

WILL COUNTY METROPOLITAN EXPOSITION AND AUDITORIUM AUTHORITY

Date: May 22, 2019

Authority Memo Number **020-2019 March 27, 2019 Regular Meeting Minutes**

The March 27, 2019 regular meeting of the Will County Metropolitan Exposition and Auditorium Authority Board was held at 15 E. Van Buren Street, Joliet, Illinois 60432. Chairman Bob Filotto called the meeting to order at 4:00 P.M. with a quorum present. The Chair welcomed Board members and the public and invited those present to rise for the Pledge of Allegiance to the Flag.

Members Present: Donnie Chestnutt, Jane Condon, Bob Filotto, Tom Osterberger, Jeff Pierson, Kathy Trizna and Council Liaison Pat Mudron

Member Absent: Joe Carlasare, excused. [Member Carlasare had intended to notify the Board in person of his family's decision to relocate outside of Joliet to be close to extended family; however his work schedule prevented his attendance. His resignation letter, effective March 27, 2019, was sent to Mayor O'Dekirk, Devine, VenuWorks Joliet staff and Authority Board members.]

Others: Legal Counsel David Silverman, Mahoney, Silverman, Cross Law Firm; Rialto Square Theatre Foundation Board member(s), IATSE Local 124 member(s) as well as members of the public.

Staff: Val Devine, Jack Ericksen, Jan Gilligan, Karen Leno, Micah McDade and other staff, as available.

APPROVAL OF MINUTES

Authority Memo Number **013-2019 February 27, 2019 Regular Meeting Minutes**

Motion: Trizna moved and Condon seconded approval of February 27, 2019 minutes, as corrected.

Vote: The Chair requested a motion and, with the motion on the floor, invited questions. None were expressed. The Chair called a voice vote. Motion carried.

Public to be Heard Re: Agenda Items – No response.

Authority Memo Number **014-2019 Operational Bills Paid and Payable**

Motion: Condon moved and Trizna seconded approval of accounts paid and payable in the amount of \$641,864.33.

AYES: Members Chestnutt, Condon, Osterberger, Pierson, Trizna and Filotto

NAYS:

Discussion: Leno reported, due to the delay in the approval of Busey Bank loan documents, January, February and March payments were paid in March but accrued in the appropriate month. The Chair reviewed accounts payable accruals. Leno noted none of the accruals are due at this time. The Chair requested a motion and, with the motion on the floor, directed roll be called. Motion passed.

Authority Memo Number **015-2019 Financial Statements** – To Place on File

Motion: Pierson moved and Trizna seconded acceptance of financial statements into the minutes.

AYES: Members Chestnutt, Condon, Osterberger, Pierson, Trizna and Filotto

NAYS:

Report: Leno stated removal of 2RS from the budget had been accomplished and the current budget reflects it as a \$15,000 loss. The Chair noted the previous budget showed a year-to-date loss of \$380,000. The actual loss is \$15,000, but a \$180,000 gain on the 2RS asset disposal putting the Authority well ahead of budget. The Chair requested a motion and, with the motion on the floor, directed roll be called. The motion passed unanimously. See above.

OLD BUSINESS

Authority Memo Number **051-2017 Dedicated Funding Source(s) for the Rialto Square Theatre**

Report: The Chair reported he had met with Lynne Lichtenauer and Dale T. Evans regarding their progress in this matter. Lichtenauer and Evans have contacted State and local legislators. The next step will be a meeting with City Council Member / Authority Liaison Mudron.

Authority Memo Number **001-2019 December 19, 2018 Meeting Minutes**

Motion: Osterberger moved and Trizna seconded approval of the December 19, 2018 regular minutes as presented.

Discussion: The Chair noted the December meeting minutes weren't presented in January due to weather-related cancellations and the inability to achieve a quorum. The Chair requested a motion and, with the motion on the floor, invited questions. Hearing none the Chair called a voice vote. 'Ayes' were heard. Opposing votes were invited; none was heard. Motion passed unanimously.

Authority Memo Number **006-2019 Review of Approved but Not Released Executive Session Minutes**

Motion: Pierson moved and Chestnutt seconded a motion to table this Memo for consideration at the regular April meeting.

Discussion: The Chair noted five executive session minutes (April 25, May 23, July 25, August 22 and September 26, 2018) had been approved and are being considered for release. Legal Counsel reported he saw no reason to continue holding these minutes in confidence. Pierson made the motion stated, above. The Chair called a voice vote. 'Ayes' were heard. The Chair invited opposing votes. None was heard. Motion passed.

NEW BUSINESS

Authority Memo Number **016-2019 Lease Term Revision for AudioPhil's Tenancy**

Motion: Condon moved and Chestnutt seconded acknowledgement and approval of the AudioPhil's signatory(s) agreement for an additional option year at a 4% increase.

AYES: Members Chestnutt, Condon, Osterberger, Pierson, Trizna and Filotto

NAYS:

Discussion: Legal Counsel noted that AudioPhil's lease included a one-year option with a 4% increase, which was exercised by the tenant. Devine's offer of a second one-year option with a 4% increase was accepted by the tenant. Motion passed. See above.

Authority Memo Number **017-2019 Lease Term Revision for Brauer and Associates Tenancy**

Motion: Chestnutt moved and Trizna seconded approval of a one-year lease extension option at a 4% increase.

AYES: Members Chestnutt, Condon, Osterberger, Pierson, Trizna and Filotto

NAYS:

Discussion: Legal Counsel stated the Brauer and Associates signatory(s) had approved a one-year extension to the lease at a 4% increase. The Chair requested a motion. Motion passed.

Authority Memo Number **019-2019 Review of February 27, 2019 Executive Session Minutes**

Motion: Chestnutt moved and Pierson seconded approval of the minutes, as presented, but not their release at this time.

Discussion: Legal Counsel suggested the Memo be approved, but not to be released at this time.

A motion was made. The Chair called a voice vote. 'Ayes' were heard. Opposing votes were invited without response. Motion passed.

EXECUTIVE REPORTS

RST Foundation: Jeff Hettrick reported the Foundation invited professionals from a historical landmark group to walk through the property to identify existing and potential problems within the theatre. Based on their observations, a proposal was sent to the Foundation for their edification. ComEd is providing free energy assessments to determine what incentives or 'pay-backs' might be available. The Foundation Board will discuss available options. •Ericksen reported that Holiday events are being discussed. •A \$2500 Exxon Mobile grant will be donated to support the school matinee series. There has been discussion of splitting the grant into five \$500 incentives for schools unable to participate due to financial limitations.

Executive Director's Report: Devine reported 11,946 tickets were issued to events that included a movie, two Young Audience Productions and a Local Music Monday performance, as well as Bill Engvall, Hairball, Idol/Stevens. Devine noted that a rental children's show, *Pete the Cat*, was held along with multiple day rentals by Precision Arts Dance Completion and Kids Artistic Review; rentals are important to the theatre and brought children and their families to Joliet and the Rialto for 5 days in March. Because we aren't able to provide food service, the owner of a local pizza restaurant has provided food for these rentals, but in this instance the vendor was unable keep his commitment. Rialto staff reached out to the City of Joliet Special Event Department for a food truck permit and was informed that since we receive a City subsidy it our responsibility to support local restaurants; we wouldn't be issued food truck permit. Dance competitions are rigorous and participants must follow a tight timeline. Devine is concerned about the number of persons needing food in a very limited time period. Member Trizna noted that St. Patrick's Day was especially bad for event participants: restaurants didn't have the room or staff necessary to accommodate the influx of students, parents, and recital staff. Following the event, the City contacted staff with the suggestion that we make downtown restaurant staff aware of the events that are likely to impact their businesses. Councilman Mudron suggested downtown restaurant managers make written statements as to the impact on their businesses in cases where some 600 people need to order, eat and return in time to resume the day's schedule. Mudron recommended that he and Devine meet with City officials to let them know of issues that impact Rialto events. He informed members that there would have to be a good reason for the City to allow an organization receiving a City subsidy to hire a food truck. •Devine reported that a show booked in October will be here 3 days prior to the show determine the technical aspects of the

show. Patti Fitzpatrick will be in charge of a safety committee. •Building Operations: An engineer's resignation resulted in Devine and engineer, Mark Busen, interviewing engineers. Busen took each candidate on a building tour. Devine was impressed with the initial candidates. **Board Chair:** The Chair reminded members that they must submit statements of economic interest prior to May 1st. •The Chair expressed his gratitude for Joe Carlasare's work, along with Condon's, on the building committee and Carlasare's efforts in pursuing dedicated funding for the theatre. For those who didn't attend last month's meeting, Carlasare had been made a partner in the law firm and he'd announced that he and his wife were expecting a child which prompted them to move from Joliet to their hometown of Frankfort. The Mayor will appoint someone to fill Carlasare's Board slot. Carlasare's letter will be put on record with the clerk. • John Ferrick sent a FOIA request to the City, which was forwarded to Devine who submitted the request to her VenuWorks supervisor; VenuWorks officers declined response. The Chair then asked Mr. Ferrick to send the request to him. The Chair verified that Ferrick was only interested in direct expenses relating to each show. VenuWorks' Business Manager prepared the required information, which was provided to the requester.

Public to Be Heard: No response.

Potential Executive Session: Prior to adjournment, Devine asked if an Executive Session was in order in regard to a response from another lessee that had been received too late to be considered at this meeting. Legal Counsel recommended the matter be placed on the April Agenda and, in case the matter couldn't be determined immediately, the tenant could be put on a month-to-month basis until a decision had been resolved.

Adjournment:

Motion: Chestnutt moved and Condon seconded adjournment of the meeting seconded adjournment moved to.

The Chair called a voice vote. There were no dissenting votes; the motion passed unanimously. The meeting adjourned at 4:37 P.M.

Minutes respectfully submitted by Jan Gilligan, Recording Secretary.

Kathy Trizna, Board Secretary

*Unapproved minutes distributed in Board Packets are subject to change.
Approved minutes shall be posted on www.rialtosquare.com /Public Information/Approved Minutes.*