



## Agenda Report

22-271

Agenda Date: 4/19/2022

### REPORT TO STADIUM AUTHORITY BOARD

#### SUBJECT

Action on the Santa Clara Stadium Authority Financial Status Report for Quarter Ending December 31, 2021 and Related Budget Amendment

#### BOARD PILLARS

Ensure Compliance with Measure J and Manage Levi's® Stadium  
Enhance Community Engagement and Transparency

#### BACKGROUND

In Fiscal Year 2014/15 the Stadium Authority Board ("Board") requested that staff prepare quarterly Santa Clara Stadium Authority ("Stadium Authority") Financial Status Reports. These reports provide an update on the events held at Levi's® Stadium, Stadium Authority finances, and the impact of Stadium Authority activity on the City of Santa Clara's ("City").

This report provides information covering the Stadium Authority's third (October 1, 2021 - December 31, 2021) quarter of the 2021/22 fiscal year.

The Adopted Stadium Authority Budget incorporates the estimated revenues and expenses for all Stadium Authority funds. The attached Financial Status Reports provide the budget to actual revenue and expense summaries for the operating, debt service, and capital funds. Analysis of the financial activity through the fiscal year measures the adherence to the budget and allows the Stadium Authority to monitor and project revenues and expenses. Any significant variances are explained in the reports.

Certain operating expense payments were withheld based on Board direction for the partial suspension of payments at the March 27, 2019 Stadium Authority Board meeting, based on the concern that public funds would be used to pay for expenses that were not legally procured, or compliant with prevailing wage law or self-dealing/ conflict of interest laws. At that meeting, the Board directed the Executive Director to only release public funds to ManagementCo when supporting documents have been submitted to show the expenses adhere to our agreements and State and local laws.

At the March 23, 2021 Stadium Authority Board meeting, the Executive Director was delegated authority to approve budget amendments of \$4.2 million to move funds from the Legal Contingency line item to Shared Expenses after the review of adequate documentations for costs based on Board direction. Subsequent to that direction, Stadium Authority staff met at Levi's® Stadium on March 30, 2021 to review documentation for shared expenses. After follow-up meetings with the Stadium Manager, payments related to compensation that were reviewed and approved for monthly payment, totaling \$4.2 million for the fiscal year.

In addition, based on conversation at Stadium Manager-Stadium Authority Quarterly meeting, it was stated that the utility costs invoiced were based on the budget, which did not factor utility costs to operate the vaccination site into consideration. Because the vaccination site is treated as an NFL sponsored event, these costs are not borne by the Stadium Authority based on the terms of the Stadium Lease Agreement. As the vaccination site was expected to operate for four to six months, the Stadium Authority requested that the portion estimated to be associated with the vaccination operations be credited back based on historical usage and per the lease requirements regarding expenses for NFL sponsored events. No additional information was provided by the Stadium Manager and the Stadium Authority continues to pay half of the invoiced amount until documentation showing a credit for the vaccination site utility usage is produced.

## **DISCUSSION**

The attached financial status reports provide information covering the Stadium Authority's third (October 1, 2021 - December 31, 2021) quarter of the 2021/22 fiscal year. The reports summarize National Football League ("NFL") and Non-NFL event activity at Levi's® Stadium and describes the financial impact of these events on the Stadium Authority and City since FY 2014/15. The report also provides the budget to actual revenue and expense summaries for the operating, debt service, and capital funds. Analysis of the financial activity through the fiscal year measures the adherence to the budget and allows the Stadium Authority to monitor and project revenues and expenses. Any significant variances are explained in the report.

### **NFL Event Revenue and Expenses**

There were nine NFL games held in the third quarter of the 2021/22 fiscal year. Levi's® Stadium hosted two pre-season NFL games of the 2021 season on August 14, 2021 and August 29, 2021 and seven regular NFL season of the 2021 season started on September 26, 2021.

### **Non-NFL Event Revenue and Expenses**

There were no ticketed Non-NFL events held in the third quarter of the 2021/22 Fiscal Year. Only smaller and non-ticketed events were held in FY 2021/22. Ticketed Non-NFL events are expected to resume in FY2022/23.

### **Stadium Builder Licenses ("SBLs")**

SBLs account for 36% of the Stadium Authority's annual budgeted revenue in FY 2021/22. There is a total of 61,548 currently active SBLs which is 93% of the 66,066 total sellable SBL seats. The value of the active SBLs amount to \$537.1 million of which \$484.7 million has already been collected.

### **Stadium Authority Budgets**

The detailed analysis of Stadium Authority budget to actual financials is provided in the attached Financial Status Reports. In summary, total operating revenues were \$47.4 million representing 73% of the overall budget for revenues and total operating expenses were \$37.1 million or 57% of the budget. The debt service fund was able to pay down \$14.0 million in debt, bringing total Stadium Authority debt down to \$282.8 million. Capital expenses were \$0.8 million representing 5% of the overall CIP budget.

### **FY 2021/22 Stadium Authority Budget Amendments**

From time to time, budget amendments may be necessary to align revenues or expenditures to

actual or unexpected activity during the course of a fiscal year. As of the timing of the publication of this report, additional information from activity known through the completion of the majority of FY 2021/22 has resulted in recommended budget amendments as follows:

1. Rope Rescue Gear Project - The Fire Department requested high angle and vertical rescue equipment to address the intricate and complex areas of the Stadium which includes an artificial high point, full rope response kit, winch, rigging, fall protection, and patient extraction device. This project was expected to complete during FY 2020/21 but experienced delays due to ongoing impact of COVID-19 on global supply chains. This project was completed in January 2022, and a budget amendment of \$27,054 is required to add this project to the FY 2021/22 CapEx Budget.
2. Stadium Personal Protective Equipment - The Police Department requested active shooter gear for the Stadium team to address the emerging threat of active shooters which includes vests, helmets, protective plates, EMS equipment, and other appropriate personal protective equipment. This project was expected to complete during FY 2020/21 but experienced delays due to ongoing impact of COVID-19 on global supply chains. This project was completed in February 2022, and a budget amendment of \$14,886 is required to add this project to the FY 2021/22 CapEx Budget.
3. Public Safety Command Post Dispatch System - The Police Department requested a system that will interface between the system that is used at the Stadium and the City's Hexagon CAD system which allows the tracking of all incidents/requests that occur during an event. In October 2019, the Stadium Authority requested information to confirm compliance with the contracts and applicable laws before issuing payment. ManagementCo provided supplemental information in March 2022, and a budget amendment of \$85,000 is required to add this project to the FY 2021/22 CapEx Budget.

### **ENVIRONMENTAL REVIEW**

The action being considered does not constitute a "project" within the meaning of the California Environmental Quality Act ("CEQA") pursuant to CEQA Guidelines section 15378(b)(4) in that it is a fiscal activity that does not involve any commitment to any specific project which may result in a potential significant impact on the environment.

### **FISCAL IMPACT**

As discussed above, the Rope Rescue Gear Project, the Stadium Personal Protective Equipment Project, and the Public Safety Command Post Dispatch System Project are not part of the Stadium Authority FY 2021/22 CapEx Budget, and the Board will need to approve a budget amendment of \$126,940. These funds will be offset by a decrease in the Stadium Authority Capital Expense Reserve.

The table below summarizes the budget amendment as discussed above:

CapEx Project	Amended Budget	Increase / (Decrease)	Amended Budget
Rope Rescue Gear Project	\$0	\$27,054	\$27,054
Stadium Personal Protective Equipment Project	\$0	\$14,886	\$14,886
Public Safety Command Post Dispatch System	\$0	\$85,000	\$85,000
Capital Expense Reserve	\$8,490,751	(\$126,940)	\$8,363,811

### **COORDINATION**

This report was coordinated with the Stadium Manager per section 4.6 of the Management Agreement as well as the Stadium Authority Counsel's Office.

### **PUBLIC CONTACT**

Public contact was made by posting the Council agenda on the City's official-notice bulletin board outside City Hall Council Chambers. A complete agenda packet is available on the City's website and in the City Clerk's Office at least 72 hours prior to a Regular Meeting and 24 hours prior to a Special Meeting. A hard copy of any agenda report may be requested by contacting the City Clerk's Office at (408) 615-2220, email [clerk@santaclaraca.gov](mailto:clerk@santaclaraca.gov) <mailto:clerk@santaclaraca.gov> or at the public information desk at any City of Santa Clara public library.

### **RECOMMENDATION**

1. Note and file the Santa Clara Stadium Authority Financial Status Report for the Quarter Ending December 31, 2021;
2. Approve a budget amendment to include the Rope Rescue Gear Project in the Stadium Authority FY 2021/22 CapEx Budget in the amount of \$27,054 from Stadium Authority Capital Expense Reserve;
3. Approve a budget amendment to include the Stadium Personal Protective Equipment Project in the Stadium Authority FY 2021/22 CapEx Budget in the amount of \$14,886 from Stadium Authority Capital Expense Reserve; and
4. Approve a budget amendment to include the Public Safety Command Post Dispatch System Project in the Stadium Authority FY 2021/22 CapEx Budget in the amount of \$85,000 from Stadium Authority Capital Expense Reserve.

Reviewed by: Kenn Lee, Treasurer

Approved by: Office of the Executive Director

### **ATTACHMENTS**

1. SCSA Financial Status Report for the Quarter Ending December 31, 2021
2. FY 2021/22 Stadium Authority Budget Amendment - Rope Rescue Gear Support
3. FY 2021/22 Stadium Authority Budget Amendment - Stadium Personal Protective Equipment Support
4. FY 2021/22 Stadium Authority Budget Amendment - Public Safety Command Post Dispatch Support

# SCSA

Santa Clara Stadium Authority

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## **SANTA CLARA STADIUM AUTHORITY FINANCIAL STATUS REPORT**

**Quarter Ending December 31, 2021**



**April 19, 2022**

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## **Introduction**

This Santa Clara Stadium Authority (“Stadium Authority”) Financial Status Report provides information covering the second quarter of the Stadium Authority’s 2021/22 fiscal year (FY) which ended on December 31, 2021. Comparative data from prior fiscal years is also included.

In addition to these quarterly reports, the Stadium Authority produces annual financial statements. The FY 2020/21 financial statements were audited by an external audit firm and presented to the Stadium Authority’s Audit Committee on September 16, 2021 and the Stadium Authority Board (“Board”) on September 28, 2021. Once presented to the Stadium Authority Board, the financial statements are published on the Stadium Authority’s website.

The Stadium Authority also prepares a detailed budget prior to the beginning of each fiscal year. The FY 2021/22 budget was considered at a study session on March 9, 2021 and adopted by the Board on March 23, 2021.

Stadium Authority finances are structured so that the City of Santa Clara (City) is not liable for the debts or obligations of the Stadium Authority. All services provided by the City, including administrative and public safety, to the Forty Niners Stadium Management Company, LLC (“ManagementCo”) or the Stadium Authority are fully reimbursed with Stadium Authority funds.

## **Methodology**

Information provided in this report was based in part on documentation submitted by ManagementCo. Specifically, NFL and Non-NFL event statistics and financial information relating to Stadium Manager expenses are provided by ManagementCo. Stadium Authority staff is limited to a review of selected financial information submitted by ManagementCo, including some source documentation for Non-NFL events with attendance greater than 25,000, submitted 45 days after each event. More detailed documents are received over 90 days after the close of the fiscal year. For all other financial information, a full detailed review and/or audit of source documentation has not been completed by the Stadium Authority for this report.

The Stadium Authority has contracted with JS Held (formerly Hagen, Streiff, Newton, & Oshiro), a forensic accounting firm, to review and evaluate Non-NFL event financial information from prior years, including source documentation. This report was discussed with the Board at the December 1, 2020 Stadium Authority Board meeting. The Stadium Authority is working with JS Held for the review of additional historical years.

The information provided reflects the best known and available at the time of the writing of this report and is subject to further revision when the full body of records becomes available and review is complete. Consequently, the Board’s notation and filing of this report should not be considered an approval of the accuracy of the information in the report.

## NFL Events

This section provides year to date and comparative data for NFL games categorized as pre-season and regular season games. In FY 2020-21, there were no fans present for the NFL games. The comparative data is based on the quarter ended December 31, 2019.

The San Francisco Forty-Niners (“49ers”) played a total of nine NFL games (two pre-season games and seven regular season games) at Levi’s® Stadium as of December 31, 2021. There was a total of 604,526 tickets sold to these NFL games, an average of 67,172 per game. This is up by 899 or 1.4% when compared to the same period in FY 2019-20. The ticket sales resulted in \$8.9 million in NFL ticket surcharge revenue (10% of ticket sales) to the Stadium Authority. The average NFL ticket surcharge revenue was \$988,933 per game in the current year which is up by \$147,704 or 17.6% from the same period in the FY 2019/20. This increase can be attributed to dynamically priced tickets to each NFL game and COVID-19 economic recovery. A total of \$211,591 of Senior and Youth Program Fees, which is based on \$0.35 per NFL ticket sold, were collected through the end of the third quarter of the fiscal year. These fees were transferred to the City’s General Fund in support of such programs.

A total of 63,718 cars were parked in the permitted offsite parking lots generating \$376,573 in offsite parking fees. The Tasman Lots Parking Fee generated \$19,650 for the General Fund in the current fiscal year. The overall number of cars parked in the permitted offsite lots and the Tasman lots rose by an average of 445 cars per game or 6.3% when compared to the FY 2019/20.

There was \$4.5 million of NFL event public safety costs in the current reporting period which is an average of \$503,792 per game. This is up from the FY 2019/20 average of \$370,151. Of the \$4.5 million NFL event public safety costs, \$3.1 million or 67.9% are direct City costs and \$1.4 million or 32.1% are outside agency costs. \$376,573 of the total NFL event public safety costs were covered by the offsite parking fees that were collected and the remaining was invoiced to ManagementCo. It should be noted that costs differ dependent on deployment needs for each event.

Statistics for the NFL games held at Levi’s® Stadium in the first three quarters of the 2021/22 fiscal year are shown in Table 1 and comparative data from all eight years of operations can be found in Table 2.



Table 1  
**Levi's® Stadium**  
**2021/22 NFL Event Statistics**  
**As of December 31, 2021**

	<b>Game 1 vs Chiefs 08/14/21</b>	<b>Game 2 vs Raiders 08/29/21</b>	<b>Game 3 vs Packers 09/26/21</b>	<b>Game 4 vs Seahawks 10/03/21</b>	<b>Game 5 vs Colts 10/24/21</b>	<b>Game 6 vs Cardinals 11/07/21</b>	<b>Game 7 vs Rams 11/15/21</b>	<b>Game 8 vs Vikings 11/28/21</b>	<b>Game 9 vs Falcons 12/19/21</b>	<b>2021/22 YTD Total</b>
No. of Tickets Sold	63,172	68,258	68,021	67,016	64,768	67,398	66,659	69,572	69,682	<b>604,546</b>
NFL Ticket Surcharge	\$ 498,759	\$ 551,632	\$ 1,601,010	\$ 1,551,718	\$ 865,536	\$ 889,178	\$ 1,128,298	\$ 901,571	\$ 912,696	<b>\$ 8,900,398</b>
Senior/Youth Program Fees	\$ 22,110	\$ 23,890	\$ 23,807	\$ 23,456	\$ 22,669	\$ 23,589	\$ 23,331	\$ 24,350	\$ 24,389	<b>\$ 211,591</b>
Cars Parked at Offsite Lots	5,340	8,145	8,193	7,581	5,514	7,244	6,066	7,718	7,917	<b>63,718</b>
City Offsite Parking Fee	\$ 31,559	\$ 48,137	\$ 48,421	\$ 44,804	\$ 32,588	\$ 42,812	\$ 35,850	\$ 45,613	\$ 46,789	<b>\$ 376,573</b>
Cars Parked on Tasman Lots	364	416	400	439	397	455	472	501	486	<b>3,930</b>
City Tasman Lot Parking Fee	\$ 1,820	\$ 2,080	\$ 2,000	\$ 2,195	\$ 1,985	\$ 2,275	\$ 2,360	\$ 2,505	\$ 2,430	<b>\$ 19,650</b>
Stadium Public Safety Costs	\$ 524,627	\$ 768,283	\$ 454,145	\$ 469,390	\$ 422,511	\$ 491,337	\$ 454,233	\$ 486,287	\$ 463,311	<b>\$ 4,534,124</b>
Less: Offsite Parking Fee Credit	\$ (31,559)	\$ (48,137)	\$ (48,421)	\$ (44,804)	\$ (32,588)	\$ (42,812)	\$ (35,850)	\$ (45,613)	\$ (46,789)	<b>\$ (376,573)</b>
Reimbursable Stadium Public Safety Costs	\$ 493,068	\$ 720,146	\$ 405,724	\$ 424,586	\$ 389,923	\$ 448,525	\$ 418,383	\$ 440,674	\$ 416,522	<b>\$ 4,157,551</b>
Amount Reimbursed	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	<b>\$ -</b>

Table 2  
**Levi's® Stadium**  
**Historical NFL Event Statistics**

	2014/15 Q3	2015/16 Q3	2016/17 Q3	2017/18 Q3	2018/19 Q3	2019/20 Q3	2020/21 Q3	2021/22 Q3
	Total	Total	Total	Total	Total	Total	Total	Total
No. of NFL Events	10	9	9	10	10	10	-	9
No. of Tickets Sold	682,095	602,268	588,794	643,189	651,237	662,731	-	604,546
NFL Ticket Surcharge	\$ 8,366,290	\$ 7,448,271	\$ 7,403,778	\$ 7,806,190	\$ 8,076,510	\$ 8,412,291	\$ -	\$ 8,900,398
Senior/Youth Program Fees	\$ 238,734	\$ 210,794	\$ 206,078	\$ 225,116	\$ 227,933	\$ 231,956	\$ -	\$ 211,591
Cars Parked at Offsite Lots	90,024	51,375	61,310	54,107	56,390	64,960	-	63,718
City Offsite Parking Fee	\$ 442,919	\$ 260,985	\$ 321,264	\$ 293,260	\$ 317,476	\$ 380,016	\$ -	\$ 376,573
Cars Parked on Tasman Lots	4,983	6,184	4,653	5,530	4,729	5,751	-	3,930
Cars Parked on Golf Course	233,306	18,823	-	-	-	-	-	-
City Tasman Lot and Golf Course Parking Fee	\$ 141,445	\$ 125,035	\$ 23,265	\$ 27,650	\$ 23,645	\$ 28,755	\$ -	\$ 19,650
Stadium Public Safety Costs	\$ 2,414,028	\$ 2,092,697	\$ 2,497,858	\$ 2,388,347	\$ 2,994,735	\$ 3,701,510	\$ -	\$ 4,534,124
Golf Course Public Safety Costs	\$ 180,766	\$ 71,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Subtotal Event Public Safety Costs	\$ 2,594,794	\$ 2,163,698	\$ 2,497,858	\$ 2,388,347	\$ 2,994,735	\$ 3,701,510	\$ -	\$ 4,534,124
Less: Offsite Parking Fee Credit	\$ (442,919)	\$ (260,985)	\$ (321,264)	\$ (293,260)	\$ (317,476)	\$ (380,016)	\$ -	\$ (376,573)
<b>Reimbursable Stadium Public Safety Costs</b>	<b>\$ 2,151,875</b>	<b>\$ 1,902,713</b>	<b>\$ 2,176,593</b>	<b>\$ 2,095,087</b>	<b>\$ 2,677,259</b>	<b>\$ 3,321,494</b>	<b>\$ -</b>	<b>\$ 4,157,551</b>
Total Amount Reimbursed	\$ 2,151,875	\$ 1,902,713	\$ 2,176,593	\$ 2,095,087	\$ 2,677,259	\$ 2,937,591	\$ -	\$ -

## Non-NFL Events

This section provides annual and comparative data for Non-NFL events categorized as events ranging from high school and college football games, international soccer matches, concerts, wedding fairs, and special events. There were no Non-NFL events due to the pandemic, and only smaller, non-ticketed events are held in FY 2021/22.

Statistics for FY 2021/22 events are shown in Table 3 and comparative data from all eight years of operations for the Non-NFL ticketed events and special events are shown in Table 4.

Table 3  
**Levi's® Stadium**  
**FY2021/22 Non-NFL Event Statistics**  
**As of December 31, 2021**

	2021/22 Q1-Q3	2021/22
	Special Events	YTD Total
No. of Scanned Attendees	-	-
No. of Tickets Sold	-	-
Non-NFL Ticket Surcharge	\$ -	\$ -
No. of Non-NFL Special Events	1	1
Non-NFL Special Event Attendees	-	-
Cars Parked at Offsite Lots	-	-
City Offsite Parking Fee	\$ -	\$ -
Stadium Public Safety Costs	\$ 1,827	\$ 1,827
Less: Offsite Parking Fee Credit	\$ -	\$ -
Reimbursable Public Safety Costs	\$ 1,827	\$ 1,827
Amount Reimbursed	\$ -	\$ -

**Table 4**  
**Levi's® Stadium**  
**Historical Non-NFL Event Statistics<sup>(1)</sup>**

	<b>2014/15 Q3 Total</b>	<b>2015/16 Q3 Total</b>	<b>2016/17 Q3 Total</b>	<b>2017/18 Q3 Total</b>	<b>2018/19 Q3 Total</b>	<b>2019/20 Q3 Total</b>	<b>2020/21 Q3 Total</b>	<b>2021/22 Q3 Total</b>
No. of non-NFL Ticketed Events	7	15	17	11	11	8	-	-
No. of Tickets Sold	248,591	623,687	579,059	319,580	290,341	183,874	-	-
Non-NFL Ticket Surcharge	\$ 916,656	\$ 2,455,816	\$ 2,316,236	\$ 1,278,320	\$ 1,161,364	\$ 735,496	\$ -	\$ -
No. of Non-NFL Special Events	138	171	101	84	87	64	-	1
Non-NFL Special Event Attendees	42,808	97,747	43,526	51,928	32,593	22,155	-	-
Cars Parked at Offsite Lots	16,054	55,720	60,969	25,741	26,041	17,127	-	-
City Offsite Parking Fee	\$ 78,986	\$ 278,703	\$ 313,978	\$ 138,087	\$ 144,407	\$ 98,547	\$ -	\$ -
Cars Parked on Golf Course	8,566	21,572	9,562	-	-	-	-	-
City Golf Course Parking Fee	\$ 42,830	\$ 107,860	\$ 47,810	\$ -	\$ -	\$ -	\$ -	\$ -
Stadium Public Safety Costs	\$ 1,217,852	\$ 3,003,358	\$ 2,938,082	\$ 1,601,824	\$ 1,948,594	\$ 1,556,785	\$ -	\$ 1,827
Golf Course Public Safety Costs	\$ 64,618	\$ 119,842	\$ 39,905	\$ -	\$ -	\$ -	\$ -	\$ -
Subtotal Event Public Safety Costs	\$ 1,282,469	\$ 3,123,200	\$ 2,977,987	\$ 1,601,824	\$ 1,948,594	\$ 1,556,785	\$ -	\$ 1,827
Less: Offsite Parking Fee Credit	\$ (78,986)	\$ (278,703)	\$ (313,978)	\$ (138,087)	\$ (144,407)	\$ (98,547)	\$ -	\$ -
Reimbursable Public Safety Costs	\$ 1,203,483	\$ 2,844,497	\$ 2,664,009	\$ 1,463,737	\$ 1,804,187	\$ 1,458,238	\$ -	\$ 1,827
Amount Reimbursed	\$ 1,203,483	\$ 2,844,497	\$ 2,664,009	\$ 1,463,737	\$ 1,469,701	\$ 793,941	\$ -	\$ -

<sup>(1)</sup> Includes Non-NFL special events.

## Discretionary Fund

The Discretionary Fund is funded by revenue equal to 50% of the Non-NFL Ticket Surcharge of \$4 per ticket. The Discretionary Fund can be used to pay for excess Public Safety Costs over the annual Public Safety Costs Threshold and Board's directive initiatives costs and can also be transferred to the City's General Fund. Table 5 shows the revenues and expenses in the Discretionary Fund since FY 2014/15. The balance at the end of this reporting period was \$2.3 million.

Table 5

<b>Discretionary Fund - Accrual Basis</b>				
<b>Fiscal Year</b>	<b>Beginning Balance</b>	<b>Revenue</b>	<b>Expenses</b>	<b>Ending Balance</b>
2014/15	\$ -	\$ 715,770	\$ 714,028	\$ 1,742
2015/16	1,742	1,238,542	699,129	541,155
2016/17	541,155	1,164,698	1,209,342	496,511
2017/18	496,511	768,564	-	1,265,075
2018/19	1,265,075	796,294	101,267	1,960,102
2019/20	1,960,102	367,748	-	2,327,850
2020/21	2,327,850	-	18	2,327,832
2021/22	2,327,832	-	(18)	2,327,850

The Public Safety Costs Threshold is the subject of current ongoing litigation, which includes issues regarding the application of Off-Site Parking Permit Fees to the Threshold calculation, and also Stadium Lease Agreement obligations for StadCo to have negotiated an increase to the Threshold in good faith. Therefore, the Discretionary Fund is recommended to be reserved for any potential claim payments resulting from the conclusion of the litigation.

Table 6 shows the statistics for the excess Public Safety Costs from all eight years of operations, except for the application of Offsite Parking Credits to the CAP.

Table 6

<b>Excess Public Safety Costs</b>						
<b>Fiscal Year</b>	<b>Public Safety Costs (net of Offsite Parking Credits)</b>	<b>Public Safety Costs Threshold/CAP</b>	<b>Overage Public Safety Costs over CAP</b>	<b>Overage Paid by Discretionary Fund</b>	<b>Overage Paid by StadCo</b>	<b>Difference</b>
2014/15	\$ 1,971,110	\$ 1,257,082	\$ 714,028	\$ (714,028)		\$ -
2015/16	2,176,726	1,477,597	699,129	(699,129)		\$ -
2016/17	2,765,892	1,556,550	1,209,342	(1,209,342)		\$ -
2017/18	2,282,977	1,619,009	663,968	-	(663,968)	\$ -
2018/19	2,686,864	1,671,284	1,015,580	-	(1,015,580)	\$ -
2019/20	4,937,790	2,005,776	2,932,014	-	(2,932,014)	\$ -
2020/21	887,617	1,075,521	-	-	-	\$ -
<b>Total</b>	<b>17,708,976</b>	<b>10,662,819</b>	<b>7,234,061</b>	<b>(2,622,499)</b>	<b>(4,611,562)</b>	<b>-</b>

## Stadium Builder Licenses

The total principal value of currently active Stadium Builder Licenses (“SBLs”) is \$537.1 million and, as of December 31, 2021, 90% of the total principal value of all SBLs sold (i.e., \$484.7 million) had been collected.

SBL holders that finance their purchase pay an annual interest rate of 8.5% and payments are due by March 1<sup>st</sup> each year. The majority of SBL holders make their payments on time. For those that do not pay on time, SBL service staff, working for ManagementCo on the Stadium Authority’s behalf, contact the SBL holders and attempt to collect the full amounts owed. Ultimately, an SBL can be defaulted for non-payment. Once an SBL is defaulted, the SBL holder in default loses their right to buy season tickets as well as their priority rights to tickets to Non-NFL events, and forfeits any money they had invested in the SBL. Defaulted SBLs are then available for resale.

There is a total of 61,548 currently active SBLs, or 93% of the 66,066 sellable SBL seats. This is an increase of 1,180 from the total active SBLs at the end of the prior fiscal year (March 31, 2021). The main reasons for the increase are due to sale of new SBLs offset by the customer seat relocation program and default buy back. The customer seat relocation program allows customers to trade in their SBLs in return for others in a different location as long as the total face value of the new seats is equal to or greater than the original seats.

During the current reporting period, 1,613 SBLs were sold for a total face value of \$11.0 million. The customer seat relocation program resulted in an increase of \$1.8 million to the SBL face value, and the number of SBLs for this category increased by 13. The reason for this is due to a relocation to a higher SBL Tier. Additional details regarding currently active SBLs are noted in Table 7.

Table 7  
**Santa Clara Stadium Authority**  
**Currently Active Stadium Builder License (SBL) Summary <sup>(1)</sup>**

Through December 31, 2021											
Seat Value	SBL Seats Available	SBL Seats Sold as of 3/31/21	New SBL Sales	Net SBL Relocations	SBL Defaults	Other	SBL Seats Sold	SBL Value	SBL Collected	% SBL Principal Collected	
141,392	100	100	-	-	-	-	100	\$ 14,082,625	\$ 12,588,623	89.4%	
80,000	942	925	9	6	(14)	-	926	\$ 74,080,000	\$ 69,781,469	94.2%	
40,000	2	2	-	-	-	-	2	\$ 80,000	\$ 70,027	87.5%	
30,000	4,945	4,463	99	24	(38)	-	4,548	\$ 136,440,000	\$ 125,945,449	92.3%	
20,000	3,475	2,852	59	9	(27)	-	2,893	\$ 57,860,000	\$ 52,789,594	91.2%	
15,000	7	7	-	-	-	-	7	\$ 105,000	\$ 90,595	86.3%	
12,000	2,162	2,166	28	3	(29)	-	2,168	\$ 26,016,000	\$ 23,333,206	89.7%	
10,000	7	7	-	-	-	-	7	\$ 70,000	\$ 66,122	94.5%	
6,000	20,652	20,547	305	94	(133)	-	20,813	\$ 124,878,000	\$ 109,355,456	87.6%	
5,000	14,306	13,302	577	23	(117)	1	13,786	\$ 68,930,000	\$ 59,727,827	86.6%	
4,000	916	920	-	2	(3)	-	919	\$ 3,676,000	\$ 3,499,020	95.2%	
3,000	91	91	-	-	-	-	91	\$ 273,000	\$ 240,479	88.1%	
2,500	41	44	-	-	-	-	44	\$ 110,000	\$ 98,991	90.0%	
2,000	18,387	14,907	536	(146)	(85)	-	15,212	\$ 30,424,000	\$ 27,052,131	88.9%	
1,000	33	35	-	(2)	(1)	-	32	\$ 32,000	\$ 29,247	91.4%	
<b>Total</b>	<b>66,066</b>	<b>60,368</b>	<b>1,613</b>	<b>13</b>	<b>(447)</b>	<b>1</b>	<b>61,548</b>	<b>\$ 537,056,625</b>	<b>\$ 484,668,236</b>	<b>90.2%</b>	
									<b>Plus: Interest on financed SBLs</b>	<b>60,427,943</b>	
									<b>Total Principal &amp; Interest</b>	<b>545,096,179</b>	

<sup>(1)</sup> This table does not include \$32.1 million that has been collected life-to-date from defaulted SBL holders.

## Santa Clara Stadium Authority Budget Status Reports

### *Operating Budget*

With 75% of the fiscal year complete, total operating revenues thru the third quarter of the 2021/22 fiscal year were \$47.4 million representing 73% of the overall budget for revenues. Stadium rent earned from StadCo totaled \$19.1 million or 77% of budget. During the current reporting period, the Stadium Authority collected \$15.4 million in SBL proceeds or 65% of budget. All SBL proceeds are to be transferred to the debt service fund per applicable loan agreements. The Stadium Authority also collected NFL Ticket Surcharges, Sponsorship Revenue, Naming Rights Revenue, and Senior & Youth Program Fees all of which are expected to meet budget this fiscal year.

Total operating expenses were \$37.1 million, or 57% of the annual budget, which included the debt service transfers of \$25.9 million. Other expenditures to note include shared stadium manager expenses. In the prior fiscal year, operating expense payments, except for insurance, were withheld based on Board direction for the partial suspension of payments at the March 27, 2019 Stadium Authority Board meeting, based on the concern that public funds would be used to pay for expenses that were not legally procured, or compliant with prevailing wage laws or self-dealing/conflicts of interest laws. At that meeting, the Board directed Executive Director to only release public funds to ManagementCo for the payment of shared stadium manager expenses when supporting documents have been submitted to show those expenses adhere to our agreements and State and local laws. Separate from that partial suspension of payments, the Stadium Authority continued to pay for utilities, insurance, naming rights commission and costs associated with SBL sales and services.

For the current fiscal year, the Stadium Authority's FY 2021/22 budget was adopted on March 23, 2021 and included the Stadium Manager's recommended Shared Expense budget of \$8.1 million in a Legal Contingency line item. The expenses that were included in the Legal Contingency line are Stadium Operations, Engineering, Guest Services, Groundskeeping, Security and the Stadium Management Fee. However, the Executive Director was delegated authority to approve budget amendments of \$4.2 million to move funds from the Legal Contingency line item to Shared Expenses after the review of adequate documentations for costs based on Board direction. Subsequent to that direction, Stadium Authority staff met at Levi's® Stadium on March 30, 2021 to review documentation for shared expenses. After follow-up meetings with the Stadium Manager, payments related to compensation that were reviewed and approved for monthly payment, totaling \$4.2 million for the fiscal year.

With the positive developments regarding the ability for Levi's® Stadium to host small and large Non-NFL events coming out of the Covid-19 pandemic, Stadium Manager requested for additional staffing needed to perform all obligations under the Management Agreement. In August 2021, the Board approved the budget amendment requested for five (5) additional positions: (a) Head of Public Ticketed Events, (b) Director of Procurement, (c) Senior Financial Analyst, (d) Accounting Manager, and (e) Staff Accountant.



Shared Stadium Manager expenses were at 80% of the budget, or \$6.0 million of the \$7.5 million budgeted amount and SBL Sales & Service expenses were 52% of the budget, or \$1.8 million of the \$3.4 million budgeted amount. Stadium Authority G&A costs were at 41% of the budget, or \$2.1 million of the \$5.1 million budgeted amount.

The Stadium Authority pays for all utility costs from February 1<sup>st</sup> through July 31<sup>st</sup> and the tenant (StadCo) pays for utility costs from August 1<sup>st</sup> through January 31<sup>st</sup> (Tenant Season). However, based on conversation at Stadium Manager-Stadium Authority Quarterly meeting, it was stated that the utility costs invoiced were based on the budget, which did not factor utility costs to operate the vaccination site into consideration. Because the vaccination site is treated as an NFL sponsored event, these costs are not borne by the Stadium Authority based on the terms of the Stadium Lease Agreement. As the vaccination site was expected to operate for four to six months, the Stadium Authority requested that the portion estimated to be associated with the vaccination operations be credited back based on historical usage and per the lease requirements regarding expenses for NFL sponsored events. No additional information was provided by the Stadium Manager and the Stadium Authority continues to pay half of the invoiced amount until documentation showing a credit for the vaccination site utility usage is produced. Utility costs are 31% of the budget for the year, or \$495,500.

The current budget includes an additional \$250,000 in the Transfers Out line item for a Board approved electrical maintenance and repair services related to Levi's Signage Repairs project. It also includes an estimated \$600,000 loss projected by the Stadium Manager for Non-NFL events. The Stadium Manager invoiced the Stadium Authority \$510,000 in estimated Non-NFL events expenses through the third quarter. The invoice is premature, and the Stadium Manager did not provide adequate supporting documentation for the estimated expenses so the Stadium Authority withheld payments to this expense item as of the end of this quarter.

As of the end of third quarter of FY 2021/22, the Stadium Manager issued approximately \$5.7 million in Notices of Default to the Stadium Authority for the unpaid Non-Compensation Shared Stadium Manager expenses, SBL Sales & Service expenses, Utilities, Non-NFL event expenses and other G&A expense. These Notices of Default carry a 12% interest rate. The Stadium Manager invoiced a total of \$186,033 in interests (\$7,259 in first quarter, \$52,651 in second quarter, and \$126,123 in third quarter) for the outstanding Notices of Default at the end of December 31, 2021. These claims are currently in litigation.

Additional details are shown in Table 8.

Table 8  
**Santa Clara Stadium Authority**  
**Operating Budget Status Report**  
For the Period Ending December 31, 2021 and 2020

	Period Ending December 31, 2021				Period Ending December 31, 2020			
	Final Budget	YTD Actuals	Budget to Actual Difference	% Received	Final Budget	YTD Actuals	Budget to Actual Difference	% Received
<b>Resources</b>								
<b>Revenues</b>								
NFL Ticket Surcharge	\$ 8,665,000	\$ 8,900,398	\$ (235,398)	103%	\$ 8,665,000	\$ -	\$ 8,665,000	0%
SBL Proceeds	23,682,000	15,391,101	8,290,899	65%	24,213,000	9,956,678	14,256,322	41%
Interest	56,000	14,947	41,053	27%	896,000	28,112	867,888	3%
Non-NFL Event Revenue	-	-	-	NA	-	-	-	NA
Net Revenues from Non-NFL Events	-	-	-	NA	1,500,000	-	1,500,000	0%
Naming Rights	7,165,000	3,529,738	3,635,262	49%	6,957,000	3,426,930	3,530,070	49%
Sponsorship Revenue (STR)	325,000	243,750	81,250	75%	392,000	243,750	148,250	62%
Rent	24,762,000	19,122,100	5,639,900	77%	24,762,000	14,857,200	9,904,800	60%
Senior & Youth Program Fees	232,000	211,591	20,409	91%	230,000	-	230,000	0%
Non-NFL Event Ticket Surcharge	150,000	-	150,000	0%	572,000	-	572,000	0%
Bay Area Host Committee Reimbursement	-	-	-	NA	-	727	(727)	NA
Other Revenue	-	-	-	NA	-	-	-	NA
<b>Revenues Subtotal</b>	<b>\$ 65,037,000</b>	<b>\$ 47,413,625</b>	<b>\$ 17,623,375</b>	<b>73%</b>	<b>\$ 68,187,000</b>	<b>\$ 28,513,396</b>	<b>\$ 39,673,604</b>	<b>42%</b>
<b>Total Resources</b>	<b>\$ 65,037,000</b>	<b>\$ 47,413,625</b>	<b>\$ 17,623,375</b>	<b>73%</b>	<b>\$ 68,187,000</b>	<b>\$ 28,513,396</b>	<b>\$ 39,673,604</b>	<b>42%</b>
<b>Expenses</b>								
<b>Shared Stadium Manager Expenses</b>								
Stadium Operations	\$ 1,681,393	\$ 1,438,442	\$ 242,951	86%	\$ -	\$ -	\$ -	NA
Engineering	1,543,240	1,270,215	273,025	82%	-	-	-	NA
Guest Services	304,134	199,630	104,504	66%	-	-	-	NA
Groundskeeping	93,809	77,225	16,584	82%	-	-	-	NA
Security	378,652	311,655	66,997	82%	-	-	-	NA
Procurement	311,412	207,608	103,804	67%	-	-	-	NA
Insurance	3,136,000	2,457,134	678,866	78%	3,045,000	2,283,750	761,250	75%
Stadium Management Fee	-	-	-	NA	-	-	-	NA
<b>Shared Stadium Mngr Exps Subtotal</b>	<b>\$ 7,448,640</b>	<b>\$ 5,961,909</b>	<b>\$ 1,486,731</b>	<b>80%</b>	<b>\$ 3,045,000</b>	<b>\$ 2,283,750</b>	<b>\$ 761,250</b>	<b>75%</b>
<b>Other Expenses</b>								
SBL Sales and Service	\$ 3,448,000	\$ 1,800,000	\$ 1,648,000	52%	\$ 3,610,000	\$ 1,717,000	\$ 1,893,000	48%
Senior & Youth Fees (paid to City)	232,000	211,592	20,408	91%	230,000	-	230,000	0%
Non-NFL Event Expense	600,000	-	600,000	0%	-	-	-	NA
Ground Rent (paid to City)	425,000	425,000	-	100%	390,000	390,000	-	100%
Performance Rent (paid to City)	-	-	-	NA	555,000	-	555,000	0%
Discretionary Fund Expense	250,000	-	250,000	0%	250,000	-	250,000	0%
Utilities	1,586,000	495,500	1,090,500	31%	1,597,000	1,064,000	533,000	67%
Use of StadCo Tenant Improvements	26,000	-	26,000	0%	73,000	-	73,000	0%
Stadium Authority G&A	5,115,000	2,106,650	3,008,350	41%	4,581,000	1,981,261	2,599,739	43%
Naming Rights Commission	88,000	88,244	(244)	100%	30,000	30,000	-	100%
Legal Contingency	3,810,360	-	3,810,360	0%	9,231,000	-	9,231,000	0%
Other Expenses	388,000	152,206	235,794	39%	1,400,000	552,251	847,749	39%
College Football Playoff Expense	-	-	-	NA	-	727	(727)	NA
Transfers Out	41,512,000	25,860,883	15,651,117	62%	42,847,000	35,440,676	7,406,324	83%
Contribution to Operating Reserve	-	-	-	NA	348,000	-	348,000	0%
<b>Other Expenses Subtotal</b>	<b>\$ 57,480,360</b>	<b>\$ 31,140,075</b>	<b>\$ 26,340,285</b>	<b>54%</b>	<b>\$ 65,142,000</b>	<b>\$ 41,175,915</b>	<b>\$ 23,966,085</b>	<b>63%</b>
<b>Total Expenses</b>	<b>\$ 64,929,000</b>	<b>\$ 37,101,984</b>	<b>\$ 27,827,016</b>	<b>57%</b>	<b>\$ 68,187,000</b>	<b>\$ 43,459,665</b>	<b>\$ 24,727,335</b>	<b>64%</b>
Operating Reserve	\$ 9,693,657	\$ 11,940,523			\$ 11,593,270	\$ 11,592,741		
Discretionary Fund	\$ 2,327,850	\$ 2,327,850			\$ 2,302,075	\$ 2,327,850		

### ***Debt Service Budget***

The Stadium Authority's FY 2021/22 debt service revenue budget of \$483,000 represents anticipated contributions from the Community Facilities District (CFD). The CFD levies and collects a special hotel tax on hotel rooms within the CFD. All collections from the special CFD hotel taxes are contributed to Stadium Authority to pay down the CFD advance. The CFD Advance is payable solely from amounts actually received by the Stadium Authority from the CFD. During the first three quarters of the current fiscal year, \$542,797 was contributed by the CFD. Transfers in from operating fund amounted to \$25.9 million or 69% of budget.

Total Stadium Authority debt service expenses for the current reporting period were \$24.9 million, 65% of the budgeted amount. The debt service expenses for the CFD Advance, the Term A Loan, and the StadCo Subordinated Loan were \$1.3 million, \$22.7 million, and \$0.9 million, respectively.

On April 1, 2020, the Stadium Authority completed the Trust Excess Cash Flow funding instructions for fiscal year 2019-20 and provided it to FinanceCo and StadCo to complete the year end Trust Excess Cash Flow funding distribution per the Deposit and Disbursement Agreement. The Trust Excess Cash Flow instruction specifically excluded payments to the Revolving Loan of \$6,300,653 because the Stadium Authority did not recognize this as an expense due to the fact that ManagementCo had improperly withdrawn funds under the Revolving Loan without authorization and in violation of the Revolving Loan terms. StadCo did not follow the funding instructions and took the Excess Revenues from the distribution to pay off the Management Company Revolving Loan instead of leaving the monies in the trust bank account. The Stadium Authority was informed of this diversion in a letter dated April 27, 2020. On May 18, 2020, the Stadium Authority notified StadCo and the Trust that the diversion is in direct contravention of the Stadium Authority's instructions to the Trustee with regards to the use of Excess Revenue. Subsequently, the Stadium Authority has recorded a receivable from StadCo for \$6,300,653 for the portion diverted from the funding instruction. These claims are currently in litigation.

On March 31, 2021, the Stadium Authority completed the Trust Excess Cash Flow funding instructions for FY 2020-21 and provided it to FinanceCo and StadCo to complete the year end Trust Excess Cash Flow funding distribution per the Deposit and Disbursement Agreement. The instruction requested for the Trust to pay the \$5,796,711 minimum debt service amount due for the Subordinate Loan. StadCo did not follow the funding instructions and took \$2,167,689 from the distribution to pay off the Management Company Revolving Loan instead of paying down the Subordinated Loan debt service amount that the Stadium Authority instructed StadCo to pay. The Stadium Authority was informed of this diversion in a letter dated May 18, 2021. StadCo noted that the minimum debt service amount due was \$3,629,022 because the loan amortization schedule was reset after a loan adjustment in March 2017. However, the Stadium Authority Board did not formally approve this revised loan amortization schedule. Subsequently, because we dispute this diversion, the Stadium Authority has recorded a receivable from StadCo for \$2,167,689 for the portion diverted from the funding instruction.

As of December 31, 2021, the total outstanding amount of Stadium Authority debt had declined to \$282.8 million. This is a reduction in principal of \$14.0 million from the March 31, 2021 outstanding debt amount of \$296.8 million.

Additional details are shown in Tables 9 and 10 and Chart 1.

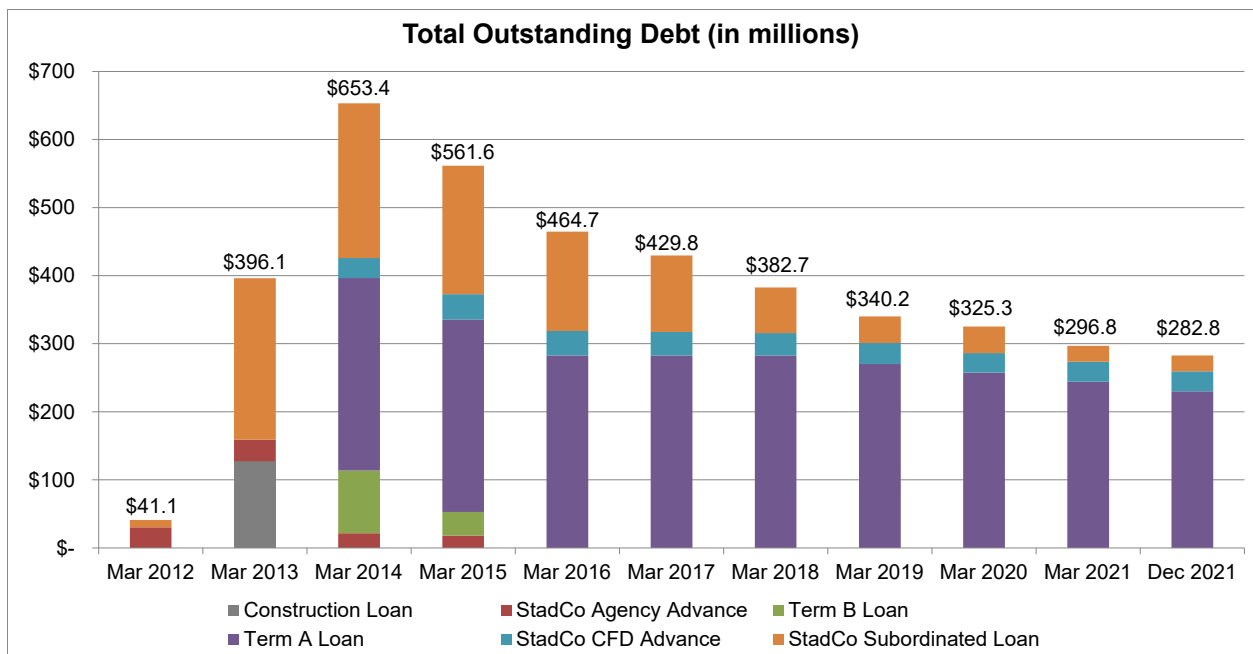
Table 9  
**Santa Clara Stadium Authority**  
**Debt Service Budget Status Report**  
For the Period Ending September 30, 2021 and 2020

	Period Ending December 31, 2021				Period Ending December 31, 2020			
	Final Budget	YTD Actuals	Budget to Actual Difference	% Received	Final Budget	YTD Actuals	Budget to Actual Difference	% Received
<b>Resources</b>								
<b>Revenues</b>								
Contribution from CFD	\$ 483,000	\$ 542,797	\$ (59,797)	112%	\$ 4,028,000	\$ 222,227	\$ 3,805,773	6%
<b>Revenues Subtotal</b>	<b>\$ 483,000</b>	<b>\$ 542,797</b>	<b>\$ (59,797)</b>	<b>112%</b>	<b>\$ 4,028,000</b>	<b>\$ 222,227</b>	<b>\$ 3,805,773</b>	<b>6%</b>
Net Transfers In from Operating	37,572,000	25,860,884	11,711,116	69%	39,265,000	34,281,402	4,983,598	87%
Contribution from Fund Balance	-	(1,523,608)	1,523,608	NA	-	4,211,573	(4,211,573)	NA
<b>Total Resources</b>	<b>\$ 38,055,000</b>	<b>\$ 24,880,074</b>	<b>\$ 13,174,926</b>	<b>65%</b>	<b>\$ 43,293,000</b>	<b>\$ 38,715,202</b>	<b>\$ 4,577,798</b>	<b>89%</b>
<b>Expenses</b>								
CFD Advance	\$ 483,000	\$ 1,273,677	\$ (790,677)	264%	\$ 3,989,000	\$ 1,613,936	\$ 2,375,064	40%
Term A Loan	25,529,000	22,652,184	2,876,816	89%	25,562,000	22,510,009	3,051,991	88%
StadCo Subordinated Loan	12,043,000	954,213	11,088,787	8%	13,742,000	14,591,257	(849,257)	106%
<b>Total Expenses</b>	<b>\$ 38,055,000</b>	<b>\$ 24,880,074</b>	<b>\$ 13,174,926</b>	<b>65%</b>	<b>\$ 43,293,000</b>	<b>\$ 38,715,202</b>	<b>\$ 4,577,798</b>	<b>89%</b>
Debt Service Reserve	\$ 11,536,235	\$ 11,536,235			\$ 11,536,235	\$ 11,536,235		

Table 10  
**Santa Clara Stadium Authority**  
**Debt Summary Report**  
For the Period Ending December 31, 2021

Type of Indebtedness	Interest Rates	Outstanding as of March 31, 2021	Net Change	Outstanding as of December 31, 2021
Stadium Funding Trust Loan:				
Term A Loan	5.00%	\$ 244,160,240	\$ (14,022,000)	\$ 230,138,240
StadCo CFD Advance	5.73%	29,502,893	-	29,502,893
StadCo Subordinated Loan	5.50%	23,132,426	-	23,132,426
<b>Total</b>		<b>\$ 296,795,559</b>	<b>\$ (14,022,000)</b>	<b>\$ 282,773,559</b>

Chart 1



### ***Capital Improvement Project Budget***

As part of the Capital Expense (“CapEx”) Plan, the following projects have been completed as of the current reporting period:

- Key Management System
- Rigaku CQL 1064nm Handheld Raman Chemical Detector
- True Defender FTX S1 WMD Chemical Detector
- Surveillance – Command Center Equipment
- CCTV Pop Up Trailers
- Security X-Ray Scanners

The following CapEx projects are currently in progress and expected to be completed by the end of the fiscal year:

- Financial Management Information System
- Vehicle Upfits for John Deere Gator
- Lift Station
- Tunnel Slip and Fall Protection
- RadHalo Remote Radiation Monitors
- PPE Replacement (Nomax Tops and Bottoms)
- Levi’s® Signage Repairs
- Non-Slip Floor Matting

The Stadium Authority’s FY 2021/22 CIP budget of \$14.6 million was adopted on March 23, 2021, and the Board subsequently approved budget amendment of \$256 thousand for electrical maintenance and repair services related to Levi’s® Signage Repairs project and Non-Slip Floor Matting project.

A total of \$798,266 has been spent in FY 2021/22, which amounts to 5.4% of the budget. The main reasons that this is below budget are (1) there has been little activity on warranty work which makes up 10.3% of the CIP Budget, and (2) a number of projects are behind schedule due to ManagementCo’s inability to demonstrate compliance with State procurement and prevailing wage laws. As a result, capital projects have stalled. We continue to raise this issue with ManagementCo to ensure the Stadium Authority asset is maintained in a sufficient manner, and we believe that ManagementCo is working towards completing these duties for this fiscal year.

Additional details are shown below in Table 11.

Table 11  
**Santa Clara Stadium Authority**  
**CIP Budget Status Report**  
For the Period Ending December 31, 2021 and 2020

	Period Ending December 31, 2021				Period Ending December 31, 2020			
	Final Budget	YTD Actuals	Budget to Actual Difference	% Received	Final Budget	YTD Actuals	Budget to Actual Difference	% Received
<b>Beginning Balances</b>	\$ 19,438,420	\$ 20,805,741	\$ (1,367,321)		\$ 17,837,300	\$ 17,010,611	826,689	
<b>Resources</b>								
Transfers In from Operating Budget	3,940,000	-	3,940,000	0%	3,582,000	1,159,274	2,422,726	32%
Transfers In from Stadium Manager	-	-	-	NA	-	-	-	NA
<b>Total Resources</b>	<b>\$ 23,378,420</b>	<b>\$ 20,805,741</b>	<b>\$ 2,572,679</b>	<b>89%</b>	<b>\$ 21,419,300</b>	<b>\$ 18,169,885</b>	<b>\$ 3,249,415</b>	<b>85%</b>
	Final Budget	YTD Actuals	Budget to Actual Difference	% Used	Final Budget	YTD Actuals	Budget to Actual Difference	% Used
<b>Expenses</b>								
Construction	6,743,911	349,469	6,394,442	5%	4,725,327	18,442	4,706,885	0%
Equipment	5,991,621	448,797	5,542,824	7.5%	6,460,557	675,812	5,784,745	10%
Contingency	623,935	-	623,935	0%	559,296	-	559,296	0%
Stadium Warranty Related Construction	1,528,202	-	1,528,202	0%	1,528,202	-	1,528,202	0%
<b>Total Expenses</b>	<b>\$ 14,887,669</b>	<b>\$ 798,266</b>	<b>\$ 14,089,403</b>	<b>5.4%</b>	<b>\$ 13,273,382</b>	<b>\$ 694,254</b>	<b>\$ 12,579,128</b>	<b>5%</b>
<b>Ending Balances</b>	<b>\$ 8,490,751</b>	<b>\$ 20,007,475</b>			<b>\$ 8,145,918</b>	<b>\$ 17,475,631</b>		



**Capital Improvement Project Budget - Adjustment**

From time to time, budget amendments may be necessary to align capital expenditures to actual or unexpected activities during the course of a fiscal year. In FY 2021/22, there were three prior fiscal year’s CapEx projects that were completed in FY2021/22. The Rope Rescue Gear, Stadium Personal Protective Equipment and Public Safety Command Post Dispatch System projects were expected to be completed during FY 2020/21 but were delayed due to the ongoing impacts of the COVID-19 on global supply chains and documentation request from the Stadium Manager. As a result, the projects were completed in FY 2021/22 and a budget adjustment is needed to reflect the costs of the projects.

Therefore staff is requesting the budget amendments noted in Table 12.

Table 12  
**Santa Clara Stadium Authority**  
**2021/22 CIP Budget Adjustment**

	2021/22 Fiscal Year			
	Adopted Budget	Amended Budget	Adjustments	Final Amended Budget
<b>Beginning Balance</b>	\$ 19,438,420	\$ -	\$ -	\$ 19,438,420
<b>Resources</b>				
<b>Revenues</b>				
Transfers in from Operating	3,690,000	250,000		3,940,000
<b>Total Resources</b>	<b>\$ 23,128,420</b>	<b>\$ 250,000</b>	<b>\$ -</b>	<b>\$ 23,378,420</b>
	Adopted Budget	Amended Budget	Adjustments	Final Amended Budget
<b>Expenses</b>				
Construction	\$ 6,743,911	\$ -	\$ -	\$ 6,743,911
Equipment	5,734,770	256,851	126,940	6,118,561
Contingency	623,935	-	-	623,935
Stadium Warranty Related Construction	1,528,202	-	-	1,528,202
<b>Total Expenses</b>	<b>\$ 14,630,818</b>	<b>\$ 256,851</b>	<b>\$ 126,940</b>	<b>\$ 15,014,609</b>
Capital Expense Reserve	\$ 8,497,602	\$ 8,490,751		\$ 8,363,811

## City of Santa Clara Net General Fund Impact

During the current reporting period there was a total of \$1,015,309 that was contributed to the General Fund as shown in Table 12. This section of the report also provides information on General Fund revenue and expenditure impacts resulting from the stadium.

Table 13

## City of Santa Clara Net General Fund Impact

For Stadium Authority Fiscal Year to Date Ending December 31, 2021

Ground Rent	\$	425,000
Performance Rent		-
Senior and Youth Program Fees		211,591
Tasman Lots Parking Fee		19,650
Sales Tax		359,068
<b>Total Net General Fund Impact</b>	<b>\$</b>	<b>1,015,309</b>

### ***Public Safety and Administrative Cost Reimbursement***

As described in earlier sections of this report, costs incurred by the City on NFL and Non-NFL events are tracked and billed to the Stadium Manager. Public safety costs incurred in support of NFL and Non-NFL events occurring in FY 2021/22 will be reimbursed in full to the City of Santa Clara.

In addition to public safety costs, administrative costs are also tracked and billed to the Stadium Authority. These include the cost of providing overall stadium management, financial, human resource, legal, and other services to the Stadium Authority. In the first three quarter of FY 2021/22, a total of \$1,090,752 of administrative costs were incurred by the General Fund, which have been reimbursed to the City.

### ***Rents and Senior and Youth Program Fees***

As noted above the City's General Fund collected ground rent of \$425,000. Additionally, Senior and Youth Program Fees generated \$211,591, of which the entire amount was forwarded to the City in support of senior and youth programs. Lastly, the Tasman Lots Parking Fee generated \$19,650 for the City. See the Glossary for more information on these revenues and how they are calculated.

### ***Other Revenue Impacts***

General Fund sales tax, property tax, and transient occupancy tax (TOT) collections have benefited from the direct and indirect economic activity related to stadium events.

Food and beverage concession sales and merchandise sales at Levi's® Stadium are taxable, resulting in sales tax revenue for the City. The last three quarters of sales tax collections from Levi's® Stadium transactions generated \$359,068 for the City's General Fund. In addition to the direct sellers at the Stadium, other businesses in Santa Clara are benefiting from the influx of people coming to attend one or more events at Levi's® Stadium, resulting in potentially more sales tax collections for the General Fund.

In accordance with State Law, StadCo must pay possessory interest property tax based on their lease of Levi's® Stadium from the Stadium Authority. This revenue is collected by the county and placed into the Redevelopment Property Tax Trust Fund (RPTTF). Amounts remaining in the RPTTF after paying any enforceable obligations of the Successor Agency are distributed to taxing entities in the same proportion as secured property taxes. The City's proportion is approximately 10%.

Many stadium events bring travelers to the region, resulting in hotel stays which generate TOT collections for the City's General Fund. Although it is impossible to say exactly what portion of the City's TOT collections is due to the stadium, it is clear that hotels both inside and outside the City have benefited, resulting in increases in TOT collections in Santa Clara and our neighboring cities.

**Glossary**

This section of the report provides details behind key terms that are used in the body of this report.

**Discretionary Fund** – The Amended and Restated Stadium Lease Agreement describes the Non-NFL Event Ticket Surcharge which is imposed by the Stadium Authority. All promoters or sponsors of ticketed Non-NFL events are required to collect a Non-NFL Event Ticket Surcharge of \$4 per ticket on behalf of the Stadium Authority. One-half of these proceeds are used to cover Stadium Authority operating and maintenance costs. The other one-half of the proceeds are deposited in the Stadium Authority’s discretionary fund. If at any time the discretionary fund balance exceeds \$1 million, then in consultation with the Stadium Manager, the Stadium Authority will determine if provision has been made for replacement and improvement of capital improvements contemplated under the public safety plan. If not, then funds will be reserved in the discretionary fund for such purposes. If adequate provision has been made for these items and the balance of the discretionary fund still exceeds \$1 million, then up to half of the amount over \$1 million can be transferred to the General Fund, in which event an equal amount will also be transferred from the discretionary fund to the Stadium Authority operating fund and will be included as revenue available to pay Stadium Authority expenses.

**Ground Lease** – The Ground Lease Agreement has an initial term of 40 years commencing on the date of substantial completion which was July 31, 2014. The amount of annual base ground rent that is payable by the Stadium Authority to the City is noted in the chart below.

Lease Year	Fiscal Year	Annual Fixed Ground Rent
1	2014/15	\$ 180,000
2	2015/16	\$ 215,000
3	2016/17	\$ 250,000
4	2017/18	\$ 285,000
5	2018/19	\$ 320,000
6	2019/20	\$ 355,000
7	2020/21	\$ 390,000
8	2021/22	\$ 425,000
9	2022/23	\$ 460,000
10	2023/24	\$ 495,000
11-15	2024/25 - 2028/29	\$ 1,000,000
16-20	2029/30 - 2033/34	\$ 1,100,000
21-25	2034/35 - 2038/39	\$ 1,200,000
26-30	2039/40 - 2043/44	\$ 1,300,000
31-35	2044/45 - 2048/49	\$ 1,400,000
36-40	2049/50 - 2053/54	\$ 1,500,000

**Net Non-NFL Event Revenue** – Net Non-NFL Event Revenue is remitted by ManagementCo to the Stadium Authority on a yearly basis. This is done annually because the final reconciliation of the Non-NFL event revenues and expenses does not occur until after the conclusion of each fiscal year.

Beginning with FY 2018/19, the Stadium Authority budgeted the Non-NFL event activity at gross, budgeting for revenue and expenses separately. In the prior fiscal years that activity was budgeted as a net amount.

**NFL Ticket Surcharge** – The Amended and Restated Non-Relocation Agreement 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.

**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. The Lease Agreement sets aside one-half of the Non-NFL Ticket Surcharge for stadium operating and maintenance costs and one-half for discretionary expenses of the Stadium Authority.

**Offsite Parking Fees** – Parking lot operators who wish to operate a parking lot for sports or entertainment venues are required to go through the City’s permitting process. If approved, per the City’s Municipal Fee Schedule, these operators remit an offsite parking fee for each car that is parked for sports or entertainment events. This fee is designed to recover the public safety costs associated with these permitted offsite parking lots. Therefore, when invoicing for NFL or Non-NFL public safety costs for a particular event held at Levi’s® Stadium, the offsite parking fee that is collected for said event partly offsets the total public safety costs owed for that event. In the City’s FY 2021/22 (July 1, 2021 through June 30, 2022) the offsite parking fee is \$5.91.

**Performance-Based Rent** – The Amended and Restated Stadium Lease Agreement and the Ground Lease Agreement both describe the performance-based rent that is due to the City. (It is calculated as 50% of the net income from Non-NFL events less performance-based rent credits. The performance-based rent credits include 50% of the fixed ground rent for the current lease year.)

**Public Safety Costs** – For each NFL and Non-NFL event held at Levi’s® Stadium, a public safety plan is developed and implemented. Multiple City departments provide staffing, materials, and supplies to support the public safety plan. Services are provided through a combination of City staff, contracts with other agencies (California Highway Patrol, County Sheriff’s Office, and City of Sunnyvale) and some vendor provided services.

The Amended and Restated Stadium Lease Agreement section 7.5 states that the tenant is responsible for reimbursing the City for the public safety costs attributed to NFL events at Levi’s® Stadium. Additionally, Article 5 of the Stadium Management Agreement notes that the Stadium Manager is responsible for paying Non-NFL event expenses on behalf of the Stadium Authority. Therefore, the cost of providing public safety services are tracked through the City’s financial system and invoices are sent to the Stadium Manager. All of these costs are reimbursed to the City of Santa Clara.

**Senior and Youth Program Fees** – The Amended and Restated Stadium Lease Agreement requires that StadCo collect a Senior and Youth Program Fee of \$0.35 per NFL ticket sold on behalf of the Stadium Authority. Per section 8.2 of the Ground Lease Agreement between the City and the Stadium Authority, the Stadium Authority remits this fee to the City as additional rent to support senior and youth programs in the City.

**Stadium Management Fee** – The Stadium Manager receives an annual base management fee to manage Levi’s® Stadium. The fee was \$400,000 in the first lease year and increases by 3% annually as detailed in the table below. This annual base management fee is split 50/50 between StadCo and the Stadium Authority since the Stadium Manager manages the stadium year-round for both entities. In addition to the base management fee, the Stadium Manager also receives a stadium marketing and booking fee (incentive fee) which is based on a percentage of the amount that the net income from Non-NFL events exceeds the marketing and booking fee benchmark. The marketing and booking fee benchmark was \$5 million in the first lease year and also increases by 3% annually as detailed in the table below. The annual stadium management fee for each of the first ten lease years are noted in the chart below.

Fiscal Year	Lease Year	Annual Base Stadium Management Fee (SCSA Share)	Stadium Marketing and Booking Fee Benchmark	Net Income from Non-NFL Events	Additional Stadium Marketing and Booking Fee	Total Stadium Management Fee
2014/15	1	\$ 200,000	\$ 5,000,000	\$ 5,207,553	\$ 10,378	\$ 210,378
2015/16	2	206,000	5,150,000	6,079,016	46,451	252,451
2016/17	3	212,180	5,304,500	5,316,894	620	212,800
2017/18	4	218,545	5,463,635	5,163,329	-	218,545
2018/19	5	225,102	5,627,544	18,591	-	225,102
2019/20	6	231,855	5,796,370	(2,741,014)	-	231,855
2020/21	7	238,810	5,970,261	(476,960)	-	238,810
2021/22 <sup>(1)</sup>	8	245,975	6,149,369	(550,000)	-	245,975
2022/23	9	253,354	6,333,850			
2023/24	10	260,955	6,523,866			

<sup>(1)</sup> Net loss from Non-NFL events for FY 2021/22 is a projection.

**Tasman Lots Parking Fees** – The City collects a fee of \$5 per space for all cars that are parked on the Tasman surface lots during NFL events.

# **Attachment 2**

## **Rope Rescue Gear Project**

Ph: 510-839-5111  
TF: 800-443-3556  
Fax: 510-839-5325  
oaksales@lncurtis.com  
DUNS#: 00-922-4163



Pacific North Division  
6723 Sierra Court, Suite C  
Dublin, CA 94568  
www.LNCurtis.com  
Invoice No. INV555410

# Invoice

**SOLD TO:**

Santa Clara City Fire Department  
777 Benton Street  
Santa Clara CA 95050

**SHIP TO:**

Santa Clara City Fire Department  
Anthony Pascoal  
1900 Walsh Avenue  
Santa Clara CA 95050

**REMIT PAYMENT TO:**  
L.N. Curtis and sons  
Dept. 34921  
P.O. Box 39000  
San Francisco, CA 94139

INVOICE NO.	SALES ORDER NO.	INVOICE DATE
INV555410	682634	12/28/2021

DATE DUE	SALES DATE	TOTAL
01/27/2022	11/16/2021	\$824.99

CUST ORDER/PO NO.	ORDERING PARTY	CUSTOMER NO.	SALESPERSON	FOB	TRACKING NUMBERS
SCSA088	Anthony Pascoal	C36300	Trevor Murphy	DEST	

**ACCOUNTING INSTRUCTIONS**

EMAIL ALL INVOICES TO: [ngresham@SantaClaraca.gov](mailto:ngresham@SantaClaraca.gov)

LN	QTY	UNT	PART NUMBER	DESCRIPTION	UNIT PRICE	TOTAL PRICE
1	4	EA	301017 CMC	Yellow/ Black Y-Shok Lanyard	\$189.00	\$756.00

TERMS NET 30  
Service charge 1.5% per month added after 30 days

<b>Subtotal</b>	\$756.00
<b>Tax Total</b>	\$68.99
<b>Transportation</b>	\$0.00
<b>Total</b>	\$824.99
<b>Total Payments</b>	\$0.00
<b>Total Due</b>	\$824.99



Ph: 510-839-5111  
 TF: 800-443-3556  
 Fax: 510-839-5325  
[oaksales@lncurtis.com](mailto:oaksales@lncurtis.com)  
 DUNS#: 00-922-4163



Pacific North Division  
 185 Lennon Lane Suite 110  
 Walnut Creek, CA 94598  
[www.LNCurtis.com](http://www.LNCurtis.com)  
 Invoice No. INV487963

# Invoice

**SOLD TO:**

Santa Clara City Fire Department  
 777 Benton Street  
 Santa Clara CA 95050

**SHIP TO:**

Santa Clara City Fire Department  
 Anthony Pascoal  
 1900 Walsh Avenue  
 Santa Clara CA 95050

**REMIT PAYMENT TO:**  
 L.N. Curtis and sons  
 Dept. 34921  
 P.O. Box 39000  
 San Francisco, CA 94139

INVOICE NO.	SALES ORDER NO.	INVOICE DATE
INV487963	606725	05/10/2021

DATE DUE	SALES DATE	TOTAL
06/09/2021	12/09/2020	\$4,794.91

CUST ORDER/PO NO.	ORDERING PARTY	CUSTOMER NO.	SALESPERSON	FOB	TRACKING NUMBERS
SCSA088	Anthony Pascoal	C36300	Trevor Murphy	DEST	

**ACCOUNTING INSTRUCTIONS**

DO NOT MAIL EMAIL ALL INVOICES TO: [ngresham@SantaClaraca.gov](mailto:ngresham@SantaClaraca.gov)

LN	QTY	UNT	PART NUMBER	DESCRIPTION	UNIT PRICE	TOTAL PRICE
1	1	EA	727300 CMC	Arizona vortex tripod kit, includes: 1 - Head set kit 1 - Head set pulley wheel 4 - Head set pins 1 - Head set backpack 3 - Inner legs 7 - Outer legs 17 - Leg/foot pins 3 - Leg bags w/ shoulder straps 3 - Flat (omni) feet 3 - Raptor (claw) feet 2 - Foot storage sleeves 1 - Orange pin bag 21 - Hi-viz orange pin flags 1 - Adjustable hobble straps 1 - 8mm safety tether cord, 40' length 1 - User's manual	\$4,399.00	\$4,399.00

Ph: 510-839-5111  
TF: 800-443-3556  
Fax: 510-839-5325  
[oaksales@lncurtis.com](mailto:oaksales@lncurtis.com)  
DUNS#: 00-922-4163

# CURTIS

TOOLS FOR HEROES

Pacific North Division  
185 Lennon Lane Suite 110  
Walnut Creek, CA 94598  
[www.LNCurtis.com](http://www.LNCurtis.com)  
Invoice No. INV487963

**TERMS NET 30**

Service charge 1.5% per month added after 30 days

<b>Subtotal</b>	\$4,399.00
<b>Tax Total</b>	\$395.91
<b>Transportation</b>	\$0.00
<b>Total</b>	\$4,794.91
<b>Total Payments</b>	\$0.00
<b>Total Due</b>	\$4,794.91

Ph: 510-839-5111  
TF: 800-443-3556  
Fax: 510-839-5325  
oaksales@lncurtis.com  
DUNS#: 00-922-4163



Pacific North Division  
185 Lennon Lane Suite 110  
Walnut Creek, CA 94598  
www.LNCurtis.com  
Invoice No. INV483763

# Invoice

**SOLD TO:**

Santa Clara City Fire Department  
777 Benton Street  
Santa Clara CA 95050

**SHIP TO:**

Santa Clara City Fire Department  
Anthony Pascoal  
1900 Walsh Avenue  
Santa Clara CA 95050

**REMIT PAYMENT TO:**  
L.N. Curtis and sons  
Dept. 34921  
P.O. Box 39000  
San Francisco, CA 94139

INVOICE NO.	SALES ORDER NO.	INVOICE DATE
INV483763	606725	04/26/2021

DATE DUE	SALES DATE	TOTAL
05/26/2021	12/09/2020	\$1,673.15

CUST ORDER/PO NO.	ORDERING PARTY	CUSTOMER NO.	SALESPERSON	FOB	TRACKING NUMBERS
SCSA088	Anthony Pascoal	C36300	Trevor Murphy	DEST	

**ACCOUNTING INSTRUCTIONS**

DO NOT MAIL EMAIL ALL INVOICES TO: [ngresham@SantaClaraca.gov](mailto:ngresham@SantaClaraca.gov)

LN	QTY	UNT	PART NUMBER	DESCRIPTION	UNIT PRICE	TOTAL PRICE
1	1	EA	721903 CMC	Rescue spec pak patientextrication system	\$1,535.00	\$1,535.00

**TERMS NET 30**

Service charge 1.5% per month added after 30 days

<b>Subtotal</b>	\$1,535.00
<b>Tax Total</b>	\$138.15
<b>Transportation</b>	\$0.00
<b>Total</b>	\$1,673.15
<b>Total Payments</b>	\$0.00
<b>Total Due</b>	\$1,673.15

Ph: 510-839-5111  
 TF: 800-443-3556  
 Fax: 510-839-5325  
 oaksales@lncurtis.com  
 DUNS#: 00-922-4163



Pacific North Division  
 185 Lennon Lane Suite 110  
 Walnut Creek, CA 94598  
 www.LNCurtis.com  
 Invoice No. INV481697

# Invoice

**SOLD TO:**

Santa Clara City Fire Department  
 777 Benton Street  
 Santa Clara CA 95050

**SHIP TO:**

Santa Clara City Fire Department  
 Anthony Pascoal  
 1900 Walsh Avenue  
 Santa Clara CA 95050

**REMIT PAYMENT TO:**  
 L.N. Curtis and sons  
 Dept. 34921  
 P.O. Box 39000  
 San Francisco, CA 94139

INVOICE NO.	SALES ORDER NO.	INVOICE DATE
INV481697	606725	04/19/2021

DATE DUE	SALES DATE	TOTAL
05/19/2021	12/09/2020	\$19,761.05

CUST ORDER/PO NO.	ORDERING PARTY	CUSTOMER NO.	SALESPERSON	FOB	TRACKING NUMBERS
SCSA088	Anthony Pascoal	C36300	Trevor Murphy	DEST	

**ACCOUNTING INSTRUCTIONS**

DO NOT MAIL EMAIL ALL INVOICES TO: [ngresham@SantaClaraca.gov](mailto:ngresham@SantaClaraca.gov)

LN	QTY	UNT	PART NUMBER	DESCRIPTION	UNIT PRICE	TOTAL PRICE
1	1	EA	727400 CMC	Azorp kit arizonavortex	\$490.00	\$490.00
2	4	EA	500104 CMC	System aztek proseries	\$375.00	\$1,500.00
3	1	EA	733500 HARKEN	Winch lokhead kit	\$2,749.00	\$2,749.00
4	4	EA	240029 CMC	Proseries radio harness	\$75.00	\$300.00
5	1	EA	CMC CUSTOM 000045	As follows: 733431	\$27.00	\$27.00
				DRILL ADAPTER, POWERED CRANK HANDLE, HARKEN		
6	1	EA	201022 CMC	Sma blue proseries anchor strap	\$44.00	\$44.00
7	1	EA	201023 CMC	Med blue proseries anchor strap	\$46.00	\$46.00
8	1	EA	201024 CMC	Lar blue proseries anchor strap	\$47.00	\$47.00
9	1	EA	201025 CMC	XLarge blue proseries anchor strap	\$51.00	\$51.00
10	1	EA	201026 CMC	XXL blue proseries anchor strap	\$56.00	\$56.00
11	2	EA	345D23 CMC	Lar red petzl i'd self-braking descender	\$275.00	\$550.00
12	1	EA	501358 CMC	Team mpd fire-rescue kit ** For detailed description see product specifications at bottom of order/quote	\$9,299.00	\$9,299.00
13	1	EA	752201 CMC	Sked basic rescue system orange with cobra buckles, sk-200c-or	\$675.00	\$675.00
14	2	EA	300750 CMC	Enforcer load cell kit UL certified to NFPA	\$665.00	\$1,330.00
15	50	FT	200106 CMC	1" Green tubular webbing, ft	\$0.37	\$18.50

Ph: 510-839-5111  
TF: 800-443-3556  
Fax: 510-839-5325  
[oaksales@lncurtis.com](mailto:oaksales@lncurtis.com)  
DUNS#: 00-922-4163

# CURTIS

TOOLS FOR HEROES

Pacific North Division  
185 Lennon Lane Suite 110  
Walnut Creek, CA 94598  
[www.LNCurtis.com](http://www.LNCurtis.com)  
Invoice No. INV481697

LN	QTY	UNT	PART NUMBER	DESCRIPTION	UNIT PRICE	TOTAL PRICE
16	120	FT	200107 CMC	1" Yellow tubular webbing	\$0.37	\$44.40
17	150	FT	200102 CMC	1" Blue tubular webbing	\$0.37	\$55.50
18	200	FT	200101 CMC	1" Orange tubular webbing	\$0.37	\$74.00
19	1	EA	567010 CMC	Resqmax titanium grappling hook	\$773.00	\$773.00

TERMS NET 30

Service charge 1.5% per month added after 30 days

<b>Subtotal</b>	\$18,129.40
<b>Tax Total</b>	\$1,631.65
<b>Transportation</b>	\$0.00
<b>Total</b>	\$19,761.05
<b>Total Payments</b>	\$0.00
<b>Total Due</b>	\$19,761.05

# **Attachment 3**

## **Stadium Personal Protective Equipment**

Ph: 510-839-5111  
 TF: 800-443-3556  
 Fax: 510-839-5325  
[oaksales@lncurtis.com](mailto:oaksales@lncurtis.com)  
 DUNS#: 00-922-4163



Pacific North Division  
 6723 Sierra Court, Suite C  
 Dublin, CA 94568  
[www.LNCurtis.com](http://www.LNCurtis.com)  
 Invoice No. INV492681

# Invoice

**SOLD TO:**

Santa Clara City Fire Department  
 777 Benton Street  
 Santa Clara CA 95050

**SHIP TO:**

Santa Clara City Fire Department California  
 Larry Mar  
 3011 Corvin Drive  
 Santa Clara CA 95051

**REMIT PAYMENT TO:**  
 L.N. Curtis and sons  
 Dept. 34921  
 P.O. Box 39000  
 San Francisco, CA 94139

INVOICE NO.	SALES ORDER NO.	INVOICE DATE
INV492681	609463	05/25/2021
DATE DUE	SALES DATE	TOTAL
06/24/2021	12/22/2020	\$14,885.99

CUST ORDER/PO NO.	ORDERING PARTY	CUSTOMER NO.	SALESPERSON	FOB	TRACKING NUMBERS
SCSA087	Larry Mar	C36300	Trevor Murphy	FTSP	

**ACCOUNTING INSTRUCTIONS**

[accountspayable@sccfd.org](mailto:accountspayable@sccfd.org)

**NOTES & DISCLAIMERS**

**Safety Warning Notice:** Products offered, sold, or invoiced herewith may have an applicable Safety Data Sheet (SDS) as prepared by the manufacturer of the product. Any handlers or users of product should refer to applicable SDS prior to handling or utilizing the product. Applicable SDS are included with shipment of products. For other important product notices and warnings, or to request an SDS, please contact Curtis or visit <https://www.lncurtis.com/product-notices-warnings>

LN	QTY	UNT	PART NUMBER	DESCRIPTION	UNIT PRICE	TOTAL PRICE
1	2	EA	CREWBOSS CUSTOM	As follows; SRS0104  SANTA CLARA USAR SHIRT SPEC  SIZE: SMALL	\$349.00	\$698.00
2	8	EA	CREWBOSS CUSTOM	As follows; SRS0104  SANTA CLARA USAR SHIRT SPEC  SIZE: MEDIUM	\$349.00	\$2,792.00
3	15	EA	CREWBOSS CUSTOM	As follows; SRS0104  SANTA CLARA USAR SHIRT SPEC  SIZE: LARGE	\$349.00	\$5,235.00

Ph: 510-839-5111  
 TF: 800-443-3556  
 Fax: 510-839-5325  
[oaksales@lncurtis.com](mailto:oaksales@lncurtis.com)  
 DUNS#: 00-922-4163

# CURTIS

**TOOLS FOR HEROES**

Pacific North Division  
 6723 Sierra Court, Suite C  
 Dublin, CA 94568  
[www.LNCurtis.com](http://www.LNCurtis.com)  
 Invoice No. INV492681

LN	QTY	UNT	PART NUMBER	DESCRIPTION	UNIT PRICE	TOTAL PRICE
4	11	EA	CREWBOSS CUSTOM	As follows; SRS0104  SANTA CLARA USAR SHIRT SPEC  SIZE: XLARGE	\$349.00	\$3,839.00
5	3	EA	CREWBOSS CUSTOM	As follows; SRS0104  SANTA CLARA USAR SHIRT SPEC  SIZE: 2XLARGE	\$349.00	\$1,047.00

TERMS NET 30  
 Service charge 1.5% per month added after 30 days

<b>Subtotal</b>	\$13,611.00
<b>Tax Total</b>	\$1,224.99
<b>Transportation</b>	\$50.00
<b>Total</b>	\$14,885.99
<b>Total Payments</b>	\$0.00
<b>Total Due</b>	\$14,885.99



# **Attachment 4**

## **Public Safety Command Post Dispatch System**



## FORTY NINERS STADIUM MANAGEMENT COMPANY

**March 4, 2022**

Kenn Lee  
Santa Clara Stadium Authority  
1500 Warburton Avenue  
Santa Clara, CA 95050

Re: Stadium Authority Capital Expenditures – Public Safety Equipment Project Payment

Mr. Lee,

On March 27, 2018, the Stadium Authority approved various Capital Expenditures, which included the costs of the replacement of certain public safety equipment. In an effort to improve dispatch communications between emergency services personnel and event day employees at Levi's® Stadium (the "Stadium"), Stadium Manager determined that the command post's efficiency could be enhanced through the implementation of a public safety command post dispatch system (the "Project"). Of the various Capital Expenditures approved by Stadium Authority on March 27, 2018, an estimated budget of \$189,200 was apportioned for this Project.

As the total budgeted value of this contract (\$189,200) fell below the threshold of \$250,000<sup>1</sup>, no competitive bidding was required in the purchase of the equipment. Golden State Communications, Inc. ("Golden State Radio" or "Contractor") was selected because of its ability to ensure that all utilized equipment would effectively interface with the City of Santa Clara's public safety equipment and software then in existence at the Stadium. Contractor assessed the equipment and software infrastructure needs of the Stadium and submitted an invoice for \$170,000, dated September 12, 2018 (attached as **Exhibit A**), which provided quantities, model numbers, and detailed descriptions of each piece of equipment, as well as project labor and expenses. Subsequently, on October 30, 2018, Stadium Manager tendered a letter to the Stadium Authority serving as notice of Stadium Manager's intent to execute a contract with Golden State Radio (attached as **Exhibit B**).

After a series of communications, you provided Stadium Manager with a letter response<sup>2</sup> implying that Stadium Manager failed to comply with prevailing wage laws on this Project due to installation and setup labor services valued at \$6,242.00 (attached as **Exhibit C**). Contractor submitted a detailed description of the labor services actually performed (herein after referred to

---

<sup>1</sup> See Section 17.30.050(b) of the Stadium Authority Procurement Policy, which does not require public bidding for contracts valued at less than \$250,000 that involve the purchase of supplies, materials, and equipment. Per Section 17.30.020(a), "Contract Value" is determined by the costs of goods and supplies (i.e. the equipment), as well as costs associated with the installation and services under the contract.

<sup>2</sup> dated October 23, 2019.

as the “SOW,” attached as **Exhibit D**<sup>3</sup>), which further establishes that prevailing wage was not required in connection with the work performed under this contract.

California Labor Code § 1720(a)(1) classifies “installation” work as a prerequisite of prevailing wage determinations under a public works contract in instances where there is a permanent affixing (e.g. bolting, securing or mounting) of fixtures to realty. Under California Civil Code § 660, a “fixture” is defined as:

“[a] thing [that] is deemed to be affixed to land when it is attached to it by roots, as in the case of trees, vines, or shrubs; or imbedded in it, as in the case of walls; or permanently resting upon it, as in the case of buildings; or permanently attached to what is thus permanent, as by means of cement, plaster, nails, bolts, or screws.”

The SOW’s installation process involved setting up dispatch gateways to donor radios, then wiring those donor radios to properly connect to preexisting power sources within the Stadium. These equipment items were racked in (i.e. set inside of) a cabinet, which was subsequently housed within the radio support room on the 800-level of the Stadium. Contractor was also responsible for connecting antenna cables and network lines from the preexisting power sources to the racked equipment cabinets. Once these tasks were completed, Contractor was instructed to set up the computer stations by connecting microphones and footswitches and establishing the proper network connectivity. Stadium Manager’s personnel and dispatchers worked in conjunction with Contractor to develop working knowledge of the console dispatch system and to verify that all computer consoles and software settings functioned satisfactorily before final completion of the Project.

In carrying out its services, Contractor was not required to permanently affix any fixtures or equipment, nor penetrate or create a physical change to the structure of the Stadium; thus, no “installation” services – as defined by the California Labor Code – were performed. In light of this, the Project did not qualify as a “public work” under the statutory guidelines. If a contracted project exceeding \$1,000 in value does not involve “public work,” prevailing wage will not apply.

On March 15, 2019, Contractor issued a receipt of payment of \$85,000 towards the total balance due (attached as **Exhibit E**). To date, no additional payments have been made by Stadium Authority to Contractor for this Project.

As the attached documentation clearly demonstrates that Stadium Manager complied with all applicable bidding requirements, California Labor Code, and other local and state law for this Project, Stadium Authority must immediately remit payment<sup>4</sup> to Golden State Radio for the outstanding balance of \$85,000 for services provided.

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<sup>3</sup> Stadium Manager sent a request to Golden State for the original SOW via email correspondence. Golden State responded to Stadium Manager operations personnel on September 24, 2020 with a description of the work actually performed.

<sup>4</sup> Payment may be remitted to: **Golden State Communications, Inc.** 978 Rincon Circle, San Jose, CA 95131. Office: (408) 558-2700. Fax: (408) 558-2719. [www.goldenstateinc.com](http://www.goldenstateinc.com)

Sincerely,

*Esther Chi*

Esther Chi

cc: Scott Sabatino, Chief Financial Officer  
Hannah Gordon, Chief Administrative Officer and General Counsel  
Jihad Beauchman, Deputy General Counsel



Primary Site Information

**Company:** Forty Niners Stadium Management Company  
**Address:** 4900 Marie P. De Bartolo Way  
**City, State, Zip:** Santa Clara, CA 95054  
**Phone:** 408-562-4949

**Invoice Number:** 2018-4494  
**Invoice Date:** 9/12/2018  
**Prepared by:** Gary Carroll

Item	Qty	Model Number	Description	Price Each (USD)	Extended Price (USD)
<b><u>Console (Operator) Position Hardware/Software</u></b>					
1	4	T2-SCOUT-SMW12	Tier 2 Scout Console Package with 12 channel software media workstation. Includes Scout Standard Runtime, DMS, Tier 1 Capabilities plus P25 Trunked, DMR Trunked, MPT Trunked, NXDN Trunked and IRR. Windows 7 PC, Monitor, and other USB accessories not included. NENA Headset interface is NOT available in this package.	\$ 15,506.00	\$ 62,024.00
2	4	ACC-CPU-WIN7-DN	PC mini tower with dual NICs for Console Position or "Plus" Console Packages, MS Windows 7 Professional 64 bit OS. Used in a Scout System when a Standard Desktop computer is needed.	\$ 1,410.00	\$ 5,640.00
3	4	ACC-TSC-23WS-PC	23" LED touch screen for PC console - 16x9 format	\$ 2,068.00	\$ 8,272.00
4	8	ACC-HED-BASE-WLS-6W	Plantronics CA12CD Wireless PTT Headset Base. Headset top is sold separately.	\$ 793.00	\$ 6,344.00
5	8	ACC-HED-TOP-SING-NC	Headset top, Plantronics Supra HW251N monaural with noise canceling microphone. Requires base.	\$ 109.00	\$ 872.00
6	4	ACCUSB-FSW-SING	USB PTT Footswitch Accessory, Software Media Workstation	\$ 301.00	\$ 1,204.00
7	8	ACCUSB-HJB	Avtec USB Headset/handset jack box (single jack), Scout Software Media Workstation	\$ 513.00	\$ 4,104.00
8	1		Eventide NextLog 740 Recorder	\$ 19,000.00	\$ 19,000.00
				<b>Console Equipment Subtotal</b>	<b>\$ 107,460.00</b>
<b><u>Gateways and Endpoint Hardware/Software</u></b>					
9	1	SFW-VPG-L2	Redundant VPGate Software License for a maximum of 80 endpoints; up to 40 may be "B" Licenses.	\$ 35,236.00	\$ 35,236.00
10	2	ACC-CPU-RM-WIN7	Industrial 1U Computer with Windows including Solid State hard drive and Windows7 Professional 64 bit OS. Rack mount for Cabinets. Requires DISP-XXXX for monitor, keyboard, etc. Used in a Scout System when a Standard Rack mount computer is needed.	\$ 5,043.00	\$ 10,086.00
11	1	OUTPOST-2R	Radio Controller, VoIP, 2 Ports, 12VDC input	\$ 2,275.00	\$ 2,275.00
12	2	OUTPOST-RJ-CONN	Connector for OUTPOST Radio port that supports RJ45 cable for 2/4W tone keying and E&M applications.	\$ 52.00	\$ 104.00
13	1	DISP-KVM-F-RR	1U LCD Folding Display, for Relay Rack. Includes Keyboard with trackpad and 8-port KVM	\$ 3,073.00	\$ 3,073.00
14	1	ACC-NETWK-24P-SFP4	24 Port Gigabit Switch with 4 SFP Ports	\$ 2,482.00	\$ 2,482.00
				<b>Gateway &amp; Endpoint Equipment Subtotal:</b>	<b>\$ 53,256.00</b>
<b><u>Racking Equipment</u></b>					
14	1	ACC-MTG-2U-RR	Kit to rack mount two (2) each ACC-CPU-RM-2012 or -WIN7 in 19" Relay Rack. 2U high.	\$ 389.00	\$ 389.00
15	1	OUTPOST-RACKMT-PKG	3U Rack mount shelf (holds 1-4 Outposts) plus 3U Rack mount power supply	\$ 622.00	\$ 622.00
				<b>Racking Equipment Subtotal:</b>	<b>\$ 1,011.00</b>



Item	Qty	Model Number	Description	Price Each (USD)	Extended Price (USD)
<b><u>Recommended Spare Equipment</u></b>					
16	1	ACCPLUS-HJB	Headset/handset jack box (single jack), Scout Media Workstation Plus	\$ 513.00	\$ 513.00
17	2	ACC-HED-TOP-SING-NC	Headset top, Plantronics Supra HW251N monaural with noise canceling microphone. Requires base.	\$ 109.00	\$ 218.00
<b>Recommended Spare Equipment Subtotal:</b>				<b>\$</b>	<b>731.00 \$</b>
<b>Console Equipment, Software, &amp; Licensing Total:</b>				<b>\$</b>	<b>162,458.00 \$</b>

<b><u>ScoutCare Software and Hardware Maintenance</u></b>					
18	1	SCOUTCARE-T1	Year 1 Annual Software Maintenance and Technical support.		\$ included
19	1	SCOUTCARE-HARDWARE	Year 1 Annual Hardware Maintenance		\$ included
<b>Year 1 Maintenance &amp; Support Subtotal:</b>				<b>\$</b>	<b>included</b>
<b><u>Shipping, Handling, and Insurance</u></b>					
20	1		Lump sum packaging, shipping, and insurance FOB Origin	1,300.00	\$ 1,300.00
<b><u>Radio Equipment Programming</u></b>					
20	1				included included
<b><u>EID License Linked Capacity Plus Upgrade</u></b>					
<b><u>Professional Services and Expenses</u></b>					
21	1		Project Labor and Expenses (see Statement Of Work for details)	\$ 6,242.00	6,242.00 \$
<b>Shipping &amp; Professional Services Subtotal:</b>				<b>\$</b>	<b>7,542.00 \$</b>

		Extended Price
<b>Total (USD)</b>		<b>170,000.00</b>

# EXHIBIT B



October 30, 2018

FORTY NINERS STADIUM MANAGEMENT COMPANY

Deanna Santana  
City Manager  
Santa Clara City Hall  
1500 Warburton Avenue  
Santa Clara, CA 95050

Re: SCSA Project Notification

Dear Deanna,

We are writing to inform you of two projects that we have initiated in accordance to the SCSA Capital Expenditures approval on March 27, 2018.

This letter service as notification of our intent to execute a contract with the vendors listed in the detail.

Below, please find the detail of the approved projects.

	<u>APPROVED</u>	<u>CONTRACT AMOUNT</u>
<ul style="list-style-type: none"><li>• <b>Hot Water Additions for Sump Pump</b> Install four sump pumps and substation water source heat pumps to hose down the sump wells in the sewage system. Partial project work is being completed by DLI Mechanical and the estimated contract is \$114,889.</li></ul>	\$367,509	\$114,889
<ul style="list-style-type: none"><li>• <b>Santa Clara Public Safety Equipment</b> The procurement includes major equipment replacement for Santa Clara Public Safety, Police and Fire. A public safety command post dispatch system will be purchased from Golden State Radio. The estimated contract amount is \$189,200.</li></ul>	\$647,855	\$189,200

Should you have any questions, I am available to discuss at your convenience

Notified: \_\_\_\_\_  
Deanna Santana  
Executive Director

Date: \_\_\_\_\_

Sincerely,

JIM MERCURIO  
Vice President, Stadium Operations & General Manager

cc: Walter Rossmann, City of Santa Clara  
Catlin Ivanetich, City of Santa Clara  
Scott Sabatino, San Francisco 49ers CFO  
Hannah Gordon, San Francisco 49ers General Counsel  
Jihad Beauchman, San Francisco 49ers Deputy General Counsel  
Nelson Ferreira, San Francisco 49ers Director, Technical Operations

## EXHIBIT C



October 23, 2019

Ms. Esther Chi, Vice President, Controller  
Forty Niners Management Company LLC  
4900 Marie P. De Bartolo Way  
Santa Clara, California 95054

**SUBJECT: Stadium Authority CapEx Project Invoices**

Dear Ms. Chi:

This letter is in response to the invoices your office forwarded on August 15, 2019 and your subsequent letter on October 15, 2019. As you may know, the Stadium Authority Board instructed the partial suspension of payments at the March 27, 2019 Stadium Authority Board meeting. At that meeting, the Board directed the Executive Director to only release public funds to the Forty Niners Management Company (ManCo) if all supporting documents have been submitted and adhere to our agreements and State and local laws. As part of that suspension of payment, the Stadium Authority continues to pay for utilities, insurance and costs associated with SBL sales and services.

Any delays to Stadium Manager's procurement processes have been due to Stadium Manager's failure to meet minimal levels of competence in public financial and legal standards. This has been compounded by continuous stonewalling in providing the Stadium Authority with its own records. A detailed review of the invoices provided to the Stadium Authority for payment revealed that you have intentionally separated invoices for supplies and equipment from the labor/installation cost related to the supplies and equipment. In the accompanying letter provided by your staff, it states that "because no on-site labor is involved, there are no prevailing wage or bond requirements that apply to these purchases of equipment". This is simply not true. Because the Stadium is a public facility, and in accordance with our Agreement<sup>1</sup>, the compliance of State and local labor laws would be in effect for eligible projects, regardless of whether the installation is completed by the Forty Niners Stadium Company, LLC (StadCo), or an outside contractor. As such, it is required that the Stadium Authority have complete documentation on how

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<sup>1</sup> Except as otherwise expressly defined, all capitalized terms when used herein shall have the same meanings as given such terms in the Amended and Restated Stadium Lease Agreement by and between the Stadium Authority and Tenant dated as of March 28, 2012, as amended and restated as of June 19, 2013.



MS. ESTHER CHI, VICE PRESIDENT, CONTROLLER

Re: Stadium Authority CapEx Project Invoices

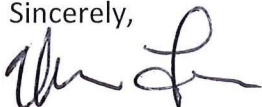
October 23, 2019

Page 2 of 2

these improvements were completed, how they complied to prevailing wage and bond requirements for eligible projects and done with industry experts that protects the Stadium Authority's asset. In other words, when presenting requests for payment, the Stadium Manager must provide all documentation related to the goods and materials purchases and the labor/installation; which has been the Stadium Authority's direction for quite some time now.

The Stadium Authority will only process and pay for projects that contain complete documentation of all project costs and verification that completion of these projects followed our Agreement and State and local labor laws. The invoices that the Stadium Manager submitted do not contain complete or accurate documentation of costs related to labor, goods and materials, nor do they follow proper procurement processes or provide information about the industry experts performing the labor. As such, the Stadium Authority cannot pay the remaining invoices until the Stadium Manager complies with all the requirements set forth in our Agreement and State and local labor laws. Any delay is entirely on the part of the Stadium Manager.

Sincerely,



Kenn Lee  
Treasurer

CC: Deanna J. Santana, Executive Director  
Brian Doyle, Stadium Authority Counsel

## **EXHIBIT D**

**From:** Jessica Carroll <[Jessica@goldenstateinc.com](mailto:Jessica@goldenstateinc.com)>

**Sent:** Thursday, September 24, 2020 1:34 PM

**To:** Graber, Craig <[craig.graber@49ers-smc.com](mailto:craig.graber@49ers-smc.com)>; Montgomery, Jason <[jason.montgomery@49ers-smc.com](mailto:jason.montgomery@49ers-smc.com)>

**Subject:** Summary of Dispatch Console set up and installation

Let me know if this is sufficient for is being requested for the set up and installation of the dispatch consoles.

\*All below work was completed by Golden State Communications, Inc full time staff. All the Set Up and Installation for the Dispatch Consoles is adding equipment onto an already fully functioning radio system that Golden State Communications Inc, had previously installed, manages and controls at Levi's Stadium.

### **Summary of Set up and Installation of the Dispatch Consoles**

#### **Set Up**

Communicate with Levi's IT to make sure that what is needed on the network side is ready to be provided when equipment is installed.

Set up the dispatch gateways to the Donor Radios

Wire up the Donor radios to the power supplies

Wire up the gateways to the Donor radios

Rack all the equipment in cabinet that is provided by Golden State

Once all equipment is racked, we power on the equipment and program the donor radios with the Radio system programming.

Set up and power on all the computers. Load the dispatch software into the computers

Configure the software to talk to the gateways through the network

Set up the layout of the dispatch console so that the layout is the way the dispatcher wants it to show up on their computer station.

#### **Installation**

Bring the radio cabinet with the donor radios and gateways up to where this equipment will be housed at the stadium.

Run the antenna cable for 8 antennas

Run an extension for power to the cabinet

Run network lines to each gateway

Complete all connections for the donor radios and gateways then power on the system.

Set up the computer stations in each location identified by Levi's that they needed a console.

Install the computer mics and footswitches to each computer location

Work with Levi's IT to make sure the network connection is working correctly.

When everything is up and running you start to test the system and start making adjustments for volume purposes etc in both the computer consoles and software settings.

Make sure all channels are working on the consoles, all functionality is the way it is needed to be to the satisfaction of the dispatchers

Training sessions for the dispatchers so that they learn how to use the console and all the features.

*Jessica Carroll*

[Jessica@goldenstateinc.com](mailto:Jessica@goldenstateinc.com)

Executive Account Manager | Golden State Communications, Inc.

T 408.558.2700 C 408.636.6288



**Golden State  
Communications, Inc.**

LOOK AT THE new WAVE OnCloud Two-Way Radio Solution <https://www.tlkptt.com/ptt-brochure/>

Watch how it

works <https://video.motorolasolutions.com/detail/video/6052869020001/wave%E2%84%A2-broadband-push-to-talk-allows-europe-wide-communication&q=WAVE>

**Ask us for a 1 week FREE Demo Trial 408.558.2700**

# EXHIBIT E



Golden State Communications, Inc.  
978 Rincon Circle  
San Jose, CA 95131

## Sales Invoice

Sales Invoice Number: 2018-4494  
Sales Invoice Date: 3/15/2019

Page: 1

Sell To: Forty Niners Stadium Management Company  
Accounts Payable  
4900 Marie P. De Bartolo Way  
Attn: Accounts Payable  
SANTA CLARA, CA 95054

Ship To: Forty Niners Stadium Management  
Accounts Payable  
4900 Marie P. De Bartolo Way  
Attn: Accounts Payable  
SANTA CLARA, CA 95054

Ship Via  
Terms Net 30 Days

Customer ID CU00158  
SalesPerson Levi Stadium

Item No.	Description	Unit	Quantity	Unit Price	Total Price with Tax
S2-61815	Console(Operator) Position Hardware/Software	Each	1	97,788.60	107,460.00
SFW-VPG-L2	Gateways and Endpoint Hardware/Software	Each	1	48,462.96	53,256.00
ACC-MTG-2U-RR	Racking Equipment	Each	1	920.01	1,011.00
ACCPLUS-HJB	Spare Equipment	Each	1	665.21	731.00
02-SLS DEL	Shipping & Handling	Each	1	1,300.00	1,300.00
03-INSTALL	Installation / Setup	Each	1	6,242.00	6,242.00

**Subtotal: 155,378.78**

Total Sales Tax: 14,621.22

**Total: 170,000.00**

Payment 50% Down: -85,000.00

**TOTAL BALANCE DUE: 85,000.00**