



## Agenda Report

24-1345

Agenda Date: 2/6/2024

### REPORT TO STADIUM AUTHORITY BOARD

#### SUBJECT

Action on the Santa Clara Stadium Authority Financial Status Report for Quarter Ending September 30, 2023 and Approve Related Budget Amendments

#### BOARD PILLARS

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

#### BACKGROUND

In Fiscal Year (FY) 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 second quarter of the 2023/24 FY, which runs from July 1, 2023 - September 30, 2023.

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.

#### DISCUSSION

The attached financial status reports provide information covering the Stadium Authority's second quarter (July 1, 2023 - September 30, 2023) of FY 2023/24. The reports summarize National Football League ("NFL") and Non-NFL event activity at Levi's® Stadium and describe 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 three NFL games held in the second quarter of FY 2023/24. Levi's® Stadium hosted two pre-season NFL games of the 2023 season on August 19<sup>th</sup> and 25<sup>th</sup> and one regular NFL season game of the 2023 season on September 21, 2023 which are detailed in the report. This resulted in \$2.7 million in NFL ticket surcharge for the Stadium Authority and \$69,000 of Senior and Youth

Program Fees for the City. Public safety costs for NFL games totaled an estimated \$1.3 million which will be fully reimbursed to the City.

Non-NFL Event Revenue and Expenses

There were 8 ticketed Non-NFL events and 25 special events which are detailed in the report. The 8 ticketed Non-NFL events generated an average net profit of \$572,000 per event. Table 1 below summarizes revenues and expenditures for the 8 ticketed events.

Table 1

**Levi's® Stadium**  
**Ticketed Non-NFL Events Revenue and Expenditure Summary**  
**As of September 30, 2023**

In Millions \$

Ticketed Event	Revenue	Expense	Net
Concert 1	\$ 2.6	\$ 1.1	\$ 1.5
Concert 2	2.6	1.9	0.7
Concert 3	2.5	2.0	0.5
Concert 4	2.4	1.7	0.7
Concert 5	1.8	0.9	0.9
Sporting Event 1	1.7	1.1	0.6
Sporting Event 2	0.9	0.5	0.4
Sporting Event 3	-	0.7	(0.7)
<b>Total Ticketed Non-NFL Net Revenue to Date</b>	<b>\$ 14.4</b>	<b>\$ 9.8</b>	<b>\$ 4.6</b>

The Non-NFL event ticket sales generated \$1.6 million in ticket surcharge revenue, half of which will fund the discretionary fund. Public safety costs for these events totaled an estimated \$3.2 million which will be fully reimbursed to the City.

When combining ticketed and non-ticketed Non-NFL revenues to date, Table 2 below shows approximately \$6 million in net revenue (excluding surcharge revenue) through the end of the second quarter. It should be noted the financial information provided are a draft and subject to change as additional revenues and/or expenditures are recorded.

Table 2

**Levi's® Stadium**  
**Net Revenue for Non-NFL Events by Event Type**  
**As of September 30, 2023**

Event Type	No. of Events	Net Revenue
<b>Ticketed Events</b>		
Concerts	5	\$ 4,267,153
Sporting Events:		
Soccer	3	305,067
<b>Net Revenue from Ticketed Events</b>	<b>8</b>	<b>\$ 4,572,220</b>
Net Revenue from Special Events (weddings, corporate events, etc.)	25	903,221
Other Operating Income <sup>(1)</sup>		1,271,700
Other Expenses <sup>(2)</sup>		(681,705)
<b>Net Revenue from Non-NFL Events<sup>(3)</sup></b>	<b>33</b>	<b>\$ 6,065,436</b>

<sup>(1)</sup> Other Operating Income are income not attributable to a specific event. Examples are interest income and reimbursements unrelated to a specific event.

<sup>(2)</sup> Other Operating Expenses are expenses not attributable to a specific event. Examples are event selling expenses, administrative expenses and miscellaneous costs.

<sup>(3)</sup> Net Revenue from Non-NFL Events does not include Non-NFL Event Ticket Surcharge of \$1.6m.

**Stadium Builder Licenses (“SBLs”)**

SBLs account for 19% of the Stadium Authority’s annual budgeted revenue in FY 2023/24. There is a total of 63,655 currently active SBLs which is 96% of the 66,136 total sellable SBL seats. Through the second quarter, since inception, the value of the active SBLs amount to \$549.3 million of which \$524.3 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 \$30.9 million representing 48% of the overall budget for revenues and total operating expenses were \$11.7 million or 50% of the budget. The debt service fund was able to pay down \$16 million in debt, bringing total Stadium Authority debt down to \$229.3 million. Capital expenses were \$4 million representing 19% of the overall CIP budget.

**FY 2023/24 Stadium Authority Budget Adjustments**

From time to time, budget adjustments may be necessary to align revenues or expenditures to actual or unexpected activity during the course of a fiscal year, known after the adoption of the Stadium Authority Budget. On March 7, 2023, the Stadium Authority Board adopted the Santa Clara Stadium Authority FY 2023/24 Operating, Debt Service, and Capital Budget. As of the timing of the publication of this report, additional information from FY 2023/24 has resulted in the recommended budget adjustments as follows:

- 1) Beginning Fund Balance / Ending Fund Balance Adjustment for Legal Contingency Reserve - Public Safety Costs: The FY 2022/23 year-end actual was completed and fund balance adjustments totaling \$845,725 is necessary to correct the allocation for the reserve to reflect the required amount in the FY 2023/24 beginning and ending fund balances. This action has a net zero impact to the fund balance by reallocating fund balance from unrestricted to Legal Contingency Reserve - Public Safety Costs based on actual year-end performance.

- 2) Beginning Fund Balance / Ending Fund Balance Adjustment for Operating Reserve: The FY 2022/23 year-end actual was completed and fund balance adjustments totaling \$12,887 is necessary to correct the allocation for the reserve to reflect the required amount in the FY 2023/24 beginning and ending fund balances. This action has a net zero impact to the fund balance by reallocating fund balance from Operating Reserve to Unrestricted line items.

**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)(5) in that it is an administrative activity that will not result in direct or indirect physical changes in the environment.

**FISCAL IMPACT**

As noted above, adjustments to the budget are required to reflect new information and align budgets with actual revenues and expenses. A technical adjustment to true up the Beginning Fund Balance for the Legal Contingency Reserve - Public Safety Costs and Operating Reserve based on actual FY 2022/23 performance is recommended. The table below summarizes the budget amendment as discussed above:

<b>Operating Fund</b>	<b>Current</b>	<b>Increase / (Decrease)</b>	<b>Revised</b>
Beginning Fund Balance - Legal Contingency Reserve - Public Safety Costs	\$3,401,000	\$845,725	\$4,246,725
Beginning Fund Balance - Operating Reserve	\$25,348,289	\$(12,887)	\$25,335,402
Beginning Fund Balance - Unrestricted	\$14,713,116	\$(832,838)	\$13,880,278
Ending Fund Balance - Legal Contingency Reserve - Public Safety Costs	\$5,403,500	\$845,725	\$6,249,225
Ending Fund Balance - Operating Reserve	\$25,948,289	\$(12,887)	\$25,935,402
Ending Fund Balance - Unrestricted	\$15,627,796	\$(832,838)	\$14,794,958

There is no fiscal impact to reallocating the Legal Contingency Reserve - Public Safety Costs and Operating Reserve within the Operating fund balance.

**COORDINATION**

This report was coordinated with the Stadium Manager per Section 4.6 of the Management Agreement as well as the Executive Director’s and Stadium Authority Counsel’s Offices.

**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 September 30, 2023.
2. Approve a budget amendment in the Operating Fund to increase the Beginning Fund Balance / Ending Fund Balance for Legal Contingency Reserve - Public Safety Costs in the amount of \$845,725, offset by a decrease to the unrestricted fund balance.
3. Approve a budget amendment in the Operating Fund to decrease the Beginning Fund Balance / Ending Fund Balance for the Operating Reserve in the amount of \$12,887, offset by an increase to the unrestricted fund balance.

Reviewed by: Kenn Lee, Treasurer

Approved by: Jovan D. Grogan, Executive Director

**ATTACHMENTS**

1. SCSA Financial Status Report for the Quarter Ending September 30, 2023

# SCSA

Santa Clara Stadium Authority

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# SANTA CLARA STADIUM AUTHORITY FINANCIAL STATUS REPORT

Quarter Ending September 30, 2023



February 6, 2024

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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 2023/24 fiscal year (“FY”) which ended on September 30, 2023. Comparative data from prior fiscal years is also included.

In addition to these quarterly reports, the Stadium Authority produces annual financial statements. The FY 2022/23 financial statements were audited by an external audit firm and presented to the Stadium Authority’s Audit Committee on August 30, 2023 and approved by the Stadium Authority Board (“Board”) on September 19, 2023. 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 2023/24 budget was adopted by the Board on March 7, 2023.

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 (“Stadium Manager”) 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 Stadium Manager. Specifically, National Football League (NFL) and Non-NFL event statistics and financial information relating to the Stadium Manager expenses are provided by the Stadium Manager. Stadium Authority staff has access to select financial information submitted by the Stadium Manager provided through the Stadium Authority’s Financial Management System and event reports received for Non-NFL events. These reports are received 45 days after each event for events with attendance greater than 25,000. More detailed documents are received within 90 days after the close of the quarter. 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 information provided reflects the best known and available at the time of the writing of this report and is subject to further revision and review. Revisions may occur based on the timing of revenue and expenditure activity for events in this quarter that continue beyond the timing of this report. 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.

The San Francisco Forty-Niners (“49ers”) played a total of three NFL games (two pre-season games and one regular season game) at Levi’s® Stadium through quarter ending September 30, 2023. There was a total of 198,037 tickets sold to these NFL games, an average of 66,012 per game. This is down by 2,241 or 3% when compared to the same period in the prior fiscal year. The ticket sales resulted in \$2.7 million in NFL ticket surcharge revenue (10% of ticket sales) to the Stadium Authority. The average NFL ticket surcharge revenue was \$898,000 per game in the current year which is up by \$128,000 or 17% from the same period in the prior fiscal year. A total of \$69,000 of Senior and Youth Program Fees, which is based on \$0.35 per NFL ticket sold, were collected through the end of the second quarter of the fiscal year. These fees were transferred to the City’s General Fund in support of such programs.

A total of 17,847 cars were parked in the permitted offsite parking lots generating \$115,000 in offsite parking fees. The overall number of cars parked in the permitted offsite lots increased by an average of 97 cars per game or 2% when compared to the prior fiscal year.

There was an estimated \$1.3 million of NFL event public safety costs in the current reporting period which is an average of \$443,000 per game. This is an increase from the prior year average (through September 30, 2022) of \$435,000. Of the \$1.3 million NFL event public safety costs, \$1.2 million or 87% are direct City costs and \$175,000 or 13% are outside agency costs. \$115,000 of the total NFL event public safety costs are covered by the offsite parking fees that were collected and the remaining are invoiced to the Stadium Manager. Approximately \$40,000 of FY 2022/23 public safety costs remains outstanding due to true-up billings invoiced to the Stadium Manager during April and May of 2023. Outside agencies assisting the City with public safety were experiencing staffing shortages and delays in invoicing. As a result, NFL public safety cost invoices were provided to the Stadium Manager in December 2023 and have not been reimbursed as of the current reporting period. The Stadium Authority expects the Stadium Manager to complete its review of the invoices and issue the payments before the end of the fiscal year.

Statistics for the NFL games held at Levi’s® Stadium in the first two quarters of the 2023/24 fiscal year are shown in Table 1 and comparative data from all ten years of operations can be found in Table 2.

Table 1

**Levi's® Stadium**  
**2022/23 NFL Event Statistics**  
**As of September 30, 2023**

	<b>Game 1 vs Broncos 08/19/23</b>	<b>Game 2 vs Chargers 08/25/23</b>	<b>Game 3 vs Giants 09/21/23</b>	<b>2023/24 YTD Total</b>
No. of Tickets Sold	65,819	62,492	69,726	<b>198,037</b>
NFL Ticket Surcharge <sup>(2)</sup>	\$ 745,864	\$ 742,481	\$ 1,206,732	<b>\$ 2,695,077</b>
Senior/Youth Program Fees	\$ 23,037	\$ 21,872	\$ 24,404	<b>\$ 69,313</b>
Cars Parked at Offsite Lots	5,901	6,238	5,708	<b>17,847</b>
City Offsite Parking Fee	\$ 38,002	\$ 40,173	\$ 36,760	<b>\$ 114,935</b>
Stadium Public Safety Costs <sup>(1)</sup>	\$ 433,660	\$ 456,197	\$ 439,350	<b>\$ 1,329,208</b>
Less: Offsite Parking Fee Credit	\$ (38,002)	\$ (40,173)	\$ (36,760)	<b>\$ (114,935)</b>
Reimbursable Stadium Public Safety Cos	\$ 395,658	\$ 416,025	\$ 402,590	<b>\$ 1,214,273</b>
Amount Reimbursed	\$ -	\$ -	\$ -	<b>\$ -</b>

<sup>(1)</sup> Includes estimated stadium public safety costs from outside agencies.

<sup>(2)</sup> NFL Ticket Surcharge excludes NFL Play-Off games as indicated on Article 1 of the Amended and Restated Team Non-Relocation Agreement between Team and SCSA.

Table 2

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

	2014/15 Q2 Total	2015/16 Q2 Total	2016/17 Q2 Total	2017/18 Q2 Total	2018/19 Q2 Total	2019/20 Q2 Total	2020/21 Q2 Total	2021/22 Q2 Total	2022/23 Q2 Total	2023/24 Q2 Total
No. of NFL Events	4	3	3	4	3	3	-	3	2	3
No. of Tickets Sold	271,503	198,634	188,705	249,408	190,840	184,769	-	199,451	136,506	198,037
NFL Ticket Surcharge	\$ 2,911,416	\$ 1,851,550	\$ 2,343,474	\$ 2,544,721	\$ 1,732,335	\$ 2,416,387	\$ -	\$ 2,651,401	\$ 1,540,422	\$ 2,695,077
Senior/Youth Program Fees	\$ 95,026	\$ 69,522	\$ 66,047	\$ 87,293	\$ 66,794	\$ 64,669	\$ -	\$ 69,807	\$ 47,777	\$ 69,313
Cars Parked at Offsite Lots	37,884	16,986	18,295	21,442	15,030	16,578	-	21,678	11,703	17,847
City Offsite Parking Fee	\$ 186,389	\$ 86,289	\$ 95,866	\$ 116,216	\$ 84,619	\$ 96,981	\$ -	\$ 128,117	\$ 71,739	\$ 114,935
Cars Parked on Tasman Lots	1,737	1,967	1,689	2,357	1,244	1,485	-	1,180	-	-
Cars Parked on Golf Course	11,378	7,353	-	-	-	-	-	-	-	-
City Tasman Lot and Golf Course Parking Fee	\$ 65,575	\$ 46,600	\$ 8,445	\$ 11,785	\$ 6,220	\$ 7,425	\$ -	\$ 5,900	\$ -	\$ -
Stadium Public Safety Costs <sup>(1)</sup>	\$ 914,005	\$ 673,723	\$ 740,565	\$ 975,574	\$ 764,421	\$ 1,157,636	\$ -	\$ 1,855,191	\$ 870,925	\$ 1,329,208
Golf Course Public Safety Costs	\$ 111,690	\$ 25,242	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Subtotal Event Public Safety Costs	\$ 1,025,695	\$ 698,965	\$ 740,565	\$ 975,574	\$ 764,421	\$ 1,157,636	\$ -	\$ 1,855,191	\$ 870,925	\$ 1,329,208
Less: Offsite Parking Fee Credit	\$ (186,389)	\$ (86,289)	\$ (95,866)	\$ (116,216)	\$ (84,619)	\$ (96,981)	\$ -	\$ (128,117)	\$ (71,739)	\$ (114,935)
Reimbursable Stadium Public Safety Costs	\$ 839,306	\$ 612,676	\$ 644,700	\$ 859,359	\$ 679,802	\$ 1,060,654	\$ -	\$ 1,727,074	\$ 799,185	\$ 1,214,273
Reimbursed by StadCo	\$ 839,306	\$ 612,676	\$ 644,700	\$ 859,359	\$ 679,802	\$ 1,060,654	\$ -	\$ 1,727,074	\$ 759,323	\$ -
Reimbursed by SCSA	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Total Amount Reimbursed	\$ 839,306	\$ 612,676	\$ 644,700	\$ 859,359	\$ 679,802	\$ 1,060,654	\$ -	\$ 1,727,074	\$ 759,323	\$ -

<sup>(1)</sup> Includes estimated stadium public safety costs from outside agencies.

## Non-NFL Events

This section provides year to date 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. During the current reporting period, there were a total of 397,856 tickets sold for the eight ticketed Non-NFL events that were held, resulting in \$1.6 million Non-NFL event ticket surcharge revenue (from the \$4 per ticket Non-NFL event surcharge). This is an increase in ticket surcharge revenue of \$637,000 or 67% over the same period in the prior year. There were three additional ticketed Non-NFL events when compared to the same period in the prior year and the ticketed Non-NFL events in the current reporting period were larger-scale events resulting in the increase in the ticket surcharge revenue.

Stadium Manager reports that there were also 25 smaller special events held at Levi's® Stadium which is six events less than the same period of the prior fiscal year. The attendance at these events also decreased from 14,775 in the prior period to 14,546 in the current year, a 2% decrease. Examples of these special events include corporate events of various sizes, weddings, holiday parties, high school dances, etc.

In correlation with the Non-NFL events held during the current reporting period, there were 38,716 cars parked at these offsite lots and the City earned a total of \$248,000 in related offsite parking fees, which is derived from the \$6.13 per parking space fee for events taking place prior to July 2023 and \$6.44 per parking space for all events thereafter. The revenues earned from this offsite parking fee supports public safety costs for Non-NFL events. The offsite parking fee invoices can take up to a few months to be fully paid. The City has received \$201,000 of the offsite parking fees as of the date of this report.

Total Non-NFL event public safety costs were \$3.2 million an increase of \$1.2 million from the prior year. As noted previously, this increase in cost is due to more large-scale events being held in the current year when compared to the prior year. Of these costs, \$248,000 was covered by the offsite parking fee. The remaining \$3 million was invoiced to the Stadium Manager which will be reimbursed to the City. Reimbursements usually take between 3 to 6 months from the event date due to the timing of third-party invoices and payment from the Stadium Manager. \$80,000 in public safety costs remains outstanding from prior year due to true-up billings invoiced to the Stadium Manager during April and May of 2023. Outside agencies assisting the City with public safety were experiencing staffing shortages and delays in invoicing. As a result, Non-NFL public safety cost invoices were provided to the Stadium Manager in December 2023 and is estimated to be reimbursed to the City in February.

Statistics for FY 2023/24 events are shown in Table 3 and comparative data from all ten years of operations are shown in Table 4.

Table 3

**Levi's® Stadium**  
**FY 2023/24 Non-NFL Event Statistics**  
**As of September 30, 2023**

	Earthquakes vs LAFC Soccer	Gold Cup Tournament	F.C. Barcelona vs. Juventus F.C. (Canceled)	Taylor Swift Day 1	Taylor Swift Day 2	Karol G	Beyonce	Ed Sheeran	2023/24 YTD Special Events	2023/24 YTD Total
	05/06/23	07/02/23	07/22/23	07/28/23	07/29/23	08/14/23	08/30/23	09/16/23		
No. of Scanned Attendees	36,933	56,808	-	61,925	61,286	42,048	49,296	73,167	-	<b>381,463</b>
No. of Tickets Sold	41,739	62,846	-	62,104	61,692	43,691	50,742	75,042	-	<b>397,856</b>
Non-NFL Ticket Surcharge	\$ 166,956	\$ 251,384	\$ -	\$ 248,416	\$ 246,768	\$ 174,764	\$ 202,968	\$ 300,168	\$ -	<b>\$ 1,591,424</b>
No. of Non-NFL Special Events									25	<b>25</b>
Non-NFL Special Event Attendees									14,546	<b>14,546</b>
Cars Parked at Offsite Lots	4,497	7,082	-	5,127	6,053	3,392	4,474	8,091	-	<b>38,716</b>
City Offsite Parking Fee	\$ 27,567	\$ 45,608	\$ -	\$ 33,018	\$ 38,981	\$ 21,844	\$ 28,813	\$ 52,106	\$ -	<b>\$ 247,937</b>
Stadium Public Safety Costs	\$ 366,913	\$ 557,393	\$ 150,765	\$ 544,464	\$ 498,825	\$ 382,224	\$ 343,976	\$ 359,694	\$ 1,145	<b>\$ 3,205,398</b>
Less: Offsite Parking Fee Credit	\$ (27,567)	\$ (45,608)	\$ -	\$ (33,018)	\$ (38,981)	\$ (21,844)	\$ (28,813)	\$ (52,106)		<b>\$ (247,937)</b>
Reimbursable Public Safety Costs	<b>\$ 339,346</b>	<b>\$ 511,785</b>	<b>\$ 150,765</b>	<b>\$ 511,446</b>	<b>\$ 459,843</b>	<b>\$ 360,380</b>	<b>\$ 315,163</b>	<b>\$ 307,588</b>	<b>\$ 1,145</b>	<b>\$ 2,957,461</b>
Amount Reimbursed	-	-	-	-	-	-	-	-	-	-

Table 4

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

	2014/15 Q2 Total <sup>(1)</sup>	2015/16 Q2 Total	2016/17 Q2 Total	2017/18 Q2 Total	2018/19 Q2 Total	2019/20 Q2 Total	2020/21 Q2 Total	2021/22 Q2 Total	2022/23 Q2 Total	2023/24 Q2 Total
No. of non-NFL Ticketed Events	2	13	14	7	7	6	-	-	5	8
No. of Tickets Sold	106,699	542,390	518,542	210,157	231,849	125,587	-	-	237,386	397,856
Non-NFL Ticket Surcharge	\$ 426,796	\$ 2,130,628	\$ 2,074,168	\$ 840,628	\$ 927,396	\$ 502,348	\$ -	\$ -	\$ 954,848	\$ 1,591,424
No. of Non-NFL Special Events	43	100	53	42	41	28	-	-	31	25
Non-NFL Special Event Attendees	12,521	73,196	17,959	23,726	15,943	7,752	-	-	14,775	14,546
Cars Parked at Offsite Lots	10,748	51,669	55,731	19,466	22,338	13,130	-	-	20,388	38,716
City Offsite Parking Fee	\$ 52,880	\$ 258,252	\$ 286,531	\$ 104,077	\$ 123,559	\$ 75,164	\$ -	\$ -	\$ 123,732	\$ 247,937
Cars Parked on Golf Course	5,413	19,743	9,562	-	-	-	-	-	-	-
City Golf Course Parking Fee	\$ 27,065	\$ 98,715	\$ 47,810	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Stadium Public Safety Costs <sup>(2)</sup>	\$ 444,151	\$ 2,624,988	\$ 2,469,148	\$ 1,035,289	\$ 1,378,966	\$ 1,004,000	\$ -	\$ -	\$ 2,014,823	\$ 3,205,398
Golf Course Public Safety Costs	\$ 55,701	\$ 113,440	\$ 39,905	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Subtotal Event Public Safety Costs	\$ 499,852	\$ 2,738,429	\$ 2,509,053	\$ 1,035,289	\$ 1,378,966	\$ 1,004,000	\$ -	\$ -	\$ 2,014,823	\$ 3,205,398
Less: Offsite Parking Fee Credit	\$ (52,880)	\$ (258,252)	\$ (286,531)	\$ (104,077)	\$ (123,559)	\$ (75,164)	\$ -	\$ -	\$ (143,133)	\$ (247,937)
Reimbursable Public Safety Costs	\$ 446,972	\$ 2,480,177	\$ 2,222,522	\$ 931,212	\$ 1,255,407	\$ 928,836	\$ -	\$ -	\$ 1,871,690	\$ 2,957,461
Amount Reimbursed	\$ 446,972	\$ 2,480,177	\$ 2,222,522	\$ 931,212	\$ 1,255,407	\$ 928,836	\$ -	\$ -	\$ 1,792,932	\$ -

<sup>(1)</sup> The first event at Levi's Stadium was in August 2014 (the second quarter of the 2014/15 Fiscal Year).

<sup>(2)</sup> Additional Public Safety Costs are included for Events taking place in FY 2022/23 subsequent to when the FY 2022/23 report was published.

Table 5 summarizes ticketed Non-NFL revenues and expenditures by event. There were 8 ticketed Non-NFL events held in FY 2023/24 and generated an average net revenue of \$572,000 per event. The inclusion of this information is to provide a greater level of transparency and provide the overall financial results of the Non-NFL events.

Table 5

**Levi's® Stadium**  
**Ticketed Non-NFL Events Revenue and Expenditure Summary**  
**As of September 30, 2023**

In Millions \$

Ticketed Event	Revenue	Expense	Net
Concert 1	\$ 2.6	\$ 1.1	\$ 1.5
Concert 2	2.6	1.9	0.7
Concert 3	2.5	2.0	0.5
Concert 4	2.4	1.7	0.7
Concert 5	1.8	0.9	0.9
Sporting Event 1	1.7	1.1	0.6
Sporting Event 2	0.9	0.5	0.4
Sporting Event 3	-	0.7	(0.7)
<b>Total Ticketed Non-NFL Net Revenue to Date</b>	<b>\$ 14.4</b>	<b>\$ 9.8</b>	<b>\$ 4.6</b>

Table 6 and 7 show Non-NFL net revenue by event type and event revenue and expenses by category. For FY 2023/24, the Stadium Manager anticipates Non-NFL events to result in estimated net revenues of \$4.5 million, as cited in the FY 2023/24 Adopted Stadium Authority Budget. In the second quarter of FY 2023/24, ticketed events and non-ticketed special events contributed \$4.6 million and \$903,000 in net revenues, respectively. There was also additional interest income of \$1.3 million earned on Non-NFL events cash reserves. Offset by \$682,000 of non-event specific other expenses, Stadium Manager reported a net revenue of \$6.1 million for the current reporting period.

Table 6

**Levi's Stadium  
Net Revenue for Non-NFL Events  
by Event Type  
Historical Year-to-Date through September 30**

EVENT TYPE	2019/20		2020/21		2021/22		2022/23		2023/24	
	No. of Events	Net Revenue	No. of Events	Net Revenue	No. of Events	Net Revenue	No. of Events	Net Revenue	No. of Events	Net Revenue
<b>Ticketed Events</b>										
Concerts	1	\$ 871,777					4	\$ 2,986,483	5	\$ 4,267,153
Sporting events:										
Football (non-NFL)	1	30,938					-	-		-
Soccer	2	83,456					1	231,987	3	305,067
Miscellaneous events	2	(404,883)								
Subtotal Ticketed Events	6	\$ 581,288					5	\$ 3,218,470	8	\$ 4,572,220
Subtotal Special Events (weddings, corporate events, etc.)	28	\$ 362,074					31	\$ 1,350,957	25	\$ 903,221
Subtotal Other Operating Income										\$ 1,271,700
Subtotal Other Operating Expenses								\$ (537,543)		\$ (681,705)
<b>Total Non-NFL Net Revenue</b>	<b>34</b>	<b>\$ 943,362</b>	<b>0</b>	<b>\$ -</b>	<b>0</b>	<b>\$ -</b>	<b>36</b>	<b>\$ 4,031,884</b>	<b>33</b>	<b>\$ 6,065,436</b>



Table 7  
**Levi's® Stadium**  
**Non-NFL Event Results by Category**  
**As of September 30, 2023**

	<b>2023/24 YTD Total</b>
<b>REVENUE:</b>	
Special Event Revenue	\$ 2,817,049
Ticket Platform Fees	6,287,564
Suite Ticket Revenue	1,408,560
Parking	2,028,556
Food & Beverage - Ticketed Events	3,413,162
Food & Beverage - Special Events	311,757
Miscellaneous <sup>(1)</sup>	2,555,011
<b>Total Revenue</b>	<b>\$ 18,821,659</b>
<b>EXPENSE:</b>	
Public Safety/Security	\$ 5,657,387
Event Staff	5,014,925
Parking	2,115,246
Catering - Special Events	1,607,780
General Event Related Expenses	5,615,452
Expense Reimbursement from Event Licensee <sup>(2)</sup>	(7,936,273)
Miscellaneous <sup>(3)</sup>	681,706
<b>Total Expense</b>	<b>\$ 12,756,223</b>
<b>Total Non-NFL Net Revenue</b>	<b>\$ 6,065,436</b>

<sup>(1)</sup> Includes venue rental fees, net merchandise sales, interest income, and other revenues.

<sup>(2)</sup> Expenses incurred for Non-NFL events can either be the responsibility of the SCSA or the Event Licensee depending on the nature of the expense. This figure represents the total expenses incurred by the SCSA that were the responsibility of the Event Licensee for which the SCSA has been reimbursed, net of the Event Licensee's share of ancillary revenues.

<sup>(3)</sup> Includes catered events department staff costs, non-event specific staff costs, and other expenses.

## Discretionary Fund

The Discretionary Fund is funded by revenue equal to 50% of the Non-NFL event ticket surcharge of \$4 per ticket. The eight ticketed Non-NFL events are projected to contribute approximately \$794,000 to the Discretionary Fund in the reporting period. This is based on the estimated attendance provided by the Stadium Manager. At the time of this report, \$544,000 has been collected for the current fiscal year. Table 8 shows the revenues and expenses in the Discretionary Fund since FY 2014/15. The balance at the end of this reporting period was \$2.5 million.

Table 8

Discretionary Fund Reserve				
Fiscal Year	Beginning Balance	Revenue	Expenses	Ending Balance
2014/15	\$ -	\$ 715,770	\$ -	\$ 715,770
2015/16	715,770	1,238,542	714,028	1,240,284
2016/17	1,240,284	1,164,698	699,129	1,705,853
2017/18	1,705,853	768,564	1,209,342	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
2022/23	2,327,850	639,896	1,300,051	1,667,695
2023/24	1,667,695	793,564 <sup>(1)</sup>	-	2,461,259

<sup>(1)</sup> This amount includes accruals booked to the Discretionary Fund based on estimated attendance provided by the Stadium Manager.

## Stadium Builder Licenses

The total principal value of currently active Stadium Builder Licenses (“SBLs”) is \$549.3 million and, as of September 30, 2023, 95.4% of the total principal value of all SBLs sold (i.e., \$524.3 million) had been collected. Payment for the sale of SBLs are financed over 10 years.

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 Stadium Manager on the Stadium Authority’s behalf, contact the SBL holders and attempt to collect the full amounts owed. Ultimately, a SBL can be defaulted for non-payment. Once a 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 63,655 currently active SBLs, or 96.2% of the 66,136 total sellable SBL seats. This is an increase of 440 from the total active SBLs at the end of the prior fiscal year (March 31, 2023). The main reasons for the increase are due to sale of new SBLs and customer seat relocation program offset by 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, 854 SBLs were sold for a total face value of \$4.7 million. The customer seat relocation program resulted in an increase of \$757,000 to the SBL face value, while netting 90 more SBLs. There were also 504 SBL defaulted during the quarter with a face value of \$3.3 million.

Additional details regarding currently active SBLs are noted in Table 9.

Table 9

## Santa Clara Stadium Authority

### Currently Active Stadium Builder License (SBL) Summary <sup>(1)</sup>

Through September 30, 2023										
Seat Value	SBL Seats Available	SBL Seats Sold as of 3/31/23	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	\$ 13,765,618	97.7%
80,000	942	942	-	-	-	-	942	\$ 75,360,000	\$ 74,651,644	99.1%
40,000	2	2	-	-	-	-	2	\$ 80,000	\$ 79,591	99.5%
30,000	4,945	4,581	24	21	(20)	-	4,606	\$ 138,180,000	\$ 133,663,805	96.7%
20,000	3,475	2,937	30	(9)	(22)	-	2,936	\$ 58,720,000	\$ 55,936,208	95.3%
17,500	70	64	2	-	(2)	-	64	\$ 1,120,000	\$ 790,149	70.5%
15,000	7	7	-	-	-	-	7	\$ 105,000	\$ 105,000	100.0%
12,000	2,163	2,216	18	(6)	(25)	-	2,203	\$ 26,436,000	\$ 24,877,535	94.1%
10,000	7	7	-	-	-	-	7	\$ 70,000	\$ 69,913	99.9%
6,000	20,651	20,958	152	6	(136)	-	20,980	\$ 125,880,000	\$ 119,606,389	95.0%
5,000	14,307	14,371	313	63	(167)	-	14,580	\$ 72,900,000	\$ 66,313,447	91.0%
4,000	916	924	2	(1)	-	-	925	\$ 3,700,000	\$ 3,672,306	99.3%
3,000	91	91	-	-	-	-	91	\$ 273,000	\$ 270,494	99.1%
2,500	40	44	-	(1)	(1)	-	42	\$ 105,000	\$ 104,973	100.0%
2,000	18,392	15,940	313	17	(131)	-	16,139	\$ 32,278,000	\$ 30,341,414	94.0%
1,000	28	31	-	-	-	-	31	\$ 31,000	\$ 30,867	99.6%
<b>Total</b>	<b>66,136</b>	<b>63,215</b>	<b>854</b>	<b>90</b>	<b>(504)</b>	<b>-</b>	<b>63,655</b>	<b>\$ 549,320,625</b>	<b>\$ 524,279,353</b>	<b>95.4%</b>
									<b>Plus: Interest on financed SBLs</b>	<b>\$ 65,326,155</b>
									<b>Total Principal &amp; Interest</b>	<b>\$ 589,605,508</b>

<sup>(1)</sup> This table does not include \$29.1 million that has been collected life-to-date from defaulted SBL holders.

## **Santa Clara Stadium Authority Budget Status Reports**

### ***Operating Budget***

With 50% of the fiscal year complete, total operating revenues for the second quarter of the 2023/24 Fiscal Year were \$30.9 million representing 48% of the overall budget for revenues. During the current reporting period, the Stadium Authority collected \$10.7 million in SBL proceeds or 85% of what was budgeted. All SBL proceeds are to be transferred to the debt service fund per applicable loan agreements. Stadium Authority also recognized \$13.8 million in rent from StadCo, \$1.6 million in Non-NFL ticket surcharge, and \$225,000 in sponsorship (STR) revenue all of which are expected to meet budget this fiscal year.

Total Operating expenses were \$11.7 million, or 50% of the annual budget. Shared Stadium Manager expenses were at 48% of the budget, or \$6.8 million of the \$13.9 million budgeted amount and SBL Sales and Service expenses were 68% of the budget or \$1.6 million. 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). Therefore, utility costs are 67% of the budget for the year, or \$927,000. The current period covers 67% (four out of the six months) that the Stadium Authority is responsible for utility costs. Lastly, Stadium Authority G&A costs were tracking below budgeted levels at \$1.3 million or 34% of the budget.

On August 31, 2022, the Stadium Authority entered into a settlement agreement with StadCo and the Stadium Manager over disputes regarding the operating and management expenses, shared expenses, and capital expenditures that were previously withheld. As part of the settlement, the Stadium Authority agreed to timely pay for the budgeted expense for its share of shared stadium manager expenses and other expenses for the current fiscal year, with Stadium Authority reserving all rights to confirm or dispute charges paid. This settlement does not include Stadium Authority making payments to StadCo for NFL public safety costs and NFL-SBL buffet costs, which are part of the parties' pending arbitrations.

Additional details are shown in Table 10.

Table 10

**Santa Clara Stadium Authority**  
**Operating Budget Status Report**  
 For the Period Ending September 30, 2023 and 2022

	Period Ending September 30, 2023				Period Ending September 30, 2022			
	Amended <sup>(1)</sup> Budget	YTD Actuals	Budget to		Final Budget	YTD Actuals	Budget to	
			Actual Difference	% Received			Actual Difference	% Received
<b>Revenue</b>								
NFL Ticket Surcharge	\$ 12,178,000	\$ 2,695,077	\$ 9,482,923	22%	\$ 11,367,000	\$ 1,540,422	\$ 9,826,578	14%
SBL Proceeds	12,589,000	10,708,985	1,880,015	85%	24,528,000	12,382,812	12,145,188	50%
Interest	1,249,000	1,827,112	(578,112)	146%	1,037,000	327,937	709,063	32%
Net Revenues from Non-NFL Events	4,500,000	-	4,500,000	0%	7,262,000	-	7,262,000	0%
Naming Rights	7,602,000	-	7,602,000	0%	11,016,000	7,271,260	3,744,740	66%
Sponsorship Revenue (STR)	475,000	224,538	250,462	47%	405,000	229,393	175,607	57%
Rent	24,762,000	13,756,000	11,006,000	56%	24,762,000	13,205,400	11,556,600	53%
Senior & Youth Program Fees	234,000	69,313	164,687	30%	250,000	47,777	202,223	19%
Non-NFL Event Ticket Surcharge	1,296,000	1,587,128	(291,128)	122%	1,284,000	702,880	581,120	55%
Other Revenue	-	2,043	(2,043)	NA	-	-	-	NA
<b>Total Revenue</b>	<b>\$ 64,885,000</b>	<b>\$ 30,870,196</b>	<b>\$ 34,014,804</b>	<b>48%</b>	<b>\$ 81,911,000</b>	<b>\$ 35,707,881</b>	<b>\$ 46,203,119</b>	<b>44%</b>
<b>Expenses</b>								
<b>Shared Stadium Manager Expenses</b>								
Stadium Operations	\$ 4,550,000	\$ 2,252,106	\$ 2,297,894	49%	\$ 3,827,196	\$ 1,913,598	\$ 1,913,598	50%
Engineering	2,694,000	1,333,837	1,360,163	50%	2,488,872	1,244,436	1,244,436	50%
Guest Services	645,000	319,825	325,175	50%	586,968	293,484	293,484	50%
Groundskeeping	650,000	323,607	326,393	50%	497,556	248,778	248,778	50%
Security	1,564,000	777,558	786,442	50%	1,626,828	813,414	813,414	50%
Insurance	3,327,000	1,663,586	1,663,414	50%	3,230,000	1,615,132	1,614,868	50%
Stadium Management Fee	516,515	92,855	423,660	18%	253,000	-	253,000	0%
<b>Shared Stadium Mngr Exps Subtotal</b>	<b>\$ 13,946,515</b>	<b>\$ 6,763,374</b>	<b>\$ 7,183,141</b>	<b>48%</b>	<b>\$ 12,510,420</b>	<b>\$ 6,128,842</b>	<b>\$ 6,381,578</b>	<b>49%</b>
<b>Other Operating Expenses</b>								
SBL Sales and Service	\$ 2,333,000	\$ 1,597,358	\$ 735,642	68%	\$ 2,089,000	\$ 1,044,462	\$ 1,044,538	50%
Senior & Youth Fees (paid to City)	234,000	69,313	164,687	30%	250,000	47,777	202,223	19%
Ground Rent (paid to City)	495,000	495,000	-	100%	460,000	460,000	-	100%
Performance Rent (paid to City)	-	-	-	NA	-	-	-	NA
Discretionary Fund Expense	250,000	-	250,000	0%	1,300,000	-	1,300,000	0%
Utilities	1,391,000	927,030	463,970	67%	1,444,000	962,496	481,504	67%
Use of StadCo Tenant Improvements	121,065	111,737	9,328	92%	82,000	25,790	56,210	31%
Stadium Authority G&A	3,919,900	1,345,141	2,574,759	34%	4,205,000	1,151,005	3,053,995	27%
Naming Rights Commission	94,000	46,809	47,191	50%	91,000	45,445	45,555	50%
Legal Contingency	-	-	-	NA	89,011	-	89,011	0%
Other Expenses	734,000	366,794	367,206	50%	723,000	361,319	361,681	50%
<b>Other Operating Expenses Subtotal</b>	<b>\$ 9,571,965</b>	<b>\$ 4,959,182</b>	<b>\$ 4,612,783</b>	<b>52%</b>	<b>\$ 10,733,011</b>	<b>\$ 4,098,295</b>	<b>\$ 6,634,716</b>	<b>38%</b>
<b>Total Expenses</b>	<b>\$ 23,518,480</b>	<b>\$ 11,722,556</b>	<b>\$ 11,795,924</b>	<b>50%</b>	<b>\$ 23,243,431</b>	<b>\$ 10,227,137</b>	<b>\$ 13,016,294</b>	<b>44%</b>
<b>Transfers Out</b>								
Debt Service	\$ 25,457,000	\$ 10,678,707	\$ 14,778,293	42%	\$ 46,341,580	\$ 12,337,956	\$ 34,003,624	27%
Capital Expenditures Reserve	3,915,000	-	3,915,000	0%	3,801,000	-	3,801,000	0%
Discretionary Fund Reserve	-	-	-	NA	642,000	-	642,000	0%
Operating Reserve	-	-	-	NA	7,702,000	-	7,702,000	0%
Renovation/Demolition Reserve	-	-	-	NA	7,031,000	-	7,031,000	0%
<b>Total Transfers Out</b>	<b>\$ 29,372,000</b>	<b>\$ 10,678,707</b>	<b>\$ 18,693,293</b>	<b>36%</b>	<b>\$ 65,517,580</b>	<b>\$ 12,337,956</b>	<b>\$ 53,179,624</b>	<b>19%</b>
<b>Changes in Reserves</b>								
Discretionary Fund Reserve	\$ 648,000	-	\$ 648,000	0%	\$ -	\$ 351,440	\$ (351,440)	NA
Legal Contingency	-	-	-	NA	-	-	-	NA
Legal Contingency Reserve - Buffet Costs	1,077,000	-	1,077,000	0%	2,075,070	-	2,075,070	0%
Legal Contingency Reserve - Public Safety Costs	2,002,500	-	2,002,500	0%	3,401,000	-	3,401,000	0%
Operating Reserve	600,000	-	600,000	0%	-	-	-	NA
Renovation/Demolition Reserve	5,517,420	-	5,517,420	0%	-	-	-	NA
Stadium Funding Trust Reserve	(1,742,086)	-	(1,742,086)	0%	-	-	-	NA
Unrestricted	(347,900)	-	(347,900)	0%	\$ (12,326,081)	\$ -	\$ (12,326,081)	0%
<b>Total Change in Reserves</b>	<b>\$ 7,754,934</b>	<b>\$ -</b>	<b>\$ 7,754,934</b>	<b>NA</b>	<b>\$ (6,850,011)</b>	<b>\$ 351,440</b>	<b>\$ (7,201,451)</b>	<b>-5%</b>

(1) Adjustments include previously approved budget amendments through December 12, 2023.

### ***Operating Budget – Recommended Budget Adjustments***

From time to time, budget adjustments may be necessary to align revenues or expenditures to actual or unexpected activity during the course of a fiscal year, known after the adoption of the Stadium Authority Budget.

On March 7, 2023, the Stadium Authority Board adopted the Santa Clara Stadium Authority FY 2023/24 Operating, Debt Service, and Capital Budget. The following technical budget adjustments are recommended to true up fund balances to aligned the balances with FY 2022/23 actual performance:

- 1) Beginning Fund Balance / Ending Fund Balance Adjustment for Legal Contingency Reserve - Public Safety Costs: The FY 2022/23 year-end actual was completed and fund balance adjustments totaling \$845,725 is necessary to correct the allocation for the reserve to reflect the required amount in the FY 2023/24 beginning and ending fund balances. This action has a net zero impact to the fund balance because it reallocates Fund Balance from Unrestricted to Legal Contingency Reserve - Public Safety Costs.
- 2) Beginning Fund Balance / Ending Fund Balance Adjustment for Operating Reserve: The FY 2022/23 year-end actual was completed and fund balance adjustments totaling \$12,887 is necessary to correct the allocation for the reserve to reflect the required amount in the FY 2023/24 beginning and ending fund balances. This action has a net zero impact to the fund balance because it reallocates fund balance from Operating Reserve to Unrestricted.

Additional details are shown in Table 11.

Table 11 (continued)  
**Santa Clara Stadium Authority**  
**2023/24 Operating Budget Adjustment**

Item #	Line Item	Source of Funds	Use of Funds	Explanation
1	Beginning Fund Balance – Legal Contingency Reserve - Public Safety Costs / Ending Fund Balance – Legal Contingency Reserve - Public Safety Costs	\$845,725	\$845,725	This action increases the Beginning and Ending Fund Balances for Legal Contingency Reserve - Public Safety Costs from \$3,401,000 to \$4,246,725 as a result of FY 2022/23 year-end actuals reconciliation. This action reallocates Fund Balance from Unrestricted to Legal Contingency Reserve - Public Safety Costs to reflect the final required reserve amount based on FY 2022/23 year-end actual performance.
2	Beginning Fund Balance – Operating Reserve / Ending Fund Balance – Operating Reserve	\$(12,887)	\$(12,887)	This action decreases the Beginning and Ending Fund Balances for Operating Reserve from \$25,348,289 to \$25,335,402 as a result of FY 2022/23 year-end actuals reconciliation.
1 and 2	Beginning Fund Balance – Unrestricted / Ending Fund Balance – Unrestricted	\$(832,838)	(832,838)	This action decreases the Beginning and Ending Fund Balance – Unrestricted from \$14,713,116 to \$13,880,278 as a result of FY 2022/23 year-end actuals reconciliation.
	<b>Total</b>	<b>\$0</b>	<b>\$0</b>	



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

The Stadium Authority's FY 2023/24 debt service revenue budget of \$2.7 million 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 received by the Stadium Authority from the CFD. During the first two quarters, \$1.5 million was contributed by the CFD, or 54% of the annual budget. Of this amount, \$1.4 million was collected and used to pay down the CFD Advance.

Total Stadium Authority debt service expenses for the current reporting period were \$21.8 million, or 78% of the budgeted amount. The debt service expenses for the CFD Advance and the Term A Loan were \$1.4 million and \$20.5 million, respectively.

As of September 30, 2023, the total outstanding amount of Stadium Authority debt had declined to \$229.3 million. This is a reduction in principal of \$16.0 million from the March 31, 2023 outstanding debt amount of \$245.3 million.

Additional details are shown in Tables 12 and 13 and Chart 1.

Table 12

# Santa Clara Stadium Authority

## Debt Service Budget Status Report

For the Period Ending September 30, 2023 and 2022

	Period Ending September 30, 2023				Period Ending September 30, 2022				
	Amended <sup>(1)</sup>	YTD	Budget to		Final	YTD	Budget to		
	Budget	Actuals	Actual	%	Budget	Actuals	Actual	%	
			Difference	Received			Difference	Received	
<b>Revenue</b>									
Contribution from CFD	\$ 2,696,000	\$ 1,450,249	\$ 1,245,751	54%	\$ 2,323,000	\$ 898,755	\$ 1,424,245	39%	
<b>Total Revenues</b>	<b>\$ 2,696,000</b>	<b>\$ 1,450,249</b>	<b>\$ 1,245,751</b>	<b>54%</b>	<b>\$ 2,323,000</b>	<b>\$ 898,755</b>	<b>\$ 1,424,245</b>	<b>39%</b>	
<b>Transfers In</b>									
Transfers In from Operating	\$ 25,457,000	\$ 10,678,707	\$ 14,778,293	42%	\$ 46,341,580	\$ 12,337,956	\$ 34,003,624	27%	
<b>Total Transfers In</b>	<b>\$ 25,457,000</b>	<b>\$ 10,678,707</b>	<b>\$ 14,778,293</b>	<b>42%</b>	<b>\$ 46,341,580</b>	<b>\$ 12,337,956</b>	<b>\$ 34,003,624</b>	<b>27%</b>	
<b>Expenses</b>									
CFD Advance	\$ 2,379,000	\$ 1,367,597	\$ 1,011,403	57%	\$ 2,241,000	\$ 978,325	\$ 1,262,675	44%	
Term A Loan	25,457,000	20,457,906	4,999,094	80%	25,494,000	\$ 20,108,381	5,385,619	79%	
StadCo Subordinated Loan	-	-	-	NA	20,847,580	\$ 1,393,384	19,454,196	7%	
<b>Total Expenses</b>	<b>\$ 27,836,000</b>	<b>\$ 21,825,503</b>	<b>\$ 6,010,497</b>	<b>78%</b>	<b>\$ 48,582,580</b>	<b>\$ 22,480,091</b>	<b>\$ 26,102,489</b>	<b>46%</b>	

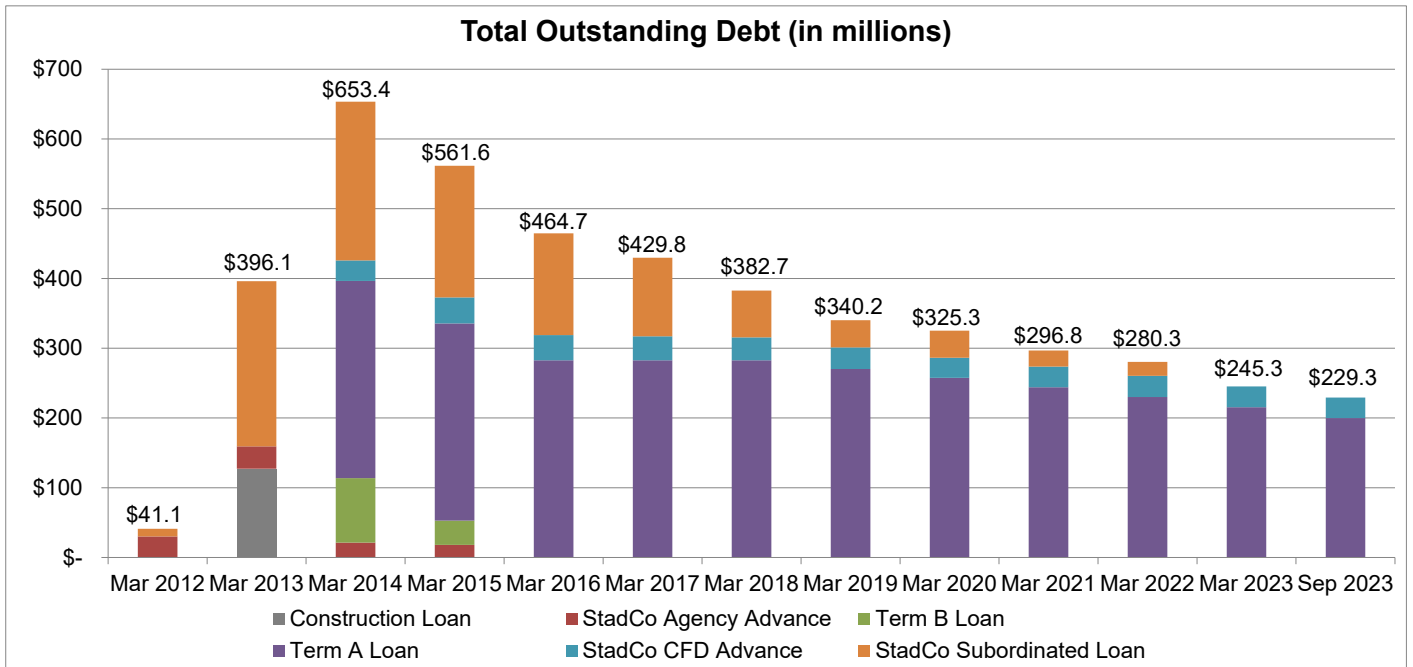
(1) Adjustments include previously approved budget amendments through December 12, 2023.

Table 13

**Santa Clara Stadium Authority**  
**Debt Summary Report**  
 Period Ending September 30, 2023

Type of Indebtedness	Interest Rates	Outstanding as of March 31, 2023	Net Change	Outstanding as of September 30, 2023
Stadium Funding Trust Loan:				
Term A Loan	5.00%	\$ 215,415,240	\$ (15,459,000)	\$ 199,956,240
StadCo CFD Advance	5.73%	29,859,497	(513,259)	29,346,239
<b>Total</b>		<b>\$ 245,274,737</b>	<b>\$ (15,972,259)</b>	<b>\$ 229,302,479</b>

Chart 1



## ***Capital Improvement Project (CIP) Budget***

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

- Mobile Security Closed Circuit Television Pop Up Trailers
- Security Control Situation Room Enhancements

The following projects were underway during the current reporting period:

- High Voltage (PMSGT, Battery & 12KV Main Circuit Breakers)
- Aesthetic Improvements – Premium Areas/Special Event Spaces
- General Areas/Coating Main Deck
- New Seating – Bowl Padded Seat Replacement Project
- Stadium Event Signage
- Women’s Locker Room
- Concrete Replacements
- LED Retrofit Project – Exterior Luminaire Light Fixtures
- CO2 Monitoring & Sensors for Code Compliance
- Main Kitchen Equipment
- Cooling Towers
- Variable Frequency Drive(s)
- Enhance Stadium Security Coverage
- Bowl Camera Upgrade/Refurbishment
- Replacement of end of life IT Network equipment
- Smoke Evacuation System – Fire Smoke Curtain Replacement
- Overhead Doors, Motors, Sensors and Track Replacements
- High Voltage (480V Electrical Power Study, Assessments and Replacements – Phase 2
- Concessions Cart Cabling for Portable Carts

The CIP Budget increased from \$20.5 million to \$20.7 million in the current reporting period. A total of \$4.0 million has been spent during the first two quarters of FY 2023/24, which amounts to 19% of the budget. The main reason that this is below budget is due to the timing of activity for Capital Expenditure projects. There has also been little activity on warranty work which makes up 7% of the CIP Budget.

On August 31, 2022, the Stadium Authority entered into a settlement agreement with StadCo and the Stadium Manager over disputes regarding the operating and management expenses, shared expenses, and capital expenditures that were previously withheld. As part of the settlement, in regard to Capital Expenditures, the Stadium Authority agreed to discontinue the temporary practice of withholding payment for Capital Expenditures subject to the review and approval of the prevailing wage documentation by Stadium Authority’s labor law compliance consultant. Under the Settlement Agreement, Stadium Manager further confirmed its obligation to comply with applicable laws, including Prevailing Wage Laws, and Stadium Manager also implemented its new internal Prevailing Wage Laws compliance policy and procedures. Accordingly, the Stadium Authority will process the invoice payments as they come in.

Additional details are shown below in Table 14.

Table 14

## Santa Clara Stadium Authority

### CIP Budget Status Report

For the Period Ending September 30, 2023 and 2022

	Period Ending September 30, 2023				Period Ending September 30, 2022			
	Amended <sup>(1)</sup> Budget	YTD Actuals	Budget to Actual Difference	% Received	Final Budget	YTD Actuals	Budget to Actual Difference	% Received
<b>Revenue</b>								
Interest	\$ -	\$ 56,336	\$ (56,336)	NA	\$ -	\$ -	\$ -	NA
<b>Total Revenue</b>	<b>\$ -</b>	<b>\$ 56,336</b>	<b>\$ (56,336)</b>	<b>NA</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>NA</b>
<b>Transfers In</b>								
Transfers In from Operating	\$ 3,915,000	\$ -	\$ 3,915,000	0%	\$ 3,800,310	\$ -	\$ 3,800,310	0%
<b>Total Transfers In</b>	<b>\$ 3,915,000</b>	<b>\$ -</b>	<b>\$ 3,915,000</b>	<b>0%</b>	<b>\$ 3,800,310</b>	<b>\$ -</b>	<b>\$ 3,800,310</b>	<b>0%</b>
	Amended(1) Budget	YTD Actuals	Budget to Actual Difference	% Used	Final Budget	YTD Actuals	Budget to Actual Difference	% Used
<b>Expenses</b>								
Construction	\$ 11,186,220	\$ 3,492,949	\$ 7,693,271	31%	\$ 14,034,892	\$ 513,714	\$ 13,521,178	4%
Equipment	7,372,196	5,481	7,366,715	0%	6,602,240	472,047	6,130,193	7%
Contingency & Misc	903,052	525,344	377,708	58%	962,743	-	962,743	0%
Stadium Warranty Related Constructic	1,528,202	-	1,528,202	0%	1,528,202	-	1,528,202	0%
<b>Total Expenses</b>	<b>\$ 20,989,670</b>	<b>\$ 4,023,774</b>	<b>\$ 16,965,896</b>	<b>19%</b>	<b>\$ 23,128,077</b>	<b>\$ 985,761</b>	<b>\$ 22,142,316</b>	<b>4%</b>

<sup>(1)</sup>Adjustments include previously approved budget amendments through December 12, 2023.

## City of Santa Clara Net General Fund Impact

During the current reporting period there was a total of \$871,000 that was contributed to the General Fund as shown in Table 15. This section of the report also provides information on General Fund revenue and expenditure impacts resulting from the stadium.

Table 15

## City of Santa Clara Net General Fund Impact

For Stadium Authority  
Period Ending September 30, 2023

Ground Rent	\$	495,000
Performance Rent		-
Senior and Youth Fee		69,313
Sales Tax		306,234
<b>Total Net General Fund Impact</b>	<b>\$</b>	<b>870,547</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. Reimbursement is monitored and included in this report. A total of \$3.2 million in public safety costs were incurred in support of Non-NFL events that were held at Levi's® Stadium in the current reporting period. These reimbursements come from a combination of payments from the Stadium Manager and the offsite parking fees that were collected. The City has not received the reimbursements as of the date of this report.

Public safety costs for NFL events continue to be above the annual public safety cap. Pursuant to the Amended and Restated Lease, the Stadium Authority was in discussion with StadCo to adjust the annual public safety cap to reflect the true cost of service, which is higher than the cap. An adjustment to the public safety cap is one of the outstanding claims that is currently at issue in the public safety costs arbitration with StadCo. As of August 31, 2023, Stadium Manager, on behalf of StadCo, has paid outstanding NFL public safety costs for NFL events under protest, pending the public safety cost arbitration.

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 quarter of FY 2023/24, a total of \$919,000 of administrative costs were incurred by the General Fund, which have been reimbursed to the City.

### ***Rents and Senior and Youth Fee***

As noted above, the City's General Fund collected ground rent of \$495,000. Additionally, the Senior and Youth Fee generated \$69,000, of which the entire amount forwarded to the City in support of senior and youth programs. 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 quarter of sales tax collections from Levi's® Stadium transactions generated \$306,000 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 Table 16.

Table 16

Lease Year	Fiscal Year	Annual Fixed Ground Rent	Cumulative Total
1	2014/15	\$ 180,000	\$ 180,000
2	2015/16	\$ 215,000	\$ 395,000
3	2016/17	\$ 250,000	\$ 645,000
4	2017/18	\$ 285,000	\$ 930,000
5	2018/19	\$ 320,000	\$ 1,250,000
6	2019/20	\$ 355,000	\$ 1,605,000
7	2020/21	\$ 390,000	\$ 1,995,000
8	2021/22	\$ 425,000	\$ 2,420,000
9	2022/23	\$ 460,000	\$ 2,880,000
10	2023/24	\$ 495,000	\$ 3,375,000
11	2024/25	\$ 1,000,000	\$ 4,375,000
12	2025/26	\$ 1,000,000	\$ 5,375,000
13	2026/27	\$ 1,000,000	\$ 6,375,000
14	2027/28	\$ 1,000,000	\$ 7,375,000
15	2028/29	\$ 1,000,000	\$ 8,375,000
16	2029/30	\$ 1,100,000	\$ 9,475,000
17	2030/31	\$ 1,100,000	\$10,575,000
18	2031/32	\$ 1,100,000	\$11,675,000
19	2032/33	\$ 1,100,000	\$12,775,000
20	2033/34	\$ 1,100,000	\$13,875,000
21	2034/35	\$ 1,200,000	\$15,075,000
22	2035/36	\$ 1,200,000	\$16,275,000
23	2036/37	\$ 1,200,000	\$17,475,000
24	2037/38	\$ 1,200,000	\$18,675,000
25	2038/39	\$ 1,200,000	\$19,875,000
26	2039/40	\$ 1,300,000	\$21,175,000
27	2040/41	\$ 1,300,000	\$22,475,000
28	2041/42	\$ 1,300,000	\$23,775,000
29	2042/43	\$ 1,300,000	\$25,075,000
30	2043/44	\$ 1,300,000	\$26,375,000
31	2044/45	\$ 1,400,000	\$27,775,000
32	2045/46	\$ 1,400,000	\$29,175,000
33	2046/47	\$ 1,400,000	\$30,575,000
34	2047/48	\$ 1,400,000	\$31,975,000
35	2048/49	\$ 1,400,000	\$33,375,000
36	2049/50	\$ 1,500,000	\$34,875,000
37	2050/51	\$ 1,500,000	\$36,375,000
38	2051/52	\$ 1,500,000	\$37,875,000
39	2052/53	\$ 1,500,000	\$39,375,000
40	2053/54	\$ 1,500,000	\$40,875,000

**Net Non-NFL Event Revenue** – Net Non-NFL event revenue is remitted by Stadium Manager 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.

**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 event 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 2023/24 (July 1, 2023 through June 30, 2024) the offsite parking fee is \$6.44.

**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 fifty percent (50%) of the net income from Non-NFL events less the sum of the Performance-Based Rent Credits. The Performance-Based Rent Credits include the sum of the following (1) fifty percent (50%) of the fixed ground rent for the current lease year, (2) the amount, if any, that the Public Safety Costs exceed the Public Safety Cost Threshold for the current lease year, (3) following the Tax Allocation Termination Date, the amount of Received Possessory Interest Tax (PIT), and (4) the amount of any credit for Disproportionate Taxes 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 Table 17 below.

Table 17

Fiscal Year	Lease Year	Annual Base Stadium Management Fee (SCSA Share)	Stadium Marketing and Booking Fee Benchmark	Net Income from Non-NFL Events	1st Tier - paid at 10% Fee	Additional Stadium Marketing and Booking Fee 10% 1st Tier	2nd Tier - paid at 15% Fee	Additional Stadium Marketing and Booking Fee 15% 2nd Tier	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	2,000,000	-	4,000,000	-	218,545
2018/19	5	225,102	5,627,544	18,591	2,060,000	-	4,120,000	-	225,102
2019/20	6	231,855	5,796,370	(2,741,014)	2,121,800	-	4,243,600	-	231,855
2020/21	7	238,810	5,970,261	(476,960)	2,185,454	-	4,370,908	-	238,810
2021/22	8	245,975	6,149,369	(288,741)	2,251,018	-	4,502,035	-	245,975
2022/23	9	253,354	6,333,850	8,809,167	2,318,548	231,855	4,637,096	23,515	508,724
2023/24	10	260,955	6,523,866			To be determined			

**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. It should be noted that ground leases for the Tasman Lots were conveyed to Related Santa Clara in December 2022. As a result, there will be no additional fees paid to the City during NFL events.