

**MINUTES OF THE MEETING**  
**of the**  
**MASSACHUSETTS CONVENTION CENTER AUTHORITY**

February 11, 2010

A meeting of the Massachusetts Convention Center Authority was held on February 11, 2010 in Room 204 at the Boston Convention & Exhibition Center, 415 Summer Street, Boston, Massachusetts 02210. Members in attendance were: Chair Gloria Larson, Dean Stratouly, Lisa Calise Signori, Scott Jordan (designee of the Secretary of Administration and Finance), Barbara Capuano, Darryl Settles, Peter Bassett, Robert Kenney, and Carol Fulp. Staff members in attendance were: James E. Rooney, Kenneth A. Sinkiewicz, Fred Peterson, Jack Haley, Steve Snyder, Shu Hsia, Mac Daniel, Justin Holmes, Mark Michaud, Johanna Storella, Michelle Ho, Milton Herbert, Maureen Baker, Todd Mattuchio, Joann Washington, Dennis Callahan, and William Smith.

I. ROLL CALL

Chairman Larson called the meeting to order at 9:05 a.m., and a quorum was established by a call of the roll.

Chairman Larson acknowledged Unite Here Local 26's president, Janice Loux and asked her if she would like to address the Board. Ms. Loux declined stating that she and her membership were maintaining a silent protest.

II. MINUTES

Upon a motion duly made and seconded, the minutes of the January 22, 2010 meeting were approved

III. EXECUTIVE DIRECTOR'S REPORT

Mr. Rooney stated that Senate President Therese Murray has proposed a bill that would empower the governor's economic development chief with enhanced oversight of several quasi-public agencies. Mr. Rooney reported that the Massachusetts Convention Center Authority is one of the public agencies that are referred to in the legislation. Mr. Rooney reported that he has not had an opportunity to fully analyze the bill but upon doing so would report any anticipated impact to the Board.

IV. REPORT OF THE ADMINISTRATION, FINANCE & PERSONNEL COMMITTEE

Ms. Signori reported that the AFP Committee has begun its review of the Authority's budget and that the Committee has established a schedule moving forward with a draft presentation to the full Board in May, and a final budget presentation for the Board in June.

V. REPORT OF THE DEVELOPMENT COMMITTEE

Mr. Stratouly stated that the Marquee and Video Wall Project at the Boston Convention & Exhibition Center is under design and that a budget presentation will be made at a future joint meeting of the Development Committee and the AFP Committee.

VI. OLD BUSINESS

There was no old business.

VII. NEW BUSINESS

James Rooney introduced a discussion of the vote concerning the selection of a Food and Beverage Operations Contractor, giving a brief overview of the history of the current food and beverage provider and the timeline for the current procurement process. Mr. Rooney specifically thanked Ken Sinkiewicz and the members of the Food and Beverage Selection Committee, as well as Board Members Capuano and Settles for the time and energy spent on a well organized and thorough process.

Mr. Rooney introduced Bill Smith to give the Board an in-depth review of the procurement process. Following, Mr. Smith's presentation, Mr. Smith introduced the following vote:

Board Vote-Concerning the Recommendation of the Food and Beverage Selection Committee for the Food And Beverage Operations Services Contract.

On July 30, 2009, the Massachusetts Convention Center Authority (the "Authority") issued a Food and Beverage Request for Qualifications (the "RFQ") for the Boston Convention & Exhibition Center and the John B. Hynes Veterans Memorial Convention Center. The term of the food and beverage agreement is for seven years with one additional three year option term exercisable at the Authority's sole discretion.

In compliance with the RFQ and the terms and conditions contained therein, seven (7) firms submitted Qualification Statements by the Authority's deadline of August 24, 2009. These firms where: ARAMARK/ Boston Culinary Group-joint venture; Centerplate; Sodexo; Ovations; Savor; Levy Restaurants and Delaware North Sports Services. The Authority's Food and Beverage Selection Committee (the "Committee") consisting of Ken Sinkiewicz, Maureen Baker, Johanna M. Storella, William Smith, Mark Schwab, Milt Herbert and Dennis Callahan reviewed the qualification statements of each firm and determined that all seven firms had met the minimum qualification statements stated in the RFQ.

On October 1, 2009, the Authority published its Request for Proposals (the "RFP") and each of the above referenced firms where notified that they had been pre-qualified to participate in the bid. A pre-bid conference, including a tour of the Boston Convention &

Exhibition Center (“BCEC”) and the John B. Hynes Veterans Memorial Convention Center (the “Hynes Center”) was conducted on October 14, 2009. Proposals were due on November 24, 2009. Five proposals were submitted to the Authority by the published deadline. The following firms submitted proposals: ARAMARK/JJ O’Donnell Catering-joint venture, Centerplate, Delaware North Sports Services, Ovations and Levy Restaurants.

Pursuant to the published procedures, the Committee reviewed each firm’s proposal and determined that all five firms had met the Selection Criteria outlined in Section 9.2 of the RFP and should appear before the Committee for oral interviews.

Pursuant to the RFP procedures, each firm was notified that interviews would be conducted on December 8, 9 and 10 at the BCEC. Each firm was allowed a fifty minute presentation followed by an in-depth ninety minute question and answer session conducted by the Committee. Following the interviews each firm was asked to submit to the Authority various material clarifying and amplifying points in the proposals. Additionally, firms were instructed to make available senior management candidates for staff interviews at several dates in mid-December and instructed that the Authority would schedule site visits in mid-January for those firms that would be determined to be in the Competitive Group as provided in the RFP.

During the period of December 15, 2009 through January 6, 2010, each firm had the following senior management candidates; General Manager, Assistant General Manager, Regional Director, and Executive Chef spend a day interviewing with Authority staff and members of the Committee at the BCEC.

Pursuant to the terms and conditions of the RFP, the Committee met to evaluate and discuss the merits of each firm’s proposal on the published criteria, including but not limited to: firm interviews, financials, comparable history, and firm’s proposed management candidates. Based on Section 10.1 of the RFP, the Committee determined that of the five firms, Centerplate, Levy Restaurants, and Ovations should be included in the “Competitive Group” and that ARAMARK and Delaware North should be notified and eliminated from consideration.

During the period of January 12-15, 2010, the following Committee members: Kenneth Sinkiewicz, Maureen Baker and Johanna Storella conducted convention center site visits on each of the firms identified “comparable facilities”. On January 12, 2010, the Committee members visited the Orange County Convention Center and Centerplate food service operations. On January 14, 2010, the Committee members visited the Georgia World Congress Center and Levy Restaurants food service operations, and on January 15, 2010, the Committee members visited Duke Energy Center and Ovations food services. The Committee members spent a full day at each convention center facility, conducting extensive interviews with the owner/operators staff, food and beverage personnel and site visits to front and back of house operations, including concession and catering operations.

Pursuant to Section 10.1.3 of the RFP, each firm in the Competitive Group was invited to attend a second round of interviews with the Committee, to present revised fee proposals

and to prepare a food and beverage presentation to Committee members and staff at the conclusion of the interviews.

The second round of interviews consisted of a detailed question and answer session involving a component of the following: each firm's proposed fixed management fee, profitability threshold, profit share percentages, review of profit and loss statements for the first three years of the contract, salary costs, transition plans, capital investments to enhance current food and beverage services including allocation of capital funds and priority of expenditures and operational questions related to catered events.

Following the second round of interviews, each firm was invited to present a food and beverage creative presentation. The focus on the presentations was regional New England and Boston Cuisine, with the emphasis on fresh local and sustainable products, as well as giving Committee members and staff an opportunity to observe and experience the firm's culinary creativity. It is noted that during this time period, extensive reference checks were conducted on each firm, by the Committee.

Following the second round of interviews and food and beverage presentations, members of the Committee caucused and held a discussion and completed its evaluation of each of the Competitive firms based on the published criteria. As published in the RFP, the food and beverage operations services contract will be awarded based on the Authority's determination of the most advantageous proposal from a responsible and responsive firm, taking into consideration the fixed management fee and the other evaluation criteria (attached hereto and incorporated herein).

The Committee reviewed and discussed the merits of each firm's proposal, the published evaluation criteria, firm interviews, proposed key personnel, including the General Manager and Executive Chef, site visits, references, etc. and the firm's food presentations.

Based on the Committee's deliberations and evaluations, the Committee makes the recommendation that Levy Restaurants be awarded the Massachusetts Convention Center Authority's Food and Beverage Operations Services contract and based on the following observations and evaluations of the Committee:

Levy Restaurants: The Committee viewed this firm, as the best-qualified, and accordingly it received overall the highest ranking of those firms in the Competitive Group. Levy Restaurants (hereinafter "Levy") was viewed as a very well balanced in-depth team, with the strongest and best experienced local proposed management team members and experienced and exceptionally innovative corporate management support. The Committee found the firm's financial proposal superior, which included a reasonable (and lowest) fee as well as the lowest profit percentage taken at the highest level. In addition the sample menus from Levy for convention customers were both reasonable, and at the low end of those proposed by other competitors. Levy had an established and lengthy business history, comparable facility and firm experience, operational expertise,

proposed a well thought out and organized work plan and transition plan. Additionally, the firm provided exceptional culinary creativity, with the use of local regional products and produce through local purveyors and over all excellence in its food presentations. The Committee took note of the team's prior similar experience and past performance on similar comparable projects and successful transition plans that it had performed to date. All references were uniformly positive.

The recommendation of the Selection Committee was reviewed by the Administration, Finance and Personnel Committee, supplemented by other Board members who had assisted in formulation of policy surrounding the procurement, and who had participated in some of the selection related components. After a presentation and deliberation the Committee voted to adopt the recommendation of the Selection Committee to select Levy.

A form of vote was presented to the Board which, in addition to the authority given to Mr. Rooney to negotiate and execute a contract with Levy, contained certain provisions relating to requiring the Food and Beverage provider to assume certain provisions of the collective bargaining agreement between Aramark and Unite Here-Local 26, as well as an unexecuted Memorandum of Agreement referred to in a side letter to the collective bargaining agreement relating to the incorporation of a cost neutral gratuity plan into the collective bargaining agreement. Mr. Stratouly inquired as to the rationale for the inclusion of the latter document, and urged that it not be included because there was no way of insuring that it was cost neutral. After discussions among Mr. Rooney and other Board members, Mr. Bassett offered an amendment to the vote as reflected below that provided that "Levy and Local 26 verify and agree, as confirmed by an independent third party commissioned by the Authority that said memorandum was cost neutral". Upon a motion duly made and seconded the Board voted as follows:

**VOTED: The Massachusetts Convention Center Authority hereby authorizes the executive director to negotiate and execute a Food and Beverage Agreement with Levy Restaurants, on substantially the same terms and conditions as set forth in the Authority's Request for Proposals dated October 1, 2009, provided that a term of that contract shall require Levy to agree to assume, as of the effective date of such contract, the provisions of: (1) that certain Collective Bargaining Agreement by and between Aramark Sports LLC and Unite Here, Local 26, which, by its terms was made effective the first day of June, 2007 and expiring May 31, 2013, and the workforce covered thereunder, as amended by the Memorandum of Agreement dated March 12, 2009 and (2) the unexecuted Memorandum of Agreement dated December 10, 2009 provided that Levy and Local 26 verify and agree, as confirmed by analysis performed by an independent third party commissioned by the Authority, that said memorandum is**

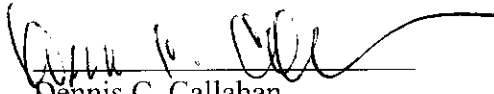
cost neutral as described in said collective bargaining agreement. Such verification shall be completed no later than the effective date of the contract between the Authority and Levy.

(Board Member Stratouly abstained)

VIII. ADJORNMENT

Upon a motion duly made and seconded, the Board voted unanimously to adjourn at 9:25 am.

ATTEST:



Dennis C. Callahan  
Associate General Counsel