

**DAVID Y. IGE**  
GOVERNOR

**CURT T. OTAGURO**  
COMPTROLLER

**ROSS I. YAMASAKI**  
CHAIRMAN, STADIUM AUTHORITY

**SCOTT L. CHAN**  
MANAGER

**RYAN G. ANDREWS**  
DEPUTY MANAGER



**ALOHA STADIUM**

*An Agency of the State of Hawaii*

Stadium Authority Regular Session  
99-500 Salt Lake Boulevard  
Honolulu, Hawaii 96818

September 24, 2020

APPROVED MINUTES  
REGULAR SESSION  
SEPTEMBER 24, 2020

Members Present:

Ross Yamasaki, Chair  
Brennon Morioka, Vice Chair  
Audrey Abe  
Kau'i Burgess  
John Fink  
Eric Fujimoto  
Michael Iosua

Members Excused:

Keith Amemiya  
Hubert Minn

Staff:

Scott Chan  
Ryan Andrews  
Andrew Chang  
Wendy Ho  
Stephen Lee  
Colette May  
Liane Nakagawa

Ivan Nishimura  
Neal Sakamoto  
Shelly Shoji  
Trina Silva  
Samantha Spain  
Russell Uchida

Others:

Randall Nishiyama, Deputy Attorney General (AG)  
Senator Glenn Wakai  
Karen Dang, Senator Wakai's Office  
Riley Fujisaki, Legislature  
Camille Masutomi, Hawaii State Department of Education (DOE)  
Chris Kinimaka, Department of Accounting and General Services (DAGS)  
David DePonte, Department of Accounting and General Services (DAGS)  
Davy Murayama, Centerplate  
Paxton Wang, Learfield/IMG College  
Greg Salas, Learfield/IMG College  
Tom Peck, Honolulu Authority for Rapid Transit (HART)  
Franz Krintz, Transit Oriented Development (TOD)

David Matlin, University of Hawaii (UH)  
Ferd Lewis, Honolulu Star-Advertiser  
Adam Shaw, WT Partnership  
Stacey Jones, Crawford Architects  
Josh Smead, Crawford Architects  
James Pastine, Crawford Architects  
Keola Cheng, Wilson Okamoto Corporation  
Dalton Beauprez, Wilson Okamoto Corporation  
Raij Irwin, O'Melveny & Myers LLP (OMM)  
John McNamara, CommPac  
Riley Fujisaki, Hawaii State Capitol  
James Abeshima

I. CALL TO ORDER

A quorum being present, Chair Yamasaki called the meeting to order at 8:33 a.m.

II. PUBLIC TESTIMONY

None

III. APPROVAL OF MINUTES

A. Approval of minutes for the following date:

1. Regular Session – August 27, 2020

A MOTION WAS MADE BY MEMBER FINK AND SECONDED BY MEMBER MORIOKA TO ACCEPT THE MINUTES OF THE REGULAR SESSION.

Member Abe stated that there were accounting and financial terms that needed clarification. She requested to review the content with the stadium secretary to clarify.

Chair Yamasaki asked AG Nishiyama if the board could defer the minutes until the October meeting to provide time for Member Abe's mark-ups.

AG Nishiyama answered in the affirmative.

A MOTION WAS MADE BY MEMBER FINK AND SECONDED BY MEMBER BURGESS TO DEFER APPROVAL OF THE AUGUST MINUTES UNTIL THE OCTOBER BOARD MEETING. THE MOTION WAS UNANIMOUSLY CARRIED.

IV. MONTHLY REPORTS

A. Chairman's Report: Chair Yamasaki stated that he was notified by counsel that our standing committees might not be compliant with the Sunshine Law. It required that the meetings are posted for the public, open to the public and minutes taken. We will work with Manager Chan to restructure the agenda and make sure these things are taken care of. The intention of the standing committees was to assign board members and align

their background and interests to areas of board business [as needed]. When a meeting is necessary, we will make sure a notice goes out to bring us in compliance.

B. Stadium Manager's Report

1. Stadium Financial Update:

Administrative Services Officer (ASO) Russell Uchida Reported: Attached

Discussion

Member Abe asked when the stadium applied for the corona virus relief fund. Mr. Uchida responded that the initial request was submitted for \$131K at the beginning of June. It included Personal Protective Equipment (PPE) within that request. In August we submitted a supplemental request to the initial request for \$151K. Subsequently, programs were told statewide that all PPE would be removed from the coronavirus relief fund request and addressed through the Hawaii Emergency Management Agencies (HIEMA) stockpile process. The initial and supplemental requests would be adjusted to exclude any PPE requests.

Member Fujimoto asked Mr. Uchida if he could check with management regarding the personal services line. He wanted to know if that line item can be lowered from the October. He would like to have the leadership show that we would do our part in lowering expenses during a time when our income is down. Mr. Uchida responded by stating he understands, and that previously we were looking at a level of \$280K which consisted primarily of 99% of our full-time staff. This financial report adds approximately \$17K to that amount due to the staffing costs required to operate the swap meet parking component. This is where we get the \$303K. For planning purposes, the only thing we can look at is the impact through furloughs that is being considered.

Member Fujimoto replied that we should also look at the miscellaneous line item to show that we are trying our best to lower those costs by the next report. He requested if management could review if there are some areas of non-cash flow items that can be worked on to keep our cash positions going a little longer.

Mr. Uchida thanked Mr. Fujimoto and responded that he understood his comment.

Manager Chan concluded his report by adding that since the mayor has lifted the stay-at-home order, the stadium is planning to re-open the swap meet.

C. Internal Affairs Committee (IAC):

1. Committee Chair's Report - Member Iosua stated the IAC did not meet primarily due to scheduling. The reports were sent out and asked if there were any questions regarding the reports. There were no questions.

2. Events
  - a. Approval of Events - None
  - b. Summary of Monthly Events - Attached
  - c. Calendar of Events - Attached
3. Sales and Marketing - Attached
4. Security Report - Attached
5. Capital Improvement Projects/Engineering & Maintenance Report - Attached
6. Ad Hoc Committee - Stadium Revenue Opportunities

Member Abe stated that the ad hoc committee was not able to meet but did meet via phone. She explained during these unprecedented times it's hard to replace the sporting events, concerts, etc. The lack of tourism has brought the swap meet vendors from 450 booths down to approximately 200 booths. Member Abe proposed the following ideas:

  - a. Hawaii State Open Farmer's Market
    - The focus would be for the local farmers and anything made/grown in Hawaii statewide
    - We have the land to do this type of event
    - It would not be mutually exclusive with the swap meet
    - They would have their own area [three big tents with their own stations]
    - Follow Centers for Disease Control (CDC) guidelines
    - This is a form of giving back to the community that has supported the stadium for over 45 years
    - There can be a higher charge per tent for these types of vendors whose overhead will be lower
    - This can build over time like it has in cities such as San Francisco, CA, and Vancouver, WA
    - Can also incorporate food trucks
    - KCC Farmer's Market, Taste of Honolulu have all been closed and these farmers/vendors need a place to go
    - This would be good during the holiday season
  - b. Building Industry Association (BIA) normally held at the Blaisdell and therefore is closed. This could be held outside.
    - Construction industry is still booming in Hawaii
    - Many people renovating and building
  - c. Christmas Tree Sale
    - Good money maker with immediate sales
    - Arts and crafts booths can be added

Discussion

- Member Fujimoto agreed that the craft fairs are big in Hawaii during the holidays. If craft fairs were outdoors, it might be easier to comply with regulations. The stadium can provide an outdoor setting with coverage

under tents, however he's not sure how that impacts safety, contracts, etc. Craft fairs already have their organizers, vendors, email lists in place, but they might need a bigger venue to spread out for safety.

Member Abe added that she feels we can follow CDC guidelines [spacing between tents] and the swap meet is already doing this, while they are importing things from foreign countries. This is a similar venue, but it is for the local businesses who are really suffering right now. This is a win-win situation. This is out in the open air, a lot of sun, open breezes, people should wear a mask, and social distance.

- Member Morioka recommended to see what kind of due diligence can be done to see if these proposals might conflict with some of the current contracts such as the swap meet. The craft fair may be in direct competition with the swap meet contract, so we need to make sure we are clear on any non-compete issues that may arise.

Member Abe agreed that she is not aware of the operations or any contracts that the stadium has or what is required. She is putting the idea out to start the discussion.

- Chair Yamasaki added that the report will benefit by the mayor's announcement and distribution of his tiers system. The system gives us clear guidelines of what we can and cannot do from the mayor and his administration. Chair would like the committee to include these constraints and factors, see how they relate to each other in the report, so the board can take that information and take any action if necessary.

Member Iosua concluded that Member Minn has some additional ideas and the committee will work to have the report ready prior to the next board meeting.

D. External Affairs Committee (EAC):

1. Committee Chair's Report

Member Fink stated that the EAC did not meet and he did not have anything to add other than the reports that were in the packets.

2. Contractor Reports

- a. IMG/Learfield/Hawaii Sports Properties – Attached
- b. Centerplate - Attached

3. Stakeholder Reports

a. University of Hawaii - David Matlin Reported:

Much work is being done for the Mountain West conference to return to play in a safe and healthy manner with proper testing and protocols. We will follow governmental guidelines and we hope to get an update soon.

Member Iosua asked how the protocols are being handled to test prior to arriving to a game.

Mr. Matlin explained UH would have to follow NCAA, conference guidelines, and meet the state protocols [some criteria are still to be determined].

- b. Honolulu Authority for Rapid Transport (HART) – Attached
  - c. Transit Oriented Development (TOD) – None
  - d. Hawaii Interagency Council for Transit Oriented Development (HIC-TOD) – None
4. NASED Coordination Committee Report – Attached
- Chair Morioka stated the committee continues to meet regularly and introduced Chris Kinimaka for an update:

Ms. Kinimaka stated that the New Aloha Entertainment District (NASED) is about to cross the next important milestone which is the publication of the draft Problematic Environmental Impact Statement (PEIS) as part of the Environmental Impact Statement (EIS) process.

The EIS process is mandated by Chapter 343 of the Hawaii Revised Statutes (HRS) for trigger projects which does include projects that are built on state land or that utilize state funds. At its core, this is a full disclosure process that requires thorough research studies, analysis, and outreach to potentially affected stakeholders to address environmental impacts that include cultural and historic impacts. Successful completion of this process can make or break a project, no matter how large or important it may be. Examples of negative effects are the Super Ferry, whose claim was that an exemption was denied and is now an extinct program, and the Thirty Meter Telescope (TMT). Although the TMT EIS was accepted, stakeholder groups continued to protest to propose mitigation actions and have caused costly delays to the project. With this awareness in mind, our project team has been working diligently to reach this milestone.

Stacey Jones, Owner and CEO of Crawford Architects - See Attached Power Point

Mr. Jones provided comment regarding Market Verification:

RCLCO (Real Estate Advisors) looks at understanding the potential value of the site as it gets developed in a return to the state through lease hold. They are assessing the economic drive that will come out of this development, so we can understand why it's important that the stadium is supported by mixed-use development. They are seeking to ensure that the ongoing costs for maintaining the stadium for decades is a lessened financial burden by the stadium coexisting within a mixed-use development. Those developments can contribute funding back to the state to help pay for the stadium's costs and start to return a positive cash flow to the state's coffers going forward. RCLCO helps us understand this process.

Keola Cheng defined EIS: Environmental and review disclosure process that is required by law. The EIS serves as a vehicle for disclosure of environmental

impacts associated with the proposed action. It is not a permit, nor is it an approval to proceed. The acceptance of the final EIS means that content, processing, and procedural requirements have been met. The true meaning of EIS is an environmental disclosure document.

Mr. Jones provided comment regarding Due Diligence:

Due diligence is not only about the Stadium, it's capacity, and program needs, but it's also incumbent to ensure that the touchstones from the beginning of the project remain relevant. We have looked at the vision for NASED to make sure that it is articulated clearly in the Master Plan. We are looking at various delivery methodologies, and given that this is a Private Public Partnership (P3) delivery methodology, we need to constantly make wise and intelligent decisions about the delivery. We are comparing the P3 to other traditional delivery methodologies to make sure we are sufficiently analyzing the benefits from choices that we are currently recommending. We are also looking at operations, the financial analysis for the stadium, and the real estate equation for the site. All these components are part of the due diligence process. We will be in a position by the end of this month to present a consolidated report back to the client.

Mr. Jones summarized:

We are currently putting together the transaction documents for the Request for Proposal (RFP). We have selected priority listed respondents [short listed] developers who will receive the RFP documentation when it is complete and ready to be published. Before we receive ideas and proposals back from the developers, we'll be going through several steps with each of the developers, gathering their information [advice] and advising them along the way. We will work closely with each of the developers to ensure their proposals are perfected. The winner will then be selected based on certain criteria such as the best designs, best value to the state, etc. We will learn from them what they are proposing in terms of a schedule to get us to a football opening date. We were originally looking towards opening for Fall football in 2023, however with the current process and delays, it's put pressure on that delivery date for Fall football 2023. We will be discussing with each of the developers and their construction teams what they anticipate a schedule to be. We hope to start the project delivery phase in 2021 with a construction period of approximately 2 ½ years.

#### Discussion

- Mr. Franz Kraintz with TOD commended the NASED consultant team and DAGS for including Department of Planning and Permitting (DPP) in the review of the project. They appreciate the adherence of the overall TOD principles that have been incorporated. Although there have been some differences in the beginning, DPP may see some amendments to the TOD plan to ensure things align with this effort.

Chair Yamasaki thanked Mr. Kraintz for his coordination and efforts going through the TOD process with the board's participation. Ms. Kinimaka also thanked Mr. Kraintz and added there has been an unprecedented

collaborative process with City and County, multiple state agencies, and the community which all started with Halawa TOD.

- Member Abe asked since the location of the stadium is close to ocean water, if the material that is being projected to use has been tested for salt water conditions, so we won't have to repeat what has happened before. She asked what type of materials, what type of salt resistant, and salt erosion problems the stadium might have.

Ms. Kinimaka responded that one of the key components of this process, [because it's a P3] is we are anticipating going with a Design Build Finance Maintain (DBFM) model. The maintenance part is very critical, and we depend on the developers to do the research and homework because they will have to maintain whatever they build. We are looking at proven materials and technology for everything they will install. The developer takes on the risk and the task of maintaining what they propose.

- Member Abe asked on our end if it is reviewed and if we have certain standards.

Mr. Jones responded that it is reviewed in addition to publishing [in the RFP] a list of technical requirements that cover the building materials, the longevity, sustainability, and other aspects about the suitability for the building in addition to mechanical systems, waterproofing for the building, and the quality of the materials. It is up to the design team, the contractor, and ultimately the developer who is responsible for the building to ensure that those elements add up to a building that is extremely resilient because it must last for many decades into the future.

- Member Fink commented on the parking structures and asked if there is ample space for tailgating and open-air parking since there seems to be several parking structures.

Mr. Pastine responded that in the concept for Option B, during the early phases of 1A & 1B, there is ample parking available over the next 10-15 years for tailgating, swap meet, state fair, etc. When the parking garages start to fit in, we will lose some of the spaces for tailgating, however it is something we want to keep in the technical requirements and the directives to the developers as a requirement to provide those spaces. They may change and get smaller, get consolidated or more focused, but we do want to keep them in there. In Plan B we anticipate that the amphitheater/park with the ring road around there would be available for tailgating on game day. We've created some diagrams where the swap meet can take place, in the future if Option B goes forward. Most of the parking garages have a super elevated first level, so we anticipate that the swap meet can take place in those garages under cover, along with some of it on the ring road on the outside. We do not want to lose those elements of the site.



Member Abe added that tailgating is a big part of the culture, and some fans will not show up to a game without tailgating, so it should be considered in the design.

- Member Burgess asked about the approval process as it relates to other procedures that need to take place such as an Aquatic Invasive Species (AIS) and/or a Special Management Area (SMA). She was not sure if we are required to receive those or if Crawford is the entity to answer those questions. She was wondering on the timing on that if an AIS is required and/or if an SMA permit is required of this project.

Ms. Kinimaka responded that as part of the due diligence of this project, that is another prong that we are very actively addressing and that is all the building code, the permits, and certifications that are required. We will be undertaking on a full AIS on the entire site. We have looked at all the other requirements and that's parallel in effort to everything that we are showing you today as the EIS, but those issues are what we do to de-risk the project for the developer. We are working closely with the county and state agencies to make sure that we analyze and respond to all those requirements.

- Member Burgess asked when does the full AIS process take place. Ms. Kinimaka explained we are in negotiations to include that scope in the consultant's work, so that could start by the end of the year. The preliminary work to go into the AIS has already started with our cultural group.

Mr. Jones added that Cultural Surveys Hawaii is the firm that is part of our consultant group that is undertaking the AIS work. It is our recommendation that the AIS for the entire Halawa site be done at this time to ensure that we are delivering [with complete knowledge] an artifact free site, or one that cultural artifacts have been identified so that the developers are not building that risk into their proposals. The outcome for the AIS is quite extensive, a study has been submitted to us and undertakes 21 archeological digs. That information will be available at the time of a developer is selected so the outcome for that will be built in to their proposals. It's an extensive study and some of their work has already been incorporated into the EIS.

Ms. Kinimaka also added that this is all done in coordination with the State Historic Preservation Division (SHPD), so it's been part of the early collaboration with all the key stakeholders to make sure we are headed down the right path.

- Member Burgess asked if there was any discussion around identified cultural and lineal descendants of the area, and if there are consultation meetings taking place.

Ms. Kinimaka answered in the affirmative and explained it started early in the project process and we continue to touch base with the stakeholders. We've been given contacts to follow up with and reports that our team continues to sift through and get down to details to make sure that we fully vet the site.

- Member Burgess asked if they will be informed prior to any trenching starts.

Mr. Cheng responded that as a requirement of the EIS process we have been preparing a Cultural Impact Assessment (CIA). We have Tricia Watson from Honua Consulting leading that effort. In conjunction with the CIA effort, she's been in consultation with lineal and cultural descendants. Ms. Watson has conducted interviews, that report has been completed, and its packed into the EIS and summarized as well. She has also been scoped to handle consultation coordination between lineal and cultural descendants. Regarding SMA, to clarify, the NASED site it just outside the SMA. It is anything Makai of Kamehameha highway is considered within the SMA.

Chair Yamasaki thanked Ms. Kinimaka and her team for all their efforts in the complex process of moving NASED forward.

5. Legislative Committee Report

Chair Yamasaki stated the legislative committee was left open because there was thought that there might be a special session. However, if there is activity by the legislature, then we can ask Chair Iosua to provide a report.

E. Governance Committee

1. Committee Chair's Report – There was no meeting and no report.

V. EXECUTIVE SESSION  
None

VI. UNFINISHED BUSINESS  
None

VII. NEW BUSINESS  
None

VIII. ANNOUNCEMENTS

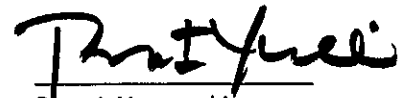
Chair Yamasaki announced that the next Board meeting scheduled for October 29, 2020 will be held via Zoom at 8:30 a.m.

Chair Yamasaki stated that the board is appreciative of the county administration, their decision and guidance with the tiers, what's allowable to help us make decisions to best serve

our mission. Since things change daily, if there is anything that requires board action, we do have the ability to call a special board meeting.

IX. ADJOURNMENT

AT 10:10 A.M. A MOTION WAS MADE BY MEMBER IOSUA AND SECONDED BY MEMBER ABE TO ADJOURN THE MEETING. THE MOTION WAS UNANIMOUSLY CARRIED.



Ross I. Yamasaki  
Chairman

Recorded by: Colette May

Date: September 24, 2020