



October 7, 2022

VIA ELECTRONIC MAIL

Mr. Rajeev Batra
Executive Director
Santa Clara Stadium Authority
1500 Warburton Avenue
Santa Clara, CA 95050

Re: Civil Grand Jury

Dear Executive Director Batra,

I received a copy of a “report” entitled “Unsportsmanlike Conduct” from multiple press outlets. There is nothing new in this report. The report is a regurgitation of Mayor Gillmor’s false allegations. The timing of the report makes it clear that this was a political hit job orchestrated by the Mayor and her allies, including disgruntled employees from the City, and the opinions in it are based on the false statements of those individuals. The authors never asked the 49ers for the other side of the story. If the Civil Grand Jury is interested in the facts, we are delighted to share them.

The report is rife with errors - too many errors for us to correct in this letter - but we did want to briefly correct the record on a few of the glaring and easily disproven misstatements contained in the report.

The timing of this report is obviously intended to boost Lisa Gillmor’s run for re-election, and I expect her to go on a press tour shortly, trumpeting the false information she provided to the Civil Grand Jury.

Since we have had no contact with the Civil Grand Jury, we would appreciate it if you would forward a copy of this letter to them and ask that they include a copy of it in their report, so the public is not misled by the contents of their report.

False Statements about Financial Accounting Deficiencies

The report proclaims (falsely) that “...lack of proper financial accounting [for the stadium] have not been resolved.” (Page 16). This is incorrect. All of the stadium financial records have been provided to City Staff – literally thousands of pages of documents. The Civil Grand Jury may review them, as well.

As an example, the Report states that the City “only” made \$872,000 from a Rolling Stones concert, but there is “no way to verify these numbers because ManCo has not been forthcoming with detailed documentation”. That is demonstrably false. Attached as Exhibit 1 is the first page of the of the supporting documentation for the Rolling Stones concert. We only included the first page since the entire supporting document packet for this single event is more than 600 pages - all of which was delivered to City Staff years ago – but if the Civil Grand Jury would like to review the entire package for this or any other stadium event, we would be happy to provide it to them.

Similarly, the Report claims that “...obtaining financials has proven problematic”. But the Report neglected to note that the 49ers and City Staff instituted a new financial accounting system five months ago that provides City Staff with online access to all stadium financial records. Indeed, the 49ers proposed this system several years ago, but the project was delayed because of the interference of the former City Manager, as explained in Exhibit 2.

False Statements about the Harvey Rose Report

The Report states (falsely) that the “... Harvey Rose Audit raised several areas of deficiency regarding Manco, many of which remain unresolved.” (Page 16). In support of that false allegation, the Report included Appendix B (page 35) listing a series of findings and identifying some that are “Out of Compliance” or “Partially Complete”. That appendix is inaccurate.

For example, the appendix includes this item regarding budget documents, and claims it is “Out of Compliance”:

| | | | |
|-----|---|--------------------|-------------------|
| 1.R | The Stadium Authority Board should direct the Executive Director to establish procedures to ensure that all existing plans, reports, and budget documents required to be provided by Manco are provided to the Stadium Authority in the manner required by existing agreements. The Stadium Authority Board should further direct the Executive Director to report annually on the status (receipt, review, and approval status) of each required plan, report, and budget document | Partially Complete | Out of Compliance |
|-----|---|--------------------|-------------------|

Apparently, the Civil Grand Jury neglected to request those documents from the City (or the 49ers). I have attached as Exhibit 3 the budget package for FY22-23, which includes

all the required documents from ManCo, which were sent to the City in January 2022. If the Civil Grand Jury cares to review documents from any prior years, we would be happy to provide them.

Similarly, the appendix includes the following item regarding 45-day Non-NFL event reports, and claims (falsely) that they have not been provided.

| <u>Ongoing Basis.</u> | | |
|-----------------------|---|--------------------|
| 1.N | The Stadium Authority Board should direct the Executive Director to notify Manco that it is in breach of Management Agreement Section 3.3, which requires that written revenue or other reports relating to non-NFL events be provided to the Stadium Authority within 45 days of each non-NFL event with attendance projected to exceed \$25,000. The Stadium Authority Board should further direct the Executive Director to demand that Manco provide such written revenue reports according to specifications to be detailed by the Treasurer for all future non-NFL events with attendance projected to exceed \$25,000. | Partially Complete |
| | | Out of Compliance |

Once again, all these reports have been provided in a timely manner to City Staff, which the Civil Grand Jury's "investigation" would have confirmed if they had simply asked City Staff or the 49ers. For example, attached as Exhibit 4 are the 45-day reports for the concerts that have been hosted at the Stadium so far this year.

Profits from Non-NFL Events

The report parrots Mayor Gillmor's talking points on the paucity of profits from Non-NFL events, stating: *"To fully appreciate the seriousness of the situation and the pessimism of the City about the prospect of non-NFL events resulting in income to the City, the 2022-2023 Stadium Authority budget specifies zero dollars for Performance Rent."* (Page 17)

What the Report fails to note is that the Performance Rent of zero cited in the table was actually based on the financial results of Non-NFL Events that occurred during the preceding fiscal year ended 3/31/22, and those events were severely curtailed due to COVID-19. In fact, there were zero ticketed Non-NFL Events in the stadium that year. But now that the pandemic is over and the concert curfew has been adjusted by the City Council, Levi's Stadium is on track to have seven major ticketed events during the current fiscal year, which are expected to generate millions in revenue for the SCSA, with an even bigger slate of profitable events under negotiation for the following year.

More importantly, however, the focus on Non-NFL event profits is a red herring – Non-NFL Events are a relatively small piece of the Stadium's overall revenues. Total Stadium Authority revenues are in the range of \$70M annually, and have far exceeded all reasonable performance metrics. Indeed, the Stadium's remarkable financial performance

has allowed the Stadium Authority to pay down nearly \$400M in debt in just seven years – far ahead of the most optimistic early projections.

Operational Tours

The Civil Grand Jury parrots the same accusations about improper gifts and “FPPC violations” regarding Councilmembers Chahal and Hardy that we have heard from Mayor Gillmor and her allies for months. The reality is that the FPPC has found no issue with the events in question to date. For the Civil Grand Jury to imply that SCSA Board Members shouldn’t be allowed to view their own stadium during a major event in which they welcome tens of thousands of visitors to Santa Clara is ludicrous. The SCSA funded, built, and owns the stadium; commensurate with that authority, Board Members have every right to view operations in their own building.

As both Councilmembers have said publicly numerous times, the FPPC defines activities which are exempt from being considered gifts and do not require Form 700 reporting. FPPC Regulation 18942.1(c) defines “Informational material” as one such category that is exempt, and includes “On-site demonstrations, tours, or inspections” within it. This information is publicly available and easily found online, a fact which the Civil Grand Jury, Mayor Gillmor and the former City Attorney have either willfully ignored or failed to make the effort to find.

During the November 15th game in question, both Councilmembers viewed critical operations at Levi’s Stadium, which they are responsible for and ultimately own, such as the temporary holding facility operated by the Santa Clara Police Department, the security operations control room, and first responder staging areas. After the tour Councilmembers Chahal and Hardy gave a verbal report on their findings during open session for the public to hear.

The Closed-Door Meetings

The report is full of derogatory innuendos about “secret meetings” between the 49ers and members of the City Council, speculating that there may have been violations of the Brown Act or there may have been privileged information shared. The report is a parroting of Gillmor’s talking points. All meetings have been put on the public calendar and no privileged information was shared.

For example at page 15 the report states: “...one of the councilmembers expressed that the need to meet with 49ers lobbyists was because they were the management company, **which of course is not true** and underscores at least one councilmember’s contorted view of the reporting relationships.”

This statement by the author of the report demonstrates no knowledge of the contractual relationships. The 49ers are, in fact, the management company for the stadium, and many of its employees were registered as lobbyists at the request of the former City Manager. The report neglected to note that meetings between City Staff and the 49ers were terminated more than a year ago following the bizarre tirade from the former City Attorney (Exhibit 5), so when City Council members want information on events and operations at the stadium – one of the City’s largest assets - the only source of information is talking directly to Stadium Manager.

Incredibly, the report states “... there is no way to know what was discussed...” in these meetings. But if the Grand Jury wanted to know what was discussed, they could have asked the council members or the 49ers. No one from the Civil Grand Jury asked the 49ers, perhaps because the facts would have interfered with the political narrative of the Report.

Significantly, after concluding its “investigation”, the report alleges no actual violations of any laws or rules – by the council members or the 49ers. Because there were none.

FIFA

The Report spends several pages criticizing certain council members for researching and supporting the bid to host the FIFA World Cup in 2026, suggesting that there was some disagreement among the City Council about this issue – but there wasn’t. The City’s resolution to support the FIFA event was a unanimous vote by the City Council on 2/22/22 (Exhibit 6).

Furthermore, the Report suggests that the City could be on the hook for millions of dollars in public safety costs for this event. That is incorrect. In fact the resolution approved unanimously by the Board says the exact opposite: “... *both the City of Santa Clara and the Santa Clara Stadium Authority must be insulated from any financial losses in accordance with voter-approved Measure J*”.

Lawsuits

The report spends several paragraphs talking about the litigation between the 49ers and the City, and presents the talking points that Mayor Gillmor has been pushing for years.

For example, the Report says the Civil Grand Jury learned that some people “...with knowledge of the litigation believed the City had a strong case...” Of course, the report fails to mention that those people were allies of Mayor Gillmor, who likely benefitted financially from her witch hunt, and neglects to point out that both sides believed they had a strong case, but ultimately concluded that the legal costs outweighed the likely recoveries. That is how settlements work.

Similarly, the Report includes the “story” Mayor Gillmor fed to the San Francisco Chronicle about “... swearing, offensive hand gestures, and aggression...” by one City Council member at closed session meeting, and claims that “the police were called”. The Report neglects to point out that this was only one side of the story – and the Civil Grand Jury could have uncovered the other side of the story by simply reading a contemporaneous article in the Santa Clara Weekly, which stated:

No one denied that there was an acrimonious discussion. It’s no secret that Gillmor and Watanabe’s conduct toward their colleagues is frequently rude and insulting. Since Gillmor lost her majority on the Council, she and her allies, Watanabe and fired City Attorney Brian Doyle, routinely attempt to create procedural roadblocks in the path of Council action.

Gillmor also told the Chronicle that she felt so threatened at the meeting that she called the police.

In fact, the police weren’t at City Hall because she called them, but because someone with an apparent mental disturbance had been wandering around City Hall since 8 a.m. and appeared to be very confused.

City Manager Rajeev Batra called SCPD after the person was still in the Council chambers late into the evening.

We find it astonishing that the Civil Grand Jury based large portions of its report on what it read in cherry-picked media outlets without doing any actual investigation on its own.

In closing, we are disappointed that the Civil Grand Jury allowed itself to be used a political tool in Mayor Gillmor’s vendetta against the 49ers. They were bamboozled into preparing a report that is full of false statements, speculation, and lurid innuendos, but doesn’t allege any actual violations of policy or law.

Very truly yours,

DocuSigned by:



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Rahul Chandhok

Chief Communications & Public Affairs Officer

Exhibit 1:

Rolling Stones 2019
Supporting Documents

SANTA CLARA STADIUM AUTHORITY
TICKETED EVENTS P&L
CONFIDENTIAL

| | |
|--------------------|--------------------|
| Event | The Rolling Stones |
| MDA | STONE01-2019 |
| Date | 8/18/2019 |
| Scanned Attendance | 47,442 |
| Tickets Sold | 47,564 |

| | | |
|----------------|---|---------------|
| 20-20-4000-000 | Ticket Sales Revenue | 9,899,497.72 |
| 20-20-4005-000 | Ticketmaster Fee Revenue | 569,282.22 |
| 20-20-4010-000 | Luxury Suites Ticket Revenue | 176,350.00 |
| 20-20-4250-000 | Sponsorship Revenue | - |
| 20-20-4510-000 | Parking Revenue | 259,796.00 |
| 20-20-4610-000 | Concessions - Food & Beverage Revenue | 372,047.40 |
| 20-20-4615-000 | Concessions - Merchandise & Novelties Revenue | 65,268.20 |
| 20-20-4620-000 | Venue Rental Revenue | - |
| 20-20-4995-000 | Other Income | 51,020.33 |
| Total Revenue | | 11,393,261.87 |

| | | |
|----------------|---|---------------|
| 20-20-5299-000 | Other COR | - |
| 20-20-5705-000 | Cost of Revenues F&B | 73,504.02 |
| 20-20-6005-201 | Part Time Wages - Guest Services | 95,723.66 |
| 20-20-6005-208 | Outside Services - Stadium Operations | - |
| 20-20-6010-000 | Contract Salaries | - |
| 20-20-6015-000 | Other Salaries | - |
| 20-20-6020-000 | Bonus/Commission | - |
| 20-20-6035-000 | Payroll Taxes | - |
| 20-20-6040-000 | Group Insurance | - |
| 20-20-6110-000 | Travel - Air | - |
| 20-20-6115-000 | Travel - Ground | 75,252.50 |
| 20-20-6120-000 | Travel - Hotel | - |
| 20-20-6125-000 | Travel - Meals | - |
| 20-20-6140-000 | Staff Meals & Entertainment | - |
| 20-20-6150-000 | Client Meals & Entertainment | - |
| 20-20-6160-000 | Event Tickets | - |
| 20-20-6200-000 | Event Expenses | - |
| 20-20-6205-000 | Event Staff F&B | 36,042.56 |
| 20-20-6206-000 | PD & Crew Meals | - |
| 20-20-6210-000 | Outside Services - Trash/Recycling | - |
| 20-20-6210-202 | Outside Services - Public Safety | 328,799.32 |
| 20-20-6210-203 | Outside Services - Security | 269,734.10 |
| 20-20-6210-204 | Outside Services - Janitorial/Maintenance | 138,809.01 |
| 20-20-6210-205 | Outside Services - Field | 10,975.00 |
| 20-20-6210-206 | Outside Services - Stadium Operations | 90,163.62 |
| 20-20-6210-207 | Outside Services - Stagehands | - |
| 20-20-6210-208 | Outside Services - Event Day Staff | 495,047.69 |
| 20-20-6210-210 | Outside Services - Entertainment | - |
| 20-20-6210-230 | Outside Services - Parking Operations | 132,283.87 |
| 20-20-6212-000 | Professional Services | - |
| 20-20-6250-000 | Advertising | 4,995.50 |
| 20-20-6310-000 | Operating Supplies | - |
| 20-20-6312-000 | Promotional Supplies | - |
| 20-20-6315-000 | Office Supplies & Stationery | - |
| 20-20-6320-000 | Photos & Artwork | - |
| 20-20-6325-000 | Printing Expense | - |
| 20-20-6330-000 | Photocopy Expense | - |
| 20-20-6335-000 | Postage & Shipping Expense | - |
| 20-20-6345-000 | Small Equipment | - |
| 20-20-6410-000 | Rent - Equipment | 83,773.43 |
| 20-20-6411-000 | A/V Rental | - |
| 20-20-6412-000 | Parking Lot Rentals | 94,351.29 |
| 20-20-6413-000 | Linen Rental | - |
| 20-20-6420-000 | Utilities | 20,997.12 |
| 20-20-6430-000 | Repairs & Maintenance | - |
| 20-20-6510-000 | Dues & Subscriptions | - |
| 20-20-6512-000 | Credit Card Fees | 511.64 |
| 20-20-6515-000 | Licenses & Taxes | - |
| 20-20-6518-000 | Insurance | - |
| 20-20-6530-000 | Promoter Guarantee Payout | 8,585,714.27 |
| 20-20-6535-000 | Promoter Reimbursement | - |
| 20-20-6900-000 | Bad Debt | - |
| 20-20-6980-000 | Bank Service Charges | - |
| 20-20-6990-000 | Miscellaneous | - |
| 20-20-7075-000 | Depreciation | - |
| 20-20-7080-000 | Gain/Loss on Sale of Assets | - |
| 20-20-7105-000 | Interest Income | - |
| 20-20-7508-000 | Interest Expense | - |
| Total Expense | | 10,536,678.60 |

| | |
|----------|------------|
| SCSA Net | 856,583.27 |
|----------|------------|

Exhibit 2:

Letter to Kenn Lee 2020 12 18
re: Accounting System



FORTY NINERS STADIUM MANAGEMENT COMPANY

December 18, 2020

VIA EMAIL- Klee@SantaClaraCA.gov

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

Dear Kenn,

This is in reply to your letter dated 12.7.2020 regarding the Armanino project. I had hoped we could put this type of posturing aside in order to complete the Armanino project, because I think we have all agreed that a new accounting system will address nearly all of your requests for additional transparency. But you continue to misstate the record; seemingly in favor of writing letters back and forth rather than actually working on the project.

If time permits, I will do a point by point rebuttal on the many misstatements in your letter. But for now, there are a few items that require specific attention:

- **You are refusing to pay for Stadium Manager's accounting staff to work on this project because you think this new accounting system, with online access for the SCSA, should have been installed by Stadium Manager before the Stadium opened pursuant to Section 2.4.7 of the Management Agreement.**

Your position ignores the simple fact that the SCSA didn't request this type of system when the accounting systems described in Section 2.4.7 were established years ago. You have since decided you want something entirely different. For example, your own RFP states that the Authority now wants "...real-time access to financial data and supporting documents". That request was never discussed when we were setting up the Stadium accounting systems back in 2014.

Since this type of system was not requested by your predecessors, and Stadium Manager has never billed you for creating a system with "real-time access", your suggestion that these are duplicative costs is incorrect.

To be clear, we are not opposed to creating a new system. Indeed, the 49ers recommended this new system to your predecessor almost two years ago. All we are saying is the cost of the new system must be paid for by the SCSA, because the new system is intended to satisfy the SCSA's new request. This is covered in various sections of the Management Agreement including Section 2.12: "...the Stadium Manager shall

4900 Marie P. DeBartolo Way | Santa Clara, CA 95054

not be obligated to make any advance of its own funds to or for the account of either StadCo or the Stadium Authority or to pay any sums incurred for the performance of services or goods delivered to the Stadium, nor shall the Stadium Manager be obligated to incur any liability or obligation for the account of either StadCo or the Stadium Authority.”

- **You disagree with my statement that the SCSA has refused to pay for any of Stadium Manager’s accounting staff since last year.**

You support this by saying that you have paid “Lender Fees” for the past two years. But that is no support at all. Yes, I agree that you have paid the Lender Fees and we have passed those along to the lenders. That has nothing to do with the costs of our accounting staff, which you have refused to pay even though the budget for such costs was approved by the SCSA Board.

Next you say that your refusal to pay our accounting staff is the result of some other reasons – lack of supporting documents, lack of job descriptions, etc. This pretext is nonsense.

First of all, we established a process years ago with your predecessors for City staff to inspect the actual payroll records for all of Stadium Manager’s employees. You have simply chosen not to continue that process, presumably so you can grumble about “lack of transparency”.

Second, you indicate that the work of our accounting staff should be treated as “additional services” under Section 2.6.21. That is incorrect. The bills that you have refused to pay are not “additional services”. They are “Manager Operating Expenses” and the SCSA is required to reimburse these costs under the Management Agreement.

Finally, you are reminded that pursuant to Section 6.5.1 of the Management Agreement: “The Stadium Manager shall have **complete and absolute discretion** and authority with respect to the number, functions, qualifications, compensation and other terms and conditions relating to its employees.”

- **You indicate that Stadium Manager is guilty of trying to “stall and halt any progress” on implementing the new accounting system.**

That is ludicrous. I personally recommended this new system to your predecessor nearly two years ago. Then I solicited proposals from local CPA firms and recommended hiring Armanino in May 2019. That was 17 months ago. In that time the SCSA has spent untold hours and paperwork conducting an RFP in an apparent attempt to delay this project, and to replace Armanino with a CPA firm with ties to Manager Santana. That was a waste of time and money, and now we are right back where we started: The CPA firm I recommended has finally been hired. I have attached my email to Manager

Santana dated 11/27/2019 (more than a year ago) expressing my frustration with the delays.

In closing, I want to put this in very simple terms: We have been ready to implement this system for the past two years, but we are not willing to take on any additional accounting projects for the SCSA until you clear up your delinquent bills. The amount of the attached past due invoice is \$469,250.60. After applying the \$110,000.00 that you paid for Lender Fees, the delinquent amount is \$359,250.60. This amount has been delinquent since 9.3.2020. We have been more than patient. You are in default for non-payment, and interest shall accrue on the unpaid amount at the rate of 12% in accordance with Section 11.2 of the Management Agreement.

Sincerely,

V.L. on behalf of

Larry MacNeil
San Francisco 49ers

CC: Mayor and Council

LM email to Santana 11.27.19 on FMS

Excerpt of MacNeil email to Santana on 11.27.2019

Misstatement #3:

You stated that: “The RFP was relaunched by the SCSA because ManCo failed to do a competitive bid process for a new accounting system for the SCSA, a public agency.”

That is incorrect. ManCo didn’t “fail” at anything. ManCo followed the exact process agreed to with your staff on 3.8.19. But your staff subsequently resigned, and you decided to start from scratch.

Indeed, the “separate G/L” proposal was put forward by ManCo to address your requests for additional financial reporting. The fact that you have dilly-dallied around for six months has meant that there has been zero progress on a plan that WE put forward to address YOUR request.

This, of course, makes absolutely no sense. Hiring a CPA firm can be as simple or as complicated as you want it to be, and while your list of reasons for this delay is impressive, the fact remains that you have been working on it for six months and it’s still not done. It strikes me as ironic that it only took you around ten days to hire a Public Relations consultant (Sam Singer) to tell the media about your requests for reports, but it has taken you more than six months to hire a CPA firm to actually create those reports.

Let me first summarize the origins and process of the “Separate G/L” concept, then refute your assertion of yet another “ManCo failure”.

- In February 2019, the 49ers asked me to develop a plan to eliminate the recurring arguments with the SCSA over accounting records and reports for Non-NFL Events (“NNE”). Working with our accounting staff, the 49ers then developed the concept of creating a separate accounting system. Our goal was to give your staff more access to the accounting records than your predecessors had requested.
- After the 49ers developed that framework, I organized a conference call with you, Walter Rossman, Brian Doyle, Angela Kraetsch, and a few other members of your staff to propose a solution. Here were the key points from that call that I hosted on March 1, 2019:
 - I described the history of the NNE reporting from 2009 to 2014, including your predecessors’ desire to limit the public disclosure of individual event P&L details.

- I acknowledged that the City's views on this have since evolved and there is now a focus on transparency of those financial records. I stated that I didn't want to rehash the reasons we think this is harmful to the Non-NFL Event business – because that was well documented, and you had not found our argumentsconvincing.
- Next, I explained my recommendation to resolve the matter: We would create a new set of accounting records, with a new G/L system, and a new set of accounts payable files. It would not be a complete G/L since we don't actually track your entire balance sheet. But it would be a set of accounts in Microsoft Great Plains that would have all the P&L accounts for NNE. Once we have that set up, we would use that same system for Shared Stadium Expenses ("SSE").
- I said we would need an outside CPA firm to help with that process, get the system up and running, and train the staff to use it. I said that I would guess the initial set up cost would be in the range of \$100,000, and the annual maintenance cost, additional accounting staff time, would be around \$400,000. But I said we would need to get a more detailed scope agreed upon in order to develop reliable budget numbers.
- Your team thought that sounded like a good idea, so we arranged a working meeting for March 8, 2019 at the stadium to put some meat on the bones.
- On March 8, 2019 we held that meeting in a conference room at the stadium. You did not attend. The meeting was attended by me, three members of the 49ers accounting team, and the following members of your staff:
 - Walter Rossman (resigned in May 2019)
 - Angela Kraetsch (resigned in August 2019)
 - Linh Lam (on leave)
 - Tyler Cook (resigned in July 2019)
- Attached as Exhibit A is a copy of the agenda that I handed out at that meeting.
- You will note that I discussed the need to hire an outside CPA firm at item 8.a of that agenda, and then discussed the process for locating that firm under "Next Steps" at item 11.b.

- With respect to locating a CPA firm, the plan that we agreed to with your staff was as follows:
 - Larry would informally solicit two or three proposals from local CPA firms experienced in Microsoft Dynamics that had not done previous work for the City or the 49ers.
 - Larry and Angela would pick one of those firms to perform the first phase of this project, which would include preparing an overall budget for creating and staffing the new system.
 - Walter would consider adding some money to the 2019/20 SCSA budget to get this rolling.
- After contacting several local CPA firms, and a series of meetings with candidates to discuss the scope of work, I received two proposals which I passed along to the City's Finance Director, Angela Kraetsch, for her consideration on 5.9.19. The next step was for Angie and me to discuss the proposals, and see if one of the firms could do the job. Here is an excerpt from my email to Angie on 5.9.19.

Next Steps:

 - *After you review the draft proposals, I suggest that you and I talk about the two firms' qualifications, and the differences between the firms and their proposals.*
 - *I suggest we get together and interview one or both of the firms – perhaps you and Tyler could do this with me.*
 - *If we can decide on one of these firms, you and I should discuss the schedule for their work. It will be important for both of us to reserve time with our respective accounting teams to make sure the firm will be able to get quick answers as they evaluate the systems, the reporting goals, and potential solutions.*
 - *After we select a firm, clearly define their scope, and develop a cost estimate, you should determine whether it ought to be presented to Stadium Authority Board for budget/contract approval.*
- I was surprised that Angela and Linh subsequently changed their minds about the process that they had agreed to for hiring a CPA firm. As you know, the procurement code for the SCSA specifically states that professional services, such as the CPA firm for the separate G/L Project, is "... exempt from the competitive process...", as long as the cost is less than \$250,000 (City Code 17.30.120). I would also note that there is a similar provision in the

City code for professional services at code section 2.105.330(e)(1): “Regardless of contract value, competitive proposals are encouraged but not required for contracts for specialized services from licensed professionals;”

- Obviously if Angie/Linh/Walter/Tyler had preferred to conduct a formal RFQ, they could have indicated that during our 3.8.19 meeting. But none of them did. So we proceeded with the plan we agreed to in that meeting.
- I reviewed your RFQ dated 6.4.19 and noted that the scope of work was generally consistent with the plan that I had proposed in March 2019. I assumed that you would expeditiously complete your RFQ process, we would get a CPA firm, and then we could get back on track. **But that was almost six months ago.** During that time, Walter resigned, Angela resigned, Tyler resigned, and Linh is on leave.

I followed up on your RFQ process several times over that time period, and I provided the input requested by your staff. But it has been a long drawn out process with no end in sight, due, in large part, to the resignations of your staff. If we had used this type of bureaucratic process to hire the professionals we used to actually build the stadium, we would still be staring across the street at an empty parking lot.

EXHIBIT A



FORTY NINERS STADIUM MANAGEMENT COMPANY LLC

4949 Marie P. DeBartolo Way • Santa Clara, CA 95054 • (408) 562-4949

Invoice - FY19 Other G&A and Lender Fees

Friday, September 3, 2020

Invoice Number: SLS-090320-A

Bank of America, N.A.

11 West 33rd St.

New York, NY 10001

Attn: Norma Birts

| ITEM | Total |
|------|-------|
|------|-------|

FY19 Other G&A and Lender Fees

\$ 469,250.60

TOTAL

\$ 469,250.60

Payment is due upon receipt

Wire Transfer Instructions:

Bank Name: U.S. Bank, N.A.

Bank Routing Number: [REDACTED]

Account Name: Forty Niners Stadium Management Company LLC, Authority General Account

Account Number: [REDACTED]

Forty Niners Stadium Management Co LLC
Summary of Other G&A and Lender Fees
Fiscal Year 4/1/2019 - 3/31/2020

| | |
|--|------------------|
| Employee Cost for Time Spent on Authority General & Accounting | \$ 386,552.44 |
| Lender Fees (audit, collateral trustee, bank, etc.) | 82,698.16 |
| Total FY19 Other G&A and Lender Fees | <hr/> 469,250.60 |

Forty Niners Stadium Management Co LLC
Invoice for Employee Hours Worked on Authority General & Accounting
Fiscal Year 4/1/2019 - 3/31/2020

| Department | Headcount | Total Hours | Avg Annual Hrs Per Employee | FTE | Avg Hrlly Rate | Gross | Benefit % | Benefit | OH % | OH | Total Costs |
|--------------------|-----------|-------------|-----------------------------|------|----------------|---------------|-----------|--------------|--------|--------------|---------------|
| General Accounting | 12 | 872.51 | 72.71 | 0.42 | 97.78 | \$ 85,317.17 | 30.15% | \$ 25,723.12 | 13.86% | \$ 15,391.67 | \$ 126,431.96 |
| Payroll Accounting | 3 | 2,049.47 | 683.16 | 0.99 | 46.33 | \$ 94,958.29 | 30.15% | \$ 28,629.92 | 13.86% | \$ 17,130.98 | \$ 140,719.19 |
| FP&A | 15 | 152.00 | 10.13 | 0.07 | 45.67 | \$ 6,942.31 | 30.15% | \$ 2,093.11 | 13.86% | \$ 1,252.43 | \$ 10,287.85 |
| Human Resources | 7 | 1,393.09 | 199.01 | 0.67 | 48.24 | \$ 67,201.13 | 30.15% | \$ 20,261.14 | 13.86% | \$ 12,123.44 | \$ 99,585.71 |
| Technology | 6 | 13.00 | 2.17 | 0.01 | 41.83 | \$ 543.79 | 30.15% | \$ 163.95 | 13.86% | \$ 98.10 | \$ 805.84 |
| Business Strategy | 8 | 7.00 | 0.88 | 0.00 | 70.91 | \$ 496.39 | 30.15% | \$ 149.67 | 13.86% | \$ 89.55 | \$ 735.61 |
| Ticket Ops | 8 | 152.50 | 19.06 | 0.07 | 35.34 | \$ 5,389.20 | 30.15% | \$ 1,624.84 | 13.86% | \$ 972.24 | \$ 7,986.28 |
| Total | 77 | 4,639.57 | 60.25 | 2.23 | \$ 56.22 | \$ 260,848.28 | 30.15% | \$ 78,645.75 | 13.86% | \$ 47,058.41 | \$ 386,552.44 |

| | |
|--|-----------|
| Fitch Ratings | 17,500.00 |
| US Bank Collateral Trustee services | 19,000.00 |
| KPMG audit fees | 14,500.00 |
| Wilmington Trust services | 14,500.00 |
| B of A fees | 10,070.00 |
| Lord Securities | 3,974.00 |
| Misc Tax | 595.00 |
| DLA Piper Legal | 1,079.16 |
| COLUMBUS US (INTERDYN BMI)-2/14-2/25/19 SCSA SUPPORT | 1,480.00 |
| | <hr/> |
| | 82,698.16 |

Exhibit 3:

Manco Submitted 2022-23
Budget Files

FY2022 Annual Stadium Authority Draft Budget (CONFIDENTIAL)
DRAFT

| | Budget | | Proj Actuals (f) | | Budget |
|--|---------------|--|------------------|--------------|---------------|
| | FY21 B | | FY21 | BvA | FY22 B |
| \$ in 000s | | | | | |
| REVENUE | | | | | |
| Facility Rent | 24,762 | | 24,762 | 0 | 24,762 |
| Ticket Surcharge @10% | 8,665 | | 9,809 | 1,144 | 10,822 |
| SBL Receivables | 23,682 | | 26,022 | 2,340 | 24,398 |
| STR Marketplace | 325 | | 325 | 0 | 405 |
| (a) Non-NFL events, net | (1,304) | | (1,060) | 244 | 0 |
| (b) Non-NFL Ticket Surcharge | 150 | | 0 | (150) | 574 |
| Naming Rights | 7,165 | | 7,165 | 0 | 7,380 |
| Senior / Youth Fee | 232 | | 236 | 4 | 237 |
| Interest Income | 56 | | 9 | (47) | 15 |
| Total Revenue | 63,734 | | 67,269 | 3,535 | 68,594 |
| EXPENSES | | | | | |
| SCSA Stadium Manager Shared Expenses | 7,989 | | 6,750 | 1,239 | 9,027 |
| Utilities | 1,586 | | 1,310 | 276 | 1,444 |
| SBL Sales & Service | 3,448 | | 2,600 | 848 | 3,351 |
| Use of StadCo Tenant Improvements | 26 | | 3 | 23 | 48 |
| (c) Stadium Authority Overhead | 5,115 | | 5,115 | 0 | 4,205 |
| Management Co Base Fee (50% Share) | 246 | | 246 | 0 | 253 |
| (d) Non-NFL Ticket Fee \$2 Discretionary Fund Deposit | 75 | | 0 | 75 | 287 |
| Ground Rent - Base | 425 | | 425 | 0 | 460 |
| Ground Rent - Performance | 0 | | 0 | 0 | 0 |
| Senior Youth Fee | 232 | | 236 | (4) | 237 |
| Capital Expenditures | 2,460 | | 2,460 | 0 | 2,534 |
| Insurance (Liability, Prop, Erthqk) | 3,136 | | 3,136 | 0 | 3,230 |
| Naming Rights Expense | 88 | | 88 | 0 | 91 |
| Other | 551 | | 460 | 91 | 723 |
| Prior Year True Ups | 0 | | (2,525) | 2,525 | 0 |
| Total Expense Before Debt | 25,377 | | 20,304 | 5,073 | 25,889 |
| Net Cash Flow Available For Debt | 38,357 | | 46,965 | 8,607 | 42,704 |
| DEBT SERVICE | | | | | |
| Bonds/Notes Interest (Term A Loan) | 11,507 | | 11,507 | 0 | 10,771 |
| Bonds/Notes Principal (Term A Loan) | 14,723 | | 14,723 | 0 | 15,459 |
| Lender required Reserve deposit / (withdrawal) | 0 | | 0 | 0 | 0 |
| Subtotal Takeout Debt Service & Lender Reserves | 26,230 | | 26,230 | 0 | 26,230 |
| Net Cash Flow Available for Subordinated Loan | 12,127 | | 20,735 | 8,607 | 16,475 |
| <u>StadCo Subordinated Loan</u> | | | | | |
| Scheduled Principal (subject to ledger credit) | 2,368 | | 2,368 | 0 | 2,499 |
| Less: Principal Payment Reductions via Ledger Credit | 0 | | 0 | 0 | 0 |
| Current Interest | 1,272 | | 1,272 | 0 | 1,055 |
| Subordinated Loan Principal + Current interest | 3,641 | | 3,641 | 0 | 3,554 |
| (e) Net Cash Flow After Mandatory Debt Service | 8,487 | | 17,094 | 8,607 | 12,921 |

- (a) FY22 Budget reflects the cash payment for activity occurring between Apr 1, 2021 through Mar 31, 2022. Pending state and local restrictions, we anticipate that Non-NFL Events net profit could range from \$250k to \$1.75M for events anticipated to occur between Apr 1, 2022 through Mar 31, 2023. This amount will be reflected on the FY23 budget.
- (b) Non-NFL Ticket Surcharge assumes mid-point of estimated range of Ticket Surcharge for Non-NFL Events anticipated to occur between Apr 1, 2022 through Mar 31, 2023.
- (c) Although FY21 projections reflect the full amount transferred to the SCSA, the Santa Clara Stadium Authority has provided updated projected actuals of \$3M for FY21.
- (d) Assumes that Public Safety Costs in excess of the Public Safety Cost Threshold will be reimbursed from the Discretionary Fund pursuant to Section 7.5.3 of the Stadium lease.
- (e) Assumes no state and local restrictions for events at Levi's Stadium. Budget amendments may be required for both revenues and expenses if restrictions occur.
- (f) Projected actuals are based on forecasted waterfall activity.
- * In approval of its Annual Stadium Authority draft budget, the SCSA Board authorizes Stadium Manager to incur travel and entertainment charges up to the budgeted amount, in compliance with provided reimbursement policy.

SCSA Annual Shared Stadium Expense Budget (CONFIDENTIAL)

FY21 Budget, FY22 Draft Budget + 5-Yr Forecast

DRAFT

FY21 Amended Budget

| Category | Security | Stadium Ops | Engineering | Guest Services | Grounds | Total |
|-------------------------------|------------------|------------------|------------------|----------------|----------------|------------------|
| Total Compensation | 378,652 | 2,009,805 | 1,543,240 | 242,553 | 93,809 | 4,268,059 |
| Travel, Meals & Entertainment | 0 | 63,125 | 2,025 | 14,289 | 405 | 79,844 |
| Outside Services | 1,020,472 | 812,100 | 770,216 | 26,132 | 168,126 | 2,797,046 |
| General supplies | 17,362 | 47,500 | 330 | 77,446 | 36,210 | 178,848 |
| Telephone | 6,000 | 233,014 | 9,000 | 1,488 | 432 | 249,934 |
| Equipment | 82,362 | 153,923 | 5,270 | 33,000 | 1,800 | 276,355 |
| Uniforms | 7,400 | 0 | 1,250 | 47,271 | 750 | 56,671 |
| Other | 0 | 30,950 | 7,720 | 43,253 | 0 | 81,923 |
| Total | 1,512,249 | 3,350,417 | 2,339,051 | 485,431 | 301,532 | 7,988,680 |

| Compensation Breakout: | Security | Stadium Ops | Engineering | Guest Services | Grounds | Total |
|---------------------------|----------------|------------------|------------------|----------------|---------------|------------------|
| FT Wages | 275,383 | 1,304,715 | 1,067,393 | 109,489 | 64,516 | 2,821,497 |
| PT Wages | 0 | 328,593 | 0 | 100,158 | 0 | 428,751 |
| Benefits | 103,269 | 376,497 | 475,846 | 32,906 | 29,293 | 1,017,811 |
| Total Compensation | 378,652 | 2,009,805 | 1,543,240 | 242,553 | 93,809 | 4,268,059 |

| # of FT Headcount | 6 | 20 | 15 | 2 | 3 | 46 |
|-------------------|---|----|----|---|---|----|
|-------------------|---|----|----|---|---|----|

FY22 Draft Budget

| Category | Security | Stadium Ops | Engineering | Guest Services | Grounds | Total |
|-------------------------------|------------------|------------------|------------------|----------------|----------------|------------------|
| Total Compensation | 389,965 | 2,496,635 | 1,721,783 | 375,622 | 91,938 | 5,075,943 |
| Travel, Meals & Entertainment | 7,800 | 112,225 | 2,523 | 16,295 | 2,100 | 140,943 |
| Outside Services | 1,117,000 | 877,400 | 727,711 | 6,445 | 357,426 | 3,085,982 |
| General supplies | 23,630 | 20,650 | 330 | 60,237 | 38,610 | 143,457 |
| Telephone | 4,800 | 257,750 | 8,400 | 4,320 | 432 | 275,702 |
| Equipment | 53,630 | 54,088 | 18,376 | 43,200 | 6,300 | 175,594 |
| Uniforms | 7,750 | 0 | 4,000 | 49,143 | 750 | 61,643 |
| Other | 22,250 | 8,450 | 5,750 | 31,706 | 0 | 68,156 |
| Total | 1,626,825 | 3,827,198 | 2,488,873 | 586,969 | 497,556 | 9,027,420 |

| Compensation Breakout: | Security | Stadium Ops | Engineering | Guest Services | Grounds | Total |
|---------------------------|----------------|------------------|------------------|----------------|---------------|------------------|
| FT Wages | 277,001 | 1,706,119 | 1,192,272 | 150,099 | 66,841 | 3,392,332 |
| PT Wages | 0 | 262,052 | 0 | 165,370 | 0 | 427,422 |
| Benefits | 112,964 | 528,464 | 529,511 | 60,153 | 25,097 | 1,256,189 |
| Total Compensation | 389,965 | 2,496,635 | 1,721,783 | 375,622 | 91,938 | 5,075,943 |

| # of FT Headcount | 6 | 24 | 16 | 3 | 3 | 52 |
|-------------------|---|----|----|---|---|----|
|-------------------|---|----|----|---|---|----|

5-Yr Forecast

| Category | FY23 | FY24 | FY25 | FY26 | FY27 |
|-------------------------------|------------------|------------------|------------------|-------------------|-------------------|
| Total Compensation | 5,228,221 | 5,385,068 | 5,546,620 | 5,713,018 | 5,884,409 |
| Travel, Meals & Entertainment | 145,171 | 149,526 | 154,012 | 158,633 | 163,392 |
| Outside Services | 3,178,561 | 3,273,918 | 3,372,136 | 3,473,300 | 3,577,499 |
| General supplies | 147,761 | 152,194 | 156,760 | 161,462 | 166,306 |
| Telephone | 283,973 | 292,492 | 301,267 | 310,305 | 319,614 |
| Equipment | 180,861 | 186,287 | 191,876 | 197,632 | 203,561 |
| Uniforms | 63,492 | 65,397 | 67,359 | 69,380 | 71,461 |
| Other | 70,201 | 72,307 | 74,476 | 76,711 | 79,012 |
| Total | 9,298,242 | 9,577,190 | 9,864,505 | 10,160,441 | 10,465,254 |

| Compensation Breakout: | FY23 | FY24 | FY25 | FY26 | FY27 |
|---------------------------|------------------|------------------|------------------|------------------|------------------|
| FT Wages | 3,494,102 | 3,598,925 | 3,706,893 | 3,818,099 | 3,932,642 |
| PT Wages | 440,245 | 453,452 | 467,056 | 481,067 | 495,499 |
| Benefits | 1,293,875 | 1,332,691 | 1,372,672 | 1,413,852 | 1,456,267 |
| Total Compensation | 5,228,221 | 5,385,068 | 5,546,620 | 5,713,018 | 5,884,409 |

| SCSA Capital Expenditure Plan | | | | | | |
|-------------------------------|--------------|---------------|--------------|--------------|--------------|--------------|
| Project Type | FY21F | FY22B | FY23B | FY24B | FY25B | FY26B |
| Audio/Visual | 45,370 | 566,667 | 970,000 | - | - | 500,000 |
| Electrical | 101,651 | 666,190 | 300,000 | 3,300,000 | 225,000 | 325,000 |
| FF&E | 143,073 | 1,613,810 | 30,000 | - | 61,669 | - |
| Food and Beverage | 7,778 | 592,381 | - | - | 1,200,000 | - |
| General Building | 424,789 | 10,032,666 | 438,000 | 3,570,000 | 1,300,000 | 2,000,000 |
| HVAC/Mechanical | 66,111 | 437,144 | 150,000 | 225,000 | 75,000 | 325,000 |
| IT | 124,573 | 75,000 | - | - | - | - |
| Life Safety/Fire | - | 50,000 | - | - | - | 335,000 |
| Plumbing | 200,963 | 87,619 | 150,000 | - | 300,000 | 35,000 |
| Security | 363,094 | 1,396,000 | 400,000 | 400,000 | 510,000 | 500,000 |
| Site | 590,243 | 1,205,714 | 100,000 | - | - | 125,000 |
| Vehicles | - | - | - | - | - | - |
| Vertical Transport | - | 20,000 | - | - | - | 400,000 |
| Project Costs | \$ 2,067,644 | \$ 16,743,191 | \$ 2,538,000 | \$ 7,495,000 | \$ 3,671,669 | \$ 4,545,000 |
| Contingency (5%) | - | 837,160 | 126,900 | 374,750 | 183,583 | 227,250 |
| Gross Project Costs | \$ 2,067,644 | \$ 17,580,351 | \$ 2,664,900 | \$ 7,869,750 | \$ 3,855,252 | \$ 4,772,250 |

| SCSA Public Safety Capital Expenditure Plan | | | | | | |
|---|------------|--------------|------------|------------|------------|------------|
| Project Type | FY21F | FY22B | FY23B | FY24B | FY25B | FY26B |
| Public Safety | 324,422 | 2,511,676 | 384,341 | 344,510 | 125,010 | 114,510 |
| Project Costs | \$ 324,422 | \$ 2,511,676 | \$ 384,341 | \$ 344,510 | \$ 125,010 | \$ 114,510 |
| Contingency (5%) | - | 125,584 | 19,217 | 17,226 | 6,251 | 5,726 |
| Gross Project Costs | \$ 324,422 | \$ 2,637,260 | \$ 403,558 | \$ 361,736 | \$ 131,261 | \$ 120,236 |

| CapEx Reserve Fund Balance | | | | | | |
|----------------------------|------------|------------|-----------|-----------|-----------|-----------|
| | FY21F | FY22B | FY23B | FY24B | FY25B | FY26B |
| Beginning balance | 19,473,747 | 20,771,303 | 4,354,003 | 5,199,864 | 1,000,128 | 1,166,317 |
| CapEx deposit | 3,689,622 | 3,800,310 | 3,914,320 | 4,031,749 | 4,152,702 | 4,277,283 |
| Projected Capex spending | 2,392,066 | 20,217,610 | 3,068,458 | 8,231,486 | 3,986,513 | 4,892,486 |
| Ending balance | 20,771,303 | 4,354,003 | 5,199,864 | 1,000,128 | 1,166,317 | 551,114 |

*Specific projects may be scheduled in future years based on event schedule, supply chain, and internal resources.

2022 STADIUM AUTHORITY CAPEX REQUEST ITEMS

| Item Number | Item Requested | Life Cycle | Description | Cost | Contingency | *FY22 Budget |
|-------------|------------------|------------|---|-----------|-------------|--------------|
| 1 | Electrical | 15 | Distribution - High Voltage (Primary Main Switch Gear Transformer, Battery & 12KV Main Circuit Breakers) The project replaces a bad Control Power Transformer (CPT) on the Primary Main Switch Gear (PMSG). The faulty CPT was identified during preventative maintenance, inspection and testing of the PMSG earlier this year. The project will replace the current CPT, CPT drawer and CPT drawer rails with new like-in-kind equipment. Additionally, the switch gear inspection and testing identified that the PMSG, Primary Switch Gear A (PSGA) and Primary Switch Gear B (PSGB) are in need of replacement. This project will replace the current batteries with new like-in-kind batteries, which were original from the time of construction. Finally, the electrical testing company and contractor recommended purchasing two custom 12KV main circuit breakers will be maintained as spare stock and can be used in either the PMSG, PSGA or PSGB in the event of a future breaker failure. The lead time for the 12KV breakers can be as long as 12-16 weeks. Purchasing these spare 12KV breakers as spare stock ensures that the stadium can quickly recover in the event of a breaker failure to PMSG equipment, which is critical to the operation of the stadium. | 200,000 | 10,000 | 210,000 |
| 2 | Electrical | 5 | Distribution - High Voltage (12KV Electrical Power Study, Assessment and Replacement at Primary Switch Gear at Quadrant Substations) The project will test, inspect and assess primary electrical 12KV switchgear equipment located in, or associated with, the four stadium quadrant electrical substations. The assessment will provide a report and recommendation for necessary replacement and modifications necessary to maintain full and safe electrical operation at the stadium. The project includes an allowance for any necessary replacements and / or enhancements identified during the assessment. Replacements and / or modifications are dependent upon the results of the assessment. Additionally, the project will establish a baseline for this electrical equipment and may determine the need and frequency of future test and inspection of electrical equipment. | 400,000 | 20,000 | 420,000 |
| 3 | General Building | 5 | Levi's Naming Rights Signage Refurbishment The project refurbishes the current four (4) Levi's Naming Rights signs located above the North and South Scoreboards, west side of the suite tower, and on the east side of the grandstands. The current signs continue to experience lighting failures despite repeated attempts to repair the signs. | 1,200,000 | 60,000 | 1,260,000 |
| 4 | General Building | 5 | Levi's Naming Rights Existing Signage Lighting and Driver Repair The project repairs lights and drivers in the current four (4) Levi's Naming Rights signs located above the North and South Scoreboards, west side of the suite tower, and on the east side of the grandstands. The current signs continue to experience lighting failures, despite the emergency repair in 2021. The project will repair LED lights and drivers for all four (4) signs. The project will provide a temporary solution for the sign. | 400,000 | 20,000 | 420,000 |
| 5 | General Building | 10 | New Seating - Bowl Padded Seat Replacement Project - Lower and Mid Level Club Seating Bowl The approximately 9,500 existing padded seats in the lower seating bowl and middle seating bowl levels will be replaced in this project. The existing padded seats are original from construction and have reached end of life. The upholstery material on nearly every seat has faded, torn or cracked due to sun and heat exposure. Minor repairs and spot replacements can no longer keep up with the amount of damaged seats found in these locations. This project will also evaluate the opportunity to replace the existing padded seats with a different breathable elastomeric mesh seating product, which may provide a cooler experience on hot days. The alternate seat product may be able to provide heat mitigation solution for guests during events schedule on hot days. This project is necessary to provide the expected level of experience to patrons attending Levi's Stadium. | 3,370,000 | 168,500 | 3,538,500 |
| 6 | General Building | 5 | Aesthetic Improvements - Premium Areas / Special Event Spaces This project will renovate and refresh the premium club spaces in the stadium by replacing carpet and paint in the BNY Clubs, Fii Club, United Club, Yahoo Club and special event spaces. These club spaces are used for numerous events throughout the year. The high traffic experienced in these spaces have worn on finishes and caused the carpet to near the end of life. This project will enhance these premium spaces and ensure Levi's Stadium remains an attractive destination for any and all events. | 1,000,000 | 50,000 | 1,050,000 |
| 7 | General Building | 5 | Overhead Doors, Motors, Sensors and Track Replacements This project will furnish and install a replacement gate and necessary ancillary equipment at the 200 Level of the exterior ramp location at the south end of the stadium. The original overhead roll gate is damaged and is unable to be repaired. The original gate was installed as part of the stadium construction to assist in the flow of pedestrian traffic at the ramp location. Stadium Operations staff have used operational procedures to substitute for the non-functional gate. However, replacing the gate will restore the original operational intent of the gate at the ramp. | 100,000 | 5,000 | 105,000 |
| 8 | General Building | 1 | Miscellaneous Renewal and replacement of general building items to include, but not limited to, architectural finishes, fixtures, coatings, equipment, etc. | 100,000 | 5,000 | 105,000 |
| 9 | Life Safety/Fire | 5 | Smoke Evacuation System - Fire Smoke Curtain Replacement This project replaces an existing Elevator C6 Smoke Curtain and miscellaneous life safety /fire equipment which has been identified for replacement during preventative maintenance. The current smoke curtain experienced issues with the control box and fuses. A temporary repair was performed, but a full replacement of the smoke curtain is required. This project will remove the existing curtain and reinstall a new fire and smoke rated curtain. | 50,000 | 2,500 | 52,500 |
| 10 | Security | 5 | Mobile Security Closed Circuit Television (CCTV) Pop Up Trailers This project will purchase five (5) additional units in order to enhance video coverage and audio messaging to remote locations. The Mobile CCTV Pop Up Trailers provide flexibility to our security operation. Security has the ability to deploy the CCTV units to various locations given current demand. The CCTV units can be used to direct law enforcement to different areas on an as needed basis. These units can be deployed on event days to parking lots outside of the stadium footprint that currently have no camera coverage. They can also be used on both event or non-event days in the occurrence at stadium CCTV camera goes down for maintenance or other video coverage is required. These CCTV Pop Up Trailers will aid in maintaining compliance with the Department of Homeland Security Safety Act requirements. | 235,000 | 11,750 | 246,750 |
| 11 | Security | 5 | North East Lobby Security Desk Enhancements The scope of this project will enhance security in the east stadium lobby on major non-event days and for private events. This security checkpoint will screen everything entering the stadium at this location. These enhancements will add electrical and data connections necessary to support security screening equipment at the point of entry, which doesn't currently exist at this location today. The new electrical infrastructure allows Security to position security desk and equipment closer to entrance. This project is necessary to maintain compliance with Department of Homeland Security Safety Act Requirements. | 30,000 | 1,500 | 31,500 |

2022 STADIUM AUTHORITY CAPEX REQUEST ITEMS

| Item Number | Item Requested | Life Cycle | Description | Cost | Contingency | *FY22 Budget |
|---|----------------|------------|--|------------------|----------------|------------------|
| 12 | Security | 5 | Security 24/7 Gate C Employee Entrance Booth Purchase and install new pre-manufactured Security Guard Booth at Gate C employee and guest entrance. The new booth will provide cover, power, lighting and storage for the security staff at Gate C. The booth will include a canopy for the Security walk through magnetometer and search table. It will be used on both event and non-event day. The security checkpoint is necessary to screen all people entering the stadium grounds. This booth provides necessary operational support to our Security staff performing critical screening operations required by the Department of Homeland Security Safety Act requirements. | 25,000 | 1,250 | 26,250 |
| 13 | Security | 5 | Security Control Situation Room Enhancements This Project purchases equipment and technology necessary to utilize the Security 24/7 Control Situation Room as a Secondary Command Post Location in the event of an emergency situation. Multifunctional use of the space will utilize the equipment to hold daily security briefings, daily security officer administrative duties, ongoing security officer training, and can readily be converted into an Auxiliary Command Post Situation Room, on an as needed basis. New equipment and technology enhancements for this room will include new monitors, workspaces, radios, and video wall. Enhancing this room provides Security a multifunctional space that can be used both during daily operations, as well as in an emergency situation. This technology aids in our compliance with the Department of Homeland Security Safety Act requirements. | 62,000 | 3,100 | 65,100 |
| 14 | Security | 5 | Security - Electrical / Data Distribution Expansion - Security Screening Locations Department of Homeland Security requires exterior screening of all patrons entering the facility. This scope of work will add electrical and data distribution to exterior screening locations. The new electrical and data allows stadium security staff to utilize critical security screening technology and avoids the use of temporary extension cords, which are prohibited in a permanent location by building and fire code. Specifically, this project adds new electrical and data to the exterior portion of the stadium on level 100 in Quadrant D. This project aids in compliance with DHS Safety Act requirements. | 50,000 | 2,500 | 52,500 |
| 15 | Site | 10 | LED Retrofit Project - Exterior Luminaire Light Fixtures - Gold Lot 4, Gold Lot 5, Bill Walsh Way and other Exterior Poles This project is phase 2 of the exterior lighting replacement in Gold Lot 4 and Gold Lot 5 parking lot areas. This project replaces the existing HID lighting with new LED lighting to enhance and improve the exterior lighting during stadium event load in and load out. This lighting improves safety conditions for stadium personnel and provides energy cost savings with more efficient fixtures. Project replaces exterior HID lighting that is near or has reached end of life and replaces the lighting with new energy efficient LED lighting. Project lighting includes light poles located in Gold Lot 4, Gold Lot 5, Bill Walsh Way and other exterior locations around the stadium. | 200,000 | 10,000 | 210,000 |
| 16 | Site | 5 | Concrete Replacements The Project will address the concrete at the Northwest stairwell landing on the 700 Level North Plaza area. The railing at the stairwell has been compromised in the past. This project will restore the handrail and concrete at the stairwell, as well as improve the condition by strengthening the reinforcing at the stairwell railing. The project will require demolition of the existing concrete, potentially patch the waterproofing layer of the structural slab, add reinforcing steel, pour concrete, apply lymltal coating and re-install the existing handrail at the stairwell. The improved and additionally reinforced slab will improve safety and prevent future damage from carts and other equipment that are used in the nearby area. | 150,000 | 7,500 | 157,500 |
| 17 | Site | 10 | Perimeter Enhancements Project will evaluate, design, furnish, deliver and install bollards, barriers and/or vehicle deterrent devices where necessary along the perimeter of the site in order to comply with the Department of Homeland Security Safety Act Best Practices. | 300,000 | 15,000 | 315,000 |
| 18 | Site | 10 | Private Lactation Spaces The project will provide new lactation spaces for guests at the stadium. The project will fund the purchase, delivery and installation of private lactation pods to be used by guests pump or breastfeed milk in private. The private lactation space(s) will include a secure door, seating, lighting, counter, mirror, coat hook and electrical outlets. While these spaces are not required at stadiums yet, they are required at other major assembly areas in the State of California, such as airports, colleges, county jails, community colleges, and state colleges. Providing these spaces allow breastfeeding guests a private location to express milk and still attend and enjoy events at the stadium. | 120,000 | 6,000 | 126,000 |
| Total - 2022 Stadium Authority New Capex Request Items | | | | 7,992,000 | 399,600 | 8,391,600 |

Public Safety Capital Expenditures

| Item Number | Item Requested | Life Cycle | Description | Cost | Contingency | *FY22 Budget |
|-------------|----------------------|------------|--|---------|-------------|--------------|
| 1 | Public Safety - Fire | 5 | PPE Replacement (Nomex Tops) Projected replacement/additions of Stadium battle dress uniform tops for the team. | 5,750 | 288 | 6,038 |
| 2 | Public Safety - Fire | 5 | PPE Replacement (Nomex Bottoms) Projected replacement/additions of Stadium battle dress uniform bottoms for the team. | 3,260 | 163 | 3,423 |
| 3 | Public Safety - Fire | 7 | Lifepak CR2 AEDs New request for the Joint Hazardous Assessment Team (JHAT). The current AEDs are at the end of their 7-year service life and are no longer supported. | 20,000 | 1,000 | 21,000 |
| 4 | Public Safety - Fire | 5 | Rope Rescue Equipment New equipment request for the Joint Hazardous Assessment Team (JHAT). This is the miscellaneous rope software, hardware, and bags JHAT uses. This equipment will be added to our Stadium Rope Rescue equipment cache to make it identical to what we carry on our apparatus. | 2,000 | 100 | 2,100 |
| 5 | Public Safety - IT | 7 | Replace End of Life Network Equipment Network equipment was originally installed several years ago and is now end of life and not supported. This replacement costs include, equipment, shipping/tax and installation | 105,000 | 5,250 | 110,250 |

2022 STADIUM AUTHORITY CAPEX REQUEST ITEMS

| Item Number | Item Requested | Life Cycle | Description | Cost | Contingency | *FY22 Budget |
|---|------------------------|------------|---|----------------|---------------|------------------|
| 6 | Public Safety - IT | 5 | Replace End of Life End User Equipment Replace 4 Precision Desktops that are end of life. This also include 1 laptop and 2 monitors replacement that are no longer under warranty, in case of failure. Costs include equipment, taxes, shipping, and deployment costs. | 15,916 | 796 | 16,712 |
| 7 | Public Safety - Police | 10 | Communication Equipment - Police Radio Hand Packs Replace Motorola police radio hand packs purchased in 2013 that are at the end of the 10-year useful life. | 437,500 | 21,875 | 459,375 |
| 8 | Public Safety - Police | 10 | Communication Equipment - Console Replace MCC7500 Console communication equipment purchased in 2013 that is at the end of the 10-year useful life. | 80,000 | 4,000 | 84,000 |
| 9 | Public Safety - Police | 10 | Observation Platforms on SAP Tower Design and install a safe and secure platform for Santa Clara Police Department and Public Safety Officers above the roof on the SAP tower / NRG Solar Terrace. | 75,000 | 3,750 | 78,750 |
| 10 | Public Safety - Police | 1 | Levi's Stadium Blast Analysis Engage a consultant to provide a technical blast analysis of certain areas of the stadium. This analysis would be provided to the Department of Homeland Security and the Safety Act Office. | 125,000 | 6,250 | 131,250 |
| 11 | Public Safety - Police | 5 | Body Worn Cameras (BWCs) for Special Events Officers (SEO) Body worn cameras, worn by police officers, improve police accountability and lower reports of misconduct. Body worn cameras provide visual and audio evidence that can independently verify events. Body worn cameras are issued to all Special Event Officers (SEO's) working stadium events. The current agreement expires in September 2022. This estimated yearly cost, subject to change pending final negotiations, would continue the current BWC program. | 90,000 | 4,500 | 94,500 |
| Total - 2022 Public Safety New Capex Request Items | | | | 959,426 | 47,971 | 1,007,397 |

Carryover Items: These items were brought before the SCSA Board and approved in previous years

| | Item Requested | Life Cycle | Description | Cost | Contingency | *FY22 Budget |
|---|-------------------|------------|--|-----------|-------------|--------------|
| 1 | Audio/Visual | 10 | Radio Booth Cabling The project will install fiber optic cabling to increase the low voltage cabling backbone. This installation will accommodate the expanding requests received for booth usage during stadium events and will help the stadium keep up with emerging trends. The project will install fiber optic between multiple booths located on the 800 level suite tower location and the broadcast patch panel (Room 01.69.08) near the loading dock on the exterior south end of the stadium. Fiber design shall include TAC-12 and DT-12, or better. Design will consider new fiber termination panels in each booth. Design shall investigate and determine if additional conduit and raceway is necessary during the installation phase. | 562,857 | 28,143 | 591,000 |
| 2 | Audio/Visual | 3 | Crestron Control & Building Operating System Upgrades Project shall evaluate and recommend a Crestron Control system upgrade and/or installation options to monitor HVAC, Lighting, Electrical, and Fire Alarms. The comprehensive system shall enable all of these items to interface with one another for stadium engineers to see a real time view of the building's systems. | 3,810 | 191 | 4,001 |
| 3 | Electrical | 5 | Broadcast Booth Power This project shall design supplemental lighting power and controls in the Broadcast Booth (Room 04.50.02). The existing lighting grid in the ceiling has inadequate lighting and are currently controlled with a dimmer switch near the door of the room. The Architect shall evaluate the power needs and provide a solution for better control methods for the broadcast lighting power in the room. | 16,190 | 810 | 17,000 |
| 4 | Electrical | 3 | Concession Cart Cabling for Portables Carts (Levels 300 , 700, etc.) Install code rated low voltage cabling (CAT6) to portable concession carts. This will provide IP based access to the IPTV menu boards and POS systems for credit card transactions, as well as deliver an emergency signage to be displayed at the concession stands. | 50,000 | 2,500 | 52,500 |
| 5 | FF&E | 5 | Guest Services Booths Two additional guest services booths on the main concourse for better enhanced customer service touchpoints. New booths will provide increased operational space for guest service representatives on game day. | 70,000 | 3,500 | 73,500 |
| 6 | FF&E | 5 | Replace furniture for BNY Field Clubs, United, Levi's 501 & Yahoo clubs and Special Event spaces Purchase replacement furniture for clubs and special event spaces to enhance areas and meet client expectations. These spaces are amongst the most utilized in the entire stadium. The current furniture has been in place since the building opened in 2014 and is aging due to normal wear and tear as a result of numerous events in the stadium over the last eight years. | 1,543,810 | 77,191 | 1,621,001 |
| 7 | Food and Beverage | 5 | Beverage Distribution System Equipment to assist with the distribution of beer and sodas throughout the stadium concession areas and bars. This project includes general renewal and replacement of beverage distribution system lines, CO2 and glycol dispensing equipment. | 50,000 | 2,500 | 52,500 |

2022 STADIUM AUTHORITY CAPEX REQUEST ITEMS

| Item Number | Item Requested | Life Cycle | Description | Cost | Contingency | *FY22 Budget |
|-------------|-------------------|------------|---|-----------|-------------|--------------|
| 8 | Food and Beverage | 5 | CO2 Monitoring & Sensors for Code Compliance The project will design and install remote CO2 monitoring equipment utilizing the existing Automatic Logic Controller (ALC) system. The current CO2 monitoring has a local alarm three stage alarm, but is not connected to any Building Management System for remote monitoring. A recent CO2 assessment was performed that found the system the current monitoring system is compliant with all requirements, but the assessment recommended this remote monitoring upgrade as a best practice for safety. This project will evaluate, recommend and design remote CO2 monitoring system CO2 monitoring for enhanced safety for stadium staff per Authorities Having Jurisdiction. All Beer Cooler locations and Concession Soda Box Locations shall be monitored by the remote monitoring system. | 192,381 | 9,619 | 202,000 |
| 9 | Food and Beverage | 5 | Main Kitchen Equipment General renewal and replacement of kitchen service equipment in the Main Kitchen. Project will include any necessary design, permit, purchase and installation of aging kitchen equipment that is near or at the end of life. Project originally approved in FY 2016/17 but was not completed. | 350,000 | 17,500 | 367,500 |
| 10 | General Building | 5 | Updated Stadium Wayfinding Signage Design, furnish and install new wayfinding and information signage to include, but not limited to, new premium/club wayfinding, suite wayfinding, smoking section signs, no smoking signs for around the main and upper concourses, section numbers/floor decals, ADA accessibility signs, Tunnel signs that "no photos/no autographs", etc. | 250,000 | 12,500 | 262,500 |
| 11 | General Building | 3 | Stadium Event Signage The design, furnish and install of new stadium event signage including, but not limited to, tunnel awnings, accessible seating reference areas, lower bowl sections placards, security, mobile signage, and additional fire and building code signage. | 138,000 | 6,900 | 144,900 |
| 12 | General Building | 3 | Public Safety - Command Post Communication Equipment Purchase and install public safety screens, monitors, and projection devices used in monitoring stadium and security operations to help improve situational awareness and response. | 58,000 | 2,900 | 60,900 |
| 13 | General Building | 10 | Women's Locker Room Convert a portion of the auxiliary locker room area to accommodate a larger private space for female athletes, performers, officials, and other female event day sporting and entertainment professionals visiting or working events at Levi's Stadium. The project will include the design, permitting and construction of alterations necessary to accommodate these new designated spaces necessary to provide equal accommodations. | 353,333 | 17,667 | 371,000 |
| 14 | General Building | 3 | Automatic Logic Control Building Engineering System Install an automatic logic controller system upgrade to monitor the building's HVAC in all quadrants simultaneously. This updated system will enable graphic interface and help the system to operate more efficiently with time clock management and assisting in potential lighting control energy savings. | 27,619 | 1,381 | 29,000 |
| 15 | General Building | 5 | Club Space Flooring Strip, resurface, and/or replace hardwood flooring surfaces in the BNY East & West and Levi's 501 spaces. These spaces are among the most utilized spaces in the building and get a large amount of foot traffic. This work will help extend the useful life of these spaces as well as reducing slips and falls from worn floors. | 85,000 | 4,250 | 89,250 |
| 16 | General Building | 5 | General Areas / Coatings Main Deck Replace and recoat lytmal traffic deck coating at the lower seating bowl and on the 300 and 700 Level Concourses, which are currently showing signs of wear. The deck coating serves as a secondary waterproofing system for the occupied spaces below these areas and also protects and extends the life of the concrete. Periodic replacement and recoating of this system is necessary to maintain current waterproofing system and maintain the expected life of the structure . | 2,450,000 | 122,500 | 2,572,500 |
| 17 | General Building | 5 | Field Turf Track Replacement The current turf track carpet is worn, buckled and compacted from use over the past five years and has reached its end of life. This project addresses the uneven grade of the current turf track carpet. This project will remove the existing track and rebuild it using a compacted stone base and shock layer with new carpet on top. Additionally, the project scope permanently address the subgrade issues we experience with our current track by stabilizing the base to support the extreme loads experienced during concerts and dirt events. Finally, the new turf track will eliminate slipping hazards and improve overall safety and appearance. | 325,714 | 16,286 | 342,000 |
| 18 | General Building | 10 | Additional Gate and Fence at Gate D Addition of gate and fence in the Quadrant D to assist in the control of people movement and screening operations. Study will take place to ensure the gate and fence meet all operational and regulatory compliance. Material will be furnished and installed. Project originally approved in FY 2016/17 but was not completed. | 75,000 | 3,750 | 78,750 |
| 19 | General Building | 1 | Miscellaneous General renewal and replacement of flooring, carpeting, millwork, tiles, masonry, granite counters, Stainless steel panels and counters, cladding, wall acoustic panels etc. throughout the building as items reach their end of life. Project originally approved in FY 2016/17 but was not completed. | 100,000 | 5,000 | 105,000 |
| 20 | HVAC/Mechanical | 5 | Cooling Towers General renewal and replacement of stadium cooling tower internal parts and systems. This includes, but is not limited to, motors, fans, fill, controls, and piping which support the mechanical cooling functions for the HVAC system. | 43,810 | 2,191 | 46,001 |

2022 STADIUM AUTHORITY CAPEX REQUEST ITEMS

| Item Number | Item Requested | Life Cycle | Description | Cost | Contingency | *FY22 Budget |
|-------------|-----------------|------------|--|---------|-------------|--------------|
| 21 | HVAC/Mechanical | 5 | Variable Frequency Drive(s) General renewal and replacement of Variable Frequency Drives (VFD) units for cooling tower, boilers and other mechanical equipment due to life expectancy issues. These system support the mechanical heating and cooling functions for the stadium. | 126,667 | 6,333 | 133,000 |
| 22 | HVAC/Mechanical | 10 | Install New Kitchen Exhaust Fans throughout the building Install variable frequency drive (VFD) Units on kitchen exhaust fans for soft start (slow ramp up) capabilities. Kitchen exhaust fans currently operate 100 percent of the time. Installing VFD units will modulate the power and save energy whenever the fan is in use. Soft start extends the life of the equipment and saves energy. | 266,667 | 13,333 | 280,000 |
| 23 | IT | 5 | Financial Management Information System Project Procure a new cloud-based financial management system for the Stadium Authority that would allow greater visibility in to Non-NFL Events and Shared Stadium Expenses. The management company that handles Non-NFL events would use the financial management system for all transactions related to Non-NFL events and Shared Stadium Expenses, as well as store supporting documentation for the transactions (including invoices). The costs include software license/subscription, hosting fee and a consultant for implementation and process improvement. There will be ongoing software license costs and possibility for additional staff time for implementation. *Subject to subsequent court rulings on cost allocation. This is a carryover from FY2020/21. | 75,000 | 3,750 | 78,750 |
| 24 | Plumbing | 5 | Plumbing Project addresses general renewal and replacement of necessary plumbing equipment in the stadium to include, but not limited to, replacement of Pressure Reducing Valves (PRV) and other parts on domestic and recycled water systems. | 87,619 | 4,381 | 92,000 |
| 25 | Security | 5 | Enhance Stadium Security Coverage Evaluate and replace existing cameras with technologically advanced multi lens panoramic/360/multi-directional cameras. Design locations and camera styles have created visual obstructions and gaps in coverage. Height locations with fixed lens cameras create the inability to adjust field of views. Installation of television monitors/signage near camera mounts have created field of view obstructions. Due to high volume of club space usage for large scale, and smaller events, request for video investigations become frequent. Low lighting situations are constant with event type needs, and enhanced technology from newer cameras will enable greater video quality. Club Space Enhancements: Club spaces which need to be evaluated but not limited to: BNY Mellon East and West Club, Yahoo Club, United Club, Fil Club, 501 Club, Citrix Owners Club, Entry Gates, and Perimeter fences. | 330,000 | 16,500 | 346,500 |
| 26 | Security | 5 | Enhance Stadium Security Access Control Install card readers on manual doors to increase access control features and security and / or purchase new replacement parts and components. Based on operational demands, doors have been identified via staff request and event activity in order to improve operational awareness and enhance the access control abilities by automating the doors. This also increases security to areas deemed by staff to hold sensitive or high value assets. Access Control enhancements: Vertx/Mercury upgrade, EvoE400/Mercury upgrade, and Various doors with access control upgrade or enhancement requirements. | 235,000 | 11,750 | 246,750 |
| 27 | Security | 5 | Software Upgrade to Genetec 5.8 Upgrade to Genetec's newest firmware version 5.8. This would improve overall system performance and stability, and adds new features that will help in operator training and utilization of software. Customizable live dashboards assist in monitoring alarms and events in real-time. | 35,000 | 1,750 | 36,750 |
| 28 | Security | 5 | Video Analytics Add video analytics to assist with video investigations. Video investigations take several hours/days to complete using traditional playback methods. Adding video analytics will greatly decrease man-hours spent in video review process, as well as aid in investigations using newer technology. | 35,000 | 1,750 | 36,750 |
| 29 | Security | 5 | Parking Lot Camera Upgrades Replace Great America Parking lot cameras with technologically advanced multi lens panoramic/360/multi-directional cameras. New camera technology would provide better overall coverage of the main parking lot. Sun baked cameras with fixed angles have created gaps in coverage. With more video incident request coming from ingress/egress incidents, new technology would assist in these investigations. Install cameras in Gold lot 4/5 where there is very limited coverage. | 40,000 | 2,000 | 42,000 |
| 30 | Security | 5 | Bowl Camera Upgrade/Refurbishment The project will replace or refurbish several seating bowl cameras. The bowl cameras have become sun baked and provide poor/obscured coverage of bowl seating. Maintenance has become an issue due to the cost and time required to erect scaffolding to reach camera boxes each time the cameras require maintenance. The project will evaluate the opportunity to re-engineer the camera housing by relocating housing closer to stadium infrastructure, if possible. | 135,000 | 6,750 | 141,750 |
| 31 | Security | 5 | License Plate Reader (LPR) Cameras at Vehicle Entry Gates The project will enhance stadium safety and security by adding six (6) LPR cameras on entry/exit lanes of all vehicle gates (Post 1,2, and 3) to document and track vehicles entering and exiting the stadium. The LPR cameras provide additional visibility of all parties entering and existing that stadium. | 45,000 | 2,250 | 47,250 |
| 32 | Security | 3 | Install Stadium Camera Booths Card Readers Install card reader for North and South camera booths to secure the spaces that enter into/from general public access areas. | 84,000 | 4,200 | 88,200 |
| 33 | Security | 5 | Drone Detection (Antenna System) Drone intrusions are happening more frequently. This detection and deterrent system will enhance safety and security of the stadium during event and venue operations. This technology will assist Stadium Security and Law Enforcement by identifying and mitigating security threats. | 55,000 | 2,750 | 57,750 |

2022 STADIUM AUTHORITY CAPEX REQUEST ITEMS

| Item Number | Item Requested | Life Cycle | Description | Cost | Contingency | *FY22 Budget |
|---|--------------------|------------|--|------------------|----------------|------------------|
| 34 | Site | 5 | Security Fence - Main Lot Remove and replace approximately 1,000 linear feet of 4 foot high security fencing in Main Lot per request of City. The removal of existing fence and the installation of the new fence is included in a permit package that is currently under review at the City Planning and Building Departments as part of a larger project in the Main Parking Lot. | 150,000 | 7,500 | 157,500 |
| 35 | Site | 5 | Stationary Electric Pressure Washers The project will furnish and install one (1) to two (2) demo stations on the 300 concourse. If these are effective, we would look to replace all gas-powered pressure washers with electrically powered ones. | 49,524 | 2,476 | 52,000 |
| 36 | Site | 5 | Asphalt The project will evaluate the current pavement status and provide asphalt overlay and/or seal coat at the visitor parking on Tasman, Gold 4 & 5 parking lots and South Access Road. Design services will be engaged to evaluate the current condition of pavement and recommend the correct application. Proper overlay and crack fill seals the pavement and prevents the infiltration of water which prevents pavement failure. | 170,952 | 8,548 | 179,500 |
| 37 | Site | 5 | Stadium Event Power Upgrades & Switchgear Electrical The project will study, design install and enhance remote visibility to the 12KV PMSG (primary switch gear) to main electrical panel using the Schneider Power Monitoring Expert system. The project will establish capability to monitor and report the Switch Gear Event Mode Status through the building Schneider Power Monitoring Expert (PME) system for remote monitoring. The plans and specifications required will include any electrical and communication wiring, as well as any controls upgrades necessary to complete the project. | 35,238 | 1,762 | 37,000 |
| 38 | Site | 5 | Bridge - Pedestrian The project will seal walkways and paint bridges to enhance public safety access areas and extended the useful life of the bridges. Project originally approved in FY 2018/19 but was not completed. | 30,000 | 1,500 | 31,500 |
| 39 | Vertical Transport | 10 | Elevator Door Replacement The project replace the vestibule door frame, doors, hardware and equipment at the 200 level elevator lobby doors in the stadium. The current door system does not allow the necessary door swing radius to navigate larger janitorial and operational equipment into the elevator lobby. The current door system was damaged due to the limitations in design and thus must be completely replaced to restore and establish ultimate operational function. | 20,000 | 1,000 | 21,000 |
| Total - 2022 Stadium Authority Carryover Capex Request Items | | | | 8,751,191 | 437,560 | 9,188,751 |

Carryover Public Safety Capital Expenditures

| Item Number | Item Requested | Life Cycle | Description | Cost | Contingency | *FY22 Budget |
|-------------|------------------------|------------|--|---------|-------------|--------------|
| 2 | Public Safety - Fire | 10 | MCI Trailer The fire department currently has equipment to treat 25 patients during a large-scale emergency. The MCI Trailer would allow the first responders to treat between 500-1000 people during a largescale emergency by allowing quick access to on-board equipment and supplies. This is a carryover from FY2020/21. | 120,000 | 6,000 | 126,000 |
| 3 | Public Safety - Police | 10 | Kawasaki Mule Purchase new Kawasaki Mule for Explosive Ordinance Disposal (EOD) team. Cost includes upfitting the Kawasaki Mule with Police labels and markings, lighting and locking storage boxes. The EOD team does not currently have a dedicated vehicle and are currently walking with canines and EOD gear during response calls for suspicious packages and drone payloads. The EOD team is first on scene sweeping the stadium for safety issues and the last to leave. Shifts can extend past 10 hours. Purchase of a vehicle would reduce fatigue for officers and canines and reduce response time. | 25,000 | 1,250 | 26,250 |
| 4 | Public Safety - Police | 10 | Kawasaki Mule Purchase new Kawasaki Mule for Special Response Team (SRT). Cost includes upfitting the Kawasaki Mule with Police labels and markings, lighting, equipment storage boxes and Type 3 IME box that is approved by the U.S. Bureau of Alcohol Tobacco and Firearms (ATF) to transport/store breacher explosives. The SRT equipment is currently in a standard sized vehicle that upon deployment would not easily maneuver the stadium or crowds of attendees; the team would be required to go to the vehicle to retrieve the required equipment extending response time. The vehicle may also be deployed to City issues and the equipment would not be readily available for use. The SRT does not currently have a dedicated vehicle. Purchase of a vehicle would allow the SRT to mobilize needed equipment and will reduce response time. | 20,000 | 1,000 | 21,000 |
| 5 | Public Safety - Police | 10 | Onsite Conex Storage Locking onsite Conex Storage container to store 3 Police Kawasaki Mules, including the requested EOD and SRT mule purchase. The Conex Storage container will be housed in a parking lot dedicated for police parking with the secured footprint of the Stadium. | 4,000 | 200 | 4,200 |
| 6 | Public Safety - Police | 5 | 2-way CAD/24-7 Link All stadium personnel operate on the 24/7 dispatch system. SCPD and SCFD operate on the CAD system. When public safety personnel are sent on calls, the call must be generated by hand in both systems. This causes extra work for dispatchers, however, more importantly this creates delays in reporting and responses to public safety incidents. A 2-way link would allow both systems to "talk" to each other and automatically create incidents in each other's system. Additionally, without this link, we cannot log officers on which creates an officer safety issue as well as an issue when it comes to management of personnel. This is a carryover from FY2020/21 | 82,000 | 4,100 | 86,100 |

2022 STADIUM AUTHORITY CAPEX REQUEST ITEMS

| Item Number | Item Requested | Life Cycle | Description | Cost | Contingency | *FY22 Budget |
|---|------------------------------|------------|--|-------------------|----------------|-------------------|
| 7 | Public Safety - Police | 20 | Pedestrian Safety Fencing Raised fencing is requested for installation on Tasman Drive from Centennial Boulevard to Calle Del Sol. This is approximately 0.4 miles and would be on the VTA/Light Rail tracks. This fencing is required to guarantee the safety of patrons as pedestrians on Tasman Drive. Currently, pedestrians regularly jump temporary construction barriers and cross eastbound Tasman Drive and cross live/active VTA light rail tracks. In addition, during events the traffic flow is reversed and pedestrians will not expect cars coming from that direction. This poses a clear danger for pedestrians and mobile personnel is not always available to prevent this regular attempt by pedestrians. Raised fencing will guarantee this dangerous situation stops. The cost is an estimate based on the Fencing on Tasman project. This is a FY2019/20 carryover. | 100,000 | 5,000 | 105,000 |
| 8 | Public Safety - Police | 5 | GPS Software for Tracking Personnel Live tracking of law enforcement personnel is critical in providing an accurate picture of public safety coverage. This technology and software will allow the Command Post to know where our personnel are at all times and make necessary assignment adjustments on the go. It is desired that the software also be capable of retaining data for historical analysis. The ask of \$25,000 is the initial purchase price for approximately 100 devices and the software. There is a monthly operating cost of \$30/month each; \$36,000 total annually. This is a FY2019/20 carryover | 25,000 | 1,250 | 26,250 |
| 9 | Public Safety - Police | 20 | Fencing on Tasman & Lafayette Fencing to prevent stadium event pedestrian traffic from crossing unsafely between Lafayette St. and the Tasman St. overcrossing. This is a FY2019/20 carryover. | 70,000 | 3,500 | 73,500 |
| 10 | Public Safety - Police | 5 | Radios New radios are required for equipping additional staff in our public safety deployment. Personnel will continue to use these specific radios for varied public safety responsibilities. These radios allow for communication to the command post and between public safety partners working our events. Without these critical radios personnel would not be able to function in their capacity and as expected to provide public safety services including emergency response. The department is currently waiting on Silicon Valley Regional Interoperability Authority to upgrade their radio infrastructure to complete these new radio purchases. There is a yearly operating cost; requesting quote. This is a carryover from FY2020/21. | 79,000 | 3,950 | 82,950 |
| 11 | Public Safety - Police | 5 | Radio Chargers Our radio equipment is critical and, therefore, their serviceability must be maintained. Each new radio will require a charging port. These three charging stations each have a 6-radio capacity and three are needed to maintain radios at their peak power and usability. Having these three charging stations will ensure all radios are ready for use by public safety without the risk of personnel being without this crucial equipment in a functional state. This is a carryover from FY2020/21. | 3,000 | 150 | 3,150 |
| 12 | Public Safety - Police | 5 | Dispatch Monitors Our public safety dispatchers utilize several screens at their work stations in order to facilitate their duties. The necessary upgrading of our latest public safety communications center's CAD and associated software will require additional screen area to effectively manage the new information. These 16 replacement 22" larger monitors are needed to optimize the use and intended application of the latest public safety dispatching software. The larger screens are required to view the additional windows from the CAD system and are expected to last 5 years. The prior monitors were purchased 6 years ago and are 19" monitors. The cost includes estimated installation for 3 workstations. | 8,000 | 400 | 8,400 |
| 13 | Public Safety - Police | 5 | Staff Scheduling Software The Stadium requires Special Event Officers (SEOs) to operate safely. Notifying and communicating with our SEOs is critical in properly planning our staffing needs. We currently use an out of date version of "Game Day Staffing". This is a FY2019/20 carryover. | 16,250 | 813 | 17,063 |
| 14 | Public Safety - Public Works | 10 | Street Signage This item was brought before the SCSA Board and approved in the 2017/18 budget. Working with the Dept. of Public Works, the Executive Director's office and the Chief of Police's office to identify appropriate locations on surrounding city streets (Great America Parkway, Tasman Drive, etc.) to place signage to better protect, inform and serve patrons visiting Levi's® Stadium, non-event day traffic, community event advisories and emergency public safety and traffic advisories. | 1,000,000 | 50,000 | 1,050,000 |
| Total - 2022 Public Safety Carryover Capex Request Items | | | | 1,552,250 | 77,613 | 1,629,863 |
| Total - 2022 Stadium Authority New Capex Request Items | | | | 7,992,000 | 399,600 | 8,391,600 |
| Total - 2022 Public Safety New Capex Request Items | | | | 959,426 | 47,971 | 1,007,397 |
| Total - 2022 Stadium Authority Carryover Capex Request Items | | | | 8,751,191 | 437,560 | 9,188,751 |
| Total - 2022 Public Safety Carryover Capex Request Items | | | | 1,552,250 | 77,613 | 1,629,863 |
| Total - 2022 Stadium Authority Capex Request Items | | | | 19,254,867 | 962,743 | 20,217,610 |

*Assumes that if any projected FY21 expenses are not incurred or paid out by 3/31/2022, they will be carried forward into the 2022 budget.

Stadium Authority 5 Year Capital Improvement Detail through Fiscal Year 2026/27 (CONFIDENTIAL)
DRAFT

| PROJECT DESCRIPTION | COST | LIFE CYCLE | PROJECT TYPE | YEAR |
|--|---------|------------|--------------------|------|
| Crestron Control & Building Operating Systems Upgrade | 3,810 | 3 | Audio/Visual | 2022 |
| 200 C4 Elevator Door Reconfiguration | 20,000 | 10 | Vertical Transport | 2022 |
| Security - (24/7 Gate C Employee Check In Booth) | 25,000 | 5 | Security | 2022 |
| Security - (North East Lobby Security Checkpoint Enhancements) | 30,000 | 5 | Security | 2022 |
| Bridge - Pedestrian | 30,000 | 5 | Site | 2022 |
| Broadcast Booth Power | 16,190 | 5 | Electrical | 2022 |
| ALC Graphic Upgrades | 27,619 | 3 | General Building | 2022 |
| Software Upgrade to Genetec 5.8 | 35,000 | 5 | Security | 2022 |
| Video Analytics | 35,000 | 5 | Security | 2022 |
| Parking Lot Camera Upgrades | 40,000 | 5 | Security | 2022 |
| Stadium Event Power Upgrades and Switchgear Electrical | 35,238 | 5 | Site | 2022 |
| License Plate Reader at Vehicle Entry Gates | 45,000 | 5 | Security | 2022 |
| Concession Cart Cabling for Portable Carts | 50,000 | 3 | Electrical | 2022 |
| Beverage Distribution System | 50,000 | 5 | Food and Beverage | 2022 |
| Cooling Towers | 43,810 | 5 | HVAC/Mechanical | 2022 |
| Security - (Electrical / Data Distribution Expansion - Security Screening Locations) | 50,000 | 5 | Security | 2022 |
| Smoke Evac System - (Smoke Curtain Replacement) | 50,000 | 5 | Life Safety/Fire | 2022 |
| Drone Detection | 55,000 | 5 | Security | 2022 |
| Command Post Communications Equipment | 58,000 | 3 | General Building | 2022 |
| Security - (Security Control Situation Room Enhancements) | 62,000 | 5 | Security | 2022 |
| Guest Services Booths | 70,000 | 5 | FF&E | 2022 |
| Additional Gate and Fence at Gate D | 75,000 | 10 | General Building | 2022 |
| Stationary Electric pressure Washers | 49,524 | 5 | Site | 2022 |
| Financial Management System | 75,000 | 5 | IT | 2022 |
| Card Reader Install for North & South Camera Booths | 84,000 | 3 | Security | 2022 |
| Club Space Flooring | 85,000 | 5 | General Building | 2022 |
| Miscellaneous | 100,000 | 1 | General Building | 2022 |

Stadium Authority 5 Year Capital Improvement Detail through Fiscal Year 2026/27 (CONFIDENTIAL)
DRAFT

| PROJECT DESCRIPTION | COST | LIFE CYCLE | PROJECT TYPE | YEAR |
|---|-----------|------------|-------------------|------|
| Overhead Doors/roll ups Motors/sensors/tracks etc. | 100,000 | 10 | General Building | 2022 |
| Plumbing | 87,619 | 5 | Plumbing | 2022 |
| Miscellaneous | 100,000 | 1 | General Building | 2022 |
| Private Lactation Spaces | 120,000 | 10 | Site | 2022 |
| Bowl Camera Upgrade/Refurbish | 135,000 | 5 | Security | 2022 |
| Stadium Event Signage | 138,000 | 3 | General Building | 2022 |
| Variable Frequency Drive(s) | 126,667 | 5 | HVAC/Mechanical | 2022 |
| Security Fencing - Main Lot | 150,000 | 5 | Site | 2022 |
| Concrete (Sidewalk, Steps, etc.) major repairs and replacements | 150,000 | 5 | Site | 2022 |
| Asphalt - Slurry coat - seal and stripe all parking lots | 170,952 | 5 | Site | 2022 |
| CO2 Monitoring & Sensors for Code Compliance | 192,381 | 5 | Food and Beverage | 2022 |
| Distribution - High Voltage - PMSG CPT, Battery and 12KV Breakers | 200,000 | 15 | Electrical | 2022 |
| Site (LED Retrofit Project - Exterior Luminaire Light Fixtures - Gold 4, 5, Bill Walsh Way and other Perimeter Lighting Improvements) | 200,000 | 10 | Site | 2022 |
| Enhanced Stadium Security Access Control | 235,000 | 5 | Security | 2022 |
| Security - (Mobile Pop Up CCTV Trailers) | 235,000 | 5 | Security | 2022 |
| Updated Stadium Wayfinding Signage | 250,000 | 5 | General Building | 2022 |
| Install VFD Units on KX Fans for Soft Start Capabilities | 266,667 | 10 | HVAC/Mechanical | 2022 |
| Site - Perimeter Enhancements | 300,000 | 10 | Site | 2022 |
| Enhanced Stadium Security Coverage | 330,000 | 5 | Security | 2022 |
| Field Turf Track Replacement | 325,714 | 5 | General Building | 2022 |
| Main Kitchen Equipment | 350,000 | 5 | Food and Beverage | 2022 |
| Women's Locker Room | 353,333 | 10 | General Building | 2022 |
| Levi's Naming Rights Existing Signage Lighting and Driver Repair | 400,000 | 5 | General Building | 2022 |
| Distribution - High Voltage (PSG 12 KV Electrical Power Study, Assessment and Replacement at Quad Substations) | 400,000 | 5 | Electrical | 2022 |
| Radio Booth Cabling | 562,857 | 10 | Audio/Visual | 2022 |
| Santa Clara Public Safety Equipment | 2,511,676 | 5-10 | Public Safety | 2022 |
| Levi's Naming Rights Signage Refurbishment | 1,200,000 | 5 | General Building | 2022 |

Stadium Authority 5 Year Capital Improvement Detail through Fiscal Year 2026/27 (CONFIDENTIAL)
DRAFT

| PROJECT DESCRIPTION | COST | LIFE CYCLE | PROJECT TYPE | YEAR |
|--|-----------|------------|------------------|------|
| Replace Furniture for BNY Field Clubs, United, Levi's 501, & Yahoo Clubs | 1,543,810 | 5 | FF&E | 2022 |
| Aesthetic Improvements - General areas /coatings main decks (Seating Bowl) | 2,450,000 | 5 | General Building | 2022 |
| Aesthetic Improvements - Premium Areas / Special Event Spaces | 1,000,000 | 5 | General Building | 2022 |
| New Seating Stadium Wide - Padded Club Seats Only | 3,370,000 | 10 | General Building | 2022 |
| Purchase NE & NW and install of Permanent Tunnel Signage | 8,000 | 2 | General Building | 2023 |
| Stadium Field Event Emergency Exit – Tunnel Awning Signage | 30,000 | 3 | General Building | 2023 |
| Slip and Fall Protection – South, Northeast, and Northwest Field Tunnels | 30,000 | 2 | FF&E | 2023 |
| Plumbing Fixtures | 50,000 | 5 | Plumbing | 2023 |
| Heat Exchanger | 50,000 | 5 | HVAC/Mechanical | 2023 |
| HVAC | 100,000 | 5 | HVAC/Mechanical | 2023 |
| Plumbing | 100,000 | 5 | Plumbing | 2023 |
| Bridge - Pedestrian - Reseal walkways and Paint Bridges | 100,000 | 5 | Site | 2023 |
| Miscellaneous | 100,000 | 1 | General Building | 2023 |
| A/V - Renewal and Replacement | 100,000 | 10 | Audio/Visual | 2023 |
| Santa Clara Public Safety Equipment | 384,341 | 2-10 | Public Safety | 2023 |
| Distribution - High Voltage (480V Electrical Power Study, Assessment and Replacement- Phase 1) | 300,000 | 5 | Electrical | 2023 |
| Expansion Joints/Waterproofing /Caulk Joint Replacements | 300,000 | 10 | General Building | 2023 |
| Security - General Allowance | 400,000 | New | Security | 2023 |
| Part 2: Fiber & Low Voltage Cabling Backbone into Radio Booths | 870,000 | 10 | Audio/Visual | 2023 |
| Doors - General (Periodic Replacement) Outdoor issues | 20,000 | 15 | General Building | 2024 |
| Condenser Water Pump(s) | 75,000 | 5 | HVAC/Mechanical | 2024 |
| Building Automation System (upgrade value eng. Items controllers etc.) | 150,000 | 10 | HVAC/Mechanical | 2024 |
| Painting (Structural Steel, Concrete Walls, etc.) White steel - Phase 1 | 250,000 | 10 | General Building | 2024 |
| Santa Clara Public Safety Equipment | 344,510 | 5-10 | Public Safety | 2024 |
| Distribution - High Voltage (480V Electrical Power Study, Assessment and Replacement- Phase 2) | 300,000 | 5 | Electrical | 2024 |
| Expansion Joints/Waterproofing /caulk joint replacements | 300,000 | 10 | General Building | 2024 |
| Security - General Allowance | 400,000 | New | Security | 2024 |

Stadium Authority 5 Year Capital Improvement Detail through Fiscal Year 2026/27 (CONFIDENTIAL)
DRAFT

| PROJECT DESCRIPTION | COST | LIFE CYCLE | PROJECT TYPE | YEAR |
|---|-----------|------------|-------------------|------|
| Field Turf Equipment | 3,000,000 | 10 | General Building | 2024 |
| Lighting System - Fixtures replacement of major outdoor lighting/LED Retrofit/Sports Lights | 3,000,000 | 5 | Electrical | 2024 |
| Credential Machine | 10,000 | 5 | Security | 2025 |
| Santa Clara Public Safety Equipment | 125,010 | 2-5 | Public Safety | 2025 |
| Emergency Generator rebuilds and refurbishing X 2 generators | 25,000 | 20 | Electrical | 2025 |
| Slip and Fall Protection – South, Northeast, and Northwest Field Tunnels | 30,000 | 2 | FF&E | 2025 |
| Remove & Replace Visitor Locker Room Carpeting | 31,669 | 5 | FF&E | 2025 |
| Santa Clara Public Safety Equipment | 114,510 | 3-5 | Public Safety | 2026 |
| Cooling Tower(s) - Fan outdoor harsh environment less life | 75,000 | 5 | HVAC/Mechanical | 2025 |
| Miscellaneous | 100,000 | 1 | General Building | 2025 |
| Walking Route Matting | 150,000 | 5 | General Building | 2025 |
| Distribution - Low Voltage - System upgrades | 200,000 | 10 | Electrical | 2025 |
| Painting (Structural Steel, Concrete Walls, etc.)White steel - Phase 2 | 250,000 | 10 | General Building | 2025 |
| Plumbing Fixtures urinals/sinks/water closets/hose bibs etc. | 300,000 | 5 | Plumbing | 2025 |
| Expansion Joints/Waterproofing /caulk joint replacements | 300,000 | 10 | General Building | 2025 |
| Aesthetic Improvements | 500,000 | 5 | General Building | 2025 |
| Surveillance - Cameras | 500,000 | 10 | Security | 2025 |
| Concession Stand Equip. | 1,200,000 | 5 | Food and Beverage | 2025 |
| Fall Protection System as needed scaffold tower ladders | 10,000 | 10 | Life Safety/Fire | 2026 |
| Irrigation - Exterior minimal recycled water system | 10,000 | 10 | Plumbing | 2026 |
| Emergency Generator rebuilds and refurbishing X 2 generators | 25,000 | 10 | Electrical | 2026 |
| Smoke Evac System custom door motors-tow/bowl/fans devices | 25,000 | 5 | Life Safety/Fire | 2026 |
| Drain Traps (Bowl, Concourse, etc.) exposed | 25,000 | 10 | Plumbing | 2026 |
| Water Treatment Need water softener pre fill Value Eng. Out | 75,000 | 5 | HVAC/Mechanical | 2026 |
| Condenser Water Pump(s) and Motors HVAC smaller units | 100,000 | 5 | HVAC/Mechanical | 2026 |
| Fire Suppression System Novec gas and Pumps/fixtures | 100,000 | 10 | Life Safety/Fire | 2026 |
| Bridge - Pedestrian - Reseal walkways and Paint Bridges | 125,000 | 5 | Site | 2026 |

Stadium Authority 5 Year Capital Improvement Detail through Fiscal Year 2026/27 (CONFIDENTIAL)
DRAFT

| PROJECT DESCRIPTION | COST | LIFE CYCLE | PROJECT TYPE | YEAR |
|---|-----------|------------|--------------------|------|
| Boiler(s) (Retube)Condensing boilers will need 10/15/20 replacements | 150,000 | 10 | HVAC/Mechanical | 2026 |
| Restroom Public refinishing floors and walls | 200,000 | 5 | General Building | 2026 |
| Photoluminescent Tape for Fire and Safety | 200,000 | 5 | Life Safety/Fire | 2026 |
| Surveillance - CCTV System | 250,000 | 5 | Security | 2026 |
| Painting (Structural Steel, Concrete Walls, etc.)White steel - Phase 3 | 250,000 | 10 | General Building | 2026 |
| Restrooms - Fixtures repair as needed unless we remodel | 250,000 | 5 | General Building | 2026 |
| Access Control System/Card Readers | 250,000 | 15 | Security | 2026 |
| Distribution - High Voltage (PMSG Electrical Power Study, Assessment and Replacement) | 300,000 | 5 | Electrical | 2026 |
| Expansion Joints/Waterproofing /caulk joint replacements | 300,000 | 10 | General Building | 2026 |
| Escalator Modernization | 400,000 | 10 | Vertical Transport | 2026 |
| A/V Cabling & Hardware Infrastructure | 500,000 | 10 | Audio/Visual | 2026 |
| Aesthetic Improvements - Premium Areas/Special Event Assets | 1,000,000 | 5 | General Building | 2026 |



2022 Non-NFL Events

Marketing Plan

January 31, 2022

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Executive Summary

In 2021, the Levi's® Stadium Non-NFL Event business actively filled the pipeline for future years' events and hosted events where feasible despite the devastating impact of the pandemic on the in-person events industry. Stadium Manager simultaneously focused on ensuring future event opportunities by reconnecting with past clients and reaching out to new prospects. Additionally, Stadium Manager ensured the future of Public Events by hiring the Head of Public Events.

Looking ahead, Stadium Manager will take advantage of the return of in-person events to add to the already strong existing customer base. In order to successfully execute on this strategy, the Stadium Manager will focus on the following key initiatives:

- Building relationships through proactive outreach, strategic networking, and hosting prospecting events
- Generate sales campaigns and advertising opportunities including both organic assets and third party partners
- Fully staffed sales and event management teams to drive revenue opportunities and provide the highest level of client service and guest satisfaction

Stadium Manager's strategy requires flexibility and contingency planning to accommodate for potential setbacks caused by the pandemic or in relation to the pandemic. With the right talent in place and the foundation of strong industry relationships and partnerships across Santa Clara with the Santa Clara Convention Center, Great America, hotels and more, Stadium Manager will be positioned to take advantage of increased event opportunities and drive revenue to the Non-NFL Events business.

Levi's Stadium Definitions and Profiles:

The venue's Non-NFL Event business is comprised of two over-arching event categories: Public Events and Special Events.

Public Events are stadium-wide, ticketed events open to the public. The Stadium has successfully executed a variety of different events that have brought greater fandom and economic impact to the local market. Spanning numerous leagues, sports, and attractions, Public Events have helped establish Levi's Stadium as an iconic venue. These high-profile events keep Levi's Stadium in the limelight, which is a significant factor in driving the Special Events category of the Non-NFL Event business.

Special Events are private, usually non-ticketed and exclusive events, subject to the event's nature and the client's objectives. These events span a wide range, from weddings to corporate anniversaries, charitable fundraisers, and conferences, and make up the vast majority of the venue's event calendar. The Special Events sales pipeline is driven primarily by relationships formed with local companies, as well as our reputation and established experience in hosting a variety of events, and the luster of hosting at a venue known for hosting such high-profile events as 49ers games, Super Bowl, COPA America, NHL Outdoor Stadium Series, Wrestlemania, and famous artists' concerts. Therefore, we are not only focused on the immediate health and profitability of our business, but also the connections we create with clients and opportunities to innovate the venue's guest experience.

Levi's Stadium Special Events

Looking Back:

After a year that annihilated the events industry, 2021 saw continued challenges due to government regulations and the waves of Delta and Omicron variants of Covid-19. After a high rate of staff turnover due to furloughs and departures for personal and professional reasons, the Special Events team went from seven to three team members by June of 2021. Additionally, client engagement and sales activity slowed down due to continued concerns about COVID-19 and when the stadium might reopen for Special Events. The Special Events team continued to actively engage with prospects through direct outreach and marketing campaigns, which included email blasts and social media posts. After nearly 17 months of being closed to Special Events, the stadium reopened in July for a wedding proposal and a celebration of life event. The Special Events team was very excited for the return of business and began to prepare for the upcoming fall/holiday season, understanding the calendar might look a bit different than prior years. Unfortunately, just as leads were picking up, the Delta variant began to spread around California. Although some clients decided to postpone events all-together, others were determined to host an event and postponed by only a couple months. What followed was a roller-coaster ride of event leads and bookings. Once business picked back up and hopes were high, Omicron variant became the concern and events were postponed again. Even with the limitations and setbacks, the Special Events team was able to successfully host nine in-person events in 2021 which was a huge win. Client feedback was positive, with an average score of 4.7 out of 5 for overall experience, and guests were able to enjoy the hospitality and unique features of Levi's Stadium once again.

2021 Goals

1. Rebook Cancelled or Lost Business due to Coronavirus

At the start of the year, one of the goals for the Special Events team was to focus on the cancelled/lost business from the previous year. When the 2021 Marketing Plan was coming together, there was a certain level of optimism that the Meetings and Events industry might return by late spring. The sales team continued to remain informed on state and local guidelines and make adjustments to outreach and communication accordingly. In July 2021, Levi's Stadium reopened its doors to the first in-person event since February 2020. Although it was an exciting time for the stadium, the return to hosting special events was slower than expected. The continued concern around the health and safety of event attendees, as well as the COVID-19 variants that circulated in the later part of the year, deterred many clients from signing event agreements in 2021. In addition, most offices in Silicon Valley were closed as employees were encouraged to work from home when possible and not meet in large groups.

The Special Events Sales Team worked closely with clients who decided to cancel their events in 2020 to try and rebook them in 2021. Given the circumstances, most clients deferred conversations to 2022, however a handful did rebook within the 2021 fiscal year including a large non-profit gala, an association event, a high school winter formal and a corporate reception. In addition to the events that rebooked, the Sales Team has remained in conversation with prospective clients that were categorized as "lost business" in 2020. Of the 15 qualified leads on the 2020 "lost business" list, five proposals were sent out for events in 2021 and 2022. Ultimately those clients decided to wait until 2022 to host their events.

2. Utilize Marketing Budget to Regenerate Active Event Pipeline

Given all the challenges of selling and operating in-person events during a global pandemic, the Special Events team made sure to utilize both internal and external resources to continue to market the stadium as a first-class event venue. This consistent output of creative marketing content, combined with strategic third party ad placements and active involvement in the local meetings and events industry, generated a strong pipeline of leads and interest from prospective clients.

Digital Advertising

In addition to internal marketing through e-mail blasts and social media posts, the Special Events department worked with two event industry media outlets to help promote events at Levi's Stadium through email advertising.

The first is the Silicon Valley Business Journal (SVBJ), a valuable resource due to its strong database of Silicon Valley and Bay Area business. Given that a majority of the Special Events business comes from the South Bay, SVBJ is an effective way to connect with companies and event planners most likely to book events in Santa Clara.

The second is Unique Venues, a marketing organization committed to bringing together one-of-a-kind event venues with meeting planners who are looking for something new. It represents thousands of non-traditional properties throughout the United States and Canada for a variety of both traditional and nontraditional events. Event venue types include stadiums and arenas, colleges and universities, conference and business centers, and historical venues. Unique Venues offers a multitude of marketing products including a magazine, website, lead generation marketing, as well as educational conferences and resources. By working with Unique Venues, the Special Events sales team was able to connect with both the national database as well as the west coast database through two separate email advertisements. In addition to the email advertisements, Unique Venues included an upgraded venue listing page on their website for Levi's Stadium.

Client/Prospecting Events

Each year, the Special Events team hosts an event at the stadium for past, present and prospective clients and industry partners. The goal of hosting the event in 2021 was to provide an opportunity for the sales team to reconnect with meeting and event planners, discuss the future of events in a post-COVID environment and provide an opportunity for networking. Due to the challenges brought on by the ongoing pandemic and budget restraints, this event was postponed. The sales team will plan to host a similar event in 2022 which is mentioned below in the "Looking Forward" section.

While the sales team prepared for the Stadium to reopen and in-person meetings and events to return, they launched a "Reconnect Over Coffee" campaign. Invitations for a virtual coffee meeting were sent out to prospective clients and when an invitation was accepted, a coffee gift card was sent to the prospect. Of the 3,802 emails sent to prospective clients, 917 emails were opened with 169 unique clicks (number of clicks within the email.) From this campaign, 57 clients requested a meeting to discuss event opportunities and from those meetings, the sales team received four requests for proposals (RFPs) which resulted in one booked event. The entire campaign cost just under \$600 and resulted in 200K of booked gross revenue. The prospects from this campaign will remain on the sales team's outreach list for 2022 for follow up communication and check-ins.



Sales Events/Tradeshows

In October, the sales team attended All Things Meetings which is an events industry networking program that hosts approximately 300 qualified Bay Area and Silicon Valley event planners, corporate event professionals, and destination marketing professionals. There are also over 150 event venues and service providers that exhibit at All Things Meetings. The event draws qualified planners and event professionals interested in hosting events that fit the Levi's Stadium venue model and budget. By participating in All Things Meetings, the Special Events Sales team is given access to the event invitation list, which includes over 500 event planners. The in-person event allows the sales team to meet and interact with clients face to face, set follow-up meetings and calls and address a client's event needs on the spot.

In November 2021, the Senior Manager of Event Sales and Business Development attended IMEX America in Las Vegas, Nevada. IMEX America brings together a large cross-section of the global and U.S. business events community, providing the traditional exhibition hall, networking events, and educational courses, along with the hosted buyer program which matches event planners with event suppliers based on prerequisites provided by the planner. This year's conference welcomed over 10,000 participants. Attending this event, provided the sales team with valuable face-to-face time with both local and national planners and industry partners. This included meetings with various Convention & Visitors Bureaus (CVBs), Destination Management Companies (DMCs), and other comparable venues in California and nationally. In the weeks following IMEX, the sales team received three leads from a client contact made at the conference. The Special Events Sales team is looking forward to returning to IMEX America next year as the meetings and events industry continues to rebound.

Swag/Gifts

Each year the sales team budgets for swag that can be handed out at sales networking events, tradeshow and conferences and given to clients during site visits. Branded swag or “giveaways” is considered an industry standard at networking events and tradeshow as well as site visits and some business meetings, adding value and increasing brand awareness. Most event planners and industry professionals look forward to receiving swag and are especially excited to receive items with popular branding like the Forty Niners logo. The Special Events team typically utilizes a combination of Forty Niners branded items and Levi’s Stadium Special Events branded items. Examples of past Levi’s Stadium Special Events branded items include pens, notebooks, lip balm, hand sanitizer, clear tote bags and clear fanny packs. Due to the reduced number of in-person networking events and lower attendance rates, the sales team was able to utilize past inventory and extra Forty Niners swag that is provided for free by the Forty Niners.

During the holidays, the Special Events team sent candy gift boxes to existing clients and prospective clients. The candy box was sent as an email notification and when the client/prospect claimed the gift, they were able to select their own candy options and enter their address of choice for delivery. Clients responded with delight and gratitude and commented on the unique gift idea writing it was “so fun and special” and “Thanks so much for thinking of me. Hope to plan an event with you soon!”.

3. Partnership with the Santa Clara Destination Marketing Organization

At the start of 2021, the Director of Special Events joined the Santa Clara Destination Marketing Organization (DMO) Board of Directors. The goal of this partnership is to help rebuild and develop the DMO business in Santa Clara, with a focus on large city wide event bookings. With this role, Stadium Manager is actively involved in discussions and actions related to selling and marketing Santa Clara as an event destination. It also supports the Santa Clara Convention Center (SCCC) and the Santa Clara Tourism Improvement District (TID) by providing stadium sales collateral and client access when requested. In addition to these contributions, the Director of Special Events currently holds the position of Vice-Chair and participates in multiple board committees. Outside of the role and responsibility of the board position, the Director of Special Events understands the importance of this organization’s success to the longevity of the meetings and events business in Santa Clara. Stadium Manager looks forward to continuing this partnership and providing a valuable resource to the city as an incentive to bring large events to Santa Clara.

2021 Key Wins/Strengths

Booked and Actualized Revenue - With all of the challenges and unknowns that were ahead of the sales team at the start of 2021, one of the major wins for this year was booked and actualized revenue. At the start of the year, the sales team was unsure when the stadium would re-open for private events and when clients would feel comfortable hosting in-person events again. With a handful of postponed events from 2020, the team began to rebuild the pipeline from the ground up. The first achievement was booking the events since many clients were hesitant to commit given the circumstances. After the team was able to book events, the next goal was to actually host the events. Between April and December of 2021, the sales team booked 14 events, two of which were cancelled, one was postponed until March of 2022 and two were postponed until the following fiscal year. The remaining nine events were successfully executed in the 2021 fiscal year.

Marketing Campaigns – Without the ability to meet in-person for the first half of the year, the sales team came up with a marketing plan to push out creative content to remain top of mind with

prospective clients and event professionals. Consistent communication and timeliness is key when selling an event venue. It's difficult to know when a client will be searching for an event venue so it's imperative that outreach and marketing is consistent and the message is clear. Starting in June, the Special Events Sales team created a monthly email blast centered around a theme relevant to the time of year or current industry trends. The goal of these campaigns was to capture the reader's attention and encourage them to click on the email and engage with the brand through the Special Events website or an event inquiry form. The sales team utilized both free assistance from the Forty Niners, as well as external industry partners to distribute the content. The internal email blasts were sent to past and prospective clients, including the 1,300 prospects added from the 2020 sales campaign. In an effort to amplify the brand to a larger database, the sales team worked with the Silicon Valley Business Journal and Unique Venues to create and execute two email advertisements sent out to each organizations unique client list.

Below is a sample of the campaigns along with the performance data tied to each email blast. As illustrated in the table below, 124,805 emails were delivered and 24,583 emails were opened collectively. The internal and external email blasts are highlighted in different colors to show the variations in data based on the size of the database and distribution source. In comparison to the dedicated email performance averages, provided by the Silicon Valley Business Journal, most of the campaigns performed above average.

Marketing Campaign Data

| Third Party E-Blast/Advertisement | | | | | | | |
|--|------------|------------------|---------------|----------|--------------|-----------|--------|
| Internal E-Blast | | | | | | | |
| Campaign Name | Date | Emails Delivered | Emails Opened | % Opened | Clicks | % Clicked | CTOR* |
| Welcome Back (SVBJ) | 6/1/2021 | 31,887 | 5,541 | 17.38% | 100 | 0.31% | 1.80% |
| Welcome Back | 6/16/2021 | 3,958 | 1,162 | 29.36% | 141 | 3.56% | 12.13% |
| Think Outside the Ballroom | 7/10/2021 | 3,858 | 1,017 | 26.36% | 122 | 3.16% | 12.00% |
| Pepsi Deck Movie Night | 8/17/2021 | 4,060 | 1,198 | 29.51% | 283 | 6.97% | 23.62% |
| Holiday - Pop the Cork (SVBJ) | 9/2/2021 | 30,834 | 5,377 | 17.44% | 72 | 0.23% | 1.34% |
| Holiday - Pop the Cork | 9/14/2021 | 3,983 | 939 | 23.58% | 111 | 2.79% | 11.82% |
| Unique Venues Introduction - National | 10/8/2021 | 33,909 | 5,971 | 17.61% | 2029 | 5.98% | 33.98% |
| Unique Venues Holiday - West Coast | 10/15/2021 | 4,318 | 1,320 | 30.57% | 186 | 4.31% | 14.09% |
| Holiday Party Check List | 10/14/2021 | 3,936 | 924 | 23.48% | 115 | 2.92% | 12.45% |
| <i>November - Client Holiday Gift Sent Out</i> | | | | | | | |
| 2022 Sales Kickoff | 12/7/2021 | 4,062 | 1,134 | 27.90% | 112 | 2.80% | 9.90% |
| Total | | 124,805 | 24,583 | | 3,271 | | |

Provided by Silicon Valley Business Journal

| Dedicated Email Performance Averages | Average | Ranges |
|---------------------------------------|---------|-------------|
| Unique Open Rate (% Opened) | 17.71% | 7.10-25.80% |
| Unique Click Through Rate (% Clicked) | 0.32% | 0.10-4.10% |
| UniqueClick To Open Rate (CTOR) | 1.78% | 0.10-18.20% |

*Click to Open Rate (CTOR): Compares the number of unique clicks (clicking within the email) to unique opens (number of emails opened.) This number indicates how effective the campaign was and if it generated enough interest for the reader to engage.

LEVI'S® STADIUM SPECIAL EVENTS

A TRADITION OF HOSPITALITY THAT CONTINUES.

Welcome back!

OVERVIEW
Located in the heart of Silicon Valley, Levi's® Stadium is the premier destination to host a wide variety of events. From conventions and trade shows to corporate events, holiday parties, picnics and receptions, Levi's® Stadium has a unique selection of large outdoor and indoor spaces to create your one-of-a-kind event in a world-class sports and entertainment venue.

PLANNERS QUICK VIEW
Capacity: Levi's® Stadium features event spaces to host from 10 to 50,000 guests. Our over 18 spaces are well-known for both the large indoor club options and our beautiful outdoor plaza, decks and the field.

Food & Beverage: Food and beverage is provided by Levy Restaurants. Our Levy culinary team is ready to get creative to customize your perfect menu.

Enhancements: From our stadium video boards and a visit from Soundough Sam to a photo opportunity with the Super Bowl trophies or stadium tours, Levi's® Stadium Special Events provide experiences to upgrade your guest experiences.

Explore: Visit our website to view a 360° tour of our spaces.

FOR INFORMATION, CONTACT
levistadium.com/special-events
408.579.4433

TELL ME MORE

LEVI'S® STADIUM SPECIAL EVENTS

THINK OUTSIDE THE BALLROOM

TAKE YOUR EVENTS OUTSIDE AT LEVI'S® STADIUM

Nothing can replicate the stunning stadium views from our large flexible outdoor spaces.

- + Dine al fresco on the rooftop garden
- + Celebrate with a corporate movie night
- + Host an executive dinner on the field

Our Levi's® Stadium Special Events team is here to answer your questions and assist in event planning.

LEARN MORE

LEVI'S® STADIUM SPECIAL EVENTS

Let your holiday party bubble over with joy!

Book your holiday event at Levi's® Stadium by October 15th and receive a complimentary glass of sparkling wine for your guests upon arrival.

The Levi's® Stadium Special Events Team is here to assist you with all of your event needs.

For more information:
POP THE CORK!

THINK OUTSIDE THE BALLROOM

MOVIE

NIGHT AT LEVI'S® STADIUM

Grab some popcorn and enjoy a private movie night atop Levi's® Stadium outdoor Pepsi Fan Deck!

SELECT YOUR MOVIE
SELECT YOUR MENU
VIEW MOVIE ON THE SOUTH VIDEO BOARD
CUSTOM BRANDED ENHANCEMENTS AVAILABLE

Your Levi's® Stadium Special Events Team is here to assist in responsible planning.

PLAN MY MOVIE!

LEVI'S® STADIUM SPECIAL EVENTS

BOOK YOUR COMPANY HOLIDAY PARTY!

- ✓ BOOK ONE OF LEVI'S® STADIUM SPECIAL EVENTS 18 PRIVATE EVENT SPACES.
- ✓ CHOOSE OR DESIGN A MENU FROM OUR IN-HOUSE CATERER LEVY RESTAURANTS.
- ✓ SOURCE ENTERTAINMENT, DÉCOR, AND FLORALS THROUGH A LEVI'S® STADIUM EVENT MANAGER.
- ✓ SHOP FOR A NEW HOLIDAY OUTFIT FOR THE PARTY.
- ✓ SHOW UP TO THE EVENT RELAXED AND LOOKING FIERCE THANKS TO LEVI'S® STADIUM SPECIAL EVENTS!

DECEMBER AND JANUARY DATES AVAILABLE

I'M INTERESTED!

LEVI'S® STADIUM SPECIAL EVENTS

GET READY FOR SALES KICKOFF 2022!

MOTIVATE. INSPIRE. CELEBRATE. AT LEVI'S® STADIUM

- PLAN FOR YOUR SUCCESS IN ONE OF OUR 18 PRIVATE EVENT SPACES
- IN-HOUSE AUDIO VISUAL FOR YOUR PROGRAMING NEEDS.
- CUSTOM MENUS PROVIDED BY LEVY RESTAURANTS
- 49ERS ENHANCEMENTS AVAILABLE FOR A FUN & ENGAGING EXPERIENCE.

Department Structure/New Hires –In the first half of 2021, the Special Events team experienced turnover with 4 team members leaving the team due to personal and professional reasons. This included staff that was furloughed in 2020 as well as staff that left for job opportunities in other states where the event industry was less impacted. Although it was tough to lose the team members, it also provided a unique opportunity to rebuild the Event Sales and Event Management team. In August, an Event Manager was hired to plan and execute booked events and assist the sales team as needed during the proposal and sales development period. This person joined the team with 14 years of event management and venue operations experience including venues managed by Caesars Entertainment and Live Nation Entertainment Inc. She has quickly learned how to navigate the unique features of a stadium and help clients build value through event activations and on-of-a-kind experiences. In October, a Sales Manager was hired to support the returning events business and continue to build a strong pipeline with outbound sales and networking efforts. This person came from the destination management sector and is very familiar with the Bay Area and the South Bay specifically.

Strong Client Survey Scores – If clients and guests are not satisfied with their experience, the business will not growth and thrive. As a part of the standard operating procedures, the sales team sends a post-event survey to each client after the event. The purpose of this survey is to gather feedback related to the sales, planning, and event execution process and provide clients with an opportunity to score their experience working with the stadium staff. Of the seven survey responses collected from nine clients, six out of seven scored the overall experience a “5 out of 5.” From the sales process, to event planning and management, all the way through to event day execution, the Levi’s Stadium Special Events team considers customer service to be paramount to the success of the business. Positive feedback is celebrated and constructive feedback is presented back to the team to improve on for the next event. Hosting a successful event is a team effort and requires collaboration, communication and strong relationships between all supporting departments and third party partners.

Looking Forward:

1. Fully Staffed Department

In 2021 the Special Events team was focused on returning to in-person events and rebuilding the sales pipeline. This process took longer than expected with a few setbacks along the way tied to COVID-19 and its variants. That being said, the stadium successfully executed nine private events in 2021 and has seven booked events already on the calendar for the 2022 fiscal year, along with a strong list of prospects. If the health and safety concerns related to COVID-19 do not spike again and the local government continues to allow in-person events, the Special Events sales team expects leads to increase resulting in more booked events. Given this scenario, it’s likely that late spring and summer will become a popular time for companies to return to in-person events and take advantage of the weather and utilizing outdoor event spaces. If this is the case, the Stadium Manager plans to hire up to three additional staff to support the Special Events business. These positions will be considered as the pace of event sales increases and more events are actualized, requiring additional staff to sell and execute a growing events business.

2. Monthly Sales & Marketing Campaigns

Given the success of the sales and marketing campaigns in 2021, the Special Events team will continue to develop strategic campaigns in 2022. The goal of these campaigns will be to spark curiosity and open up conversations about what’s possible when hosting events at Levi’s Stadium. The team plans to execute one email blast or advertisement each month, utilizing the existing

database in addition to new contacts obtained through outbound sales efforts, industry sponsorships/events and other industry resources. Monthly marketing campaigns will not only keep Levi's Stadium top of mind to its viewers, but also help to educate people on what events can look like at a unique venue like an NFL stadium.

3. Event Industry Partnership

In 2022 the Levi's Stadium Special Events team is looking to partner with an event industry organization on a package that will help amplify the brand, increase prospective leads and ultimately lead to new bookings. An ideal package would include access to events and partnership recognition, online and/or email advertising, access to the event attendee lists (prospect list) in addition to other unique marketing opportunities. Considering the current situation with COVID-19 variants, the goal of this partnership will be to connect with companies that are more likely to host in-person events once it is safe to do so. In the past, the Special Events team has experienced success with industry organizations such as the Admin Awards and Meeting Professionals International Northern California Chapter (MPINCC). The team will continue to research new opportunities to be able find a partnership that will ultimately move the business forward in sales and visibility for the upcoming year and beyond.

4. Client Prospecting & Industry Partner Event

As mentioned above, the Special Events team was not able to host an in-person client and industry partner event in 2021 due to COVID-19. Looking forward to 2022, the team has a goal of hosting at least one in-person client event which would include past and prospective clients, as well as local industry partners. The event will provide an opportunity for clients to experience Levi's Stadium as a private event venue, in addition to its most iconic role as home to the San Francisco 49ers. Many event planners assume a stadium is too large for their event or may not have the space and/or capabilities they require. It's not until they have a chance to speak with the sales team and tour the stadium that they truly understand Levi's Stadium can be utilized like a traditional event venue but with a one-of-a-kind experience. Whether it be the expansive outdoor spaces like the plazas, patios and field area, or the beautifully designed indoor premium club spaces, clients have a variety of options when it comes to event activations at Levi's Stadium.

In addition to educating prospective clients on what Levi's Stadium has to offer, the event will bring together event professionals and industry partners for a valuable opportunity to reconnect and network. As the meetings and events business continues to rebuild and return to the Bay Area, more industry events will be held in-person and Levi's Stadium hopes to be a resource in that aspect. The Special Events team believes the success of Non-NFL Events at Levi's Stadium is not only built around positive client relationships but also strong industry partnerships. When event industry suppliers and vendors work together to find solutions for their clients, everyone wins.

Levi's Stadium Public Events

Looking Back:

Since 2014, Levi's Stadium's Public Events have brought in the world's biggest acts and sporting events, driving revenue and showcasing the venue and City of Santa Clara on the international stage.

In addition to bringing in revenue via tickets, ticketing fees, food and beverage, and merchandise, Public Events also drive the Special Event business, enticing corporate and social clients to book private events at Levi's Stadium based on its popularity and prominence in the sports and entertainment industry. Additionally, these marquee events also drive value for SBL holders, who have committed more than \$500M to Levi's Stadium, and purchased over \$17M in Public Events inventory at the stadium. Priority ticket presale access gives SBL Members a chance to purchase some of the best seating locations and inventory available for many events and shows prior to the general public.

SBL Members have already purchased thousands of tickets, accounting for \$500K in sales, for the two 2022 concerts that went on sale this past Fall.

San Francisco-based Levi Strauss & Co., the owner of the Levi's® brand, is one of the world's largest brand-name apparel companies and a global denim leader. LS&Co. invested in the building of Levi's® Stadium back in 2013, with a 20-year naming rights agreement. As an iconic pop culture brand that has maintained a strong connection to the music industry for more than 60 years, Levi's® derives significant brand value and sponsorship activation opportunities from concerts and other major events at Levi's® Stadium. The planned return of major musical acts to Levi's® Stadium in 2022 will strengthen the relationship with Levi's® as it approaches the midpoint of their partnership agreement with the venue.

The global pandemic decimated the 2020 live entertainment business, with the effects impacting the entire 2021 schedule. In 2022 and 2023 there is an expectation to bring the large scale event business back on track with a robust concert and soccer calendar. The Public Events team will continue to actively engage with all potential partners, promoters, artist agents, booking agents, and sports club/league leadership in order to position Levi's Stadium in a place to host as many of these tours and events as possible.

1. Public Events secured for 2022

The Public Events team was able to successfully secure three large scale concerts, announcing tour stops for Coldplay in May, Red Hot Chili Peppers in July, and an additional artist in August. Coldplay will be the first Public Event to be hosted at Levi's Stadium emerging from the COVID pandemic. All three concert bookings were a testament of the Stadium Manager's dedication and continued outreach to promoters during a time when all live entertainment was halted.

2. Head of Public Events

In order to capitalize on a strong 2022 and beyond it was essential for the Public Events team to hire an executive to oversee this vertical of the business for numerous reasons.

Artist management, tour managers, and promoters were already actively working on tour routing, event holds and negotiations for shows in 2022 and beyond. Promoters were eager to lock in concerts and go on sale as soon as possible to capture pent up consumer demand from the past year and a half. It was

essential that the Stadium Manager had the resources in place to be responsive and proactive in our communications and engagements with these parties.

Outreach and daily contact is another imperative component to the booking process. We must stay top of mind with these parties as they map out their upcoming tours. Additionally, there is a high expectation of quick and instant responses when promoters are in need of additional information regarding calendar availability, expense estimates, agreement and term negotiations, and ticket information. With a busy slate of inquiries already in play, the ability to balance the requests and expectations of promoters would have been difficult without the proper resources and this position in place.

The Stadium Manager was successful in staffing a Head of Public Events who lives and works exclusively within the Public Events space. This key executive position now runs Public Events from start-to-finish, from sourcing to settlement. This executive balances their time between promoter interactions for booked and prospective events, and communications with all internal parties.

Hiring this role was essential in capitalizing on abundant opportunities for the 2022 calendar and beyond. With more events and tours in the works than ever before, it was essential that we were properly staffed in a manner that allows us to not only fill up the calendar, but also fully evaluate, sell, and market each event properly.

The individual hired into the role provides a notable background in the event industry from both the private and public event sector. Experiences range from developing strong relationships with promoters to negotiating and booking public events in pavilions, arenas, and stadiums across various markets. The Head of Public Events previously booked private events at Levi's Stadium and comes with exceptional internal relationships and a thorough understanding of Levi's Stadium Special Events.

3. Proactive outreach based on travel and entertainment budget approval

The Public Events team was able to begin proactive outreach to promoters and schedule in-person meetings based on the approval of a proposed travel and entertainment budget. These in-person touch points are crucial to the growth of the Public Events business and building relationships with key decision makers within the industry.

Immediately following the approved budget, the Head of Public Events attended the Leagues Cup Final at Allegiant Stadium where time was spent with the Major League Soccer / Soccer United Marketing team. Cultivating this existing relationship was influential to the continued partnership, as Levi's Stadium is now a top contender for upcoming high profile international soccer matches.

The Head of Public Events also attended the VenuesNow Conference in Seattle. VenuesNow brought together the leaders, influencers, and visionaries that help create a positive disruption in the sports and live entertainment venue industry. A majority of the attendees held the title of Director or above and represented various sectors of the business. Attendance at this conference was used as a key networking opportunity to cultivate relationships within the live entertainment industry. The relationships built at VenuesNow have been leveraged into expanding on promoters' interest in booking events at Levi's Stadium.

Upon the approved travel and entertainment budget outside of conferences, The Head of Public Events was also able to secure three consecutive days of meetings in Chicago with multiple promoters and Tour Directors from Live Nation and AEG, all of which are looking at Levi's Stadium for potential shows in 2022, 2023 and beyond.

Looking Forward:

1. Continued proactive outreach, networking and relationship building

In order to maintain the success of the Public Events business, it is necessary to continue to be proactive with networking and relationship building with key players in the live entertainment industry. This includes repeat visits and touch points to promoters that Stadium Manager has an established relationship with, along with developing new relationships with influential decision makers within the industry.

Stadium Manager will look to build upon the budget that was approved in 2021 in order to maintain top of mind and relevant in within the industry and decision makers. This will allow the Public Events team to continue to book in person meeting with top level executives and attend conferences where networking opportunities are prevalent.

Repeat visits and touch points with promoters that currently book event at Levi's Stadium will assist with solidifying and strengthening the existing relationships. Along with continued outreach to promoters Stadium Manager has existing relationships with, we will also layer in outbound meetings with promoters and decision makers who have not held events at Levi's Stadium in the past. Stadium Manager strives to be proactive in looking for new marquee events and revenue generating opportunities to bring to the City of Santa Clara.

Stadium Manager realizes SBL holders have committed more than \$500M to Levi's Stadium and offering the ability to attend Public Events outside of the NFL realm is an indispensable part of what they have purchased. Promoters place a strong value on the ability to market to both the SBL Member list and stadium marketing databases – it is one of the first topics of conversation with new promoters who have not previously worked at Levi's Stadium.

2. Weekday curfew extension

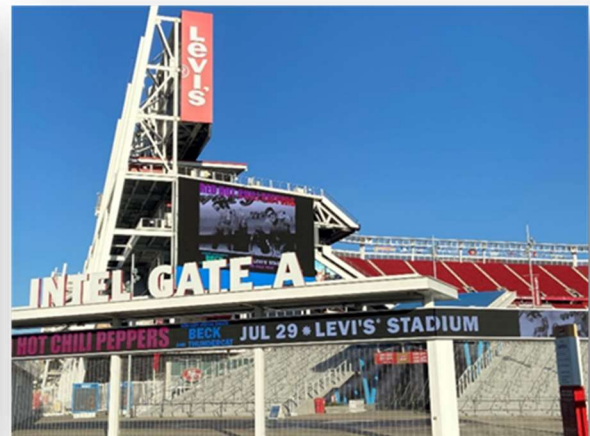
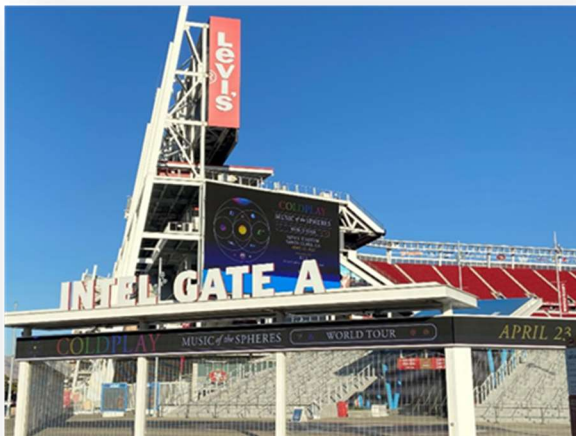
With the new process in place for weekday concerts the Stadium Manager will work diligently with promoters in order to capitalize on tours that were previously unable to make stops at Levi's Stadium due to the need for a weekday calendar date. In previous years the Stadium Manager was forced to pass on artists who could only route shows in the Bay Area during weekdays as the music ban hindered them from playing at Levi's Stadium. The new waiver extension has now opened the door for the Stadium Manager to aggressively and proactively go after mid-week shows. Communicating this change to promoters is essential as promoters were no longer including Levi's Stadium as routing options for weekday shows.

3. Leverage Organic Assets - NFL Event, non-event day promotional opportunities, and organic marketing assets

To help increase popularity, viewership, and demand for Public Events, the Stadium Manager expects to continue promoting Public Events at 49ers home games and utilize non-event day advertising opportunities. While this has been an effective strategy for past Public Events, the Stadium Manager will look to increase and prioritize promoting Public Events at NFL events, with the expectation of increasing a Public Event's

demand while bringing new, diverse audiences to our non-NFL events. Furthermore, the Stadium Manager will increase efforts to capitalize on NFL activities as opportunities to promote upcoming Public Events. These promotions at NFL Events, and on the exterior LED panels on Levi's Stadium, will need to be negotiated with the 49ers, and the costs of the promotions will be borne by Public Events.

Examples of video board rotations visible to daily Tasman foot and vehicle traffic.



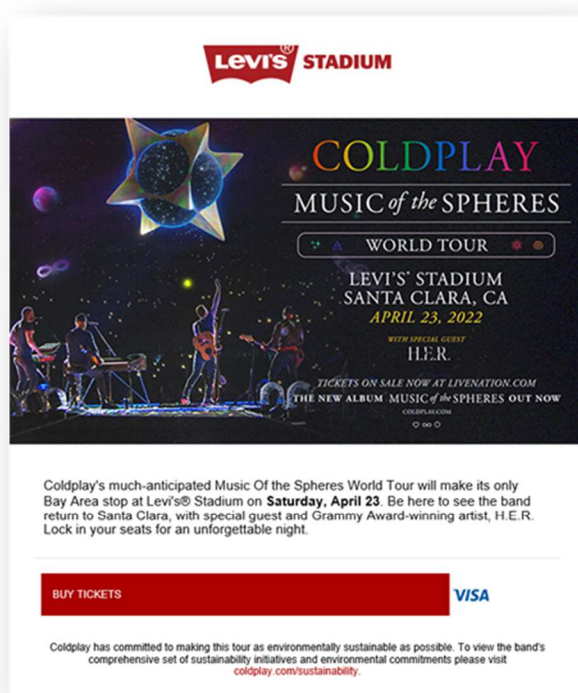
Example of large video board promotions during a 49ers regular season game.



Additionally, Public Events are promoted through a full slate of owned digital channels including creating an event listing page for each event on the levisstadium.com website, and promotion of ticket sales via monthly emails to Levi's Stadium email subscribers. Mobile application push notifications and social media posts will also raise awareness and promote sales and suite/group rentals where applicable.

Examples of promotion of ticket sales via monthly emails to Levi's Stadium email subscribers.

Don't Miss Out on These Upcoming Concerts at Levi's® Stadium



Levi's STADIUM

COLDPLAY
MUSIC of the SPHERES
WORLD TOUR

LEVI'S STADIUM
SANTA CLARA, CA
APRIL 23, 2022

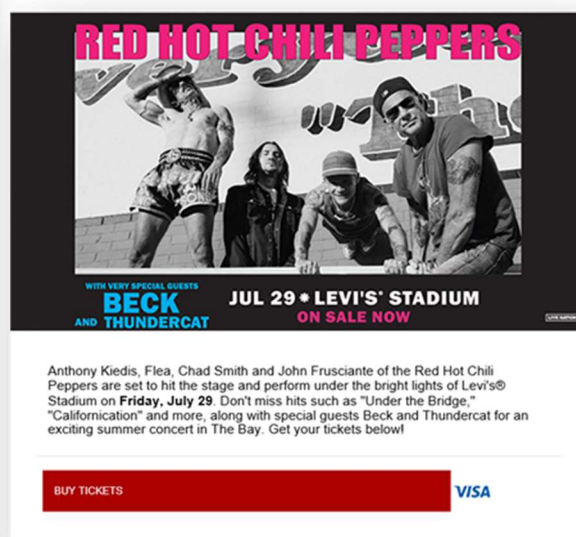
WITH SPECIAL GUEST
H.E.R.

TICKETS ON SALE NOW AT LIVENATION.COM
THE NEW ALBUM MUSIC of the SPHERES OUT NOW
COLDPLAY.COM

Coldplay's much-anticipated Music Of the Spheres World Tour will make its only Bay Area stop at Levi's® Stadium on **Saturday, April 23**. Be here to see the band return to Santa Clara, with special guest and Grammy Award-winning artist, H.E.R. Lock in your seats for an unforgettable night.

BUY TICKETS **VISA**

Coldplay has committed to making this tour as environmentally sustainable as possible. To view the band's comprehensive set of sustainability initiatives and environmental commitments please visit coldplay.com/sustainability.



RED HOT CHILI PEPPERS

WITH VERY SPECIAL GUESTS
BECK AND THUNDERCAT

JUL 29 • LEVI'S STADIUM
ON SALE NOW

Anthony Kiedis, Flea, Chad Smith and John Frusciante of the Red Hot Chili Peppers are set to hit the stage and perform under the bright lights of Levi's® Stadium on **Friday, July 29**. Don't miss hits such as "Under the Bridge," "Californication" and more, along with special guests Beck and Thundercat for an exciting summer concert in The Bay. Get your tickets below!

BUY TICKETS **VISA**

Conclusion

In conclusion, we are confident the Levi's Stadium's Non-NFL Event Marketing Plan has accurately outlined a strategic approach that will continue to drive revenue and attract high-impact events. Continued client outreach, stewardship, intentional marketing initiatives, and collaboration will significantly amplify the future success of the business.

Exhibit 4:

All 45-Day Reports

Non-NFL Event Flash Report
Coldplay: Music of the Spheres Tour
Event Date: 5/15/2022
CONFIDENTIAL

Coldplay
5/15/2022

| Statistical Data | |
|---------------------------|---------|
| Event Type | Concert |
| Tickets Sold | 49,398 |
| Scanned Attendance | 50,308 |
| Patron Parking - Main Lot | 1,253 |
| Patron Parking - Other | 2,598 |
| Total Parking | 3,851 |

Financial Data (see Important Note below)

Revenue (see Important Note below)

| | |
|----------------------|------------------|
| Seating Bowl Revenue | 5,785,644 |
| TM Fees | 485,404 |
| Suite Ticket Revenue | 87,000 |
| F & B Revenue | 345,823 |
| Parking Revenue | 107,920 |
| Facility Fee (\$3) | 148,194 |
| Rent | 225,000 |
| Merchandise | 79,354 |
| Royalties | 29,550 |
| Other Revenue | 7,303 |
| Total Revenue | 7,301,192 |

Expenses (see Important Note below)

| | |
|--------------------------------|------------------|
| Guest Service Representatives | 95,000 |
| Public Safety Cost | 400,000 |
| Security | 190,813 |
| Janitorial / Maintenance | 207,645 |
| Stagehands | 705,846 |
| Other Stadium Operations | 304,963 |
| Equipment Rental | 133,730 |
| Utilities | 20,000 |
| Other Event Day Staff | 87,933 |
| Parking Operations | 140,460 |
| Parking - 3rd Party Lot Rental | 30,633 |
| Credit Card Fees | 1,058 |
| Catering | 66,873 |
| Partner Payments & Guarantee | 4,590,856 |
| Marketing Expense | 5,151 |
| Total Expense | 6,980,961 |

Net Revenue (see Important Note Below) 320,231

Non-NFL Ticket Surcharge 197,592

Net Revenue + Surcharge (see Important Note below) \$ 517,823

Important Note: All Revenue and Expenses presented includes only actual data known to date, but is not complete. Invoices and other expense data are periodically updated as actual amounts become known. As such, the Net profit amounts will change and are not final until all event Revenue and Expenses are known.

Non-NFL Event Flash Report
 Grupo Firme: Enfiestados Y Amanecidos Tour
 Event Date: 7/2/2022
Confidential

Grupo Firme
7/2/2022

| Statistical Data | |
|---------------------------|---------|
| Event Type | Concert |
| Tickets Sold | 30,677 |
| Scanned Attendance | 29,656 |
| Patron Parking - Main Lot | 571 |
| Patron Parking - Other | 1,144 |
| Total Parking | 1,715 |

| Financial Data (see Important Note below) | |
|--|------------------|
| Revenue (see Important Note below) | |
| Seating Bowl Revenue | 4,059,277 |
| TM Fees | 341,179 |
| Suite Ticket Revenue | 35,501 |
| F & B Revenue | 299,733 |
| Parking Revenue | 68,593 |
| Facility Fee (\$7) | 214,739 |
| Rent | 250,000 |
| Merchandise | 6,044 |
| Total Revenue | 5,275,066 |

| | |
|--|------------------|
| Expenses (see Important Note below) | |
| Guest Service Representatives | 130,155 |
| Public Safety Cost | 400,000 |
| Security | 311,875 |
| Janitorial / Maintenance | 140,631 |
| Stagehands | 423,741 |
| Other Stadium Operations | 332,696 |
| Equipment Rental | 174,193 |
| Utilities | 15,000 |
| Other Event Day Staff | 132,769 |
| Parking Operations | 282,414 |
| Parking - 3rd Party Lot Rental | 60,577 |
| Credit Card Fees | 2,268 |
| Catering | 46,040 |
| Partner Payments & Guarantee | 2,095,592 |
| Marketing Expense | 7,350 |
| Total Expense | 4,555,301 |

Net Revenue (see Important Note Below) 719,765

Non-NFL Ticket Surcharge 122,708

Net Revenue + Surcharge (see Important Note below) \$ 842,473

Important Note: All Revenue and Expenses presented includes only actual data known to date, but is not complete. Invoices and other expense data are periodically updated as actual amounts become known. As such, the Net profit amounts will change and are not final until all event Revenue and Expenses are known.

Non-NFL Event Flash Report
Red Hot Chili Peppers: 2022 World Tour
Event Date: 7/29/2022
Confidential

Red Hot Chili Peppers
7/29/2022

| Statistical Data | |
|---------------------------|---------|
| Event Type | Concert |
| Tickets Sold | 45,143 |
| Scanned Attendance | 43,205 |
| Patron Parking - Main Lot | 1,813 |
| Patron Parking - Other | 778 |
| Total Parking | 2,591 |

Financial Data (see Important Note below)

Revenue (see Important Note below)

| | |
|----------------------|------------------|
| Seating Bowl Revenue | 5,838,523 |
| TM Fees | 454,060 |
| Suite Ticket Revenue | 84,780 |
| F & B Revenue | 492,417 |
| Parking Revenue | 103,640 |
| Facility Fee (\$3) | 135,429 |
| Rent | 225,000 |
| Merchandise | 130,579 |
| Royalties | 23,168 |
| Total Revenue | 7,487,595 |

Expenses (see Important Note below)

| | |
|--------------------------------|------------------|
| Guest Service Representatives | 102,529 |
| Public Safety Cost | 400,000 |
| Security | 321,551 |
| Janitorial / Maintenance | 153,337 |
| Stagehands | 368,470 |
| Other Stadium Operations | 367,776 |
| Equipment Rental | 92,929 |
| Utilities | 19,712 |
| Other Event Day Staff | 127,539 |
| Parking Operations | 146,840 |
| Parking - 3rd Party Lot Rental | 31,000 |
| Credit Card Fees | 2,646 |
| Catering | 50,000 |
| Partner Payments & Guarantee | 4,660,019 |
| Marketing Expense | 9,796 |
| Total Expense | 6,854,144 |

Net Revenue (see Important Note Below) 633,452

Non-NFL Ticket Surcharge 180,572

Net Revenue + Surcharge (see Important Note below) \$ 814,024

Important Note: All Revenue and Expenses presented includes only actual data known to date, but is not complete. Invoices and other expense data are periodically updated as actual amounts become known. As such, the Net profit amounts will change and are not final until all event Revenue and Expenses are known.

Exhibit 5:

Hannah Gordon to
Deanna Santana
2021 04 15



April 15, 2021

VIA ELECTRONIC MAIL

Ms. Deanna Santana
Executive Director, Santa Clara Stadium Authority

Dear Ms. Santana:

The San Francisco 49ers have a workplace policy against harassment. It is our responsibility to provide our employees with a healthy work environment free from abusive behavior by other employees, clients, or anyone else who employees come in contact with as a result of their work.

The 49ers have expressed in various letters to the SCSA that the company believes that Mr. Doyle's actions as Stadium Authority Counsel are harmful to Levi's Stadium and the public interest. Our position regarding Mr. Doyle is a matter of professional disagreement and the right of any individual or entity to comment on the performance of public officials in appointed or elected positions. Normally, even business relationships that become adversarial or cross-parties to litigation are professional and even cordial. I have been troubled over the last couple of years with reports from employees of being yelled at or being forced to listen to lengthy, volatile rants by Mr. Doyle. The report received from today's meeting has crossed a line where we can no longer justify sending employees into this environment. The City Attorney gave a tirade orally, which he also submitted in writing for the minutes, that was so wild, unstable, and suggestive of violence that subjecting 49ers employees to Mr. Doyle any further would violate our commitment to protection from abusive conduct.

Going forward, 49ers employees will no longer attend meetings in which Mr. Doyle is participating.

Sincerely,

DocuSigned by:

A handwritten signature in black ink, appearing to read 'H. Gordon'.

Hannah Gordon

CAO and General Counsel

Exhibit 6:

2026 World Cup Resolution

RESOLUTION NO. 22-9057

**A RESOLUTION OF THE CITY OF SANTA CLARA, CALIFORNIA
SUPPORTING THE CITY OF SANTA CLARA IN ITS EFFORTS TO
BE SELECTED AS A HOST CITY FOR THE 2026 FIFA WORLD
CUP**

BE IT RESOLVED BY THE CITY OF SANTA CLARA AS FOLLOWS:

WHEREAS, The Fédération Internationale de Football Association (FIFA) World Cup is a quadrennial multi-city festival where culture, diversity, and sport are expressed by thousands of fans, athletes, and community legacy and sustainability initiatives; it is the premier global soccer event watched by over 3.2 billion fans worldwide;

WHEREAS, the United Bid Committee representing North America is competing with the country of Morocco for the right to host the 2026 FIFA World Cup;

WHEREAS, on August 31, 2017, Mayor Lisa M. Gillmor signed a letter to the United Bid Committee confirming that the City of Santa Clara/Levi's Stadium will submit a proposal to host one or more matches of the 2026 FIFA World Cup;

WHEREAS, there is no better place than Levi's Stadium and surrounding South Bay venues to host soccer; the City of Santa Clara is home to luxury hotels, world-class training facilities, and year-round sunshine; the U.S. Men's National Team held its training camp for the 2014 FIFA World Cup in this very region; International soccer powers Manchester United, FC Barcelona, Liverpool FC and AC Milan have all trained here in our region over the last several years;

WHEREAS, Santa Clara's Levi's Stadium is near California's Great America theme park and the Santa Clara Convention Center and provides easy access to public transportation, highways, and the San Jose, Oakland and San Francisco International Airports; the City of Santa Clara is a world-class city with a high-tech venue ready for the opportunity to host this premier event; and,

//

//

WHEREAS, 2026 FIFA World Cup matches would be a Santa Clara Stadium Authority Non-NFL event and both the City of Santa Clara and Santa Clara Stadium Authority must be insulated from any financial losses in accordance with voter-approved Measure J: The Santa Clara Stadium Taxpayer Protection and Economic Progress and required in Government Guarantees requirements, respectively.

NOW THEREFORE, BE IT FURTHER RESOLVED BY THE CITY OF SANTA CLARA AS FOLLOWS:

1. That the Santa Clara Mayor and City Council do hereby support the City of Santa Clara being selected as a host city of the 2026 FIFA World Cup in Santa Clara, California.
2. Effective date. This resolution shall become effective immediately.

I HEREBY CERTIFY THE FOREGOING TO BE A TRUE COPY OF A RESOLUTION PASSED AND ADOPTED BY THE CITY OF SANTA CLARA, CALIFORNIA, AT A REGULAR MEETING THEREOF HELD ON THE 22ND DAY OF FEBRUARY, 2022, BY THE FOLLOWING VOTE:

| | | |
|------------|-------------|---|
| AYES: | COUNCILORS: | Becker, Chahal, Hardy, Park, and Watanabe, and Mayor Gillmor |
| NOES: | COUNCILORS: | None |
| ABSENT: | COUNCILORS: | Jain |
| ABSTAINED: | COUNCILORS: | None |

ATTEST.


NORA PIMENTEL, MMC
ASSISTANT CITY CLERK
CITY OF SANTA CLARA

Attachments incorporated by reference:
1. Letter to 2026 United Bid Committee



**City of
Santa Clara**
The Center of What's Possible

Mayor

Lisa M. Gillmor

Council Members

Dominic J. Caserta
Debi Davis
Patrick Kolstad
Patricia M. Mahan
Teresa O'Neill
Kathy Watanabe

August 31, 2017

John Kristick
Executive Director
2026 United Bid Committee
420 5th Avenue, 7th Floor
New York, NY 10018

Dear Mr. Kristick,

The City of Santa Clara would like to declare its strong interest in being a host city for the 2026 World Cup. In the event that North America is selected by FIFA to continue in the selection process, I am pleased to confirm that the City of Santa Clara/Levi's Stadium will submit a proposal to host one or more matches of the 2026 World Cup.

There is no better place than this new stadium and surrounding South Bay venues to host soccer. Home to luxury hotels, world-class training facilities, and year-round sunshine, the U.S. Men's National Team held its training camp for the 2014 FIFA World Cup in this very region. International soccer powers Manchester United, FC Barcelona, Liverpool FC and AC Milan have all trained here in our region over the last couple of years.

Santa Clara's Levi's Stadium near California's Great America theme park and the Santa Clara Convention Center provides easy access to public transportation, highways, and the San Jose, Oakland and San Francisco International Airports. We are a world-class city with a high-tech venue that is ready for the opportunity to host this premier event. We unequivocally support this bid and look forward to welcoming you to our beautiful city.

On behalf of the City, thank you for giving us the opportunity to participate in this exciting process. We wish the United Bid Committee the best of luck and look forward to submitting our proposal.

Sincerely,

Lisa Gillmor

Mayor

City of Santa Clara