Santa Clara of \$2.41 million which was paid in June 2015.

Non-NFL Event Ticket Surcharge

The stadium Lease Agreement requires that the promoter or sponsor of any non-NFL event collect a non-NFL event ticket surcharge of \$4 per ticket. Over \$1.4 million of non-NFL ticket surcharge was collected during 2014-15. Of this amount, \$834 thousand was submitted by the Stadium Manager to the Stadium Authority in fiscal year 2014-15 and the remaining \$598 thousand was submitted in 2015-16 due to the timing of the non-NFL events. The Lease Agreement sets aside half of the non-NFL ticket surcharge for stadium operating and maintenance costs and half for discretionary expenses of the Stadium Authority.

Parking Fees

Similar to NFL events, the City of Santa Clara collects offsite parking fees for all cars that are parked in the permitted offsite parking lots. A total of 26,156 cars were parked in these offsite lots for all of the ticketed non-NFL events resulting in the City of Santa Clara collecting over \$129 thousand in offsite parking fees. These fees were used to partly offset public safety costs.

Also similar to the NFL events, the City of Santa Clara collects a golf course parking fee of \$5.00 per space for all cars that are parked on the golf course during non-NFL events. A total of 12,004 cars were parked on the golf course during the non-NFL events which resulted in a total of over \$60 thousand in golf course parking fees being remitted to the City of Santa Clara. These fees offset lost revenue from the closure of the golf course.

Public Safety Costs

Similar to NFL events, there are public safety services provided for each large-scale non-NFL event and for certain special non-NFL events. The total public safety costs associated with the ticketed non-NFL events were \$1.78 million. Of this amount, \$129 thousand were covered by the offsite parking fee described above and the remaining \$1.66 million were reimbursed by the Stadium Manager on the Stadium Authority's behalf.

Santa Clara Stadium Authority Budget Status Reports

Operating Budget

The Stadium Authority's 2014-15 operating budget was its first. Total operating revenues were \$57.06 million, well above the estimate of \$18.98 million. The largest contributing factor being a higher than expected collection on Stadium Builder Licenses (SBLs). Total operating expenses of \$10.0 million were \$1.3 million lower than what was budgeted.

Santa Clara Stadium Authority Operating Budget Status Report

As of March 31, 2015

	Budget	Actual	Remaining Budget
Operating Revenues			
Ticket Surcharge	7,937,625	8,366,290	(428,665)
SBL Proceeds	45,064,242	76,518,482	(31,454,240)
Interest	-	1,879	(1,879)
Net Revenues from Non-NFL Events	5,000,000	-	5,000,000
Intangible License Fee	-	2,000,000	(2,000,000)
Naming Rights	5,826,100	5,826,100	-
Sponsorship Revenue (STR)	325,000	216,667	108,333
Rent	24,500,000	24,500,000	-
Additional Rent - Early Completion	5,000,000	5,000,000	-
Senior & Youth Program Fees	230,000	238,733	(8,733)
Fanwalk Revenue	914,884	197,208	717,676
Non-NFL Event Ticket Surcharge	771,000	834,032	(63,032)
Net Transfers	(76,586,105)	(66,635,095)	(9,951,010)
Total Operating Revenues	18,982,746	57,064,296	(38,081,550)

	Budget	Actual	Remaining Budget
Operating Expenses			
Operating Expenses - Stadium Manager	4,336,295	5,806,843	(1,470,548)
Insurance	2,550,000	2,550,022	(22)
Senior & Youth Program Fees	230,000	238,733	(8,733)
Other Expenses	1,224,067	1,230,652	(6,585)
Ground Rent	180,000	180,000	-
Performance Rent	2,410,000	-	2,410,000
Discretionary Fund Expense	385,500	-	385,500
Total Operating Expenses	11,315,862	10,006,250	1,309,612

Debt Service Budget

The Stadium Authority's total 2014-15 fiscal year debt service estimated revenues were \$153.3 million. Actual revenues came in \$15.9 million higher largely due to transfers from the Capital Improvement Project Fund. Since development costs for the stadium are coming in lower than budgeted, some of the construction period Stadium Builder License (SBL) revenues were able to be transferred to the debt service fund to prepay debt. Total 2014-15 actual debt services expenses were \$149.6 million, of which \$127.7 million was used to pay down long-term debt principal.

The total outstanding principal on Stadium Authority debt as of March 31, 2015 is \$561.6 million, or \$67.2 million lower than expected when the 2014-15 budget was approved in March 2014. In addition, following the completion of the cost allocation study (described in the Capital Improvement Project Budget section of this report) it is currently estimated that \$48 million of project costs will shift from the Stadium Authority to StadCo, resulting in a like dollar reduction in the amount of principal outstanding on the StadCo Subordinated Loan.

Santa Clara Stadium Authority

Debt Service Budget Status Report

As of March 31, 2015

	Budget	Actual	Remaining Budget
Debt Service Revenues			
Contribution from Successor Agency	4,198,333	4,198,333	-
Contribution from CFD	615,000	676,066	(61,066)
Net Transfers	148,516,105	164,374,294	(15,858,189)
Total Debt Service Revenues	153,329,438	169,248,693	(15,919,255)

	Budget	Actual	Remaining Budget
Debt Service Expenses			
Debt Retirement	129,611,311	127,705,596	1,905,715
Interest Expense	22,877,727	21,866,154	1,011,573
Bond Cost Expense	-	25,000	(25,000)
Total Debt Service Expenses	152,489,038	149,596,750	2,892,288

Capital Improvement Project Budget

The Stadium Authority's portion of the total development budget for Levi's Stadium is \$1.015 billion. This consists of the \$1.01 billion development budget that was approved in June 2013 plus a \$5.0 million early completion bonus that was approved as part of the 2014-15 budget. The early completion bonus was paid for by StadCo in the form of additional rent to the Stadium Authority in the 2014-15 fiscal year.

Through fiscal year 2014-15, the Stadium Authority had spent \$906 million on the construction of Levi's Stadium. The remaining cost to complete the project is estimated at \$24 million which would bring the total development cost to \$930 million.

A cost allocation study is currently being conducted by a third party consultant. The study is the last element that will affect the total development cost of the stadium. The purpose of this study is to accurately identify which costs are the responsibility of the Stadium Authority as part of the stadium structure, and which are the responsibility of StadCo as tenant improvements. While the cost allocation study has not yet been completed, a preliminary estimate has identified that \$48 million of costs that were paid by the Stadium Authority will be shifted to StadCo as tenant improvements. Pending any changes to this estimate, it would reduce the Stadium Authority's share of total development costs from \$930 million to \$882 million, meaning that the project would be \$134 million under budget. As described in the Debt Service Budget section of this report, this \$48 million cost shift will result in a like dollar credit in the principal outstanding on the StadCo Subordinated Loan, therefore reducing the overall debt the Stadium Authority.

Santa Clara Stadium Authority

CIP Budget Status Report

As of March 31, 2015

	Budget	Actual	Remaining Budget
CIP Revenues			
Term A Loan	285,000,000	282,794,108	2,205,892
Term B Loan	91,000,000	126,607,884	(35,607,884)
RDA	41,600,000	41,600,000	-
CFD	35,000,000	35,000,000	-
Sub-Loan from StadCo	245,400,000	220,639,188	24,760,812
Construction Period Revenues	312,000,000	301,949,906	10,050,094
Net Transfers	5,000,000	(100,739,199)	105,739,199
Total CIP Revenues	1,015,000,000	907,851,887	107,148,113

	Budget	Actual	Remaining Budget
CIP Expenses			
Construction	1,015,000,000	905,867,094	109,132,906
Total CIP Expenses	1,015,000,000	905,867,094	109,132,906

The 2014-15 fiscal year budget also appropriated \$300 thousand to be spent on capital improvements related to Levi's Stadium. None of those funds were spent, and therefore were carried forward to the 2015-16 fiscal year.

City of Santa Clara Net Benefit

The stadium has had a positive impact on the City's finances. This section of the report provides information on General Fund revenue and expenditure impacts resulting from the stadium.

Santa Clara Stadium Authority

Net Benefit to the General Fund

For Fiscal Year Ending March 31, 2015

General Fund Revenues

Public Safety Cost Reimbursement	
NFL Public Safety Cost Reimbursement	2,151,875
Non-NFL Event Public Safety Cost Reimbursement	1,655,260
City Parking Fees	571,607
Subtotal Public Safety Cost Reimbursement	<u>4,378,742</u>
Administrative Cost Reimbursement	1,212,209
Ground Rent	180,000
Performance Rent	2,410,000
Senior and Youth Fee	238,734
Tasman Lots Parking Fee	24,915
Total General Fund Revenues	<u>8,444,600</u>

General Fund Expenditures

Public Safety Costs	
NFL Event Public Safety Costs	2,594,794
Non-NFL Event Public Safety Costs	1,783,948
Subtotal Public Safety Cost Reimbursement	<u>4,378,742</u>
Administrative Costs	1,212,209
Total General Fund Expenditures	<u>5,590,951</u>

General Fund Benefit*

Net General Fund Benefit	<u>2,853,649</u>
---------------------------------	-------------------------

*General Fund benefit does not include additional sales tax and transient occupancy tax flowing to the General Fund. See Other Revenue Impacts section for more information.

Public Safety and Administrative Cost Reimbursement

As described in earlier sections of this report, costs incurred by the City on individual NFL and non-NFL events are tracked and reimbursed. As described in the NFL and non-NFL events sections of this report, a total of \$4.4 million in public safety costs were incurred in support of the Stadium Authority's 2014-15 fiscal year. These costs have now been fully reimbursed to the General Fund through the combination of payments from the Stadium Manager and the Stadium Authority, and the parking fees that were collected. In addition to public safety costs, overall administrative costs are also tracked and reimbursed. These include the cost of providing overall stadium management, financial services, human resource services, legal services, and other services to the Stadium Authority. In fiscal year 2014-15, a total of \$1.2 million of administrative costs were incurred by the General Fund and these costs were fully reimbursed by either the Stadium Authority's Capital Improvement Project Budget (\$1.1 million) or the Stadium Authority's Operating Budget (\$0.1 million).

Ground Lease

The General Fund receives ground lease payments from the Stadium. These lease payments include a fixed base rent and a performance-based rent. For the City's fiscal year 2014-15, the City received \$180,000 of fixed base rent and \$2.41 million of performance-based rent (50% of the Stadium Authority's non-NFL net revenue less a fixed base rent credit equal to 50% of the fixed base rent).

Senior and Youth Program Fees

The General Fund also received a pass through of the Senior and Youth Program Fee of \$0.35 per NFL ticket sold on behalf of the Stadium Authority. In fiscal year 2014-15, the Stadium Authority remitted a total of \$239 thousand to the City of Santa Clara to support senior and youth programs.

Tasman Lots Parking Fees

The City collects a fee of \$5.00 per space for all cars that are parked on the Tasman surface lots during NFL events. A total of 4,983 cars were parked on the Tasman lots during NFL events which resulted in almost \$25 thousand in parking fees for the City of Santa Clara.

Other Revenue Impacts

Although not included in the table in this section, General Fund sales tax and transient occupancy tax (TOT) collections have benefited from the direct and indirect economic activity related to stadium events.

Sales tax collections were up during construction as a result of staff efforts to work with the design build contractor and their larger sub-contractors to register the job site as a temporary location on their State Board of Equalization seller's permit. This effort generated about \$0.8 million of sales tax that flowed directly to the City's General Fund.

Food and beverage concession sales and merchandise sales at Levi's Stadium are taxable resulting in a significant amount of sales tax collections for the City. The new Michael Mina Bourbon Steak and Pub restaurant has also been very successful, both during stadium events and throughout the year. (Note that in accordance with State law, individual taxpayer information is confidential and cannot be publicly disclosed.) In addition to the direct sellers at the stadium, other businesses in Santa Clara are benefiting from the influx of people coming into town to attend one or more events at Levi's Stadium, resulting in more sales tax collections for the General Fund.

In 2014-15, General Fund TOT collections were up \$2.8 million or 18.6% as compared to 2013-14. Although it is impossible to say exactly what portion of this increase is due to the stadium, it is clear that hotels both inside and outside the City have benefited resulting in increases in TOT tax collections in Santa Clara and in our neighboring cities.

Property tax collections will also be increasing due to the possessory interest and personal property tax that will be paid by the 49ers and others with personal property inside the stadium. This tax will begin in City fiscal year 2015-16.