**EXHIBIT B**

Approval of Events – U.S. Women’s National Soccer Victory Tour

Discussion

(Note: Initials will be used for all individuals in this discussion)

Member Bukoski (KB) – #1 What is the reason for the waiver of rental fees and is it in our rules to allow the waiver? #2 What is the benefit to the Hawaii Tourism Authority (HTA)?

Manager Chan (SC) response to #1 -- The Hawaii Administrative Rules (HAR) provides the Board with the option to waive rent. Russell Uchida (RU) -- Hawaii Administrative Rules (HAR) 3-7-11 G. Provides waiver of rent in whole and in part for international and national events.

(RU) Response to #2

(RU) It is HTA’s purpose and mission to bring events to Hawaii.

(KB) #1 Is there any benefit to the stadium aside from the rental fee? #2 They are not asking to waive everything? #3 What would the rental be? #4 Could the out-of-pocket expenses be on the table? #5 Did they indicate what the anticipated attendance might be?

(SC) Response to #1, #2, #3 -- The event creates other revenue opportunities -- concession and parking. They are asking to waive the entire rental fee. The rental fee would be 10% of ticket sales, or $2,000 per event, whichever is greater.

Stephen Lee (SL) – Response to #4 – HTA would be paying for the out-of-pocket expenses.

 (RU) – Response to #5 - They mentioned 25,000 to 30,000

Member Amemiya (KA) #1 When does a decision have to be made?

(SL) - Mr. Lee said they would like to make an announcement as to the venue they are using and they are also requesting an approval of the date and the waiver of rent before making their final decision.

(KA) Expressed the licensee is putting the Board in a tough position and they are not present, nor is the HTA present to answer any questions. He is also uncomfortable that the Board is being asked to make a decision right now, although he is not against the event.

(RU) said financially, we stand to gain roughly a little over $100,000, from food and beverage and parking.

(SC) –In order to adequately promote this event he feels they need as much lead time as possible. Knowing what we can generate and having HTA support this event financially, it is a good indication that this is a bona fide event.

(KA) Expressed as Authority members they have a duty to fulfill and we are talking about big money and the licensee stands to do well from this event, according to the projections. He needs more information as to when has rent been waived and under what circumstances.

Michael Iosua (MI) – Expressed similar concerns as (KA), but also inquired about past soccer events, and the results of that event. He also feels this event would spark a lot of interest coming off the national team’s success, but feels that the Board needs more information.

(SC) In answer to (MI), the Pan Pacific Soccer Tournament was the last soccer event played at the stadium for several days in the football configuration. Attendance was approximately 11,000 per event.

Chair Charles Toguchi (CT) - Can we elaborate more on the time frame that we are working with? What would happen if we delay this to the next meeting?

(SL) We will probably lose the event if we move our decision to the next Board meeting. We can reach the licensee by phone if the Board wishes.

Member Long (SLong) - What is the manager’s recommendation?

(SC) This event would be huge for Hawaii and we should make every effort to bring it here. We would hate to lose this opportunity.

(CT) – Inquired -From what other events have we waived the rent?

 (SL) Responded: We have waived rental fees for UH and Pro Bowl.

(SLong) - To make sure we are consistent, if we can use some of the backdrop of waiving rent in the past, I think it makes it easier for us.

Member Chee (WC) – Stated he doesn’t think if the Board delays its decision that it is going to help the situation. He asked (RU) to explain the estimated revenues of $100,000 from concessions and parking.

(RU) - In arriving at those figures (as a basis for comparison), revenues from a UH game were used. Soccer’s revenue would be based on a $35 ticket range at whatever they project their attendance to be, so we are giving up perhaps about $90,000. (WC) said that is a big number. (RU) said it is, but at the same time when we look at it from a management perspective (based on the number of events of this magnitude that come here -- and if we sit at the table and grind through negotiations), they may say “thanks, we’ll see you later.” (WC) – Am I correct in the assumption that we are doing this as a promotion to assist with the upside future of being able to attract this event to the stadium? Mr. Uchida said yes, the opportunity of having them return the following year.

(MI) - Noted this is similar to the Pro Bowl -- if they return, they are probably going to expect the same thing, but you still have to bear in mind the $100,000 from food and beverage and parking. Therefore on the whole, if the stadium is going to be sitting empty and we’re not making any money, it’s better to have the event; but if it’s going to cost us out-of-pocket expenses and we’re making $100,000 then it may not be worth it. Although, personally, he thinks it is a good event, there is a strong interest in soccer, and it is a sport that is moving up and up in high school and college etc.

(SC) - Told MI, he appreciates his comments and said, “We struggle to attract major events, so he feels when we have an opportunity like this, we should make every effort to secure the event.”

(SLong) - The Stadium Manager is authorized by the Board to negotiate these contracts and he lives the contracts and he lives the business day-to-day. We always have another bite at the apple if things do not proceed accordingly - so it’s going to be like and over and under when we look at events. If he is recommending, Chair, I think that’s what we hired him to do.

(short break for the UH Report)

(SLong) – Stated to the Chair that members of the Board lobbied to get more flexibility so that we can attract and make it easier for vendors to bring in events to our venue. In line with that, we trust the Stadium Manager, who has a long history here; but again when we set parameters and we’re questioning what’s going to be consistent -- there is nothing there. He asked the Chair, why are we not leaning to what the Manager has to say? If we don’t like the structure and we are not into giving free rent, then let’s build a policy that we don’t do it -- I’m okay with that.

Member Yamasaki (RY) Asked if we are competing with out-of-state venues and is this tour like an exhibition?

(SL) - Replied his understanding is that it is going to be with international teams.

(CT) – Stated that the opportunity for this event developed recently. He pointed out to the Board that if we delay our decision to the next board meeting (October), this event is in December. The time is very short to promote a big event like this. We have had similar challenges before and I think we had a long discussion about concerts and what kind of flexibility should we give the Manager, i.e.:

* We hire the manager.
* We delegate to him certain responsibilities.
* He is charged to run the stadium operations.

The board is supposed to be doing the policies; so this is kind of a gray area where I think as a Board we have to decide whether we are willing to give the Stadium Manager some flexibility so that he can, on behalf of the Board, take timely action so we don’t lose certain opportunities. I just wanted to emphasize that, it is something we should think about.

Member Fujimori (OF) – Expressed excitement for this event and stated the opportunity for young women and parents to be able to observe a game like this is very exciting and she hopes that the Board supports the motion.

(KA) – Stated he is not against the event and thinks it’s a great event and doesn’t feel anyone here doesn’t trust the manager’s judgement; but he hopes the Chair and Manager Chan understand that the Board has a duty to represent everyone and we were not given a lot of information and a lot of questions are not answered. For the future, to the extent possible, he asked if the Board could get more information? He said he knows the timing/window was short, but you have to help the Board justify.

(SC) - We try to provide the Board with as much information as possible, but sometimes the situation is not within our control. We see it as an opportunity because we only have nine to ten (9-10) major events a year, and it would be great to add another to the list of major events.

The Chair said he just wanted to add another perspective to this. We are hopeful that the thousands of kids that play soccer in Hawaii will have the opportunity to come to the game. The stadium is for the young people of Hawaii. That is the other aspect which may not equate into too many additional dollars, but that is what the stadium is for.

(KB) - Expressed he is not opposed to the event – he thinks it is a great event. He said he is not sure when this opportunity came up, and he understands sometimes (like concerts) the window of opportunity is small, and sometimes we have to take advantage of those opportunities when they come, but he would be concerned with the fact that there is no one here from HTA to at least give us a pitch and he would hate to create a precedence or a perception that they can just not necessarily be concerned with our timeline and our process and giving us the ability to review these events without having to make these kinds of rash/rush decisions. He said if he did have a concern that would be the only one because it could set a bad precedence for future or similar events where HTA feels that “hey,” if we just push it through, it shouldn’t be a problem. He suggested to Manager Chan in his future negotiations with HTA and this organization to stress to them if they could please to give us a little more lead time and more information; and maybe the courtesy of at least attending our meeting to explain what this event is about; what it means to Hawaii; what kind of revenue are they going to generate off of hotel rooms and transportation; what kind of future plans are they working with this Soccer Federation; and what kind of future events are they considering.

The Chair told Member Bukoski the points he raised are good points and we will certainly consider them if a situation like this comes up again.