



SANTA CLARA STADIUM AUTHORITY FINANCIAL STATUS REPORT

Quarter Ending December 31, 2015



February 23, 2016

NFL EVENTS

The following table includes game by game statistics for the NFL events that were held during the current reporting period.

Levi's Stadium 2015-16 NFL Event Statistics

	-	Game 1 vs Cowboys 08/17/15	Chargers 09/03/15	Game 3 vs Vikings 09/14/15	(Game 4 vs Packers 10/04/15	ď	Same 5 vs Ravens 10/18/15	Game 6 vs Geahawks 10/22/15
No. of Tickets Sold		67,230	64,841	66,563		68,864		66,698	68,361
NFL Ticket Surcharge	\$	416,404	\$ 402,363	\$ 1,029,040	\$	1,068,878	\$	822,276	\$ 1,054,119
Senior/Youth Program Fees	\$	23,531	\$ 22,694	\$ 23,297	\$	24,102	\$	23,344	\$ 23,926
Cars Parked at Offsite Lots		7,955	3,833	5,198		6,141		5,014	5,127
City Offsite Parking Fee	\$	40,411	\$ 19,472	\$ 26,406	\$	31,196	\$	25,471	\$ 26,045
Cars Parked on Golf Course		1,772	2,334	3,247		2,248		2,349	3,127
Cars Parked on Tasman Lots		707	566	694		715		585	783
City Golf Course/Tasman Lot Parking Fee	\$	12,395	\$ 14,500	\$ 19,705	\$	14,815	\$	14,670	\$ 19,550
Total Stadium Public Safety Costs	\$	224,239	\$ 209,443	\$ 237,613	\$	235,203	\$	235,653	\$ 238,818
Offsite Parking Fee Credit	\$	(40,411)	\$ (19,472)	\$ (26,406)	\$	(31,196)	\$	(25,471)	\$ (26,045)
Reimbursable Stadium Public Safety Costs	\$	183,828	\$ 189,972	\$ 211,207	\$	204,007	\$	210,182	\$ 212,773
Reimbursable Golf Course Public Safety Costs	\$	6,658	\$ 10,474	\$ 8,109	\$	9,182	\$	9,663	\$ 8,139
Total Reimbursable Public Safety Costs	\$	190,486	\$ 200,446	\$ 219,316	_	213,189	\$	219,845	\$ 220,912
Amount Reimbursed through 12/31/15	\$	190,486	\$ 201,902	\$ 220,287	\$	9,182	\$	-	\$ -
Amount Outstanding as of 12/31/15	\$	-	\$ (1,456)	\$ (971)	_	204,007	\$	219,845	\$ 220,912

	Same 7 vs Falcons 11/08/15	1	Game 8 vs Cardinals 11/29/15	(Game 9 vs Bengals 12/20/15	ame 10 vs Rams 01/03/16	Total
No. of Tickets Sold	66,863		66,556		66,292	-	602,268
NFL Ticket Surcharge	\$ 822,111	\$	817,387	\$	1,015,693	\$ -	\$ 7,448,271
Senior/Youth Program Fees	\$ 23,402	\$	23,295	\$	-	\$ -	\$ 187,592
Cars Parked at Offsite Lots	6,254		6,278		5,575	-	51,375
City Offsite Parking Fee	\$ 31,770	\$	31,892	\$	28,321	\$ -	\$ 260,985
Cars Parked on Golf Course	1,284		1,262		1,200	-	18,823
Cars Parked on Tasman Lots	719		716		699	-	6,184
City Golf Course/Tasman Lot Parking Fee	\$ 10,015	\$	9,890	\$	9,495	\$ -	\$ 125,035
Total Stadium Public Safety Costs (1)	\$ 246,371	\$	265,017	\$	200,340	\$ -	\$ 2,092,697
Offsite Parking Fee Credit	\$ (31,770)	\$	(31,892)	\$	(28,321)	\$ -	\$ (260,985)
Reimbursable Stadium Public Safety Costs	\$ 214,601	\$	233,125	\$	172,019	\$ -	\$ 1,831,712
Reimbursable Golf Course Public Safety Costs (1)	\$ 6,764	\$	7,932	\$	4,079	\$ -	\$ 71,000
Total Reimbursable Public Safety Costs	\$ 221,365	\$	241,057	\$	176,098	\$ -	\$ 1,902,713
Amount Reimbursed through 12/31/15	\$ -	\$		\$	-	\$ -	\$ 621,857
Amount Outstanding as of 12/31/15	\$ 221,365	\$	241,057	\$	176,098	\$ -	\$ 1,280,855

⁽¹⁾ For Game 9 vs. Bengals, outside public safety agency costs are pending.

NFL Event Tickets

In total, the 49ers played 9 NFL games (two pre-season games and seven regular season games) in the first three quarters of the 2015-16 fiscal year at Levi's Stadium. The total number of tickets sold to these nine games were 602,268, an average of 66,919 tickets sold for each game.

NFL Ticket Surcharge

During the current reporting period, \$7.45 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.

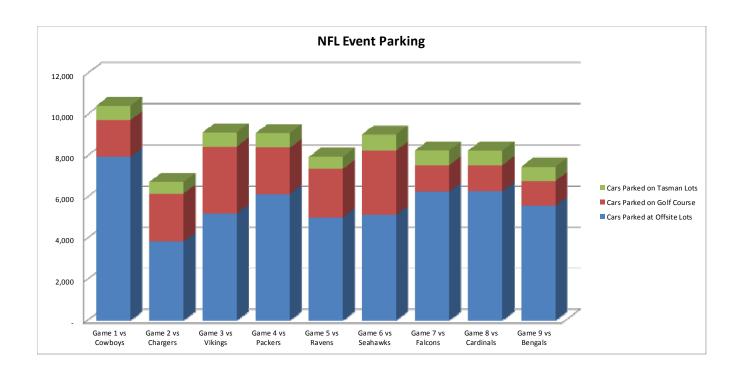
Senior and Youth Program Fees

In the first three quarters of the 2015-16 fiscal year, the Stadium Authority remitted a total of \$211 thousand to the City to support senior and youth programs.

Parking Fees

For the NFL events, a total of 51,375 cars were parked in permitted offsite parking lots during the first three quarters of the current fiscal year. 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 to offset the cost of public safety services provided to those operators. This fee was \$4.92 per space per event through June 2015, after which the fee was increased to \$5.08 per space per event in accordance with the City's 2015-16 Municipal Fee Schedule. This offsite parking fee generated \$261 thousand during this reporting period.

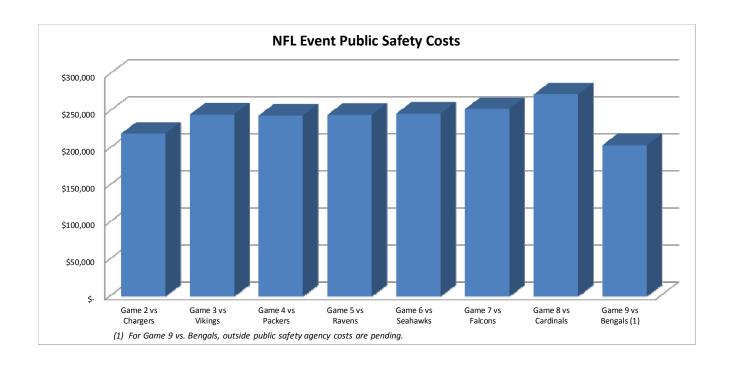
The Additional Parking Rights Agreement also allows for parking on the golf course during events held at Levi's Stadium and requires a fee of \$5.00 per space per event be paid to the City of Santa Clara to offset lost revenue from closure of the golf course. Additionally, the City collects a fee of \$5.00 per space for all cars that are parked on the Tasman surface lots during NFL events. A total of 25,007 cars were parked on the golf course and Tasman lots during NFL events which resulted in \$125 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 nine-month period ended December 31, 2015, there were \$2.2 million of stadium public safety costs. Of this amount, \$261 thousand were covered by the offsite parking fees that were collected and the remaining \$1.9 million were invoiced to the Stadium Manager.



NON-NFL EVENTS

During the first three quarters of its second operating fiscal year ending March 31, 2016, the Stadium Authority held fifteen ticketed events at Levi's Stadium. Statistics for these events are shown in the following table.

Levi's Stadium 2015-16 Q1 - Q3 Non-NFL Event Statistics

	onster Jam 04/11/15	S	upercross 04/18/15	Ke	nny Chesney Concert 05/02/15	arthquakes occer Match 05/24/15	ateful Dead Concert #1 06/27/15
No. of Tickets Sold	37,217		30,871		42,382	20,692	77,738
Non-NFL Ticket Surcharge	\$ 148,868	\$	123,484	\$	169,528	\$ 82,768	\$ 310,952
Cars Parked at Offsite Lots	3,811		4,963		4,160	3,089	5,492
City Offsite Parking Fee	\$ 18,750	\$	24,418	\$	20,467	\$ 15,198	\$ 27,021
Cars Parked on Golf Course	1,592		1,870		1,931	1,562	1,189
City Golf Course Parking Fee	\$ 7,960	\$	9,350	\$	9,655	\$ 7,810	\$ 5,945
Total Stadium Public Safety Costs	\$ 194,578	\$	207,805	\$	228,411	\$ 163,887	\$ 298,057
Offsite Parking Fee Credit	\$ (18,750)	\$	(24,418)	\$	(20,467)	\$ (15,198)	\$ (27,021)
Reimbursable Stadium Public Safety Costs	\$ 175,828	\$	183,387	\$	207,944	\$ 148,689	\$ 271,036
Reimbursable Golf Course Public Safety Costs	\$ 10,539	\$	9,271	\$	13,013	\$ 7,300	\$ 16,891
Total Reimbursable Public Safety Costs	\$ 186,367	\$	192,659	\$	220,957	\$ 155,989	\$ 287,927
Amount Reimbursed through 12/31/15	\$ 186,367	\$	192,659	\$	220,957	\$ 155,989	\$ 289,792
Amount Outstanding as of 12/31/15	\$ -	\$	-	\$	-	\$ -	\$ (1,865)
			·				

	cateful Dead Concert #2 06/28/15	Oi	ne Direction Concert 07/11/15	Manchester nited Soccer 07/25/15	V	Charlie /edemeyer 08/01/15	aylor Swift Concert #1 08/14/15
No. of Tickets Sold	75,452		46,228	63,236		4,347	48,063
Non-NFL Ticket Surcharge	\$ 301,808	\$	184,912	\$ 252,944	\$	17,388	\$ 192,252
Cars Parked at Offsite Lots	5,700		2,893	7,491		315	4,513
City Offsite Parking Fee	\$ 28,044	\$	14,696	\$ 38,054	\$	1,600	\$ 22,926
Cars Parked on Golf Course	1,321		3,467	2,972		-	1,418
City Golf Course Parking Fee	\$ 6,605	\$	17,335	\$ 14,860	\$	-	\$ 7,090
Total Stadium Public Safety Costs	\$ 299,803	\$	199,443	\$ 244,158	\$	11,197	\$ 209,160
Offsite Parking Fee Credit	\$ (28,044)	\$	(14,696)	\$ (38,054)	\$	(1,600)	\$ (22,926)
Reimbursable Stadium Public Safety Costs	\$ 271,759	\$	184,746	\$ 206,104	\$	9,597	\$ 186,234
Reimbursable Golf Course Public Safety Costs	\$ 16,936	\$	6,053	\$ 7,358	\$	-	\$ 7,910
Total Reimbursable Public Safety Costs	\$ 288,696	\$	190,799	\$ 213,462	\$	9,597	\$ 194,145
Amount Reimbursed through 12/31/15	\$ 290,762	\$	190,799	\$ 213,462	\$	11,197	\$ 194,145
Amount Outstanding as of 12/31/15	\$ (2,066)	\$	-	\$ -	\$	(1,600)	\$ -

	С	ylor Swift oncert #2 08/15/15	Luke Bryan Concert 08/29/15	•	riday Night Lights 09/18/15	Cha	PAC 12 ampionship 12/20/15	Fo	ster Farms Bowl 12/26/15	Non-NFL ceted Event Totals
No. of Tickets Sold Non-NFL Ticket Surcharge	\$	49,940 199,760	\$ 36,491 145,964	\$	9,733	\$	52,171 208,684	\$	29,126 116,504	\$ 623,687 2,455,816
Cars Parked at Offsite Lots City Offsite Parking Fee	\$	5,985 30,404	\$ 4,407 22,388	\$	-	\$	2,341 11,892	\$	560 2,845	\$ 55,720 278,703
Cars Parked on Golf Course City Golf Course Parking Fee	\$	1,304 6,520	\$ 1,117 5,585	\$	-	\$	1,545 7,725	\$	284 1,420	\$ 21,572 107,860
Total Stadium Public Safety Costs Offsite Parking Fee Credit	\$ \$	210,491 (30,404)	\$ 251,591 (22,388)	\$	11,569	\$ \$	217,582 (11,892)	\$	160,788 (2,845)	\$ 2,908,521 (278,703)
Reimbursable Stadium Public Safety Costs	\$	180,087	\$ 229,203	\$	11,569	\$	205,690	\$	157,943	\$ 2,629,818
Reimbursable Golf Course Public Safety Costs	\$	8,191	\$ 9,978	\$		\$	6,401	\$	-	119,842
Total Reimbursable Public Safety Costs	\$	188,278	\$ 239,181	\$	11,569	\$	212,091	\$	157,943	\$ 2,749,659
Amount Reimbursed through 12/31/15	\$	188,461	\$ 239,181	\$	11,569	\$	-	\$	-	\$ 2,385,339
Amount Outstanding as of 12/31/15	\$	(183)	\$ -	\$	-	\$	212,091	\$	157,943	\$ 364,320

There were also a number of smaller special events held in Levi's Stadium during the current reporting period. Examples of these special events include corporate events of various sizes, weddings, holiday parties, etc. The table below shows a few statistics for these events.

	Spe	lon-NFL cial Event Totals
No. of Events		171
No. of Attendees		97,747
Reimbursable Stadium Public Safety Costs	\$	94,837
Amount Reimbursed through 12/31/15	\$	94,837
Amount Outstanding as of 12/31/15	\$	-

Non-NFL Event Tickets

There were a total of 623,687 total tickets sold for the fifteen ticketed non-NFL events that were held during the current reporting period. There were also 171 smaller special events with 97,747 total attendees.

Net Non-NFL Event Revenue

The Stadium Authority received \$5.2 million from the Stadium Manager for net non-NFL event revenue related to all non-NFL events that were held during its initial year (i.e., in eight months of operation from August 1, 2014 March 31, 2015). This included the large ticketed events and the smaller special events.

In regards to the non-NFL events that have been held in the first three quarters of the current fiscal year, City staff reviews the detailed information on each of these events with the Stadium Manager. However, 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 considered to be proprietary information. For this reason, non-NFL event net income is reported annually, after the close of the prior fiscal year.

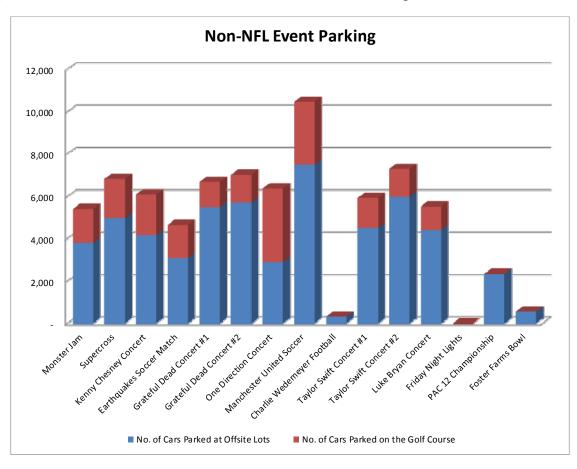
Non-NFL Event Ticket Surcharge

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 unless the Stadium Authority waives the surcharge. Of the fifteen non-NFL events, the surcharge was collected for all events except the Friday Night Lights high school football game. \$2.5 million of non-NFL ticket surcharge was collected during the first three quarters of the 2015-16 fiscal year. This was collected by the Stadium Manager on behalf of the Stadium Authority. Of this amount, \$2.4 million has been submitted by the Stadium Manager to the Stadium Authority as of December 31, 2015. 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.

Non-NFL Parking Fees

A total of 55,720 cars were parked in permitted offsite parking lots for all of the ticketed non-NFL events resulting in the City collecting \$279 thousand in offsite parking fees. These fees were used to partly offset public safety costs.

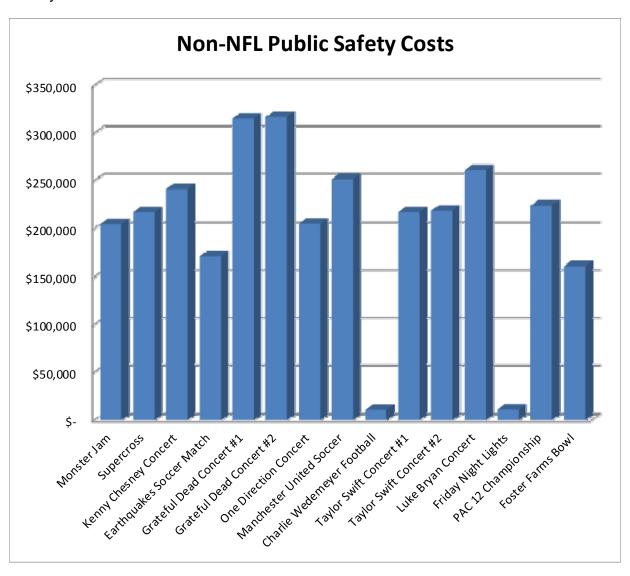
A total of 21,572 cars were parked on the golf course during the non-NFL events which resulted in a total of \$108 thousand in golf course parking fees being remitted to the City. These fees offset lost revenue from the closure of the golf course.



Public Safety Costs

The total public safety costs associated with the ticketed non-NFL events were \$3.0 million. Of this amount, \$279 thousand were covered by the offsite parking fee described above and the remaining \$2.7 million were invoiced by the City to the Stadium Manager on the Stadium Authority's behalf.

The total public safety costs associated with services provided for non-ticketed non-NFL events held at Levi's Stadium were \$95 thousand which where were also invoiced by the City.



SANTA CLARA STADIUM AUTHORITY BUDGET STATUS REPORTS

Operating Budget

The Stadium Authority's 2015-16 operating budget included \$23.5 million in estimated revenues (net of transfers) and \$17.2 million in appropriations. Total operating revenues (net of transfers) for the nine-month period ended December 31, 2015 were \$(3.6) million. This is primarily due to the timing of transfers from the operating fund to the debt service fund. The largest contributing factor being a higher than expected collection on Stadium Builder Licenses (SBLs) in the prior fiscal year. Operating expenses totaled \$13.8 million during this same period.

Santa Clara Stadium Authority

Operating Budget Status Report

As of December 31, 2015

			Remaining	% Budget
	Budget	Actual	Budget	Collected
Operating Revenues				
NFL Ticket Surcharge	8,366,000	7,456,168	909,832	89.12%
SBL Proceeds	30,596,000	-	30,596,000	0.00%
Interest	-	4,933	(4,933)	N/A
SBL Resale Proceeds	500,000	-	500,000	0.00%
Net Revenues from Non-NFL Events	5,000,000	5,197,175	(197,175)	103.94%
Naming Rights	6,000,883	2,956,100	3,044,783	49.26%
Sponsorship Revenue (STR)	541,414	741,322	(199,908)	136.92%
Rent	24,500,000	19,000,000	5,500,000	77.55%
Senior & Youth Program Fees	239,000	210,794	28,206	88.20%
Fanwalk Revenue	112,600	28,157	84,443	25.01%
Non-NFL Event Ticket Surcharge	2,194,000	2,728,136	(534,136)	124.35%
Net Transfers	(54,563,000)	(41,882,617)	(12,680,383)	76.76%
Total Operating Revenues	23,486,897	(3,559,832)	27,046,729	-15.16%

			Remaining	% Budget
	Budget	Actual	Budget	Used
Operating Expenses				
Operating Expenses - Stadium Manager	6,446,000	4,774,784	1,671,216	74.07%
SBL Sales and Service	1,574,000	1,135,822	438,178	72.16%
Insurance	2,626,996	2,502,725	124,271	95.27%
Senior & Youth Program Fees	239,000	187,592	51,408	78.49%
Other Expenses	3,020,089	1,754,955	1,265,134	58.11%
Ground Rent	215,000	215,000	-	100.00%
Performance Rent	2,410,000	2,508,587	(98,587)	104.09%
Discretionary Fund Expense	670,000	714,028	(44,028)	106.57%
Total Operating Expenses	17,201,085	13,793,492	3,407,593	80.19%

Debt Service Budget

The Stadium Authority's total 2015-16 fiscal year debt service estimated revenues are \$60.4 million. Actual revenues for the first three quarters was \$58.0 million. Total actual debt service expenses during this period were \$32.5 million, of which \$15.9 million was used to pay down long-term debt principal.

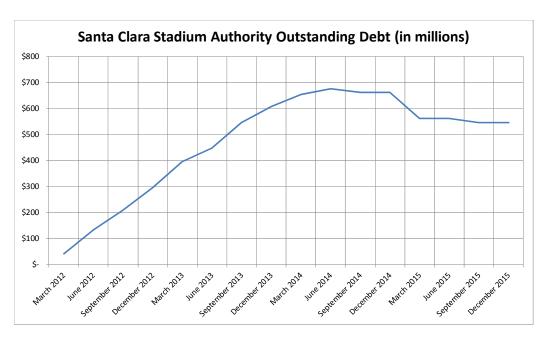
The total outstanding principal on Stadium Authority debt as of December 31, 2015 is \$545.2 million. Additionally, the cost allocation study was recently completed and project costs will be shifted from the Stadium Authority to StadCo, resulting in a reduction in the amount of principal outstanding on the StadCo Subordinated Loan and the overall debt of the Stadium Authority.

Santa Clara Stadium Authority

Debt Service Budget Status Report

As of December 31, 2015

Budget	Actual	Remaining Budget	% Budget Collected
6,209,333	6,209,333	-	100.00%
2,709,160	2,599,308	109,852	95.95%
51,473,000	49,221,513	2,251,487	95.63%
60,391,493	58,030,154	2,361,339	96.09%
Product	Astron	Remaining	% Budget Used
	6,209,333 2,709,160 51,473,000	6,209,333 6,209,333 2,709,160 2,599,308 51,473,000 49,221,513 60,391,493 58,030,154	Budget Actual Budget 6,209,333 6,209,333 - 2,709,160 2,599,308 109,852 51,473,000 49,221,513 2,251,487 60,391,493 58,030,154 2,361,339 Remaining



Capital Improvement Project Budget

Through December 31, 2015, the Stadium Authority had spent \$909 million on the construction of Levi's Stadium.

A cost allocation study has now been completed by a third party consultant, and the Stadium Authority's final development costs are \$879 million, meaning that the Stadium Authority's share of the project was \$136 million under budget.

Santa Clara Stadium Authority

CIP Budget Status Report

As of December 31, 2015

			Remaining
_	Budget	Actual	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	238,134,408	7,265,592
Construction Period Revenues	312,000,000	308,606,641	3,393,359
Net Transfers	5,000,000	(117,476,991)	122,476,991
Total CIP Revenues	1,015,000,000	915,266,052	99,733,948

	Budget	Actual	Remaining Budget
CIP Expenses			
Construction	1,015,000,000	909,005,456	105,994,544
Total CIP Expenses	1,015,000,000	909,005,456	105,994,544

The 2015-16 fiscal year budget also appropriated \$3 million to be spent on capital improvements related to Levi's Stadium. That amount along with the prior year's carry forward of \$300 thousand brings the total capital improvement appropriations up to \$3.3 million. None of these funds have been spent as of December 31, 2015.

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.

City of Santa Clara

Net Benefit to the General Fund

For Nine-Month Period Ending December 31, 2015

General Fund Revenues

Public Safety Cost Reimbursement	
NFL Public Safety Cost Reimbursement	733,820
Non-NFL Event Public Safety Cost Reimbursement	3,413,640
City Offsite Parking Fees	691,229
Subtotal Public Safety Cost Reimbursement	4,838,689
A desirable Cost Daire burgare	500,000
Administrative Cost Reimbursement	529,636
Ground Rent	215,000
Performance Rent	2,508,587
Senior and Youth Fee	187,592
Total General Fund Revenues	8,279,503
	8,279,503
Total General Fund Revenues General Fund Expenditures	8,279,503
	8,279,503
	8,279,503
General Fund Expenditures	8,279,503 2,163,698
General Fund Expenditures Public Safety Costs	
General Fund Expenditures Public Safety Costs NFL Event Public Safety Costs	2,163,698
General Fund Expenditures Public Safety Costs NFL Event Public Safety Costs Non-NFL Event Public Safety Costs	2,163,698 3,028,363
General Fund Expenditures Public Safety Costs NFL Event Public Safety Costs Non-NFL Event Public Safety Costs	2,163,698 3,028,363

General Fund Benefit*

Net General Fund Benefit	2,550,748

- (1) This table shows General Fund revenue received and expenditures made during the current Stadium Authority reporting period (i.e., April 1, 2015 through September 30, 2015). For example, since the 2014-15 performance rent was received by the City in 2015-16, it is included in this report even though it relates to the prior fiscal year.
- (2) General Fund benefit does not include additional sales tax and transient occupancy tax flowing to the General Fund due the impacts of Levi's Stadium.

Public Safety and Administrative Cost Reimbursement

During the nine-month period ending December 31, 2015, the City's General Fund received \$4.8 million in the form of public safety reimbursements through the combination of payments from the Stadium Manager, the Stadium Authority, and the offsite parking fees that were collected. It is important to note that due to the timing of when the public safety invoices are created and sent out to the Stadium Manager for reimbursement, the expenditures and reimbursements do not always line up in the same reporting period.

In the past three quarters, a total of \$537 thousand of administrative costs were incurred by the General Fund. During the same time period, \$530 thousand in administrative cost reimbursements were made to the General Fund by the Stadium Authority (\$281 thousand was reimbursed from the Stadium Authority's Capital Improvement Project Budget, and \$249 thousand was reimbursed from the Stadium Authority's Operating Budget). As with the public safety costs, there is a lag between when the cost is incurred and when the reimbursement occurs.

Fixed Base Rent and Performance-Based Rent

In July 2015, the City received \$215,000 of fixed base rent for the Stadium Authority's second fiscal year of operations.

As described in the Non-NFL Event section of this report, the Stadium Authority earned \$5.2 million in net non-NFL event revenue during its initial year. Of this amount, \$2.5 million was paid to the City as performance-based rent (50% of the Stadium Authority's non-NFL net revenue less a fixed base rent credit equal to 50% of the 2014-15 fixed base rent).

Senior and Youth Program Fees

In the nine-month period covered by this report, there were nine NFL games for which the senior and youth program fees were collected. The Stadium Authority therefore remitted a total of \$188 thousand to the City of Santa Clara to support senior and youth programs.

Tasman Lots Parking Fees

A total of 6,184 cars were parked on the Tasman lots during the nine NFL events that were held during this reporting period. This will result in \$31 thousand in parking fees for the City of Santa Clara.