

We will be of Seattle, by Seattle, for
Seattle, and from Seattle.

WE ARE SEATTLE.

We will honor its unique culture, brand,
and traditions.



PROPOSAL FOR THE TRANSFORMATION OF THE ARENA AT SEATTLE CENTER



INTRODUCTION

In 1962, in conjunction with The World's Fair, the Seattle Center Coliseum reflected the ingenuity and the entrepreneurial spirit of the community in both design and content. For over 50 years, the design of structure as sculpture stood proudly as the keystone of an ever-evolving and culturally enriched point of destination, even as its functionality waned.

Oak View Group, LLC ("OVG") is proud to submit this proposal to the City of Seattle ("City") for its consideration. We stand beside the communities of Seattle Center and the City as a partner and champion to once again bring the Seattle Center Coliseum to the world stage both in form and function.

The Seattle Center Coliseum has served as a key component of Seattle Center and its redevelopment will allow it to remain the center of Seattle. The New Arena at Seattle Center ("NASC") will continue to illustrate the core values it was built upon by proudly serving its community and region through a world-class, state-of-the-art music, sports, and global entertainment venue that reflects Seattle in diversity, integrity, character, and our innovative spirit.

OVG has respectfully retained the iconic features of the Seattle Center Coliseum that have taken its rightful place alongside the other iconic landmarks, like its neighbor the Space Needle, Pacific Fountains and others. OVG has restored and re-emphasized elements of the Paul Thiry design. Within that framework, to celebrate its iconic visual exterior, we have reinvigorated the traditional interior in order to create a world-class customer experience. We will attract the biggest live entertainment events and NASC will serve as a top-tier arena to attract a future NBA and/or NHL team to Seattle.

OVG leadership has more than four decades of experience and we believe this project is one of the greatest opportunities in our lifetime. With the enthusiasm and passion of local fans, connection to the Pacific Rim, and the revolutionary live content rooted in Seattle, NASC will define a generation and create a new standard of greatness.



1962

First called the Washington State Pavilion, the arena was built from a design by Paul Thiry to house the "World of Tomorrow" exhibit at the World's Fair in Seattle.



1964

The Beatles gave their first concert in Washington. They played at the (then called) Seattle Center Coliseum to 14,300 screaming fans. They earned \$34,569 for their performance.



1967

The arena became home to the Seattle SuperSonics beginning with their inaugural season in 1967 and remained throughout most of the team's lifetime



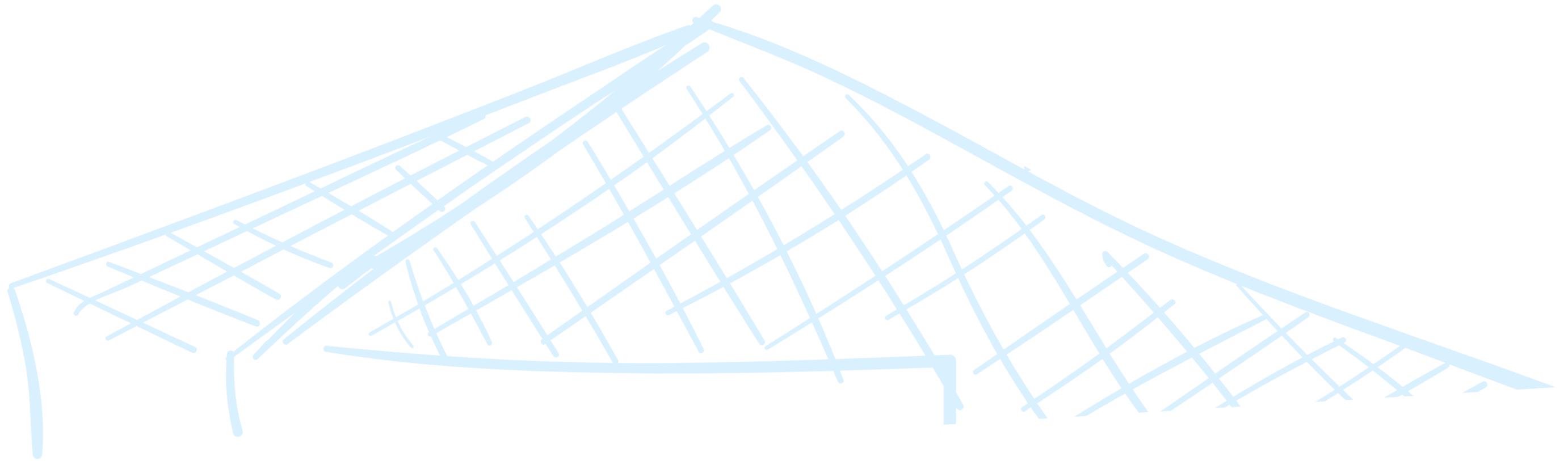
1994-1995

The arena was renovated and the naming rights sold to KeyCorp. Doors opened to the new KeyArena arena on October 26, 1995.



2017

OVG begins the transformation of the New Arena at Seattle Center.



CONTENTS

- A. Cover Letter and Executive Summary
(Executive Summary included separately)
- B. Proposer Information
- C. Proposer Financial Information
- D. References
- E. Development Agreement /Lease Agreement Terms
- F. Narrative Description
- G. Redevelopment Site
- H. Drawings and Plans
- I. Schedule
- J. Redevelopment Financing Plan
- K. Operational Financial Terms
- L. Operations
- M. Sustainable Transportation Access and Mobility
- N. Collaboration with Uptown Neighborhood
- O. Collaboration with Seattle Center

A COVER LETTER & EXECUTIVE SUMMARY

The cover letter is the proposer's official letter transmitting the complete proposal to the City. The cover letter must include the full name and address of the proposer's organization(s), the state of incorporation or in which it is licensed to operate, the form of business, and the name and contact information for your organization or team for this proposal. The cover letter should identify who will be the key business negotiator and be signed by an individual who is authorized to commit the proposer to the obligations contained in the proposal. If the proposer consists of a team or joint venture, an authorized representative of each of the participating organizations is required to sign the letter.

The Executive Summary must be presented as a separate document summarizing in clear and concise language, easily understood by persons not having a technical background, the information contained in the proposal. The Executive Summary shall be limited to three (3) pages, including tables and graphs. The City plans to distribute the Executive Summary to public officials, interested parties and the public.



COVER LETTER



April 12, 2017

The Honorable Edward B. Murray
Mayor of Seattle
600 4th Avenue, 7th Floor
Seattle, WA 98104

Dear Mr. Mayor,

On behalf of Oak View Group, LLC, a Delaware Limited Liability Company ("OVG"), we are honored to submit this response to redevelop the arena at Seattle Center ("NASC"). We are excited about the direction Seattle is growing towards and believe a world-class arena should be a centerpiece of that urban framework. Driven by the emergence of so many talented technology companies and the growing diversity and ambitions of its citizens, Seattle's dramatic growth is cementing its place as an international point of destination. This, we believe, creates a unique moment in time – one we may not see again in our lifetime. In our humble opinion, this is the greatest opportunity we will have to merge a dynamic market that is underutilized with a world-class venue that offers the ability to host extraordinary live entertainment, including a potential NBA and NHL team.

Although I am known for my entrepreneurial spirit, I remain a traditionalist at heart. If OVG is given the opportunity to work on this revolutionary project, we will honor and respect the rich history and tradition of Seattle Center. We are committed to preserving the original Paul Thiry design of the Seattle Center Coliseum in the way it was intended.

Consistent with the other projects I have been involved in, NASC will be structured as a public-private partnership. The private sector will take on the risk, provide the capital, and control operations so that the taxpayers will never have to experience any risk or additional financial burden.

Seattle is in a unique position as an emerging leader in technology, the environment, and diversity. We are committed to environmentally sustainable programs and will pursue LEED certification. Furthermore, as the keystone project for OVG, NASC will be the first and best of its kind in terms of design and operation for safety, security, and counter-terrorism. The world is experiencing unforeseen breaches of safety in public gathering locations. With the help of Prevent Advisors, a subsidiary of OVG, we will provide a venue with state-of-the-art safety measures to ensure the security and well-being of all event guests, performers and employees.

We will build meaningful partnerships with our neighbors and be mindful and focused on improving our impact on local traffic and parking. OVG will continue to engage and work with our neighbors in Uptown and Seattle Center to maintain and advance its goals to be an influential arts and cultural district.

In every community that I have had the pleasure of being a part of, we made it a priority to give back and support those in need. We are dedicated to creating a corporate environment that mirrors the image of the community we represent by embracing diversity and improving the quality of life for all community members. We are committed to living wage, local hiring, MBE/WBE participation, apprentice programs, and local hiring diversity initiatives and commitments both during construction and operations. We have already committed to millions of dollars in fundraising contribution for YouthCare and are prepared to commit more than \$20 million over the next 20 years on initiatives that are important to our neighbors, Seattle Center, and the City.

We are proud to say that we have brought together the most experienced designers, developers, and operators ever assembled in the history of live entertainment and venues. This gives us the unsurpassed ability to design and operate NASC to the world stage as a landmark attraction.

OVG will provide Seattle with its best opportunity to secure an NHL and/or NBA should either team become available. Our team of operators are as respected by both leagues as any that could be assembled. We have the means to implement immediately and are ready to do all that is necessary to secure Seattle with an NHL team, should one be available. The economics of NASC will be shared and OVG will be partners with the ownership group.

OVG, Madison Square Garden, Azoff Music, Live Nation, ICON, Populous and Delaware North are valued leaders in their respective industries. We have all come together and made Seattle and NASC our single highest priority. It is unprecedented for any team to garner this level of support and expertise for a single project, and this once-in-a-lifetime opportunity in Seattle is the reason why. We would be honored to join Seattle in creating a transformative project worthy to call this great city home.

Having been part of countless communities throughout the world, we understand that each community is special in its own way. As a new member of the Seattle community, OVG will proudly honor Seattle's unique culture, brand, and traditions. We will be of Seattle, by Seattle, for Seattle, from Seattle. We are Seattle.

On behalf of OVG and our supporters, thank you very much for your attention and consideration to our response.

Sincerely,

A handwritten signature in black ink, appearing to read "Timothy J. LeWeke".

Timothy J. LeWeke
Co-Founder & CEO
Oak View Group, LLC

Key Business Negotiator

B PROPOSER INFORMATION

Provide a general overview of proposer's organization, including the legal name and contact information, history, type of ownership, legal structure, officers and directors, and number of employees. Identify key personnel working on the Project, providing a brief resume for each. Provide a brief history of the organization/individual's relevant or comparable developments and any contractual litigation, arbitration, and mediation cases for the last (5) years that are material and relevant to this proposal.



PROPOSER INFORMATION

OAK VIEW GROUP

LEGAL FIRM NAME

OAK VIEW GROUP, LLC

CONTACT INFORMATION

1100 Glendon Ave, Suite 1000
Los Angeles, CA 90024
Phone Number: 310.954.4800
Attn: Tim Leiweke, Founder & CEO

NUMBER OF EMPLOYEES

107 Employees

OWNERSHIP TYPE AND LEGAL STRUCTURE

Oak View Group is a Delaware Limited Liability Company. The Company is 50% owned by Leiweke Group LLC and 50% by Azoff MSG Entertainment LLC ("AMSGE").

LITIGATION, ARBITRATION & MEDIATION CASES

OVG has no contractual litigation, arbitration or mediation cases in the last five (5) years that are material and relevant to this proposal.

HISTORY

OVG was formed in the summer of 2015 but has a 30 year history built on the longstanding relationship between Tim Leiweke and Irving Azoff as friends and business partners throughout their time leading their respective sectors and businesses as leaders in sports and entertainment. They launched OVG with Jim Dolan and AMSGE to create a company focused on the positive disruption of the sports and entertainment facility and live entertainment industry. After the launch of OVG, they soon announced the Arena Alliance, Stadium Alliance, OVG Consulting, OVG Ventures, Prevent Advisors, Narrative Partners, and OVG Media and Publications.

VISION STATEMENT

We strive through management, equity, and partner deals to be the leading sports and entertainment facility company in the world with a network of independent and complimentary service companies that provide a direct and positive impact for our facilities, ultimately maximizing revenue streams associated with our facilities and re-defining the fan experience.

STRUCTURE

Founded by Irving Azoff, Tim Leiweke, and The Madison Square Garden ("MSG"), OVG was built with the vision to be the industry leader in the sports and entertainment facility space. OVG is structured as a holding company comprised of subsidiary service companies, strategic investments and partnerships. Those subsidiaries and divisions include: OVG Conferences & Publications, OVG Consulting, Arena and Stadium Alliance, Narrative Partners, OVG Ventures, and Prevent Advisors.

OVG CONFERENCES & PUBLICATIONS

OVG Conferences & Publications was created to be the leading resource in continued education and technological advancements affecting the sports and entertainment industry generally, and more specifically, the opportunities and implications that education provides for facility owners and operators. OVG Conferences & Publications seeks to be the industry voice for all things facilities through digital, print, and organized conferences.

Key portfolio companies include Venues Today and Sport Techie, giving OVG Conferences & Publications the ability to deliver to subscribers daily news briefings and related content on the latest technology advancements and a monthly magazine with content specifically curated for facilities.

With the addition of award-winning live entertainment journalist Ray Waddell, a leader and industry veteran in the conference and publications space, OVG Conferences & Publications will continue to build out and program a robust conference portfolio to complement its daily briefings.

OVG CONSULTING

OVG Consulting provides sports and entertainment organizations with the right people with the right expertise to challenge established thinking, drive innovation and tackle the largest, most complex projects currently facing the industry. We work with our clients to provide objective and results-oriented analysis, solutions, and implementation that maximizes our clients' business potential.

Areas of expertise include, but are not limited to, venue design, venue construction, live district development, brand strategy, premium seating strategy and execution, ticketing (strategy, pricing, sales, servicing and revenue optimization), security and terrorism prevention, team and building operations, marketing and social media campaign analysis, event bids (e.g. All Star Game, Annual Tournaments), and media rights negotiations.

Our current client list includes the NY Islanders and Miami Beckham United MLS. The NY Islanders have called upon OVG Consulting for their expertise in arena development, NHL team operations and restructuring, sponsorship and ticket sales execution. For Miami Beckham United MLS, OVG Consulting is overseeing the project on a day to day basis, including negotiation with the league, structuring the ownership group and governance, securing and purchasing the stadium land, entitlement of the project, selling and securing the contractually obligated income, and ongoing stadium development and operations.



PROPOSER INFORMATION

ARENA AND STADIUM ALLIANCE

Formed and led by OVG, this invitation-only group of major market arenas and stadiums utilizes the power of collective leverage through buying, selling, booking, and thinking together. With venue participation from major markets coast to coast, such as Madison Square Garden, the United Center, Wells Fargo Center, and American Airlines Center, this new and revolutionary way of thinking has already proven valuable and powerful in its first year of operations from both a content and sponsorship perspective. One of the main tenets of the Arena Alliance is to increase the volume and caliber of content for the group. For the longest time, it was industry standard for a facility to wait and have the content request come to them. In the Arena Alliance, we challenge that notion and advocate every day on the Arena Alliance's behalf to ensure that members have a competitive advantage and the ability to bid for both traditional and innovative content. The overall goal is to increase the number of events in each of its members' buildings year after year.

The Arena Alliance works with management and artists to establish artist residencies at respective facilities, works with talent agents to package Arena Alliance members together for Arena Alliance specific tours, leverages the network of its members to influence content providers to book with Alliance members, and leverages the advance knowledge of touring schedules to provide Arena Alliance members with the opportunity to obtain top level content and manage its venue calendar ahead of its competitors. The Arena Alliance has successfully programmed Bon Jovi, Lady Gaga, Bruno Mars and Earth Wind and Fire in all the members' facilities. The Arena Alliance also is at the forefront of programming innovative content like eSports, Food and Wine Festivals, and other new content categories in the constantly changing space of entertainment programming.

The other main business objective of the Arena Alliance is to increase sponsorship opportunities by targeting non-traditional sponsorship revenue categories. The Arena Alliance, in partnership with Narrative Partners, OVG's sponsorship division, complements each venue's existing sales and partnership efforts by connecting all the available assets across the portfolio of the Arena Alliance members and packages those assets together as a cohesive campaign with measurable deliverables to the advertising client. This strategy has proven not only innovative and revolutionary but also profitable as the Arena Alliance, in partnership with Narrative Partners, has inked a 3-year, \$40MM national sponsorship contract with Walmart between 20+ sports venues. Each of the arenas realized a profit of more than \$1.5MM from this single partnership. This contract is the multi-national, big box retailer's first foray into the sports and entertainment sponsorship landscape.

NARRATIVE PARTNERS

Narrative Partners is Oak View Group's sponsorship and storytelling division. Led by a team of former senior marketing executives for Fortune 500 companies, Narrative Partners connects world-class sport and entertainment properties with world-class brands who want to build and communicate a compelling story to their customers through sports and live entertainment.



They are relentless in their pursuit to help clients drive unparalleled engagement and build brand love. They have built some of the most culturally relevant and unique partnerships in sports, entertainment, music, fashion, and corporate social responsibility — partnerships that influenced and created culture over the past decade. From large-scale naming rights to multi-faceted sponsorships and media partnerships, their industry knowledge gives them unprecedented ability to structure, execute and derive maximum value from these partnerships.

Current clients of Narrative Partners include The Broad, SBE, Miami Beckham United MLS, FELD, the Arena Alliance, and Atom Tickets.

Their team has over 20 years of experience on the property side of sports and live entertainment and has built successful careers on negotiating mutually beneficial outcomes with world-class brands. They understand the unique personalities and needs for both the brand and the venue. Narrative Partners will create a compelling and unique story for NASC and the city of Seattle that will embrace and reflect the rich history of Seattle Center, the values of the community and the formation of the most valuable corporate sponsorship opportunities.

OVG VENTURES

OVG Ventures partners with visionaries at early stage companies in the sports and entertainment space looking to create new markets or redefine existing ones. OVG Ventures invests in companies across 4 phases: Seed, Series A, Series B and Growth. Featured portfolio companies include Atom Tickets, Sport Techie, and Appetize.

Atom Tickets is the first-of-its-kind theatrical mobile ticketing platform. Through its patent pending recommendation and personalization technology, Atom Tickets enables consumers to search for films, invite friends, buy tickets, concessions and more in one seamless mobile platform. The app's innovative targeting capabilities and data analysis maximize revenue opportunities for studios, exhibitors and brands. OVG Ventures participated in Atom Tickets Series B funding round led by Walt Disney Co., Twentieth Century Fox, and Lions Gate Entertainment Corp.

Sport Techie is the world's leading media company devoted to the burgeoning intersection of sports and technology. Its content covers the latest technological innovations, ideas, and products that impact the fan experience, player performance, and sports industry overall. With OVG Ventures coming on board with a lead investment, Sport Techie will continue to hire new team members that will enhance its ability to deliver important sports technology content across multiple platforms. In turn, this will allow Sport Techie to provide clients with strengthened existing offerings and new methods of positioning their brand within Sport Techie's audience of industry influencers.

Appetize is the next-generation point of sale (POS) platform for sports and entertainment, professional, and education businesses, combining dual-platform (Android and iOS) fixed POS, self-serve kiosks, handheld POS, online and mobile ordering, and a robust backend inventory and reporting management tool. The Appetize platform enables a faster, easier to use interface, which has revolutionized how POS is deployed and used and has increased revenues significantly for clients as compared to legacy POS systems — all while providing 99.999% uptime in 2016. OVG Ventures participated in Appetize's most recent round of funding, Series C, which raised over \$20MM and was led by Shamrock Capital Advisors.



PROPOSER INFORMATION

PREVENT ADVISORS:

Prevent Advisors is an advisor and implementation service, providing holistic security solutions focused on safekeeping the entire sports and live entertainment facility ecosystem. Chaired by former LAPD Chief and NYPD Commissioner, Bill Bratton, and led by former Special Forces military veterans, Chris Robinette and Ben Tolle, Prevent Advisors has been working hand in hand with OVG's Arena Alliance to develop and implement security and counterterrorism solutions tailored to meet the 21st century demands of the sports and entertainment facility industry. Services include consulting, venue pre-construction development, sourcing innovative hardware, as well as investment in solution services and companies.

WILLIAM BRATTON, Chairman of Prevent Advisors

- Named Chairman of Prevent Advisors, a subsidiary of OVG formed in 2016
- Decorated police veteran with 45 years of experience in both public & private sectors
- Served in numerous top ranking positions including Commissioner of Boston Police Department, Commissioner of N.Y. City Police Department (two terms) and Chief of Los Angeles Police Department
- Vice Chairman, Homeland Security Advisory Council
- Analyst for NBC News and MSNBC
- U.S. Army Military Police Corps Veteran
- Graduate of University of Massachusetts Boston, research fellow at Harvard Kennedy School of Government

CHRIS ROBINETTE, CEO of Prevent Advisors

- Named CEO of Prevent Advisors, a subsidiary of OVG in 2016
- Previously employed with Goldman Sachs, Investment Management Division
- Served eleven years with the U.S. Army, beginning with a combat tour in Iraq - 101st Airborne Division
- Served as a Special Forces Officer for operational tours in the Middle East, Africa and Eastern Europe in support of NATO partnership development
- Served as an instructor with the Special Operations Training Detachment at the Joint Readiness Training Center
- Graduate of Harvard Kennedy School of Government and University of Michigan

BEN TOLLE, COO of Prevent Advisors

- Named COO of Prevent Advisors, a subsidiary of OVG in 2016
- Served in multifaceted positions in the U.S. Army including Commander for Special Forces Operational Detachment Alpha, Executive Officer in Special Forces Company, Officer in Charge for Special Forces Battalion Special Activities Cell (S3X)
- Executed and supported combat and contingency operations supporting worldwide interagency and partner-nation stakeholder objectives
- Operational experience in evaluating existing and emerging threat streams/vulnerabilities Graduate of U.S. Military Academy at West Point

OVG OWNERSHIP

Founded by Irving Azoff, Tim Leiweke, and AMSGE, OVG was created with the intent to be the industry leader in the sports and entertainment facility space. Azoff and Leiweke are two sports, music, and live entertainment visionaries who have both built their reputations and careers on being a positive disruption and creating innovative businesses and partnerships.

Our executive team is full of industry veterans that have made a career out of helping entrepreneurial and independent companies stand out from the competition. Our immense practical and first-hand knowledge fosters an environment of trust and ingenuity. Humility is at our core. We're not driven to be the biggest – we're driven to protect, nurture, and bring the best out of our clients' businesses.



OUR MISSION



WE HAVE ASSEMBLED THE MOST EXPERIENCED DESIGNERS, DEVELOPERS, AND OPERATORS IN THE HISTORY OF LIVE ENTERTAINMENT AND VENUES.

OVG, MSG, AZOFF MUSIC, LIVE NATION, DELAWARE NORTH, ICON VENUE GROUP AND POPULOUS HAVE ALL COME TOGETHER AND MADE SEATTLE AND NASC OUR SINGLE HIGHEST PRIORITY.

MADISON SQUARE GARDEN

MSG is a world leader in live sports and entertainment that presents and hosts a broad array of world-class events – including concerts, sporting events, family shows and special events – in an unparalleled mix of celebrated venues that span four of the nation's largest entertainment markets. Those venues are: New York's Madison Square Garden, The Theater at Madison Square Garden, Radio City Music Hall and Beacon Theatre; The Forum in Inglewood, CA; The Chicago Theatre; and the Wang Theatre in Boston.

In addition, MSG has a diverse collection of properties that includes some of the most widely-recognized sports franchises: the New York Knicks (NBA), the New York Rangers (NHL) and the New York Liberty (WNBA), along with two development league teams – the Westchester Knicks (NBADL) and the Hartford Wolf Pack (AHL). The Company also features popular original entertainment productions – the Christmas Spectacular and New York Spectacular – both starring the Radio City Rockettes, and through Boston Calling Events, which produces outdoor festivals, including New England's premier Boston Calling Music Festival.



OWNERSHIP



TIM LEIWEKE, Chief Executive Officer, OVG

As one of the most powerful visionaries in sports and entertainment, he may have had the greatest impact on the industry in the last quarter century.

Co-founder of OVG, Tim Leiweke is a leader and veteran in the sports and entertainment industry with over 30 years experience spanning multiple teams, leagues, and facility developments around the world. No one else has been recognized on both the Billboard Top 100 People in the Music Business and the Most Influential Sports Executives by the Sports Business Journal in the same year. In addition to creating Coachella and other iconic music festivals, he has also been part of Championship teams in the NBA, NHL, MLS, AHL, and DEL. Due to his consistent and devoted passion to community programs, Leiweke has been recognized and supported such charitable organization as the City of Hope, Anti-Defamation League, Paras Los Ninos, Los Angeles Sheriffs Youth Organization, Children's Hospital Los Angeles, Covenant House Toronto, Giants of Africa, and many others spanning many important causes.

- Co-founded Oak View Group in 2015
- Former President and CEO of Maple Leaf Sports and Entertainment with the following properties in its portfolio: NHL Toronto Maple Leafs, NBA Toronto Raptors, MLS Toronto FC, Air Canada Centre, Ricoh Coliseum, Maple Leaf Square, BMO Field
- Served as President and CEO of Anschutz Entertainment Group (AEG).
 - Acquired / merged 50+ sports and entertainment companies
 - Responsible for development of the Staples Center, home of Lakers, Kings and Clippers
 - Key to creation of L.A. LIVE, a 4MM sq. ft. sports, residential and entertainment district adjacent to Staples Center and the Los Angeles Convention Center
- Led the \$2.5B development that includes Club Nokia, a 2,300 capacity live-music venue, Microsoft Theatre, L.A. Live, a 7,100-seat live theatre; and a 54-story, 1,001-room convention headquarters destination, featuring Ritz-Carlton and JW Marriott hotels, along with 224 luxury condominiums
- Founded and created AEG Facilities, with over 100 facilities under management worldwide
- Served as President of the Denver Nuggets
- Served as Vice President of the Minnesota Timberwolves inking first naming rights deal in sports with Target Center (1989)
- Youngest GM in professional sports, MISL's Baltimore Blast, 1980



IRVING AZOFF, Co-Founder, OVG

The music industry's mega manager has become synonymous with the entertainment industry.

As a significant member of OVG's advisory board, Irving Azoff contributes his industry experience and vast network of contacts. In 1974, Azoff founded Front Line Management and became the exclusive manager for the likes of Jimmy Buffet, Journey, Jon Bon Jovi, and Van Halen. Azoff is also responsible for turning MCA Music Entertainment Group's fortunes around when he served as the label's Chairman and CEO. After leaving MCA to join Warner Music Group, Azoff created Giant Records and ran it for several years before deciding to return to managing artists. In 2008, Ticketmaster acquired Front Line Management, a management company that Azoff founded and served as the CEO. Azoff became the CEO of Ticketmaster as part of the acquisition. The same year, Azoff was awarded Advertising Age's Marketer of the Year. From there, Azoff added Chairman of Live Nation to his long list of titles. The following year, Billboard named him the most powerful person in the music industry.

In 2013, Azoff announced a joint venture with The Madison Square Garden Company, Azoff MSG Entertainment. Azoff serves as the company's Chairman, CEO, and as a consultant to all MSG-managed venues (e.g. The Forum). In addition to the music and live entertainment industry, Azoff has been involved in film production which includes movies like Fast Times at Ridgemont High, Urban Cowboy, Jack Frost, Inkwell, and Above the Rim.

- Co-founded Oak View Group in 2015
- Chairman and CEO of Azoff MSG Entertainment
- Former CEO of Ticketmaster Entertainment, which included Front Line and Warner Music Group
- Named Marketer of the Year by Advertising Age in 2008
- Co-produced Fast Times at Ridgemont High, Urban Cowboy, Jack Frost, Above the Rim
- Served as President of MCA Records Group and credited for turning around the label's fortunes
- In 1974, Irving created Front Line Management and became the sole manager for The Eagles, Steely Dan, Jimmy Buffett, Boz Scaggs
- Began managing The Eagles in 1972



**We have assembled the most experienced designers, developers,
& operators in the history of live entertainment and venues.**

**FACILITY
DEVELOPMENT**

ICON VENUE GROUP

POPULOUS

OVG

AEG

MLSE

MSG

The Garden

The Forum

**FINANCIAL
COMMITMENT**

GOLDMAN SACHS

MSG & OVG

LIVE NATION

DELAWARE NORTH

**CONTENT
CREATION**

NHL/NBA RELATIONSHIPS

CAA

Tim Leiweke

Irving Azoff

Peter Luukko

MSG

Delaware North

FAMILY SHOWS

OVG

Peter Luukko

MUSIC

Irving Azoff

MSG

Live Nation

**OPERATIONS &
MANAGEMENT**

OVG

Tim Leiweke

Irving Azoff

Peter Luukko

Lance Lopes

MSG

The Garden

The Forum

DELAWARE NORTH

LIVE NATION

**ADVISORY
BOARD**

BRIAN SIMS

Vice President, Tabor 100

MELINDA GIOVENGO

Executive Director, YouthCare

MONISHA HARRELL

Community Activist

AMY GROTEFENDT

Transportation Consultant
and Neighborhood Resident

JESS JUANICH

Member, Seattle Youth
Commission

PEARL JAM

**PROJECT
TEAM**

ICON VENUE GROUP

POPULOUS

PARAMETRIX

GOTTLIEB CONSULTING

STRATEGIES 360

ECONORTHWEST

PERKINS COIE

HILLIS CLARK

GIBSON DUNN

PREVENT ADVISORS

DELAWARE NORTH

HISTORIC RESOURCES
GROUP



NEW ARENA AT SEATTLE CENTER "NASC"

OUR MISSION



1. We can rebuild a new, world-class arena at Seattle Center that will be one of the best facilities for both the NBA and NHL.
2. We can accomplish this while still honoring and respecting the history and tradition of the Seattle Center by preserving the historic design of the original Seattle Center Coliseum.
3. We will be mindful and focused on improving our impact on traffic and parking in the neighborhood. OVG will engage with our neighbors in Uptown and Seattle Center to maintain and advance its goal to be an important arts and cultural district.
4. We will be a mirror image of the community we represent by embracing diversity and using this platform to help our local community and those in need. We are committed to living wage, local hiring, MBE/WBE participation, apprentice programs and local hiring diversity initiatives.
5. We will be a world-renowned building, honoring Seattle's unique place as a leader in technology, environment, and diversity. We are committed to environmentally sustainable programs and will pursue LEED certification.
6. This transformational project will be a precedent setting development for its design and operational program for safety, security and counterterrorism, which will be the first of its kind for our city and our fans.
7. We will design and operate NASC to be a top content and live entertainment destination. We will partner with the leading content promoters, creators, managers, and operators on the planet. NASC will be one of the most recognized music and sports venues in the world.
8. NASC will be a public/private partnership, with the private sector taking the financial risk by providing the capital and taking responsibility for ongoing operations. The taxpayers will never be financially at risk or experience any additional financial burden to operate the facility.
9. NASC will secure Seattle Center's legacy as Seattle's epicenter for future generations, generate significant economic growth for the City, and save the City tens of millions of dollars in renovation expenses for the current KeyArena.
10. We have prioritized the preservation of the iconic landmark design features of the roof line and support structure. Future generations will continue to recognize the iconic façade and be able to embrace the historic foundation on which we will build our transformational arena project.
11. We will be of Seattle, by Seattle, for Seattle, and from Seattle. WE ARE SEATTLE. We will honor its unique culture, brand, and traditions. To date, we have partnered with YouthCare to try and end teenage homelessness in Seattle, both with a financial commitment of millions of dollars, but more importantly, our commitment to create meaningful programs that strive for the betterment of at risk youth.
12. We have assembled the most experienced designers, developers, and operators in the history of live entertainment and venues.
13. We will provide Seattle its best opportunity to secure an NHL team and, if available, an NBA team. We have the most respected group of operators in sports. The economics of the building will be shared and in line with a potential team.
14. OVG, MSG, Azoff Music, Live Nation, Delaware North, ICON, and Populous have all come together and made Seattle and NASC our single highest priority.
15. We will commit to spending over \$20 million over the next 20 years on initiatives that are important to our neighbors, Seattle Center, and the City.



KEY PERSONNEL



PETER LUUKKO

Co-Chairman of the OVG Arena Alliance

- Named Co-Chairman of the Arena Alliance, a subsidiary of OVG in 2016
- Appointed Executive Chairman of the Florida Panthers Hockey Club and Sunrise Sports and Entertainment, 2015
- Former President and Chief Operating Officer of Comcast-Spectacor, L.P. for over 25 years
- Served as a member of the NHL Board of Governors and played an instrumental role in the Philadelphia Flyers participating in two Winter Classics and hosting the 2014 NHL Draft
- Served as a member of the NBA Board of Governors and played an instrumental role in Philadelphia hosting the 2002 NBA All-Star Weekend.
- Managed Comcast-Spectacor's facility-management business with over 125 sports arenas, stadiums and convention centers. Responsible for the expansion of Comcast-Spectacor's broad range of businesses
- Under his leadership, Comcast-Spectacor drew several high-profile events to Philadelphia, including the 2000 Republican National Convention, the 2000 NCAA Women's Final Four, the 2001 NCAA Men's East Regionals, the 2001 and 2002 X-Games, the 2008 U.S. Olympic Team Trials for Gymnastics, the 2011 NCAA Wrestling Championships, the 2014 NCAA Frozen Four and numerous other marquee sports and entertainment events.



FRANCESCA BODIE

Vice President of Business Development, OVG

- Vice President of Business Development at OVG
- Led day-to-day operations of AEG's efforts to secure a NFL team for the City of Los Angeles including entitlement of the proposed event center, Farmers Field.
- Specialization in digital strategy and communication, stadium and facility design drawings
- Participation in securing one of the largest sports naming rights deals with Farmers Insurance reported at \$700MM
- Creation, implementation, and oversight of experiential marketing created for the L.A. LIVE campus for brands like Nike, ESPN, NCAA and Budweiser
- Worked for Jon Bon Jovi and partners to purchase the Buffalo Bills NFL franchise including relocation, new stadium, sponsorship, ticket sales, and financing analysis
- Overseeing day to day operations for Miami Beckham United MLS including the structuring of the public private partnership with the City and County of Miami and the launching of the expansion team
- Oversees capital investment on behalf of OVG and the ongoing operations of those business units
- Board Member for Sport Techie and Board Observer for Appetize



LANCE LOPES

Director of Special Projects, OVG

- Named Director of Special Projects of OVG in 2016
- Former Associate Athletic Director, University of Washington
- Former Executive Vice President and General Counsel of Seattle Seahawks, Seattle Sounders FC and First & Goal, Inc., 2001 to 2014
- Served on original management team of Stubhub in 2000
- Vice President and General Counsel of Green Bay Packers, 1993-2000
- Attorney at Hessel Fetterman in Seattle, Washington



CHRISTINA Y. SONG

General Counsel, OVG

- Named General Counsel of OVG in 2016
- Former Vice President, Business and Legal Affairs, Sports Operations at Madison Square Garden for more than nine years.
- Over 15 years of experience in the sports and entertainment industry



KEY PERSONNEL

NED COLLETT

Vice President, OVG Arena and Stadium Alliance

- Named Vice President of Arena and Stadium Alliance, a subsidiary of OVG in 2015
- Former Managing Partner of TourWorks; an agency specializing in venue programming, content development, and tour routing and production
- Former CEO of Pure Management Group where he led the vision and overall operation for one of the largest nightlife companies in Las Vegas with \$80MM in gross revenues yearly, 1,000+ employees, and 11 properties
- Former Executive Vice President, Venues of Live Nation Entertainment where he planned and directed all aspects of the Venue Division's operational policies, objectives and initiatives with \$300MM annual gross revenue for the division with 300 full-time and 28,000 part-time employees at 110 venues nationally.

EVELYN TAYLOR CARRION

Vice President of Special Events and Family Shows, Madison Square Garden Company

- Currently serving as Vice President of Special Events and Family Shows for the Madison Square Garden Company
- Responsible for all award show bookings at The Forum, including iHeartRadio Music Awards, Nickelodeon Kids' Choice Awards, Teen Choice Awards, American Country Countdown Awards, and the MTV Video Music Awards
- Liaison between The Forum and all eSports company and events, including E3, Activision, Riot Games, and EA Sports
- Contact for all family related shows at The Forum, including Feld Entertainment, Cirque du Soleil, and The Road Company
- Worked in special events at Universal Orlando, Universal Studios Hollywood and AEG for 20 years prior to joining the Madison Square Garden Company

RAY WADDELL

Vice President of Media and Conferences

- Named Vice President of Media and Conferences for OVG in December of 2016
- As Senior VP, Media & Conferences, Waddell steers OVG's expanding portfolio of media properties, including Venues Today print publication, venuetoday.com, the e-newsletter, VT Pulse, as well as the company's directories and conferences; and the company's investment in sports technology media company Sport Techie
- Oversees existing conferences within the OVG platform, as well as launching new events targeting the venue, touring, sports and entertainment sectors

DAN GRIFFIS

President of Narrative Partners

- Named President of Narrative Partners, a division of OVG in 2015
- Former Vice President of Marketing and Officer of Target Corporation and controlled a \$350MM marketing budget centered around Sports, Entertainment and Fashion
- Coordinated \$650MM/year vendor income for Target from 350+ brands
- Named one of 2015's most Innovative People in Experiential Marketing
- Former Vice President of Chip Ganassi Racing Teams, Inc. with over \$750MM in sponsorship sales with the team in ten years

RYAN VOGT

Senior Account Executive, Narrative Partners

- Named Senior Account Executive of Narrative Partners, a division of OVG in 2016
- Leads sponsorship and partnership opportunities for OVG's Arena Alliance
- Former licensing and endorsement agent at Creative Artists Agency (CAA) with focus on large brand deals for its talent roster
- Began sales career at IBM as an enterprise hardware and software representative for Wall Street clients

AMY GASKIN

Head of Partnership Development of Narrative Partners

- Named Head of Partnership Development of Narrative Partners, a division of OVG in 2016
- Specialization in sports and entertainment strategy development, activation and execution, event marketing, account management, and sponsorship portfolio management
- Previously employed at JPMorgan Chase & Co., leading the firm's marquee partnership with The Madison Square Garden Company, spanning multiple teams and venues, in addition to the company's partnership with the New York Jets and the New York Giants
- Led JPMorgan Corporate Challenge, the world's longest running and most successful corporate/social 5k road race, attracting over 255,000 runners from over 7,500 companies in 13 cities throughout the world.
- 12 years at the National Basketball Association (NBA) Global Merchandising and Marketing Partnerships group managing global partners such as Adidas and Coca-Cola.

ERIC GARDNER

Director of Booking, OVG

- Named Director of Booking for OVG in 2016
- Leads booking of concerts and special events for the OVG Arena & Stadium Alliance
- Former Booking & Operations Manager at Aregan Group for Venue Coalition and Gridiron Stadium Network
- Previous experience in artist management, venue consulting, and tour management around the world

DEVELOPMENTS

OVG RELEVANT DEVELOPMENTS

Even though OVG was founded in 2015, our company's combined development experience is unprecedented and our industry knowledge uniquely positions us as leaders in the development of sports and entertainment facilities. OVG is currently underway in the development of a new arena in New York State for the Islanders NHL franchise and a new MLS Stadium in Miami-Dade County for David Beckham's expansion team. Additional examples of projects that were led by Tim Leiweke (as President and CEO of AEG and Maple Leaf Sports), and OVG's partners MSG, Lance Lopes, Tim Romani (ICON), and Chris Carver (Populous) include:

The Forum - Inglewood, California

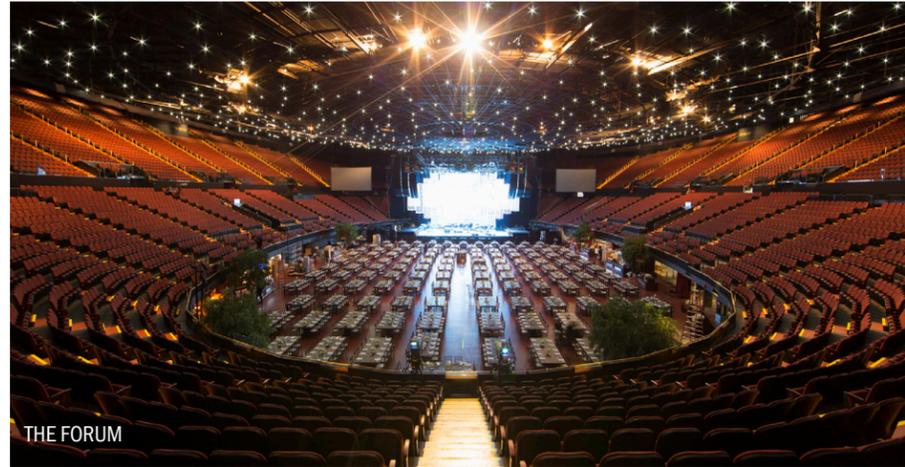
The Forum is a multi-purpose indoor arena located in Inglewood, California that was acquired by the Madison Square Garden Company in 2012. Soon after the acquisition, MSG undertook a \$100M revitalization project and reopened the arena to great success in January 2014. The goal of this project was to bridge The Forum's iconic past with the cutting-edge technology and amenities of today. Renovations included the arena's new name as "The Forum, presented by Chase" to represent its sponsor, Chase Bank, state-of-the-art lighting, audio, and visual features, new seating, premier food and beverage amenities, and the return of its classic, red exterior. Such improvements helped make The Forum the country's largest and most significant indoor music and entertainment venue. As part of the project, the Forum was recognized as a historic landmark. Today, the Forum is the leading concert arena in Southern California.

Sprint Center - Kansas City, Missouri

Kansas City's Sprint Center is an award winning, multi-purpose indoor arena that has exceeded annual attendance and financial projections since its 2007 opening without having a professional sports franchise as an anchor tenant. The arena was designed with an iconic exterior made of glass with a state-of-the-art interior including best in technology and amenities. Sprint Center's unique public and private partnership between AEG and Kansas City has helped revitalize the downtown atmosphere, bringing in over nine million guests for over 950 events.

The O2 - London, England

The O2 is a redevelopment entertainment complex located within the former Millennium Dome located in South East London, England. The O2 consists of an indoor arena, music club, Cineworld movie theater, exhibition space, and a wide variety of bars and restaurants. The iconic façade of the exterior tent structure created by the government stayed entirely intact and all of the entertainment district amenities were built within the structure without obstruction of the exterior.



TIM LEIWEKE RELEVANT DEVELOPMENTS

As the former President and CEO of AEG from 1996 to 2013, Leiweke was intimately involved with the development and operation of AEG's many sports and entertainment venues during his tenure. Such venues include the StubHub Center (formerly Home Depot Center), O2 Arena London, Staples Center, Mercedes Benz Arena in Shanghai, LA Live, and O2 World Berlin.

While Leiweke's was acting CEO of Maple Leaf Sports and Entertainment (MLSE) from 2013 to 2015, he was responsible for the streamlining of MLSE's operations and improved efficiency of senior management including the transformation of culture and personnel of the NBA Toronto Raptors, NHL Toronto Maple Leafs, and MLS Toronto FC. Leiweke led the \$130MM renovation of the MLS Stadium, BMO Field without disrupting the team's games and season. Also, Leiweke redefined the NBA training center for the Toronto Raptors by building a state-of-the-art training center with advancements in health, fitness, and sports data analytics.

LANCE LOPES RELEVANT DEVELOPMENTS

Lance Lopes served as the owner's representative on the \$65MM Seahawks Practice Facility on the shores of Lake Washington. He also participated in the redevelopment of Lambeau Field and the execution of the WAMU Theater design and installation at the CenturyLink Field Event Center.

CHRIS CARVER RELEVANT DEVELOPMENTS

Chris Carver is one of Populous' founding senior principals as well as the Design Director for its sports and public assembly facilities. Carver's design leadership and expertise ranges from programming, site studies, master planning, production of contract documents, contract administration, and post-occupancy evaluation. The arenas which he has been involved with include the Amway Center, Pepsi Center, and United Center to name a few.

TIM ROMANI RELEVANT DEVELOPMENTS

Tim Romani is the Founder and CEO of ICON Venue Group, as well as Romani Group, Inc. Romani has over 26 years of experience as a Facility Development Executive and manages a portfolio worth more than \$6B. He has developed sports, entertainment, and public assembly projects from every professional sports league. A few of Romani's projects include the Pepsi Center, Golden 1 Center, Wrigley Field Restoration, U.S. Bank Stadium, and The O2.



PROPOSER INFORMATION



HIS INNOVATIVE AND SOPHISTICATED APPROACH TO PROJECT MANAGEMENT HAS REVOLUTIONIZED THE WAY SPORTS PROJECTS ARE DELIVERED.

TIM ROMANI

Chief Executive Officer, ICON Venue Group

Tim Romani is the founder and Chief Executive Officer of ICON Venue Group, a Denver-based Project Management / Owner's Representative firm in the sports, entertainment and public assembly industry. ICON has demonstrated expertise in designing, constructing, commissioning, and operating projects for NFL, NBA, NHL, MLB, and MLS franchises totaling more than \$6 billion in the North America and Europe. Having served as Executive Director of two stadium authorities in Chicago and Denver, he is a proven public sector executive skilled in guiding large, high-profile projects through complex political landscapes. Tim has managed the development of some of the most well-recognized sports and entertainment venues in numerous national and international markets. With offices in Denver and Charlotte, Tim is responsible for guiding strategic direction and new initiatives for the company and leading its domestic and international business development efforts.

Tim's innovative and sophisticated approach to project management, particularly in the focus areas of Preconstruction and Project Controls has revolutionized the way sports projects are delivered. Establishing, communicating and managing cost and schedule mandates is the hallmark of how ICON Venue Group operates on behalf of its clients and sets ICON apart from all other firms.

- Rogers Place, Edmonton
- Golden 1 Center, Sacramento
- T-Mobile Arena, Las Vegas
- The O2, London
- Milwaukee Bucks Arena, Milwaukee
- Pepsi Center, Denver
- PPG Paints Arena, Pittsburgh
- Prudential Center, Newark
- Vivint SmartHome Arena Renovation, Salt Lake City
- AT&T Center, San Antonio
- Staples Center Renovation, Los Angeles
- Mercedes Benz Arena, Berlin
- Citizens Business Bank Arena, Ontario
- Chesapeake Energy Arena Renovation, Oklahoma City
- Sprint Center, Kansas City
- Gila River Arena, Glendale

ICON VENUE GROUP & POPULOUS

Tim Romani, Chief Executive Officer of ICON Venue Group and Chris Carver, Senior Principal and Founder of Populous, have a professional relationship spanning more than 25 years. ICON and Populous have worked together on 16 sports venues, with ten of those being construction or renovation of arenas.



HIS DESIGN LEADERSHIP IS EVIDENT IN MANY AWARD-WINNING STADIUMS AND ARENAS.

CHRIS CARVER

Senior Principal / Founder, Populous

Chris Carver is a founding senior principal of Populous and the Design Director for the firm's sports and public assembly facilities. His design leadership is evident in many award-winning stadiums and arenas. His range is extensive; he has been involved with programming, site studies, master planning, design, production of contract documents, contract administration and post-occupancy evaluation.

Chris' design experience includes work on numerous large-scale, NBA and NHL arenas such as Amway Center, home to the NBA Magic, the Pepsi Center in Denver, home to the NBA Denver Nuggets and NHL Colorado Avalanche and the United Center, the 21,500-seat arena for the NHL Chicago Blackhawks and NBA Chicago Bulls.

- T-Mobile Arena, Las Vegas
- Sprint Center, Kansas City
- Amway Center, Orlando
- Mercedes Benz Arena, Berlin
- London O2 Arena, London
- Toyota Center, Houston
- Prudential Center, Newark
- Philips Arena, Atlanta
- Pepsi Center, Denver
- Bridgestone Arena, Nashville
- Gila River Arena, Glendale
- United Center, Chicago
- Xcel Energy Center, St. Paul
- Honda Center, Anaheim
- Bradley Center Arena, Milwaukee
- The E Center, West Valley
- Hannover Arena, Hannover
- Puerto Rico Stadium Design, San Juan

PROPOSER INFORMATION



ICON VENUE GROUP

ICON Venue Group is the leading Owner's Representative firm in the sports, entertainment and public assembly industry. By merging the Client's vision with our project delivery expertise, ICON becomes the unified Owner voice throughout every step of development. From activation of a new project, through final completion and commissioning, ICON remains a strong and consistent advocate. The ICON team is at the center of interaction that occurs between the Owner and all other project stakeholders.

ICON provides a full spectrum of venue development services to some of the largest public and private sector clients in the industry, including project feasibility, financing, site selection and acquisition, facility programming, design development, construction phase management, project communications, venue commissioning and sponsorship marketing and sales.

DIFFERENCE

Maintaining a distinct and invaluable position in the facility development industry, the ICON executive leadership team has served directly in the Owner position for public and private organizations. This experience gives the firm the unique ability to provide expertise based on years of universal accountability for cost, schedule and the functional and financial performance of its projects. ICON has managed several of the most successful stadium and arena projects in the world and has experience in designing, constructing, commissioning and operating projects for NBA, NFL, NBA, MLS and MLB franchises totaling more than \$6 billion.

EXPERTISE

ICON possesses specific expertise in facility feasibility, finance, planning, programming, design, construction and operations. The firm has unparalleled knowledge of sports facility systems, equipment and operations, food and beverage contracts and implementation, FF&E procurement and installation, event management and league-related issues.

ICON has directly solicited, negotiated and secured major naming rights contracts with clients such as INVESCO and Pepsi. The firm has completed category-exclusive sponsorships, concession contracts, and contractually-obligated-income transactions and successfully negotiated and documented several development agreements involving state and municipal governments. ICON also has experience negotiating leases between professional sports teams and venue owners.

COMMITMENT

Due to ICON's unique experience as the Owner and Client, the firm embraces accountability for all aspects of a project. Unlike the pure "consultants" in the industry, ICON's team understands the intensity that accompanies ultimate accountability for major projects. Our commitment to each client and project is founded in that perspective.

ICON is the most skilled and trusted resource in the sports and entertainment facility industry. Energy, expertise and passion are cornerstones for developing successful venues, and our team commits fully on every project.



ICON'S RECENT RELEVANT DEVELOPMENTS

ROGERS PLACE - EDMONTON, ALBERTA

The arena is the centerpiece of a downtown revitalization project. Among its many significant features are a lower bowl of over 9,000 seats, terrific sightlines, wide concourses and the latest in technology. The arena is the first LEED® Silver-certified NHL Facility in Canada and features the largest centre-hung high definition arena scoreboard in the NHL.

GOLDEN 1 CENTER - SACRAMENTO, CALIFORNIA

This project includes several impressive features such as five-story-tall aircraft hangar doors, enabling an open-air environment, and the NBA's first 4k videoboard. The arena is the first indoor sports venue to earn LEED® Platinum designation, the highest level of global recognition for environmentally conscious buildings and organizations.

T-MOBILE ARENA - LAS VEGAS, NEVADA

The new arena is the first sports and entertainment facility in Las Vegas to achieve a prestigious LEED® Gold Certification and brought the city its first Major League professional sports team, the Golden Knights, a National Hockey League expansion team.

MILWAUKEE BUCKS ARENA - MILWAUKEE, WISCONSIN

ICON is serving as Representative for a new multi-purpose arena and plaza in downtown Milwaukee, which will serve as the future home of the Milwaukee Bucks. The vision is a world-class venue designed for maximum flexibility and year-round use that will revitalize downtown Milwaukee and spur growth and development throughout the region.

VIVINT SMARTHOME ARENA RENOVATION - SALT LAKE CITY, UTAH

As Owner's Representative for the Larry H. Miller Group, owner of the Utah Jazz, ICON is helping transform Vivint SmartHome Arena into the premier sports and entertainment venue of the Intermountain West with a \$125 million renovation. The renovation will make the 25-year-old arena a world-class venue for another 30 years.

AT&T CENTER RENOVATION - SAN ANTONIO, TEXAS

ICON managed the renovation of AT&T Center, home of the San Antonio Spurs, which enhanced the fan experience at all levels of the arena. Technology enhancements were a key area of focus and the centerpiece was a new center-hung video board that provides a state-of-the-art, high-definition display and has more than four times the viewable area of the previous board.



PROPOSER INFORMATION

POPULOUS®

POPULOUS

Since our inception in 1983, Populous has grown into the world's leading design firm dedicated exclusively to creating environments that draw people and communities together for unforgettable experiences. In the world's top cities and on more than 130 university campuses we have designed more than 2,500 projects worth \$40 billion. Our designs for places like the London Olympics, T-Mobile Arena and the Super Bowl have created emotional connections between people and the civic sports and entertainment places and events they love. The top communities entrust Populous to help build their brands through design.

Our unrivaled knowledge - both visionary and technical - is unveiled through comprehensive planning and design services with experiential design at the core.

Our focus includes not just the individual buildings that define a community, such as sports architecture, conference and exhibition center architecture or aviation design, but also the urban fabric that weaves these buildings together. We offer architecture, landscape architecture, interior design, environmental graphics and wayfinding, event planning and overlay, urban planning and sustainable design consulting from offices on four continents, with primary locations in New York, San Francisco, Denver, Kansas City, Boston, London and Brisbane.



We have been recognized 200 times over with global design awards, including three national American Institute of Architects awards. We also have been listed three times as one of Fast Company Magazine's most innovative companies.

Every community has a story to tell – it is our mission to give life to those stories through design. We are the people who create the places where communities unite.

Bolstered by 34 years of focused experience in the world of sports and entertainment venue architecture, no other firm understands arena design innovation like Populous. We truly believe in creating environments that draw people and communities together for unforgettable experiences.

With a portfolio of 18 NBA/NHL arenas and 85 civic/university arenas, our expertise is unmatched; and with a staff of more than 300 solely focused on delivering the next generation of great sports and entertainment venues, our passion for these experiences is unrivaled.

What makes our work unique and rewarding is our singular focus on the experience each fan has – from the moment they arrive to long after they leave. Arena design is an opportunity to create an interconnected experience, one that combines the latest in technology, brand activation and experiential design, with a truly authentic experience. We view this as an opportunity to tell the story of your brand, your team and your city through a design that is iconic and powerful.

POPULOUS' RECENT RELEVANT DEVELOPMENTS

NHL / NBA ARENAS

- Air Canada Centre, Toronto, Ontario, Canada
- Amway Center, Orlando, FL
- Bankers Life Fieldhouse Renovation, Indianapolis, IN
- BMO Harris Bradley Center, Milwaukee, WI
- Bridgestone Arena, Nashville, TN
- Centre Videotron, Quebec City, Canada
- Gila River Arena, Glendale, AZ
- Honda Center, Anaheim, CA
- Las Vegas Arena, Las Vegas, NV
- Milwaukee Arena, Milwaukee, WI
- Pepsi Center, Denver, CO
- Philips Arena, Atlanta, GA
- PPG Paints Arena, Pittsburgh, PA
- Prudential Center, Newark, NJ
- Sprint Center, Kansas City, MO
- Toyota Center, Houston, TX
- United Center, Chicago, IL
- Xcel Energy Center, St. Paul, Minnesota

GLOBAL ARENAS

- Darling Harbour Live - The Theater, Sydney, Australia
- Leeds Arena, Leeds, United Kingdom
- Margaret Court Arena Redevelopment, Melbourne, Australia
- Mercedes-Benz Arena, Berlin, Germany
- Nanjing Sports Park, Nanjing, China
- O2 Arena, Dublin, Ireland
- O2 Arena, London, England
- Philippine Arena, Manila, Philippines
- Taipei Dome, Taipei, Taiwan
- Wukesong Arena, Beijing, China

PROPOSER INFORMATION



AN EXPERIENCED TEAM

16

ICON VENUE GROUP AND POPULOUS HAVE WORKED TOGETHER ON 10 ARENA PROJECTS AND 16 TOTAL SPORTS VENUE PROJECTS.



C PROPOSER FINANCIAL INFORMATION

Provide proof of the financial capacity of the proposer entity to perform the Project such as credit information regarding the proposer entity, credit references for the proposer entity, and relevant audited financial statements of the proposer entity. Note to proposers: under the Development and Lease Agreements, the City reserves the right to require a guaranty or other form of recourse liability from any entity on which the Selected Proposer relies upon for financial capacity.



FINANCIAL INFORMATION



DAVID O'CONNOR
PRESIDENT & CEO

April 6, 2017

Mayor Edward B. Murray
City of Seattle
Seattle, WA 98124

Dear Mayor Murray:

On behalf of The Madison Square Garden Company (MSG), I am writing to you with respect to OVG's proposal to restore the acclaimed KeyArena. We believe OVG, led by the renowned sports and entertainment executive, Tim Leiweke, is uniquely capable of successfully undertaking this project, which we have no doubt will help create a thriving destination for Seattle.

MSG is a world leader in live experiences comprised of legendary sports teams, exclusive entertainment productions and celebrated venues. MSG owns and operates original sports franchises – the New York Knicks of the NBA and the New York Rangers of the NHL – which today are two of the most recognized teams in professional sports. Our diverse collection of assets also includes an unparalleled mix of renowned venues that span four of the nation's largest entertainment markets. Individually, these venues are each premier showplaces with a loyal following of fans, performers and events. Taken together, they represent an unmatched collection of venues that serve as extraordinary settings for unforgettable and defining moments.

We are particularly proud of our proven track record of transforming and revitalizing these iconic venues. In 1999, we completed our acclaimed \$70 million restoration of the national landmark, Radio City Music Hall. The famed Beacon Theatre debuted in 2009 after a seven-month project that returned the venue to its original 1929 grandeur. This was followed by our \$1.1 billion, top-to-bottom transformation of the Madison Square Garden arena, which was completed in 2013. And in 2014, we reopened the legendary Forum, following an extensive \$100 million revitalization project that we completed in partnership with the City of Inglewood. With each of these restorations, we were able to bridge the venue's iconic history with cutting-edge technology and first-class amenities, improving the experience for everyone who walks through their doors. In 2016, we announced our latest project – building a next-generation large-scale entertainment venue in Las Vegas in partnership with the Las Vegas Sands Corp., the parent company of The Venetian and The Palazzo.

In addition to growing our venue portfolio, MSG has also continued to explore external strategic alliances that strengthen our position in sports and entertainment. In 2013, MSG partnered with the legendary music industry executive, Irving Azoff, to form Azoff MSG Entertainment (AMSGE), a new music, media and entertainment company focused on changing the landscape for both artists and fans. AMSGE operates a number of businesses, including a leading music management company representing artists such as John Mayer, Jon Bon Jovi, Fleetwood Mac, the Eagles, Meghan Trainor, Gwen Stefani and Harry Styles.

In 2015, AMSGE partnered with Mr. Leiweke to form Oak View Group (OVG), a company whose mission is to transform the sports and entertainment facilities industry. To help drive that mission, OVG created the Arena Alliance, an unprecedented national network of arenas that uses the collective resources and expertise of its members to benefit the entire group. This invitation-only alliance is made up of 26 of the most significant sports and entertainment arenas in

THE MADISON SQUARE GARDEN COMPANY
TWO PENNSYLVANIA PLAZA, NEW YORK, NY 10121-0091
TEL 212-631-5151 | doc@msg.com

North America, including our own venues in NY and LA, as well as venues in most of the nation's other major markets, such as the United Center in Chicago, the Verizon Center in DC, TD Garden in Boston, the new Warriors Arena in San Francisco and American Airlines Center in Dallas.

A successful transformation of KeyArena would be a tremendous opportunity for OVG to fulfill its mission, and we are fully supportive of OVG in its redevelopment objectives in Seattle. Further, MSG has significant liquidity and financial resources (we are a public company listed on the New York Stock Exchange, and our financial statements are available through our website and public filings). Accordingly, MSG is confident that it could provide financial support for the project (which would, of course, be subject to our satisfaction with the deal terms and other customary conditions).

MSG has seen firsthand how the revitalization of an historic venue can directly lead to the revitalization of a community – as it becomes a meaningful gathering place that forges deep and enduring connections with audiences. We are honored to support this worthy goal for Seattle, through OVG and in partnership with Tim Leiweke – the executive who, over the last 20 years, is directly responsible for more arena development throughout the world than anyone else.

Please do not hesitate to contact us if you have any questions or would like to discuss further.

Sincerely,

David O'Connor
President and Chief Executive Officer
The Madison Square Garden Company

THE MADISON SQUARE GARDEN COMPANY
TWO PENNSYLVANIA PLAZA, NEW YORK, NY 10121-0091
TEL 212-631-5151 | doc@msg.com

CREDIT INFORMATION AND REFERENCES:

Oak View Group LLC and The Madison Square Garden Company will meet with representatives appointed by the City to provide any additional information regarding credit references for either entity.

RELEVANT AUDITED FINANCIAL STATEMENTS:

Oak View Group LLC and The Madison Square Garden Company will meet with City appointed representatives to provide any additional information regarding audited financials for either entity. Please also note that The Madison Square Company (MSG) is a publicly traded company and financials are publicly listed.



D REFERENCES

Provide references, with contact information, for parties with whom proposer has worked on projects similar to the Project.



FINANCIAL INFORMATION

Goldman, Sachs & Co. | 200 West Street | New York, New York 10282
Tel. 212-902-1000



PERSONAL AND CONFIDENTIAL

April 7, 2017

Oak View Group
1100 Glendon Avenue, Suite 1000
Los Angeles, CA 90024
Attn: Tim Leiweke and Francesca Bodie

Ladies and Gentlemen:

You have advised Goldman, Sachs & Co. ("GS&Co" and together with its affiliates, "Goldman Sachs") that Oak View Group (the "Company") is submitting a proposal to the Office of Economic Development ("OED") of the City of Seattle (the "City") to redevelop and operate KeyArena at Seattle Center (the "Project"). You have advised us that the Project will be developed by a newly created Arena Company ("ArenaCo") and will be financed from a combination of equity contributed by the Company and/or ArenaCo in cash (the "Equity Contribution"), historic tax credits, tax rebates, and indebtedness of approximately \$150-200 million to be incurred by ArenaCo (i) through the sale or placement of senior and/or subordinated debt securities (the "Securities") and/or (ii) under a senior credit facility (the "Credit Facility"). The amount of indebtedness shown here assumes no NBA or NHL team will be an anchor tenant in the Project. If an NBA or NHL team agrees to be an anchor tenant, the amount of indebtedness under the Securities and/or the Credit Facility may be higher than indicated above, by an amount to be determined by Goldman Sachs in consultation with you at such time. You have consulted with Goldman Sachs concerning the sale of the Securities and the structuring and syndication of the Credit Facility.

In connection with this letter, we have relied without independent verification upon the accuracy and completeness of all of the financial, accounting, tax and other information reviewed by us for purposes of this letter. Based on the information that you have provided to us to date and publicly available information, our analysis of the current market for loans and securities issued by entities engaged in the operation of sports and entertainment facilities and assuming satisfactory market conditions for new issuances of bank loans or debt securities in the loan syndication and capital markets, as applicable, and subject to the immediately succeeding paragraph and such other matters as we consider relevant, we are pleased to inform you that, as of the date hereof, we are highly confident that (i) as sole underwriter, sole initial purchaser and/or sole placement agent, the sale and placement of the Securities can be accomplished by Goldman Sachs and (ii) as sole lead arranger, sole bookrunner and sole syndication agent, the structuring and syndication of the Credit Facility can be accomplished by Goldman Sachs, in each case, as part of the financing for the Project as described above. We are also pleased to inform you that we have received the appropriate internal approvals to issue this letter to you.

Our ability to consummate the sale or placement of the Securities and the structuring and syndication of the Credit Facility is subject to satisfaction of conditions customary for financings of the type contemplated hereby or otherwise deemed appropriate by Goldman Sachs for this transaction, including, without limitation, (i) the satisfactory completion of our due diligence investigation with respect to ArenaCo and the existing KeyArena and such due diligence investigation not disclosing any facts that would alter our current view with respect to any aspect of the Company or the Project, (ii) receipt of feasibility studies related to ticketing, premium seating, and sponsorship revenues including independent third party revenue projections in each case in form and substance satisfactory to Goldman Sachs, (iii) receipt of independent engineer and independent insurance consultant reports in form and substance satisfactory to Goldman Sachs, (iv) the execution of the guaranteed maximum price contract in form and substance satisfactory to Goldman Sachs, (v) the Equity Contribution being in at least an amount in cash that is sufficient, when taken together with the Credit Facility and other sources of funding at closing, to complete construction of the Project, and (iv) our having been provided reasonably acceptable offering documents and reasonable time to market the Securities and the Credit Facility with the assistance of

Oak View Group
April 7, 2017
Page 2

management of the Company and ArenaCo and such other appropriate personnel from OED and the City and/or other Project participants.

Obtaining financing for the Project is inherently subject to uncertainties and contingencies beyond our control; accordingly, this letter is not a commitment by GS&Co. or any of its affiliates to place or purchase the Securities or to place, purchase or provide any loans under the Credit Facility, and there can be no assurance that the sale and placement of the Securities and/or the structuring and syndication of the Credit Facility will in fact be accomplished. Any such commitment would be subject to (i) receipt of internal Goldman Sachs committee approvals, (ii) the terms and conditions of the Securities and Credit Facility and all related documentation with respect to (x) the Securities and the sale and placement thereof and (y) the Credit Facility and the structuring and syndication thereof, in each case, being executed and delivered and satisfactory in form and substance to Goldman Sachs, (iii) the terms and conditions of the Project (including Project costs and the receipt of necessary governmental, regulatory or other third party consents and approvals), the Equity Contribution (including aggregate amount) and all related documentation being in form and substance satisfactory to Goldman Sachs and (iv) satisfaction of other conditions customary for financings of the type contemplated hereby or otherwise deemed appropriate by Goldman Sachs for this transaction. The structure, covenants and terms of the Securities and the Credit Facility will be determined by Goldman Sachs, respectively, in consultation with the Company, based on market conditions at the time of the sale and placement or syndication and on the structure and documentation of the Project. Furthermore, you understand that the terms on which a private placement of the Securities could be arranged may differ from the terms of a public offering of such Securities.

This letter and any written or oral communications provided by us are exclusively for your information and assistance in evaluating the financing of the Project and may not be used, circulated, quoted or otherwise referred to with any other person or for any other purpose; nor is this letter or any such communications or information contained therein to be filed with, included in or referred to in whole or in part in any registration statement, proxy statement or any other document, except in each case in accordance with the prior written consent of GS&Co. Notwithstanding the foregoing, this letter may be shown to OED and the City in conjunction with the Company's response to the Request for Proposals, provided that (i) OED and the City are informed of the confidential nature of the letter and agree to keep this letter confidential (except to the extent such disclosure is required by law), (ii) the letter may not be relied upon by any party for any purpose, and (iii) the full text of this letter is reproduced in the Company's response to the Request for Proposals.

The parties hereto agree that any suit or proceeding arising in respect of this letter or the matters discussed herein will be tried exclusively in any Federal court of the United States of America sitting in the Borough of Manhattan or, if that court does not have subject matter jurisdiction, in any state court located in the City and County of New York, and the Company hereby submits to the exclusive jurisdiction of, and to venue in, such court.

In addition, please note that Goldman Sachs does not provide accounting, tax or legal advice. Notwithstanding anything herein to the contrary, you are authorized to disclose to any person the U.S. federal and state income tax treatment and tax structure of the potential transaction and all materials of any kind (including tax opinions and other tax analyses) provided to you relating to that treatment and structure, without Goldman Sachs imposing any limitation of any kind. However, any information relating to the tax treatment and tax structure shall remain confidential (and the foregoing sentence shall not apply) to the extent necessary to enable any person to comply with securities laws. For this purpose, "tax structure" is limited to any facts that may be relevant to that treatment.

Very truly yours,
GOLDMAN, SACHS & CO.

By: 
Name: Gregory Carey
Title: Managing Director

REFERENCES



James T. Butts, Jr.
Mayor

CITY OF INGLEWOOD OFFICE OF THE MAYOR



April 5, 2017

Mayor Edward B. Murray
City of Seattle
Seattle, WA 98124

Dear Mayor,

My name is James T. Butts, Jr. and I am the mayor of the City of Inglewood. On behalf of the City, I am delighted to share with you our experience in working with Irving Azoff and *The Madison Square Garden Company*, two of the partners in the *Oak View Group*, on the revitalization of the *Forum*. As a long time Los Angeles resident, I am also pleased to share with you my experience in seeing what *LA Live*, a project originated and driven by Tim Leiweke when he was with *AEG*, has done to revitalize downtown Los Angeles.

At the initiative of Irving Azoff, *The Madison Square Garden Company* acquired the *Forum* in June 2012 and I was honored to share the stage with both of them as they announced their plans in 2013 for the revitalization of this beloved venue, which included opening with the legendary Eagles 2 years earlier than what was originally committed by *MSG* to the City of Inglewood.

Inglewood has always had tremendous potential for growth and prosperity, but what we were lacking was a great opportunity. *MSG's* interest in acquiring the *Forum* created that opportunity and our local government worked closely with Mr. Azoff and the *MSG* team to make this dream a reality.

The *Forum* revitalization is the product of a perfect partnership between the City of Inglewood and a world-class company that has a proven track record in successfully transforming some of the most renowned venues in the world, and then using their operational excellence and industry relationships to make them thriving destinations for both entertainers and fans.

Their commitment to this project was evident from the very beginning. They were able to revitalize a historic building that had been abandoned by its anchor tenants years earlier. In doing so, they created a world-class performance venue that not only enhanced the entertainment landscape of Los Angeles and Southern California, but also served as a catalyst for the revitalization of the area. The success of the *Forum* created the sense of renewal and opportunity that ultimately led the *NFL*, the Los Angeles Rams and the Chargers to select Inglewood as their new home in Southern California.

The *Forum* project has and will continue to generate tremendous benefits, including a total forecast economic impact in excess of \$1.4 billion. The revitalization of the *Forum* has also created jobs both onsite and from the spillover activity in the community. *MSG* exceeded every commitment they made to the project and achieved what was necessary to make the *Forum* revitalization rather than what was required including exceeding our local hiring goals by over



One West Manchester Boulevard • Inglewood, CA • 90301 • Phone (310) 412-5300 • CityOfInglewood.org

140%. Over 120 Inglewood residents, along with several Inglewood-based MBE/DBE contracting firms, have been hired to work on the revitalization. Additionally, through job fairs that The *Forum* held in conjunction with *Clark Construction*, job-seekers that were not able to be placed at the *Forum* have been added to a jobs database enabling them to connect with other employers, who are looking to hire.

Mr. Azoff and *MSG* are active members of the Inglewood community by supporting a number of our community events and by allowing for rent-free usage of the *Forum* site for community events. They are also working with several local charitable organizations and causes.

I am so pleased that *MSG* and Mr. Azoff have joined forces with Tim Leiweke to create *Oak View Group*. As a lifelong resident of LA County, I witnessed firsthand the incredible transformation that the development of the Staples Center and LA Live brought to the area. Tim Leiweke, while at *AEG*, brightened the future of Downtown Los Angeles, and it has inspired my own vision for the future of the City of Inglewood.

Both The *Forum* and Staples Center are incredible examples of how sports and entertainment venues can be driving forces in a community by generating enormous civic pride and laying a firm foundation for jobs, investment and ancillary economic development.

Knowing that Tim Leiweke, Irving Azoff and The Madison Square Garden Company will work together through *Oak View Group* on your new arena gives me confidence that they will make the same meaningful contribution to the City of Seattle as they have made to Inglewood and all of Southern California. I see many similarities between the revitalization of the historic *Forum* and your project to restore Key Arena to its former glory. From one elected official to another, I am completely confident that this group will deliver a world quality product.

Please contact me at 310 412-5300 if you have any questions or would like to discuss further.

Sincerely,

MAYOR



REFERENCES



Office of the Mayor

Mayor Sylvester "Sly" James, Jr.

29th Floor, City Hall
414 East 12th Street
Kansas City, Missouri 64106

(816) 513-3500
Fax: (816) 513-3518

April 3, 2017

Mayor Edward B. Murray
City of Seattle
Seattle, WA 98124

Dear Mayor Murray,

Please accept this letter on behalf of Mr. Tim Lieweke and qualifications to redevelop the Seattle Center Arena. I have known Tim since the days when the Kansas City Comets operated in Kansas City. I am also well aware of the extremely significant role he played in the development of our Sprint Center.

I am confident that Tim can do for Seattle what he did for Kansas City. He has the ability to inspire and encourage people to believe in large-scale revitalization of their communities. The Sprint Center was the first arena in the US to be built without a winter sport franchise in hopes that a team would come, but has since been solely thriving on music and non-sports content.

I would welcome the opportunity to work with him and his team again. Thank you very much for your time and consideration.

Sincerely,

Sylvester "Sly" James, Jr.
Mayor of Kansas City, Missouri

6 April 2017

Mayor Ed Murray
CM Bruce Harrell, CM Debora Juarez, Co-Chairs, Select Committee on Civic Arenas
Lenny Wilkins, Chair, Key Arena Advisory Committee
Brian Surratt, Director, Office of Economic Development,

Thank you for your work to evaluate renovation and reprogramming of Key Arena.

I am writing to express my support for the Oak View Group in its bid to redevelop Key Arena. I have had the opportunity to meet with Tim and Francesca Lieweke and I have known the Lieweke family for many years. Tim, much like his brother Tod, is an innovative and visionary leader that we would be fortunate to have assisting us in continuing to build our great city.

More reassuringly, I worked with Tim's colleague and guy in Seattle, Lance Lopes, for over a decade during his work with the Seahawks and the University of Washington. At Qwest Field (and now CenturyLink) when we saw an opportunity or faced a problem, one call or chat with Lance resulted in a quick examination of the problem, evaluation of alternatives, and a willingness to implement solutions quickly. In addition, I have found his integrity and honesty refreshing. He is a solid piece of Oak View Group's local interactions.

Please call me if you have questions.

Bob Donegan
BobD@KeepClam.com
206 587 6500

REFERENCES

UNITEHERE!

275 Seventh Avenue, New York, NY 10001 • TEL (212) 265-7000 • FAX (212) 265-3415
WWW.UNITEHERE.ORG • facebook.com/UNITEHERE • @UNITEHERE

Mayor Edward B. Murray
600 4th Ave., 7th Floor
Seattle, WA 98104

RE: Letter of Recommendation for OVG for the redevelopment of Seattle Center Arena

Dear Mayor Murray:

I am writing to express my support of Tim Leiweke and Oak View Group in their bid to redevelop the Seattle Center Arena.

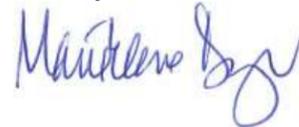
I am proud to say that I've had the pleasure of working and lobbying alongside Tim and have a great respect for him both personally and professionally. Tim and I met over a decade ago when I was the Executive Secretary-Treasurer of the Los Angeles County Federation of Labor and he was embarking on the project to revitalize and develop Downtown Los Angeles with LA Live. As with all of Tim's ventures in life, he approached this project with a great deal of professionalism, passion and a vision not only to build a world-class sports and entertainment complex, but to make a positive difference for the City of Los Angeles and our beloved residents.

During the development of L.A. Live, Tim worked relentlessly to find ways to increase the quality of life downtown. He remained focused on creating jobs, housing and additional opportunities to bring our community together. He is a huge advocate of giving back and did so regularly alongside his staff through charitable work and contributions.

Privately and publicly, he supported good paying jobs for our residents. Whether they were construction or hotel workers, he made sure no one was left behind. He always included organized labor's voice, alongside business and broader community interests. He negotiated the first Community Benefits Agreement, a model in the country. I can wholeheartedly say that Tim's passion, vision and ambition has directly impacted our city for the better. Without him, Downtown L.A. would not have transformed into the vibrant, eclectic and successful point of destination we know it to be today.

I once promised Tim that I would support him if he was to ever run for political office, a very high standard that I am sure Tim can meet.

Sincerely,



Maria Elena Durazo

D. TAYLOR, PRESIDENT

GENERAL OFFICERS: Sherri Chiesa, Secretary-Treasurer • Peter Ward, Recording Secretary
Jo Marie Agriesti, General Vice President • Maria Elena Durazo, General Vice President for Immigration, Civil Rights and Diversity

The Honorable Kay Barnes
5049 Wornall, Unit 2D
Kansas City, MO 64112

April 4, 2017

Mayor Edward B. Murray
City of Seattle
Seattle, Washington 98124

Re: Letter of Recommendation for OVG for the redevelopment of the
Seattle Center Arena

Dear Mayor Murray,

I'm delighted to share with you my experience in working with Tim Leiweke. As the former Mayor of Kansas City from 1999 to 2007, I was fortunate enough to have partnered with Tim Leiweke in the revival of our downtown Kansas City with the Sprint Center being a major anchor.

I wholeheartedly support the Oak View Group (OVG) bid knowing that Tim can do for Seattle what he did for Kansas City. He has the ability to inspire and encourage people to believe in large-scale revitalization of their communities. The Sprint Center was the first major arena in the United States to be built without a winter sport franchise in hopes that a team would come, but has since been solely thriving on music and non-sports events.

Tim has many positive attributes including a high degree of professionalism coupled with a warmth and vitality that is contagious. I thoroughly enjoyed working with him on a challenging and complex project!

I wish Tim Leiweke and OVG the best of luck in their ventures and look forward to any opportunities I might have to work with him and his team again.

Sincerely,



Kay Barnes



REFERENCES



April 10, 2017

Mayor Edward B. Murray
City of Seattle
Seattle, WA 98124

Dear Mayor Murray:

RE: Letter of Recommendation for OVG for the redevelopment of Seattle Center Arena

I understand Seattle is considering a proposal to renovate KeyArena.

I'm writing to you today to outline Toronto's experience when it undertook a similar renovation with BMO Field during Tim Leiweke's tenure as president and CEO of Maple Leaf Sports & Entertainment (MLSE).

BMO's situation was similar to KeyArena's current situation in that it was a historic, but outdated, facility in need of a major renovation which made it one of, if not, the best in the CFL and MLS.

This renovation was only made possible through a private-public partnership that managed to match the needs of both the City, the local community and MLSE. The end result was a facility that could support two pro teams that help enrich the sports and entertainment fabric of Toronto and the renewal of a City-owned asset – a true win-win.

Without this public-private partnership, I have no doubt we would have lost an opportunity to elevate the experience for residents and tourists right on Toronto's waterfront.

.../2



City Hall, 100 Queen Street West, 2nd Floor, Toronto, Ontario M5H 2N2
T: 416-397-CITY (2489) F: 416-338-7125 mayor_tory@toronto.ca

- 2 -

In the first year that the new BMO Field was open, it hosted the Grey Cup (the Canadian Football League's championship game), the MLS Cup, the MLS East Conference finals, and the Pan Am Games. Not only has this facility welcomed millions of fans, but tens of millions of fans are watching televised or streamed content from BMO Field from all around the world.

Major infrastructure projects – even just rehabilitating existing facilities – can be daunting for municipal governments. The BMO Field public-private partnership helped us proceed in a way that protected the City's interests and with limited public funds.

I wish you luck in whatever decision your city makes and I hope the KeyArena renovation will be a huge accomplishment and success for Seattle.

Sincerely,

John Tory
Mayor of Toronto

REFERENCES

ACKERLEY PARTNERS, LLC

Mayor Murray:

We are writing to you today to voice our support for Seattle Center and a transformed KeyArena as the best and most appropriate venue for the city's sports and entertainment future.

Dating back to the 1962 World's Fair, Seattle Center has been a crown jewel for the city and a gateway for millions of tourists every year.

Seattle Center and its landmark institutions like the Space Needle, the Pacific Science Center and KeyArena have created a unique skyline all its own.

The numerous and diverse community and arts organizations that call Seattle Center their home add to the vibrancy of the city.

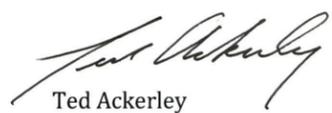
For nearly four decades we have had a relationship with the Seattle Supersonics. As young kids, we experienced the joy of watching the team bring home the 1979 NBA title at Memorial Coliseum. We later had the great fortune of participating as owners of the team.

Seattle is a world-class city that stands ready to support a return of the NBA as well as an NHL franchise. A fresh and modernized KeyArena will reflect this- enabling Seattle to compete for the most prized concerts, artists and sports opportunities.

We commend the City of Seattle for its forward-thinking approach and its Request For Proposal process in order to identify and ensure the best future for KeyArena.

We are proud of Seattle's history and have great excitement for its future. We believe in Seattle Center and an enriched and transformed KeyArena.

Sincerely,

 
Ted Ackerley Chris Ackerley



1301 Second Avenue, Suite 1936
Seattle, Washington 98101
(206) 624-2888
(206) 623-7853 fax

April 6, 2017

Ms. Francesca Bodie
Vice President, Business Development
Oak View Group
1100 Glendon Avenue, Suite 1000
Los Angeles, California 90024

Dear Ms. Bodie:

Historic Resources Group is pleased to be part of the project team for the adaptive reuse of the former Key Arena in Seattle. The former Key Arena is an iconic building in Seattle, and a significant work of architecture originally constructed for the 1962 World's Fair and designed by prominent local architect Paul Thiry. In 1964, it was converted to an all-purpose convention and sports facility as intended, based on drawings prepared by Thiry. Post-World War II sports arenas are increasingly threatened, as changing needs and expectations are often perceived as difficult to accommodate within a historic structure. We look forward to working with the team to preserve the building's significant character-defining features, while adapting it for a new era. We are pleased to report that the Washington State Department of Archaeology & Historic Preservation concurs that the building is eligible for listing in the National Register of Historic Places (preliminary decision letter attached).

Our experienced principals and senior staff maintain positive relationships with the National Park Service personnel as well as State Historic Preservation Officers. A significant part of our practice is monitoring and reviewing projects for compliance with the *Secretary of the Interior's Standards for Rehabilitation*, and we understand the intricacies of the Federal Rehabilitation Tax Credit process and requirements. HRG was part of the project team for the reuse of The Forum, another post-World War II indoor sports arena that was a tax credit project; as well as advising on and monitoring the rehabilitation of the National Historic Landmark Rose Bowl stadium, the Memorial Coliseum, and other large performance and event spaces.

Thank you for bringing our firm onto the project team. Please do not hesitate to contact Holly Kane at (626) 793-2400 x115 or holly@historicrosourcesgroup.com if you have any questions.

Sincerely,


Christine Lazzaretto
Principal

HISTORIC RESOURCES GROUP
12 S. Fair Oaks Avenue Suite 200, Pasadena, CA 91105-3816
Telephone 626 793 2400 Facsimile 626 793 2401
www.historicrosourcesgroup.com



REFERENCES

April 7, 2017

The Honorable Ed Murray
Mayor of Seattle
600 4th Ave, 7th Floor
PO Box 94749
Seattle, WA 98124

Dear Mayor Murray,

On behalf of Pacific Science Center, I write to you today to express our strong support for the proposed renovation of KeyArena. After meeting with both potential responders to the RFP, we have concluded that they are both highly qualified, community minded, and would be excellent stewards of this important asset at Seattle Center.

Most importantly, we believe it is in the best interest of Seattle to move forward with the redevelopment and renovation of KeyArena. We believe that Seattle Center can and should be the intellectual and entertainment center of the city, and a reinvigorated KeyArena would advance that cause significantly and substantially. No other location in Seattle is better suited to meet the needs of this community and to provide consistently delightful, engaging, and inspirational experiences.

As one of the original resident partners of Seattle Center, Pacific Science Center serves more than one million people each year, contributing to the nearly 10 million people that annually visit Seattle Center. All of Seattle Center's resident partners have created compelling reasons for people to come visit Seattle Center.

The educational, cultural, and entertainment opportunities provided by a newly vibrant KeyArena will only be additive to the portfolio of reasons for residents of the Puget Sound area to visit this most important urban attraction.

Pacific Science Center seeks to enable access for all to our city's scientific and cultural institutions. Both RFP responders have expressed interest in working with us to meet this objective through collaborative programming and inter-institutional opportunities for our mutual guests.

We look forward to working with whichever firm you determine to be the best fit for our great city. We are confident that either responder will do great work and we are particularly enthusiastic about the enhancement to Seattle Center that such redevelopment will bring.

Sincerely,



Will Daugherty
President & CEO
Pacific Science Center



200 Second Avenue N
Seattle, Washington
98109-4895

(206) 443-2001
pacificsciencecenter.org

Pacific Science Center
ignites curiosity in
every child and fuels
a passion for discovery,
experimentation,
and critical thinking
in all of us.



Mayor Edward B. Murray
City of Seattle
Seattle, WA 98124

April 10, 2017

RE: Letter of Recommendation for OVG for the redevelopment of Seattle Center Arena

Dear Mayor Murray:

On behalf of the City of Toronto, it is my privilege to share with you our exceptional experience in working with Tim Leiweke. My own relationship with Tim is unique in that it is both personal and political, as I represent Ward 6 as Councillor and serve on the Exhibition Place community board, which controls the 192-acre center.

Anyone who knows Tim knows that he is a very genuine, passionate, entrepreneurial, and dedicated individual. When he moved to Toronto in 2013, Tim brought with him a vision, focus, and energy like no other. Because of this, Tim's time here was extremely productive and he successfully delivered on all his commitments. Tim is responsible for successfully restructuring the executive structures of three separate teams, renovating BMO Field, and built a new training facility for the Raptors. All of Toronto's events and activities are credited, in part, to Tim's vision. Although he is no longer with us, Tim created a lasting, significant impact on our city and economy.

Finally, what people may not know about Tim is how committed he is to supporting the charities in the many communities he is involved with. Specifically, to help our community, Tim slept on the streets to raise awareness for Covenant House and integrated the sports community with the Toronto at-risk youths through the MLSE Launchpad. Tim Leiweke has left a lifelong imprint on our city that will never be forgotten.

If you would like to talk further, please do not hesitate to contact me.

Sincerely,



Mark Grimes
Chair, Board of Governors of Exhibition Place



THE BOARD OF GOVERNORS OF EXHIBITION PLACE
Exhibition Place, Toronto, Ontario M6K 3C3 Tel: (416) 263-3600 www.explace.on.ca



REFERENCES



April 6, 2017

Mr. Tim Lieweke
Mr. Lance Lopes
Oak View Group
1100 Glendon Avenue, Suite 1000
Los Angeles, CA 90024

RE: Monorail transit capacity and convenience in service of a redeveloped Key Arena

Gentlemen,

The iconic Seattle Monorail is a reliable high capacity transit system linking Seattle Center and Key Arena with the Downtown retail core and Sound Transit's Westlake Station.

The 99.8 percent reliable and 6000 passenger-per-hour capability naturally validate the monorail's inclusion in any comprehensive transportation plan geared to supporting a redeveloped Key Arena. Seattle Monorail Services' proven flexibility and willingness to work with Seattle Center resident organizations to serve their transportation needs through integrated ticket sales, co-promotion, and extended hours further leverage these attributes to make the monorail a critical element in any transportation plan.

The Downtown monorail station is directly connected via stairs, elevator, and Westlake Mall escalators to the Sound Transit station immediately below. The 1-minute elevator trip, 2-minute monorail ride, and 4-minute walk make it an obvious choice for many event attendees - as last years 2.2 million riders easily attest.

Best of all, the historic Seattle Monorail is fun - it turns what would be a commute into a part of any special event. That's why kids of every age always try to sit in front!

SMS stands ready to be a partner and will be - one Seattle icon serving another.

Sincerely,



Thomas J. Ditty
General Manager



April 4, 2017

Mr. Tim Lieweke, CEO
Oak View Group
1100 Glendon Ave.
Los Angeles, CA 90024

Dear Tim,

As your hospitality partner, we are very excited to be a member of the impressive team you have assembled for the Key Arena Renovation at Seattle Center. Oak View's vision for the renovation is innovative and forward-thinking. In our opinion and perspective as the owner of the recently renovated TD Garden, Oak View's plan will result in a world-class, state-of-the-industry sports and entertainment destination that will rival recent arena new builds in major markets across the country.

As you know, Delaware North Sportservice has been providing food, beverage and retail services to the sports and entertainment industry for over 100 years. Simply put, we are passionate about what we do. Innovative thinking, rigorous quality standards, and operational excellence have been instrumental to our longevity and kept us at the forefront of our industry.

We are particularly enthusiastic about this project because of our shared vision for the future of hospitality in sports and entertainment venues. Both of our organizations understand that consumer preferences and buying habits are rapidly changing. We both recognize new approaches are required to create a successful platform that will engage our guests and maximum satisfaction and revenue.

Our executives have reviewed the building plans with Populous and they are very impressed with the generous space allocation for hospitality programming. This provides us with a blank canvass to create food and beverage destinations that will allow guests to shop when they want and how they want. This will be accomplished through a variety of delivery systems and multiple payment methods. Technology will play a significant role in creating this new paradigm which is only fitting for an arena in a city known as a world leader in technology.

Again, we are thrilled to partner with Oak View Group on this project and look forward to delivering an incomparable guest experience at the new Key Arena at Seattle Center.

All the best,



Rick Abramson
Executive Vice President & COO
Mobile: 321-427-1166

250 Delaware Ave
Buffalo, New York 14202

T 716 858 5011
F 716 858 5689

www.delawarenorth.com

SEATTLE MONORAIL SERVICES
370 THOMAS STREET :: SECOND FLOOR :: SEATTLE, WA 98109 :: PHONE 206.905.2600 :: FAX 206.441.2901 :: SEATTLEMONORAIL.COM



REFERENCES



Mayor Edward B. Murray
City of Seattle
Seattle, WA 98124

6th April 2017

RE: Letter of Recommendation for OVG for the redevelopment of Seattle Center Arena

Dear Mayor Murray:

As Head of Brand for O2 in the UK from 2002 to 2008, I had the privilege of partnering with Tim Leiweke as he oversaw the redevelopment of The Millennium Dome on the Greenwich Peninsula in 2005-2007. I persuaded my Board to buy what was then the biggest naming rights package in UK history from Tim.

The O2 as it then became known was, (and still is), absolutely unique in the UK in terms of its devotion to music and entertainment without a sports anchor tenant and its entertainment district setting.

The O2 redevelopment was made possible between public and private partnerships that Tim and his team were able to secure. His ability to bring together businesses, government and communities for common goals is unparalleled.

OVG's bid for Seattle has my full support. I wish Tim the best of luck with all his future endeavors and look forward to seeing his vision for Seattle.

Sincerely,

Susie Moore
Director Brandplay



April 3, 2017

To: The City of Seattle, RFP Review Team / Seattle Center
From: YouthCare

**ENGAGE
STABILIZE
PREPARE**

PREVENTION

ENGAGEMENT
SERVICES

HOUSING &
SHELTER

EMPLOYMENT

EDUCATION

BRIDGE
CONTINUUM

To our colleagues at The City of Seattle:

Greetings from YouthCare; we are writing to share our support and enthusiasm for Oak View Group's (OVG) proposal to the City for the redevelopment of Seattle Arena at Seattle Center.

For more than 40 years, YouthCare has been a leader in providing effective services to homeless youth, ages 12-24, in seeking help, support and services in Seattle, Washington. YouthCare's mission is to build confidence and self-sufficiency for homeless youth by providing a continuum of care that includes outreach, basic services, prevention, diversion, emergency shelter, housing, counseling, education, and job preparedness and employment training. YouthCare combines this unparalleled program with its broader continuum of care – case management, life skills, housing, mental health and chemical dependency counseling, basic services – all the support youth need to complete their educations and gain employment.

These last four decades have made clear that we have our most powerful impact for youth experiencing homelessness when the community is activated to be part the solution. From our first introduction, it was clear that the team at OVG had a tangible and significant interest to bring their development expertise to this project, as well as a vision around bringing innovative answers and generous resources to help solve the challenges our city faces. In starting to consider the possibilities of our partnership and shared commitment to the youth of this community, OVG brought creative ideas to the table, a history of success holding similar non-profit partnerships, a curiosity about the needs of homeless youth and how they can, uniquely, leverage their capacity and assets to make a significant difference.

YouthCare is hopeful about the myriad of ways we can work with OVG to share the stories of our youth and resource the solutions that will help them move forward with their potential and dreams. Further, we feel confident in their commitment to being an exemplary community partner and leader.

Please reach out with any questions and thank you for your consideration.

Sincerely,

Jody Waits, Development & Communications Officer, Vice-President
Jody.Waits@youthcare.org / 206 267 3074 x103



SUPPORTED BY
UNITED WAY OF KING COUNTY

2500 NE 54th Street | Seattle, WA 98105 | (206) 694-4500 | youthcare.org



REFERENCES



Allyson Brooks Ph.D., Director
State Historic Preservation Officer

March 21, 2017

Ms. Christine Lazzaretto
Principal
Historic Resources Group
12 S. Fair Oakes Ave
Suite 200
Pasadena, CA 91105-1915

In future correspondence please refer to:
Project Tracking Code: 2017-02-01302
Property: Key Arena Evaluation
Re: Determined Eligible

Dear Ms. Lazzaretto:

Thank you for contacting the State Historic Preservation Officer (SHPO) and the Washington State Department of Archaeology and Historic Preservation (DAHP) regarding the Washington State Coliseum/ Key Arena from the Century 21 Exposition of 1961.

After reviewing documentation that you and John LoCascio provided, as well as consulting with our partners at the Keeper Office of National Park Service, we have determined that the Coliseum/Arena is ELIGIBLE to the National Register of Historic Places. Despite changes to the building that occurred after the Fair, we have determined that the building is still eligible under criteria "A" for its direct connection to 1961 Century 21 World's Fair. This building, along with the Space Needle, was an iconic structure of the fair and retains enough character defining features to convey its history as a fair structure.

Note that this decision reverses a previous determination which was made before the building had turned 50 years old. These comments are based on the information available at the time of this review and on behalf of the SHPO. Should additional information become available, our assessment may be revised.

Thank you for the opportunity to review and comment. Should you have any questions, please feel free to contact me.

Sincerely,

Michael Houser
State Architectural Historian
(360) 586-3076
michael.houser@dahp.wa.gov

State of Washington • Department of Archaeology & Historic Preservation
P.O. Box 48343 • Olympia, Washington 98504-8343 • (360) 586-3065
www.dahp.wa.gov



To whom it may concern:

We applaud the City of Seattle's efforts to determine the viability of a redeveloped KeyArena for future entertainment and sports-related events. A modernized KeyArena, we believe, will attract even more visitors to Seattle Center which is a cornerstone of the future waterfront which will serve all Seattleites and the region.

Friends of Waterfront Seattle cares deeply about Seattle's future and how the city makes development decisions that will continue to serve our residents socially, economically and culturally, which makes our city a wonderful place to live and a unique, world class tourist destination.

A revitalized KeyArena makes for a more dynamic Seattle Center. And this, in turn, because of proximity, will also make the city's new waterfront even more vibrant.

Seattle Center is a historic jewel for the City of Seattle. The RFP process to identify transformative opportunities for KeyArena positions Seattle Center and the waterfront for an exciting future.

Regards,

Maggie Walker

Chair, Friends of Waterfront Seattle

4/7/17

E DEVELOPMENT AGREEMENT & LEASE AGREEMENT

The proposal must include at a minimum the following proposed terms and conditions. A proposer may elect to include additional terms and conditions.

1. Guaranteed rent and incentive rent, including rent free use of the Arena for up to 14 days for City events, rent escalators during the initial term, and (if different) guaranteed rent, rent escalators and incentive rent during renewal options. Each proposer is encouraged to provide incentive rent structure(s) tied to (i) revenues, and/or (ii) number and scope of events and other activations, and/or (iii) obtaining an NBA or NHL franchise.
2. Initial proposed term of Lease Agreement, as well as any renewal options.
3. Confirmation that proposer will bear all costs of development and operation of the Project and Arena; specify the amount to be deposited annually into a capital reserve fund; and specify any circumstances under which the City will bear any costs of repairs/replacements, environmental remediation, or other capital expenditures.
4. Specify any contingencies in favor of proposer that proposer will request in the Development Agreement, and confirm that no later than execution of the Development Agreement the Selected Proposer shall pay to the City a deposit to be negotiated that will not be refundable on account of any other contingencies in favor of Selected Proposer, but that will be refundable to Selected Proposer only in the event that the City commits an uncured event of default under the Development Agreement or if the City exercises a termination right under the Development Agreement for reasons other than Selected Proposer's uncured event of default. Upon substantial completion of Selected Proposer's obligations under the Development Agreement and commencement of rent under the Lease Agreement, such deposit shall be credited toward rent coming due under the Lease Agreement.
5. Specify any "exclusive" rights that proposer proposes to impose on Seattle Center or the City, and applicable terms, conditions, and limitations thereon. Specify any proposed limitations on imposition by Seattle Center of "exclusive" rights (other than the existing rights listed on Exhibit 1) that would bind the Project. The proposal should identify any key terms for coordinating the naming, sponsorship, promotion, and concessions plans of the Project and Seattle Center.
6. Taking into consideration the City's objective of minimal City financial participation, specify any governmental assistance of any nature that the proposal will request from the City or any other governmental entity in connection with redevelopment of the Project or operation of the Arena, including any tax exemption or concession; any tax increment financing; any tax-exempt financing; any in-kind contribution; any use of governmental facilities (other than the Project) or services, or any direct payment.
7. Confirmation that the proposed conceptual design(s) are intended to comply with NBA and NHL requirements for potential future tenancy.



DEVELOPMENT AGREEMENT AND LEASE AGREEMENT TERMS

OUR MISSION



NASC WILL SECURE SEATTLE CENTER'S LEGACY AS SEATTLE'S EPICENTER FOR FUTURE GENERATIONS, GENERATE SIGNIFICANT ECONOMIC GROWTH FOR THE CITY, AND SAVE THE CITY TENS OF MILLIONS OF DOLLARS IN RENOVATION EXPENSES FOR THE CURRENT KEYARENA.

Collectively, the Development Agreement and the Lease Agreement shall address the following terms and conditions, each to be more particularly defined as OVG and the City commence the drafting of definitive documents:

1. **RENT.** OVG shall pay fixed annual installments of ground rent to the City in the amount of One Million Dollars (\$1,000,000) (the "Base Rent"). OVG shall also make an additional payment of One Million Dollars (\$1,000,000) (the "Incentive Rent") for any year in which NASC met or exceeded a defined performance threshold in the immediately prior operating year. Base Rent shall be adjusted at the commencement of each Extension Term (defined below) by a factor to be determined by City and OVG and set forth in the Lease Agreement. Base Rent shall also be adjusted by the amount of any Development Incentive Credits (defined below).

As further consideration to the City for the Lease Agreement, from and after the date of completion of NASC renovation (the "Completion Date"), OVG shall provide City or a City-recognized local community-based charitable organization with the use of the Arena for up to fourteen (14) days per calendar year (each a "Community Event"), on days that the Arena is available. City shall have the ability to carry forward as a credit a certain number of Community Event days if all of the Community Event days for a given year are not utilized. Such Community Events shall not be designed to earn a profit or otherwise compete with the operations or booking opportunities of the Arena. OVG and City shall agree upon appropriate terms regarding advance booking, event duration, and provision for events costs, including without limitation City's procurement of event insurance and provisions for security and trash removal. City and OVG shall enter into a separate rental agreement that shall govern City's use for Community Events.

2. **LEASE TERM.** OVG proposes an initial term for the Lease Agreement of thirty-five (35) years from the Completion Date (the "Initial Term"). Provided that OVG is not then in default, OVG will have the right to extend the term of the Lease Agreement for an additional five (5) consecutive 10-year periods (each, an "Extension Term") after expiration of the Initial Term upon notice to the City.

3. **DEVELOPMENT COSTS.** OVG will bear all cost of development of the project (the "Project") and the ongoing operation of the Arena except as expressly set forth herein. From and after the Completion Date, OVG will establish, maintain, and manage a capital maintenance and improvement reserve fund (the "Reserve Fund") and provide the City annual reports disclosing the then-current balance of the Reserve Fund and the expenses paid from such Reserve Fund during the previous calendar year. Promptly after the Completion Date, OVG will make an initial deposit into the Reserve Fund of One Million Dollars (\$1,000,000), and thereafter will deposit an additional \$1,000,000 each year on the anniversary of the Completion Date, provided that at all times the Reserve Fund will have a balance of at least \$1,000,000 and at no time will OVG be required to make contributions to the Reserve Fund that result in a balance in excess of \$5,000,000. The Reserve Fund will be used to maintain and upgrade the Arena during the term of the Lease Agreement in a first-class condition suitable for an NBA and NHL venue. In the event that the terms of any leasehold mortgage financing require OVG to maintain a capital reserve or similar account, OVG's obligation to contribute to the Reserve Fund shall be adjusted accordingly to avoid requiring OVG to maintain duplicate reserves for the same capital maintenance and improvement contingencies.

OVG's proposal and scope of services do not include any work related to, or required because of the presence of, any hazardous substances on, in, under, or which have or are migrating from the Redevelopment Site whether known or unknown. If during redevelopment any hazardous substances are discovered in, under, or have or are migrating from the Redevelopment Site, the City shall be responsible for all additional costs associated with performing such remedial actions and otherwise addressing the hazardous substances and/or bringing the Redevelopment Site into compliance with applicable environmental laws. In addition, the City shall fully indemnify OVG and hold OVG harmless from any and all claims, demands, causes of action, judgments, losses, liabilities, costs or expenses (including, without limitation, reasonable attorneys' fees and expenses) arising from the presence of any hazardous material located in, at, on or under or that has or is migrating from the Leased premises. This indemnification shall include, without limitation, (i) any directive or claim from any governmental entity related to hazardous substances on, in, under, have or are migrating from, the Redevelopment Site, whether known or unknown; (ii) any third party claim under any environmental law related to hazardous substances on, in, under, or have or are migrating from the Redevelopment Site, whether known or unknown; (iii) personal injury claims, (iv) the payment of liens, fines or penalties, (v) damages for the loss of or restriction on the use of the Redevelopment Site, whether temporary or permanent, (vi) sums reasonably paid in settlement of claims, (vii) reasonable attorneys' fees and experts' fees, (viii) the reasonable cost of investigation of site environmental conditions required by law, and (ix) the reasonable cost of remediation to achieve applicable environmental cleanup standards required by any governmental authority pursuant to any environmental law and related repair and restoration.

If cost overruns arise from events of force majeure or other events beyond the reasonable control of OVG, or from project enhancements or changes in the scope of the Project that are not reflected in the original plans for the Arena and that are requested by or for the benefit of the City, then OVG will not be responsible for those costs overruns.

4. **DEPOSIT AND CONTINGENCIES.** Upon execution of both the Lease Agreement and the Development Agreement by all parties, OVG will deposit into an interest-bearing account for the benefit of the City the amount of One Hundred Thousand Dollars (\$100,000) to secure the payment of any costs and expenses that OVG is obligated to pay to City pursuant to the terms of the Lease Agreement and/or Development Agreement (the "Deposit"). The Deposit will be refundable only in the event that the City commits an uncured event of default under either the Lease Agreement or Development Agreement for reasons other than OVG's uncured event of default. The Deposit will not be refundable under any other circumstances. Upon substantial completion of the Project under the Development Agreement, the Deposit will be transferred to the City Arena Fund (as defined herein).

OVG'S PROPOSAL INCLUDES THE FOLLOWING CONTINGENCIES:

- **RECEIPT OF ENTITLEMENTS.** OVG shall not be required to enter into the Lease Agreement until such time that all Entitlements are Finally Approved. As used herein, "Entitlements" shall mean all permits and approvals from any governmental agency or third party (including, without limitation, the City Council, the City Planning Commission, the Seattle Department of Construction and Inspections ("SDCI"), the Seattle Department of Transportation ("SDOT"), the Seattle Landmarks Board, the Seattle Center) as might be required or desirable for the construction, operation, and maintenance of the Project in accordance with the terms hereof, in each case as determined by OVG in its reasonable discretion, and which Entitlements shall include, to the extent applicable, any development agreement, master plan or comprehensive plan amendment, subdivision map, lot line adjustment, zone change or zone text amendment, variance, master use permit, conditional use permit, site plan review, design review, landmark designation, FAA approval, and/or any other discretionary federal, state, county, or city permit, approval, consent or agreement, including any applicable environmental clearance associated with such approval as may be required by the State Environmental Policy Act ("SEPA") or the National Environmental Policy Act ("NEPA").

"Finally Approved" shall mean all periods to challenge, review or appeal the Entitlements (including by litigation or referendum) have expired without any challenge, review or appeal, or if there is a challenge, review or appeal, a final non-appealable resolution of the challenge or appeal is issued upholding the approval of the Entitlements without any material changes to the Project or the original conditions of approval or required mitigation measures.

- **CITY REVIEW.** The City shall assemble an interdepartmental team ("IDT"). The IDT shall include dedicated planners and officials from all departments with permitting authority for the Project. The City will use good faith efforts to prioritize the permitting process for the Project to complete project review on an expedited schedule. To accomplish the expedited schedule, the City shall develop and enter into a Memorandum of Understanding between OVG and the relevant departments with permitting authority to outline expectations and project review deadlines consistent with the schedule set forth in **SECTION I** of this Proposal, below.



DEVELOPMENT AGREEMENT AND LEASE AGREEMENT TERMS

- **LANDMARK DESIGNATION.** OVG understands that the roofline of the existing Arena structure is likely to be designated as a landmark by the Landmarks Preservation Board. The City of Seattle shall assume responsibility for submitting the structure to the Landmarks Preservation Board for review and shall oversee the landmarks process from nomination to designation to execution of a Controls and Incentives Agreement establishing controls and incentives that allow redevelopment of the structure and the Project for the intended use and consistent with the design submitted by OVG. The Landmarks Preservation Board and the Department of Neighborhoods shall agree to review the project on an expedited basis. As part of the entitlements process, OVG will submit a Certificate of Approval application for review and approval by the Landmarks Preservation Board. The Certificate of Approval shall be reviewed in an expeditious manner, with the expectation that final action on the Certificate of Approval shall occur no later than 30 days after issuance of the Final Environmental Impact Statement (“FEIS”).
- **UNDERGROUND ACCESS.** OVG proposes constructing a truck loading ramp and underground access to cross beneath Thomas Street. The City will work with OVG to permit use of, lease or vacate (as applicable) these subterranean elements on an expedited basis. If the process for approval is determined to require a Seattle City Council approved term permit, then the SDOT shall provide expedited review of the term permit application and submit the term permit resolution to the City Council on an expedited basis at OVG’s cost.
- **PARKING GARAGE.** The parking garage is viewed as a separate structure apart from the Arena. The construction of the approximately 850-space parking garage (“Garage”) is contingent upon OVG securing support funding from public agencies other than the City for this purpose. It is OVG’s intent to work with public agencies to determine the feasibility and opportunity to build the Garage to assist with the transportation, parking, and economic development goals of the region.
- **SIGNAGE.** City and OVG will enter into a comprehensive signage plan to provide for the orderly, efficient, and harmonious approval of signs, sign structures, and other exterior advertising devices that allow for more flexibility for an active entertainment use such as the Arena.

The signage plan will promote the use of clear graphics; coordination with the architectural elements of the building(s) on or near which the signage is located; and enhancement of overall site aesthetics by regulating the number, size and location of signs. OVG will also coordinate with the City and the Seattle Center to ensure that our signage promotes accessibility for all, including the disabled and those with Limited English Proficiency (“LEP”), in compliance with the City’s forthcoming language access strategy and applicable federal, state, and local laws.

5. **EXCLUSIVE RIGHTS.** OVG will have the following exclusive rights to, and the rights to all revenue and income arising directly or indirectly from, each of the following:
 - **PROJECT NAMING RIGHTS.** OVG will have all naming rights and similar rights to solicit and obtain sponsors for the Project and all portions thereof. The final name of the Arena will be subject to the City’s review and approval, not to be unreasonably withheld, conditioned, or delayed.

OVG may place permanent signage on the roof of the Arena consistent with the current plans. OVG at its cost may arrange for the name of the Arena that is selected by OVG to appear on all marquees and perimeter signs for the Seattle Center. The name of the Arena shall be used in all promotional materials for the Seattle Center and parts of the Seattle Center that mention the Arena.

- **SPONSORSHIP.** OVG has the right to solicit, sell, and license to, advertise for, and grant other rights to sponsors for events and uses of space within the Project site and to retain all revenues and income from those sponsors, subject to the terms of any tenant space leases OVG enters into as may be permitted by the Lease Agreement.
 - **CONCESSIONS.** OVG will have the right to choose its concession partners (if any) and shall retain all revenues and income from the sale of all food, beverages, and merchandise relating to the Arena, whether such sales are onsite, from other locations, on-line, or through other means or methods.
 - **OTHER.** In the event that OVG elects to construct new development on the block south of the Arena bordered by Thomas Street, John Street, First Avenue North, and Warren Avenue North (the “South Site”), then OVG and City shall negotiate in good faith to determine the optimal public-private activation of such South Site development, including the potential provision of public benefits in lieu of fixed rental payments.
6. **DEVELOPMENT FINANCING INCENTIVES.** OVG wishes to explore development financing incentives with the City to reinvest back into the Property certain City tax revenue streams that would not otherwise exist but for the rehabilitation of the Arena. These include the City’s share of admissions tax revenue, retail sales tax on construction goods and services, and leasehold excise tax (“LET”); parking tax; and funds associated with one or more landmark designation economic incentives (including, without limitation, capturing value from landmark transferable development rights (“TDR”).

These revenue streams could first be applied as credits against Base Rent (“Development Incentive Credits”), with any excess to be funded into an interest-bearing operations and maintenance account (the “City Arena Fund”) during the term of the Lease Agreement to offset OVG’s costs to maintain the Arena. OVG would also like to explore strategies to reduce overall permit fee expenses (e.g., OVG funding the costs of any SEPA consultant and other third-party out-of-pocket expenses incurred by the City in processing City permits, and City otherwise absorbing the cost of its own staff time).

7. **DESIGN AND NBA/NHL COMPATIBILITY.** OVG has gone to significant effort and expense to ensure that the proposed conceptual design for the Project not only conforms to the design standards and requirements of the NBA and the NHL, but will exceed them wherever possible.
8. **OTHER TERMS AND CONDITIONS.** The proposed Lease Agreement shall include the following additional terms and conditions:
 - **MORTGAGEE PROTECTION.** The Lease Agreement and the Development Agreement shall contain customary mortgagee protection provisions, including provisions for additional notice and cure periods, estoppel certificates, and exercise of mortgagee remedies.
 - **ASSIGNABILITY.** OVG shall be able to engage in certain permitted transfers without the City’s prior consent, which shall include assignments to OVG’s direct or indirect subsidiaries; any assignment or transfer of OVG’s interest to a third party that acquires all or substantially all of the entertainment venues of OVG, and any leasehold mortgage or other collateral assignment for financing purposes.
 - **CONNECTION TO PHYSICAL PLANT.** OVG shall have the right to use Seattle Center’s physical plant for heating and cooling generation, provided that OVG shall bear all cost of connection to the Project.
 - **PARKING MANAGEMENT.** OVG shall have the right to assume operational responsibility for all three (3) existing Seattle Center parking garages, subject to provisions for continued access to existing users and a revenue sharing arrangement with the City.

The proposed Development Agreement shall include the following additional terms, conditions, and public benefits:

- **TERM.** The Development Agreement shall be coterminous with the Lease Agreement.
- **VESTED RIGHTS.** During the term of the Development Agreement and consistent with applicable vesting laws and statutory reservations, the permitted uses, rules, and regulations applicable to the completion of the Project and ongoing use and operation of the Arena; the event permitting for the Arena; event parking and general parking standards; the density and intensity of use; the rate, timing and sequencing of development; the design and size of proposed buildings; and any exactions imposed upon the Project shall be those set forth in (a) the City’s ordinances, resolutions, codes, rules, regulations, and official policies in force and effect on the effective date of the Development Agreement and (b) the Entitlements in effect as of the Adoption Date.

OUR MISSION



WE WILL PROVIDE SEATTLE ITS BEST OPPORTUNITY TO SECURE AN NHL TEAM AND, IF AVAILABLE, AN NBA TEAM. WE HAVE THE MOST RESPECTED GROUP OF OPERATORS IN SPORTS. THE ECONOMICS OF THE BUILDING WILL BE SHARED AND IN LINE WITH A POTENTIAL TEAM,

DEVELOPMENT AGREEMENT AND LEASE AGREEMENT TERMS

City acknowledges and agrees that the Project shall not trigger a requirement for Landowner to upgrade the remainder of the existing improvements on the Property in order to conform to current Codes except as becomes practically or technically necessary or desirable to realize the Project, including its sustainability elements. Only new construction comprising a part of the Project shall be required to meet the then-current Codes.

- **EXPEDITED PROCESSING.** In reviewing and acting on applications for any permits or approvals, City will act expeditiously and endeavor to expedite processing.
- **MBE/DBE.** The Development Agreement shall include a commitment to encourage participation in the development of the Project and the rehabilitation of the Arena by minority/disadvantaged business enterprises (“MBE/DBE”) and women-owned businesses and a commitment to hold job fairs at the Arena so that local residents can share in the economic benefits relative to completion of the Project and operations at the Arena.
- **COMMUNITY OUTREACH.** The Development Agreement shall include a commitment to work with the City and local community and charitable organizations to provide support, education, and enrichment activities relating to the sports and entertainment industries. If an NBA and/or NHL team returns to the Arena, then OVG shall work in good faith to incorporate such franchise’s best practices and league standards into a comprehensive community engagement program.
- **SIGNAGE.** The Development Agreement shall provide for the enhancement of the visual experience at the Property for the community through a modern and vibrant signage program.
- **PUBLIC WI-FI.** The Development Agreement shall include a commitment by the Project to include public wireless internet access as part of the overall technological upgrades to the Arena.



F NARRATIVE DESCRIPTION

Present a detailed narrative description of your proposal, including plans for technology and public art aspects of the facility. If a proposer takes exception to any of the expected redevelopment terms as set forth in Section 3, describe any applicable limitation or modification; if no such limitation or modification is specified, the Development Agreement and Lease Agreement (as applicable) shall contain all the expected redevelopment terms. If the proposal does not demonstrate that it will meet the expected redevelopment terms, the description should explain why.



NARRATIVE DESCRIPTION

INTRODUCTION

For the past decade, experts and many in the community have said the KeyArena site challenges were too extensive to ever again serve as a world-class arena. OVG set out to test the truth of that belief, in conjunction with the smartest and most experienced arena designers and builders in the world. OVG enthusiastically embraced the challenge because we pride ourselves on positive disruption.

Not only has OVG proven the conventional wisdom to be wrong, but we were able to look back to the Seattle Center Coliseum's original design to create an arena that is world-class, but also remains scaled to its surroundings and looks much as it did in 1962. A merger of the past and the future.



Preservation of significant landmarks is part of our ownership DNA. We have to look no further than our partner, MSG, and its successful effort to preserve the Forum in Los Angeles as a landmark building. Sports arenas of this era are increasingly threatened and are becoming rare. The original Washington State Coliseum, designed by Paul Thiry, was noted for its hyperbolic paraboloid roof suspended from a framework of steel trusses supported on concrete buttresses. Our vision is to have the building listed on the National Register of Historic Places for its association with the World's Fair. OVG has achieved the first hurdle by having Washington's State Historic Preservation Office declare the arena eligible for the national designation.

We look forward to working with the Seattle Landmarks Board to ensure that NASC retains the qualities and features that have stood so proudly over the years.

From the views up through the glass roof to the Space Needle visible at our Space Needle Bar down to the eight loading docks for entertainment load in/out, no detail of our design was overlooked. We created a first of its kind scoreboard design that places two state-of-the-art tri-sided video boards over the basketball and hockey goals so that the information will be in the view of where the majority of the action is occurring, rather than at mid-ice or mid-court.

The redevelopment of NASC will transform the complex to be a beacon for acquiring professional NHL/NBA franchises. It will also serve as a source of pride for Seattle, when other cities are throwing away their arenas, Seattle is finding a way to recycle, reinvent and reimagine its assets.

This design is a truly unique and intimate experience for the WNBA Seattle Storm, indoor football, indoor soccer, concerts and family entertainment events. The pitches on the ends of NASC are steeper than typical seating bowls, which allows for better sight lines for basketball and hockey from those locations. The 9000 lower bowl seats for NHL will also create an energy near the ice that few ice arenas can replicate. NASC will not just be adequate for the NHL and NBA, it will be extraordinary.

The atrium, with its two entrances on the west and east sides, was designed to allow the entire customer load in and load out of the space. It allowed us to restore the architectural façade and lines on the east and west sides of the building as it was intended. Through this large, light-filled glass space, fans will transition from the outside to the interior bowl through a series of escalators. Fans will also be shielded from outdoor elements as they utilize the box office and customer service locations.

Seating capacities will range from 17,100 for hockey to 18,350 for basketball and up to 19,100 for concert configurations. A variety of premium seating types are provided, including event level suites, club seating, suites, opera boxes and private clubs. We will have seating options for every fan.

OVG has also designed a low profile 850-car parking structure south of the new atrium and north of Thomas Street. This will allow us to service our fans using autos in the inclement weather that Seattle is known for. Much of the structure will be subterranean and it will ensure the street façade is designed to be attractive to the neighborhood. It will also exceed all counterterrorism and security standards for these structures for our customers' safety.

Additionally, the southern block bounded by 1st Avenue, John Street, Warren Avenue and Thomas Street will be redeveloped with a new vehicular service level access ramp to the arena truck dock and marshalling area. It will also have a drop zone for shuttles and ride services to drop customers safely and not congest the streets. We will also have an area on 1st Avenue that will allow for transit buses to load and unload in zones that allows traffic to flow continuously.

While the redevelopment will increase the overall square footage of NASC dramatically (660,000 SF) to meet NHL/NBA/concert requirements much of it is subgrade. The new design will renovate the north, east and west elevations of NASC to their original design by removing the below-grade entrances and associated stairs. Eight new truck docks and marshalling will be provided below-grade, out of sight to make the building attractive for shows to quickly transition.

Design throughout the facility shall comply with all building codes and regulations and also the guidelines established by the Americans with Disabilities Act (ADA).

TECHNOLOGY

OVG prides itself on innovation and positive disruption. Building an arena in Seattle will be an opportunity for us to push the limits of technology in a City where innovation is part of our identity. We have provided an extensive set of opportunities for how we will integrate technology into NASC in **SECTION L** where we detail our operational plans.

PUBLIC ART

OVG recognizes the significant role that public art plays in the City and in and around its public spaces. OVG is dedicated to providing public art installations within the Redevelopment Site, as described further below. If selected, we look forward to providing the community and Seattle Center with new and exciting works of public art that will enrich the lives of our citizens. We also envision performance art and other forms of artistic expression to be a part of our vision.



NARRATIVE DESCRIPTION

OVG'S EXCEPTIONS TO SECTION 3 REDEVELOPMENT TERMS

CITY'S EXPECTED TERMS AND CONDITIONS

OVG has reviewed Section 3 of the RFP, as amended, and hereby acknowledges the proposed terms therein with the following comments:

Development and Design Terms

- Under the Development Agreement, and subject to the provision regard cost overruns set forth above, OVG will be responsible for one hundred percent (100%) of the funding to be provided to complete the Project. In a timeframe to be mutually agreed upon by OVG and the City to adequately verify adequate funding, OVG shall demonstrate to the City that 100% of construction funds are committed.
- The Project shall comply with the City of Seattle's Sustainable Building Policy, including meeting a LEED Gold rating or achieving an equivalent standard for energy use, water use, construction waste diversion, and bicycle facilities.

OUR MISSION



WE WILL BE A WORLD-RENOWNED BUILDING, HONORING SEATTLE'S UNIQUE PLACE AS A LEADER IN TECHNOLOGY, ENVIRONMENT, AND DIVERSITY. WE ARE COMMITTED TO ENVIRONMENTALLY SUSTAINABLE PROGRAMS AND WILL PURSUE LEED CERTIFICATION.

- The Project design will be consistent with the Century 21 Master Plan Design Principles and the Uptown Urban Design Framework ("UDF") Guiding Principles.
- The Development Agreement will provide for the Project's contribution to the City's 1% for Art program (the "Arts Contribution"), with the understanding that the proposed Project budget represents an extraordinary amount of funds available for public art and thus warrants a comprehensive and programmatic approach to collecting and utilizing such Arts Contribution. Such a program might include an agreement between OVG and City as to the total amount and timing of such payments, and a broad definition of public art to recognize the importance of unique architectural elements (including aesthetic and functional elements and decorative or ornamental features) designed by a building or landscape architects.

Any costs associated with the removal, relocation, or deaccessioning of City art installations located within or around the Redevelopment Site in connection with the Project shall be funded from the Arts Contribution, and the City will work with the OVG and the artist (if applicable) as appropriate to effectuate such removal, relocation, or deaccessioning.

- The design of the Project shall comply with the Americans with Disabilities Act ("ADA"), including guidelines under both Title II and III. In cases where the standards differ, the design and construction of the Project shall be held to the standard that provides the highest degree of access to individuals with disabilities.
- OVG shall partner with the City and provide financial contributions to minimize disruption to and provide a seamless transition for any existing short or long-term tenants that might be temporarily or permanently displaced by the Project.

OVG shall support existing City relocation programs and provide additional resources in furtherance of such transition plan.

- Further to the point above, OVG and the City shall cooperate in good faith to identify transition plans for the Seattle Center Gardener's Complex, the Restroom Pavilion, and the Skateboard Park.
- OVG shall be responsible for compliance with applicable law, including without limitation the Seattle Land Use Code, the State Environmental Policy Act, and the Seattle Landmarks Ordinance.
- As part of Project design, and to the extent possible during construction, portions of the exterior pedestrian walkways, landscaping, and hardscaping and other amenities located within the Redevelopment Site will remain available for public use and enjoyment, festivals, and other uses consistent with Seattle Center's purpose and Master Plan. OVG and City shall agree upon appropriate terms regarding advance booking, event duration, and provision for events costs, including without limitation procurement of event insurance and provisions for security and trash removal.

SOCIAL EQUITY TERMS

- OVG shall negotiate in good faith to enter into a Project Labor Agreement (PLA) in the form of the City's Community Workforce Agreement consistent with the provisions applicable to City projects under the City's Priority Hire Ordinance at Chapter 20.37.
- Workers will be paid the rate of prevailing wages established under RCW 39.12.
- Construction will include participation of apprentices as and where appropriate.

- OVG shall negotiate in good faith to enter into a Community Benefit Agreement ("CBA") with appropriate community organizations to foster equity and social justice and provide benefits to the communities that will be affected by the Project.
- The Lease Agreement will include an ongoing requirement that OVG enter into labor harmony agreements if labor organizations which represent workers in Seattle indicate their intent to organize workers at NASC. The labor harmony agreement(s) will include a mutually agreed upon procedure for preventing and responding to disruptive labor actions at NASC, including such activities as striking, picketing, and boycotting and shall extend to any successor or replacement contractor, sub-contractor, operator, or other third party with the right to develop or operate businesses at NASC.
- The Development Agreement will include a plan to use good faith, best efforts to provide for the retention of Qualified Workers. "Qualified Workers" means workers employed in a non-management, non-supervisory role at NASC at the time it is closed for redevelopment/construction.

The specific scope of Qualified Workers and the details of the plan will be determined in the final Development Agreement.

SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY TERMS

- The Project shall implement a comprehensive transportation access and mobility plan, to be developed during the negotiation of the Lease Agreement. If reasonable mitigation strategies are identified by the FEIS to mitigate significant adverse impacts of the Project, OVG is prepared to implement such measures provided such measures are consistent with the State of Washington's and the City's adopted SEPA policies and regulations, and are commercially reasonable and feasible for a project of this size and type both from a cost and scheduling perspective.

OPERATION AND USE RIGHTS

- Under the Lease Agreement, and subject to the provisions for cost overruns set forth above, OVG will be responsible for one hundred percent (100%) of costs of operation and maintenance of NASC, including booking, scheduling, promotion, event operation, ticketing, concessions, insurance, utilities, permits and licenses, taxes, repairs, replacements, and capital improvements.
- OVG shall be solely responsible for and shall pay all charges for utilities used or consumed at NASC during both development and operations. Utilities include, but are not limited to gas, electricity, water, sewer, storm water, garbage and recycling collection, and telecommunication services. OVG shall be responsible for separating and relocating all wiring in the Project utilized by other parts of the Seattle Center campus.



NARRATIVE DESCRIPTION

- From and after the Completion Date, existing improvements and all additions and replacements will be owned by the City. Lessee shall have no further right, title, or interest in such improvements from and after the expiration of the Lease Agreement.
- OVG will assume the City's contract obligations in effect as of the date hereof for the Seattle Storm Facility Use Agreement and, upon opening of NASC, the Seattle Storm will continue as a tenant of NASC through the remaining term of the Facility Use Agreement under the same terms and conditions.

GENERAL TERMS AND CONDITIONS

- OVG shall provide customary indemnifications in favor of the City for any costs, expenses, or losses arising from OVG's activities related to its due diligence and for the design and construction of the Project and operation of NASC.
- OVG shall secure, and cause its subcontractors to secure, commercial general liability, automobile liability, worker's compensation and property insurance for NASC, naming the City as an additional insured where required.

- Subject to the discussion of development incentives set forth in **SECTION E** above, OVG pay all applicable taxes, license, and occupation taxes, including Washington State leasehold excise taxes, unless OVG provides evidence of exemption. OVG shall obtain a Seattle Business License and pay all taxes due before entering into any agreement with the City.
- City shall represent and warrant that any agreement with OVG is not in conflict with any of the City's obligations to ArenaCo if the conditions precedent in Section 24 of the ArenaCo MOU are satisfied on or before December 3, 2017.
- The Development Agreement and Lease Agreement which might result from this Proposal are subject to authorization by ordinance of the Seattle City Council, and must comply with all applicable City of Seattle ordinances, laws, rules and regulations including but not limited to nondiscrimination provisions under Chapters 14.04, 14.10 and 20.42 of the Seattle Municipal Code.



OUR MISSION



WE CAN REBUILD A NEW, WORLD-CLASS ARENA AT SEATTLE CENTER THAT WILL BE ONE OF THE BEST FACILITIES FOR BOTH THE NBA AND NHL.

WE CAN ACCOMPLISH THIS WHILE STILL HONORING AND RESPECTING THE HISTORY AND TRADITION OF SEATTLE CENTER BY PRESERVING THE HISTORIC DESIGN OF THE ORIGINAL SEATTLE COLISEUM.

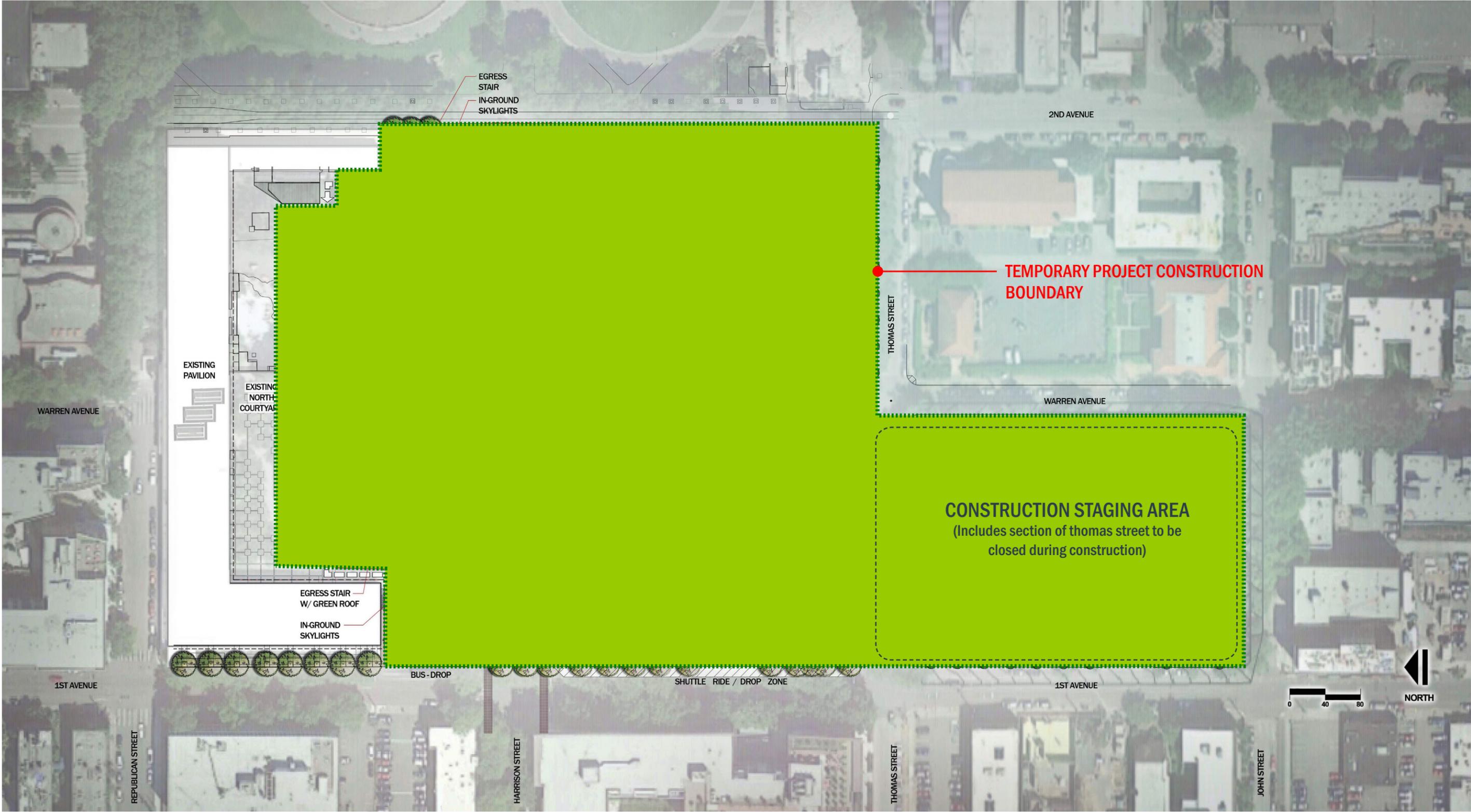


G REDEVELOPMENT SITE

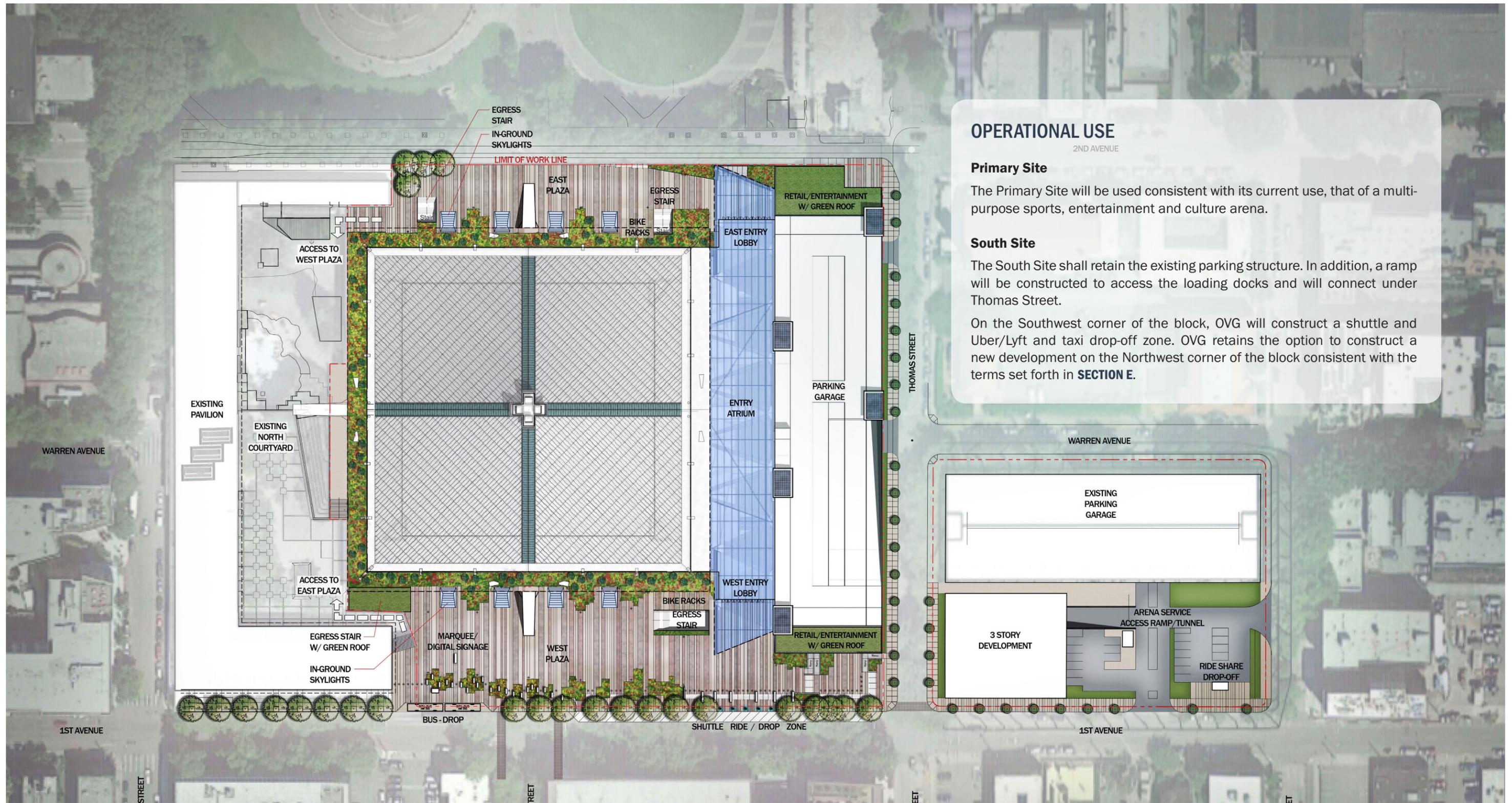
Identify which portions of the potential Redevelopment Site (as well as any adjacent street or Seattle Center areas, if requested by proposer) will be utilized, both during construction and during operation of the Arena, and how each portion will be used.



REDEVELOPMENT SITE



REDEVELOPMENT SITE



OPERATIONAL USE
2ND AVENUE

Primary Site
 The Primary Site will be used consistent with its current use, that of a multi-purpose sports, entertainment and culture arena.

South Site
 The South Site shall retain the existing parking structure. In addition, a ramp will be constructed to access the loading docks and will connect under Thomas Street.

On the Southwest corner of the block, OVG will construct a shuttle and Uber/Lyft and taxi drop-off zone. OVG retains the option to construct a new development on the Northwest corner of the block consistent with the terms set forth in **SECTION E**.



H DRAWINGS AND PLANS

The following drawings must be provided:

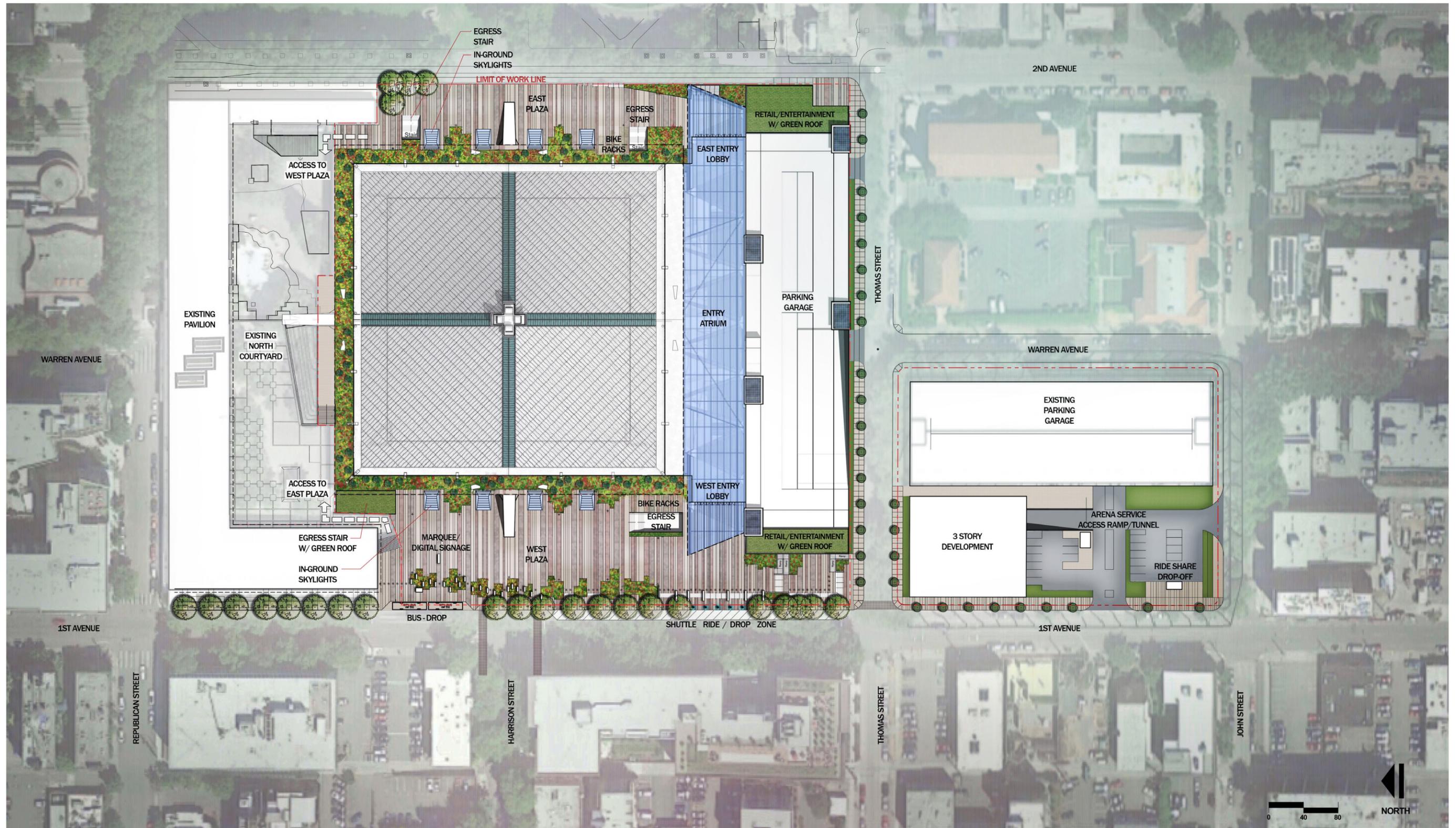
1. General site plan, with sustainable transportation (transit, walking and bicycling) access and freight loading docks/areas identified.
2. Concept level design work including scope narrative, elevations, floor plans, cross sections, and other drawings needed to convey design intent.
3. Exterior signage plan, including indicating plans for language access on signs.



DRAWINGS AND PLANS



SITE PLAN



SCOPE NARRATIVE

INTRODUCTION

The redevelopment of NASC will transform the complex to be competitive for acquiring a professional NHL/NBA franchise, as well as for the City of Seattle, providing a truly unique and intimate experience for the WNBA Seattle Storm, indoor football, indoor soccer, concerts and family entertainment events.

Seating capacities will range from 17,100 for hockey to 18,350 for basketball and up to 19,100 for concert configurations. A variety of premium seating types are provided, including event level suites, club seating, suites, opera boxes and private clubs.

The overall redevelopment includes a completely redesigned and reconstructed arena bowl (that will meet NHL/NBA/entertainment standards), new atrium lobby south of the historic roof superstructure, 850-car parking structure south of the new atrium and north of Thomas street. Additionally, the southern block bounded by 1st Avenue, John Street, Warren Avenue and Thomas Street will be redeveloped with a new entertainment structure on the northwest corner and a new vehicular service level access ramp to the arena truck dock and marshalling area.

While the redevelopment will increase the overall square footage of NASC dramatically (660,000 SF) to meet NHL/NBA/concert requirements, the redesign will be done in such a way to honor and respect the original 1962 structure. The new design will renovate the north, east and west elevations of KeyArena to their original design by removing the below-grade entrances and associated stairs. New entrances will be provided in a street level single story atrium in the location that is currently an at-grade truck and marshalling yard. New truck docks and marshalling will be provided below-grade, out of sight.

The result will be a world-class venue that respects the scale of the historic structure, Seattle Center campus and the surrounding neighborhood.

Design throughout the facility shall comply with all required building codes and regulations and also the guidelines established by the Americans with Disabilities Act (ADA).

The functional requirements are presented in the following nine categories:

- Spectator Facilities
- Food Service
- Retail Facilities
- Circulation
- Event Facilities
- Team Facilities
- Administrative Offices
- Media Facilities
- Operations Support

The square foot projections identified in the Program are based on the assumptions described within this report. These numbers may change during the design process as the information and assumptions are refined.

SPECTATOR FACILITIES

Spectator Seating

A variety of seating types and price ranges will be provided throughout four levels of the facility. Seating capacities will vary depending on the event type:

- Hockey/Arena Football: 17,100
- Basketball: 18,350
- End Stage Concerts: 16,940
- Center Stage Concerts: 19,125

The seating bowl will be designed so as to provide a minimum of 8,650 seats in the lower bowl for NHL hockey configuration and 9,900 seats for NBA basketball configuration. The average number of seats between aisles shall be 18 or 20 in the lower bowl (based on 20" minimum seats). Aisles shall be minimum 48" wide.

Minimum sightline clearance shall be 2-1/4" above the eye level of the spectator in the preceding row. Sightlines will be designed to a focal point defined by the arena hockey dasherboard systems. Variable rise platforms in the lower seating bowl will provide superior sightlines for hockey and basketball without compromise.

Tread depth will be a minimum of 34" in the lower deck and 33" in the upper deck. Riser heights will range between 6.5" minimum to 25" maximum in the general seating areas.

Seating types include the following:

- Lower bowl seating will consist of minimum 20" wide self-rising upholstered chairs. All seating rows should be un-broken rows of seating. Treads will be 34". Cupholders will be provided for every seat.
- Club Seating sections will have increased chair width to a minimum 21" self-rising upholstered chairs with cupholders.
- Suite seats will be minimum 24" wide self-rising upholstered chairs on 38" deep treads.
- Accommodations for wheelchair and ambulatory-disabled patrons and their companions will be provided in accordance with the ADA and local code regulations.
- Typical seats will have cast iron or aluminum standards and upholstered seats. End standards shall incorporate a custom logo in relief, through an applied system

Seating sections are provided in a variety of means:

- Retractable and variable rise (seven rows on the sides and 19 rows on the ends) seating sections will be used in the lower bowl in order to maximize sightlines for all event configurations and provide additional floor space (39,000 SF) for exhibitions and other events.
- Folding chairs (interlocking) will be employed on the floor level for temporary seating during concert events.

Suites

The facility will be designed to incorporate sixteen (16) event level suites and forty (40) sideline suites above the main concourse.

Standard suite amenities include seating for 12 or 14 persons within the seating bowl environment and a drink rail or table seating providing another 4 persons inside the sideline suites. Each suite will have a small serving area with sink, lockable cabinetry, full-size lockable refrigerator, buffet counter approximately 7' to 8' long with direct lighting and electrical outlets on separate circuits for electrical chafing dishes or warming plates, and space for trash container. A coat closet or dedicated space for coats will be provided.

Opera Boxes

Eighteen (18) 12-seat opera boxes will be provided on the private suite level at the shoot twice end of the hockey ice sheet.



SEATING SUMMARY

HOCKEY CONFIGURATION

MAIN CONCOURSE (LEVEL 300)

General Seating

Seats	5,403
Bar Seats	271
Disabled	
Wheelchair	43
Attendant	43

Ice Suites (16)

Seats	192
Disabled	
Wheelchair	4
Attendant	4

Club Suites (16)

Seats	2,680
Disabled	14
Wheelchair	14
Attendant	
SUBTOTAL	8,668

SUITE CONCOURSE (LEVEL 400)

Suites (40)

40 @ 12 Seats	480
Bar Seats	160

Opera Boxes (18)

16 @ 12 Seats	192
2 @ 6 Seats	12
Bar Seats	68
SUBTOTAL	912

UPPER DECK CONCOURSE (LEVEL 500)

Side Seating

Seats	1,472
Bar Seats	168
Wheelchair	30
Attendant	30

Ice Suites (16)

Seats	1,300
Subtotal	3,000

UPPER DECK (LEVEL 600)

Side Seating

Seats	2,800
-------	-------

End Seating

Seats	1,400
SUBTOTAL	4,200

PRESS/BRIDGE DECK (LEVEL 700)

Bridge Seating

Seats	320
SUBTOTAL	320

GRAND TOTAL 17,100

BASKETBALL CONFIGURATION

MAIN CONCOURSE (LEVEL 300)

General Seating

Seats	6,181
Bar Seats	
Disabled	50
Wheelchair	50
Attendant	

Courtside Seats

Seats	102
Disabled	

Court Suites

Seats	208
Disabled	
Wheelchair	4
Attendant	4

Club Seats

Seats	3,020
Disabled	
Wheelchair	14
Attendant	14
SUBTOTAL	9,918

SUITE CONCOURSE (LEVEL 400)

Suites (40)

40 @ 12 Seats	480
Bar Seats	160

Opera Boxes (18)

16 @ 12 Seats	192
2 @ 6 Seats	12
Bar Seats	68
SUBTOTAL	912

GRAND TOTAL 18,350

UPPER DECK CONCOURSE (LEVEL 500)

Side Seating

Seats	1,472
Bar Seats	168
Wheelchair	30
Attendant	30

End Seating

Seats	1,300
SUBTOTAL	3,000

UPPER DECK (LEVEL 600)

Side Seating

Seats	2,800
-------	-------

End Seating

Seats	1,400
SUBTOTAL	4,200

PRESS/BRIDGE DECK (LEVEL 700)

Bridge Seating

Seats	320
SUBTOTAL	320

SEATING SUMMARY

END STAGE 270 CONFIGURATION

MAIN CONCOURSE (LEVEL 300)

General Seating

Seats	4,389
Bar Seats	223
Disabled	
Wheelchair	50
Attendant	50

Floor Seats

Seats	1,296
-------	-------

Court Suites

Seats	208
Disabled	
Wheelchair	4
Attendant	4

Club Suites

Seats	3,020
Disabled	
Wheelchair	14
Attendant	14

SUBTOTAL 9,272

SUITE CONCOURSE (LEVEL 400)

Suites (40)

40 @ 12 Seats	480
Bar Seats	160

Opera Boxes (18)

8 @ 12 Seats	96
0 @ 6 Seats	0
Bar Seats	32

SUBTOTAL 768

UPPER DECK CONCOURSE (LEVEL 500)

Side Seating

Seats	1,472
Bar Seats	168
Wheelchair	30
Attendant	30

End Seating

Seats	1,300
-------	-------

SUBTOTAL 3,000

UPPER DECK (LEVEL 600)

Side Seating

Seats	2,800
-------	-------

End Seating

Seats	780
-------	-----

SUBTOTAL 3,580

PRESS/BRIDGE DECK (LEVEL 700)

Bridge Seating

Seats	320
-------	-----

SUBTOTAL 320

GRAND TOTAL 16,940

CENTER STAGE CONFIGURATION

MAIN CONCOURSE (LEVEL 300)

General Seating

Seats	6,181
Bar Seats	271
Disabled	
Wheelchair	50
Attendant	50

Floor Seats

Seats	877
-------	-----

Court Suites

Seats	208
Disabled	
Wheelchair	4
Attendant	4

Club Suites

Seats	3,020
Disabled	
Wheelchair	14
Attendant	14

SUBTOTAL 10,693

SUITE CONCOURSE (LEVEL 400)

Suites (40)

40 @ 12 Seats	480
Bar Seats	160

Opera Boxes (18)

16 @ 12 Seats	192
2 @ 6 Seats	12
Bar Seats	68

SUBTOTAL 912

UPPER DECK CONCOURSE (LEVEL 500)

Side Seating

Seats	1,472
Bar Seats	168
Wheelchair	30
Attendant	30

End Seating

Seats	1,300
-------	-------

SUBTOTAL 3,000

UPPER DECK (LEVEL 600)

Side Seating

Seats	2,800
-------	-------

End Seating

Seats	1,400
-------	-------

SUBTOTAL 4,200

PRESS/BRIDGE DECK (LEVEL 700)

Bridge Seating

Seats	320
-------	-----

SUBTOTAL 320

GRAND TOTAL 19,125



SCOPE NARRATIVE

Hospitality Rooms

A club at the event level for the Ice/Courtside Lounge seat patrons will be provided. It will accommodate 250 to 275 persons.

A Main Concourse Club Lounge for premium club seat-holder use is located on the west side of the main concourse with a view to the event floor, and direct access to the club seating areas.

Restrooms

Fixture counts are based on an assumed 50% male and 60% female spectator attendance distribution. Restrooms will be distributed around the concourses for easy access from the seating bowl.

- Men's water closets 1:250
- Men's urinals 1:90
- Women's water closets 1:60
- Men's and women's lavatories 1:150

Family toilet rooms for use by families with small children and disabled persons requiring assistance will be provided in locations convenient to the disabled seating areas.

Due to the high number of events that are anticipated to utilize floor level seating, additional public restrooms are included on the Service Level to support +1,400 temporary seats.

Restrooms will be provided on the suite corridors for use by suite holders. Planning ratios provide twice as many fixtures as provided for the general public. Finish materials in these restrooms will be at a higher level than in restrooms located on the public concourses.

Guest Services

A First Aid room will be provided for treatment of spectators. This space will include room for a cot, hand sink, lockable cabinets, under counter icemaker, under counter refrigerator, small storage closet and a unisex toilet room. This room will be readily identifiable by spectators, and will be located close to an elevator for access to ambulance parking at the service level or have direct access to the street level.

Guest Service desks will be distributed around the facility, located to provide maximum access to guests. These desks are provided to collect lost and found items, answer questions, and administer the Assistive Listening Device program.

FOOD SERVICE AND RETAIL FACILITIES

There are two primary types of food service offered: General Concessions and Premium Catering.

Each General Concession area requires its own type of back-of-house space and front-of-house sales areas. Kitchen and pantries are provided and sized to support concession sales and catering services.

Concession Stands

Concession stands will be distributed to meet demand and be positioned on the concourses to minimize congestion. For concerts and other events utilizing arena floor seating, portables may be placed on the arena floor.

Total points of sale (POS) are determined using a ratio of one point of sale for every 125 spectators.

Approximately 50% of the permanent concession stands will be vented to allow for full cooking.

Vendor Stations

Vendor commissaries will be distributed on the main and upper deck concourses. These outlets will be situated behind and connected with larger concession stands to share ice storage and food preparation equipment.

Eating Areas

Food courts are provided at the east, west and south sides of the main concourse for patrons. This space is anticipated to have small stand up tables, television monitors and is an extension of the main concourse.

Kitchens/Commissary/Pantries

Food service support consists of a main kitchen, a commissary for storage, and serving pantries near the suites.

Kitchen and commissary storage is located on the event level in close proximity to the Loading Dock and the service elevator(s).

Trash Removal

The trash compactor room is located at the loading dock and is a shared space for the arena's trash removal needs.

RETAIL SALES

A permanent retail store will be provided for sale of team memorabilia and merchandise for the professional teams. This store will be located so that access can be made from both inside and outside the arena and is adjacent to the ticket office.

Electrical power connections and data outlets will be provided for portable carts that can be distributed throughout the main and upper concourses to supplement event day sales and to support Program Sales. These carts will also be utilized by touring groups who wish to sell souvenirs and recordings during concert events.

CIRCULATION

Immediate access to the event floor by spectators will be limited to event level suite-holders, concert seating and exhibition attendees. The concourses will facilitate the orderly and convenient circulation of capacity crowds.

The concourse will provide queuing space for lines without restricting pedestrian movement. Concourse signage will provide clear, concise directional information.

Entry Atrium Lobbies

There will be two main public entrances located on the southeast and southwest sides of the arena. Each entry lobby is connected to a linear atrium south of the historic superstructure roof.

The ticket office will be located adjacent to the southwest entrance, with a weather-protected vestibule large enough for circulation and queuing for ticket purchase prior to each event.

One entry point/turnstile will be provided for every 1,000 spectators.

Concourses

The main concourse will have approximately 24 to 28 feet clear width to facilitate spectator circulation. Concession stands, novelty stands, and restroom entrances will be located so that queuing will not conflict with concourse traffic. The height of the main concourse will be sufficient to convey an overall sense of spaciousness and high quality.

Suite Corridor

An exclusive corridor will provide access to the private suites that are located on a separate, private level. Access to this corridor is controlled through the strategic location of elevators, escalators and stairs. A higher level of finish will be specified for this corridor.

Service Corridor

A service corridor, minimum 12' wide, will circle the event level, providing access to locker rooms and other back-of-house spaces. Locker rooms and media support spaces will be loaded onto one portion of the service corridor, creating a "talent corridor." Star dressing rooms will be accessed by a private, secure corridor.

SCOPE NARRATIVE

Vertical Circulation

Stairs are distributed throughout the facility. All stairs will conform to the applicable code requirements for egress widths, exit distances, etc. Areas of Refuge will be provided as required.

EVENT FACILITIES

Event Floor

The Event Floor will be designed to accommodate a range of events, including basketball, hockey, arena football, volleyball, end-stage/center-stage concerts, and trade shows. Floor finish will be sealed concrete.

- The ice rink will be 85' x 200', with operational inserts that reflect standard requirements for family shows and mixed programming.
- The arena football field will be 85' x 198'.
- Basketball will be played on a portable floor, 60' x 112' in size.
- The portable stage will be 60' deep x 80' wide, with 12' x 12' sound wings at the downstage corners.

Space for player benches and officials' boxes will be provided as follows:

- Hockey players benches: 2
- Arena Football players benches: 2
- Penalty benches: 2
- Penalty timekeeper bench: 1

The event floor will be designed to support a load of 350 pounds per square foot, with ice making capabilities. The floor will be designed to support the "HS" rating for over the road vehicles. Threaded inserts will be located in the floor in a grid pattern to accommodate a variety of events. Provisions will also be made for water, drainage, electrical power, PA and broadcast needs.

Rigging / Scoreboard / Spotlights

Accommodations to create a scalable, reduced-house venue for shows and concerts will be provided, including rigging, sound systems, and aisle lighting. The roof system will be designed to support a curtaining system that divides the seating bowl transversely, with curtains extending from near the roof structure to the event floor.

An arena reduction system will also be designed and included in the arena. The dual center-hung scoreboards will be an all-electronic LED system consisting of a minimum six, 16:9 aspect ratio video boards with live action, instant replay, game scoring information, fixed and electronic advertising, naming rights sponsor identification (if required) and messaging.

The hoisting system will be designed to maximize the stored height of the scoreboard. Two (2) levels of LED boards will be provided on the fascia of the interior seating bowl. These LED boards shall serve as the guardrail. Sightlines for the facility will be designed for fascia displays to be surface mounted on the pre-cast risers and for the displays to be a minimum of 32 inches high.

Auxiliary boards will be provided within the seating bowl to provide scoring and game in progress information (if this data is not shown on the fascia displays). Game clocks and other requested scoring information will be placed in team locker rooms, official locker rooms, coaches' rooms, writing press work room, press lounge and auxiliary locker rooms. Shot clocks will be provided at each basketball goal and goal lights behind each goal. Spares of required shot clocks and controllers will be provided.

Spotlights will be located with appropriate power and intercom cabling at a minimum, at the following locations. Each location will be placed and designed so that the spotlight at each location can view the entire event floor with the seats retracted. Spotlights located on the catwalk or in front of any rails, may require removable section of railing for full-range of view for the spotlight.

- End opposite the end stage location (number of positions TBD)
- Behind the end stage location (number of positions TBD)
- At each corner of the arena
- At center ice/center court
- At selected ADA platforms within the bowl

Acoustic Treatment Requirements - The arena will be designed to support concerts, sports and other multi-purpose events. The existing acoustical panels will be replaced with a new design which will be fine-tuned for the new seating bowl.

Catwalk – The catwalk will be modified to work with the new seating bowl geometry.

Broadcast Requirements – The new arena is to be configured to support NHL, NBA, WNBA and NCAA TV camera, TV truck and crew requirements, in regards to cabling, camera positions, truck parking. Transmission will be as follows:

- **Local** – Local TV stations (ENG) will be provided parking and technical locations that will allow for access to, and live broadcast from the facility.
- **National** – Space will be provided for a minimum of five, full-sized TV production trucks, plus two crew trailers at the loading dock. Camera positions are in accordance with NBA and NHL published requirements. These requirements also satisfy NCAA needs.
- **Radio** – Provisions for radio broadcasters and transmission out from the arena will be provided courtside for basketball, in the hockey press box and from overflow/international feed locations.

SECURITY SYSTEM

The security system will include provisions for a complete and fully functional integrated system utilizing access control, intrusion detection, and video surveillance. In general, the system will be used to monitor the site, facility perimeter and key internal areas using intrusion monitoring points (motion detection and door status) and video surveillance (cameras).

TEAM FACILITIES

Team facilities include locker rooms for professional team tenants (WNBA and future NHL/NBA), along with additional locker rooms for visiting teams, tournament participants, and officials. Support spaces such as a family lounge, a weight room, and laundry facilities are also provided.

NHL Hockey Lockers

A dedicated locker room suite will be designed for use by a future NHL team, with direct access to the team bench. The locker room will meet or exceed requirements of the NHL. It is assumed that the team will practice off-site and their administration offices will be off-site as well.

This suite includes a changing room with (26) 24" wide lockers for street clothes, a locker room with (24) 30 wide x 72" high lockers and (2) 42" wide x 72" high lockers, a shower room, drying/grooming area, coaching staff offices, team equipment room, skate sharpening and stick work room, and a treatment room sized for four taping tables, hydrotherapy tubs, rehab machines, a trainer's office and laundry facilities.

NBA Basketball Lockers

This suite includes a lounge/meeting room, a locker room with (16-18) 36 wide x 72" high lockers, a shower room, drying/grooming area, coaching staff offices, team equipment room, treatment room and laundry facilities. It is assumed that the team will practice off site and their administration offices will be off-site as well.

WNBA Basketball Lockers

This suite, at a minimum, will be tailored to the needs of the Seattle Storm and includes a lounge/meeting room, a locker room with (16-18) 36 wide x 72" high lockers, a shower room, drying/grooming area, coaching staff offices, team equipment room, treatment room and laundry facilities. It is assumed that the team will practice off site and their administration offices will be off-site as well.



SCOPE NARRATIVE

Visiting and Auxiliary Lockers

One Visiting Team locker room will be provided for use by the visiting NBA/WNBA professional teams, and a second locker room will be provided for use by the visiting NHL teams. These rooms will also be available for use during tournaments, which require four locker rooms to handle back-to-back games.

This locker room includes (25) 36 wide x 72" high lockers, a shower room, drying/grooming area, coaching staff offices, a small team equipment room, and a small treatment area.

Two additional auxiliary locker rooms will include (25) 24" wide x 72" high lockers, a shower room, and drying/grooming area. Road crews and other show personnel will also use these rooms during entertainment events.

Officials Lockers

Separate locker rooms will be provided to accommodate either a co-ed officiating crew, or two separate crews during tournaments.

Entertainment Facilities

There will be six star dressing rooms dedicated for use by the star performers at entertainment events. These rooms will be complete with costume closets, make-up counters, 4'0" doors, private toilets, showers, and lights on a local dimmer switch.

A connecting Green Room will serve as a staging and hospitality area for entertainers. A unisex toilet room will be included within this area.

ADMINISTRATIVE FACILITIES

Arena Management Offices

An office suite is provided for facility administration. Office support spaces such as a conference room, copy room, storage room, IT Closets and staff toilets will also be provided.

Box Office

The box office will be designed to include secure sales windows (with amplified communication devices) and pass drawers, ticket racks, cash drawers, and electronic security/surveillance equipment.

Ticket windows will be located in a vestibule that provides protection from the elements but does not allow entrance to the Concourse. The number of ticket windows is based on a ratio of one window per 1,500 spectators, serving both game-day ticket purchases and will-call ticket pick-up.

Offices and work areas are located adjacent to the ticket windows.

Press Support

A press workroom will be provided on the service level. This room will be located near the stage end of the event floor.

An interview room will be located on the service level for post-game interviews and formal press conferences. This room is sized to seat +50 attendees in front of a dais, with camera platforms at the rear of the room. This room will be located close to the press workroom and the team locker rooms.

Press Box

While basketball events generally locate press and statisticians on the event floor level, arena football and hockey events require a press box at the top of the seating bowl. There shall be approximately 125 regular season print media stations, with 18" deep counters. Each station will be 2' in width.

Seven booths will be provided for both TV and radio broadcast. Additional booths for video/audio, replay, off-ice officials, home/visiting general managers and security are provided with direct views to the event floor.

Control Rooms

Space for control equipment and patch panels will be provided and located on the event level near the loading dock.

Broadcast Camera Locations - The TV camera locations, in accordance with NBA and NHL guidelines are well defined in terms of quantity and location, including required angles to the playing surface, height above the playing surface and distance away from the side line or dasher board. All required locations, based on recent NBA and NHL facilities are accommodated, along with access to:

- Locker room, locker room corridor, entrance to the ice and interview rooms.
- "Front Door" and other "beauty shots."

OPERATIONS SUPPORT

Event Personnel

Offices are provided for use by outside show personnel.

Staff check-in, uniform distribution, and locker rooms are provided for use by event staff for both facilities.

Building Staff

An office suite is provided for the Operations staff.

Two locker rooms with full-height lockers and toilet/shower facilities are provided for these daily staff members.

Event Storage

Separate rooms are provided for basketball court equipment (which must be environmentally-controlled), hockey equipment (dashers, dasher glass), ice floor cover, football/lacrosse turf, seating infill sections, folding chairs, and concert equipment.

The athletic equipment rooms are located at the opposite end of the floor from stage end in order to facilitate set-up and changeover operations.

Loading Dock/Staging Area

Eight loading docks will be provided, along with one 20' wide by 20' high drive-through door for vehicular access to the event floor. Two docks will be dedicated for food service operations. Standard door size to be minimum 10' high x 14' wide. Dock levelers will be provided at all positions.

The loading dock will be adjacent to the south end-stage of the event floor, with access vomitory sized at a minimum 24' wide and 16' clear height.

Show Power Rooms – Two at each corner of the stage end shall have a show power room with a 1600amps service at 120/208volt that have 400amp and 200amp Cam-lok connectors.

Broadcast Connect Room – This room will be immediately adjacent to the TV truck parking location and be approximately 12ft wide and 10 ft. deep with an overhead, coiling door to allow access to the cable termination racks. A secondary room, of similar size, is provided for ENG cabling racks and equipment.

TV Truck Parking – As noted above, space is provided for a minimum of five TV production trucks (a triple broadcast, plus support graphics and audio trucks). Power for each of the five trucks will consist of (2) 200 A, 208 V, five wire, disconnects. Satellite uplink trucks are to be located on-grade, with a view to the southern sky.

Ice Support

New ice plant equipment will be provided to support the ice rink and meet NHL standards. Separate rooms will be provided to store two Zamboni machines and equipment, ice paint, and ice melt pit.

Security Office / Command Center

A security suite will be located with visual control of the loading dock and staff entry. The suite is sized to accommodate two private offices, holding cells, storage, locker area, small break-room and a security control room. The main fire command center will also be located here.

SCOPE NARRATIVE

Maintenance and Janitorial

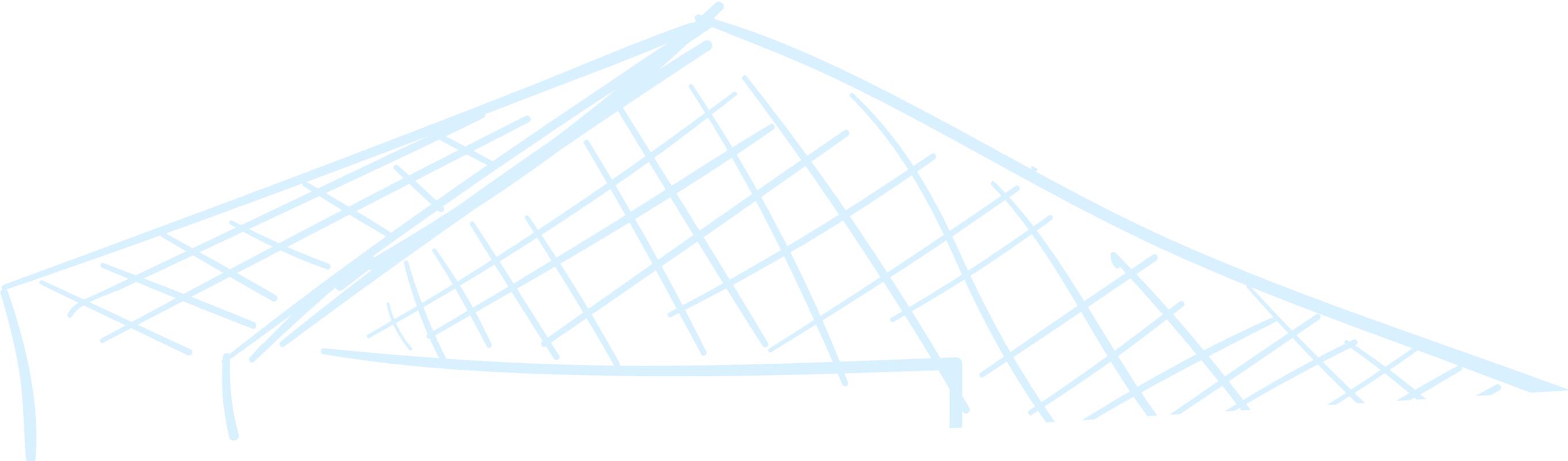
One shop area will be provided for carpenters, electricians and plumbers. A large storage room will be directly adjacent, with overhead door sized for forklift access.

A separate storage room will be provided for additional general building storage. This room will also have an overhead door sized for forklift access.

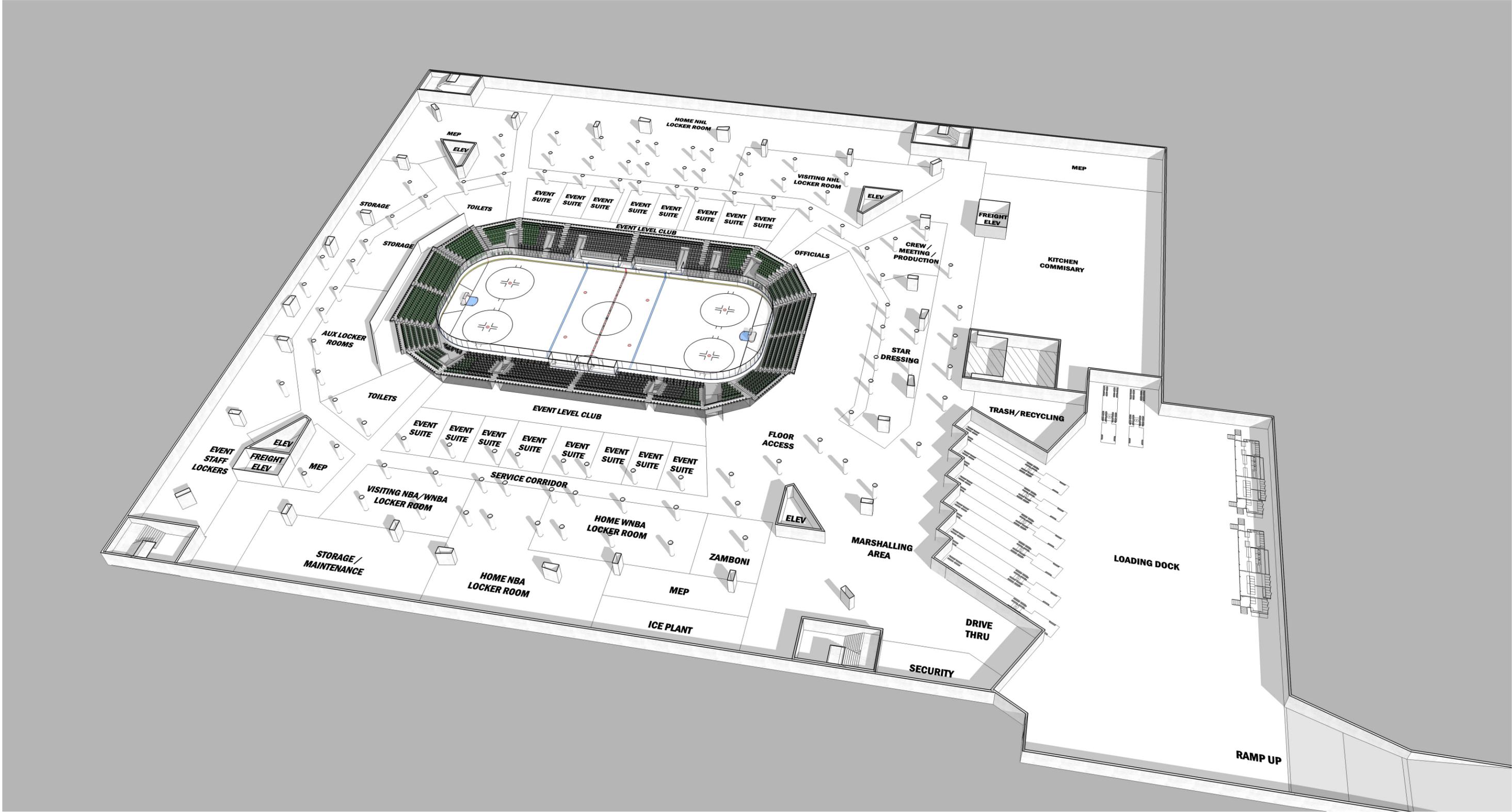
A trash/recycle room is provided near the trash container for holding bagged trash during events. This room will be finished with waterproof wall, ceiling, and floor materials, proper ventilation, floor drains and a hose bib. Trash storage rooms will also be provided at both the main and upper concourses, near the freight elevators.

OUR MISSION 

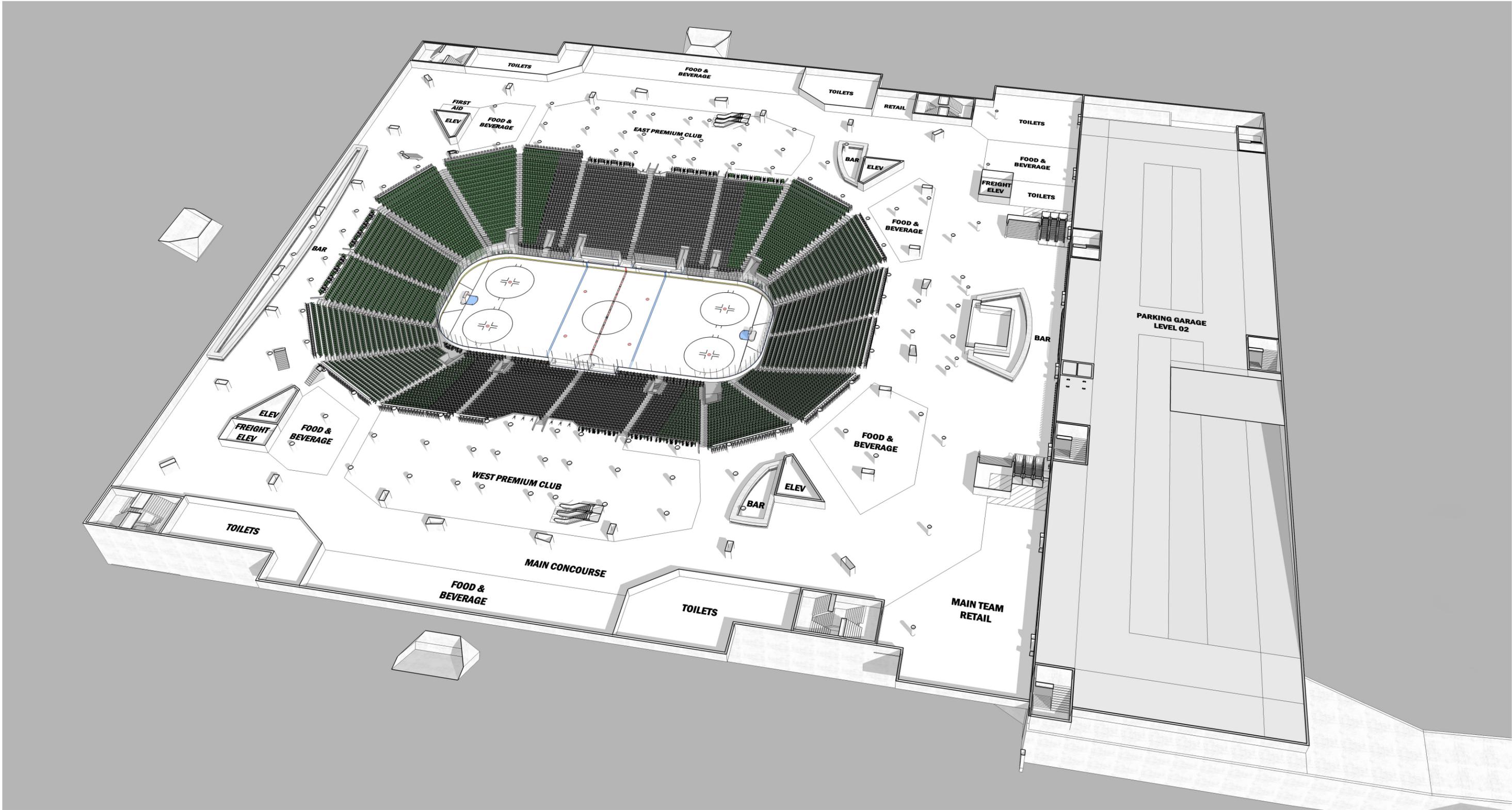
WE HAVE PRIORITIZED THE PRESERVATION OF THE ICONIC LANDMARK DESIGN FEATURES OF THE ROOF LINE AND SUPPORT STRUCTURE. FUTURE GENERATIONS WILL CONTINUE TO RECOGNIZE THE ICONIC FACADE AND BE ABLE TO EMBRACE THE HISTORIC FOUNDATION ON WHICH WE WILL BUILD OUR TRANSFORMATIONAL ARENA PROJECT.



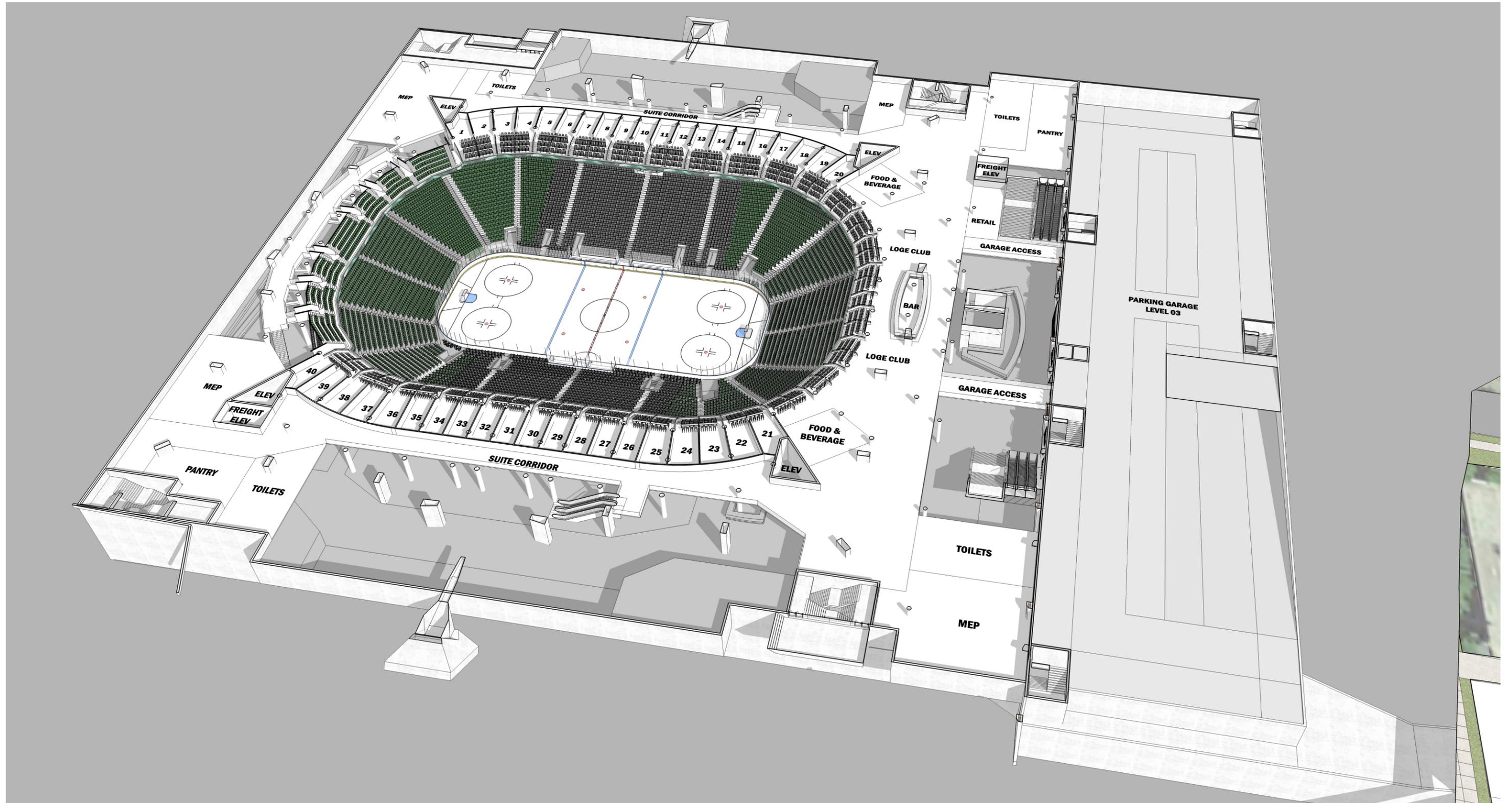
EVENT LEVEL PLAN



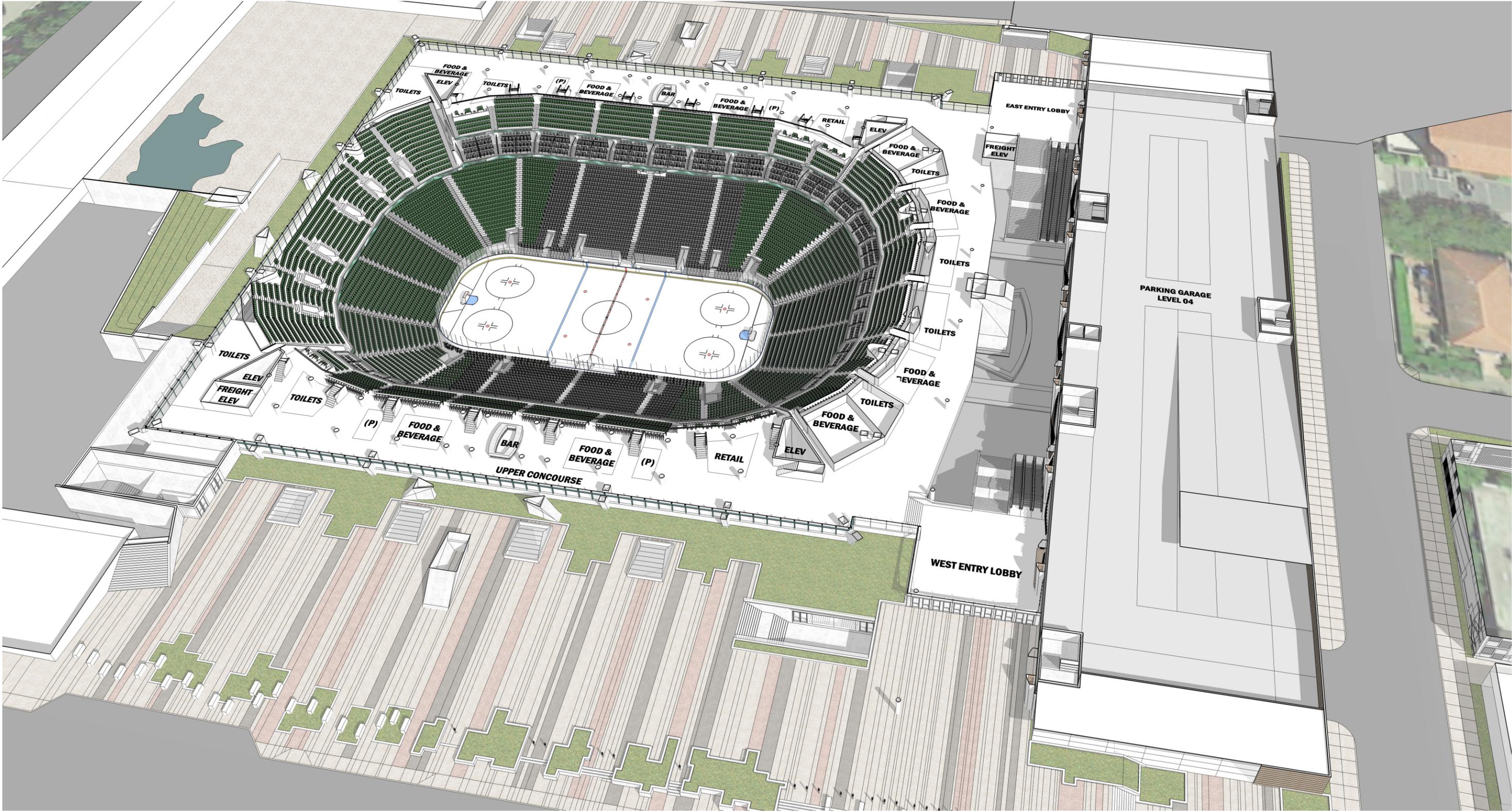
MAIN CONCOURSE PLAN



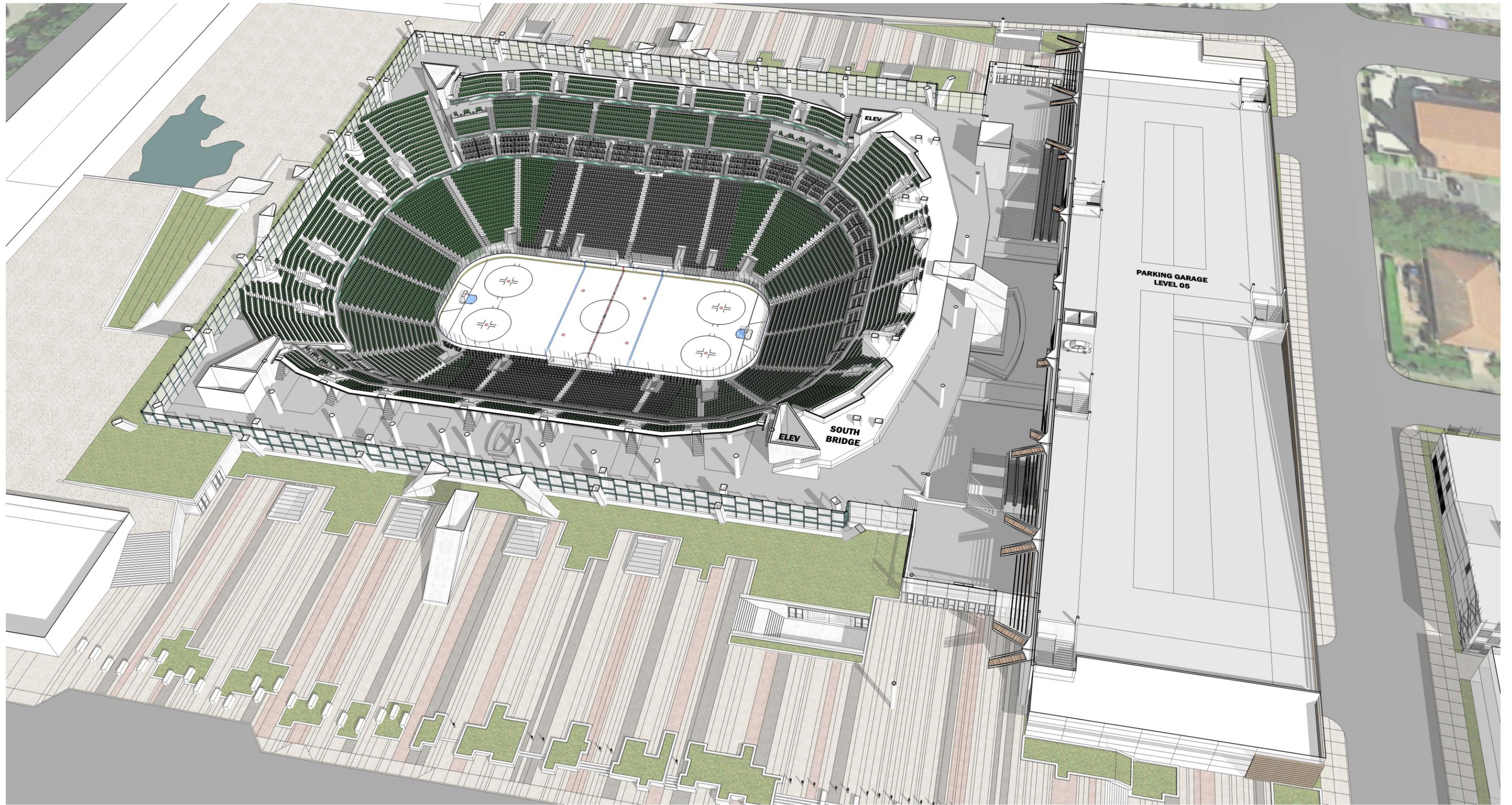
SUITE LEVEL PLAN



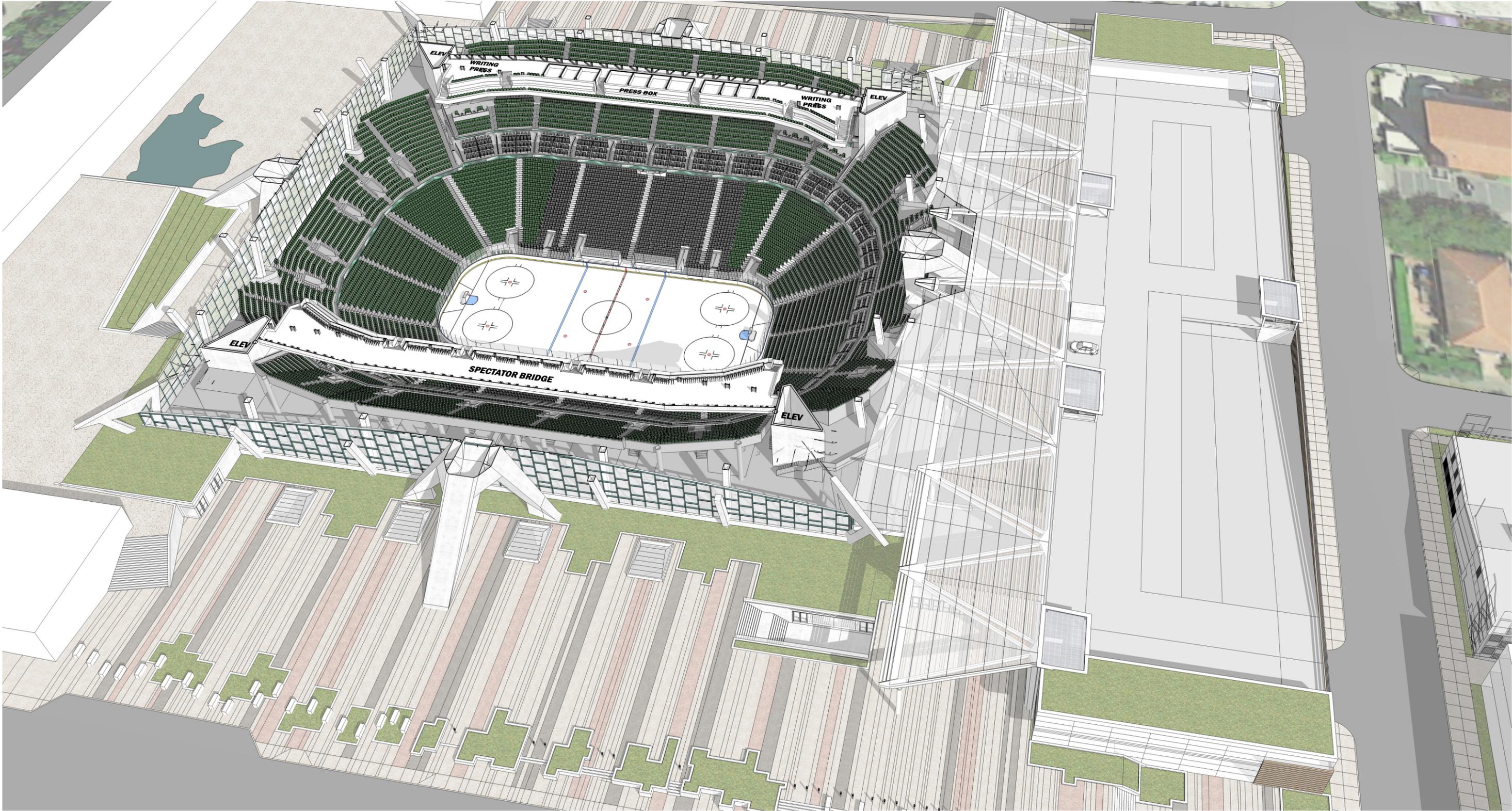
UPPER CONCOURSE PLAN



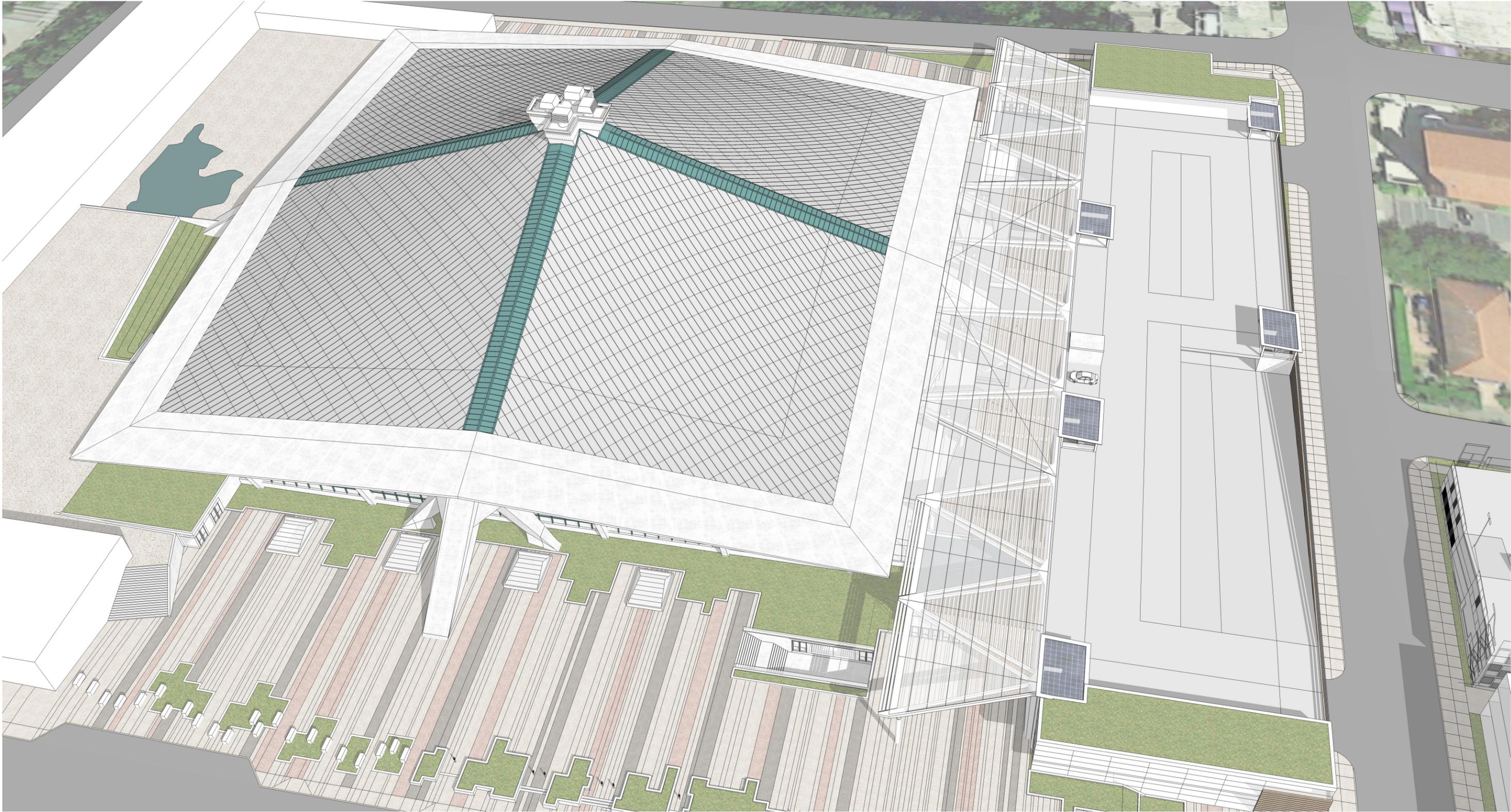
SOUTH BRIDGE LEVEL PLAN



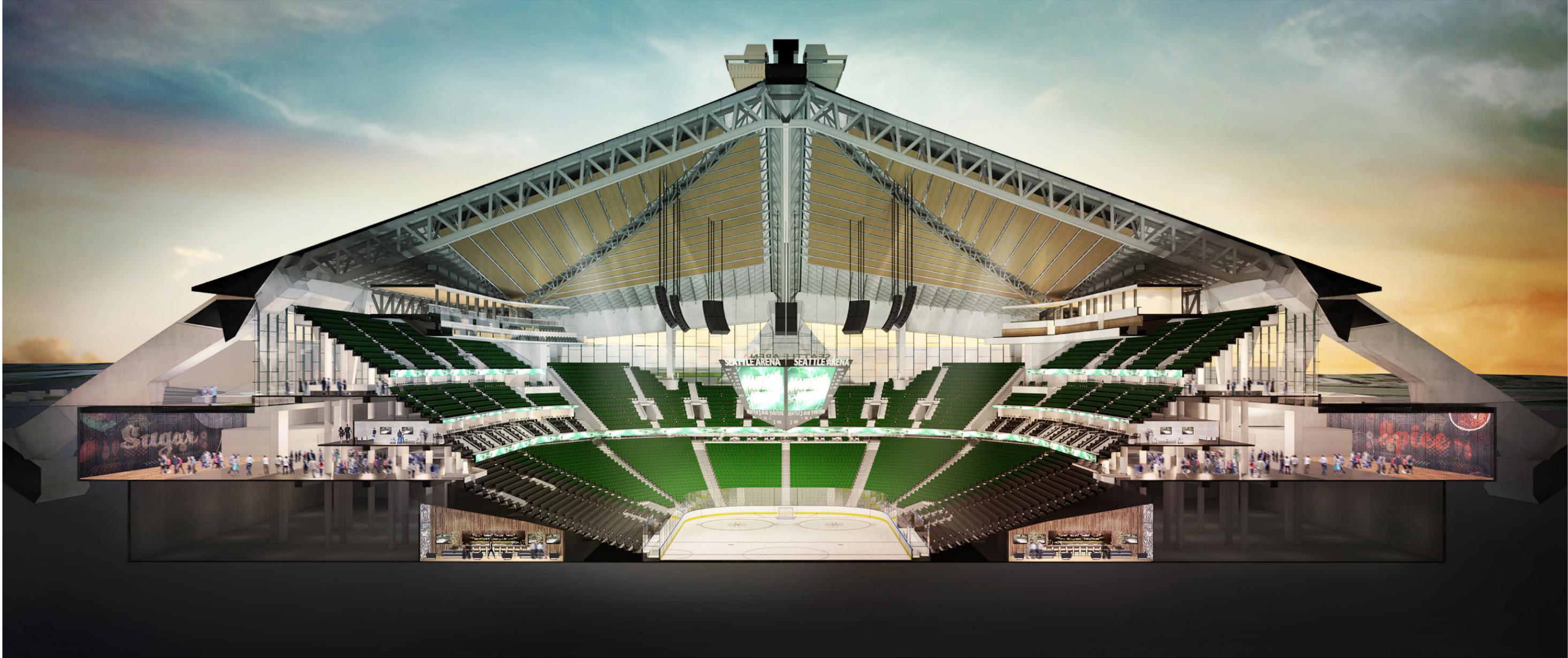
PRESS LEVEL PLAN



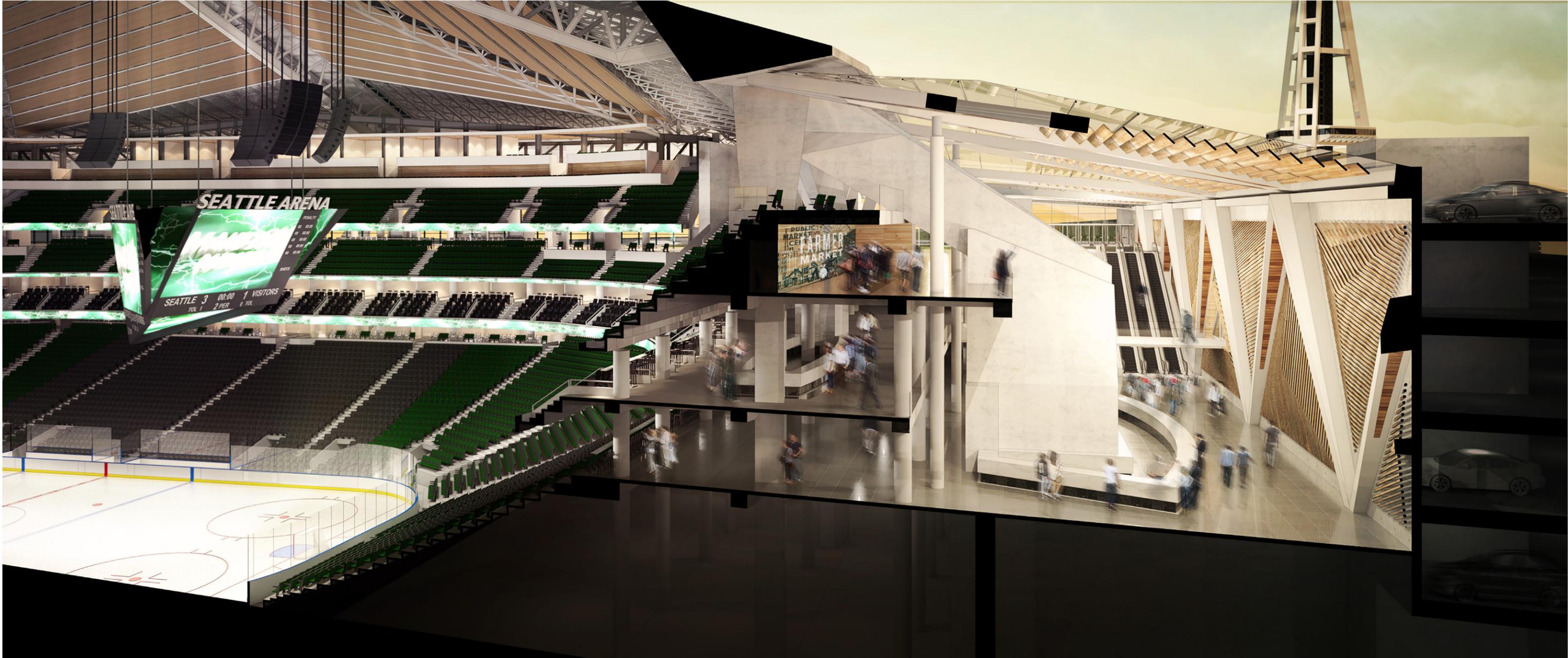
ROOF LEVEL PLAN



EAST-WEST TRANSVERSE SECTION



SOUTH LONGITUDINAL SECTION THROUGH ATRIUM



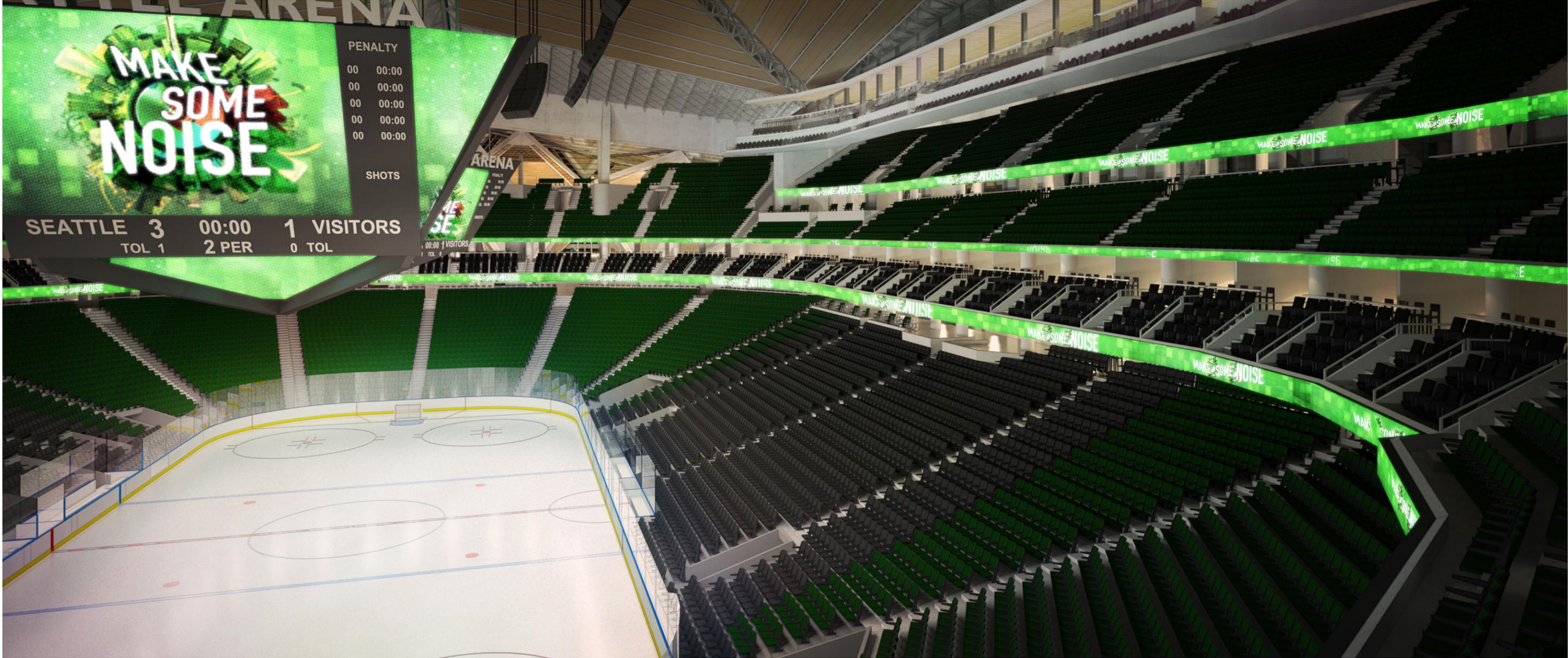
WEST PLAZA VIEW



ENTRY ATRIUM VIEW



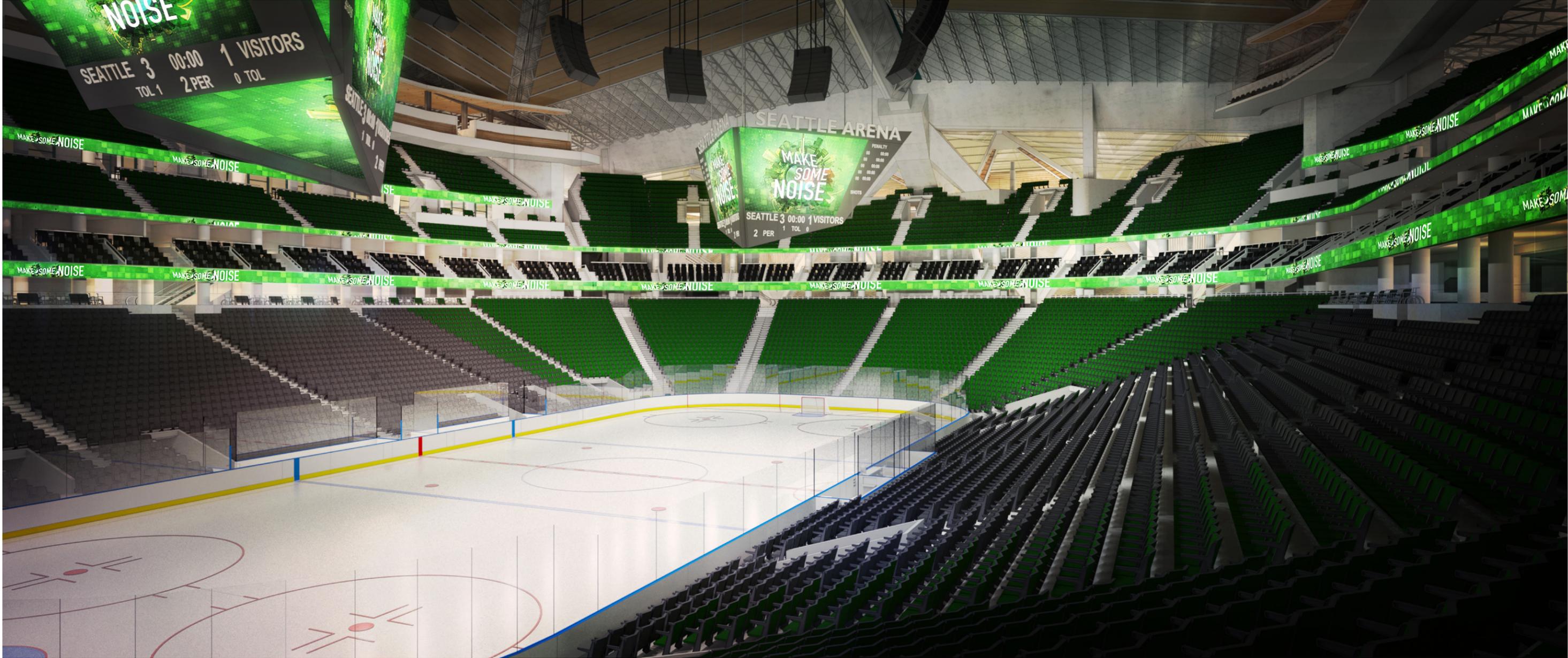
SUITE LEVEL VIEW LOOKING SOUTH - HOCKEY



SUITE LEVEL VIEW LOOKING SOUTH - HOCKEY



LOWER BOWL VIEW LOOKING SOUTH - HOCKEY



LOWER BOWL VIEW LOOKING SOUTH - HOCKEY



VIEW OF BASKETBALL CONFIGURATION



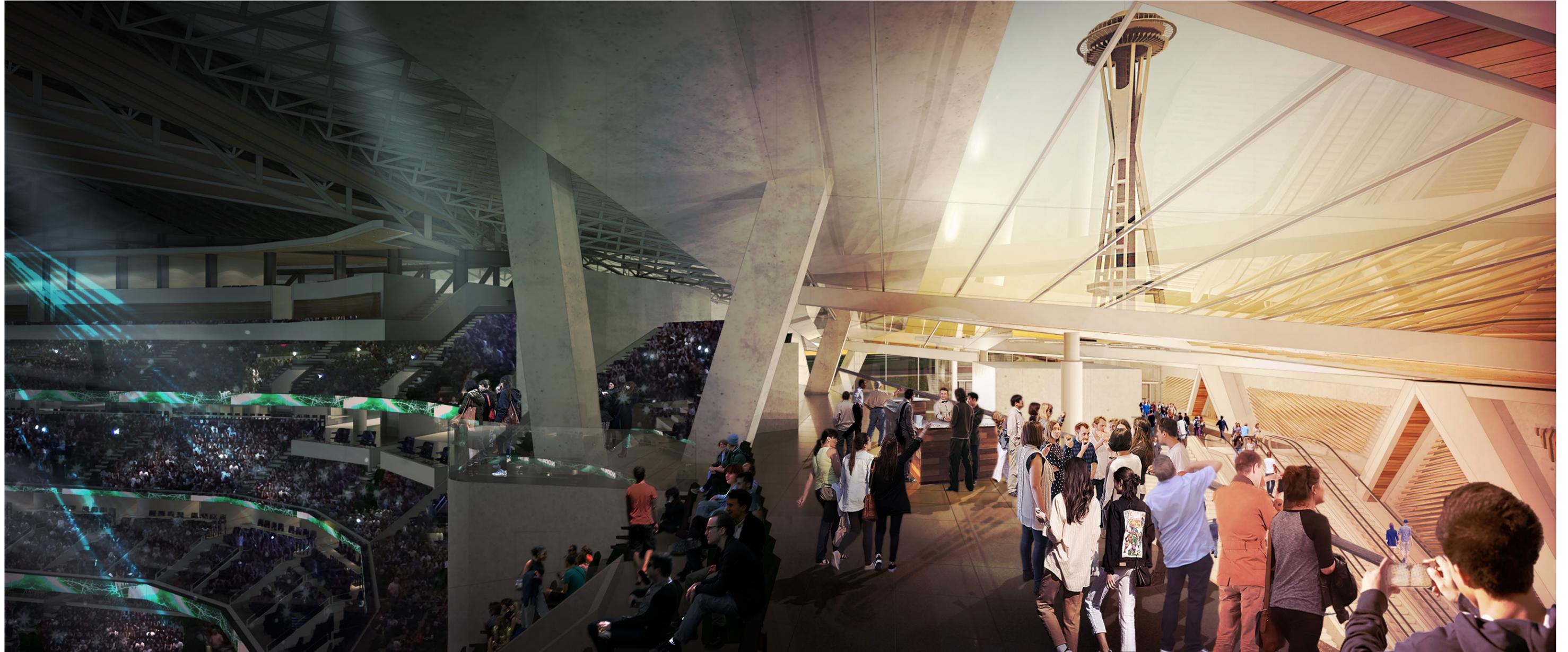
VIEW OF CENTER STAGE CONCERT



VIEW OF END STAGE CONCERT



VIEW OF SPACE NEEDLE BAR



WEST AERIAL VIEW



SCHEDULE

Provide the proposed Project milestones and schedule, from the City's selection of the Selected Proposer to opening of the renovated Project to the public. Describe the process and parameters that will determine the durations between: the selection of the Selected Proposer; any due diligence period after selection of the Selected Proposer and additional steps necessary, if any, to negotiate final agreements; the commencement of construction; and the rent commencement date. Specify a "not to exceed" time period for each of these steps.



SCHEDULE

The detailed Project Development Schedule illustrated on the following pages, describes all major activities, durations and milestones going forward from the moment that OVG is selected to be your partner to create the next generation of Seattle Center. The process and parameters relating to the key milestones requested in the RFP are highlighted as follows:

- OVG's proposal is submitted on April 12, 2017 and we anticipate that the selection process internal to the City of Seattle will involve four to six weeks and conclude in the second half of May.
- Once OVG is identified as the selected partner, the City would continue certain due diligence activities to confirm and validate OVG's unique and proven qualifications. This due diligence period would run for two to four weeks.
- Simultaneous with the due diligence period, OVG and the City would together generate and negotiate the terms of the necessary Venue Development and Venue Operations Agreements.
- Our schedule anticipates the conclusion of our selection, all due diligence and final agreements that will officially appoint OVG to be concluded by July 10, 2017.
- All Public Approvals required for the development including SEPA, Landmarks, MUP, Seattle Design Commission, Street Improvements will commence and conclude over the period of July 10, 2017 to November 23, 2018.
- Simultaneous with the Public Approval processes, OVG will activate ICON Venue Group and Populous to activate the arena programming and design efforts.
- Schematic Design will be completed and approved by September 22, 2017.
- Design Development will be completed and approved by April 24, 2018.
- Construction Documents will be completed and approved by December 21, 2018.
- Demolition will begin in advance of the GMP contract being awarded for construction and be completed before the end of 2018.
- Construction will commence on January 3, 2019 and the arena will be Substantially Complete with a Certificate of Occupancy to enable the NASC Grand Reopening on October 1, 2020.



ID	Task Name	Duration	Start	Finish	2018												2019												2020																					
					M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S	O	N	D
1	Proposal Due	0 days	Wed 4/12/17	Wed 4/12/17																																														
2	Oak View Group Selected as Developer	64 days	Wed 4/12/17	Mon 7/10/17																																														
3	PERMITS AND ENTITLEMENTS																																																	
4	STATE ENVIRONMENTAL POLICY ACT (SEPA)	275 days	Mon 7/10/17	Fri 7/27/18																																														
5	Determination of Significance and Scoping Notice (DS)	0 days	Mon 7/10/17	Mon 7/10/17																																														
6	Comment Period	14 days	Mon 7/10/17	Thu 7/27/17																																														
7	Preparation of Draft EIS / Consultation Reports	135 days	Mon 7/10/17	Fri 1/12/18																																														
8	Notice of Availability of Draft EIS	0 days	Fri 1/12/18	Fri 1/12/18																																														
9	Draft EIS Comment Period	30 days	Mon 1/15/18	Fri 2/23/18																																														
10	Notice of Public Hearing	21 days	Mon 2/26/18	Mon 3/26/18																																														
11	Public Hearing	0 days	Mon 3/26/18	Mon 3/26/18																																														
12	Preparation of Final EIS	100 days	Mon 2/26/18	Fri 7/13/18																																														
13	Notice of Availability of Final EIS	0 days	Fri 7/13/18	Fri 7/13/18																																														
14	LANDMARKS	280 days	Mon 7/10/17	Fri 8/3/18																																														
15	Prepare Certificate of Approval Application (C of A)	20 days	Mon 7/10/17	Fri 8/4/17																																														
16	C of A Application Filed with the Board	0 days	Fri 8/4/17	Fri 8/4/17																																														
17	Board Staff Determines Whether Application is Complete	28 days	Mon 8/7/17	Wed 9/13/17																																														
18	Board Meets to Discuss Application	30 days	Thu 9/14/17	Wed 10/25/17																																														
19	Board issues written decision	0 days	Wed 10/25/17	Wed 10/25/17																																														
20	Hearing Examiner Appeal Period	14 days	Thu 10/26/17	Tue 11/14/17																																														
21	Certificate of Approval Awarded	0 days	Fri 7/27/18	Fri 7/27/18																																														
22	TYPE II MASTER USE PERMIT (MUP) FOR SEPA	165 days	Mon 10/2/17	Fri 5/18/18																																														
23	Prepare MUP Documents	20 days	Mon 10/2/17	Fri 10/27/17																																														
24	Submit MUP Application	0 days	Fri 10/27/17	Fri 10/27/17																																														
25	Large Sign Installation	5 days	Mon 10/30/17	Fri 11/3/17																																														
26	Notice of Complete Application	0 days	Fri 11/3/17	Fri 11/3/17																																														
27	SDCI Zoning Review and Corrections	30 days	Mon 11/6/17	Fri 12/15/17																																														
28	SDCI Land Use Review and Corrections	30 days	Mon 11/6/17	Fri 12/15/17																																														
29	Response to Corrections	20 days	Mon 12/18/17	Fri 1/12/18																																														
30	2nd Round of SDCI Corrections	20 days	Mon 1/15/18	Fri 2/9/18																																														
31	Meeting with Planner Prior to Correction Response	0 days	Mon 2/12/18	Mon 2/12/18																																														
32	Response to Corrections	20 days	Mon 2/12/18	Fri 3/9/18																																														
33	SDCI Finalizes MUP (After Final EIS is Issued)	30 days	Mon 3/12/18	Fri 4/20/18																																														
34	SDCI Issues Notice of Decision	0 days	Fri 4/20/18	Fri 4/20/18																																														
35	MUP Appeal Period (Design Review / SEPA)	10 days	Mon 4/23/18	Fri 5/4/18																																														
36	MUP Issuance	10 days	Mon 5/7/18	Fri 5/18/18																																														
37	SEATTLE DESIGN COMMISSION																																																	
38	Initial Meeting with SDC Staff	0 days	Fri 8/4/17	Fri 8/4/17																																														
39	Prepare SDC Application	20 days	Mon 8/7/17	Fri 9/1/17																																														
40	SDC Staff Reviews Application	10 days	Mon 9/4/17	Fri 9/15/17																																														
41	Design Commission Briefing No. 1 (Conceptual Design)	0 days	Fri 9/22/17	Fri 9/22/17																																														
42	Submit Final Conceptual Design Presentation Materials	0 days	Fri 9/29/17	Fri 9/29/17																																														
43	Design Commission Meeting No. 1 (Conceptual Design)	0 days	Fri 10/13/17	Fri 10/13/17																																														
44	Team Revision & Response	60 days	Mon 10/16/17	Fri 1/5/18																																														
45	Design Commission Briefing No. 2 (Schematic Design)	0 days	Fri 1/12/18	Fri 1/12/18																																														
46	Submit Final Schematic Design Presentation Materials	0 days	Fri 1/19/18	Fri 1/19/18																																														
47	Design Commission Meeting No. 2 (Schematic Design)	0 days	Fri 2/2/18	Fri 2/2/18																																														
48	Team Revision & Response	80 days	Mon 2/5/18	Fri 5/25/18																																														
49	Design Commission Briefing No. 3 (Design Development)	0 days	Fri 6/1/18	Fri 6/1/18																																														
50	Submit Final Design Development Presentation Materials	0 days	Fri 6/8/18	Fri 6/8/18																																														
51	Design Commission Meeting No. 3 (Design Development)	0 days	Fri 6/22/18	Fri 6/22/18																																														
52	STREET IMPROVEMENT PERMIT (SIP)																																																	
53	Submit 30% SIP Application	0 days	Fri 3/2/18	Fri 3/2/18																																														
54	30% SIP Review by SDOT	30 days	Mon 3/5/18	Fri 4/13/18																																														
55	30% SIP Approved (prior to MUP decision)	0 days	Fri 4/13/18	Fri 4/13/18																																														
56	Prepare and Submit 60% SIP Submittal	40 days	Mon 4/16/18	Fri 6/8/18																																														
57	60% SIP Review by SDOT	40 days	Mon 6/11/18	Fri 8/3/18																																														
58	60% SIP Approved (prior to Building Permit submittal)	0 days	Fri 8/3/18	Fri 8/3/18																																														
59	Prepare and Submit 90% SIP Submittal	30 days	Mon 8/6/18	Fri 9/14/18																																														
60	90% SIP Review by SDOT	30 days	Mon 9/17/18	Fri 10/26/18																																														
61	100% SIP Review and Approval	20 days	Mon 10/29/18	Fri 11/23/18																																														

ID	Task Name	Duration	Start	Finish	2018												2019												2020												2021
					M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J	F	M	A	M	J	J	A	S	O	N	D	J		
62	PROJECT ACTIVATION																																								
63	ARENA MARKET STUDY & PROGRAM DEVELOPMENT:	78 days	Mon 4/3/17	Wed 7/19/17																																					
64	MARKET STUDY:	71 days	Mon 4/3/17	Mon 7/10/17																																					
65	Market Study Development / Duration	65 days	Mon 4/3/17	Fri 6/30/17																																					
66	Prepare Preliminary Program Recommendations	0 days	Mon 5/15/17	Mon 5/15/17																																					
67	Finalize Findings and Program Recommendations - Draft Report	1 day	Mon 7/3/17	Mon 7/3/17																																					
68	Client Review and Approval of Market Study Data	5 days	Tue 7/4/17	Mon 7/10/17																																					
69	ARENA PROGRAM DEVELOPMENT:	7 days	Tue 7/11/17	Wed 7/19/17																																					
70	Revise Program Based on Market Study Recommendations	4 days	Tue 7/11/17	Fri 7/14/17																																					
71	Client Review and Approval of Program Draft	3 days	Mon 7/17/17	Wed 7/19/17																																					
72	CONFIRM BUDGET & SCHEDULE:	2 days?	Thu 7/20/17	Fri 7/21/17																																					
73	Finalize Budget and Schedule Based on Market Study and Final Program	1 day	Thu 7/20/17	Thu 7/20/17																																					
74	Client Review of Budget and Schedule Draft	1 day	Fri 7/21/17	Fri 7/21/17																																					
75																																									
76	DESIGN:	372 days	Thu 7/20/17	Fri 12/21/18																																					
77	Prepare Demolition & Environmental Remediation Plan	47 days	Thu 7/20/17	Fri 9/22/17																																					
78	Survey	47 days	Thu 7/20/17	Fri 9/22/17																																					
79	Geotech Study	47 days	Thu 7/20/17	Fri 9/22/17																																					
80	SCHEMATIC DESIGN:	47 days	Thu 7/20/17	Fri 9/22/17																																					
81	Schematic Design	42 days	Thu 7/20/17	Fri 9/15/17																																					
82	Release Schematic Design for Estimate	0 days	Fri 9/15/17	Fri 9/15/17																																					
83	Client Review and Approval of Schematic Design	5 days	Mon 9/18/17	Fri 9/22/17																																					
84	DESIGN DEVELOPMENT:	152 days	Mon 9/25/17	Tue 4/24/18																																					
85	Develop 50% DD Package	67 days	Mon 9/25/17	Tue 12/26/17																																					
86	Release 50% DD Package	0 days	Tue 12/26/17	Tue 12/26/17																																					
87	Client Review & Approval of 50% DD	5 days	Wed 1/17/18	Tue 1/23/18																																					
88	Develop 100% DD Package	65 days	Wed 12/27/17	Tue 3/27/18																																					
89	Release 100% DD Package	0 days	Tue 3/27/18	Tue 3/27/18																																					
90	Client Review and Approval of 100% Design Development	5 days	Wed 4/18/18	Tue 4/24/18																																					
91	CONSTRUCTION DOCUMENTS:	173 days	Wed 4/25/18	Fri 12/21/18																																					
92	Prepare 50% CD Package	48 days	Wed 4/25/18	Fri 6/29/18																																					
93	Client Review and Approval of 50% CD Package	5 days	Mon 7/23/18	Fri 7/27/18																																					
94	Prepare 100% Construction Documents	43 days	Mon 7/30/18	Wed 9/26/18																																					
95	Release 100% CD's	1 day	Thu 9/27/18	Thu 9/27/18																																					
96	Client Review and Approval of 100% CD Package	5 days	Mon 12/17/18	Fri 12/21/18																																					
97																																									
98	PRE-CONSTRUCTION:	326 days	Mon 9/18/17	Mon 12/17/18																																					
99	Schematic Design Estimate Support	10 days	Mon 9/18/17	Fri 9/29/17																																					
100	Finalize Schematic Design Estimate	0 days	Fri 9/29/17	Fri 9/29/17																																					
101	DESIGN DEVELOPMENT ESTIMATE SUPPORT:	80 days	Wed 12/27/17	Tue 4/17/18																																					
102	Finalize 50% Design Development Estimate	15 days	Wed 12/27/17	Tue 1/16/18																																					
103	Finalize 100% Design Development Estimate	15 days	Wed 3/28/18	Tue 4/17/18																																					
104	CONSTRUCTION DOCUMENT ESTIMATE SUPPORT	15 days	Mon 7/2/18	Fri 7/20/18																																					
105	Finalize 50% CD Estimate	15 days	Mon 7/2/18	Fri 7/20/18																																					
106	DEVELOP & NEGOTIATE GMP (BASED UPON 100% CD's):	57 days	Fri 9/28/18	Mon 12/17/18																																					
107	Contractor to Generate and Submit GMP Cost Proposal	40 days	Fri 9/28/18	Thu 11/22/18																																					
108	Project Team Review of GMP Cost Proposal	11 days	Fri 11/23/18	Fri 12/7/18																																					
109	Client Review and Approval of GMP	5 days	Mon 12/10/18	Fri 12/14/18																																					
110	Award GMP Packages	1 day	Mon 12/17/18	Mon 12/17/18																																					
111																																									
112	CONSTRUCTION:	574 days	Mon 10/1/18	Thu 12/10/20																																					
113	Existing Building Demolition	65 days	Mon 10/1/18	Fri 12/28/18																																					
114	Arena Construction	445 days	Thu 1/3/19	Wed 9/16/20																																					
115	Substantial Completion	1 day	Thu 9/17/20	Thu 9/17/20																																					
116	Move-In	10 days	Fri 9/18/20	Thu 10/1/20																																					
117	Project Closeout	1 day	Thu 12/10/20	Thu 12/10/20																																					

J REDEVELOPMENT FINANCING PLAN

Provide a financing plan for the redevelopment including all information required to provide the City sufficient data to evidence that the proposed redevelopment can be financed, constructed, and delivered in a timely fashion. The financing plan should, at a minimum, contain the following:

1. Sources and uses of funds statement;
2. Financing schedule;
3. If proposer will require a financing contingency in the Development Agreement, specify its terms and duration.

At the City's request, the proposer will submit a supplemental financing plan setting forth such information as the City deems, in the exercise of its sole discretion, helpful or relevant in evaluating the proposer or any aspect of its proposal.



REDEVELOPMENT FINANCING PLAN

SOURCES AND USES

We have included the indicative sources and uses for the project, which includes all costs associated with the development, including hard and soft construction costs, costs of financing and project contingency (contingency is included within the Hard and Soft Costs as well as in a separate contingency line item). We define Hard Costs to include actual physical construction of a development. These could include grading, excavation of a site, the materials used, landscaping, and carpentry. Additionally, Soft Costs are less physically obvious and are fees that aren't directly related to labor and building materials. Typical soft costs include architecture and engineering fees, permits and taxes.

As shown, the proposed sources for the project include a substantial equity investment, debt at NASC and various proposed City tax reinvestments of NASC revenues. The amount of debt shown represents the par amount of the ultimate long-term financing expected on NASC, which is determined based on the amount of debt service NASC can afford to pay annually once operational based on current projections.

This total amount of available long-term debt dictates the size of the initial floating rate, delayed-draw construction loan that is expected at the time of ground breaking (net of fees and interest costs during construction). The delayed-draw feature will allow us to draw upon the loan as-needed which reduces negative carry and frees more loan proceeds for construction rather than interest costs. It is expected that interest will be capitalized (i.e. paid from draws on the loan itself) during construction (reflected in "Interest During Construction" in the table), prior to NASC opening and generating cash flow.

The sources and uses assume that the initial debt is refinanced at or around the time of NASC opening into long-term 25-year fixed-rate, fully amortizing debt at current market terms with an assumed interest rate cushion. Should NASC have an NHL or NBA team as an anchor tenant, the debt capacity NASC could potentially increase by as much as \$100 million – \$150 million.

SOURCES (\$ MILLIONS)	
ArenaCo Takeout Financing	\$196.9
Equity	\$277.2
Historic Tax Credit	\$50.0
City Tax Reinvestment of NASC Revenues	\$40.0
Total Sources	\$564.1
USES (\$ MILLIONS)	
Hard Costs & Soft Costs	\$485.0
Parking Garage	\$25.0
Interest During Construction	\$12.5
Cost of Issuance (Construction Loan / Takeout)	\$11.2
Debt Service Reserve Fund (Takeout Financing)	\$14.1
Remaining Contingency	\$16.3
Total Uses	\$ 564.1



Oak View Group KeyArena Renovation Financing

December 2018 Closing Timeline
As of April 9, 2017



Period	Event
May 2018	<ul style="list-style-type: none"> ■ Finalize project parameters – scope, budget, schedule, design ■ Continue work on Arena Financing <ul style="list-style-type: none"> — Develop pro-formas and build financing model — Begin due diligence for construction loan — Develop financing legal structure ■ Review pre-construction costs and sources of pre-construction funding
June 2018	<ul style="list-style-type: none"> ■ Begin third-party feasibility consultant and independent engineer due diligence ■ Begin developing insurance program for construction and operations with insurance consultant ■ Determine the loan(s) required and define the security for the loan(s) ■ Begin creating corporate entities, as required ■ Prepare loan(s) term sheet(s)
July – August 2018	<ul style="list-style-type: none"> ■ Identify the borrower(s) ■ Begin drafting documentation for loan(s) ■ Select insurance broker to purchase construction insurance program and construction consultant to provide third party confirmation of insurance program
September 2018	<ul style="list-style-type: none"> ■ ICON commences GMP estimating period ■ First Design Development progress set estimate received ■ Begin bidding out insurance program
October 2018	<ul style="list-style-type: none"> ■ ICON presents partial view into the on-going GMP pricing progress ■ Continue Design Drawings and value engineering ■ Finalize financial model ■ Complete due diligence of project: <ul style="list-style-type: none"> — Construction and insurance programs — Bankruptcy analysis
November 2018	<ul style="list-style-type: none"> ■ Launch loan syndication ■ ICON presents the GMP document ■ Finalize loan documentation
December 2018	<ul style="list-style-type: none"> ■ Receive Lender commitments and allocate ■ Receive final feasibility study, insurance program, and independent engineer report ■ Receive final GMP ■ Close and Fund Loan(s) ■ Receive grading, site work and superstructure permits ■ Construction begins

FINANCING CONTINGENCY

Oak View Group will not require a financing contingency in the Development Agreement.



K OPERATIONAL FINANCIAL TERMS

Provide sufficient information to evidence that the proposed Arena can operate successfully for a sustained period of time, including at a minimum a concept-level operating pro forma for both startup and stable years, with sufficient return to pay debt service, reinvest in maintenance and fund improvements to the facility to ensure its continuation as a world-class facility. The pro forma should, at a minimum, contain the following:

1. Estimated facility revenues by type, including estimated naming and promotional, concessions and other primary revenues by type, including estimated: number of events by type, attendance per event by type, and event revenue and expense by event type;
2. Estimated facility operating expenses by type; including routine and major maintenance and capital reserve funds, and taking into account rent and incentive rent payable.
3. Estimated taxes, fees, or charges paid or collected and submitted by the Selected Proposer to a taxing or other government authority, including but not limited to the City.



OPERATIONAL FINANCIAL TERMS

CASH FLOWS BASE CASE ASSUMPTIONS (\$ IN THOUSANDS)

	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5
ARENACO REVENUES					
Naming Rights	\$5,000	\$5,150	\$5,305	\$5,464	\$5,628
Sponsorships	\$7,500	\$7,725	\$7,957	\$8,195	\$8,441
Suites	\$6,500	\$6,695	\$6,896	\$7,103	\$7,316
Club Seats	\$3,000	\$3,090	\$3,183	\$3,278	\$3,377
Rent	\$2,500	\$2,575	\$2,652	\$2,732	\$2,814
Food & Beverage	\$4,000	\$4,120	\$4,244	\$4,371	\$4,502
Ticket Rebate	\$3,000	\$3,090	\$3,183	\$3,278	\$3,377
Parking	\$1,000	\$1,030	\$1,061	\$1,093	\$1,126
Facility Fee	\$3,000	\$3,090	\$3,183	\$3,278	\$3,377
Admissions Tax	\$2,000	\$2,060	\$2,122	\$2,185	\$2,251
Merchandise	\$350	\$361	\$371	\$382	\$394
Private Events/Catering	\$650	\$670	\$690	\$710	\$732
TOTAL ARENACO REVENUES	\$38,500	\$39,655	\$40,845	\$42,070	\$43,332
ARENACO EXPENSES					
Building Operations	\$14,000	\$14,420	\$14,853	\$15,298	\$15,757
City Tax Reinvestment of NASC Revenues	\$4,000	\$4,120	\$4,244	\$4,371	\$4,502
Commissions & Fees	\$2,000	\$2,060	\$2,122	\$2,185	\$2,251
TOTAL ARENACO EXPENSES	\$20,000	\$20,600	\$21,218	\$21,855	\$22,510
CASH FLOW AVAILABLE FOR D/S	\$18,500	\$19,055	\$19,627	\$20,215	\$20,822
ARENACO DEBT SERVICE					
TOTAL DEBT SERVICE	\$12,750	\$13,005	\$13,265	\$13,530	\$13,801
ARENACO FREE CASH FLOW	\$5,750	\$6,050	\$6,362	\$6,685	\$7,021

After year 1, we have assumed stable annual growth of 3% for both revenues and expenses. In addition, debt service is structured to fully amortize mortgage-style over 25-years, with slightly ascended aggregate debt service in each year.



L OPERATIONS

Describe the proposed operation and management plans for the Arena. At a minimum, address concept-level plans for organizational structure; staffing; ticketing/suites; naming, sponsorship, and promotion; security; concessions; merchandising; Seattle Storm and Seattle University use; City use (including City use days for Bumbershoot and Seattle/King County Clinic).



OPERATIONS

NASC will be operated consistently with the OVG's core values of diversity, inclusion and giving back to the community. We are fully aware and embrace that the Seattle Center is an integral part of the very vibrant Queen Anne neighborhood. Our commitment to Uptown and the City of Seattle is to operate NASC as a fully immersed and engaged member of your home and neighborhood. OVG operates programs and advises more than 20 of the leading sports and entertainment venues in North America. Virtually all of these arenas are located in well-established communities within large and diverse urban cities. OVG is proud to state that we have been successful in fostering long and successful partnerships within the communities in which we conduct our business. OVG commits to incorporating all of these practices into our day to day management of NASC.

COMMUNITY OUTREACH

Our community outreach practices in Seattle will include initiatives such as:

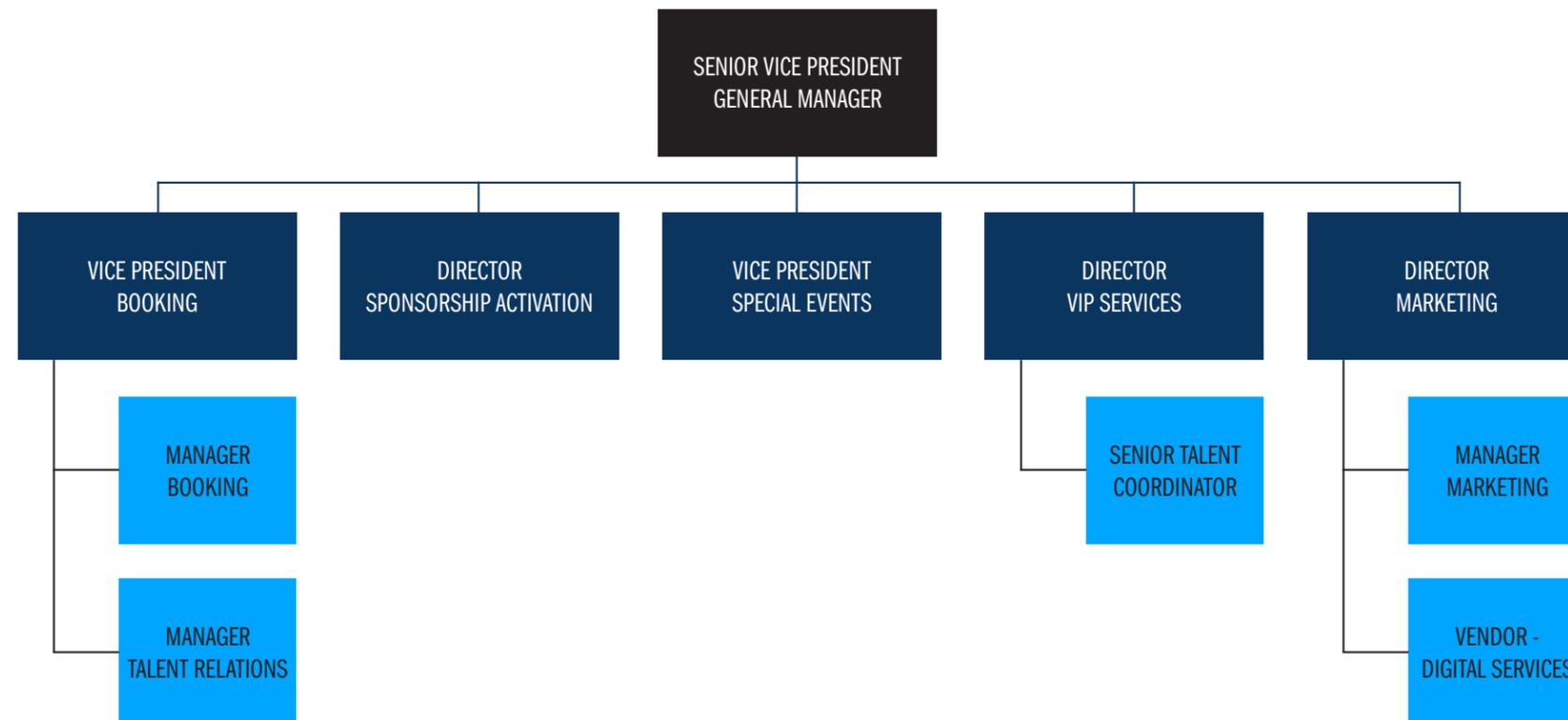
- Constant two-way communication with neighboring residents and businesses regarding scheduling of upcoming events so that businesses and residents may plan accordingly

- Commitment to maintaining safe and clean venue and surrounding areas
- Continuous commitment to reducing potential impacts from event programming at NASC on the neighborhood
- Close working relationships with local public safety services for coordination of traffic – both vehicular, pedestrian and bicycle
- Daily communication with Seattle Center management and tenants to minimize challenges from multiple events occurring on same days
- Communicating individual event information to surrounding neighborhood that includes date and time, expected attendance, recommended transportation and parking options for each event
- Establishment of neighborhood driven initiatives to improve the quality of life for all residents in the venue district
- Creation of a local advisory council that will provide arena staff with ongoing ideas for the improvement of community relations

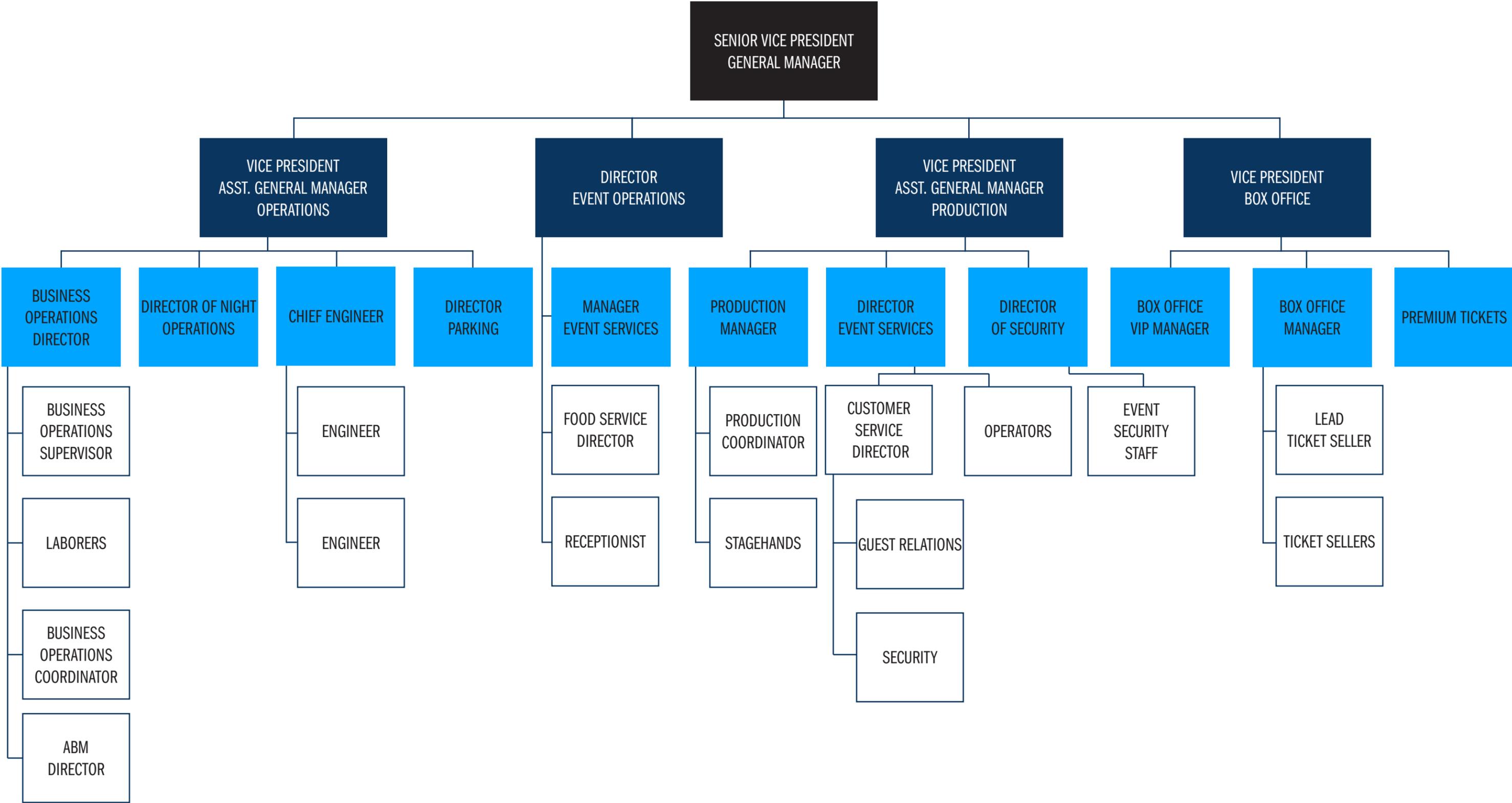
OPERATIONAL STRUCTURE

OVG has prepared an organization structure chart specifically for the management and programming of NASC. The attached chart outlines our recommended structure that will produce the optimal results in every facet of venue management. Responsibilities include:

- | | | |
|--------------------------|--------------------|--------------------------|
| • Building Operations | • Digital Services | • Ticket Sales |
| • Human Relations | • Productions | • Premium Services |
| • Environmental Services | • Stagehands | • Guest Relations |
| • Labor Coordinators | • Food Service | • Event Booking |
| • Parking | • Merchandise | • Marketing |
| • Engineering | • Security | • Sponsorship Sales |
| • Event Services | • Finance | • Sponsorship Activation |
| | • Box Office | |



FACILITIES ORGANIZATION CHART



OPERATIONS PLAN

STAFFING

OVG is proud of our dedication to providing the most guest friendly professionals found in any sports and entertainment venue in the world. We commit to making NASC the flagship arena in the entire OVG network for the quality of our team and the manner in which they are valued within our family. As always, OVG will retain, recruit and treat our team members with respect, inclusion and celebration of diversity. Our plan for staffing NASC focuses on:

- Retaining Existing Team Members – OVG will make every effort to retain the valued professionals currently working in KeyArena. We understand that arena operations will not be active while the new venue is under construction, but we will make all reasonable efforts to identify and/or provide comparable opportunities during this period.
- Recruiting New Team Members – NASC will be a larger and more sophisticated venue than the current arena, creating the need for many new team members in specialties that may not currently exist. OVG will canvass the City of Seattle in search of venue workers who will be excited with the opportunity to work with OVG at NASC. Whenever possible, we will recruit qualified local residents for these new positions and partner with local labor organization that ensure a multilayered approach to make jobs available and accessible to all.
- Training Team Members – OVG takes great pride in the high levels of professionalism found in our network of sports and entertainment venues. We will provide all NASC team members (regardless of specific job description) with the most advanced training found in our industry. This training will also be an ongoing effort as we constantly improve our efforts to educate our team members with new practices and technology tools as they become available and further encourage their careers and roles in the sports and entertainment industry.

CUSTOMER SERVICE

OVG is committed to using training programs similar to that of the Disney Institute to train our NASC leadership and staff. The training is based on real-world examples from within the company and develops custom solutions for the challenges other companies are struggling with. These programs can help companies consistently deliver an exceptional customer experience, hire and engage outstanding employees, shift the company's culture, and learn great leadership. Such solutions will create long-term, sustainable improvements for any organization. The approach is comprehensive and involves every level within an organization to create a united culture, which maximizes adoption and success. The first step in developing a cohesive customer service program is to understand and prioritize the company's needs. For example, The Disney Institute visits company locations to meet with leaders and employees and collects data through observation to gain a wholesome understanding of the company's current state and desired future state.

Next, best practices are adapted to and applied. This involves implementing cross-functional teams within the company and coaching them through different exercises to achieve desired standards. Leaders, middle managers, and frontline staff are engaged to embrace and implement the company's new framework. The ultimate goal is to sustain the company's transformation and this is achieved by operationalizing the desired standards each and every day. As necessary, reassessments and skills-based training will be instilled to keep the momentum moving forward.

- NASC leadership and frontline staff would be held to the highest standards. Customer service will be quality controlled through routine training in addition to continuous training of ADA compliance. Not only will such effort result in a more efficient and effective work environment, it can have a positive impact on NASC's finances and the fan experience.
- NASC staff will be put through extensive job training to assure seamless integration into the already existing staff. Different types of training such as on-the-job training, mentoring, and video training can be made available to employees.
- NASC staff will work with local minority businesses and women owned businesses to support and positively influence their involvement in the project. OVG has brought Tabor 1000 on to its Advisory Board for the express purpose of advising and assisting us to achieve our core value of diversity and inclusion.
- NASC will also integrate public safety initiatives such as "if you see something, say something." OVG will enable NASC to hold special employee events and activities, which will work to build an enjoyable, family-like workplace.

TICKETING



With operations spanning over 20 countries, Ticketmaster is the world leader in live event ticketing and ranks among the top eCommerce sites globally. Ticketmaster proudly provides its ticketing services to approximately 2,000 clients throughout North America and is a wholly owned subsidiary of Live Nation Entertainment.

For over 40 years, Ticketmaster has been providing its ticketing services to clients and consumers and is continually recognized not only for their industry leading products and services but also for their leadership and contributions to the live entertainment industry. Their ticketing experience is broad and covers global and national events. Because they are the dominant ticketing company, they operate with a combination of regional offices as well as national and international offices. They provide ticketing infrastructure for a wide-range of facilities from arenas, amphitheaters, clubs, multi-purpose venues, performing art centers and stadiums. Ticketmaster has been the ticketing provider for such major events as the 2004, 2008 and 2012 Olympic Summer Games, Super Bowls, NBA Championships, Stanley Cups, World Series, NCAA Men's and Women's Final Fours, NCAA College World Series, NCAA Frozen Fours, PGA Championships, US Open Tennis Championships, The Grammy Awards and other high profile events.

In addition to being the current exclusive ticketing provider for KeyArena and McCaw Hall at Seattle Center for over 20 years, Ticketmaster maintains a local Seattle office in Pioneer Square staffed with 25+ employees supporting clients such CenturyLink Field & Event Center, Chateau Ste Michelle Winery, Emerald Queen Casino, Gorge Amphitheatre, Safeco Field, Seattle Mariners, Seattle Seahawks, Seattle Storm, Seattle Theatre Group, Seattle University, Tacoma Dome & Greater Tacoma Convention Center, Tulalip Resort & Casino, University of Washington, White River Amphitheatre and many others.

OUR MISSION



WE WILL BE A MIRROR IMAGE OF THE COMMUNITY WE REPRESENT BY EMBRACING DIVERSITY AND USING THIS PLATFORM TO HELP OUR LOCAL COMMUNITY AND THOSE IN NEED. WE ARE COMMITTED TO LIVING WAGE, LOCAL HIRING, MBE/WBE PARTICIPATION, APPRENTICE PROGRAMS AND LOCAL HIRING DIVERSITY INITIATIVES.



OPERATIONS

SUITES AND PREMIUM SEATING

Premium seating products are constantly evolving as the buying market ever-changing. Successful venues must adapt to incorporate concepts such as multi-year suites as well as nightly suite rentals, club seats, loge boxes, “super-clubs and suites,” food inclusive clubs - to name a few. OVG’s Premium Services will combine these examples of current and past successful sales efforts, along with creative thinking to create unique sales inventory for Seattle and the ticket buys. We will base a team in NASC for the execution of the plan.

NASC will be staffed with a Premium Services team that will provide our premium seat holders with the highest levels of customer services found in any industry. Premium Services Concierges will work closely with the seat holders to maximize the benefits they have purchased as part of their partnership with NASC. Research shows that premium seat buyers that actively utilize their premium assets are far more likely to renew and/or upgrade their future purchases.

Premium Services customers will also be the beneficiaries of the finest level of food and beverage products found in sports and entertainment venues. Delaware North Hospitality is the world’s leading provider of food and beverage offerings. In addition to their numerous partner venues including Boston’s TD Garden and the US Open Tennis Center, Delaware North also owns the NHL’s Boston Bruins.

NAMING AND SPONSORSHIP



Narrative Partners is Oak View Group’s sponsorship and storytelling division. Led by a team of former senior marketing executives for Fortune 500 companies, Narrative Partners connects world-

class sport and entertainment properties with world-class brands who want to build and communicate a compelling story to their customers through sports and live entertainment.

Our team has over 20 years of experience on the property side of sports and live entertainment and have built successful careers on negotiating mutually beneficial outcomes with world-class brands. We understand the unique personalities and needs for both the brand and the venue. Narrative Partners will create a compelling story for NASC and the City of Seattle that will prove attractive to a brand that shares many of the same values and aspirations.

PROMOTION



OVG, in partnership with Live Nation – the largest promoter of live music in the world, will provide live content to NASC at a level never

before seen in Seattle. Live Nation produces almost 65% of all live concerts in the world on an annual basis.

The partnership between OVG, Live Nation and Ticketmaster will guarantee more content to NASC than possible with any other arena operator or developer. NASC will be the only “Ticketmaster Arena” in the Seattle region – attracting great concerts that will not be available to any other venue. Seattle will become one of the most dynamic live music destinations in the world.

In addition to the lucrative international touring shows the partnership will bring to NASC, we will also become immersed into the Queen Anne and Seattle music scene – creating live music programming that celebrates the rich and diverse history of the Pacific Northwest. We will bring international artists to Seattle and expose Seattle artists to the world.

SECURITY



OVG, through the first of its kind Prevent Advisors subsidiary, will support the design, construction, and operation of NASC. The design concept will bring together state-of-the-art solutions, service providers, and industry

best practices to provide a modular, scalable, open architecture capable of delivering unmatched security and safety outcomes.

Infrastructure investments in the system design will ensure facility operations are complimented by security operations that do not negatively impact the fan experience. Integration of emerging technologies, persistent data collection, and subsequent analysis will support both total fan experience and security outcomes. As such, design elements supporting capacity and adaptability are paramount. To meet the challenges of today along with the dynamic and rapidly emerging threats of the future, NASC will feature:

- Best-in-class physical security controls
- Integrated emergency response mechanisms
- Fully integrated situational awareness services

NASC innovations will address issues associated with aerial incursion (drones), terror attacks, chemicals/biohazard exposure, civil disturbances, cyber intrusions, and natural disasters. Facial recognition, social media monitoring, and identity based ticketing technology will also be utilized to provide real time situational awareness for the facility operator. These capabilities will also support software tools that provides common-operating picture to maximize collaboration with municipal officials, local law enforcement, and emergency service personnel. This multilayered solution set will allow for enhanced detection and security capabilities that reach far beyond the facility’s physical footprint. The venue will house redundant communication systems, command and control platforms, and intelligence collection capabilities. The facility will have the capacity to respond to the full continuum of internal security and emergency events. If necessary, NASC will be prepared to support municipal entities in a time of crisis or emergency or natural disaster.

NASC will deliver optimized safety protocols, security outcomes and unrivaled guest experiences. Our security professionals will combine their knowledge from international experience at the highest levels with the local personality and security practices adopted by the City of Seattle. Prevent Advisors will work closely with Seattle, King County and State of Washington security professionals to create and execute a tailored solution for NASC and the surrounding Seattle Center and Uptown area.

CONCESSIONS



We are proud to have Delaware North Hospitality as our food and beverage partner. Delaware North’s world-class food service management is praised by their guests for excellence and innovation. From baseball to black-tie balls, they have gathered culinary talent that rivals the world’s best.

As a leader in food service management, Delaware North operates some of the busiest and most famous kitchens in the world. By giving their chefs the freedom to create culinary masterpieces using fresh, local ingredients and exotic flavors, they have been able to keep guests hungry for more. Delaware North manages and supplies food and beverage concessions, premium dining, lodging, and retail at numerous venues including sports arenas. Delaware North holds the title for the world leader in high-end restaurant and catering companies, as it acquired Patina Restaurant Group in 2014. They are devoted to enhancing the customer experience at every venue and believe that the customers’ culinary experience should be equally as spectacular. From its premium offerings, where only the finest and freshest farm to table ingredients will be sourced, to the way customers select and pay for their food and beverages.

Delaware North combines proven successful food and beverage offerings from its hundreds of venues around the world with the local flavors, chefs and restaurateurs in the venues and cities that it operates.

OUR MISSION

THIS TRANSFORMATIONAL PROJECT WILL BE A PRECEDENT SETTING DEVELOPMENT FOR ITS DESIGN AND OPERATIONAL PROGRAM FOR SAFETY, SECURITY AND COUNTERTERRORISM, WHICH WILL BE THE FIRST OF ITS KIND FOR OUR CITY AND OUR FANS.



OPERATIONS

The result is a variety of local favorites and specialties along with the proven popular fare. Both item selection and pricing are created on a market by market basis.

OVG plans to provide the latest in retail merchandise and food and beverage experience at NASC. OVG will explore incorporating technology in NASC to be able to serve customers food and beverages without encountering a register including in seat service. For example, through OVG's investment in Appetize, which is a disruptive, next-generation Point of Sale (POS) platform that combines self-serve kiosks, handheld POS on both Android and iOS, online and mobile ordering, NASC will have a competitive edge to the best hardware and software systems available.

In addition to a turnkey solution for fan ordering, they also offer venues sophisticated inventory and reporting management tool for sports and entertainment facilities, professional and corporate offices, as well as education facilities. Appetize's revolutionary platform enables a fast and easy to use interface that has increased clients' revenues significantly when compared to legacy POS systems – all while providing 99.999% uptime in 2016.

MERCHANDISING

We are part of the most innovative delivery methods for sports and event merchandise found anywhere in the world. From permanent team stores to portable sales locations, we know how to sell merchandise. OVG is also one of the industry's creative forces in packaging advance merchandise offerings with ticket purchases. The results are satisfied customers and clients along with maximized revenues.



TECHNOLOGY

OVG plans to partner with world changing regional leaders in the areas of technology and live entertainment enhancements. We have to look no further than OVG's relationship with Pearl Jam, Seattle's latest inductee into the Rock and Roll Hall of Fame. Pearl Jam will serve on our Advisory Council and will provide input on audio, artist accommodations, and all other aspects of live music interface in NASC. We leave no stone unturned in our effort to bring in the most talented minds to build and program NASC and be the most artist friendly venue.

AUDIO

OVG will conduct a sound analysis of the existing structure to better understand the acoustic challenges of the unique roof design. This will enable OVG to design a plan to maximize the acoustic qualities of the building. OVG will seek an industry leader in high performance acoustic products, such as acoustic panels that grace the walls of international recording artists such as Tommy Lee, Chad Kroeger, and Eric Clapton as well as on the walls of major corporations like Meyer Sound Labs, the NBC Olympics, Renault, and Sony.

OVG would plan for a combination of acoustic wall panels and suspending baffles from the ceiling to improve intelligibility and clarity to enhance the fan experience. An added benefit from using an industry leaders' products is that its passive technology would be easy to install and never require servicing.

OVG will use industry experts on soundproofing, acoustics, and noise and vibration control. They would offer a large selection of acoustic foam and acoustical materials in addition to sound masking, sound reinforcement, hearing protection, and products for assistive listening.

ADA COMPLIANCE

Those with vision, hearing, or speech impairments (communication disabilities) communicate in different ways. The ADA requires Title II and III entities to effectively communicate with people who have communication disabilities. For individuals who have a vision disability, covered entities need to provide a qualified reader, information in large print, Braille, a computer screen reading program, or an audio recording of printed information. For individuals who are deaf, have hearing loss, or are deaf blind, covered entities need to provide a qualified note taker, a sign language interpreter, an oral interpreter, a cued speech interpreter, real time captioning, written materials, or a printed script of a stock speech. For individuals who have speech disabilities, covered entities need to provide a qualified speech-to-speech translator or writing materials for the individual to write out what they are saying.

Furthermore, the aids and services that need to be provided include:

1. Assistive listening systems and devices
2. Open captioning, closed captioning, real-time captioning, and closed caption decoders and devices
3. Telephone handset amplifiers, hearing-aid compatible telephones, text telephones (TTYs), videophones, captioned telephones, and other voice, text, and video-based telecommunications products
4. Videotext displays
5. Screen reader software, magnification software, and optical readers
6. Video description and secondary auditory programming (SAP) devices that pick up video-described audio feeds for television programs
7. accessibility features in electronic documents and other electronic and information technology that is accessible (either independently or through assistive technology such as screen readers).

Additionally, it is critical to continuously train members of the staff on how to comply with ADA regulations. NASC can incorporate most, if not all, of the above ADA recommended aids, to ensure a comfortable experience for anyone with a communication disability.

INTEGRATED SPEAKER SYSTEM

OVG is looking to use the highest quality audio and visual systems suitable for venues that can seat anywhere from 1,000 to 100,000 fans and event-goers. The system would seamlessly integrate with dynamic scoring and visual displays in both indoor and outdoor sporting venues. The majority of all NFL, MLB, NHL/ NBA, and MLS stadiums all use state of the art systems that OVG believes to be a fit for NASC.

OPERATIONS

These systems are put through rigorous tests and quality control and are dedicated to providing world-class products and services. These systems have resulted from the engineering consideration of all elements from the audio source to how that sound is being heard by humans. Production methods and material selection are constantly being analyzed to provide a next-generation technology to enhance the audio/visual entertainment experience.

Revolutionary technology, audio engineering, and applied science are changing the way people hear the sounds of the world and in a way that will feel natural and familiar. Engineers now understand how the human brain processes sound, which is helping them to create products that are safe and dynamic.

PAPERLESS TICKETING

To bypass ticket brokers and scalpers, Ticketmaster developed a paperless ticketing platform, which has customers verify their purchases with credit card and ID. Ticketmaster has also enabled the two-step authentication verification procedure that confirms buyers and sellers' identities by verifying an additional email, a phone number, or even personal questions. Ticketmaster has mastered the art of the app by making it convenient and user friendly for anyone to purchase tickets, sell tickets, and interact with Ticketmaster itself.

The app will inform you of what's Popular, Nearby, For You, This Weekend, and Upcoming. They also accept Apple Pay and Google Wallet that allows for a secure and quick checkout. Ticketmaster has also enabled a feature for users to upload their music library and they will be informed of any concerts or events that they may be interested in. The user can even select a specific artist in their own music library and Ticketmaster will inform them of any upcoming events.

OUR MISSION



WE WILL DESIGN AND OPERATE NASC TO BE A TOP CONTENT AND LIVE ENTERTAINMENT DESTINATION. WE WILL PARTNER WITH THE LEADING CONTENT PROMOTERS, CREATORS, MANAGERS AND OPERATORS ON THE PLANET. NASC WILL BE ONE OF THE MOST RECOGNIZED MUSIC AND SPORTS VENUES IN THE WORLD.

ENTERTAINMENT CONTENT

OVG's independent promoter status allows us to partner with any entities that bring the greatest content and value to the project. We will be able to bring programs, services, and attractions for people of every age, background, heritage, culture and ability, as well as for the neighborhood, residents and visitors.

LIVE ENTERTAINMENT

OVG partner and Live Nation CEO, Michael Rapino stated, "Live is a truly unique entertainment form — it cannot be duplicated. It is elevated, not threatened, by technology and is borderless. Fans around the world can now discover, follow, share and embrace artists, creating greater demand for live shows. We believe the live business will continue to have strong growth for years to come as fans globally drive demand, artists are motivated to tour, and technology drives conversion."



ABOUT LIVE NATION

Our team exists on local, regional and national levels and consists of experienced industry veterans as well as young emerging talent, each with a track record of success. Our local team is led by Jeff Trisler, president of the Seattle division of Live Nation. A Seattle native with 36 years of concert promotion experience in Seattle. Jeff leads the Live Nation Seattle team comprising a full time staff of more than 20 concert industry professionals.

Live Nation will provide unmatched, day-to-day support and expertise for NASC on a regional and national level in all areas of concert promotion which includes, but is not limited to; programming talent, operational support, production, marketing, sponsorship, box office and Premium Seat Sales (PSS).

Our core Concerts business revolves around producing live entertainment events and managing live entertainment venues. In 2016, we entertained over 71 million fans at over 26,000 events, hosting thousands of artists. Globally, Live Nation owns, operates or programs over 196 venues, including over 50 amphitheaters in North America, many of which have been honored year after year with top industry awards. Live Nation has built a talent buying network that is unparalleled, with both a Global Touring division and a Domestic Touring Department that purchase the rights to produce entire tours. Our core Concerts segment also maintains regional offices, including our Seattle-based North American Concerts team, consisting of talent buyers, marketers, Premium Seat Sales personnel, sponsorship/partner sales personnel, operators, production managers, accounting, and ticketing.

Live Nation's breadth of experience and our ability to access top-tier talent through our Concerts Segment of business are significant factors driving our business plan for the new performance center. On a local level, the results Live Nation has produced at the existing KeyArena are unmatched. Since The Supersonics left Seattle in 2008, Live Nation has been the single largest event and audience provider for KeyArena with average annual attendance of 131,000 the last 5 calendar years. 2017 is on track to be the biggest year yet with 15 shows confirmed and on sale to date.

71M
FANS

26K
EVENTS

196+
VENUES



JEFF TRISLER
President Northwest Music
LIVE NATION



TALENT AND BOOKING

Live Nation recognizes the exceptional potential of NASC and alongside OVG, will work hard to ensure that the quality of live entertainment delivered is as prestigious as the new venue itself. Our experience and ability to access top-tier talent both nationally, as well as globally, play a significant role in how we will deliver exceptional and diverse programming to music fans in Seattle and The Puget Sound Region.

One of the resources we will utilize is our Global Touring division, which is run by Arthur Fogel. Arthur's past and current clients include U2, The Rolling Stones, Barbara Streisand, Madonna, and the Police. Some of the recent tours produced by our Global Touring division include Beyoncé, Sting and Peter Gabriel, and Lady Gaga.

Another significant resource for Live Nation is our North American Touring department ("Touring") led by David Zedeck. In 2017, our National Touring division will be producing and delivering tours like Coldplay, Mana, Tom Petty, Pitbull/Enrique Iglesias, Bruno Mars, Lana Del Ray and John Mayer, to name just a few.

Our Nashville, Tennessee office is home to our Country Touring department, which focuses on developing and curating tours for country megastars like Jason Aldean, Chris Stapleton, Lady Antebellum, Florida Georgia Line and Luke Bryan. This office is led by Brian O'Connell, a six-time Academy of Country Music Promoter of the Year recipient.

Live Nation's Comedy Touring Division will add diverse content to further strengthen the programming capabilities at the Bayside Performance Center and also Jacobs Music Hall. World-renowned comedians like Kevin Hart, Dave Chappelle and Amy Schumer are just a few of the comedians that Live Nation Comedy works with on a national level. The Live Nation Comedy team is always on the cutting edge of breaking comedians. They are certain to add the Bayside Performance Center and Jacobs Music Hall to their premiere choice venues to book.

Live Nation's booking resources also include our Clubs and Theater Division, led by Ron Bension. This division focuses on talent development, which places our company in a unique position to establish long-lasting relationships with artists very early in their careers. These relationships strengthen and grow as the artists become more popular throughout their careers and seek venues appropriate

to meet audience demand. Live Nation initially establishes these relationships through our large network of clubs and theaters.

Live Nation Seattle also books a number of shows for independent acts without a national or global promoter affiliation. Recent examples include Bruce Springsteen and Elton John who were presented at KeyArena by the Live Nation Seattle office.

Our Global, National, Country, Comedy touring divisions work year-round to provide the local markets with vast and innovative tour content, which will put NASC at the forefront of preferred venues the artists will want to play when visiting western North America.

Artist Nation is another segment of the Live Nation network that provides artist management services and fosters the careers of a broad, diverse and robust list of clients through over 100 artist managers. Currently our 500+ clients include U2, Shakira, Maroon 5, Jay-Z, Rihanna, Jason Aldean, OneRepublic and Kings of Leon, to mention a few. Artist Nation utilizes the assets of our National and Global touring divisions while integrating the incomparable marketing power and reach of the Ticketmaster platform.



JOSH GROBAN



ELTON JOHN



RUSH



SADE



OPERATIONS

MARKETING

Live Nation's ability to connect with fans is unequalled. With over 145 million customers in our database, we have the ability to communicate regularly and efficiently with our customers and to provide them with unique, customized experiences at our events. Live Nation Network, the leading provider of entertainment marketing solutions, enables over 900 advertisers to tap into the millions of consumers Live Nation delivers annually through its live event and digital platforms.

Live Nation plans to promote events NASC using the media relationships we've built in Seattle across multiple platforms, combined with the largest local entertainment database of concert fans in the region.

We pride ourselves on staying up-to-date on the latest marketing trends, current best practices and consistently finding innovative ways to reach our fans in the most efficient ways possible.

Brad Gentry is the marketing director for the local Seattle office. He has 17 years of experience in connecting fans to entertainers of all genres. Brad will be integral in introducing a new generation of fans to NASC through his extensive social media knowledge and wide range of musical tastes.

In 2016, Live Nation spent over \$2M dollars in local media advertising. Almost half of the \$2M spent was on target focused social media.

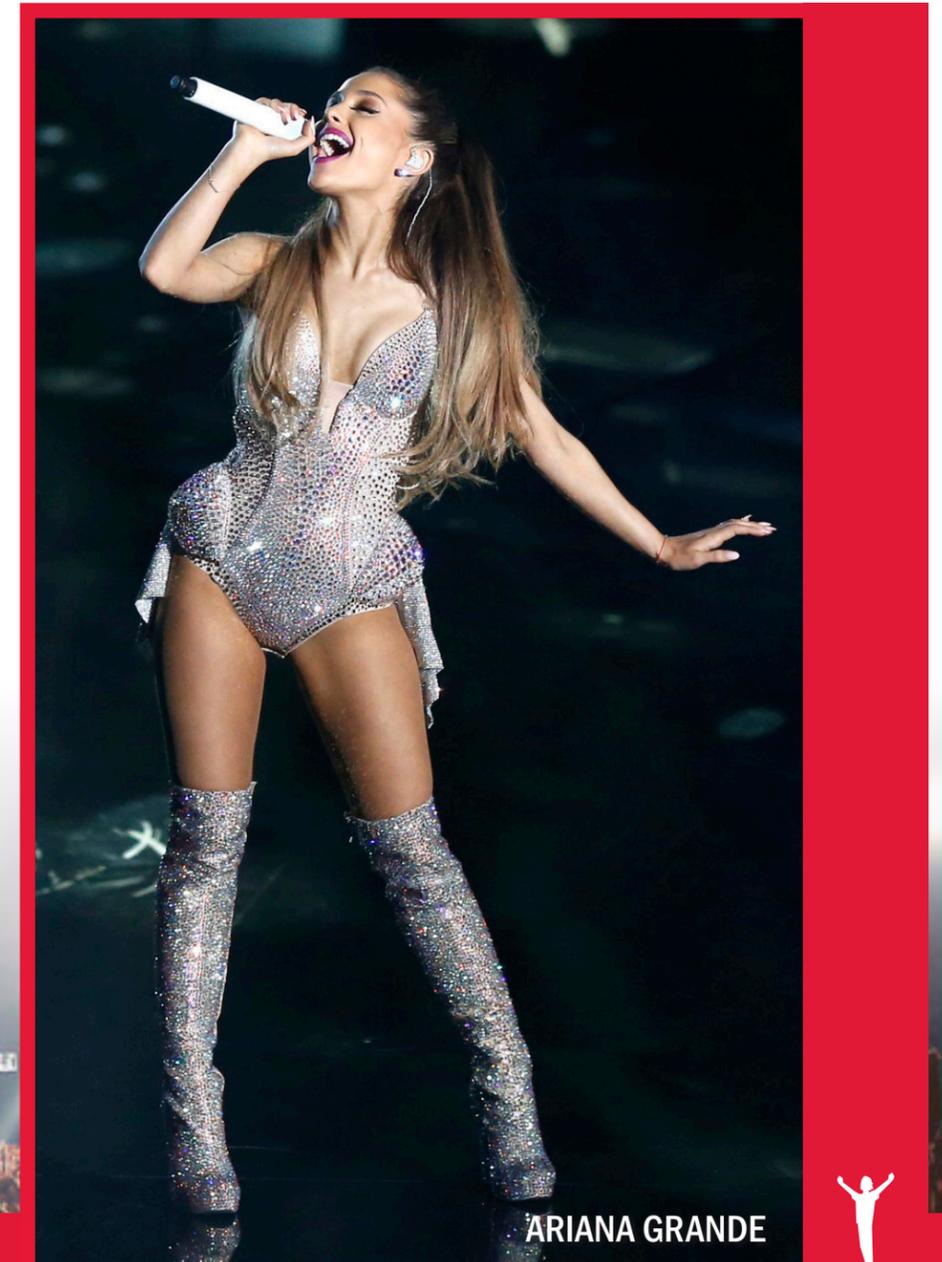
Live Nation will leverage its media spends in the market to reach a broader audience. The possibilities are endless in how we can utilize our marketing assets to provide brand awareness as well as a best in class customer service experience to your guests.

Each event held at NASC will have a customized marketing campaign, uniquely designed to utilize the appropriate mix of assets including

- Radio partnerships
- Digital marketing (re-targeting, search, display advertising, native advertising)
- Social media
- Television partnerships
- Outdoor advertising (billboards, bus signage, etc.)
- Public Relations
- Promotional partnerships (retail, media, digital)
- Email marketing
- Website exposure

145 MILLION
LIVE NATION CUSTOMER DATABASE

\$2 MILLION
2016 LOCAL MEDIA ADVERTISING



ARIANA GRANDE



OPERATIONS

GAMING AND E-SPORTS

With the growing popularity of eSports and the gaming industry, OVG would like to incorporate such tournaments and events at NASC on an annual basis. eSports is a type of competitive gaming that is facilitated by electronic systems. Human-computer interfaces mediate the input of players and teams in addition to the output of the eSports system. eSports most commonly takes the form of video games played by professional players. Several years ago, League of Legends, Call of Duty, among others, were named the most successful titles featured in multiplayer online battle arena competitions. Online streaming platforms, such as Twitch, have helped the growth of eSports dramatically as online streaming is one of the most common methods of viewing eSports tournaments. Physical viewership and the scope of eSports competitions has increased as well. eSports tournaments are almost always physical events that take place in front of a live audience and can generate tens of thousands of fans in attendance.

League of Legends – Riot Games

League of Legends is a multiplayer online combat arena video game that was inspired by Warcraft III. Players take the role of “summoner” who controls a “champion” and battle against a team of other players. Each match is discrete and each “champion” starts off weak but gains strength throughout the course of the game. In 2012, League of Legends was the most played PC game in North America and Europe and has the one of the largest presences, in terms of gaming, on streaming media platforms like YouTube and Twitch.tv. The League of Legends competitive scene is extremely active and widespread. Riot Games organizes the League of Championship Series, which is located in Los Angeles and Berlin. There are 10 professional teams in each continent. Similar competitions exist in other regions such as China, South Korea, and Taiwan, to name a few. These regional competitions lead up to the annual World Championship, which, in 2016, had over 40 million unique viewers and a prize pool of \$6 million.

Call of Duty – Activision

Call of Duty is a first-person video game franchise whose games are published and owned by Activision, an American video game publisher. 250 million copies of the Call of Duty series have been sold as of 2016 and sales have surpassed \$15 billion. Call of Duty games have been played in the eSports realm since 2006 and are played in leagues like Major League Gaming. Players can either compete in ladders or tournaments. The winning ladder is rewarded with experience points, which are accumulated in an overall rank, whereas the winners of tournaments win cash prizes and trophies. Competitively, Call of Duty is most popular in Europe and North America, where users participate in competitions on a daily basis.

Twitch – Owned by Amazon

Twitch, a subsidiary of Amazon.com, is the world’s leading live streaming video platform that focuses primarily on video game content, including broadcasts of eSports competitions, personal streams of players, and gaming-related talk shows. Twitch’s content can be viewed live or through video on demand. In February 2017, Twitch signed contracts with several gaming publishers and developers to be able to sell their games through streams playing these games. Each day, roughly 10 million viewers engage with other fans in watching video games streamed on Twitch.

FAMILY SHOWS

OVG will work with one of its clients, Feld Entertainment, the leader in family show content, to bring its large portfolio of amazing tours to perform at NASC. Feld Entertainment is the world leader when it comes to producing live, family entertainment. Over 30 million people attend Feld Entertainment’s productions each year in more than 75 different countries. Feld has stayed true to its long-standing philosophy of investing passion, innovation, and attention to detail to create uplifting and memorable experiences for people of all ages to enjoy. Its facility located in Florida is the largest and most innovative of its kind. Feld is unique in its ability to control every aspect of setting up a tour. Its headquarters is a one-stop shop for tour design and fabrication, rehearsal space, operational expertise and administration support services.

CORPORATE EVENTS AND PRIVATES

Corporate events and other private events can be held at NASC in addition to concerts, sports games, and family shows. OVG is more than capable of successfully handling the logistics of hosting such a wide array of events.

SPORTING EVENTS

OVG, in conjunction with the Seattle Sports Commission, will bid aggressively for NCAA regional and national championships events, exhibitions, and regional NBA and NHL regular season games, until such time as Seattle has its own teams.

TENANTS AND USERS



NATIONAL HOCKEY LEAGUE

It is OVG’s intention to provide a facility that can be home to an NHL team, should a team be awarded to Seattle. We understand the rich history and tradition of the NHL in Seattle. The Seattle Metropolitans were the first USA team to win the Stanley Cup over 100 years ago.

OVG hopes to be a part of the group that brings Seattle its next Stanley Cup. Tim Leiweke and Peter Luukko have both been involved with the NHL for over 30 years. They each have strong personal relationships with Commissioner Gary Bettman. Tim Leiweke has been part of a Stanley Cup winning franchise and has served as President of two NHL teams and has been on the NHL’s Board of Governors and Executive Committee. Peter Luukko has served as President of two NHL franchises as well. In addition, MSG, as part owner of OVG, owns the New York Rangers, one of the original 6 NHL franchises. No one has more executive NHL experience than OVG. OVG is passionate about hockey as it has woven through our shared history.

NATIONAL BASKETBALL ASSOCIATION



OVG also has strong ties to the NBA and its leadership. Both Tim Leiweke and Peter Luukko also have over 30-year personal relationships with the NBA and NBA Commissioner Adam Silver. Leiweke has served as President of the Denver Nuggets and Toronto Raptors and Luukko has served as President of the Philadelphia 76ers. OVG understands the Sonics have a proud basketball heritage in this city and this arena dating back to 1967. We believe that we are also best positioned to bring the NBA back to Seattle should the NBA award Seattle a franchise.

OUR MISSION



WE WILL BE A MIRROR IMAGE OF THE COMMUNITY WE REPRESENT BY EMBRACING DIVERSITY AND USING THIS PLATFORM TO HELP OUR LOCAL COMMUNITY AND THOSE IN NEED. WE ARE COMMITTED TO LIVING WAGE, LOCAL HIRING, MBE/WBE PARTICIPATION, APPRENTICE PROGRAMS AND LOCAL HIRING DIVERSITY INITIATIVES.



OPERATIONS

SEATTLE STORM

OVG fully realizes the prominent role that the successful and popular WNBA's Seattle Storm team plays in the community fabric of Seattle. Their success – both on and off of the court – is recognized and appreciated by OVG. We commit to ensuring the Storm will be treated and valued as a priority partner in NASC. Our management team will work with the Storm to:

- Assist in creating a desirable schedule of home games
- Provide the best possible fan experience for Storm supporters
- If requested, provide marketing and sales assistance to the Storm
- Make all NASC digital entertainment resources available for game presentation
- Honor any commitments made by the City of Seattle to the Storm in the current lease agreement

SEATTLE UNIVERSITY

OVG appreciates the rich history of Seattle University basketball as well as the challenges the University has faced since resuming their program. We commit to:

- Assist in scheduling the best dates and times available (within other scheduling parameters)
- Assist in developing an attractive game production program
- Developing seating configurations to improve game environment
- If requested, provide marketing and sales expertise

CITY USE

OVG acknowledges that the City of Seattle has historically used the existing arena for community events such as Bumbershoot and the City of Seattle/King County Health Clinic. We anticipate hosting the same events in NASC. OVG will work closely with the City to ensure the best presentation possible for both.



M SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

As described in Section 3.C, identify transportation impacts from the Project and address how innovative, multi-modal strategies could be implemented to mitigate the impacts, keeping in mind the City's goals and policies. Identify the amount of funding that will be committed for capital infrastructure improvements and (separately) for operation and maintenance strategies.



SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

INTRODUCTION

OVG, in partnership with Parametrix, has provided a set of solutions to the challenges of parking and transportation around NASC. OVG has found creative and effective ways to mitigate and improve mobility and parking conditions around the arena without requiring significant capital expenditures. OVG also believes the location of NASC has a distinct advantage in mobility and parking compared to any other arena location under consideration in the region.

Initially, we define the existing transportation conditions in proximity to Seattle Center and summarize potential transportation impacts from redevelopment of NASC. Second, we break out each segment by existing conditions, impacts and then our solutions for auto, parking, transit, non-motorized, freight and construction for NASC. Finally, we summarize the major findings and outcomes to mitigate the impacts and ensure sustainable transportation and multimodal mobility to NASC.

Parametrix is an engineering, environmental, and planning consulting firm based in the Puget Sound area. Founded in 1969, Parametrix has 12 offices in the western United States providing multidisciplinary services in transportation, environmental planning and compliance, water resources, and community building.

Parametrix helps clients plan transportation improvements that improve livability, increase efficiency, and provide mobility choices. From comprehensive regional transportation plans to corridor studies and intersection optimization, we consider all travel modes, traffic patterns, and environmental issues to create a plan that is right for the project or community.

EVENT CONDITIONS—EXISTING AND FUTURE

EXISTING CONDITIONS

KeyArena is located within Seattle Center, the fourth largest visitor destination in the U.S., with over 12 million annual visitors. It is home to a wide range of cultural, arts, sports and entertainment venues. KeyArena is a significant anchor on the Seattle Center campus and one of the largest drivers of spectator event attendance.

The capacity of KeyArena is approximately 17,000. In 2015, KeyArena hosted 109 total events, with 19 events with more than 10,000 attendees. With simultaneous evening events at Seattle Center when KeyArena hosts a large event, total campus attendance can reach 20,000.

Mode of Access to NASC

EXHIBIT 1 summarizes the estimated mode of access for a sold-out sporting event at NASC, including approximately 5,800 vehicles.

EXHIBIT 1 - MODE OF ACCESS

Mode of Access	Mode Split (%) ¹	# of Event Attendees
 Auto	82%	13,900 ²
 Transit	12%	2,100
 Walk	4%	700
 Bike/Other	2%	300
TOTAL	100%	1,700

1) Source: "Seattle Arena FEIS" 2) Using an average vehicle occupancy

Impacts to Transportation System

The regional and local roadways in the study area experience higher than normal congestion during weekday evening commute times between 3 pm and 6 pm. During large evening events, intersections around KeyArena can experience congested conditions. Some of the congestion around KeyArena is associated with people searching for available parking. This is especially true near the beginning of well-attended events.

Existing parking demand during large evening events (attendance >15,000) fills nearly all publicly available parking in the Uptown Urban Center approximately 20-30 times per year. Existing transit capacity during evening events, as shown in **EXHIBIT 4**, is more than adequate to meet the demand for transit service to and from events.

Seasonal Fluctuations

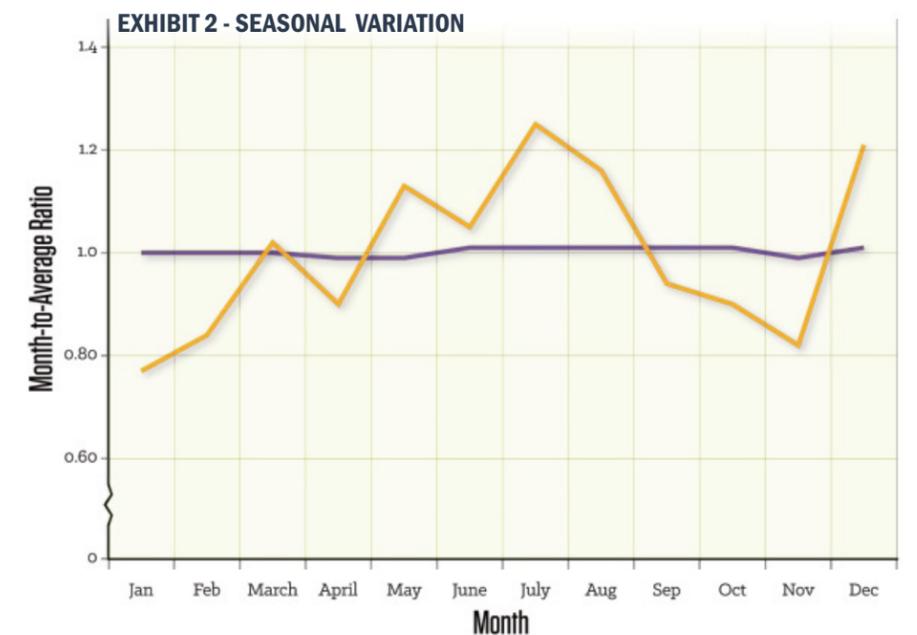
Event activity and general attendance at Seattle Center varies widely depending on the month. The Uptown/Seattle Center Parking Study (2017) captured the fluctuation in activity levels at the Seattle Center by documenting how on-street and off-street parking demand changes seasonally. As shown in **EXHIBIT 2**, there is little seasonal variation for on-street parking; however, off-street parking can fluctuate by almost 40 percent between high and low seasons. Tourism and event activity during the summer months and the December holidays drive seasonal peaks, with lower activity occurring throughout most of the winter.

PROPOSED FUTURE CONDITIONS

The redevelopment of the KeyArena would bring more events to the area, which will increase the number of people driving, using transit, walking, bicycling and delivering goods and services. NASC would have the capacity to seat approximately 18,000 spectators. NASC would continue to host large concerts and would be home to a WNBA team (Seattle Storm) and a possible NBA and NHL team. Attendance for NBA and NHL games was assumed to be 18,000 attendees, and while that may be very aggressive, we want to assume maximum loads. WNBA games were assumed to draw 8,000 attendees (the average since the Storm's 2000 season).

Frequency of Large Evening Events

NASC currently hosts approximately 20 events per year with an attendance of 10,000 or more patrons. Redevelopment of KeyArena, including the possibility of adding NBA and NHL sport teams, is not expected to significantly increase parking demand for large evening events. However, changes to programming at the new NASC, specifically the addition of NBA and NHL teams, could increase events with attendance of 10,000 or more patrons to approximately 100 events per year. This would increase the number of dates per year when most of the existing parking in the Uptown neighborhood is full during events.



SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

Mode of Access to NASC

EXHIBIT 3 summarizes the estimated mode of access for a sporting event at NASC. Using the same mode splits shown in **EXHIBIT 1**, it is estimated that an NBA or NHL event with a typical attendance of 18,000 would generate a parking demand of 6,100 vehicles. By 2035, when the light rail is completed, parking demand is expected to decrease to approximately 5,100 vehicles.

EXHIBIT 3 - ESTIMATED TRAVEL MODE TO NEW ARENA

Mode of Access	YEAR 2020 Mode Split (%)	YEAR 2024 Mode Split (%)	YEAR 2035 Mode Split (%)
 Auto	82%	79%	69%
 Transit	12%	15%	25%
 Walk	4%	4%	4%
 Bike/Other	2%	2%	2%
 Parking ¹	6,100	5,900	5,100
TOTAL	100%	100%	100%

1) Expected demand for Arena events

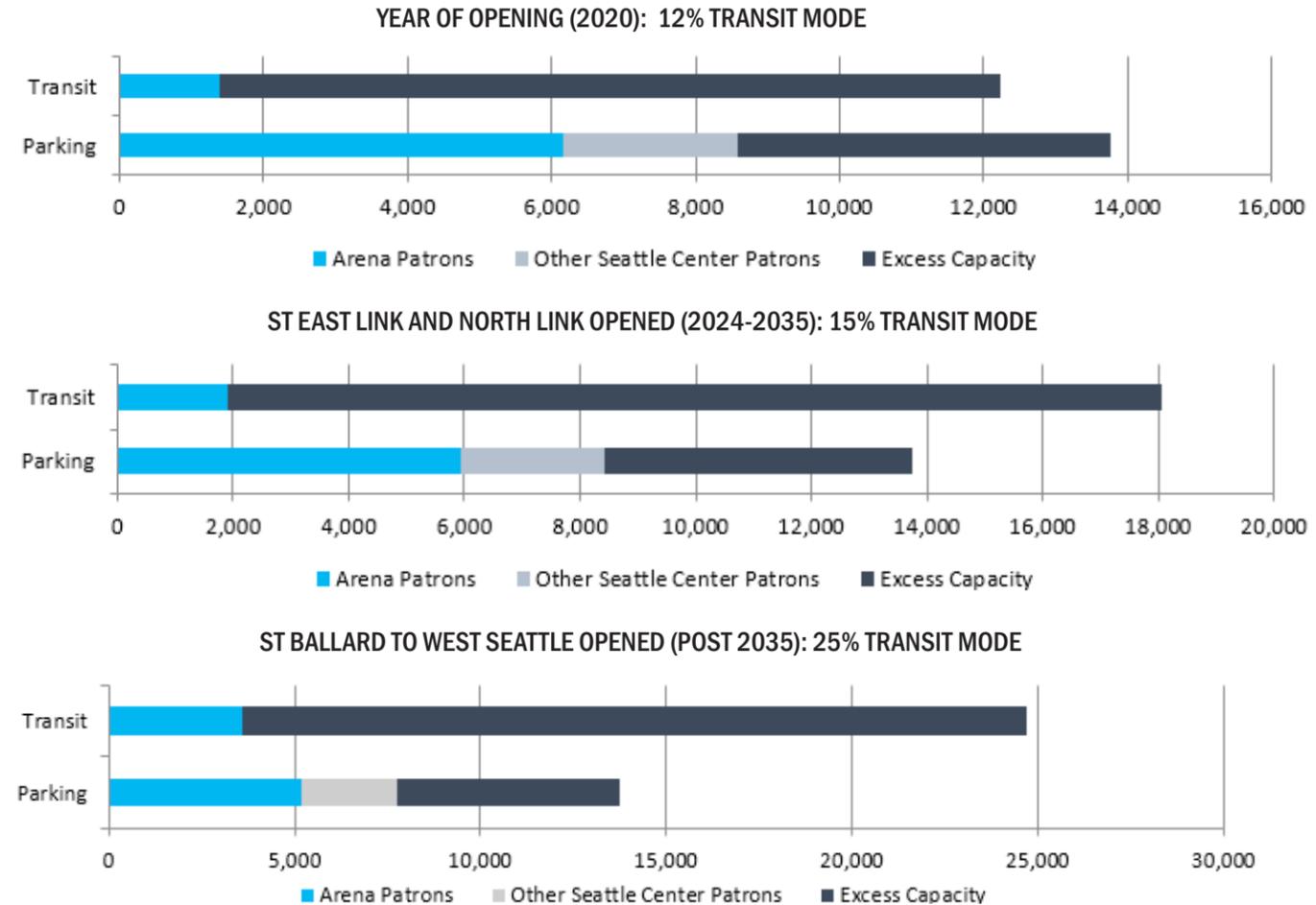
Transit

The addition of major regional transportation projects, such as Link light rail extensions to Lynnwood (North Link), Redmond (East Link), and Kent/Des Moines (South Link extension) improves regional transit service. In the future, it is estimated that the light rail would accommodate 16,000 or more people after a weeknight event with proposed service levels. Over time, the number of people choosing to drive would decrease and transit use would increase as the light rail system expands. This is because light rail transit provides a convenient and reliable choice for traveling to events.

Parking

NASC could increase events with attendance of 10,000 or more patrons to approximately 100 events per year. This would increase the number of dates when the Uptown neighborhood experiences parking congestion. Parking supply in the Uptown Urban Center is expected to increase by 850 parking stalls with the construction of the NASC garage, increasing the total supply in Uptown to 8,150.

EXHIBIT 4 - ESTIMATED TRAVEL MODE TO NEW ARENA



Expanding the available parking supply to include off-street parking within a 15-minute walk (approximately 3/4 mile) of NASC increases the available parking supply by over 3,200 parking stalls for a total of 11,350 stalls, almost double the necessary spaces to accommodate the 6,100 car parking demand during large evening events. Additionally, off-street parking garages within one-block of the Westlake Center Monorail station provides 2,400 off-street parking stalls within easy Monorail access to NASC for a total of 13,750 spaces. These parking spaces can primarily be used by event patrons that have already parked downtown during business hours.

Ample parking is available within a 15-minute walk of NASC. However, while the number of parking spaces is sufficient, the inability for patrons to locate that available parking is the true shortcoming of the existing conditions.

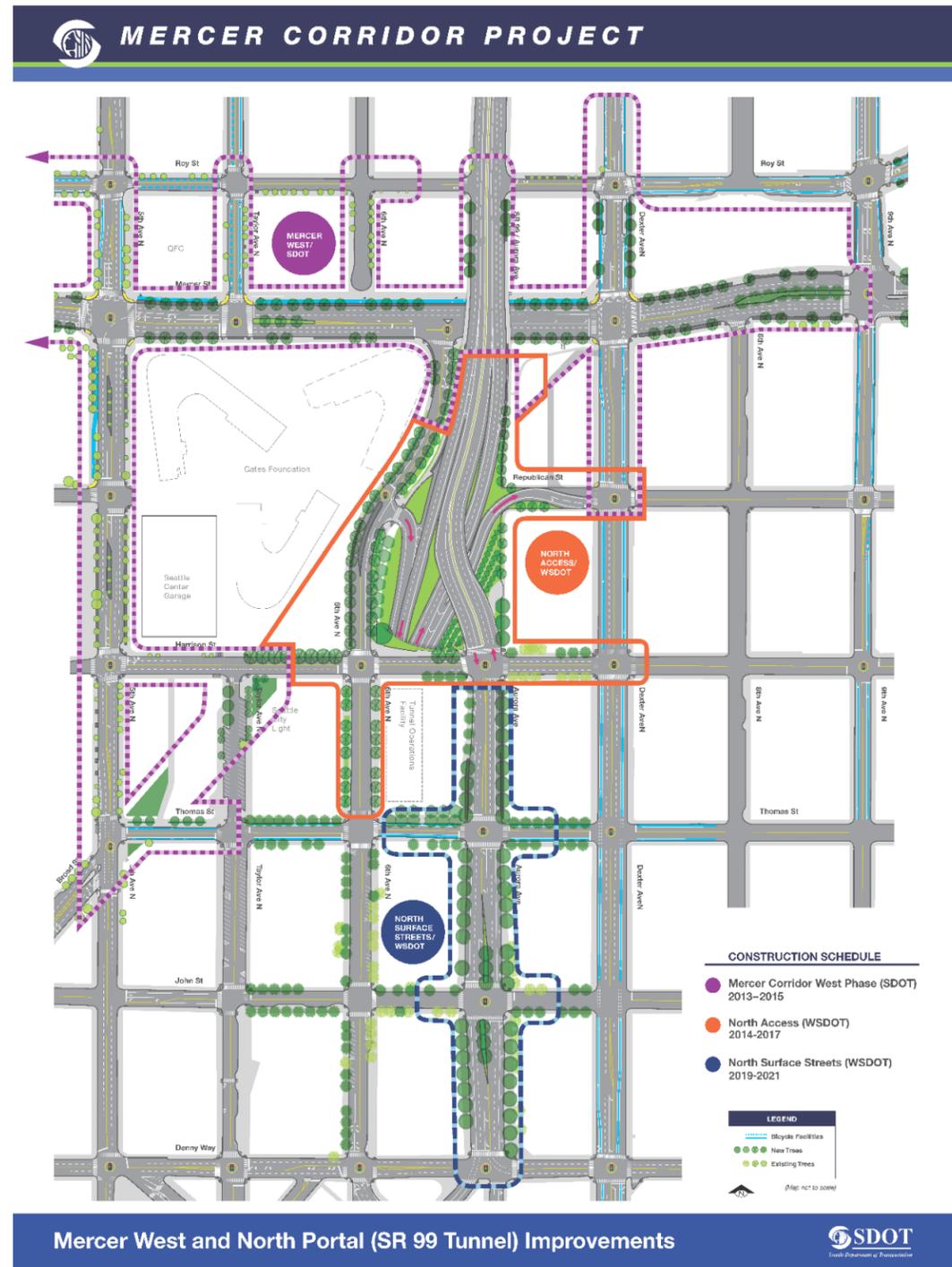
Traffic Congestion

Future large evening events at NASC, with typical attendance, would add approximately 350 vehicles during opening year. As transit mode share increases in the future, traffic volumes generated by large evening events are expected to be less than or similar to existing conditions. **EXHIBIT 4** illustrates a range of possible outcomes for event patrons traveling to and from NASC. These charts show:

- Public transit service has the ability to accommodate a larger percent share of event patrons, reducing the number of parking spaces needed.
- There is adequate parking supply within walking distance (3/4 mile) of NASC to accommodate expected parking demand.
- The estimated number of people traveling to a typical large evening event could be accommodated.

SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

EXHIBIT 5 - SEATTLE CENTER ROADWAY IMPROVEMENTS



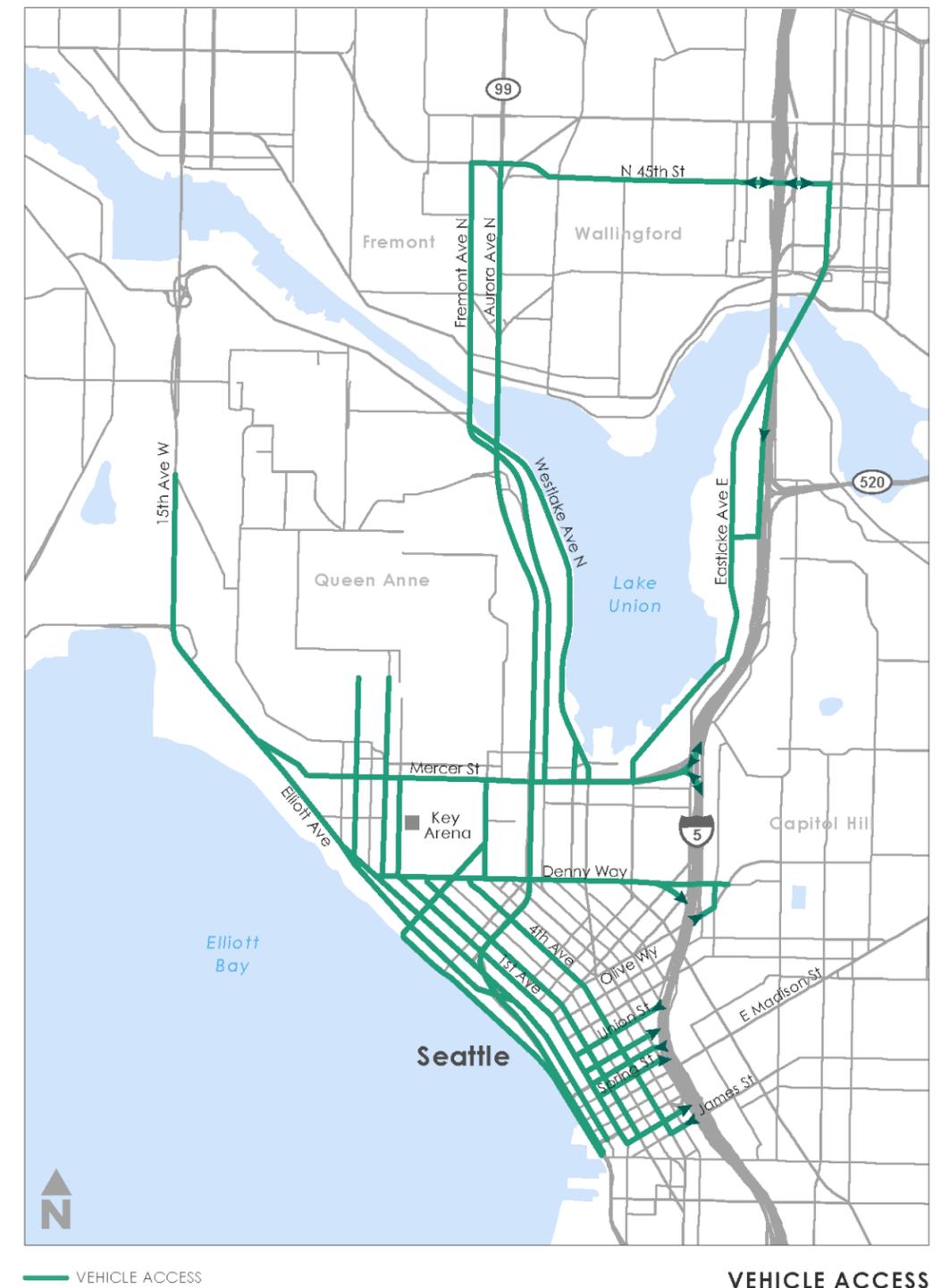
AUTO ACCESS

Auto access to the NASC will be served along multiple routes supporting both regional and local traffic. Regional auto access to the NASC is provided via Interstate 5 and SR 99. SR 99 through downtown Seattle, which is currently on a viaduct, is being replaced with a two-mile bored tunnel as part of the Alaskan Way Viaduct Replacement Project. SR 99 will be a direct route between the south end of the tunnel at S. Royal Brougham Way to the north end of the tunnel at Republican Street, near the NASC. SR 99's north end will provide off and on-ramps via Republican Street (northbound off-ramp), Aurora Avenue (northbound on-ramp and southbound off-ramp), and Sixth Avenue N (southbound on-ramp), shown on **EXHIBIT 5**.

As part of the Project, the Alaskan Way surface street will also be rebuilt with improved connections to the south as well as north of the waterfront via the new Elliott Way connector to Elliott Avenue and Western Avenue, near the NASC. Three surface streets, John, Thomas and Harrison will also be connected east/west for the first time. Continuity of surface streets near Seattle Center will also be significantly improved compared to when the NBA was at KeyArena prior to the investments made by the Mercer Corridor Project and the Alaskan Way Viaduct Replacement Project.

There are 13 routes providing access to Seattle Center, as shown on **EXHIBIT 6**. Roadways providing access to the new Arena include Elliott Avenue, Aurora Avenue North, Westlake Avenue North, Mercer Street, Denny Way, Alaskan Way, Western Avenue, Broad Street, 2nd Avenue, and 4th Avenue.

EXHIBIT 6 - ACCESS ROUTES TO SEATTLE CENTER



SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

ROADWAY CAPACITY

Local streets can accommodate approximately 800 vehicles per hour per lane. Highways can accommodate approximately 1,900 vehicles per hour per lane. Both inbound and outbound routes that provide access to the NASC and Seattle Center are shown on **EXHIBIT 7**. For the inbound routes providing access to the Seattle Center there is capacity for approximately 27,600 total vehicles during the peak 6:00 pm - 7:00 pm hours. Inbound routes that provide access to the vicinity of the Seattle Center include:

- Southbound Elliott Avenue W
- Southbound 2nd Avenue W
- Southbound Queen Anne Avenue N
- Southbound Aurora Ave N / SR 99
- Southbound Dexter Avenue N
- Southbound Westlake Avenue N
- Westbound Fairview Avenue N
- Westbound Mercer Street
- Westbound Denny Way
- Northbound Aurora Ave N / SR 99
- Northbound Fourth Avenue
- Northbound First Avenue
- Northbound Western Avenue
- Northbound Alaskan Way

At 6:00 pm, there are a total of 15,940 vehicles traveling towards Seattle Center on local streets and highways, resulting in 42 percent excess vehicle capacity available to accommodate event traffic.

Although some streets, such as Mercer Street, are more heavily used, there are many other roadway connections to Seattle Center and the NASC that can absorb additional traffic. If multiple events were occurring simultaneously at Seattle Center, an additional 6,000 vehicles could be added to the inbound street network. Multiple events would increase vehicle demand to approximately 79 percent of total vehicle capacity on inbound routes near the NASC, as shown on **EXHIBIT 7**.

Even during a peak event, there is roadway capacity to accommodate the additional auto trips in close proximity to NASC, particularly if traffic was distributed along lesser used routes. The majority of traffic is traveling away from Seattle Center during the peak event commute period. Following events, the added event traffic is expected to have a lower impact to streets outbound access because overall volumes will be lower later in the evening.

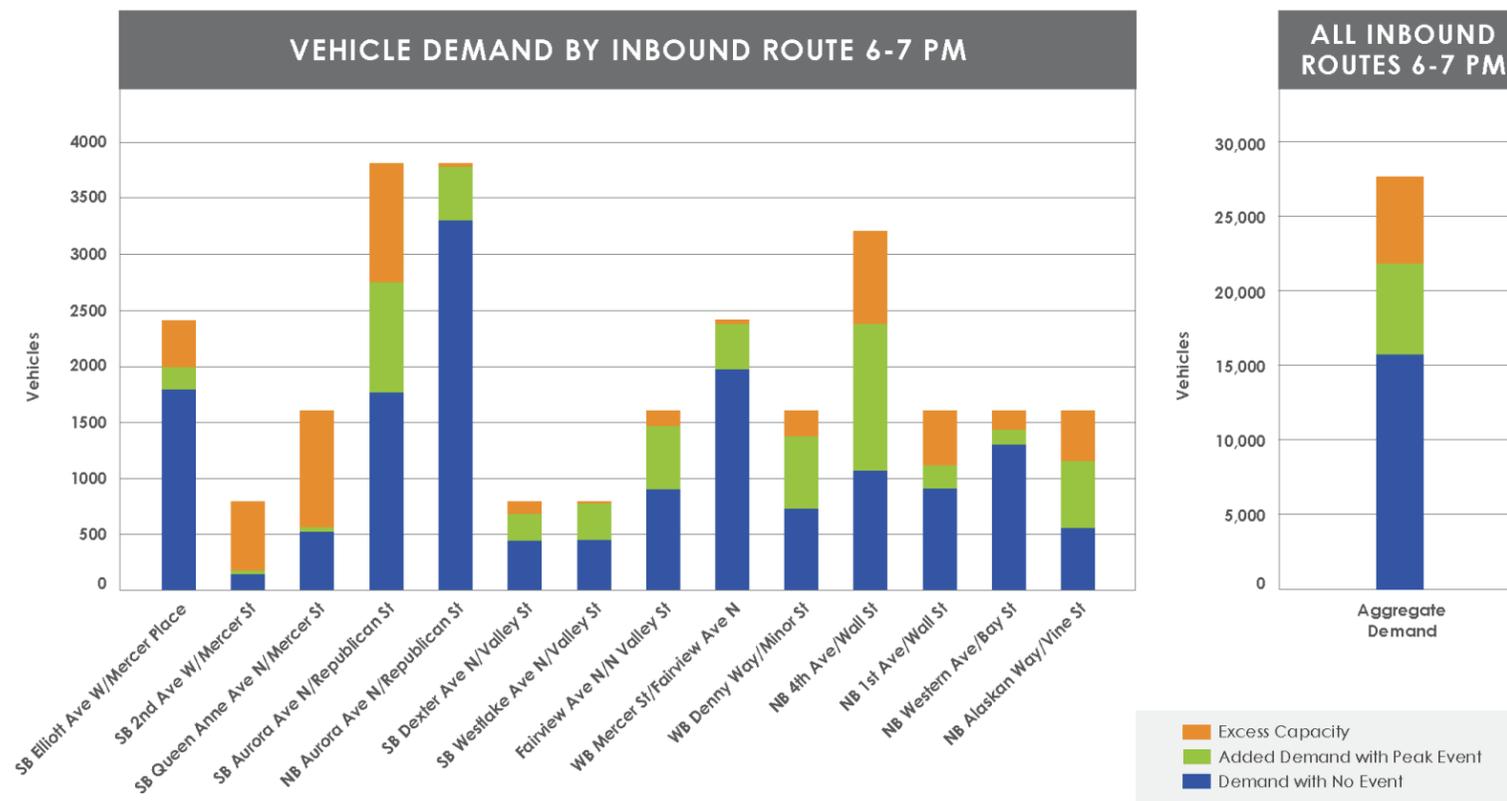
Neighborhood Shuttles

OVG has explored the possibility of coordinating shuttles between NASC and the parking in South Lake Union. By 2020, there will be over 10,000 parking stalls available for occupancy during the evening event hours. The shuttle service could be operated on multiple routes using existing shuttle transports to transport event patrons to NASC. This direct shuttle service would be coupled with reduced parking rates at garages encouraging event patrons who choose to drive, to park in more remote offsite parking spaces.

Disbursed Routing

OVG will provide real time information to event patrons to direct them to lesser used freeway interchanges and local streets during event times via public information and marketing. Event patrons would be directed to I-5 interchanges other than Mercer Street, such as James Street, Seneca Street or Olive Way south of NASC, or Roanoke Street or NE 45th/NE 50th Streets north of NASC. This would disperse event patrons along alternative routes that would likely result in faster travel times rather than focusing access along one or two more-congested, heavily used routes, such as Mercer Street.

EXHIBIT 7 - VEHICLE DEMAND ON INBOUND ROUTES TO SEATTLE



WEST MERCER STREET LOOKING EAST AT 5:37 PM ON MARCH 27, 2017

SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

SDOT proposes to deploy Adaptive Signal Control (ASC) in the Seattle Center and South Lake Union areas to improve traffic flow and traffic operations on several key corridors. ASC technology is more than just optimizing traffic signal timing; it provides signals the flexibility to respond to unanticipated surges, interruptions or shifts in traffic flows due to collisions, road construction projects and/or variation in access patterns due to large events in the area. The ASC project is expected to improve efficiency in the Mercer and Denny corridors, major freight routes, by approximately 5 to 10 percent, and will enhance the end of event disbursement.

Transportation Network Companies

OVG has existing relationships with Transportation Network Companies (TNCs), such as Lyft and Uber. These services can facilitate both entire trips for event patrons as well as first/last mile connections between other modes. TNCs can help minimize impacts to neighborhood streets and other Seattle Center transportation operations by reducing parking demand and encouraging ridesharing. Both Lyft and Uber provide rideshare options, called Lyft Line and uberPOOL, which offer discounted fares for sharing rides with others going the same way.

The City of Seattle has already partnered with Uber and Lyft to offer additional discounts to Lyft Line and uberPOOL users during major events, such as Pride Weekend and New Year's Eve. OVG could coordinate similar partnerships with Lyft and Uber to provide additional discounts to event patrons using Lyft Line or uberPOOL. OVG is also in conversation with BMW Reach Now about a possible ride share program utilizing designated parking in the garage to encourage ridesharing.

OVG will also provide designated drop-off and pick-up locations near MoPOP and the corner of 1st Avenue and John Street to make using TNCs easier for event patrons. Designated TNC zones would allow drivers to park for short periods of time to either pick up or drop off event patrons without congesting streets. The designated drop-off zones could be advertised through public information and marketing. OVG will work with TNCs to integrate the designated drop-off zones into the apps to create a seamless system.

PARKING

OVG HAS IDENTIFIED OVER 11,000 AVAILABLE PARKING SPACES AND A PLAN FOR OPTIMIZING ACCESS.

EXISTING CONDITIONS

The Uptown/Seattle Center Parking Study of 2017 (Uptown Study), confirmed the immediate area around Seattle Center has sufficient parking during most days to accommodate events at Seattle Center.

The Uptown Study also confirmed there are sufficient spaces in the immediate neighborhood (7,400) to provide parking for all but surge events wherein demand for events of attendance exceeding 15,000 at Seattle Center ("Peak Event Periods") and weekend festivals fills nearly all available parking space. These Peak Event Periods occur 20-30 times per year and require up to 8,600 spaces.

Despite the excess number of available parking spaces in the immediate neighborhood cited in the Uptown Study for all but 20-30 Peak Event Periods, congestion is reported to occur in the immediate neighborhood upwards of 125 times per year. This condition indicates the problem is inefficient usage, rather than inadequate supply. OVG addresses that optimization challenge below.

EXHIBIT 8 - AVAILABLE PARKING LOCATIONS



SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

CHANGED CONDITIONS

NASC capacity will increase by approximately 1,000 seats, from 17,000 to 18,000. Thus, the Peak Event Periods parking capacity requirements will only increase by 340 spaces.

PARKING SUPPLY

The overall anticipated need for the NASC is 6,100 initially, with parking demand expected to decrease to about 5,100 spaces in later years due to completion of the light rail system. When coupled with other activities going on at the Seattle Center, it is anticipated that parking demand would be similar to Peak Event Periods existing today. There will be significantly more dates when Peak Event Periods occur, but the parking supply is more than adequate to address those needs as the following will explain.

While the Uptown Study identifies 7,400 spaces in the Uptown Urban Center, it does not adequately capture the standard three-quarters of a mile (15-minute walk) radius used for stadium and arena parking analysis used in other similar Seattle projects. The study has a hard boundary on Aurora and Denny Way. When the radius is extended to ¾ of a mile of the new Arena the parking supply grows significantly. See **EXHIBIT 8**, illustrating the location of existing parking supply. Additionally, due to programmatic requirements of a world-class arena, OVG plans to add 850 adjacent spaces, bringing the available parking supply within a 15-minute walk to 11,350 spaces.

EXHIBIT 9 - PARKING STUDY

Uptown Urban Center		Total Parking	Available During Evening Events
Off-Street	Both surface parking and structured parking lots are available for use in the study area. The number of stalls for each facility ranges from 10 - 1,300.	3,750	3,750
Seattle Center Garages	The three parking garages operated by Seattle Center account for almost 50% of total off-street parking in the Uptown Urban Center.	2,900	2,900
On-street	There are approximately 1,500 existing on-street parking spaces within the Uptown Urban Center available to the public.	1,500	1,500
15 minute walk distance (3/4 mile) from KeyArena			
Off-street	Average existing utilization during a non-event evening is approximately 40% in the Belltown area and 25% in South Lake Union. This leaves slightly more than 3,200 existing off-street parking spaces available during arena events.	4,900	3,200
Parking Supply within 15 minute walk		13,050	11,350
Within one-block of Westlake Station			
Off Street	Average existing utilization during a non-event evening is about 20%. This leaves slightly more than 2,400 off-street parking spaces available during Arena events	3,000	2,400
TOTAL SUPPLY		16,050	13,750
EXISTING DEMAND DURING PEAK EVENTS¹			8,600

1. Peak evening events (attendance >15,000)

Given the direct 2-minute connection between the Seattle Center and Westlake Center, via the Monorail, parking near Westlake Station also becomes the part of the parking supply. With a 4-minute walk from the Seattle Center Monorail station and a 2-minute ride time (both sourced from the Seattle Monorail), that allows up to 9 minutes of walk time to reach additional parking. When we include parking garages within 5 minutes of Westlake Station, the potential parking supply grows to 13,750 spaces. See **EXHIBIT 9**.

With proper messaging and notification of availability to users through technology, this highly distributed parking plan will minimize parking congestion at NASC site and the Uptown Neighborhood.

PARKING SOLUTIONS

Parking Technology

OVG will incorporate a mobile parking app like those being deployed at arenas such as Moda Center in Portland, whereby customers can pre-purchase parking and view all available parking and pricing options in real time. OVG will include as many of the parking facilities as possible in **EXHIBIT 8** to solve the issue of inefficient utilization. Auto mode customers will know exactly where to go to find the parking option that fits their price, convenience and locational needs before they start their trips. This will significantly reduce traffic in the neighborhoods caused by customers searching for parking.

Traditional Marketing

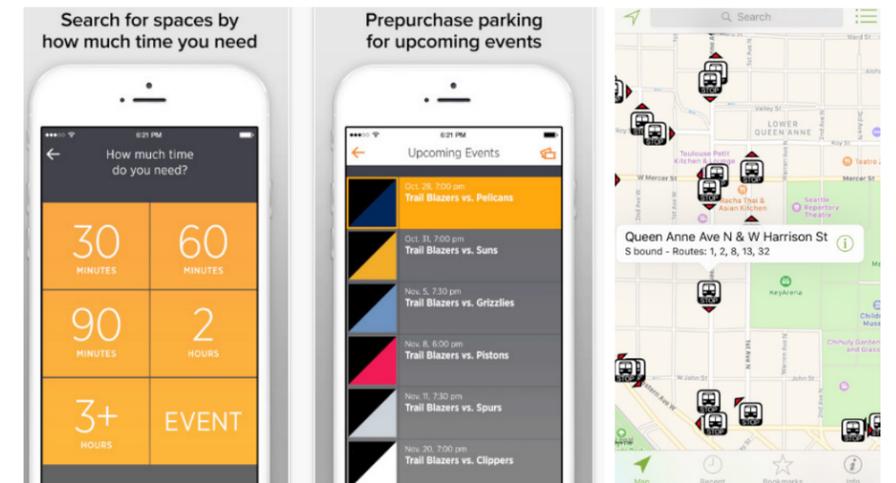
OVG also will use traditional measures, such as a Transportation Guide for event attendees, containing event access and parking information; providing information via web pages, email and other publicity such as Metro Transit and Sound Transit schedules, printed and broadcast media, periodic mailings to season ticket holders, postings on video boards within NASC and announcements during events.

Incentives

OVG will also offer opportunities to cross-market with restaurants and bars in the Uptown neighborhood to encourage event attendees to arrive in the area before an event and/or stay in the area longer following an event. This would help spread the arrival and departure rates of fans traveling to and from NASC.

Distributed Parking

Added congestion and delay associated with event traffic on local streets near NASC can be substantially reduced by making attendees aware of less expensive and more easily accessible parking outside of the Uptown Urban Center. Traffic congestion also will be reduced by having fewer autos searching for parking due to technology that directs them to the parking they desire. This would distribute auto access to other local and lesser-used routes.



MOBILE APPS CAN HELP EVENT ATTENDEES CHOOSE THEIR TARGET TRAVEL MODE OR ACCESS ROUTE, RESERVING PARKING IN ADVANCE, ACCESS REAL-TIME PARKING AVAILABILITY AND COST, AND ESTIMATING TRAVEL TIMES.

As described in the Parking Existing Conditions section, event parking will be dispersed in multiple locations near NASC, including south of Denny Way and in South Lake Union, allowing auto access to be dispersed throughout the vicinity of NASC. This will improve traffic operations and reduce congestion for event patrons and other roadway users on commonly used local streets near NASC.

The addition of the 850-car garage adjacent to NASC will be primarily reserved parking for large events. It will reduce on street impacts for smaller events.

Downtown Parking

OVG will also encourage and promote parking near Westlake Station - with more than 2,000 parking stalls and a quick direct connection to Seattle Center via the Monorail - by bundling tickets with Monorail passes or by providing vouchers for food and beverages. This would distribute auto trips further away from NASC and reduce the impact of event auto trips on streets in the immediate vicinity of the arena.

Neighborhood Shuttles

OVG has explored the possibility of having coordinated shuttles between NASC and the parking in South Lake Union. By 2020, there will be over 10,000 parking stalls available for occupancy during the evening event hours. The shuttle service could be operated on multiple routes using existing shuttle transports to transport event patrons to NASC. This direct shuttle service would be coupled with reduced parking rates at garages encouraging event patrons who choose to drive to park in more remote offsite parking spaces.

SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

TRANSIT ACCESS

Seattle Center and KeyArena are currently served by a robust transit network including bus transit and the Monorail. Bus and Monorail service connects transit riders to an extensive regional transit network of light rail, street car, ferries and commuter rail.

The capacity of public transit services for events varies by the time of day (peak commuter period or evening services) and weekday or weekend service. Many of these regional transit services connect to park-and-ride facilities (**SEE EXHIBIT 13**). The estimated existing and future capacity for each transit mode is summarized in **EXHIBIT 10** below.

EXHIBIT 10 - FUTURE CAPACITY

MODE OF ACCESS	CAPACITY (2020)	CAPACITY (2025)	CAPACITY (2040)
Bus	5,520	5,760	6,000
Monorail	2,700	2,700	2,700
Streetcar	1,120	1,120	1,120
Light Rail	4,000	9,600	16,000
Ferry	4,200	4,200	4,200

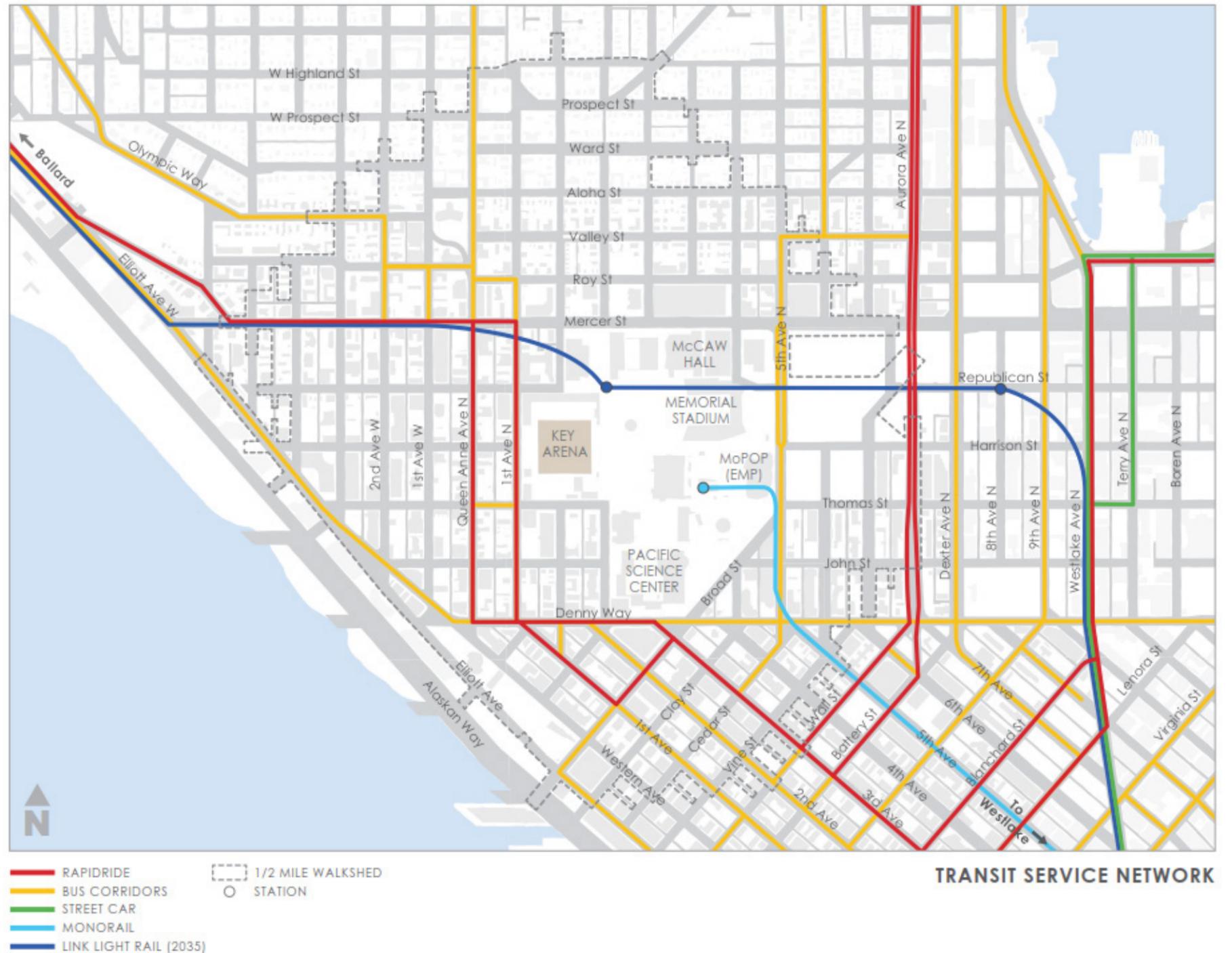
BUS TRANSIT

As illustrated in **EXHIBIT 11**, King County Metro operates 16 bus routes within a one-half mile walk of the NASC. Upon completion of the Alaskan Way Viaduct Replacement project in early 2019, an additional five bus routes will serve the study area. Bus transit is concentrated on 1st Avenue N, Queen Anne Avenue N, 5th Avenue N, W Mercer Street, Denny Way, Aurora Avenue N, and Dexter Avenue N. Bus service generally connects the Seattle Center to downtown Seattle and neighborhoods to the north. Routes serving downtown allow for connections to light rail, ferries, water taxis, and commuter rail.



By 2019, 14 of the 21 bus routes serving the study area will provide all day weekday service with headways (time between buses at a bus at a bus stop) between 10-30 minutes. Given the frequency of planned bus service, ridership levels on weekday nights from 10:00 pm - 11:00 pm (estimated peak demand for events) and the capacity of buses in King County Metro's fleet, the estimated existing total capacity of the bus network at Seattle Center would be 5,520 passengers. It would increase to 5,760 passengers by 2025 and 6,000 by 2040.

EXHIBIT 11 - EXISTING KING COUNTY METRO SERVICE NETWORK



SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

MONORAIL

The Seattle Center Monorail is owned by the City of Seattle, and operated by Seattle Monorail Services, a privately-managed business. The Monorail provides a non-stop connection between Seattle Center and Westlake Center (near 5th Avenue/Pine Street). Two trains provide service on 10-minute headways. Current hours of operation are shown in **EXHIBIT 12**. During the winter and spring, the Monorail service is frequently extended past 11:00 pm on evenings with large events at KeyArena.

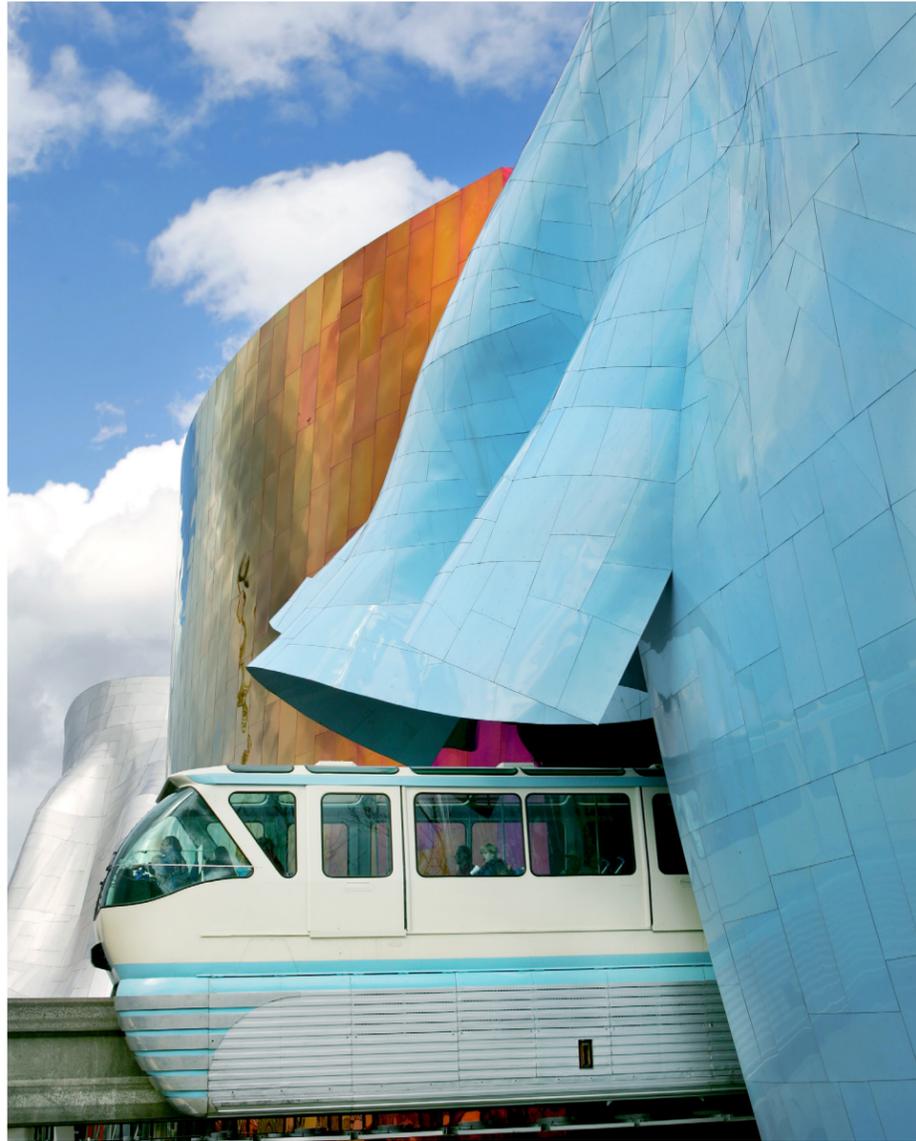


EXHIBIT 12 - CURRENT HOURS OF MONORAIL OPERATION (2017)

JANUARY - MAY	MAY - DECEMBER
Monday-Thursday: 7:30 am-9:00 pm	Monday-Friday: 7:30 am-11:00 pm
Friday: 7:30 am-11:00 pm	Saturday-Sunday: 8:30 am-11:00 pm
Saturday: 8:30 am-11:00 pm	
Sunday: 8:30 am-9:00 pm	

The capacity of each train is 225 passengers. The Monorail carries approximately 2 million passengers annually. The travel time from Seattle Center to Westlake Station is two minutes. The monorail provides convenient connections to light rail, streetcar, and bus routes serving downtown Seattle.

The Westlake station operates with a single boarding platform, restricting operations to one train at a time. The Monorail can make up to 10 trips per hour. With a functional limit of 225 passengers per train, the Monorail could carry up to 2,250 passengers per hour in each direction. Physical modifications to the Westlake Station could significantly increase ridership. During the 1962 World's Fair, the Westlake Station had a dual loading platform configuration and carried 8 million passengers in 6 months.

The Monorail is currently converting from a cash only system. The City of Seattle has expressed interest in integrating the monorail into the regional ORCA transit-fare program, which would allow for convenient, low-fee or free transfers from other transit providers.

STREETCAR TRANSIT

The Seattle Department of Transportation (SDOT) operates the Seattle Streetcar program. The South Lake Union (SLU) Streetcar provides service between SLU and the Westlake Shopping Center. Stops are located within at a 10-minute walk of the Seattle Center area; the closest stop is located at the intersection of Westlake Avenue and Thomas Street. Currently, the streetcar operates on 15-minute headways. The SLU Streetcar operates from 6:00 am to 9:00 pm Monday through Thursday, and 6:00 am to 11:00 pm on Friday and Saturday. Sunday service is operated from 10:00 am to 7:00 pm. Streetcar transit provides a total capacity of 1,120 passengers.

LIGHT RAIL TRANSIT

Sound Transit currently provides light rail service from the University of Washington, through downtown Seattle to Angle Lake south of Sea-Tac airport. The Westlake station is the nearest light rail station to Seattle Center. It allows for convenient indoor transfers between light rail and the Monorail and many regional and local bus routes until the planned light rail service is provided directly to the Seattle Center in 2035.

Funded system expansions include light rail extensions north into Snohomish County, east to downtown Redmond, and south to Federal Way, which will expand the regional light rail network to 55 miles and 44 stations by 2024. The extension of light rail to Ballard in 2035 will include a station at Seattle Center. By 2040, the regional light rail system will comprise 116 miles and 76 stations.

Development of almost all of the new light rail stations outside of the City of Seattle will be accompanied by construction of additional parking stalls. The planned build out of the light rail system will provide connections to regional park-and-ride facilities accommodating approximately 17,000 vehicles (see **EXHIBIT 13**).

Because the light rail system exists within dedicated right-of-way, service is reliable and not subject to delays associated with traffic congestion. Additionally, light rail travel times are competitive with those for autos.

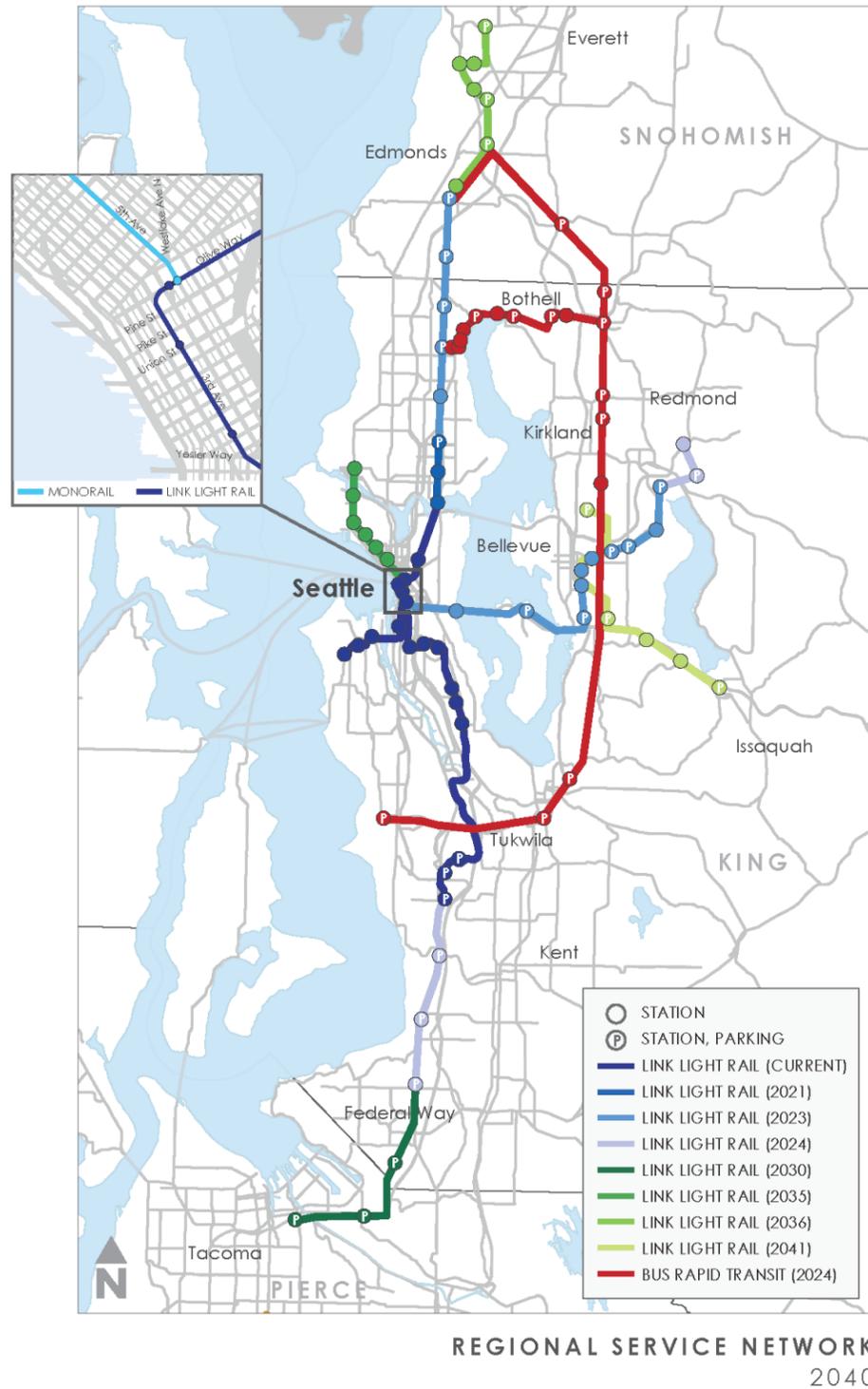


Bus service providers throughout the region (Sound Transit, Community Transit, King County Metro, Pierce Transit) are planning to provide connections to light rail stations, rather than continue providing service to downtown Seattle. This will significantly improve transit access to Seattle Center for patrons throughout the region, particularly those in Snohomish and Pierce counties.

In addition to light rail expansions, Sound Transit will develop and implement bus rapid transit (BRT) service on the I-405 and SR 522 corridors by 2024. Both routes will include connections to light rail stations that will be in service by 2023. Parking investments are planned at several BRT stations.

SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

EXHIBIT 13 - REGIONAL TRANSIT CONNECTIONS AT PARK-AND-RIDE LOTS



Project Area	Location	Existing	Planned	Total	Estimated Construction Year	
Everett Link	Mariner Park-and Ride	650	550	1,200	2036	
	Everett Station	1,600	400	2,000	2036	
Lynnwood link	NE 145th Street Station	50	450	500	2023	
	NE 185th Street Station	0	500	500	2023	
	Mountlake Terrace	900	200	1,100	2023	
East Link	Lynnwood Transit Center	1,350	600	1,950	2023	
	South Bellevue Station	500	1,000	1,500	2023	
	Bel-Red/130th Street Station	0	300	300	2023	
	Redmond Technology Center Station	150	150	300	2023	
Federal Way link	Southeast Redmond Station	0	1,400	1,400	2024	
	Kent-Des Moines Station	0	500	500	2024	
	South 272nd Station	550	700	1,250	2024	
Tacoma Link	Federal Way Transit Center	1,200	400	1,600	2024	
	South Federal Way Station	300	200	500	2030	
South Kirkland to Issaquah Link	Fife	0	500	500	2030	
	South Kirkland Station	850	250	1,100	2041	
Bus Rapid Transit	Central Issaquah	0	500	500	2041	
	Link Infill Station	0	300	300	2031	
	Boeing Access Road Station	0	300	300	2024	
	Bothell	200	300	500	2024	
	SR 522 Corridor Bus Rapid Transit	Kenmore	600	300	900	2024
	Lake Forest Park	0	300	300	2024	
I-405 Corridor Bus Rapid Transit	Kingsgate Park-and-Ride	200	400	600	2024	
	South Renton Station	350	350	700	2024	
	NE 44th Street Station	0	200	200	2024	
Total		9,450	10,750	20,200		

Estimated Light Rail Transit after Events

Sound Transit operates light rail service from 5:00 am to 1:00 am with service every 10 minutes between 6:30 pm and 10:00 pm and every 15 minutes between 10:00 pm and 1:00 am. Trains currently consist of 2- or 3-car sets, however, all station platforms are designed to accommodate 4-car sets. Sound Transit estimates that 4-car trains will be in service by 2023. Each car has capacity for 200 passengers. Given the frequency of existing and planned light rail service, ridership levels on weekday nights from 10:00 pm - 11:00 pm (estimated peak demand for events) and the capacity of light rail trains, the estimated existing total capacity of the light rail network at or near Seattle Center would be 4,000 passengers. It would increase to 9,600 passengers by 2025 and 16,000 by 2040.

FERRY TRANSIT

Washington State Ferries (WSF) provides ferry service at Colman Dock, which is located near Alaskan Way and Yesler Way. King County Metro provides passenger-only water taxi service to West Seattle and Vashon Island from Waterfront Pier 50, adjacent to Colman Dock. Colman Dock and Waterfront Pier 50 are easily accessible from the Seattle Center via bus and light rail.

Estimated Ferry Service after Events

WSF provides a combined vehicle and passenger service to Bainbridge Island and Bremerton. Service is provided approximately every 50 minutes during weekday and weekends to Bainbridge Island and approximately 70 minutes to Bremerton. These ferries are capable of transporting over 4,200 walk-on passengers, in addition to vehicle passengers.

King County operates water taxi service from downtown Seattle to West Seattle and Vashon Island. The West Seattle Water Taxi operates every 30 minutes on weekdays until 6:45 pm and every 60 minutes on weekends until 10:30 am on Saturdays and 7:30 pm on Sundays (no weekend service in the winter). The crossing takes approximately 10 minutes. King County Metro currently extends service on Friday nights to 10:30 pm in conjunction with Mariners and Sounders FC events, with ferries departing hourly. The Vashon Water Taxi provides peak only service on weekdays, with ferries departing hourly between 4:30 pm and 6:30 pm.

REGIONAL TRANSIT CONNECTIONS AT PARK AND RIDE LOTS

An extensive network of park-and-ride lots exists throughout the region, comprising more than 41,000 stalls owned or leased by various transit agencies. These lots are served by light rail, bus rapid transit (BRT), bus, and commuter rail. Sound Transit anticipates construction of more than 12,000 additional parking stalls throughout the region by 2041. Construction of more than 9,000 of these stalls is planned to be complete by 2025. The majority of these stalls will be at light rail stations, with the remainder planned at BRT and commuter rail stations.

The overwhelming majority of new parking stalls will be developed outside of the City of Seattle, greatly expanding opportunities for park-and-ride and transit use to access the arena throughout the region. In addition King County Metro envisions providing more than 3,000 additional stalls by 2040 along major transit corridors. The total planned park-and-ride investment in the region represents an increase in the number of stalls of approximately 30%.

TRANSIT SOLUTIONS

Monorail

The Monorail is a highly functional and efficient transportation link connecting the Arena to the downtown urban core in just 2 minutes with stations at Seattle Center and Westlake Station. The Monorail also shares a common bond with the arena, as they are both 1962 World's Fair stalwarts that continue to serve our community. The Monorail also provides a critical mobility hub connecting the arena to light rail and bus transit services. The Seattle Monorail has the capacity to move 2,250 people per hour and is currently underutilized, especially during winter months. The station is less than a 4-minute walk from NASC in a safe, mostly covered and well-lit environment.



SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

As part of OVG's strategy, we will encourage and incentivize Monorail use by event attendees, specifically highlighting the Monorail's connection to light rail and nearby parking garages. Incentives to ride the Monorail could include providing free or discounted tickets as part of ticket sales and partnering with off-street parking facilities near Westlake Station to provide discounted parking fares.

Additionally, OVG has taken a lead role in a dialogue with the Monorail, City of Seattle, Visit Seattle, King County Metro and Sound Transit to expand the Westlake Monorail platform and improve the connection to the transit tunnel. The platform configuration currently only allows boarding of one train at a time. OVG would support expansion of the platforms to allow multiple train boarding, which would double rider capacity to 5,000 passengers per hour. This could increase and foster more transfer opportunities at Westlake between the Link light rail, Monorail, and other modes prior to light rail expansion to Seattle Center. Additionally, event patrons parking at Westlake and using the Monorail to connect to Seattle Center could be better accommodated with additional ridership capacity. **EXHIBIT 14** shows a potential rendering of the restored and expanded Monorail platform.

EXHIBIT 14 - MONORAIL PLATFORM EXPANSION



PRELIMINARY CONCEPT DIAGRAM

The overwhelming majority of new parking stalls will be developed outside of the City of Seattle, greatly expanding opportunities for park-and-ride and transit use to access NASC throughout the region. In addition, King County Metro envisions providing more than 3,000 additional stalls by 2040 along major transit corridors. The total planned park-and-ride investment in the region represents an increase in the number of stalls of approximately 30%.

ORCA Cards

The ORCA card fare payment system could be integrated with the Monorail ticketing system to streamline transfers between the Monorail and other transit services near Westlake. Transferring from bus or light rail to Monorail would be convenient, and the fare system familiar to riders, which could increase Monorail ridership.

Financial Incentives

OVG will use best practices to encourage and incentivize alternative modes of transportation, including purchasing transit fares in bulk and distributing them to fans at discounts or automatically including a transit fare with season ticket holder and single game ticket purchases to encourage transit use.

Premium Bus Service

Working with King County Metro, OVG could stage buses after events to connect to park-and-ride lots in Northgate, South Kirkland, Eastgate and Federal Way. Staging could be located on Republican Street, east of 1st Avenue N and Warren Avenue, north of Republican Street.

Onsite Mobility Hubs

Mobility hubs are centralized areas where multiple transit services and shared mobility options are provided seamlessly in one location. Mobility hubs improve transferring between services by combining different transportation options with place-making strategies, such as Wi-Fi service, wayfinding, bicycle storage, retail, and open space, among others. OVG will coordinate a number of strategies to facilitate transit connections at Westlake, which is a critical hub identified by the City of Seattle, including capacity improvements to the Monorail and bundling tickets or providing vouchers to event patrons who park near Westlake.

OVG will also coordinate with Sound Transit as the Ballard to Downtown light rail line is expanded to provide an on-site mobility hub near the station area at the Seattle Center. The on-site mobility hub could include connections between light rail and other transit services as well as bicycle parking and repair facilities, space for TNCs, wayfinding, real-time information, Wi-Fi, and public space.

The Thomas/Harrison Mobility Hub, planned for the site of the future Aurora Avenue RapidRide station is approximately one-half mile from the arena. Event attendees could be directed to this mobility hub through wayfinding on the Seattle Center campus.

NON-MOTORIZED ACCESS

Residential density continues to increase near Seattle Center. This density should result in a larger percentage of new customers coming from closer proximity. This density also provides opportunities for bicycling and walking to events at NASC.



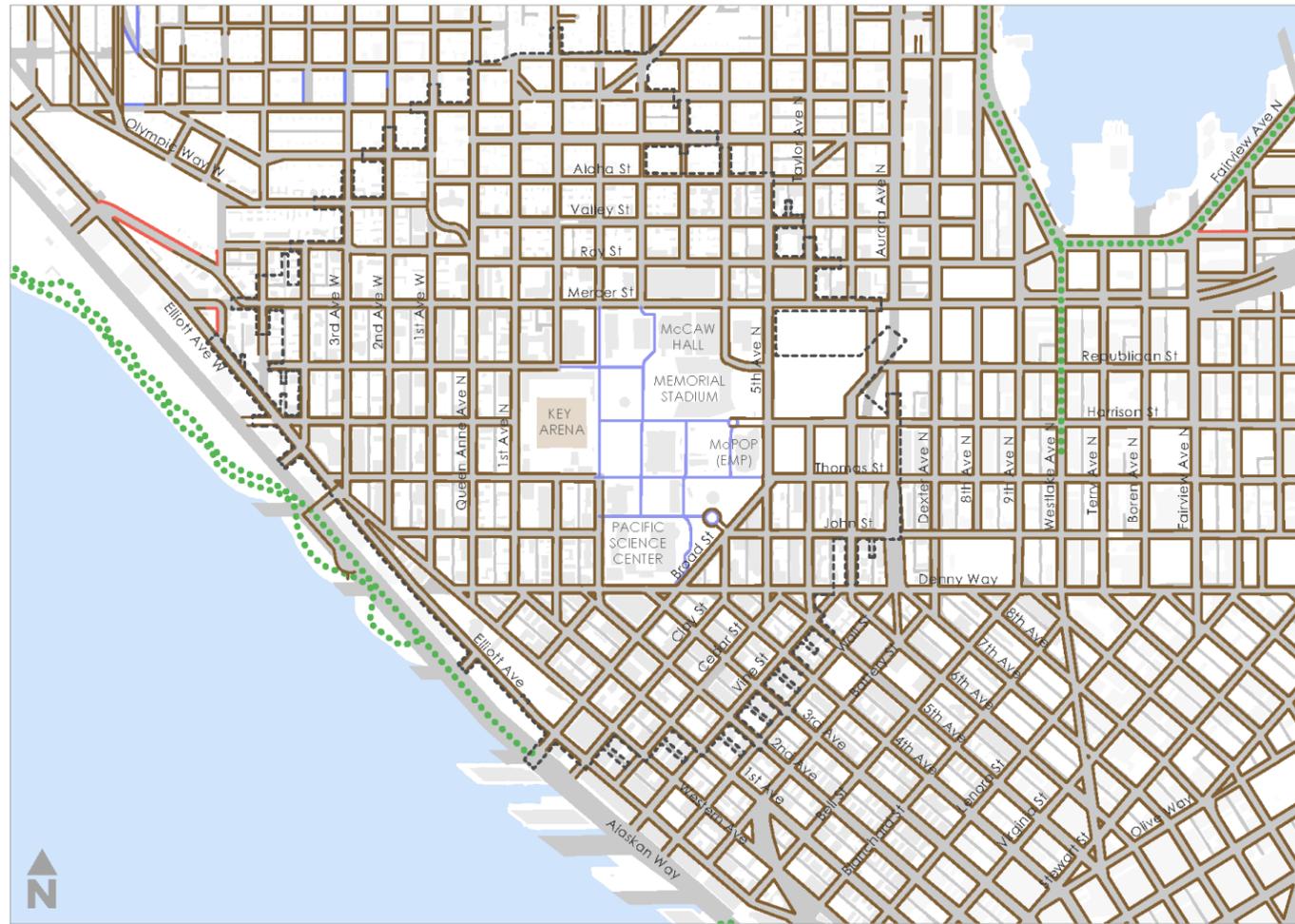
Non-motorized access to Seattle Center is provided on a network of both bicycle and pedestrian facilities. Sidewalks are provided on most city streets close to the arena and the gridded street network provides excellent pedestrian accessibility, as shown on **EXHIBIT 15**. The relatively short block sizes, numerous intersections, and minimal dead-end streets helps to decrease travel times and increase route options to and from the arena. This supports walking for both event patrons parking in close proximity to the arena, as well as those walking to the arena from transit, a residence, or office.

In addition to the strong pedestrian network, there are a number of bicycle facilities and multi-use paths in close proximity to the arena, as shown on **EXHIBIT 16**. The bicycle network consists of on-street bicycle lanes, designated shared roadways, and multi-use paths. Bicycle facilities provide connections to Seattle Center and the arena from the north as well as the downtown area to the south.

Separated bicycle facilities help encourage bicycle travel by users of all ages and abilities by providing additional separation from other roadway users. Separated facilities can include bicycle lanes with minor separation, protected bicycle lanes that are physically separated with barriers or other treatments, as well as off-street facilities, such as multi-use trails. Near Seattle Center and the arena, separated bicycle facilities are located on Westlake Avenue N, Valley Street, Roy Street, Dexter Avenue N, 2nd Avenue, Taylor Avenue N, Mercer Street, 9th Avenue N, 1st Avenue N, and Queen Anne Avenue N. Other off-street facilities include the Cheshiahud Lake Union Loop and planned bicycle improvements to the Seattle Waterfront.

SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

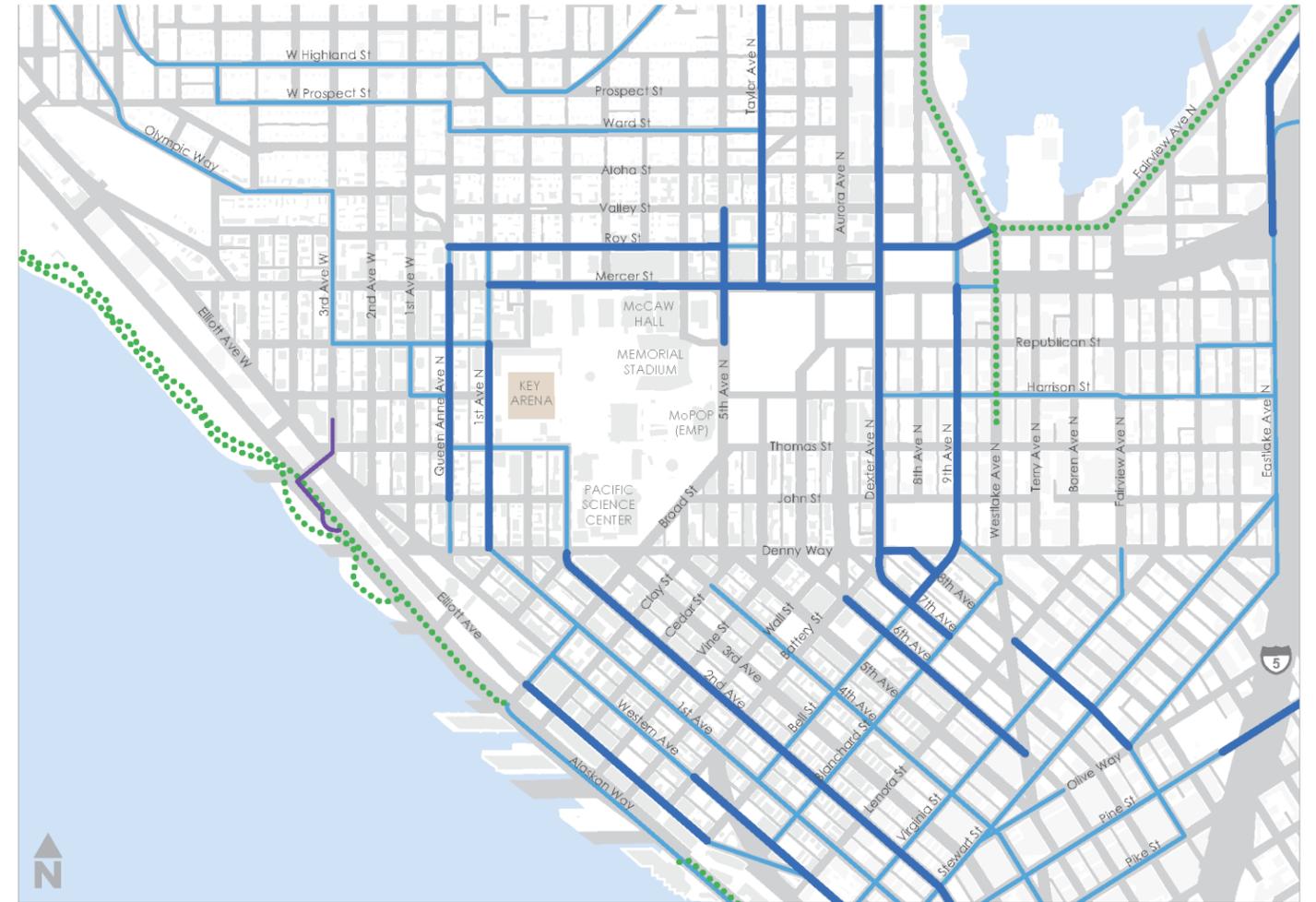
EXHIBIT 15 - SEATTLE CENTER PEDESTRIAN NETWORK



- SIDEWALK
- NO SIDEWALK
- PEDESTRIAN PATHWAYS
- TRAIL
- 1/2 MILE WALKSHED

**SEATTLE CENTER AREA
PEDESTRIAN FACILITIES**

EXHIBIT 16 - SEATTLE CENTER BICYCLE NETWORK



- PAVED REGIONAL TRAIL
- ON STREET BIKE LANE
- SHARED ROADWAY
- PED/BIKE OVERPASS

NOTES
 - Bike route data from King County GIS Center and confirmed in field.
 - Bike routes will change in the Seattle Center area with the Mercer Corridor projects.

**SEATTLE CENTER AREA
BICYCLE FACILITIES**

SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

The planned Lake2Bay corridor is a 2-mile long corridor that will connect Seattle Center with Lake Union and Elliott Bay via pedestrian friendly pathways on designated Green Streets, including Terry Avenue and Thomas Street. The Lake2Bay corridor takes advantage of the reconnected street grid on Thomas Street, resulting from the SR 99 North Portal project providing a pedestrian friendly environment on a direct connection between Seattle Center and the future Thomas/Harrison Mobility Hub. Conceptual plans of the Lake2Bay corridor are shown in **EXHIBIT 17**.

NON MOTORIZED SOLUTIONS

The number of residents living and working within a 15-minute walking distance of Seattle Center has increased over the last 10 years. As such, it is safe to assume that non-motorized travel to NASC will also increase. OVG will encourage this activity by providing secure, bicycle storage or bicycle valet for event patrons. Secure bicycle storage could include a bicycle corral or lockers that allow event patrons to park their bicycles in a secure area.

EXHIBIT 17 - LAKE2BAY CORRIDOR CONCEPT PLAN

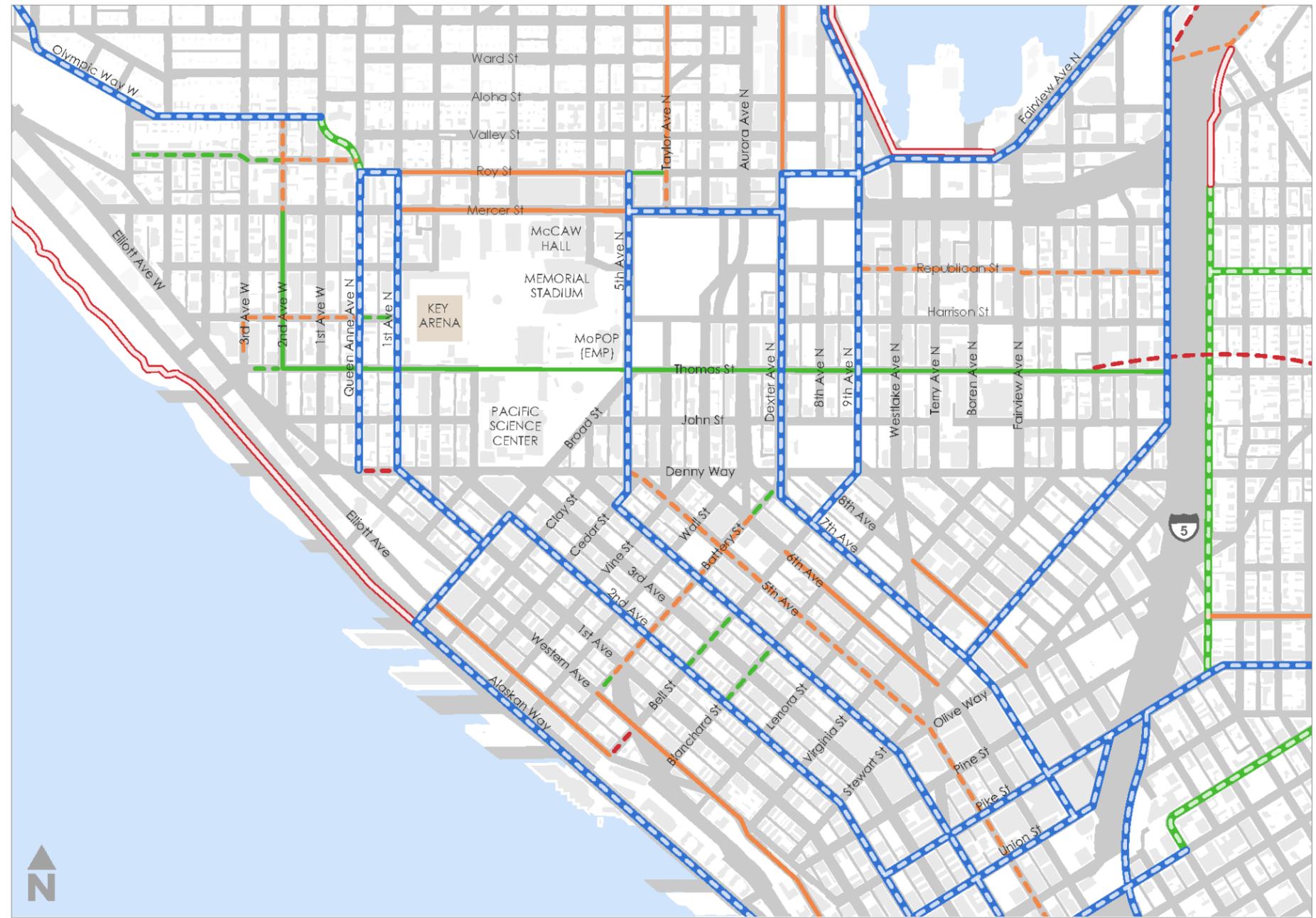


SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

Providing secure bicycle storage can help event patrons feel more comfortable leaving their bicycles while attending an event, ultimately encouraging more bicycle travel. Similarly, offering bicycle valet can encourage bicycle travel by providing event patrons with a designated area for bicycle parking that is staffed to prevent theft. Bicycle valet could allow OVG to provide discounted ticket prices or vouchers for food and beverages to encourage more bicycling to events.

Another strategy to encourage bicycle travel to events could include completing or prioritizing additional bicycle projects that are currently included in the Bicycle Master Plan in **EXHIBIT 18**.

EXHIBIT 18 - SEATTLE CENTER BICYCLE MASTER PLAN PROJECTS



CITYWIDE NETWORK

EXISTING	RECOMMENDED	
		OFF STREET
		CYCLE TRACK (PROTECTED BICYCLE LANES)
		NEIGHBORHOOD GREENWAY

LOCAL CONNECTORS

EXISTING	RECOMMENDED	
		OFF STREET
		IN STREET, MINOR SEPARATION
		NEIGHBORHOOD GREENWAY

**SEATTLE BICYCLE MASTER PLAN
ADOPTED NETWORK - SEATTLE CENTER**



SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

FREIGHT

There are several roadways near Seattle Center that have been designated freight routes linking the Ballard-Interbay Northend Manufacturing/Industrial Center (BINMIC) and Great Duwamish MIC with the regional highway system. The BINMIC is the region's smallest MIC at 932 acres. The Duwamish MIC is the largest of the designated Puget Sound region MICs. It covers 4,928 acres, containing nearly 84% of the total industrial-zoned land in Seattle.

The SDOT Freight Master Plan identifies several freight bottlenecks and safety locations the study area, as identified in **EXHIBIT 19**. The Freight Master Plan identifies a number of projects that could help solve freight access and safety issues. One project includes the Denny Way ITS project, which is part SDOT's Adaptive Signal Control system project. SDOT proposes to deploy ASC in the Seattle Center and South Lake Union areas to improve traffic flow and traffic operations on several key corridors. Phase 1 includes Mercer Valley and Roy Streets. Phase 2 includes ASC on 17 intersections on Denny Way.

DENNY WAY ITS PROJECT (DENNY WY: I-5 TO WESTERN AVE)

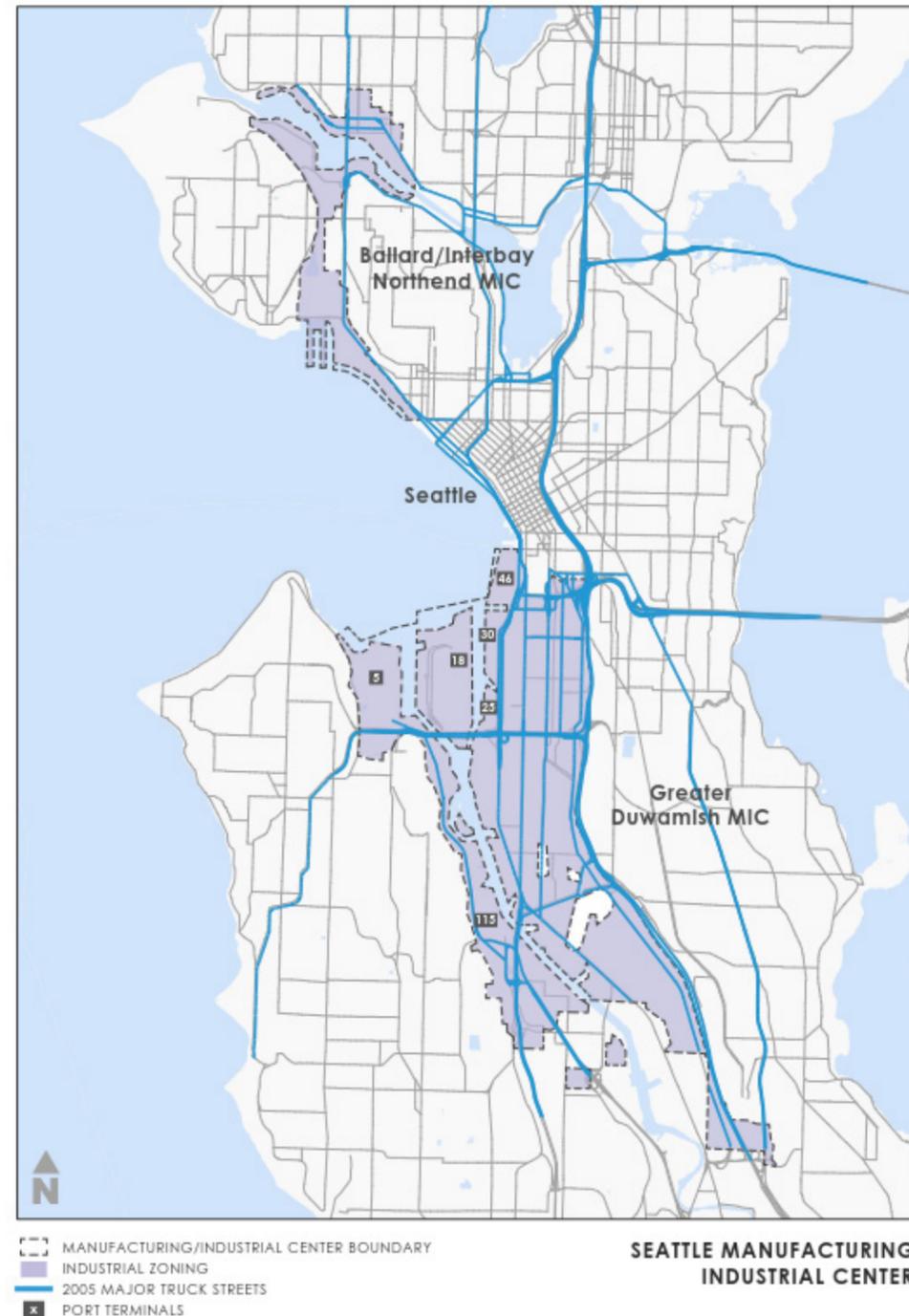
Update signal timing, vehicle detection, CCTV cameras, dynamic message signs, and fiber communications to improve traffic flow and provide enhanced traveler information along Denny Way from I-5 to Western Ave.

Freight mobility in the Seattle Center area is an area OVG will spend more time exploring in the coming months to determine if there are problems that we have not yet identified. Freight usage along the Mercer Corridor is outside peak event times.

WHAT IS A FREIGHT BOTTLENECK?

A freight bottleneck is a location where they experience a significant delay and can come to a complete halt.

EXHIBIT 19 - SEATTLE CENTER AREA FREIGHT FACILITIES



CONSTRUCTION MITIGATION

OVG will develop a construction management plan (CMP) to mitigate potential construction-related impacts and ensure safety for all travelers. The plan will be coordinated with the Seattle Department of Construction & Inspections' (DCI) noise abatement officer and SDOT. The plan would include, but is not limited to, the following elements.

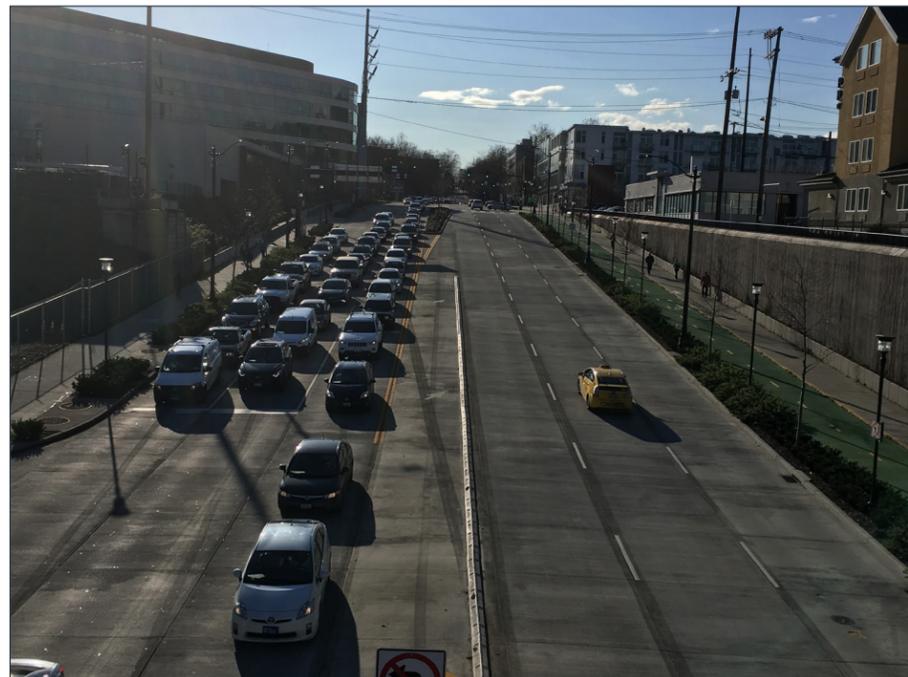
MODE OF ACCESS	CAPACITY (2020)
CONSTRUCTION COORDINATION OFFICE	This office will coordinate frequently with the Seattle Center, City of Seattle and Uptown neighborhood community to advise them on major phases of construction that may create constraints or disruption along roads and sidewalks in the immediate vicinity of the Arena.
OFF-SITE COORDINATION	Assign a Transportation Coordinator to regularly meet with City of Seattle staff to be informed of nearby construction projects that would potentially impact Arena construction.
HIGH LEVEL SCHEDULE WITH MILESTONES	Include a description of the expected phases of construction, including description of noise and traffic generators and anticipated construction hours for each phase
CONSTRUCTION HOURS & SENSITIVE RECEIVERS	Identify demolition and construction activities within permissible hours.
NOISE REQUIREMENTS	Include a requirement that all construction and demolition activities conform to the City of Seattle Noise Ordinance, except as approved through the variance process.
NOISE MANAGEMENT	List techniques and measures to minimize or prevent construction noise including technology, timing restrictions and modifications to construction processes.
CONSTRUCTION PARKING MANAGEMENT	Identify areas for construction worker parking. The general contractor would develop a construction worker parking program so public parking (both on and off-street) would not be adversely impacted by temporary influx of construction workers. This could involve shuttle service to remote parking or other means of providing parking for construction workers without impacting the parking around the Arena.
STREET AND SIDEWALK CLOSURES	The construction manager would be required to identify anticipated street closures, the timing for street closures, and detour routes and signing plan to guide drivers, bicyclists and pedestrians around these restrictions. This proposal would be reviewed and coordinated with SDOT, the Seattle Center and others through a Maintenance of Traffic task force.
PRIORITY TRUCK ROUTING AND LOADING	The CMP would develop demolition, earthwork excavating, concrete and other truck routing plans and submit those plans for approval through SDOT. Priority routes and loading areas would be specified as part of a coordinated Construction Traffic Control Plan. This plan would be reviewed by SDOT.

SUSTAINABLE TRANSPORTATION ACCESS AND MOBILITY

OVG HAS SOLUTIONS FOR MOBILITY AND PARKING AT NASC

EVENT CONDITIONS

1. Seattle Center has over 12 million visitors per year. NASC will increase capacity by 1,000 patrons from 17,000 to 18,000 patrons.
2. KeyArena currently hosts approximately 110 events, with 19 exceeding 10,000 attendees. OVG's NASC could host up to 200 events with 100 exceeding 10,000 attendees. The change in condition will be an increase in frequency, not size, of large events.
3. Auto as an arena access mode is anticipated to decrease from 82% to 69% by 2035 when a light rail station opens near NASC.
4. There is substantial excess capacity in transit, roadway and parking during peak periods in the direction of travel toward KeyArena.



MERCER STREET LOOKING WEST AT 5:21 PM ON MARCH 27, 2017

AUTO

1. There is 42% excess capacity on the in-bound roadways to the arena at peak (6:00 pm -7:00 pm) periods.
2. Seattle Center's centralized location is a significant benefit because it is served by 13 arterials which allow for traffic dispersal.
3. Adaptive Signal Control in the area will improve flow efficiencies by up to 10%.
4. The new Highway 99 Tunnel and the connection of John, Thomas and Harrison Streets will improve connections to Aurora as well as improve connections to NASC.
5. Shuttles from the South Lake Union neighborhood will reduce traffic near NASC.
6. Wayfinding apps will provide customers with the most efficient routes to NASC, balancing the traffic distribution.
7. OVG will provide designated drop-off and pick-up locations for Transportation Network Companies (TNCs), such as Lyft and Uber. OVG anticipates coordinating partnerships with Lyft, Uber, Car2Go, and Reach Now to provide incentives to event patrons to ride share.

TRANSIT

1. There will be 21 bus routes serving the area within one-half mile of NASC by 2019.
2. During estimated peak demand for bus transit (10:00 pm -11:00 pm on weeknights) there is capacity for 5,520 passengers.
3. The Monorail is a major, reliable, efficient and affordable transit solution that connects virtually the entire transit network to Seattle Center in 2 minutes. One can travel from Sea-Tac Airport to within a block of NASC without leaving cover.
4. A Light Rail station will be located within one block of NASC for well over half NASC's projected useful life.

PARKING

1. Existing available parking supply exceeds parking demand in the immediate area around the arena, the Uptown Urban Center, in all but 20-30 events per year. Congestion is reported in the area over 100 times per year, indicating that utilization/optimization is a much bigger issue than supply.
2. Parking demand at peak periods of a sold-out arena and activities at Seattle Center requires 8,600 parking spaces. OVG has identified more than 11,000 available spaces within a 15-minute walk radius of NASC, the same radius used to evaluate other stadium and arena projects in Seattle.
3. OVG will utilize technology such as a parking app that will be supplied to its customers that will identify location, available spaces, price and reservations, which will significantly increase utilization efficiency.
4. OVG plans to build an 850-space garage adjacent to NASC for parking as part of programmatic requirements of a world-class arena, which will also reduce the on-street parking pressure in the Uptown neighborhood during smaller events. The garage will also provide Seattle Center and Uptown Alliance with the flexibility to pursue its Seattle Center NE Quadrant Development at the Mercer Garage site.

NON-MOTORIZED

1. The arena is located in a community served by sidewalks, lighted streets and a simple street grid in every direction, making it highly favorable for walkability.
2. The Lake2Bay Corridor and the reconnection of the street grid near the North SR99 Tunnel Portal are two examples of the City of Seattle investing in a walkable Seattle Center.
3. Bike paths serve the area from all directions, and OVG will build and manage bike parking and valet.

N COLLABORATION WITH UPTOWN NEIGHBORHOOD

Identify how the proposer will work with the Uptown neighborhood business and community organizations. Elaborate on how the proposer will align with the Uptown Neighborhood's Urban Design Framework and work to address issues related to communication, traffic, parking, noise, security, and the impacts, both positive and negative, of the Arena's operations.



COLLABORATION WITH UPTOWN

INTRODUCTION

OVG will be a positive force in the community, utilizing the platform the we have to help those in need and make our community better. Specific to the Uptown Neighborhood, we have set forth our plan below. Also, OVG will be cognizant of our impacts on the surrounding neighborhoods of Belltown, Queen Anne and South Lake Union.

Community Benefits Agreement

OVG is prepared to enter into a Community Benefits Agreement with appropriate organizations to foster equity and social justice in a final agreement with terms to be mutually agreed upon.

Urban Design Framework

OVG's design and operations closely align with the Urban Design Framework detailed below.

HISTORY

OVG's design for NASC values the history of the original Seattle Coliseum. By retaining the roof line, thrust supports and 3 sides of the glass façade, we have retained the defining elements of the building. OVG went beyond retention to restoration and transformation. Our plan will restore the entry grade to its original design on the west and east sides of the Arena, just as Paul Thiry had intended the Arena to sit on the site.

Vitality

NASC will host approximately 200 events per year, which will drive diverse activity to the Uptown business district. NASC will be the center of the arts and culture district in Uptown through its promotion of a wide variety of events. The frequency and capacity of the events will provide that energy and vitality the neighborhood is seeking.

MULTI-MODAL TRANSPORTATION

While OVG cannot fund off-site transportation infrastructure, we can construct multi-modal connections within our site boundaries. We have designed an off street drop off zone at the corner of 1st Avenue North and John Street, for shared mobility services, such as taxis, TNC's and shuttles. This will limit congestion and increase safety during drop-offs and pick-ups.

We will install bike racks and bike valet systems at critical positions near NASC which will allow connection with bus, Monorail and other forms of public transportation. OVG will continue to lead the discussion for upgrading the Monorail's Westlake Station to provide a modern, efficient and more apparent connection from the urban core to Seattle Center.

OPEN SPACE

OVG's NASC is designed to continue to maximize the open space and streetscape on the west side. OVG will use materials consistent with the surrounding streetscapes to make the area appealing for day use and safe for nighttime activity. The east side has also been preserved in its existing footprint to allow for open space connection to Seattle Center. OVG has also met with the resident organizations to its north, to understand and work cooperatively with their designs and plans for the plaza to the north of the Site.

ARTS AND CULTURE

OVG has committed 1% of its hard cost construction budget to public art at the Site. We look forward to working collaboratively with the Arts and Culture District and the neighboring constituents to determine how to leverage this funding to bring the areas around NASC to life with arts and culture. OVG recognizes the importance of arts institutions like Pottery Northwest and we will encourage the City to find a continued presence for it in the Queen Anne community, when it is relocated from its existing location.

OVG also recognizes its esteemed neighbors such as the Pacific Northwest Ballet, Seattle Opera, Seattle Rep, and Cornish Playhouse (at the north end of the Seattle Center), Seattle Children's Theatre (to the SW of NASC), as well as the smaller performance groups scattered throughout (Seattle Shakespeare and others using Center Theatre), and Pacific Science Center's IMAX theaters. We welcome meaningful partnerships with all groups to not only provide them with added resources to promote their events, but to also work in coordination to mitigate traffic and parking issues while multiple events are occurring at the same time.

OVG understands that Uptown would like to maintain and grow its arts and cultural community in the neighborhood. OVG does not plan to develop any additional space off-site in the surrounding neighborhood that would displace current activity or change its character. We will focus on operating NASC to provide unique, positive and memorable experiences for our customers, fans and partners.

HOUSING AND/OR COMMUNITY

OVG will work with the City and within the Urban Design Framework to develop and jointly program the Northwest corner the South block of the site where Pottery Northwest is currently located both for OVG's and the City's benefit. There is a wide-ranging list of ideas we have heard in our outreach ranging from a community center to retention of Pottery Northwest space and a rooftop "pea patch" garden.

DESIGN FEATURES

OVG has designed NASC to provide the recommended transparency. From the retention of the existing glass façade to the new atrium made of glass, every effort has been made to make NASC less apparent and the existing roof structure the focal point. The new features also scale below the existing roof structure at the appropriate height with surrounding buildings and the neighborhood. We will work to enhance the view corridors to the waterfront and well as the Space Needle and other visual landmarks.



COLLABORATION WITH UPTOWN

RESTAURANTS, BARS, AND NEIGHBORHOOD BUSINESS PROMOTION

OVG would like to encourage programming of Republican Street for street activities during events, such as pop-up food services, similar to Occidental Avenue during events at CenturyLink and Safeco Fields. This will enhance the neighborhood activity for those that choose not to attend the events as well as for those patrons that do attend. OVG has met with local bar and restaurant owners to understand their interests and concerns.

We will work expeditiously to complete construction to minimize the damage to local businesses from the arena not operating. OVG will create a digital newsletter, which will be shared with local businesses informing them not only of upcoming events, but attendance projections and demographic assumptions to better enable them to anticipate business activity. OVG will also include on a run of schedule rotation and area on its website for promotion of local business.

OVG's new garage adjacent to NASC will also help local businesses. In many cases, during large events it will be booked with reserved parking so that excess auto trips into the neighborhood by autos looking for parking will be minimized. During smaller events, it should reduce the amount of on-street parking congestion.



SEATTLE CENTER

NASC is designed to enhance the vibrancy and of the Seattle Center as a regional asset. In building the garage at the Site, OVG is enabling Seattle Center the flexibility to more quickly utilize the Mercer Garage site for the NE Quadrant Development Plan. It also will allow the City greater flexibility with Seattle Public Schools and the fate of Memorial Coliseum. OVG has personally met with many of the stakeholders in the vicinity of Seattle Center to understand their concerns around arena activity. We understand NASC will impact their operations, and we will strive to ensure our positive impacts far outweigh any negative impacts.

Communications

OVG will appoint a Community Liaison from the onset of the project. He/she will be available to address all matters that arise during construction and operation of NASC. The Community Liaison will also help organize regularly-scheduled meetings with the neighborhood to discuss topics that arise.

Traffic and Parking

OVG recognizes that traffic congestion is a necessary byproduct of an arena. We have provided, in detail, our transportation and parking solutions in **SECTION M**. The Uptown Parking Study shows that even though available Uptown parking is adequate for all but 20-30 events per year, congestion still occurs at over 100 events a year. This data indicates there are inefficiencies in the parking system.

OVG has set forth optimization tactics to match demand and supply thereby reducing automobile activity in the Uptown area.

- OVG's new garage will reduce the pressure for on street parking during non-peak events.
- OVG's off street drop zones will also reduce congestion during event nights.
- OVG's Community Liaison also will assist in managing traffic and parking issues as they arise.
- As part of its Traffic Management Plan, OVG will also be providing personnel for traffic control, signage, and other mitigating measures.

OVG will provide designated parking for ride share vehicles and work to ensure guaranteed pick up and drop off at designated location(s) and OVG will provide a discount parking rate in select garages for vehicles carrying more than three passengers. If OVG controls existing Seattle Center garages, it will structure pricing to incentivize drivers to act in a way consistent with the desires of the stakeholders. OVG will provide protections for Seattle Center stake holders to ensure they have adequate parking for its events. For additional traffic and parking mitigation plans, refer to **SECTION M**.

OUR MISSION



WE WILL BE MINDFUL AND FOCUSED ON IMPROVING OUR IMPACT ON TRAFFIC AND PARKING IN THE NEIGHBORHOOD. OVG WILL ENGAGE WITH OUR NEIGHBORS IN UPTOWN AND SEATTLE CENTER TO MAINTAIN AND ADVANCE ITS GOAL TO BE AN IMPORTANT ARTS AND CULTURAL DISTRICT.

Noise

In our design, our exterior materials will provide enhanced sound dampening technology to reduce any ambient noise from events. OVG will issue an PSA during its events that encourages customers to be considerate of the surrounding neighborhoods on their way to and from the events.

Security

OVG takes the safety of its customers and the surrounding community very seriously. OVG's security advisory arm, Prevent Advisors, creates world-class public safety solutions for venues in this ever-changing world. They deliver optimized safety protocols, security outcomes and unrivaled guest experiences. Our security professionals will combine their knowledge from international experience at the highest levels with the local personnel and security practices adopted by the City of Seattle. Prevent Advisors will work closely with Seattle, King County and State of Washington security professionals to create and execute a tailored solution for NASC and the surrounding Seattle Center, Uptown and Queen Anne area.

Keeping Uptown Clean

OVG will provide a cleaning service for overnight clean-up after large events at our sole expense. The goal is to leave the Uptown neighborhood in as good or better condition that we found it before the event. We will always focus on being a positive force in the community.

0 COLLABORATION WITH SEATTLE CENTER

Identify how the proposer will work with Seattle Center and neighboring Seattle Center tenants. With respect to naming, sponsorship, promotion, and concessions plans, identify key terms and rights. Elaborate on the roles that the proposer would expect Seattle Center and its stakeholders to play and the methods the proposer would use in coordinating event scheduling, including event start and end times, events using both the Arena and Seattle Center facilities and the Seattle Center grounds or campus-wide Seattle Center festivals. Address how the proposer will cooperate with the Arena's immediate neighbors, KEXP, VERA, SIFF and Art Not Terminal. Address issues related to communications, decision making, security, marketing, branding, and other elements of the proposer's proposal.



COLLABORATION WITH SEATTLE CENTER

INTRODUCTION

OVG views Seattle Center's resident organizations as colleagues and partners. Through our extensive outreach efforts, we have learned we not only share many of the same values around diversity and inclusion, but we also share a common interest in making Seattle Center the center of Seattle. OVG intends to assimilate into the surrounding Seattle Center culture through our design, operations and actions.



Financial Support

OVG pledges to contribute over \$20,000,000 over 20 years, to assist the non-profit ventures, causes, and enterprises. We will focus our contributions on those causes and share our core values of making Seattle a better community. To the extent we can tighten that focus to entities that impact Seattle Center, we will do so. We also share in the idea that Seattle Center should be the arts, culture, and entertainment hub of Seattle. Consistent with that pledge, we have already committed over \$10,000,000 of those funds toward tackling teen homelessness through our partnership with YouthCare.

Naming

OVG will have the exclusive right to sell the naming rights to NASC and any other aspects of NASC on the site, to a third party reasonably approved by the City. To the extent possible, OVG will also have permanent naming rights presence on any existing and future marquees that promote Seattle Center. See further detail in **SECTION E**.

Promotion

OVG believes a healthy and vibrant Seattle Center is critical for NASC. OVG will cooperate with Seattle Center to cross promote all of the activities going on at Seattle Center, as set forth in **SECTION E**.

Sponsorship

OVG's aspiration is to consolidate all sponsorship sales of the for-profit enterprises of the Space Needle, Monorail, MoPop, and Chihuly Glass Studio. We will attempt to work with each of those enterprises to negotiate an arrangement for their rights and controlled inventory for Seattle Center and its properties. In doing so, we believe we can generate greater value for all of those entities by consolidating efforts. We are prepared to manage our sponsorship activity independently if we are unable to achieve our goal. OVG will not interfere in the City's efforts to sell or maintain sponsorships for Seattle Center.

Concessions

OVG plans to operate and manage its concessions for food and beverage and merchandise at NASC independent of Seattle Center. However, OVG will look first to Seattle Center resident organizations and neighborhood food and beverage vendors for possible vendor relationships within NASC. OVG will create a culinary experience unparalleled in Seattle sports venues in conjunction with Delaware North. We recognize the importance food plays in Seattle and how integral the wine and beer industries are to the fabric of Seattle. We will capture that through partnerships and relationships in the region. See **SECTION F** for further detail on our concessions plan.

Scheduling

OVG will host a scheduling committee that will meet on a regular basis to coordinate short and long term calendars with other Seattle Center event based entities. OVG will be required to give scheduling preference to its primary tenants such as the WNBA, NHL, and NBA regular season and post season games. OVG will also be scheduling large events a minimum of four months out in most cases. This will allow us to give notice to our resident organizations when our activities might be disruptive.

We will be constructing a garage that will benefit all of Seattle Center and will assist them in their needs for convenient, safe, and clean parking in close proximity for many of their activities. OVG will work with the theaters and surrounding colleagues to minimize the impacts the schedule has on them, by ensuring that information is shared in advance and technologies are introduced to enhance the experience. We hope to invigorate the campus throughout the day, particularly on the weekends and balance out the peaks and valleys of Seattle Center activities.

KEXP, SIFF, VERA and ART/NOT Terminal

OVG has met with these resident organizations and with SKG Architects, the KEXP architects and the project lead for future work on the plaza north of NASC. OVG's goal is to work in concert with SKG Work to integrate the space with the design and operation of the North end of NASC. OVG will include KEXP, SIFF, and VERA, among others, in a committee that will help determine how to spend the 1% arts budget to best serve the interests of Seattle Center.

OVG will designate one or more of its sound engineers that work at NASC to provide VERA with volunteer sound engineer training and teaching to its students. OVG will also determine if there is a way to integrate and program a public gathering space for use by SIFF and others during non-operating hours under its covered outdoor entry to NASC. OVG will focus its construction phase to the south of the Site and away from the daily activities of these enterprises. Our goal is to mitigate noise, traffic and disruption to their business as much as possible.

Communications and Decision Making

OVG's Community Liaison will also be available to address all matters that arise during construction and operation of NASC for Seattle Center resident organizations. The Community Liaison will also help organize regularly scheduled meetings with the resident organizations to discuss topics that arise. Where NASC matters arise that impact others beyond NASC, OVG will ensure an open dialogue where we listen and respond.

Security and Lighting

See **SECTION N**.

Pedestrian Friendly

OVG will determine if adding covered and lighted walkways near NASC is permissible by the City. Our goal is to make the connection from the Monorail and the north/south walkways to the east/west pathways and NASC. These projects will make the campus safer, and more pedestrian friendly in Seattle's inclement weather conditions. We will also fund directional signage for access to NASC.

Environmental Sustainability Initiatives

NASC will be seeking LEED certification for its buildings.



SUMMARY

1. OVG has provided a 660,000 square foot world-class arena that will attract music and entertainment at a level unseen in Seattle and unachievable by any other group, through our unbridled relationships with Live Nation, Ticketmaster, Feld Entertainment, the Messina Group and others. Also, OVG is ideally positioned to help Seattle attract both the NHL and NBA through its close relationships with both leagues and its ability to own or partner with a primary owner for an NHL franchise. OVG will deliver a venue designed and built by the most experienced group in the history of arena design and construction.
2. OVG has designed an arena that invigorates and updates the campus for the next generation of users, while honoring its historic character. We have created a transparent footprint that fits seamlessly into the surrounding neighborhood. We have set forth an operational plan for the building in coordination with our neighbors and colleagues to ensure we align with the Urban Design Framework of the Uptown Association.
3. OVG's plan from design through construction does not require the City to spend any financial resources to build NASC.
4. OVG's request for transformational investment of new revenue to NASC is an investment in the future of Seattle Center and a major public asset. This investment will pay far greater dividends to the City than renovating the arena as a secondary arena in the region. NASC gives Seattle a long-term solution and the City will own the asset at the end of the term.
5. OVG believes it has provided a thoroughly-researched and functional plan for mobility and parking both during and after construction. The misperception around the access to Seattle Center can be solved through public education. Communicating the best routes and how to access up-to-date information will also provide solutions. Our entrepreneurial spirit is apparent, from exploring shuttle systems from the South Lake Union campus, to developing digital information solutions to help eliminate needless congestion while searching for routes or parking. KeyArena's presence and Seattle Center's service of over 12 million people annually provides a tremendous advantage for us to learn from, to improve and refine access and parking. We are adding approximately 11% more footfall to Seattle Center. The transportation and parking resources are available if used more efficiently.
6. OVG has met with community leaders to better understand and design a construction and operations plan that is responsive to the City's Race and Social Justice Initiative. We share these values of diversity and inclusion. We are about and for the community and we deliver on our promises. OVG has already made a meaningful and sustained commitment to tackle youth homelessness in the community in partnering with YouthCare.
7. OVG's NASC design celebrates the proud heritage of its original Paul Thiry design for the Seattle World's Fair. Our restoration of the grade feature enhances that connection. We understand and share in the pride in Seattle Center and its important part of Seattle history. It is not just the heart of Seattle, but Seattle's heart itself. We believe NASC will be a major contributing enterprise to Seattle Center for decades to come.

