



CONVENTION AND VISITORS AUTHORITY

Regular Meeting of the Board of Directors
Tuesday, October 11, 2005
Minutes

The regular meeting of the Board of Directors of the Las Vegas Convention and Visitors Authority was held the 11th day of October at Cashman Center in Rooms 103-106, 850 Las Vegas Boulevard North, Las Vegas, Nevada. This meeting had been properly noticed and posted in compliance with the "Nevada Open Meeting Law".

CALL TO ORDER: Chair Oscar Goodman called the meeting to order at 9:02 a.m. On roll call all the members were present:

- Oscar Goodman, Chair
- Keith Smith, Vice Chair
- James Gibson, Secretary/Treasurer
- Charles Bowling
- Larry Brown
- Glenn Christenson
- Tom Collins
- Yvonne Atkinson Gates
- Tom Jenkin
- Kara Kelley
- Kevin Kelley
- Michael Montandon
- Bill Nicholes
- Mike Pacini

LVCVA
Executive
Staff in
Attendance:

- Rossi Ralenkotter, President/CEO
- E. James Gans, Senior Vice President – Operations Division
- Terry Jicinsky, Senior Vice President – Marketing Division
- Luke Puschnig, Legal Counsel

INVOCATION
and
FLAG SALUTE:

The invocation was presented by Mr. Jesse Scott.
The invocation was followed by the flag salute.

APPROVAL OF
THE AGENDA
and
APPROVAL OF
THE MINUTES

President Rossi Ralenkotter informed the Board that there were no items to be taken from the table or reconsidered, accordingly, the October 11, 2005 Agenda was in order, as were the Minutes of the September 13, 2005 Regular Meeting of the Board of Directors.

Member Mike Pacini moved and it was carried by unanimous vote of the full Board to approve the October 11, 2005 Agenda and the minutes of the September 13, 2005 Regular Meeting of the Board of Directors as presented.

MOST VALUABLE PLAYER PROGRAM The Most Valuable Player (“MVP”) program recognizes and rewards excellence in delivering on the Mission and the Brand promise, exemplifying the core values and/or providing above and beyond service to Las Vegas Convention and Visitors Authority internal and/or external customers. Vice President of Human Resources Mark Olson recognized **Erika Yowell** and **Sherreth Jones** as the MVPs for the month of September 2005.

AWARD FROM THE NEVADA STATE PSYCHOLOGICAL ASSOCIATION Dr. Michelle Carro, Associate Director of Clinical Training at the UNLV Doctorial Program in Clinical Psychology, and President of the Nevada State Psychological Association, presented the Las Vegas Convention and Visitors Authority the *Accommodation Award For Best Practices In Promoting A Psychologically Healthy Workplace*.

MARKETING DIVISION

AWARDS Third Quarter 2005 Terry Jicinsky, Senior Vice President-Marketing Division, reported on the awards received by the Las Vegas Convention and Visitors Authority during the Third Quarter 2005. Included in the numerous awards received were the *Communicators Award – Crystal Award of Excellence*, *Astrid Award*, *NSM Creative Award - Silver* for “What the Maid Found”, *Telly Award - Silver Award* for “Punch Drunk”, *Incentive Magazine – Platinum Partners Award*. *Association Meetings Magazine* named the LVCVA as one of the industry’s top-rated convention and visitors bureaus, and *Meeting News* named Rossi Ralenkotter one of the 25 most influential people in the meetings industry.

TRAVEL, EVENTS, AND MANAGEMENT IN SPORTS (TEAMS) CONFERENCE SPONSORSHIP PROGRAM 2005, 2006 AND 2007 The Travel, Events and Management in Sports (TEAMS) Conference & Expo is the world’s leading conference and expo for the sports event industry. Las Vegas has been chosen as the conference’s host city for 2006 and will receive sponsorship opportunities in the years 2005 and 2007 respectively. This conference allows the host city to showcase itself as a prime sports destination and effectively serves as a familiarization trip for the attendees, many of whom are capable of bringing groups and sporting events to the host destination. The estimated expenditure for the 2005 Closing Reception Sponsorship, 2006 Host City Sponsorship, and 2007 Conference Sponsorship is \$190,000.

Member Kara Kelley moved and it was carried by unanimous vote of the full Board to approve an estimated expenditure of \$190,000 to host the 2006 Travel, Events and Management in Sports (TEAMS) Conference and Expo in Las Vegas and to sponsor events at the 2005 and 2007 conferences.

MARKETING DIVISION (Continued)

MEETING
PROFESSIONALS
INTERNATIONAL-
PROFESSIONAL
EDUCATION
CONFERENCE
(MPI-PEC)

The Meeting Professionals International – Professional Education Conference (MPI-PEC) is held annually and attracts more than 2,500 attendees representing trade show, corporate and association travel buyers. This year's MPI-PEC will be held January 22-24, 2006 in Charlotte, North Carolina. The Las Vegas Convention and Visitors Authority ("LVCVA") will purchase a 20'X30' pavilion to accommodate 25 Las Vegas hotel properties. The estimated cost for the LVCVA to exhibit at this event and to host a client event at the Client Networking Appreciation Event on Monday, January 23, 2006, is \$68,000. This expenditure includes exhibit space/show services, client event, and attendance promotion giveaways.

Member James Gibson moved and it was carried by unanimous vote of the full Board to approve an estimated expenditure of \$68,000 for expenses associated with exhibiting and hosting a client event at the Meeting Professionals International-Professional Education Congress, January 22-24, 2006 in Charlotte, North Carolina.

EVENT FUNDING
LAS VEGAS
EVENTS
Mountain West
Conference
Championships

As part of Las Vegas' efforts to continue to develop its recognition as a leading destination for sports on all levels, Las Vegas, in conjunction with UNLV, has been awarded the following Mountain West Championship Series and the Association of Tennis Professionals Tennis Channel Open:

MWC Women's Soccer Championship	November 2-5, 2005
MWC Volleyball Championship	November 22-26, 2005
MWC Softball Championship	May 11-13, 2006
MWC Baseball Championship	May 23-27, 2006
Association of Tennis Professionals Tennis Channel Open	Feb. 27-Mar 5, 2006

The estimated expenditures for these events are:

FY 2005/2006 - Mountain West Championship Series	\$ 50,000
FY 2006/2007 - Association of Tennis Professionals Tennis Channel Open	\$500,000

Following a brief discussion, Member Kevin Kelley moved and it was carried by unanimous vote of the full Board to approve disbursement of funds to Las Vegas Events in the estimated amount of \$50,000 to fund the Mountain West Conference Championship Series, and \$500,000 to fund the Association of Tennis Professionals Tennis Channel Open.

OPERATIONS DIVISION

**DISTRIBUTION OF
TAX COLLECTION
ALLOCATION
(First Quarter
FY 2005/2006)**

Clark County and the cities of Las Vegas, North Las Vegas, Henderson, Boulder City, and Mesquite all levy certain taxes on gaming and/or hotel and motel rooms and have pledged the revenues to the Las Vegas Convention and Visitors Authority (LVCVA). NRS 244A.645 provides that the LVCVA may reimburse the entity up to 10% of the gross revenues collected to defray the reasonable costs of collection of such taxes. The statute also allows the entities in a county to share the collection fee on any basis they deem reasonable.

By agreement dated December 5, 1995, the above-mentioned cities and Clark County agreed with the LVCVA to split the 10% collection fee by a formula based on the population of each entity. Population figures are certified by the Governor each year, with adjustments made with due regard to the cities of Mesquite and Boulder City.

In comparison, tax collection allocation paid in the first quarter of fiscal year 2004/2005 was \$4,043,081.07, an increase in fiscal year 2005/2006 of 22.64%.

Tax collection allocation payments for the first quarter of fiscal year 2005/2006 as provided for in the agreement between the County and Cities are as follows:

	Rate %	Fiscal Year 2005/2006 First Quarter Amount
Clark County	41.20	\$ 2,042,820.98
City of Las Vegas	30.60	1,517,240.82
City of North Las Vegas	9.19	455,668.08
City of Henderson	12.81	635,158.66
Boulder City	2.20	109,082.67
City of Mesquite	4.00	198,332.13
		<hr/> \$4,958,303.34 <hr/>

Following a brief discussion, Member Keith Smith moved and it was carried by unanimous vote of the full Board to approve the payment of tax collection allocation for the first quarter of fiscal year 2005/2006 in the amount of \$4,958,303.34.

OPERATIONS DIVISION (Continued)

BOULDER STRIP
SIGN
Purchase,
Installation
and Transfer
of Ownership
(File #06-1415)

The Boulder Strip Association requested the Las Vegas Convention and Visitors Authority sponsor one gateway sign located in the median on Boulder Highway just southeast of Nevada Palace Hotel and Casino to support the efforts of their Beautification Project. The double-sided sign would be a smaller replica of the "Welcome to Fabulous Las Vegas" sign located on Las Vegas Boulevard.

Young Electric Sign Company registered the "Welcome to Fabulous Las Vegas" trademark, making this purchase a sole source. NRS 332.115(1)(a) allows for purchases from a sole source to be exempt from competitive bidding. The estimated cost to award the purchase and installation to Young Electric Sign Company is \$85,000.

The Clark County Board of Commissioners approved the transfer of ownership of the sign at their meeting on July 19, 2005.

Mr. Calvin Champlin, President of Quadrant Planning and Project Manager for the Boulder Strip Association's Beautification Project presented a PowerPoint overview on progress of this project.

Member Glenn Christenson inquired as to how this expenditure fits within the context of the Board's charge of authority. LVCVA Senior Vice President of Operations James Gans explained that this would be room tax paying entities asking for help with tourism and advertising.

Member Kevin Kelley said that he appreciated the efforts of the beautification project on the Boulder Highway, however, he believed the sign is a bit incongruent relative to the type of traffic and residential mixture on the Boulder Strip, and that placing it in the hands of the Board may not be appropriate.

Member Charles Bowling stated that while he loved the idea of the Beautification Project, he was not convinced that this sign would actually drive more visitors to Las Vegas.

OPERATIONS DIVISION (Continued)

BOULDER STRIP
SIGN
Purchase,
Installation
and Transfer
of Ownership
FILE #06-1415
(Continued)

Calvin Champlin explained that the initial idea was to establish a series of neon signs down the Boulder Strip and the median, and the intent is still to replicate some of those signs if they can find the funding. So this could be the first of a series of signs located in key locations.

Member Tom Collins expressed his support stating that he believes this would be a great welcome at the entrance to Las Vegas from Boulder Highway, and that he sees it being very beneficial.

Chair Oscar Goodman also supported the project and said that he would be supportive of anything that improves the community. He said he believes that the project would make those who come to the Las Vegas valley feel like they're coming to a very special place.

Following discussion, Member Yvonne Atkinson Gates moved to:
1) Declare this purchase exempt from competitive bidding; 2) Award File #06-1415 for the purchase and installation of the "Welcome to Fabulous Las Vegas" sign located on Boulder Highway in the estimated amount of \$85,000 to Young Electric Sign Company;
3) Upon installation, transfer ownership of the sign to Clark County, and; 4) Authorize the Director of Materials Management to execute the contract documents. The motion to approve carried by unanimous vote of the Board members as follows:

Larry Brown	Aye	Charles Bowling	Nay
Tom Collins.....	Aye	Glenn Christenson.....	Nay
Yvonne Atkinson Gates	Aye	Kevin Kelley	Nay
James Gibson	Aye		
Oscar Goodman	Aye		
Tom Jenkin.....	Aye		
Kara Kelley	Aye		
Michael Montandon	Aye		
Bill Nicholes.....	Aye		
Mike Pacini	Aye		
Keith Smith.....	Aye		

OPERATIONS DIVISION (Continued)

PURCHASING
ITEMS

The Purchasing Items were taken in one motion by Member Yvonne Atkinson Gates and carried by unanimous vote of the full Board to approve the following:

Shipping
Services
(Domestic)
Bid #04-1224

1) Authorize staff to expend an estimated additional amount of \$30,000 for Bid #04-1224, Shipping Services (Domestic), for the period of October 12, 2004 through October 11, 2005 to *United Parcel Services, Las Vegas, Nevada*; 2) Authorize the increase of an estimated \$50,000 for the next one-year contract extension, and \$74,000 for the last one-year contract extension and; 3) Authorize the Director of Materials Management to execute the contract documents.

Fiscal Impact:

FY 2005/2006 (10/12/04 – 10/11/05) – Estimated \$30,000 – General Fund
FY 2006/2007 (10/12/05 – 10/11/06) – Estimated \$50,000 – General Fund
FY 2007/2008 (10/12/06 – 10/11/07) – Estimated \$74,000 – General Fund

International
Express
Package
Delivery
Services
Bid #06-1552

1) Award Bid #06-1552, International Express Package Delivery Services in the estimated amount of \$93,000, for the period of October 12, 2005 through October 11, 2006 to *United Parcel Services, Las Vegas, Nevada*; 2) Authorize the Director of Materials Management to execute three (3) one-year contract extensions and; 3) Authorize the Director of Materials Management to execute the contract documents.

Fiscal Impact:

FY 2006/2007 (10/12/05 – 10/11/06) – Estimated \$ 93,000 – General Fund
FY 2007/2008 (10/12/06 – 10/11/07) – Estimated \$107,000 – General Fund
FY 2008/2009 (10/12/07 – 10/11/08) – Estimated \$123,000 – General Fund
FY 2009/2010 (10/12/08 – 10/11/09) – Estimated \$141,000 – General Fund

Annual
Transportation
Services
Bid #06-1545

1) Reject the bid of AWG Charter Services, Las Vegas, Nevada, as non-responsive; 2) Award Bid #06-1545, Annual Transportation Services, to various transportation companies in the estimated combined annual amount of \$70,000 for the period of October 26, 2005 through October 25, 2006, for all items excluding Item 8a for luxury stretch limousines (Mercedes, BMW) and Item 9 for stretch limousine, 6 seat max; 3) Authorize the Director of Materials Management to execute three (3) one-year contract extensions with price increases or decreases not to exceed 5% per year, and; 4) Authorize the Director of Materials Management to execute the contract documents.

Fiscal Impact:

FY 2006/2007 (10/26/05 – 10/25/06) – Estimated \$ 70,000 – General Fund
FY 2007/2008 (10/26/06 – 10/25/07) – Estimated \$ 80,000 – General Fund
FY 2008/2009 (10/26/07 – 10/25/08) – Estimated \$ 93,000 – General Fund
FY 2009/2010 (10/26/08 – 10/25/09) – Estimated \$106,000 – General Fund

OPERATIONS DIVISION (Continued)

LVCVA BUDGET AND STATISTICAL REPORT
- August 2005

The "Las Vegas Convention and Visitors Authority Budget and Statistical Report" for the period ending August 31, 2005 was presented to the Board for their review.

This is an information item. There were no comments or questions from the Board and no action was required.

EXECUTIVE DIVISION

RESTAURANT AND SHOW RESERVATIONS
Las Vegas Convention Center

The Las Vegas Convention and Visitors Authority ("LVCVA") provides unmanned kiosks for convention delegates to connect directly with the hotels to make restaurant reservations. This services is provided to the LVCVA hotel partners for a monthly fee. Tickets.com also sells show tickets to the delegates at a manned concierge area. LVCVA would like to provide space to its hotel partners for the purpose of providing an area for hotel restaurant and show reservation services. This would allow the hotel partners to take reservations for their properties at the Las Vegas Convention Center, and providing improved customer service for LVCVA building guests.

Member Yvonne Atkinson Gates moved and it was carried by unanimous vote of the members present to authorize LVCVA to pursue the concept of allowing Las Vegas hotel partners to enter into agreements with the Las Vegas Convention and Visitors Authority to provide restaurant reservations and show ticket reservations at the Las Vegas Convention Center .

THE SKANCKE COMPANY, LTD
Interstate-15 Corridor Transportation Agreement

The initial 1-year term of the Interstate-15 ("I-15") Corridor Transportation Agreement between the Las Vegas Convention and Visitors Authority ("LVCVA") the Skancke Company, Ltd. expired on September 30, 2005. A variety of issues related to the I-15 Corridor and the CANAMEX Corridor development will have a direct effect and indirect economic impact on Clark County and Las Vegas. It is essential that the LVCVA be properly represented and kept informed and updated to ensure that the projects offer the intended benefits to provide representation-related activities.

If a 1-year extension is approved by the Board, the LVCVA would pay The Skancke Company Ltd. a total of \$403,200 for the period October 1, 2005 through September 30, 2006.

Mr. Tom Skancke updated the Board on the Hoover Dam Bypass, Boulder City project, Laughlin Bridge and Needles Highway project.

EXECUTIVE DIVISION (Continued)

THE SKANCKE
COMPANY, LTD
Interstate-15
Corridor
Transportation
Agreement
(Continued)

Following a brief discussion, Member Tom Collins moved and it was carried by unanimous vote of the full Board to: 1) Approve an extension with The Skancke Company, Ltd. in the estimated amount of \$403,200 to represent the Las Vegas Convention and Visitors Authority in transportation-related activities for the period of October 1, 2005 through September 30, 2006, and; 2) Authorize the President/CEO to execute the extension document.

RECREATIONAL
FACILITY
CAPITAL
IMPROVEMENT
GRANT
Request from
the City of
Las Vegas

This item was withdrawn from the agenda at the request of Nancy Deener, from the City of Las Vegas. It will be tabled to a future meeting.

Chair Oscar Goodman moved and it was carried by unanimous vote of the full Board to hold this item and table it to a future meeting.

TRADEMARK
ASSIGNMENT AND
LICENSE-BACK
AGREEMENT
BETWEEN THE
LAS VEGAS
CONVENTION
AND VISITORS
AUTHORITY AND
R&R PARTNERS,
INC.
Amendment
No. 1

In November 2004, the Las Vegas Convention and Visitors Authority ("LVCVA") entered into a Trademark Assignment and License-Back Agreement ("Agreement") with R&R Partners, Inc ("R&R"). This Agreement primarily conveyed the trademark "*What Happens Here, Stays Here*" ("Mark") to R&R in order to help them prosecute litigation against infringers of the Mark. The Agreement provided that the LVCVA would have a "non-exclusive" license to use the Mark in the future.

The proposed Amendment No. 1 to Trademark Assignment and License-Back Agreement would change the terms of the Agreement to allow the LVCVA to be the "exclusive" licensee of the Mark. If approved, the Amendment would then prevent R&R from using the Mark for anything other than the LVCVA's advertising campaign.

Member Yvonne Atkinson Gates moved and it was carried by unanimous vote of the full Board to approve Amendment No. 1 to the Trademark Assignment and License-Back Agreement between the Las Vegas Convention and Visitors Authority and R&R Partners, Inc.

LEGAL
COUNSEL'S
REPORT

Legal Counsel Luke Puschnig said there were no new legal items to report at this time.

LAS VEGAS
EVENTS'
REPORT

The Board had been provided the “**Las Vegas Events 2005 Special Events: Fiscal Year, Year-to-Date Summary**” in their back-up materials prior to the meeting. President of Las Vegas Events Pat Christenson reported on the *Las Vegas Off-Road Race*, which was a first-time event in Las Vegas. Mr. Christenson reviewed the upcoming events for October and November, including *USSSA Slow Pitch Softball*, *Michelin Championship at Las Vegas*, *Las Vegas World Invitational*, *ACDelco*, *LV National NHRA Drag Races*, *VEGOOSE*, *Aviation Nation*, *Viva Laughlin*, *Laughlin Pinnacle exceptional*, *Laughlin Team Roping*, and *RE/MAX World Long Drive Championship*.

COMMITTEES

COMPENSATION
COMMITTEE
REPORT

Committee Chair James Gibson reported that the Compensation Committee met on October 6, 2005 to consider action with respect to incentives, focusing on updating the goals established by the President and the measurability of targeted goals and timeframes for the accomplishment of the objectives. After discussion and consideration of the issues, the Committee requested the Board: 1) Approve to change the annual submission period and the President's evaluation from January to July; 2) Approve the Compensation Philosophy; and, 3) Approve a pay-for-performance program and incentive of up-to 15% for the Management-Class employees, up-to 20% performance incentive for the Executive-Class employees, and up-to 25% performance incentive for the President/CEO.

Chair Oscar Goodman expressed his support for the pay-for-performance program, and moved to approve the Compensation Committee's recommendations. The motion carried by unanimous vote of the full Board to: 1) Approve to change the annual submission period and the President's evaluation from January to July; 2) Approve the Compensation Philosophy; and, 3) Approve a pay-for-performance program and incentive of up-to 15% for the Management-Class employees, up-to 20% performance incentive for the Executive-Class employees, and up-to 25% performance incentive for the President/CEO.

COMMITTEES (Continued)

SPECIAL
COMMITTEE ON
BOARD POLICIES
Report and
Recommendations

The Special Committee met on October 6, 2005 to review and discuss the Board Policies incorporating comments and input from the Board, the Committee and LVCVA Staff.

Mr. Zane Gresham, partner with the law firm of Morrison & Foerster submitted the draft revised policies, and discussed specific Articles with revisions. These Articles included the following:

Article I - Internal Administration of Board of Directors

Policy 1.08: review of Policies changed from every six months to once a year.

Article II – Powers and Functions of President/CEO

Policy 2.01 and 2.03: added to reflect current practice regarding hiring, termination and compensation of President/CEO

Policy 2.02: revised to conform to other policies and reflect current practice.

MEMBER KEITH SMITH LEFT THE MEETING

SPECIAL
COMMITTEE ON
BOARD POLICIES
Report and
Recommendations
(Continued)

Article III – Powers and Functions of Legal Counsel

Policy 3.03: (Reporting Relationship)

At Special Committee's direction: based on ABA Task Force Recommendations and legal and ethical requirements.

A Balance was needed for clear line of management authority and necessary independence of LVCVA's Legal Counsel to protect LVCVA and the Board.

Policy 3.04: (Compensation and Evaluation)

Compensation of Legal Counsel ultimately approved by the Board, based on recommendations of the President/CEO and Compensation Committee.

Article IV – Intellectual Property Management

As recommended by Special Committee and discussed at the September 13, 2005 Board meeting, except:

Policy 4.04: revised at President/CEO's request to require Legal Counsel to consult with President/CEO regarding cease and desist letters.

Article V – Acquisition and Disposition of Property

As recommended by Special Committee and discussed at the September 13, 2005 Board meeting.

SPECIAL
COMMITTEE ON
BOARD POLICIES
Report and
Recommendations
(Continued)

Article VI – Intellectual Property Management

As recommended by Special Committee and discussed at the September 13, 2005 Board meeting, except:

Policy 6.04: revised to add \$25,000 *de minimis* Board approval threshold (with procurements under threshold to be reported to Board at next meeting).

Policy 6.05: revised to clarify Board notification language and, at Staff's request, dispense with Board notice for immaterial amendments involving no monetary change.

Article VII – Public Works Projects

As recommended by the Special Committee and discussed at the September 13, 2005 Board meeting, except:

Policy 7.02: revised to clarify Board notification language.

Article VIII – Code of Conduct & Conflicts of Interests Policy

Policy 8.01: Development based on: Nevada Statutes; Policies of Nevada Authorities and Board of Commissioners; Private Sector Examples including policies of major gaming companies, and; Reviewed with Special Committee and LVCVA Staff.

Policy 8.02: (Notification of Violations) *As recommended by the Special Committee and discussed at the September 13, 2005 Board meeting, except:*

Final sentence added to require suspected violations involving Legal Counsel be reported to the Board Chair.

Following discussion on the proposed Board Policies, Member James Gibson moved to approve the Board Policies as submitted with changes and revisions. The motion carried by unanimous vote of the members present as follows:

Charles Bowling.....	Aye	Tom Jenkin.....	Aye
Larry Brown	Aye	Kara Kelley.....	Aye
Glenn Christenson	Aye	Kevin Kelley	Aye
Tom Collins.....	Aye	Michael Montandon	Aye
Yvonne Atkinson Gates	Aye	Bill Nicholes.....	Aye
James Gibson	Aye	Mike Pacini.....	Aye
Oscar Goodman	Aye		
		Keith Smith.....	Absent

DIRECTORS' RECOGNITION

There were no comments from the Board members.

COMMENTS FROM THE FLOOR BY THE PUBLIC

There were no comments from the floor by the Public.

ADJOURNMENT

The meeting was adjourned by Chair Oscar Goodman at 10:22 a.m.

Respectfully submitted,

Date Approved: November 8, 2005

(s)

Carol Fergen
Executive Assistant to the Board

(s)

Oscar Goodman
Chair