



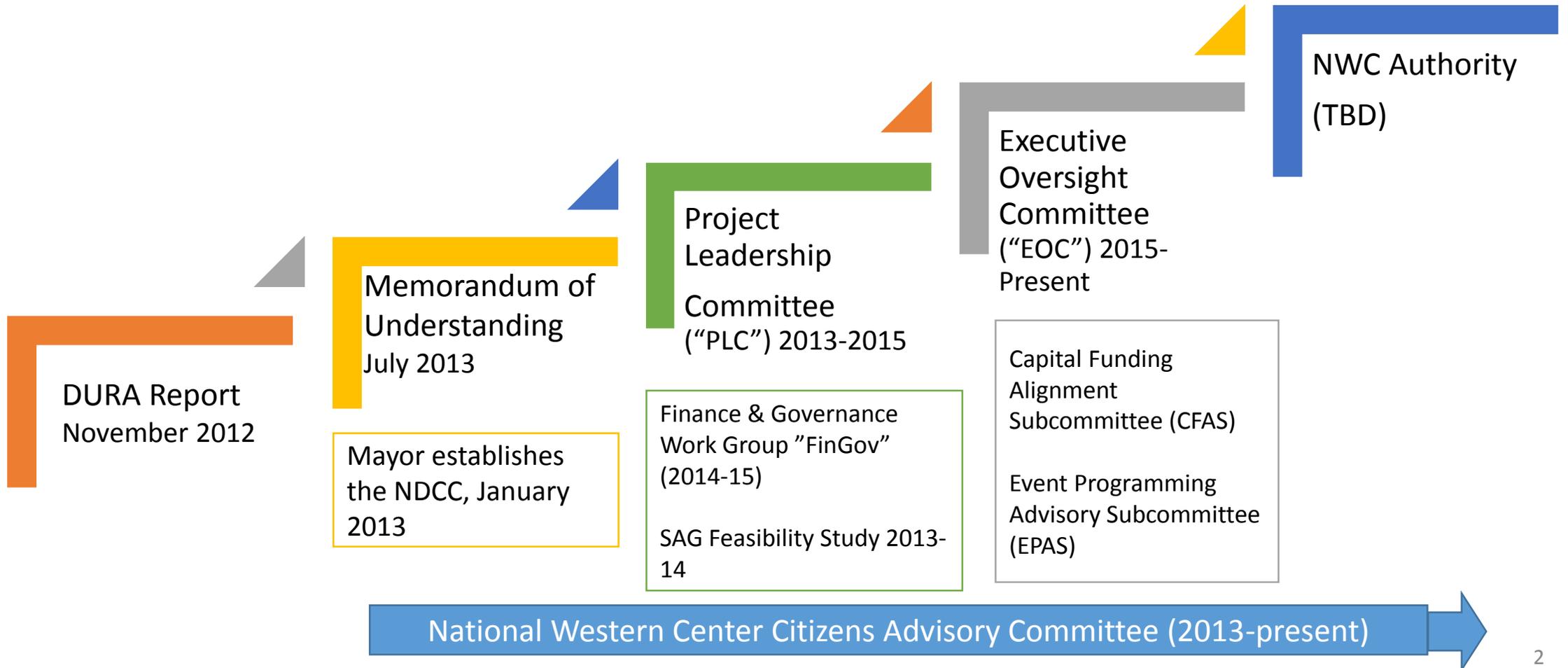
National Western Center

Governance Overview

Executive Oversight Committee Briefing

The Evolution of NWC Project Governance

2012-Present



DURA Report

Setting the Stage for a New Start

- The DURA Report, which was issued in November 2012, includes nine (9) guiding principles from the City:
 - Preserve the historic January show with a business model that is financially sustainable
 - Any new plans for the current site must take into consideration how these plans can compliment/support the vision for the redevelopment of Brighton Blvd, the River and the surrounding communities
 - Any new development of the site must comply with the new zoning code and the general principles of urbanism, sustainability and transit oriented development
 - Any potential new site for the National Western Stock Show (NWSS) must be located within the City and County of Denver
 - Any expenses/investment by Denver should be cost neutral and provide an economic benefit to the City
 - Any new development must comply with all City ordinances and regulations
 - City support of new facilities at the site requires a measured evaluation of the impact on the coliseum, performing arts complex and Colorado Convention Center
 - Any expansion of the site should minimize impacts and maximize benefits to the adjacent communities
 - Any new plans should compliment the City's commitment to education, children, economic development and job growth

Creating a New Partnership

Local Impact-Global Reach

- Memorandum of Understanding (“MOU”) signed July 2013
- Partners: City of Denver, Western Stock Show Association, Colorado State University, Denver Museum of Nature & Science and History Colorado



DENVER
THE MILE HIGH CITY

HISTORY  Colorado



- MOU established a “*Shared Intent*” around the following issues:

- COMMUNITY PLANNING
- VENUE FEASIBILITY STUDY
- RTD’s NORTH METRO LINE INTEGRATION
- LAND ASSEMBLAGE
- MASTER PLANNING and DUE DILIGENCE
- PROJECT FUNDING
- STAFF RESOURCES
- NWC PROJECT MANAGEMENT TEAM
- IMPLEMENTATION STRATEGY

The Partners agreed to develop an implementation plan that would included a vision for property build- out, projected timing for build-out of the site, financing strategies, and a governance/decision-making structure responsible for public outreach, master planning, land acquisition, project finance, design, construction management, and venue management.

NDCC Finance & Governance Work Group

Laying the foundation for project implementation

- Working group of internal and external stakeholders formed by Mayor Hancock to explore funding options for all six NDCC projects in 2014
- Chaired by Diane Barrett (City's Chief Project Officer) and Dawn Bookhardt (Civic leader and lawyer)
- Three subcommittees developed to address project specific issues for the National Western Center, including – **Governance** (*Cristal DeHerrera, Chair*), **Capital Stack** (*Cary Kennedy, Chair*) and **Ballot Initiative** exploration (*Evan Dreyer, Chair*)
- Effort highlights:
 - Preserve City's GO capacity for citywide needs
 - Recommended the extension of 1.75% short-term car rental and lodgers tax for funding of Convention Center enhancements and National Western Center projects
 - City should consider use of Public/Private Partnerships (P3's) where appropriate
- In addition to "FinGov" the City through Arts & Venues, Visit Denver and the Western Stock Show Association (WSSA) funded a market-based feasibility study by Strategic Advisory Group (SAG), which also included guidance on possible governance structure for the future National Western Center

Strategic Advisory Group Study

A Market-Based Feasibility Assessment

- One component of the SAG Study (May 2014) noted that a new “collaborative” governance structure would be required to both implement and manage the NWC.
- SAG outlined the following objectives:
 - Reflects the requirements of the financing for the site, facility improvements and resulting ownership
 - Creates a unified and collaborative sales, marketing and management approach among facilities, associated vendors and site subcontractors
 - Assures representation and participation among stakeholders and contractors
 - Merges and aligns efforts of broad geographic basis to include downtown, AVD facilities throughout Denver and the NWC, and
 - Jointly establishes and tracks shared use performance metrics to advance out of town visitors.
- Benefits of a unified governance and management system:
 - Fully aligned model to allow all stakeholders to maximize use of resources
 - Leverages Denver’s very skilled talent and models of collaboration, such as the Denver Alliance
 - Allows stakeholders to focus respective energy and resources on growing their respective programs
 - Creates a new level of strategic collaboration across facilities within the City
 - Establishes a single point for strategic planning , sales, marketing and asset management
 - Provides and organizational framework for long-term stability/sustainability in the delivery of events and activities for the City and its partners.

NWC Citizens Advisory Committee (CAC)

Active Engagement of Local Citizens

- Founded by the National Western Stock Show in 2013
- Inaugural group comprised of 27 members, with significant representation from residents and business owners who live or work within the Globeville, Elyria, Swansea and RiNo neighborhoods
- NWC MOU Partners are participants (CCD, WSSA, CSU, HC and DMNS)
- CAC has met monthly since its inception, actively participating in the review of the master plan during its development and creation of new zoning for the NWC.
- CAC has representatives on the National Western Center EOC, EPAS and CFAS groups to advance the master plan.
- It is intended the CAC shall have a future role in proposed NWC Authority.

NWC Project Leadership Committee (PLC)

- Objective: guided development of master (vision) plan for the National Western Center that was adopted by Denver City Council in March 2015
- Meeting Frequency: Bi-monthly
- Status: Closed out, objective completed
- Members:
 - Kelly Leid, CCD-NDCC
 - Jose Cornejo, CCD-PW
 - Jerry Tinianow, Office of Sustainability
 - Cary Kennedy, CCD-CFO
 - Ron Williams, WSSA
 - Paul Andrews, NWSS
 - Amy Parsons, CSU
 - Jocelyn Hittle, CSU
 - Lesley Thomas, CCD-PW
 - Brad Buchanan, CCD-CPD
 - Laurie Dannemiller, CCD-DPR
 - Kent Rice, CCD-AVD
 - Tad Bowman, CCD-AVD
 - Gretchen Hollrah, CCD-DoF
 - Steve Nalley, CCD-CPD (Deputy PM)
 - Jen Hillhouse, PM
 - Scott Gilmore, CCD-DPR

NWC Executive Oversight Committee (EOC)

- **Objective:** at the direction of the Mayor Hancock, the EOC has been directed to advance the adopted **Master Plan and RTA Plan of Finance*** until such time that the Authority is established
- **Meeting Frequency:** Monthly
- **Status:** Active
- **Members (9):**
 - Kelly Leid, NDCC Executive Director (**EOC Chair**)
 - Cary Kennedy, CCD Chief Financial Officer (**CFAS Chair**)
 - Diane Barrett, CCD Chief Projects Officer
 - Cristal DeHerrera, CCD Deputy City Attorney
 - Albus Brooks, City Council District 9
 - Ron Williams, Chair Western Stock Show Association
 - Paul Andrews, President/CEO National Western Stock Show
 - Tony Frank, President Colorado State University
 - Drew Dutcher, NWC Citizens Advisory Committee Rep

To assist in the delivery of the NWC master plan, the EOC has created two (2), task specific subcommittees. Each includes NWC-CAC representation:

- Event Programming Advisory Subcommittee (EPAS), and
- Capital Funding Alignment Subcommittee (CFAS)

(* The RTA Plan of Finance (Phases I and II), totaling \$856 million touches over 80% of the campus.

Proposed NWC Authority

Based upon the guidance and assessments that arose from the SAG Study, NDCC Finance & Governance Work Group, and organizational reference due diligence from local, regional and national operating models for large facilities of this type, a “Public Authority” is being proposed as the final governance model for the NWC campus.

- **Objective:** following a transition with the NWC-EOC (TBD), the Authority shall oversee the balance of **design and construction activities on the campus, as well as the overall operations** of the anticipated 270-acre site across commerce, education, research, competition and the arts functions.
- **Meeting Frequency:** TBD
- **Transparency:** Authority shall be subject to open records/open meeting requirements and all city social ordinances and executive orders
- **Status:** Future
- **Members:** initially to be appointed by the Mayor
- **Anticipated Start-Up:** although a variety of factors may drive the timing for the Authority's activation, a likely trigger would be the completion of the Center's first programmable space (The Yards/Events Pavilion; which is included in RTA Phase I work)

Next Steps

- Until such time that the Authority is established by CCD , the **NWC Executive Oversight Committee (EOC)** shall oversee the implementation of the NWC master plan & financing structure and alignment.
- Each EOC subcommittee (CFAS and EPAS) will meet to prep for initial project financing and future local, regional, national and international partnership opportunities respectively.
- There are five initial critical path items on the site to prepare it for eventual vertical development that will be the focus of the EOC:
 - Land Acquisition
 - Site Remediation and Demolition
 - Rail Consolidation
 - Project Entitlements
 - Site Infrastructure (energy, waste, water, roads, bridges, etc)
- The City's Dept. of Finance will lead preparations for the initial bond issuance (Q1 2016)
- The City's Attorney Office (CAO) will lead the procurement of governance and campus operations counsel to assist the project team in preparing for the eventual Authority.
- The NDCC and partner agencies will continue to play a key role in helping prepare the NWC project for success
- The EOC shall provide ongoing updates to the Administration, City Council and the Auditor as the project progresses.