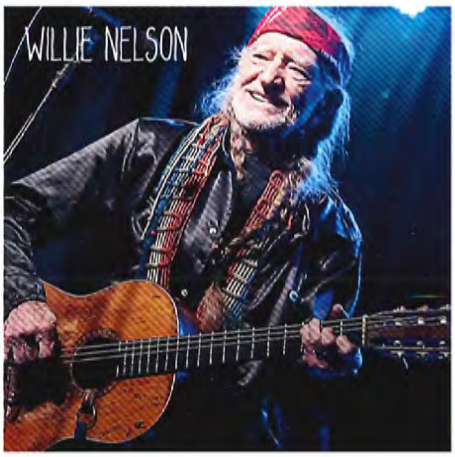
THE BANKS

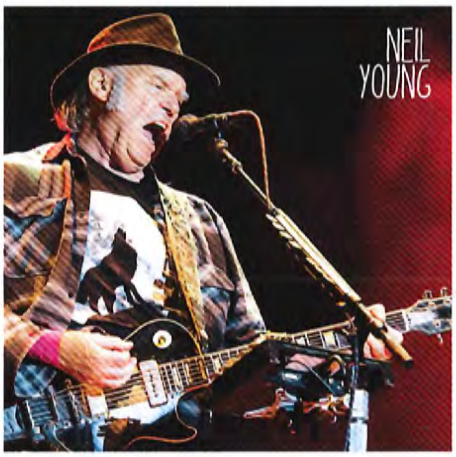
Request For Proposals Entertainment Venue and Event Center at The Banks

LIVE NATION

ARKgroup

DREAM LINEUP AT THE BANKS EVENT CENTER





March 14, 2018

Ms. Melissa E. Wideman
312 Elm Street, Suite 2600
Cincinnati, Ohio 45202
RE: Proposal for the Entertainment Venue and Event Center at the BANKS

Dear Ms. Wideman:

We are pleased to submit this proposal to the Joint Banks Steering Committee for an indoor/outdoor event venue as part of the Banks Project. Live Nation and the ARK Group have an experienced team with unmatched capabilities in developing, operating, and managing event centers and music venues. We believe we are the team the Joint Banks Steering Committee is looking for to create a world class entertainment venue that fans from the City of Cincinnati, Hamilton County, as well as all of Ohio and Kentucky will enjoy for decades to come.

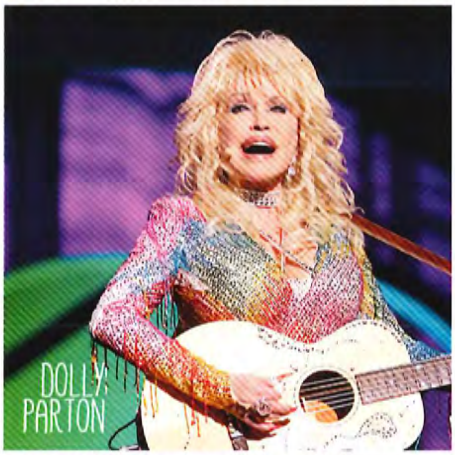
This submission is the result of a partnership between Live Nation and the ARK Group, which leverages many years of development and operational expertise, both independently, as well as working collaboratively, to develop world class entertainment venues. Our development team will be comprised of (1) Live Nation, the largest live entertainment company in the world and (2) ARK Group, which has national experience in the entertainment industry including developing large and small entertainment venues. Live Nation and the ARK Group have a proven track record of combining our talents and successfully developing properties like AvidXchange Music Factory in Charlotte, NC and the Toyota Music Factory in Irving, TX.

We are committed to working closely with the County, City, and shareholders to create a sustainable new entertainment, lifestyle development that will attract year-round attendees and visitors while complementing and enhancing the BANKS. We believe the BANKS is an iconic destination in Cincinnati, drawing visitors from across the region and the World, that will be enhanced by the BANKS Event Center. If chosen as the developer and operator, we would be excited to be a part of the fabric of the Cincinnati culture, working closely with established fan favorites like the Reds, Bengals, and Cyclones. We are committed to working closely with the County, City, and shareholders to create a sustainable new entertainment, lifestyle development that will attract year-round attendees and visitors while complementing and enhancing the BANKS. We believe the BANKS is an iconic destination in Cincinnati, drawing visitors from across the region and the World

Live Nation and its predecessor companies, which include Belkin Productions, Sunshine Promotions, Nederlander Concerts, SFX Entertainment and Clear Channel Entertainment, have been the preeminent promoters of live events in the greater Cincinnati area and the State of Ohio, dating back to the 1960's. In 2017 Live Nation promoted and/or produced Two Hundred and Twenty-Five events in the greater Cincinnati area with a total attendance of approximately Six Hundred and Ten Thousand fans, at nine different venues. In addition, in 2017, Live Nation promoted and produced over Six Hundred and Fifty events in the State of Ohio, with a total attendance of over Two Million people, at Thirty-Five different venues. Live Nation is the World's largest producer of live music concerts, entertaining globally Eighty-Six Million fans over Twenty-Nine Thousand, Five Hundred concerts, with Four Thousand artists, spanned over Forty countries.

Live Nation and the ARK Group believe that a flexible indoor/outdoor space with a maximum capacity of Six Thousand fans will be the perfect complement to the existing venues in the greater Cincinnati area. Presently there is not a great, mid-sized, flexible venue in the Fifteen Hundred to Six Thousand capacity range in the Cincinnati market for events. Live Nation and the ARK Group are excited about the opportunity to build a state-of-the-art, multi-use, indoor/outdoor facility

DREAM LINEUP AT THE BANKS EVENT CENTER



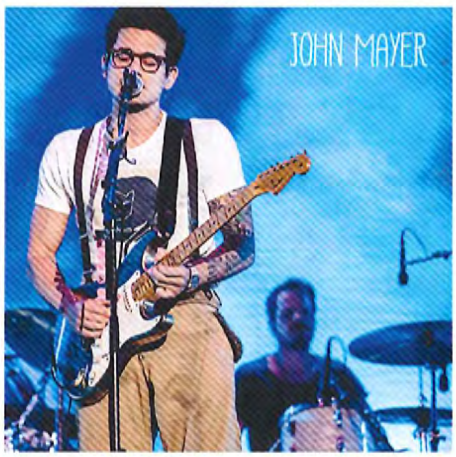
that will play host to concerts, business gatherings, special events, and community activities. With a flexible floor, seated upper pavilion, and lawn area, the venue will have the capability of flexing to multiple sizes, making the BANKS Event Center an attractive venue to artists, businesses, and fans alike. Built on top of a garage in lot twenty-four, the outdoor venue will have incredible views of the Ohio River, Smale Riverfront Park, the Roebling Suspension Bridge, as well as the downtown Cincinnati skyline. Live Nation and the ARK Group believe that a flexible indoor/outdoor space with a maximum capacity of Six Thousand fans will be the perfect complement to the existing venues in the greater Cincinnati area. Presently there is not a great, mid-sized, flexible venue in the Fifteen Hundred to Six Thousand capacity range in the Cincinnati market for events.

The ARK Group's extensive experience in the real estate and entertainment industry includes the construction and management of multi-themed entertainment complexes, live music venues, restaurants and nightclubs, the production of music festivals, arena concerts, and TV specials for HBO and Cinemax. The four primary divisions of the ARK Group family of companies are: mixed-use residential and entertainment real estate, concerts and special events, nightclubs and restaurants, and advertising and public relations.

ARK Group developed a mixed-use arts and entertainment district called NC Music Factory (recently renamed AvidXchange Music Factory), which is located on Thirty acres in Charlotte, North Carolina. The AvidXchange Music Factory includes the Charlotte Metro Credit Union Five Thousand capacity amphitheater, The Fillmore, a Two Thousand seat live music venue, and the Underground, an Eight Hundred and Fifty seat live music club, all operated by Live Nation, as well as offices, restaurants, nightclubs, live music venues, and a comedy club. ARK Group successfully developed Starlight Park, a Twenty-Three acre center anchored by a fourteen-plex stadium seating movie theater located in Charlotte, North Carolina adjacent to a Nineteen Thousand seat outdoor amphitheater and near the Charlotte Motor Speedway. ARK Group also developed Michael Waltrip Racing, a One Hundred and Fifty Thousand square foot Nascar themed interactive stock car experience in Cornelius, NC. Michael Waltrip Racing is home to three Nascar Nextel Cup series teams sponsored by Toyota and surrounded by a multi-media fan experience open to the public. ARK Group developed a mixed-use arts and entertainment district called NC Music Factory (recently renamed AvidXchange Music Factory), which is located on Thirty acres in Charlotte, North Carolina. The AvidXchange Music Factory includes the Charlotte Metro Credit Union Five Thousand capacity amphitheater, The Fillmore, a Two Thousand seat live music venue, and the Underground, an Eight Hundred and Fifty seat live music club, all operated by Live Nation, as well as offices, restaurants, nightclubs, live music venues, and a comedy club. ARK Group developed a mixed-use arts and entertainment district called NC Music Factory (recently renamed AvidXchange Music Factory), which is located on Thirty acres in Charlotte, North Carolina. The AvidXchange Music Factory includes the Charlotte Metro Credit Union Five Thousand capacity amphitheater, The Fillmore, a Two Thousand seat live music venue, and the Underground, an Eight Hundred and Fifty seat live music club, all operated by Live Nation, as well as offices, restaurants, nightclubs, live music venues, and a comedy club. ARK Group developed a mixed-use arts and entertainment district called NC Music Factory (recently renamed AvidXchange Music Factory), which is located on Thirty acres in Charlotte, North Carolina. The AvidXchange Music Factory includes the Charlotte Metro Credit Union Five Thousand capacity amphitheater, The Fillmore, a Two Thousand seat live music venue, and the Underground, an Eight Hundred and Fifty seat live music club, all operated by Live Nation, as well as offices, restaurants, nightclubs, live music venues, and a comedy club.

The ARK Group completed the Toyota Music Factory in Irving, Texas in partnership with Live Nation in 2017 which has an appraised value of Three Hundred and Thirty million. This is a public/private partnership with the City of Irving with a goal to create an entertainment focused mixed-use development that promotes Irving's goal of a "Work, Live, Play" lifestyle. This site is also adjacent to the new Irving Convention Center, new hotels, and existing apartments. The Toyota Music Factory includes an Eight Thousand capacity indoor/outdoor concert venue operated by Live Nation, Twenty-Five restaurants and bars, a multi-screen movie theater, Fifty Thousand square foot central outdoor special event plaza, and One Hundred Thousand square feet of office space. The development is currently Ninety-Five percent leased with many outstanding food beverage operators including the largest restaurateur in the world, Darden.

DREAM LINEUP AT THE BANKS EVENT CENTER



Live Nation's local team efforts will be led by Michael Belkin and ARK Group's local efforts will be led by Noah Lazes. Both teams are committed to using a Cincinnati based, diverse work force, during both the construction of the project as well as the day to day operations of the BANKS Event Center. Core to our development team's strategy is partnering with municipalities to utilize our global platform, coupled with the expertise of each City and County, to build the best possible venue to suit each market's unique needs. We believe this venue will enable us to partner on numerous civic events including pre-event parties before Reds, Cyclones, and Bengals games, Oktoberfest, marathons, parades, and numerous other Cincinnati riverfront events. Live Nation's affiliate Company AC Entertainment is excited to be partnering with MusicNOW to present Homecoming Music Festival to be held at Smale Park over two days from April 28 through April 29. Our goal with this festival is to create a truly unique and local entertainment experience for over twenty thousand fans which will include city-wide exhibitions and performances.

Live Nation will create a fresh look for the programming of the BANKS Event Center while building a comprehensive, unique, inclusive, carefully selected schedule. We will deliver an iconic, diverse mix of content of headlining talent. The BANKS Event Center's flexible, indoor/outdoor capabilities and various capacities, coupled with an ideal Cincinnati location for the vast pool of talent that we work with on an annual basis, will make this venue a must-stop tour destination. We are confident our programming vision and emphasis on community inclusion will bring the BANKS Event Center to incredible heights, making it a highly desirable addition to the list of must visit national entertainment venues.

Diversified and memorable programming are the heart and soul of any successful venue. Live Nation has built a talent buying network that is unparalleled in our ability to book, produce and promote events. We possess the operational ability, knowledge and overall expertise, in Cincinnati, to deliver a diverse season of compelling and memorable concerts as well as drive meaningful local content and special events with the incredible Cincinnati business community.

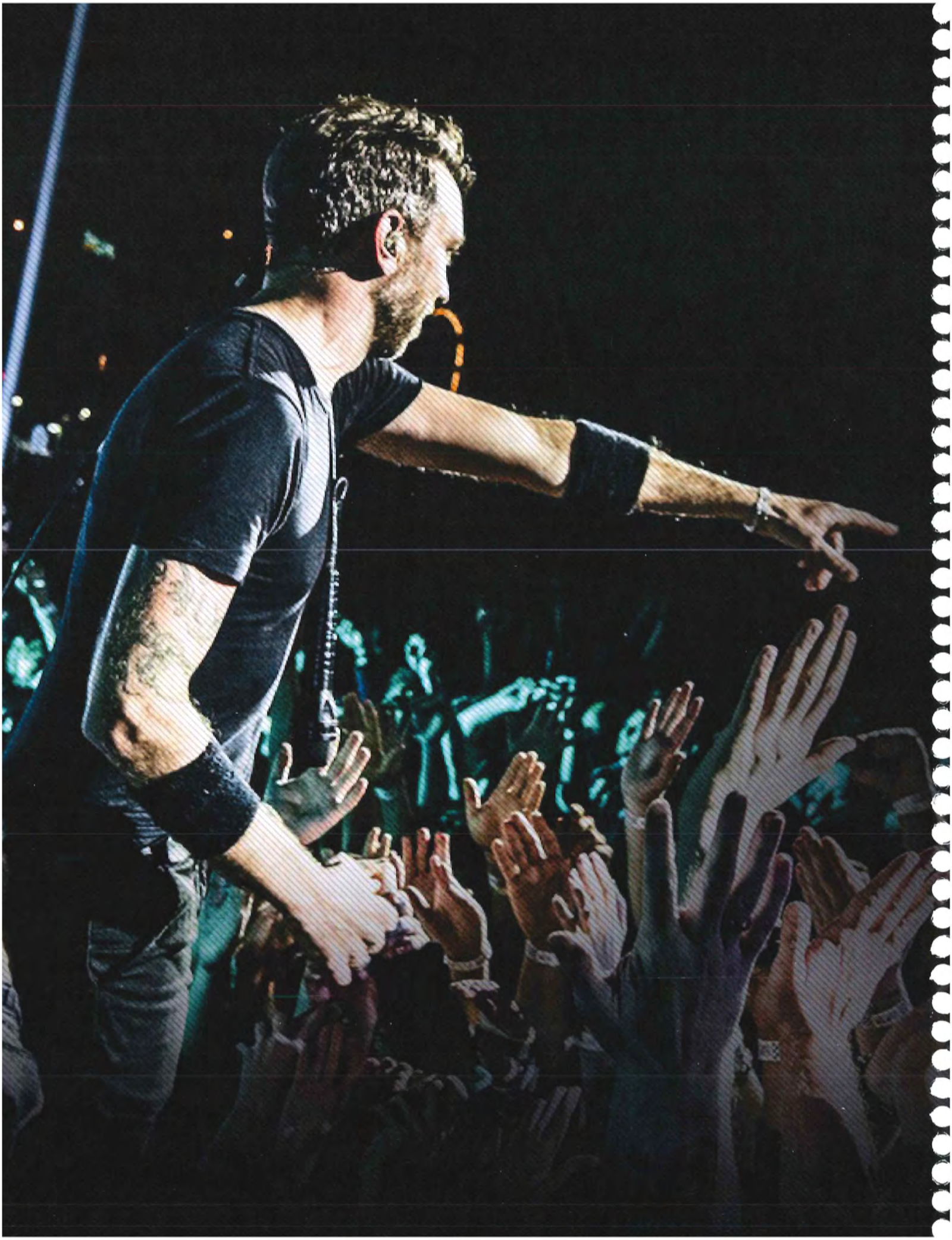
The ARK Group and Live Nation are excited for the opportunity to build upon and incorporate the exciting, diverse, vibrant Cincinnati downtown lifestyle into our venue design. We will look to add local breweries like Rhinegeist and Mad Tree into our beverage plan and hope to highlight local distilleries like New Riff as well. Our venue will not be a success without building upon the incredible food culture in Cincinnati, so we hope to work with companies like "Taste of Belgium", "Eli's BBQ", and "Holtman Donuts" while also incorporating high end chefs like Michael Mina or Jean Robert into our culinary selection. The ARK Group and Live Nation The ARK Group and Live Nation

The history of Cincinnati, coupled with Live Nation's industry leading entertainment resources, ensure the programming and operations of this venue will evolve properly for decades to come. Throughout the pages of this summary, we have included some of the artists we believe will play the BANKS Event Center in the near future! We are incredibly excited about the potential to create the BANKS Event Center, on the historic Cincinnati waterfront, with you, our partners. The history of Cincinnati, coupled with Live Nation's industry leading entertainment resources, ensure the programming and operations of this venue will evolve properly for decades to come. Throughout the pages of this summary, we have included some of the artists we believe will play the BANKS Event Center in the near future! We are incredibly excited about the potential to create the BANKS Event Center, on the historic Cincinnati waterfront, with you, our partners.

Thank you for your consideration,

Noah Lazes, ARK Group

Michael Belkin, Live Nation



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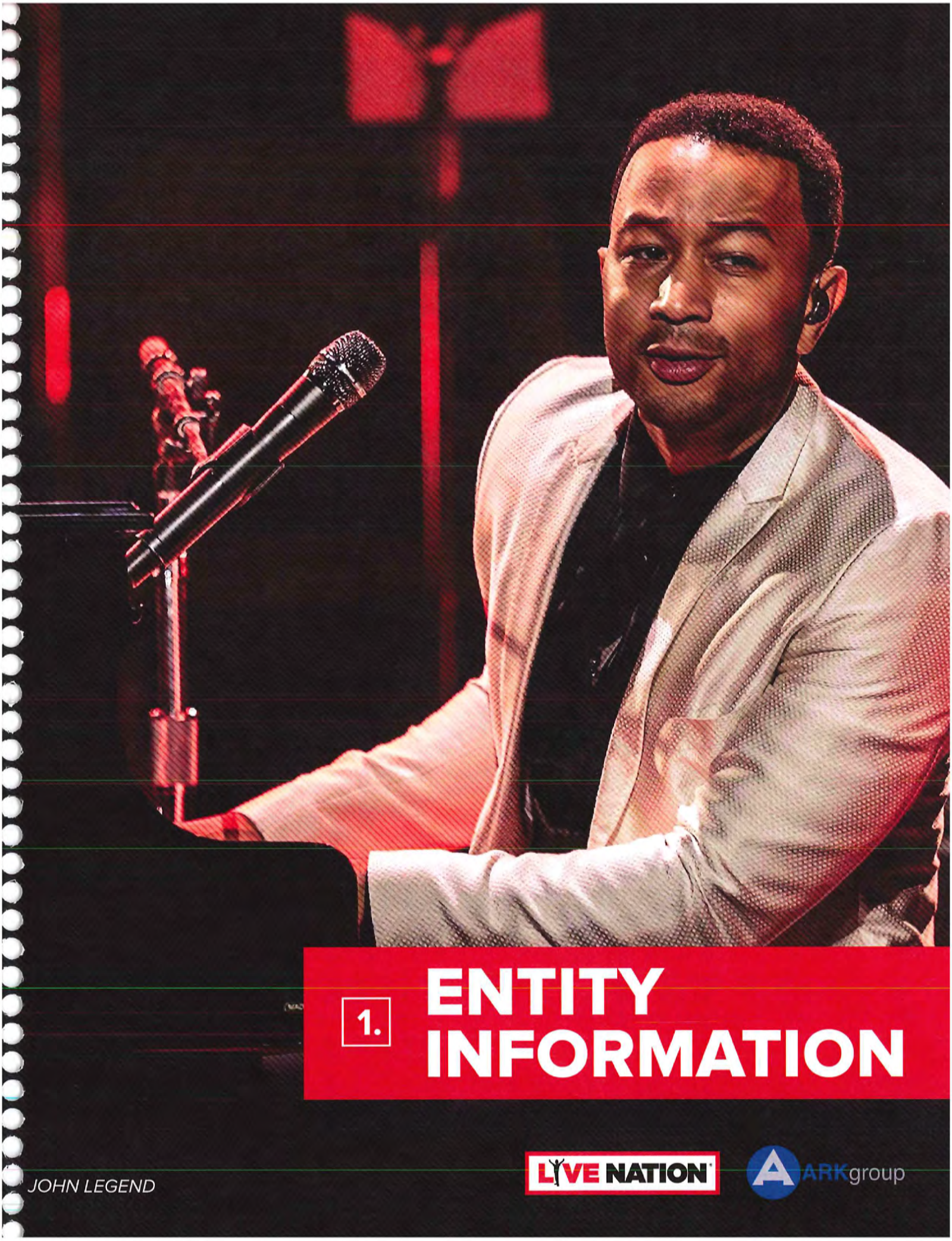
LIVE NATION



1. ENTITY INFORMATION

JOHN LEGEND

LIVE NATION

ARKgroup

4.2 - MEMBERS OF DEVELOPMENT TEAM

The Development team will be comprised of (1) Live Nation, the largest live entertainment production company in the world which will partner with (2) ARK Group, which has national experience in the entertainment industry including large and small entertainment venues. Both companies have a proven track record of working together on the AvidXchange Music Factory and the Toyota Music Factory.

1. LIVE NATION ENTERTAINMENT ("LNE")

Live Nation is the largest live entertainment company in the world, connecting more than Five Hundred and Eighty million fans at over Twenty-Nine Thousand, Five Hundred events in Forty countries. Live Nation has one of the largest global networks of live entertainment venues in the world, in which it owns,operates, or have booking rights to two hundred and twenty-two venues globally, including over sixty amphitheaters in North America. Live Nation has a strong presence in Cincinnati with a booking agreement with PNC Pavilion and Riverbend Music Center. Live Nation leases and operates Bogart's Music Venue near the University of Cincinnati. At Bogart's, we have six full-time employees and forty part-time employees, who collectively produce and present approximately one hundred and fifty concerts annually. Live Nation's mission is to maximize the live concert experience. Our core business is producing, marketing and selling live concerts for artists via our global concert pipe line.. Live Nation has transformed the concert business by expanding its concert platform into ticketing and building the industry's first artist-to-fan vertically integrated concert platform. Headquartered in Los Angeles, California, Live Nation is listed on the New York Stock Exchange, trading under the symbol LYV.

The Live Nation team of industry professionals, including Michael Belkin, Rick Franks, Tom Mendenhall, Karl Adams, John Ahrens, Gary Ehrlich, and Matt Prieshoff who combined have over Two Hundred years of music and venue experience, will project manage, with ARK Group, both the construction of the venue as well as the day to day management of the BANKS Event Center calendar, in coordination with a full-time staff that is listed in our business plan.

2. ARK GROUP ("ARK")

The ARK Group has Thirty years of experience owning and operating over Forty food/beverage and entertainment venues. They have a successful relationship with Live Nation that has extended for over Twenty years. Currently, they own the NC Music Factory (recently changed its name to AvidXchange Music Factory with addition of title sponsorship) in Charlotte, NC, which is an adaptive use project that includes bars, entertainment venues, restaurants, Three live music venues all operated by Live Nation (Five Thousand capacity-Charlotte Metro Credit Union Amphitheater, Two Thousand-capacity Fillmore, Eight Hundred-capacity Underground) comedy club, office space, and parking deck with a value that exceeds One Hundred and Fifty million. Please refer to www.avidxchangemusicfactory.com for more info.

The ARK Group completed in 2017 the Toyota Music Factory in Irving, Texas which has an appraised value of Three Hundred and Thirty million. This is a public/private partnership with the City of Irving with a goal to create an entertainment focused mixed use development that promotes Irving's goal of a "Work, Live, Play" lifestyle. This site is also adjacent to the new Irving Convention Center, new hotels, and existing apartments. The Toyota Music Factory has an 8,000 capacity indoor/outdoor amphitheater operated by Live Nation, Twenty-Five restaurants and bars, a multi-screen movie theater, bowling alley, Fifty Thousand square feet central outdoor special event plaza, and One Hundred Thousand square feet of office space. The development is currently Ninety-Five Percent leased with many outstanding food beverage operators including the largest restaurateur in the world, Darden. Please refer to www.toyotamusicfactory.com for more info.

LIVE NATION ENTERTAINMENT TEAM MEMBERS

Rick Franks
President - Midwest and North American Touring

Michael Belkin
Senior Talent Buyer - Ohio
Principal point of contact:
(216) 912-4879 / michaelbelkin@livenation.com

Tom Mendenhall
Vice President - Midwest

Jordan Zachary
Chief Strategy Officer

Gary Ehrlich
Executive Vice President - Physical Plants

John Ahrens
Senior Vice President-Facilities

Tom See
President-North America-Venues

Karl Adams
Chief Operating Officer - Live Nation Venues - East

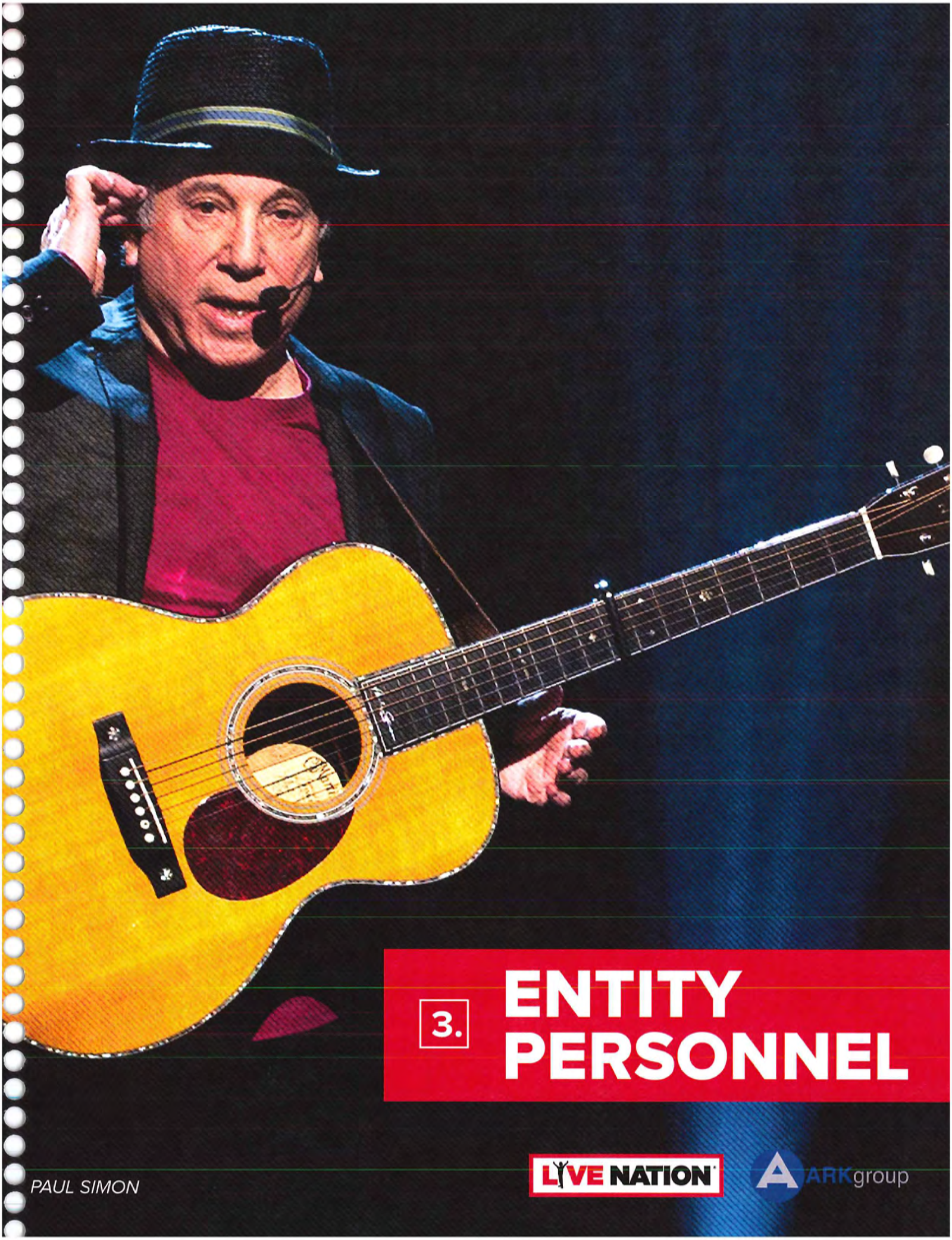
Matt Prieshoff
Chief Strategy Officer-North American Venues

ARK GROUP TEAM MEMBERS

Noah Lazes, COO, ARK Group
Principal point of contact:
(704) 987-0612 / noah@arkgroupus.com

Rick Lazes, CEO, ARK Group

Doug Hardaway, AIA, Director of Design and Construction, ARK Group



3. ENTITY PERSONNEL

PAUL SIMON

LIVE NATION

ARKgroup

4.3 - DEVELOPER RESUMES AND RELEVANT PROJECTS

ARK GROUP

Noah Lazes

Noah Lazes (son) is the co-founder, President, and C.O.O. of the ARK Group and its family of companies. Noah Lazes has received national recognition for his co-design and development of the "World Mardi Gras," a multi-venue entertainment complex featuring five restaurants and nightclubs in one location. He was given a key to the city of Miami Beach for his contribution to Miami Beach entertainment and nightlife. He is also highly respected for his work as the producer of some of the largest arts and music festivals in the U.S., including RocktoberFest, Carolina Music Fest, Indy Summer Stages, Center City Fest, and City Fest Live. Noah has won countless awards for entertainment and nightlife including Charlotte Center City Partners most prestigious award, the 2011 Vision Award. Noah is a graduate of the University of North Carolina at Charlotte and is listed in Fortune Magazine as one of their most distinguished alumni.

Richard Lazes

Rick Lazes (father) is the co-founder and CEO of the ARK Group. Rick has produced television specials for HBO and Cinemax as well as scores of live concerts in over 30 states for artists as diverse as Bob Dylan, Ray Charles, Tina Turner, Black Crowes, Hootie and the Blowfish, Bonnie Raitt, Jimmy Buffett, Widespread Panic, Gregg

Allman Brothers, Wayne Newton, Tony Bennett, Herbie Hancock, Dizzy Gillespie, James Brown, Dolly Parton, and Willie Nelson. Rick has also produced touring Broadway shows including "A Chorus Line," "Showboat," "The Elephant Man," and "How to Succeed in Business." He has also produced award winning TV specials starring Ray Charles, Jerry Lee Lewis, Fats Domino, Sarah Vaughan, Dizzy Gillespie, Bonnie Raitt, Dennis Quaid, and Jimmy Buffett. In addition to Rick's career as an entertainment promoter and real estate developer, Rick co-founded Superior Energy Services, Inc., which is publicly traded on the New York stock exchange. Rick and his partner developed this company from a start-up into a successful publicly traded company with a market capitalization of over one billion dollars and more than 3,500 employees. Rick is a graduate of the University of Pennsylvania.

Douglas Hardaway, AIA

Doug Hardaway is the Director of Design and Construction for the ARK Group and is a NC licensed architect with over 38 years of experience in various project types including entertainment, restaurants, office, university and college projects, education K-12, data centers, and multi-family. While in private practice, Doug's firm had a strong track record of designing projects on budget, meeting schedules, and received over 20 prestigious design awards for various projects. Beginning in 2002 Doug's firm designed most of the projects at the NC Music Factory including the amphitheater and Fillmore, and later joined the ARK Group in 2013 to primarily manage the design and construction of the Toyota Music Factory. Doug is a graduate of the University of North Carolina at Charlotte.

WORLD'S LARGEST AND MOST COMPLETE LIVE ENTERTAINMENT COMPANY

TOP FIVE E-COMMERCE PLATFORM

LIVE NATION

Live Nation Entertainment (LNE) is the largest live entertainment company in the world, connecting more than Five Hundred and Eighty million fans across all platforms in approximately Forty countries in 2017. LNE is also the largest producer of live music concerts in the world, based on total fans that attend Live Nation events as compared to events of other promoters, connecting nearly Eighty-Six million fans to Twenty-Nine Thousand, Five Hundred events for over Four Thousand artists in 2017. LNE's global network is the world's largest music marketing network for corporate brands and includes one of the top 5 e-commerce websites. LNE's primary business activities include producing concerts, operating entertainment venues, providing an industry- leading ticketing platform, managing over Five Hundred artists and employ a sales force of over Four Hundred people that worked with approximately Nine-Hundred sponsors during 2017, through a combination of strategic partnerships, local venue-related deals and national agreements, both in North America and internationally. LNE's global network is the world's largest music marketing network for corporate brands and includes one of the top 5 e-commerce websites. LNE's primary business activities include producing concerts, operating LNE owns, operates and/or

LEADING ARTIST MANAGEMENT SERVICES

LEADING LIVE ENTERTAINMENT TICKETING SALES AND MARKETING

books Two Hundred and Twenty-Two entertainment venues across the world, with over Sixty amphitheaters and over One Hundred and Ten theaters and clubs, including such legendary properties as House of Blues, The Fillmore and The Hollywood Palladium. This extensive network of venues and experiences ensures that LNE's venues are always at the cutting edge of industry trends and are leaders in developing and setting industry standards and best practices in the areas of event management, production, financial management, ticketing, sales, VIP experiences, marketing, maintenance and capital management. LNE's combination of international, national, regional and local booking strategies, including tour acquisition, attracts the talent to ensure that ample events fill LNE venues. LNE brings all of those resources to benefit its venues and provide diverse programming to a broad demographic base.

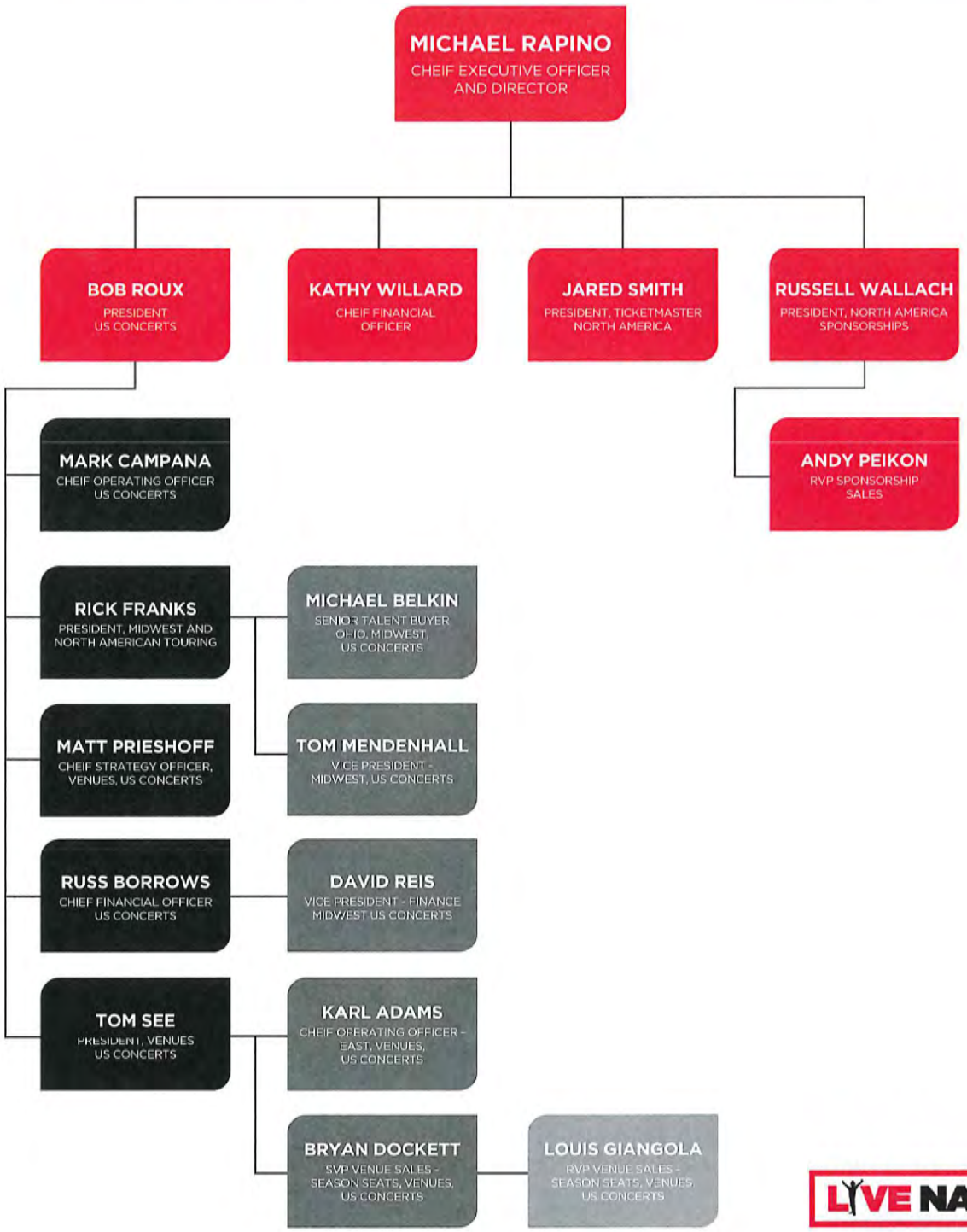

BEYONCÉ


LUKE BRYAN


GUNS N' ROSES


U2

LIVE NATION EXECUTIVES RESPONSIBLE FOR THE OPERATIONS OF THE BANKS VENUE



Rick Franks - President - Midwest and North American Touring of Live Nation Entertainment
Rick has approximately Forty years of experience in promoting and producing concerts. Rick's career started with Brass Ring Productions and included stints with Cellar Door Productions, SFX Entertainment, Clear Channel Entertainment and Live Nation. Rick oversees Live Nation's activities in a four-state region that includes Ohio, Kentucky, Michigan and Indiana. Rick also is President of Live Nation Touring which oversees tours that Live Nation produces on a national basis.

Michael Belkin - Senior Talent Buyer – Midwest - Live Nation Entertainment
Michael's career in the music industry has spanned nearly four decades. His career started at Belkin Productions working with his father and uncle starting at age 22 after graduating from Ohio State University in 1982. During his career Michael has promoted more than 10,000 concerts ranging from rock to country to rap, spanning venues from clubs to amphitheaters to arenas to stadiums. Michael has lived in Ohio his entire life and the vast majority of the concerts he has presented have been in Ohio, including years of experience in the Cincinnati market.

Tom Mendenhall - Vice President – Midwest - Live Nation Entertainment
Tom has approximately thirty years of experience in the Music business. Tom's career began with Sunshine Promotions in 1989 and he has held various management positions with Sunshine Promotions, SFX Entertainment, Clear Channel Entertainment and Live Nation throughout the Midwest.

4.4 - DEVELOPMENT & OPERATIONS EXPERIENCE AND PHILOSOPHY

Live Nation Entertainment recognizes the importance and popularity of venues in the Cincinnati marketplace. We value the importance of live events to local developments and are passionate about the communities in which we work. We take great pride in creating and operating venues that become cornerstones of successful developments.

Live Nation Entertainment is the largest producer of live music concerts in the world. Our core business is producing, marketing and selling live concerts for artists via our global distribution concert pipeline. Live Nation Entertainment offers the benefits of having global scale complemented by locally managed offices, including in Cincinnati. Live Nation Entertainment represents a vast wealth of experience, resources and relationships that contribute to our unique understanding of, and qualifications for, the task of successfully managing and operating venues like the BANKS Event Center. We are more than music promoters; we are the leaders in our respective fields. Every aspect of our approach to the development at the BANKS is a reflection of our uncompromising standards and dedication to excellence.

LIVE NATION FRAMEWORK OF OPERATING APPROACH TO BANKS DEVELOPMENT

Live Nation Entertainment is one of the world's leading artist management companies based on the number of artists represented. Artist Nation and its affiliates manage musical artists primarily in the rock, classic rock, pop and country music genres. As of December 31, 2017, Artist Nation and its affiliates had approximately Five Hundred artists on its rosters and over One Hundred and Twenty-Five managers providing services to these artists.

Our global network is the world's largest music marketing network for corporate brands and includes one of the world's top five e-commerce websites, based on comparison of gross sales of leading internet retailers.

We have a unique portfolio of assets that is unmatched in the live entertainment industry.

Fans

During 2017, our events were attended by nearly Eighty-Six million live music fans. Our database of our fans and their interests provides us with the means to efficiently market our shows to these fans as well as offer them other music related products and services. This fan database is an invaluable asset that we are able to use to provide unique services to our artists, landlords and corporate clients.

Artists

LNE has extensive relationships with artists ranging from those acts that are just beginning their careers to established superstars. In 2017, we promoted shows or tours for over Four Thousand artists globally. In addition, through our artist management companies, we manage approximately Five Hundred artists. Our artist relationships give us a competitive advantage and will help us pursue our strategy to develop additional ancillary revenue streams.

Online Services and Ticketing

Live Nation Entertainment owns and operates various branded websites, both in the United States and abroad, which are customized to reflect services offered in each jurisdiction. Our primary online websites, www.livenation.com and www.ticketmaster.com, together with our other branded ticketing websites, are designed to promote ticket sales for live events and to disseminate event and related merchandise information online. We also have Live Nation and Ticketmaster mobile apps that our fans can use to access event information and buy tickets.

Distribution Network

Our global distribution network of promoters, venues and festivals provides us with a strong position in the live concert industry. We have one of the largest global networks of live entertainment businesses in the world, with offices in 40 countries worldwide. In addition, we own, operate, have booking rights and/or have an equity interest in Two Hundred and Twenty-Two venues located across twelve countries as of the end of 2017.

We also produce one of the largest networks of music festivals in the world with more than Ninety-Seven festivals globally. In addition, our global ticketing distribution network with one of the largest e-commerce sites on the internet, approximately 8,400 sales outlets and 15 call centers serving more than 12,000 clients worldwide, makes us the largest ticketing network in the industry.

Sponsors

Live Nation Entertainment employs a sales force of approximately Four Hundred people that worked with approximately Nine Hundred sponsors during 2017, through a combination of local venue-related deals and national deals, both in North America and internationally. Our sponsors include some of the most well-recognized national and global brands including O2, Anheuser-Busch, Red Bull, Pepsi and SAP(each of these brands is a registered trademark of the sponsor).

Employees

At December 31, 2017, Live Nation employed approximately Eight Thousand, Eight Hundred full-time employees who are dedicated to providing first-class service to our partners, artists, fans, ticketing clients and corporate sponsors. Many of our employees have decades of experience in promoting and producing live concerts, ticketing operations, sales and marketing, artist management and live event venue management.

OUR BUSINESS - CONCERTS

Our Concerts segment principally involves the global promotion of live music events in our owned and / or operated venues and in rented third-party venues, the operation and management of music venues and the production of music festivals across the world. We promoted almost Twenty-Nine Thousand, Five Hundred live music events in 2017, including artists such as U2, Coldplay, Guns N' Roses, Billy Joel, Metallica, and The Eagles and through festivals such as Austin City Limits, Lollapolooza, Electric Daisy Carnival, V Festival, Rock Werchter and Reading.

As a promoter, Live Nation earns revenue primarily from the sale of tickets and pays artists under one of several formulas, including a fixed guaranteed amount and/or a percentage of ticket sales or event profits. For each event, we either use a venue we own and/or operate, or rent a third- party venue.

As a venue operator, we generate revenue primarily from the sale of food, beverage, parking, premium seating, rental income, venue and sponsorships. Additionally, venue operations extends into commercial insurance, risk management and event calendar management. All technical expertise including labor management, vendor procurement and production management are covered as part of the responsibilities of a venue operator.

As a festival operator, we typically book artists, secure festival sites, provide for third-party production services, sell tickets and advertise events to attract fans. We also arrange for third-parties to provide operational services as needed such as concessions, merchandising and security. Live Nation's affiliate Company AC Entertainment is partnering with MusicNOW to present Homecoming Music Festival to be held at Smale Park over two days from April 28 through April 29 in 2018. Our goal with this festival is to create a truly unique and local entertainment experience for over twenty thousand fans which will include city-wide exhibitions and performances. We are ecstatic about local heroes, the National, headlining two nights of the event and performances by Father John Misty, Feist, Future Islands, and Lord Huron.

Ticketing

Our Ticketing segment is primarily an agency business that sells tickets for events on behalf of our clients and retains a convenience charge and order processing fee for our services. We sell tickets for our events and also for third-party clients across multiple live event categories, providing ticketing services for leading arenas, stadiums, amphitheaters, music clubs, concert promoters, professional sports franchises and leagues, college sports teams, performing arts venues, museums and theaters. We sell tickets through a combination of websites, telephone services, mobile devices and ticket outlets.

Artist Nation

Our Artist Nation segment primarily provides management services to music artists in exchange for a commission on the earnings of these artists. Our Artist Nation segment also sells merchandise associated with musical artists at live performances, to retailers and directly to consumers via the internet and also provides other services to artists.


RASCAL FLATTS


LADY GAGA


DEPECHE MODE

Sponsorship And Advertising

Our Sponsorship and Advertising segment employs a sales force that creates and maintains relationships with sponsors through a combination of strategic, international, national and local opportunities for businesses to reach customers through our concert, venue, artist relationship and ticketing assets, including advertising on our websites. We work with our corporate clients to help create marketing programs that promote their brand and/or product. We have a unique opportunity to connect the music fan to corporate sponsors and therefore seek to optimize this relationship through strategic sponsorship programs.

We continue to also pursue the sale of national and local sponsorships, both domestically and internationally, and placement of advertising, including signage, online advertising and promotional programs. Many of our venues have venue naming rights sponsorship programs.

Our national and international sponsorships allow us to maximize our network of venues and to arrange multi-venue branding opportunities for advertisers. Our sponsorship programs include companies such as American Express, Carlsberg, O2, Anheuser Busch, Citi and PepsiCo (each of the preceding brands is a registered trademark of the sponsor). Our local and venue focused sponsorships include venue signage, promotional programs, on-site activation, hospitality and tickets, and are derived from a variety of companies across various industry categories.

LIVE NATION ENTERTAINMENT - VENUE DETAILS

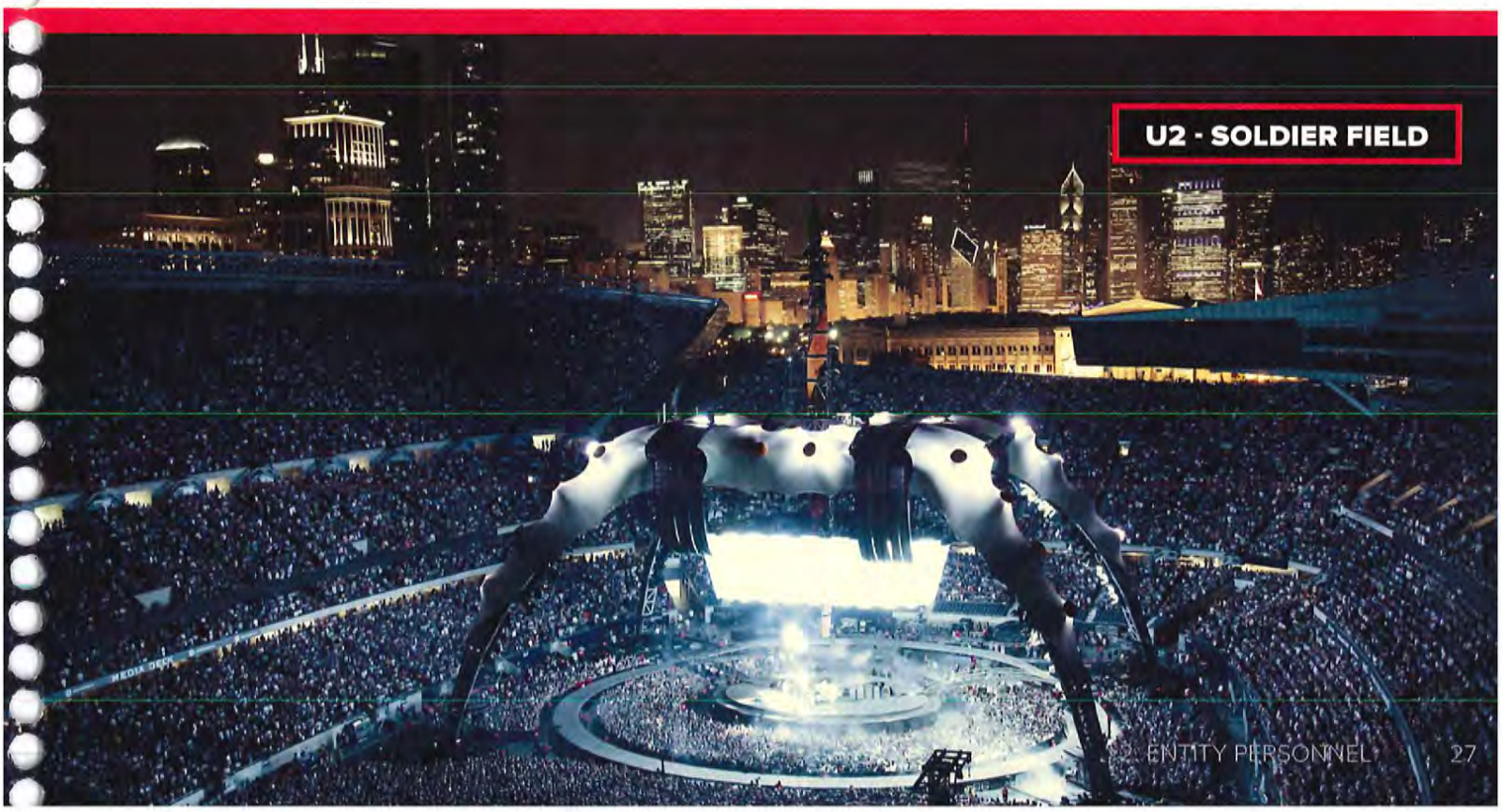
In the live entertainment industry, venue types generally consist of:

Stadiums

Stadiums are multi-purpose facilities, often housing local sports teams. Stadiums typically have 30,000 or more seats. Although they are the largest venues available for live music, they are not specifically designed for live music.

Amphitheaters

Amphitheaters are generally outdoor venues with between 5,000 and 30,000 seats that are used primarily in the summer season. They are popular because they are designed specifically for concert events, with premium seat packages and better lines of sight and acoustics. At December 31, 2017, we owned, leased, operated and/or exclusively booked over Sixty amphitheaters in North America.



Arenas

Arenas are indoor venues that are used as multi-purpose facilities, often housing local sports teams. Arenas typically have between 5,000 and 20,000 seats. Because they are indoors, they are able to offer amenities that other similar-sized outdoor venues cannot, such as luxury suites and premium club memberships. As a result, arenas have become increasingly popular for higher priced concerts aimed at audiences willing to pay for these amenities.

Music Theaters

Theaters are indoor venues that are built primarily for music events. These venues typically have a capacity between 1,000 and 6,500. These venues have a smaller capacity than an amphitheater, and they do not offer as much economic upside on a per show basis. However, because music theaters can be used year-round, unlike most amphitheaters, they can generate annual profits similar to those of an amphitheater. Music theaters represent less risk to concert promoters because they have lower fixed costs associated with hosting a concert and may provide a more appropriately-sized venue for developing artists. The BANKS Event Center would be a hybrid venue that works as both an outdoor amphitheater and an indoor music theater, giving this venue maximum flexibility of programming, 365 days a year.

Clubs

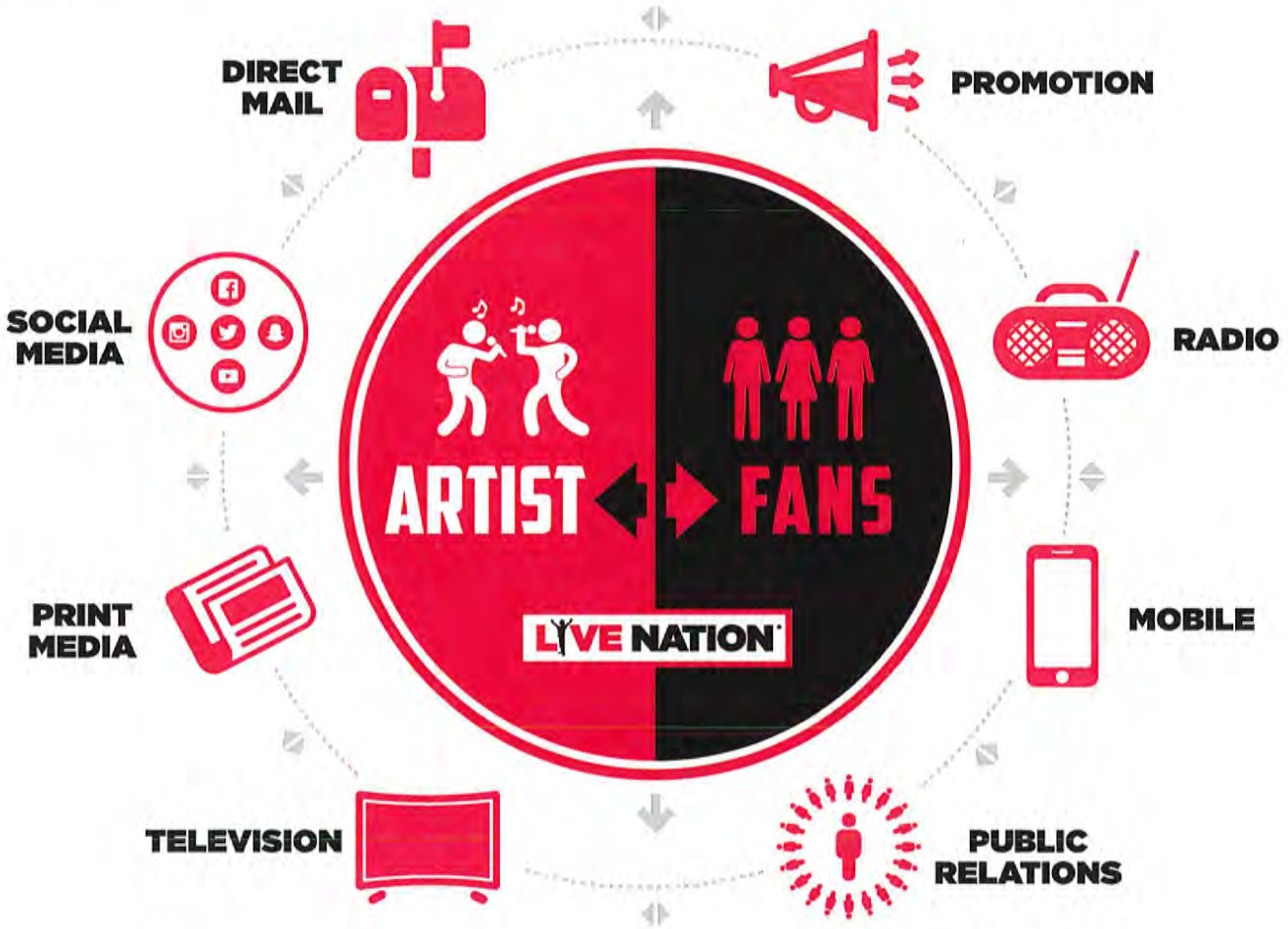
Clubs are indoor venues that are built for music events and also include comedy clubs. These venues typically have a capacity of less than 1,000 and often without full fixed seating. Because of their small size, they do not offer as much economic upside, but they also represent less risk to a concert promoter because they have lower fixed costs associated with hosting a concert and also may provide a more appropriate sized venue for developing artists. Clubs can also be used year-round and can therefore generate higher profits for the year, even though per show profits are lower.

House Of Blues

House of Blues venues are indoor venues that offer customers an integrated live music and dining experience. The live music halls are specially designed to provide optimum acoustics and typically can accommodate between 1,000 to 2,000 guests. A full-service restaurant and bar is located adjacent to the live music hall. The high quality of the food, service and unique atmosphere in our restaurants attracts customers to these venues independently from an entertainment event and generate a significant amount of repeat business from local customers.

MARKETING PLAN

In today's landscape, it is critical to partner with a marketing team that understands how to effectively market to your audience. Seventy-five percent of live event attendees currently find out about their events online. Over eighty percent of tickets are sold online and of that, twenty-eight percent are sold on mobile devices. The average person spends an astonishing two hours each day on social media. Having the necessary skills to reach these hyper targeted fans is crucial to any business, including the launch of a new indoor/outdoor venue in the BANKS.



Live Nation has spent years developing the necessary tools and partnerships to reach the maximum capacity of audiences, which we will use to grow the new venue brand both locally and worldwide.

Social Marketing Reach

Nationally, Live Nation reaches over 3.2 million Facebook followers, 3.9 million Twitter followers and 2.9 million Instagram users who get news on tour announcements, album releases and music news on a regular basis, with succinct focus on targeting individuals with marketing who have seen the artist we are presenting or a similar artist. Our network of venues and promoter offices around the country provides access to content and

social insights that we will use to make sure the BANKS venue events are promoted and marketed in the best way possible, providing the venue brand the maximum number of social media hits.

Email Reach

Being the largest promoter in Cincinnati and Ohio has allowed us to cultivate an enormous database of entertainment fans who would love the opportunity to attend events at the BANKS Event Center. This database allows us to maximize the number of paid attendees at each event.

Mobile Reach

There are Thousands of local music fans in the Cincinnati area who use the Live Nation mobile app, sending them push notifications on new concerts, day of show updates on set times and special offers available at our venues.

Live Nation is committed to using the combined reach of all of these platforms to grow awareness and engagement with the BANKS venue brand. We will work hand in hand with the City of Cincinnati team to develop incredible content to deliver to this audience on a daily basis.

Digital Advertising

Today's music audience spends an extraordinary amount of time online, therefore it is critical to make sure we are providing consistent messaging on a wide variety of digital platforms. Listed below are a sample of the tools we will use on a daily basis to promote events at the BANKS venue.

Search Advertising

We employ an in-house keyword optimization team who will make sure the BANKS venue events are showing up near the top of the page for search results.

Programmatic advertising – Our team has access to an incredible amount of data that we use to make sure we are reaching the right concert fan, regardless of whether they are visiting RollingStone.com or Pollstar.com

Social advertising – We will use our Fanbuilder technology to build affinity lists for past event purchasers as well as look-a-like audiences for event attendees to make sure we are reaching the most highly qualified fans on Facebook, Instagram, Snapchat and more.

Video advertising – We work closely with YouTube and Vevo to target relevant users on each platform with video ads for our events.

Radio streaming – We have built great relationships with radio streaming partners including Spotify and Pandora. We can target fans based on artist or genre and insert audio ads for Amphitheater events into their streaming experiences.

SUSTAINABILITY PLAN

Live Nation is committed to the following requirements at the BANKS venue;

1. Protecting the health and safety of the building occupants
2. Improving overall employee health and productivity
3. Optimizing site conditions
4. Using sustainable building materials
5. Using a Zero Waste Approach
6. Maximizing the use of local and regional materials

Live Nation recognizes Cincinnati's commitment to considering environmental impact in their purchasing processes as well as and your commitment to ensuring that your service providers share that dedication. Live Nation affirms its commitment to protecting and enhancing the environment in which we operate. We do so by continually reviewing all aspects of our business operations to find new ways to minimize our environmental impact. Environmentally responsible practices are essential, integrated components of all our operations. Live Nation's principles include:

- Prioritizing environmental concerns in company decision making;
- Seeking alternative practices and procedures to minimize environmental impact; and conserving natural resources and restoring environmental quality.

Live Nation is committed to carrying out a wide range of sustainability programs at the Banks Event Center.

SPECIAL EVENTS

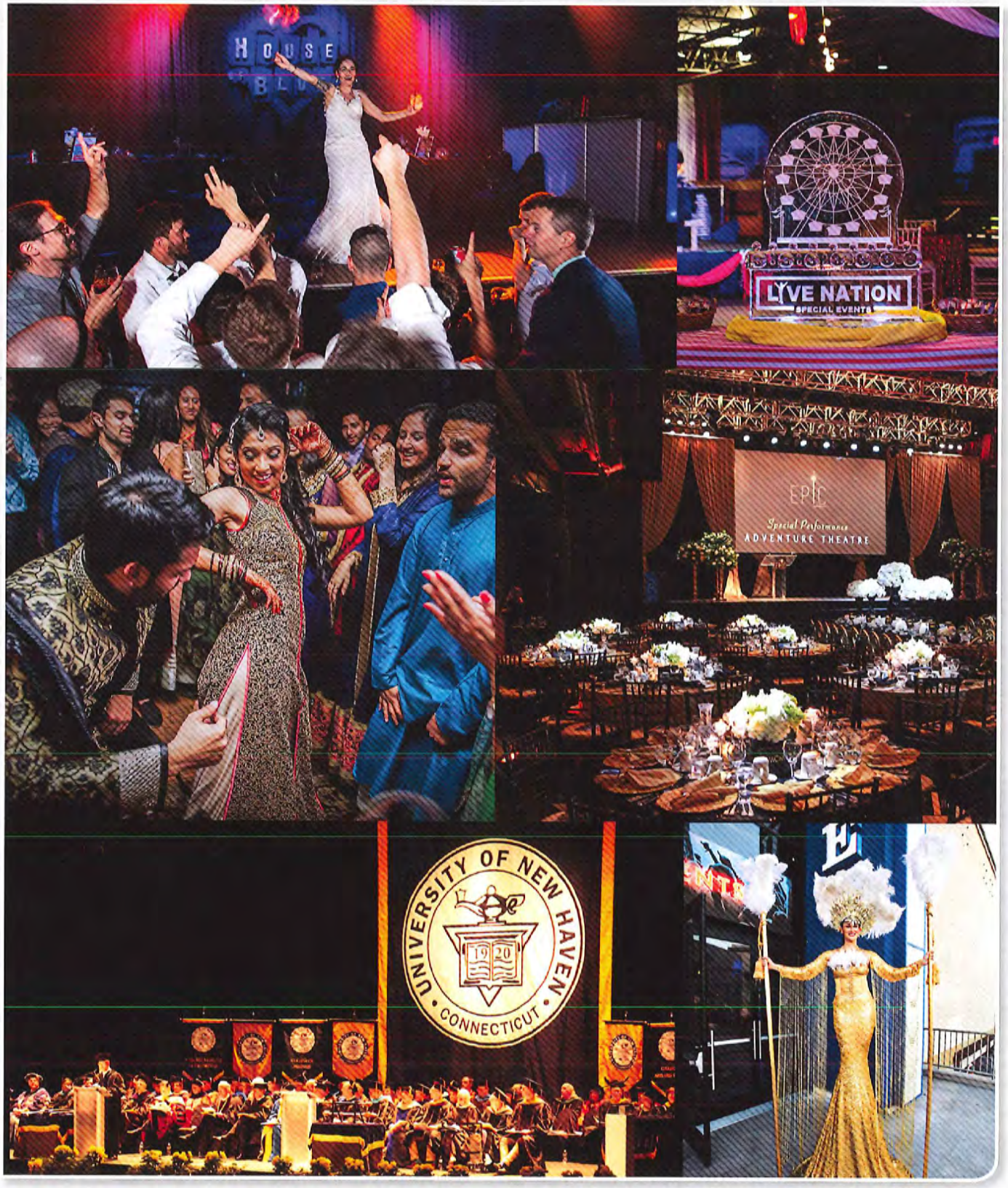
In order to maximize the revenue potential of the BANKS venue, Live Nation will develop a comprehensive strategy to solicit special events. Live Nation has extensive event sales and management experience regionally, hosting charity fund raisers, product launches, private dinners, company picnics, corporate events, film shoots and premieres, developer's conferences and holiday parties.

Live Nation will use our proven and effective marketing strategy of targeting event decision makers throughout Cincinnati as well as regionally in Southern Ohio. Our goals include:

- Partnerships with local Convention & Visitors Bureaus & Chambers
- Marketing in Event Guides
- Partnerships with Industry Organizations including MPI.
- Initiate Regional Sales Blitzes
- Create a 360-degree Virtual Reality Tour of the venue

Live Nation will make a strong investment in special event marketing in year one of our partnership and will commit to a mutually agreed upon dollar amount thereafter on social event and corporate event marketing for the BANKS venue. In addition, Live Nation will target the below categories to increase special event business at both venues:

- Top 500 Cincinnati Businesses
- Wedding publications and websites
- Wine and Craft Beer tasting events
- DMCs and Meeting Planners
- Marketing agencies for product demonstrations and roll-outs
- Entertainment industry – (think party/movie premieres)
- Film/TV shoots
- Charity fund raisers
- High-End Market Segments:
- The Live Nation sales team is active in local MPI, HSMAI, and PCMA organizations that focus on driving special event business.
- Live Nation will host a VIP event for all local meeting planners, DMCs, corporate meeting planners & decision-makers in the market.
- Strengths of Live Nation's Special Events Team
- For over a decade, Live Nation's special events team has been developing and curating leads in a competitive destination market like Cincinnati


HOUSE
LIVE NATION
SPECIAL EVENTS
EPIC
Special Performance
ADVENTURE THEATRE
UNIVERSITY OF NEW HAVEN
CONNECTICUT
19 20

BOX OFFICE / TICKET SERVICES

Live Nation has a wealth of experience when it comes to running and managing a box office and facilitating ticket sales. Live Nation has not only run all aspects of box office operations at some of the largest outdoor venues in the country, but also Live Nation has merged with Ticketmaster Entertainment, the largest ticketing service provider in the world. With these box office and ticketing strengths, Live Nation will undoubtedly be able to run an efficient and professional box office at all times at the BANKS Event Center.

Ticket Management, Event Build, Ticket Sales

Staffing in the box office will consist of the Full-Time Box Office Manager as well as ticket sellers. The primary responsibility of the Box Office Manager is to oversee ticket sales and box office operations for all events. The Box Office Manager must ensure that the box office operates within the scope of generally accepted ticketing standards, accounting and banking practices, and that the box office staff provides excellent customer service both internally and externally.

Essential duties and responsibilities of the Box Office Manager:

- Communicate with promoter/client, talent, production and ticketing personnel to ensure all accurate information of the event is advanced correctly and ready to go on the day of the event
- Develop ticketing manifests and correctly price the seating sections as requested
- Regularly maintain and update applicable events in Ticketmaster including maintenance of all ticket holds through Live Nation, stakeholders, the tour, sponsors, the VIP department, and more
- Manage and process ADA ticket orders, ensuring compliance on all facets as it relates to ADA seating availability and purchasing as well as City of Cincinnati Accessibility guidelines.
- Manage the internal ticket purchase program and distribution as well as prompt, efficient turn-around on all orders
- Act as Venue Box Office representative on-site on the day of the event to adjust to all production changes, artist/sponsorship needs, and all other event box office related responsibilities including participating in the event settlement process
- Hire, train and schedule part-time/seasonal ticket selling staff with emphasis on superior guest service
- Work with ticket selling staff to maintain proper cash controls and accurate, timely financial reporting
- Work closely with promoters and artist personnel by providing daily ticket and cash accounts
- Implement Live Nation's ticketing initiatives and programs

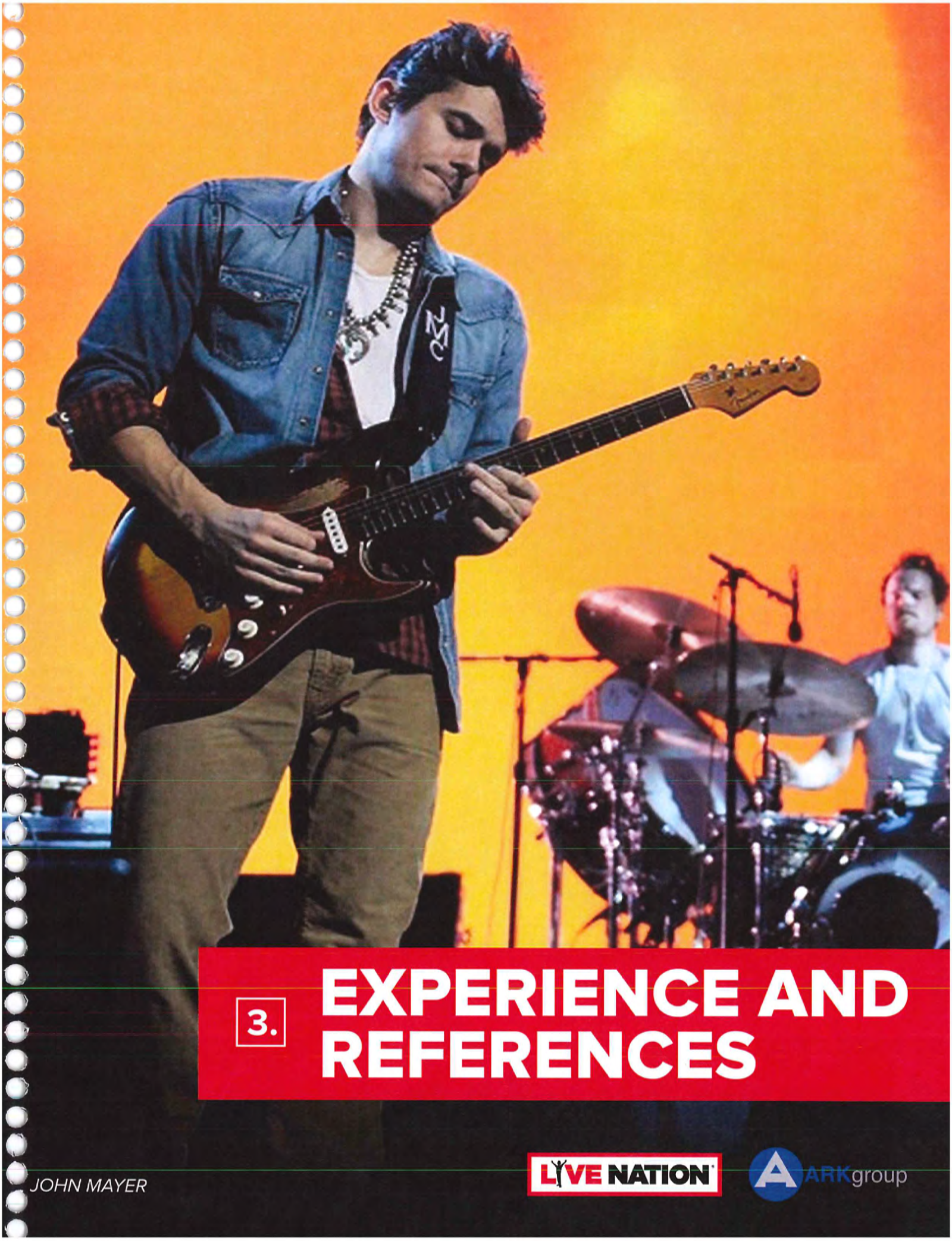
4.5 - ON SITE PROJECT MANAGER

Live Nation and the ARK Group will work closely to identify a project manager from both organizations, if awarded the bid. Live Nation's Project Management team, led by Gary Ehrlich, Executive Vice President of Physical Plants, and John Ahrens, Senior Vice President of Facilities, will identify a Cincinnati based project manager to represent Live Nation.

Doug Hardaway, AIA with the ARK Group will be the designated on site Project Manager. He performed this role with the Toyota Music Factory, working closely with the City, all stakeholders including the Las Colinas Association, and Live Nation.

4.6 - CONSULTING MEMBERS OF DEVELOPMENT TEAM

Architect, Urban Design, Planner:	Gensler *(please reference Gensler information)*
Civil Engineer:	Kimley-Horn
Construction Manager, Contractor:	TBD. We plan to interview and select a quality Construction Manager/Contractor with a strong presence in the Cincinnati area.
Cost Estimator:	This will be the Construction Manager/ Contractor selected above
Developer:	ARK Group
Equity Partners:	ARK Group and Live Nation
Landscape Architect:	TBD. We plan to select a landscape architect with strong presence in the Cincinnati area.
Lender:	None
Marketing Specialist/Promoter:	Live Nation and ARK Group
Ticketing and Sales:	Live Nation/TicketMaster
Affiliations with Entertainment Industry:	Live Nation provides professional Venue Management & Operations Services associated with a live entertainment concert venue, concert promotions, food and beverage services, ticketing, show and event production, marketing, sales and sponsorships.



3. EXPERIENCE AND REFERENCES

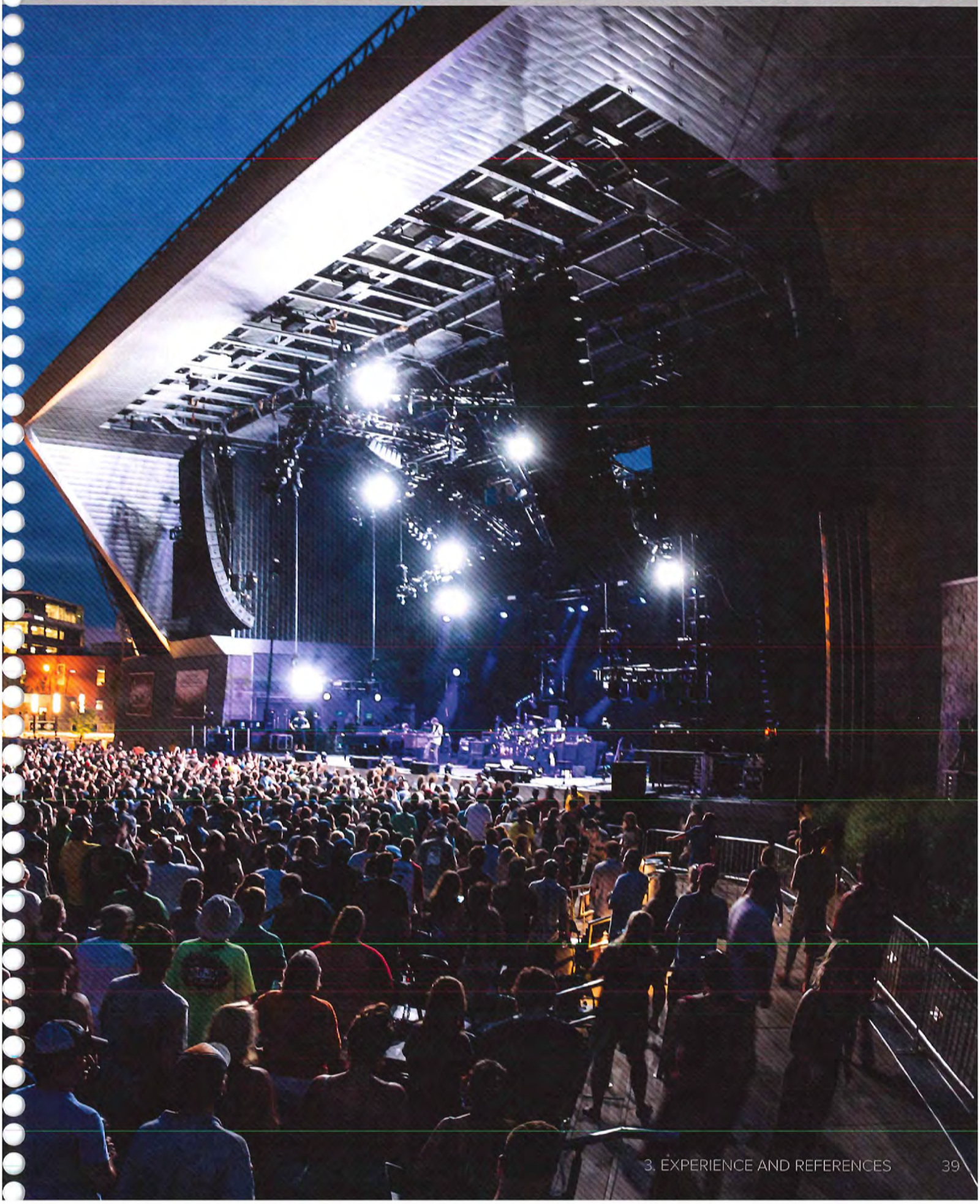
JOHN MAYER

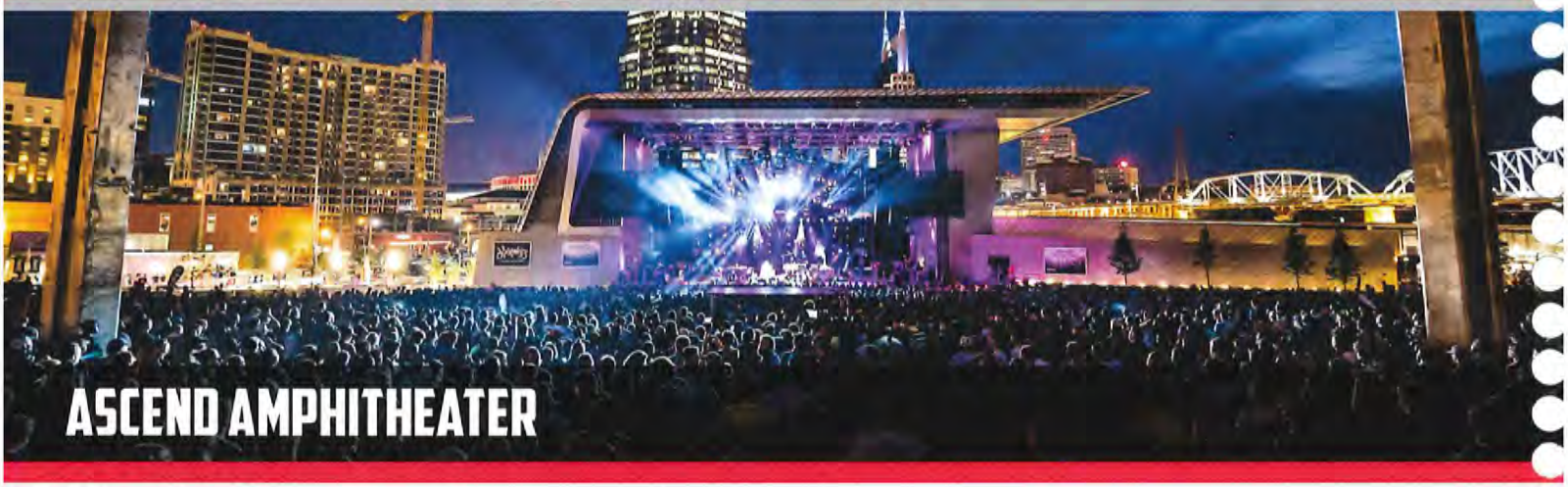
LIVE NATION

ARKgroup

4.7 - DEVELOPER RELEVANT PROJECTS

The most representative examples of venues that Live Nation operates or operated that are comparable to the BANKS Event Center are outlined on the following pages. We chose these venues due to their comparable size, frequency of use, or their proximity to the downtown corridors of the cities in which they reside.





ASCEND AMPHITHEATER

FACILITY LOCATION	Nashville, TN
LANDLORD	Metropolitan Government of Nashville and Davidson County
DATES	2015 – Present
REFERENCE	Thomas Lynch – Director of Parks and Recreation Tommy.Lynch@nashville.gov • (615) 862-8400 Centennial Park Office Park Plaza at Oman Street Nashville, TN. 37201
LOCATION TYPE	The venue is located in the West Riverfront Park situated adjacent to the Cumberland River on 6.5 acres in Downtown Nashville.
CONTRACT TYPE	10 year operating agreement that expires December 31, 2026. Live Nation was awarded the rights to operate the venue after a successful RFP process issued by the Metropolitan Government of Nashville and Davidson County.
VENUE DESCRIPTION	The Riverfront Park is part of the Nashville Parks and Recreation system. The amphitheater venue is a 2 story structure that is approximately 36,000 square feet that includes a 100 x 65 ft. covered stage. Conditioned areas of the venue include artist dressing rooms and lounge, production offices, house/box office, meet and greet area, warming kitchen and dining hall, crew restrooms and storage. Unconditioned venue areas include stage, crate storage, receiving area and a 5-bay loading dock. The lawn bowl will allow for 6,800 people with some area for uncovered temporary seating and covered temporary seating in a sponsor area. There are 8 ancillary buildings for such things as restrooms, concessions, sound booth, and sponsor pavilion.
SCOPE OF WORK	In conjunction with the Metropolitan Government of Nashville and Davidson County, Live Nation provides professional Amphitheater Management & Operations Services associated with management services, concert promotions, food and beverage services, ticketing, show and event production, marketing, sales and sponsorships. Live Nation is required to provide professional services on a daily basis for the Metro Parks and Recreation Department.
ANNUAL # OF EVENTS	Produce and / or promote on average 40 events annually.
DIVERSITY OF ARTISTS	Live Nation has produced a diverse mix of events appealing to all segments of the local and regional population including, comedy, heritage rock, pop, country, Latin, jam, indie, hip-hop, jazz, classical and blues. Additionally, other event types include family shows, cultural/ community and corporate events

THE PAVILION AT TOYOTA MUSIC FACTORY

FACILITY LOCATION	Irving, TX
LANDLORD	The Ark Group of Irving, Inc.
DATES	2017 - Present
REFERENCE	Noah Lazes noah@arkgroupus.com / 704-987-0612 19401 Old Jetton Road, Suite 101 Cornelius, NC 28031 Live Nation Bob Roux - President 2000 West Loop South Houston, TX 77027
LOCATION TYPE	The venue is located in the Toyota Music Factory entertainment and restaurant development located in the Las Colinas section of Irving, TX situated 12 miles NW of downtown Dallas.
CONTRACT TYPE	10 year lease agreement that expires October 31, 2027.
VENUE DESCRIPTION	The Pavilion at the Toyota Music Factory is part of the Toyota Music Factory entertainment district in Las Colinas/Irving, TX. The performance venue is a multi-form entertainment pavilion that has conditioned audience seating for 4,000, plaza spaces with over 30,000sf, artist dressing rooms and lounge, production offices, house/box office, meet and greet area, concessions kitchens, VIP Lounge, crew restrooms and storage. The venue also has a series of seven large bi-fold hangar doors that open to a 38,000sf lawn converting the venue into an amphitheater. Unconditioned venue areas include the lawn, crate storage, receiving area and a 4-bay loading dock. The lawn bowl will allow for 4,000 people. There is an ancillary building to support lawn patrons with restrooms and concessions.
SCOPE OF WORK	Live Nation provides professional Venue Management & Operations Services associated with a live entertainment concert venue, concert promotions, food and beverage services, ticketing, show and event production, marketing, sales and sponsorships. Live Nation is required to provide professional services to support a free annual use each by the Irving Arts Center and Irving Independent School District.
ANNUAL # OF EVENTS	Produce and / or promote on average 61 ticketed events and 20 private events annually.
DIVERSITY OF ARTISTS	Live Nation has produced a diverse mix of events appealing to all segments of the local and regional population including comedy, heritage rock, pop, country, Latin, jam, indie, hip-hop, jazz, classical, and blues. Additionally, other event types include family shows, cultural/community and corporate events.

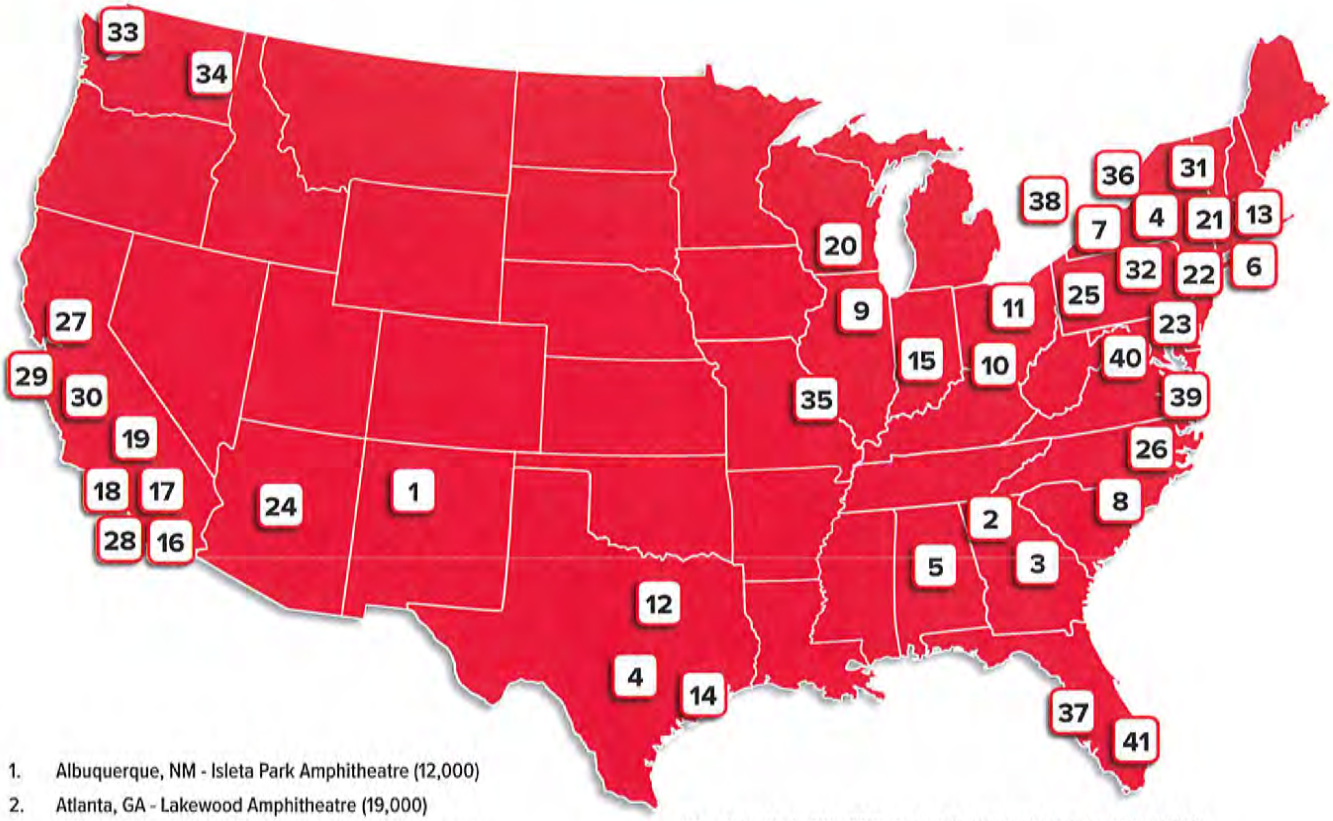
CHARLOTTE METRO CREDIT UNION AMPHITHEATRE

FACILITY LOCATION	Charlotte, NC
LANDLORD	Fiber Mills Manager, LLC (ARK Group)
DATES	2009 – Present
REFERENCE	Noah Lazes Noah@arkgroupus.com • (704) 987-0612 19401 Old Jetton Road – Suite 101 Cornelius, NC 28031 Live Nation Peter O'Donnell 707 Pavilion Blvd. Charlotte, NC 28262
LOCATION TYPE	The venue is located in The AvidXchange Music Factory Complex, is located in uptown Charlotte and is the hub for concerts, events, dining, bars and entertainment. Also featuring the Cadence Apartments, as well as first class office space.
CONTRACT TYPE	10 year operating agreement that expires November 18, 2018. Renewal discussions are underway with Landlord.
VENUE DESCRIPTION	5,000 capacity. 2,000 seats, 3,000 lawn with views of the Charlotte Skyline.
SCOPE OF WORK	Scope includes a large covered stage, removable and fixed seating, VIP boxes and a landscaped lawn. We also added a large plaza and completed a major renovation of the adjacent 110 year old textile mill building to house the concessions, public restrooms, green room and dressing rooms.
ANNUAL # OF EVENTS	Produce and / or promote on average 30 events annually.
DIVERSITY OF ARTISTS	Live Nation has produced a diverse mix of events appealing to all segments of the local and regional population including, comedy, heritage rock, pop, country, hip-hop, jazz, and blues.

BLUE HILLS BANK PAVILION

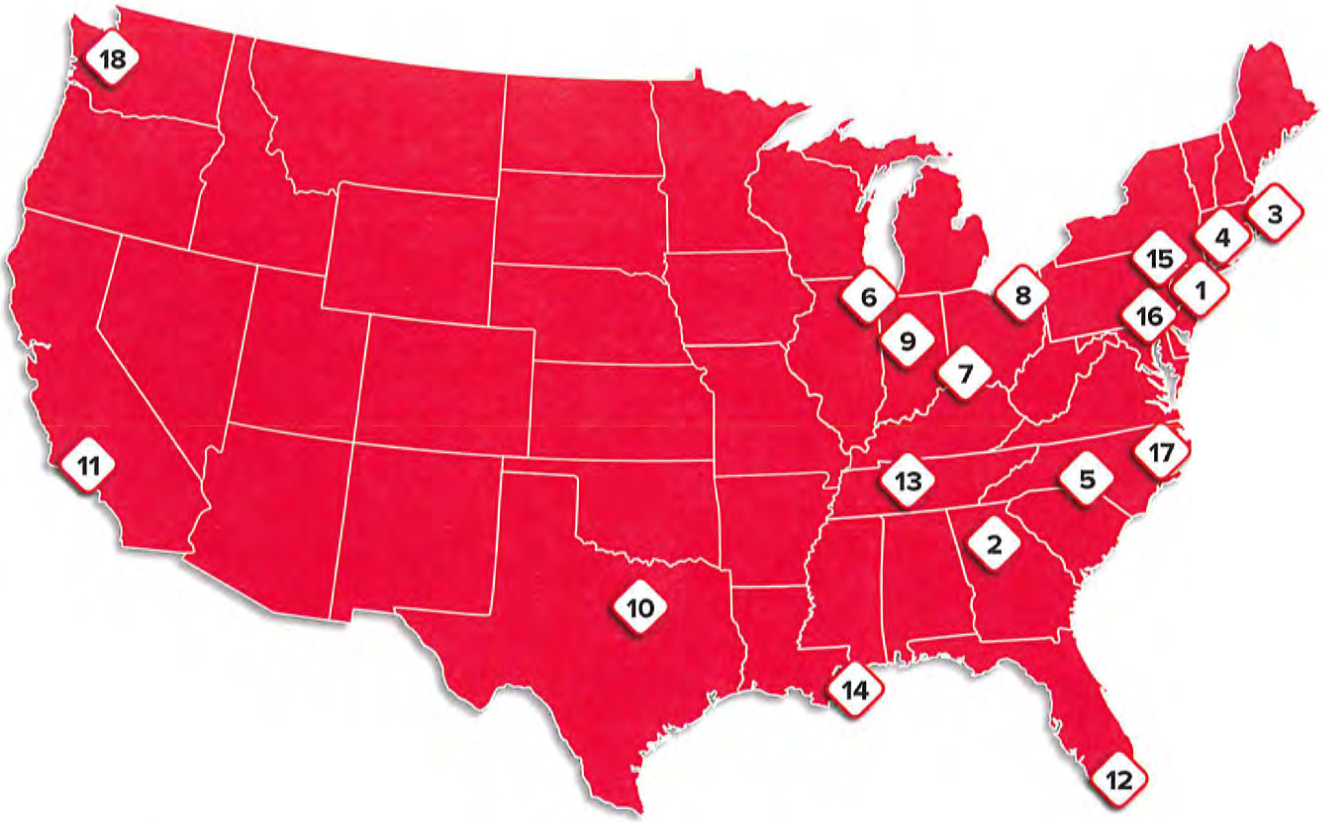
FACILITY LOCATION	Boston, MA
LANDLORD	Economic Development and Industrial Corporation of Boston (a division of Boston Planning and Development Agency)
DATES	1999 – Present
REFERENCE	Edward O'Donnell – Director of Real Estate ed.o'donnell@boston.gov • (617) 918-6225 Boston Planning & Development Agency (BPDA) One City Hall Square I Boston, MA 02201
LOCATION TYPE	The venue is located on 4 waterfront acres on Boston Harbor in the city's new Seaport District.
CONTRACT TYPE	Evergreen lease that automatically extends each year for the length of the governing master plan document until 2067. The lease is subject to an 18-month notice to vacate if a "higher and better" water dependent marine industrial user is found. We have a unique exemption from Chapter 91, a state law governing waterfront uses, strong community support and reliable assurances from elected officials that our position is secure.
VENUE DESCRIPTION	The Pavilion occupies a square site, app. 400' on a side. The south side and main entrance face onto Northern Avenue, a major artery from downtown Boston to the neighboring Marine Industrial Park. The east edge faces toward the Industrial Park and the north and west sides of the site face directly onto Boston Harbor, The amphitheater is a PVC-fabric covered, free-span, arched tensile structure and stagehouse that covers app. 43,000 square feet, including a 96 x 72 ft. stage. Conditioned areas of the venue include artist dressing rooms and green room, production and admin offices, catering prep room, box office, concessions office, security office and main and VIP Club restrooms. Unconditioned venue areas include backstage catering, stage, crate storage, 2-bay loading dock, dockside restrooms. There is fixed seating under the Pavilion roof for app. 4,800 people, plus outdoor table seating for 500 in two uncovered concourse pods behind the main seating. There is a VIP Club with a 450 person capacity occupying much of the northwest waterfront corner of the site; and container-based concessions stands, box office and entry gates that ring a concourse that extends around the entire seating bowl.
SCOPE OF WORK	Live Nation owns, operates, and exclusively books between 50-55 concert events each summer season. Live Nation also rents the venue for full-venue or VIP Club-only private events, retaining exclusive booking rights for all procured talent.
ANNUAL # OF EVENTS	Produce and / or promote on average 50-55 events annually.
DIVERSITY OF ARTISTS	The Pavilion schedule includes a diverse mix of events appealing to all segments of the local and regional population including, heritage rock, pop, country, Latin, jam, indie, hip-hop, jazz and blues. Additionally, other event types include family shows, cultural/community and corporate events

LARGE AMPHITHEATERS *Owned, Operated, Promoted*



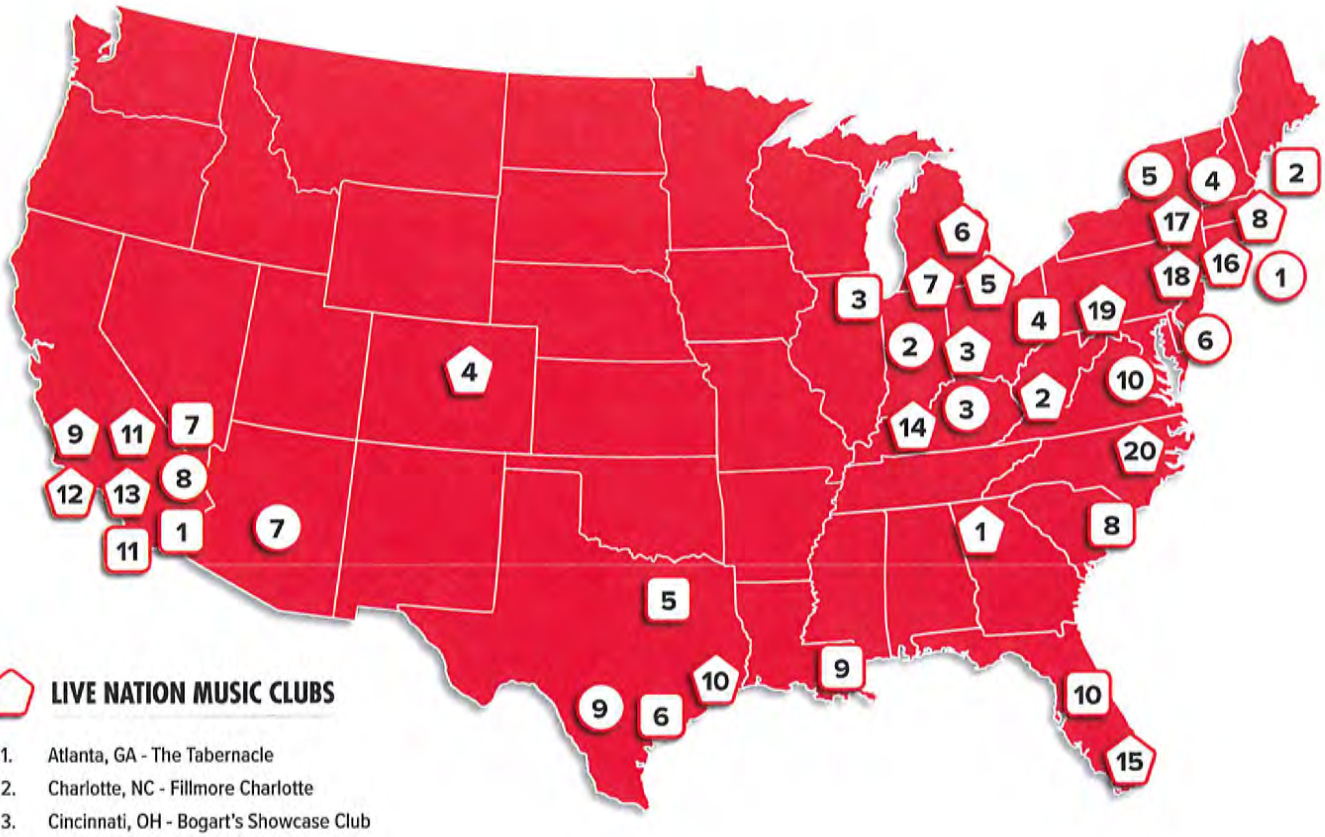
1. Albuquerque, NM - Isleta Park Amphitheatre (12,000)
2. Atlanta, GA - Lakewood Amphitheatre (19,000)
3. Atlanta, GA - Verizon Wireless Amphitheatre (12,000)
4. Austin, TX - Austin360 Amphitheater (13,000)
5. Birmingham, AL - Oak Mountain Amphitheatre (10,600)
6. Boston, MA - XFINITY Center (19,900)
7. Buffalo, NY - Darien Lake Performing Arts Center (21,800)
8. Charlotte, NC - PNC Music Pavilion (18,800)
9. Chicago, IL - Hollywood Casino Amphitheatre - Chicago (28,600)
10. Cincinnati, OH - Riverbend Music Center (20,500)
11. Cleveland, OH - Blossom Music Center (19,600)
12. Dallas, TX - Gexa Energy Pavilion (20,100)
13. Hartford, CT - XFINITY Theatre (24,200)
14. Houston, TX - The Cynthia Woods Mitchell Pavilion (17,000)
15. Indianapolis, IN - Ruoff Home Mortgage Music Center (24,400)
16. Irvine, CA - FivePoint Amphitheatre (16,085)
17. Los Angeles, CA - Hollywood Bowl (18,000)
18. Los Angeles, CA - San Manuel Amphitheatre (65,000)
19. Los Angeles, CA - Verizon Wireless Amphitheatre (16,300)
20. Milwaukee, WI - Alpine Valley Music Theatre (35,300)
21. New York, NY - Northwell Health at Jones Beach Theater (14,720)
22. New York, NY - PNC Bank Arts Center (Holmdel, NJ) (17,500)
23. Philadelphia, PA - BB&T Pavilion (Camden, NJ) (25,000)
24. Phoenix, AZ - Ak-Chin Pavilion (20,000)
25. Pittsburgh, PA - KeyBank Pavilion (23,100)
26. Raleigh, NC - Walnut Creek Amphitheatre (20,500)
27. Sacramento, CA - Toyota Amphitheatrere (18,500)
28. San Diego, CA - Mattress Firm Amphitheatre (19,500)
29. San Francisco, CA - Shoreline Amphitheatre (22,000)
30. San Francisco, CA - Concord Pavilion (12,500)
31. Saratoga Springs, NY - Saratoga Performing Arts Center (25,200)
32. Scranton, PA - Montage Mountain (17,500)
33. Seattle, WA - White River Amphitheatre (20,000)
34. Seattle/Spokane, WA - The Gorge (20,000)
35. St. Louis, MO - Hollywood Casino Amphitheatre - St. Louis (21,000)
36. Syracuse, NY - Lakeview Amphitheater (17,500)
37. Tampa, FL - MIDFLORIDA Credit Union Amphitheatre (20,000)
38. Toronto, Canada - The Flats at Molson Canadian Amphitheatre (16,000)
39. Virginia Beach, VA - Veterans United Home Loans Amphitheater (20,000)
40. Washington, D.C. - Jiffy Lube Live (22,500)
41. West Palm Beach, FL - Coral Sky Amphitheater (19,300)

BOUTIQUE AMPHITHEATERS *Owned, Operated, Promoted*



1. Asbury Park, NJ - The Stone Pony Summer Stage (4,000)
2. Atlanta, GA - Chastain Park Amphitheatre (6,400)
3. Boston, MA - Blue Hills Bank Pavilion (4,800)
4. Brooklyn, NY - The Amphitheater at Coney Island Boardwalk (5,000)
5. Charlotte, NC - Charlotte Metro Credit Union Amphitheater (4,800)
6. Chicago, IL - Huntington Bank Pavilion at Northerly Island (8,500)
7. Cincinnati, OH - PNC Pavilion at Riverbend Music Center (4,000)
8. Cleveland, OH - Jacobs Pavilion at Nautica (4,500)
9. Indianapolis, IN - Farm Bureau Insurance Lawn at White River State Park (6,000)
10. Irving, TX - The Pavilion at Toyota Music Factory (8,000)
11. Los Angeles, CA - The Greek Theatre (5,800)
12. Miami, FL - Klipsch Amphitheatre at Bayfront Park (7,200)
13. Nashville, TN - Ascend Amphitheater (6,800)
14. New Orleans, LA - Bold Sphere Music at Champions Square (6,500)
15. Philadelphia, PA - Festival Pier at Penn's Landing (6,000)
16. Philadelphia, PA - River Stage at Great Plaza (3,500)
17. Raleigh, NC - The Red Hat Amphitheatre (5,400)
18. Woodinville, WA - Chateau Ste. Michelle Winery (4,300)

CLUBS/THEATERS *Owned, Operated, Promoted*



LIVE NATION MUSIC CLUBS

1. Atlanta, GA - The Tabernacle
2. Charlotte, NC - Fillmore Charlotte
3. Cincinnati, OH - Bogart's Showcase Club
4. Denver, CO - Fillmore Auditorium
5. Detroit, MI - Shelter (Part of St. Andrew's Hall)
6. Detroit, MI - St. Andrew's Hall
7. Detroit, MI - The Fillmore Detroit
8. Hartford, CT - Dome at Oakdale
9. Hollywood, CA - Hollywood Palladium
10. Houston, TX - Revention Music Center*
11. Los Angeles, CA - Club Bahia*
12. Los Angeles, CA - Wiltern
13. Los Angeles, CA - Hollywood Palladium*
14. Louisville, KY - Mercury Ballroom*
15. Miami, FL - The Fillmore Miami Beach
16. New York, NY - Irving Plaza
17. New York, NY - Gramercy Theatre
18. Philadelphia, PA - Theater of Living Arts
19. Philadelphia, PA - The Fillmore Philadelphia*
20. Raleigh, NC - The Ritz*
21. Washington, D.C. - The Fillmore Silver Spring

LIVE NATION MUSIC THEATERS

1. Hartford, CT - Toyota Oakdale Theatre
2. Indianapolis, IN - Old National Centre
3. Louisville, KY - Louisville palace Theatre
4. New York, NY - The Wellmont Theater*
5. New York, NY - NYCB Theatre at Westbury
6. Philadelphia, PA - The Tower Theatre
7. Phoenix, AZ - Comerica Theatre
8. Riverside, CA - Fox Performing Arts Center*
9. San Antonio, TX - Aztec Theatre*
10. Washington, D.C. - Warner Theatre

HOUSE OF BLUES®

1. Anaheim, CA - House of Blues - Anaheim
2. Boston, MA - House of Blues - Boston
3. Chicago, IL - House of Blues - Chicago
4. Cleveland, OH - House of Blues - Cleveland
5. Dallas, TX - House of Blues - Dallas
6. Houston, TX - House of Blues - Houston
7. Las Vegas, NV - House of Blues - Las Vegas
8. Myrtle Beach, SC - House of Blues - Myrtle Beach
9. New Orleans, LA - House of Blues - New Orleans
10. Orlando, FL - House of Blues - Orlando
11. San Diego, CA - House of Blues - San Diego

LIVE NATION REFERENCES

Please review the following pages of Live Nation and ARK Group references.

JACOBS
INVESTMENTS

March 12, 2018

To Whom It May Concern:

I am the Executive Vice President of Jacobs Entertainment in Cleveland, Ohio. We own the Jacobs Pavilion a 5000-person amphitheater in downtown Cleveland.

Live Nation promotes and manages the venue and we are, in essence, a partner with them. We work closely with them on all facets of a concert or event. Because of this relationship, I can say without question they are best at what they do. They are professional and detail-oriented so much so that it appears to be easy. Obviously, it isn't easy because of how diverse a business it is but that best explains their relationship with us, the entertainment, and the concertgoer.

I have worked personally with their management for over 30 years so I can highly recommend them for anything in the music industry.

Sincerely,

Patrick McKinley

Patrick J. McKinley
Executive Vice President

1231 MAIN AVENUE • CLEVELAND, OHIO 44113 • 216/861-4080 • FAX: 216/861-6315

THE OHIO STATE UNIVERSITY

Business Advancement

Schottnestein Center

555 Borror Drive
Columbus, OH 43210

614-688-8408 Phone

March 13, 2018

Bredan Buckley
Chief Revenue Officer
Business Advancement
The Ohio State University
(614) 688-8408
Buckley.113@osu.edu

To Whom It May Concern:

I have worked with Live Nation in my role at the University since the company's inception in 2005 and with their predecessor company, Clear Channel Entertainment prior to that. Our unit is responsible for managing two twenty thousand seat arenas in the city of Columbus, Ohio: The Schottenstein Center on campus of The Ohio State University and Nationwide Arena, home of the NHL's Columbus Blue Jackets.

Live Nation has become our leading partner in event content for our arenas by producing more concerts and selling more tickets in Columbus than any other promoter we work with. Their worldwide industry reputation of being one of the best tour producers and historically rock solid financial stability has led them to be one of our most trusted partners in the live entertainment industry.

Sincerely,

Bredan Buckley
Chief Revenue Officer
Business Advancement
The Ohio State University

Administration Office
541 North Fairbanks Ct.
Chicago, Illinois 60611
(312) 742-7529
(312) 747-2001 (TTY)
www.chicagoparkdistrict.com

March 13, 2018

Melissa E. Wideman
312 Elm Street, Suite 2600
Cincinnati, Ohio 45202

Subject: Request for Proposals
Entertainment Venue and Event Center at the Banks

Dear Ms. Wideman,

The Chicago Park District has enjoyed a long and productive relationship with Live Nation Entertainment. They have operated and booked the Huntington Bank Pavilion at Northerly Island on Park District land located in the Museum Campus for the past 14 years.

Live Nation Entertainment has unparalleled operational and booking capabilities, and has always produced safe, responsible events. Their management team consists of the top people in the industry.

Live Nation Entertainment is responsible for all aspects of event management including booking, marketing, sales, ticketing, production and event logistics for the Huntington Bank Pavilion at Northerly Island. Live Nation Entertainment brings a depth of experience and knowledge unmatched by any live event entertainment company in the world. They have shown a unique ability to partner with organizations such as ours to strategically serve the market, improving the caliber of live entertainment offerings, and enhancing the quality of life of the citizens of the region.

We are very proud of the strong relationship we have built over the years and consider ourselves fortunate to work with such a dedicated, professional and productive team as Live Nation Entertainment.

Please do not hesitate to contact me if you have any questions or concerns.

Sincerely,

Michael P. Kelly
General Superintendent & CEO
Chicago Park District

ARK REFERENCES

Live Nation
Wilson Howard
3700 Forest Drive, Suite 510
Columbia, SC 29204
(803) 782-6239
Live Nation is an anchor tenant at both AvidXchange Music Factory, and Irving Music Factory

Gensler Architects
Cindy Simpson
Two Lincoln Centre
5420 LBJ Freeway, Suite 1100
Dallas, Texas 75240
(214) 273-1584
Gensler designed the Irving Music Factory

Mr. Mike Praeger, CEO AvidXchange
1210 AvidXchange Lane
Charlotte, NC 28206
704.971.8101
ARK co-developed a parking garage and 200,000 SF office building for AvidXchange

SunTrust Bank
John Hondros
Senior Vice President
232 Williamson Rd.
Mooresville, NC 28117
(704) 662-3619
SunTrust provided financing for the Toyota Music Factory

Gensler

At Gensler, we are team players and believe that a truly successful project results from intense interaction and the challenging of ideas. As individuals, our employees are among the best, brightest, and most creative members within the industry. As a team, we will bring a combination of talents which will not only complement each other, but respond to your creative and functional needs.

Barry Hand, AIA, LEED AP BD+C

Principal

Studio Director / Mixed Use Practice Area Leader

Passionate about bold ideas, Barry's thought leadership and understanding of the highest and best uses for sites brings about projects that are durable, authentic and inspired.

27 YEARS OF EXPERIENCE

Joined Gensler 2013

BACKGROUND

Bachelor of Architecture, Cum Laude, Texas Tech University

SELECTED PROJECT EXPERIENCE	SIZE
Toyota Music Factory Mixed Use Development, Irving, TX	16 acres
Amphitheater	340,000 sf
Legacy West, Mixed Use Development, Plano, TX	38 acres
Food Hall Interior Market, Brewery and Beer Garden, Plano, TX	60,000 sf
Barnes and Noble Storefront and Patio	776 sf
Hidden Ridge Campus Master Plan, Irving, TX	150 acres
Bishop Arts District, Mixed Use Development, Dallas, TX	9 acres
The Gate, Mixed Use Development, Frisco, TX	41 acres
Brazos Riverfront Development, Waco, TX	22 acres
Carlisle Uptown Mixed Use, Dallas, TX	5 acres
Craig Ranch Concept Plan, Plano, TX	
Fort Worth Public Market, Fort Worth, TX	458,000 sf
Palisades Mixed Use Master Plan, Richardson, TX	85 acres
Preston Hollow Village Mixed-Use Development, Dallas, TX	42 acres

Ross Conway, AIA, LEED AP BD+C

Principal

Design Director

Ross is a Principal and Design Director for the Mixed Use Practice Area Studio at Gensler Dallas, specializing in retail, storefronts, podiums, and pedestrian-friendly developments.

36 YEARS OF EXPERIENCE

Joined Gensler 2001

BACKGROUND

Masters of Architecture, University of Texas at Arlington

Bachelor of Science, Architecture, University of Texas at Arlington

SELECTED PROJECT EXPERIENCE	SIZE
Toyota Music Factory Mixed Use Development, Irving, TX	16 acres/500,000 sf
The Venue at Music Factory	35,000 sf
Preston Hollow Village Mixed Use Development, Dallas, TX	42 acres
Bishop Arts District, Mixed Use Development, Dallas, TX	9 acres
Brazos Riverfront Development, Waco, TX	22 acres
Legacy West, Mixed Use Development, Plano, TX	38 acres
Food Hall Interior Market, Brewery and Beer Garden, Plano, TX	60,000 sf
Mockingbird Station East Mixed Use Development Master Plan, Dallas, TX 15 acres	
6060 and 6080 NCX Mixed Use Master Plan, Dallas, TX	7.5 acres
Deep Ellum Master Plan, Dallas, TX	140 acres
Hidden Ridge Campus Master Plan, Irving, TX	150 acres
The Gate, Mixed Use Development, Frisco, TX	41 acres
The Venue at Music Factory	35,000 sf
Park Lane, Expansion, Dallas, TX	8 acres

Randy Stringer, AIA

Associate

Design Manager

Randy is a Senior Design Manager delivering projects in the entertainment, food + beverage and retail industries, for some of the nation's largest clients.

34 YEARS OF EXPERIENCE

Joined Gensler 2013

BACKGROUND

Bachelor of Arts in Architecture, Louisiana Tech University

Registered Architect, Texas

SELECTED PROJECT EXPERIENCE	SIZE
Toyota Music Factory Mixed Use Development, Irving, TX	16 acres/500,000 sf
The Venue at Music Factory	35,000 sf
Live Nation	
Legacy West, Mixed Use Development, Plano, TX	38 acres
Food Hall Interior Market, Brewery and Beer Garden, Plano, TX	60,000 sf
Haywire Restaurants	25,000 sf
Musume Restaurant	5,000 sf
DFW Airport, Grapevine, TX	
Terminal A Cafe 3,000 sf	
Wolfgang Puck's The Italian Kitchen, Terminal D, PhaseNext	4,600 sf
The Star in Frisco, Frisco, TX	
Cowboys Club Bar, Restaurant and Spa, Frisco, TX	22,000 sf
Nashville Food Hall, Nashville, TN	90,000 sf
Phipps Food Hall, Atlanta, GA	57,000 sf

Toyota Music Factory

Mixed Use Entertainment District

Irving, TX, USA

The Toyota Music Factory in Irving is a unique entertainment district bringing together people from every walk of life, not just to enjoy, but to also create music, harmonizing together in this musical melting pot.

The artist-friendly 16-acre district with a recording studio and half a dozen performance venues was based on the Ark Group's original Music Factory in Charlotte—a series of old warehouse buildings that organically grew over time into an entertainment district. Even though it was a new development built all at once, Gensler engaged multiple Design Directors to echo the authentic and eclectic nature of the original music factory—one that was built and tested over time. Gensler created the master plan, architecture of all shell buildings, interiors of most of the venues, and a holistic branding component.

A variety of bars and musical venues, each with a distinctly-themed musical component allow everyone, from rap to country fans, to mingle together among the indoor and outdoor spaces. The center of the space is an outdoor Plaza with programmed events every day of the year. An open-container license allows patrons a more relaxed outdoor experience, and the plaza is surrounded by dining venues that echo the spectrum of musical tastes. Everything from sushi, to a blues bar, to a Mexican tequila lounge accommodates various patrons.

A more formal 4,000-seat performance hall and amphitheater operated by Live Nation is a flexible space that opens up to an additional 4,000-person capacity lawn. The space tops the competitive concert market as it exponentially expands the options for dining in and around venues.

The architecture at the plaza level is edgier and raw, with exposed brick, steel panels, and an industrial feel, but becomes more buttoned up as you travel up vertically into the workspace. The idea is that the main architecture disappears as venues fill in with their unique voice.

An office building overlooking the plaza was already 100% leased before construction began. Its glass façade with balcony-like projections immerse employees in the surrounding energy and is inspiring other offices in the area to consider the inherent amenities in a mixed use development. Irving had formerly been a great place to work and live, but Music factory offers that third place—the lifestyle component. Adjacent to Irving's convention center and hotel, Music Factory melds all uses together as it has blended music, food and users, in a harmonious chorus.

16 acres

Completed 2017

Services Provided

Master Planning & Urban Design
Architectural Design
Environmental Graphics
Signage & Wayfinding

LEED Certified

Awards

Best Construction Project of the Year, Greater Irving-Las Colinas Chamber Awards

Legacy West
Mixed Use Development

Plano, TX, USA

Legacy West is a walkable neighborhood of residential, boutique office, dining, retail, and entertainment establishments composing a forward-looking urban experience where one can live, work, and play within a vertically integrated mix of uses.

The artist-friendly 16-acre district with a recording studio and half a dozen performance venues was based on the Ark Group's original Music Factory in Charlotte—a series of old warehouse buildings that organically grew over time into an entertainment district. Even though it was a new development built all at once, Gensler engaged multiple Design Directors to echo the authentic and eclectic nature of the original music factory—one that was built and tested over time. Gensler created the master plan, architecture of all shell buildings, interiors of most of the venues, and a holistic branding component.

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38 acres

Completed 2017

Services Provided
Architectural Design
Master Planning

LEED Certified

Awards
ULI North Texas Impact Awards Finalist, 2016


VINCINO


THE FOOD HALL


True Food


Mubaco
Mubaco

Legacy West
Food Hall and Box Garden

Plano, TX, USA

An immersive food experience, Legacy Hall is a European style food hall characterized by engagement, discovery, excellence, community, and gratification.

Dedicated to serving the best-of food trends prepared by premier chefs and local artisans, the three-story, 55,000-square-foot European-style food hall, brewery and live music and entertainment venue opened its doors in 2017 in the Legacy West development.

The entertainment zone on the east of the development includes a one-of-a-kind food hall building with a market area, specialty food vendors, and brewery, and will include a Box Garden, with room for live entertainment. The three-story food hall is inspired by European market buildings, but with a distinctly Texas flavor. Stonework, glass, and large doors accent this contemporary Texas ranch-style architecture.

Like the food hall's cuisine, Gensler's design is simple, honest and well crafted. Raw wood, concrete, steel, modified shipping containers, exposed ductwork, conduits and pipes are all carefully and purposefully arranged to create a functional artistic expression of what a building is.

Legacy Hall has an eclectic collection of 20 artisanal food stalls featuring everything from elevated Neapolitan pizzas, gourmet burgers and Baja-style tacos, to worldly selections like shawarma, yakitori and bao steam buns.

55,000 sq ft

Completed 2017

Services Provided
Architectural Design
Interior Architectural Design

LEED Certified


Box Garden

The Novo by Microsoft

Los Angeles, CA, USA

Created with a contemporary and dynamic design, The Novo by Microsoft has become the premium music hall in the entertainment center for the city and region.

The Novo by Microsoft, formerly known as Club Nokia at L.A. Live, is approximately 2,000 seat music hall that occupies the three upper floors in a five-story mixed use building. In addition to a dance floor accommodating approximately 1,400 people and fixed mezzanine seating for 600 people, the venue includes a V.I.P. area enabling patrons to move freely between an exclusive and lavishly designed lounge and V.I.P. booth seating overlooking the performance stage.

The Novo explores "big idea" driven spatial solutions focusing on materiality, light and the surface to volume relationships. Through the use of custom draperies, materials and lighting effects a flexible performance space is created that blurs the line between the design and "the show."

The larger massing idea is analogous to a Russian doll or jewelry box and was initiated to deal with the existing shell and core condition; creating a box, within a box. The solution gives the three programmatic zones (lower music hall, V.I.P. lounge and upper music hall) very differentiated spatial and atmospheric experiences, linking them together through their materiality.

47,000 sq ft

Completed 2007

Services Provided

Architectural Design
Prototype Rollout

AWARDS

Merit Winner: AIA/LA NEXT LA Design Awards 2007
Pollstar Award - Best New Music Venue

Milwaukee Entertainment Block

Milwaukee, WI, USA

To elevate fans' gameday experience and create a year-round urban destination connecting Milwaukee's unique neighborhoods, the Milwaukee Bucks are creating an entertainment district in tandem with their new arena opening in 2019.

2.5 acres

Est. Completion 2018

Services Provided
Architectural Design
Market Analysis
Urban Design & Planning

Design Architect
Gensler partnered with local Milwaukee architect RinkalChung

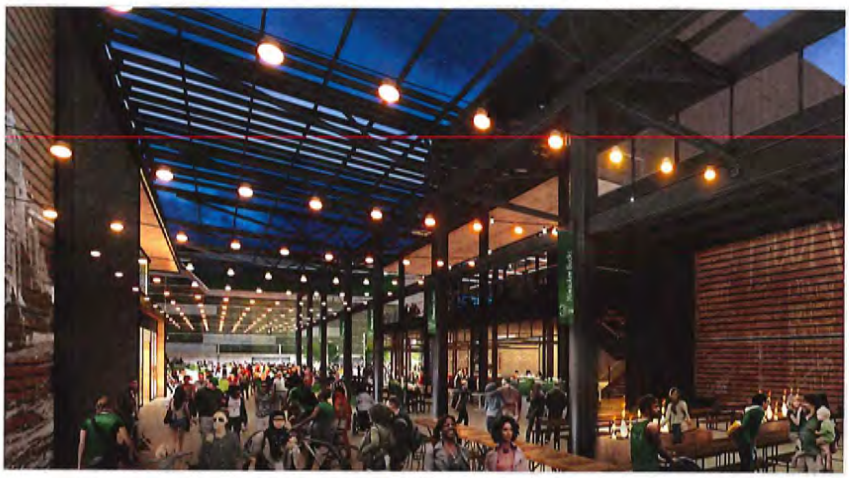
Located between the historic breweries of Milwaukee (Pabst and Miller to the west, Schlitz to the north, and Blatz to the east) the architecture and anticipated programs celebrate the long, proud history of the "Brew City." The architecture is envisioned as a modern interpretation of the industrial heritage of the city, incorporating design elements such as exposed steel and aluminum framing, glass, wood and masonry materials.

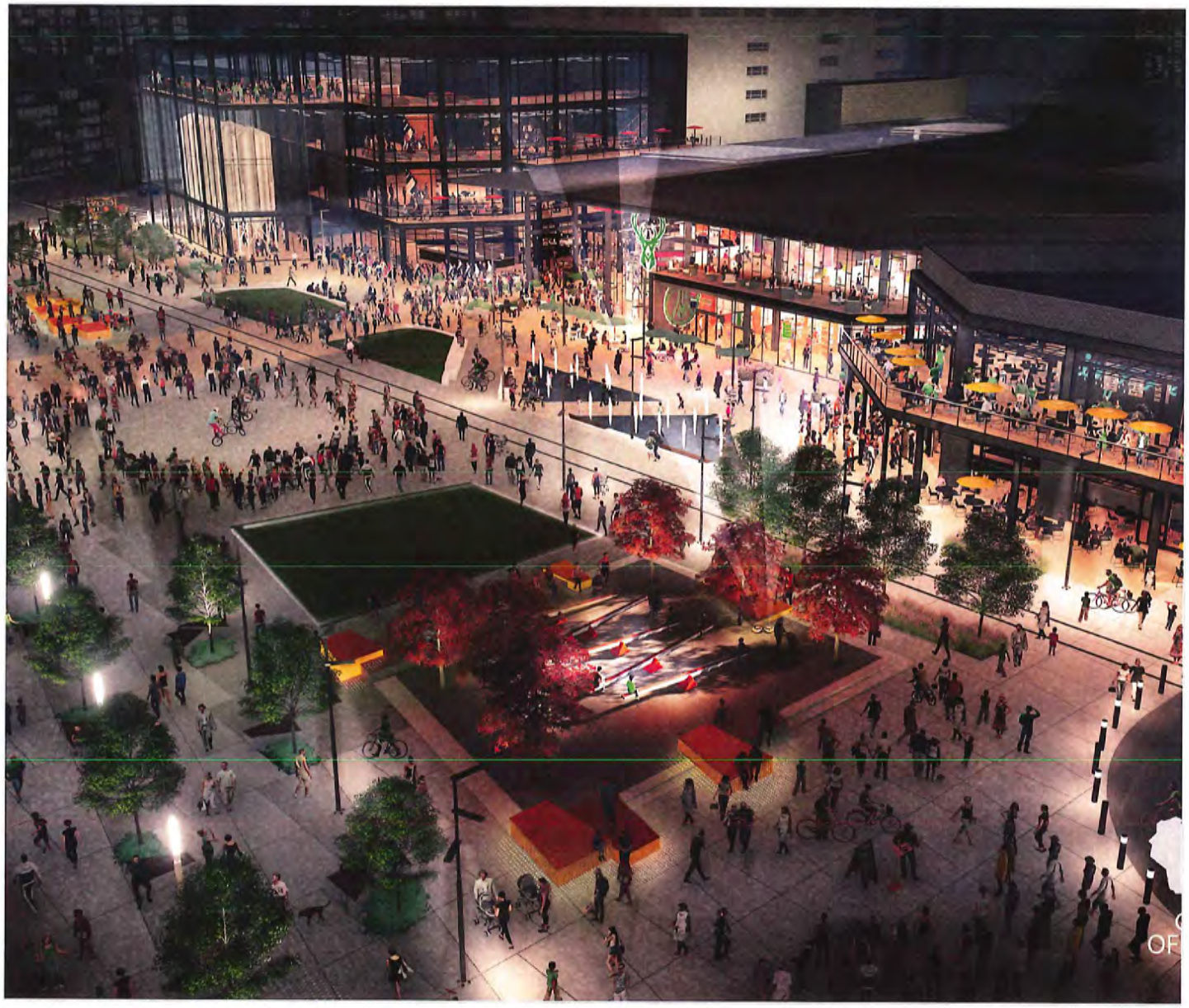
The design provides a flexible framework for a variety of programs including retail, performance venue and food and beverage. A curated mix of uses composed by our analytics team targets a wide range of users, from downtown dwellers to out-of-town visitors.

At the heart of the project is a dynamic, flexible public plaza activating the urban landscape with year-round events. This central plaza, located at the main entry of the new arena, will include a promenade along the arena, public art, an entry garden with interactive installations, a signature water feature, event lawns, and a central gathering area for festivals and other programmed events, surrounded by unique places for shopping, dining and entertainment. The Entertainment Block will connect to the rest of the city with gateways to the public plaza from the north and south, as well as with two pedestrian connectors to Old World 3rd Street and Highland Avenue, promoting easy pedestrian access and sightlines. Potential events such as concerts, farmer's markets, festivals, 3-on-3 basketball tournaments or seasonal ice activities will provide year-round opportunities for everyone to enjoy this area.

The north pedestrian connector linking Old World 3rd Street to the public plaza will incorporate a beer garden, indoor/outdoor dining, large screen media wall, music, and other activities that will help connect the Entertainment Block to the city. It will act as a funnel that seamlessly transitions visitors to the arena, offering a variety of experiences along the way. This north connector will be enhanced with a unique semi-covered canopy and trellis that provides a convertible outdoor/indoor winter garden space, allowing for activity year-round. Brick pavers throughout the space reference the historic character of Milwaukee.

The Milwaukee Entertainment Block combines unique local character, sports culture and local activity to generate revenue for the Bucks and the city. The success of the entertainment block will be a catalyst for the surrounding arena district and beyond as it fills in an essential missing piece of the downtown fabric. The design has built-in phasing options including a potential hotel or office tower to round out the block as a true mixed use center.





Hyundai Card
Music Library + Understage

Seoul, Korea

The latest in a myriad of Hyundai Card member-exclusive amenity projects, Music Library + Understage is a one-stop music destination for music performance, education, and knowledge.

Set within a steep hillside in the rapidly changing Yongsan district overlooking Seoul, this project is the striking home to over 10,000 hand-picked books and vinyl records from the 1950s to present day. As the latest addition in the series of three themed libraries, Hyundai Card Music Library + Understage is intended to appeal to a cultured clientele.

The base building core and shell, designed by SANAA and Gaa Architects, is four levels with floor plates ranging in size from 500 square meters to 130 square meters, as well as underground parking. Gensler is the designer of the interior space and the exterior repositioning. Hyundai Card retained Gensler mid-way through the construction process to re-design the full interior program within the framework of the previous designs and ongoing construction.

The program includes a concert hall, practice studios, an artist lounge, a café connected to an open-performance plaza, and a curated music library dedicated to card-carrying members and their guests on the second level.

Music counterculture of the 1960s and 70s were the core of the project's initial concepts. The theme later evolved, focusing on street-music culture with an industrial-themed aesthetic. Primary design elements concentrated on street presence, a double-height backdrop wall to the concert and practice spaces, direct engagement of the open plaza, and thematically informed spaces for the café and library. Gensler engaged and collaborated with renowned artists JR & Vhils, as well as Gensler's in-house branding team to achieve the final design.

10,915 sq ft

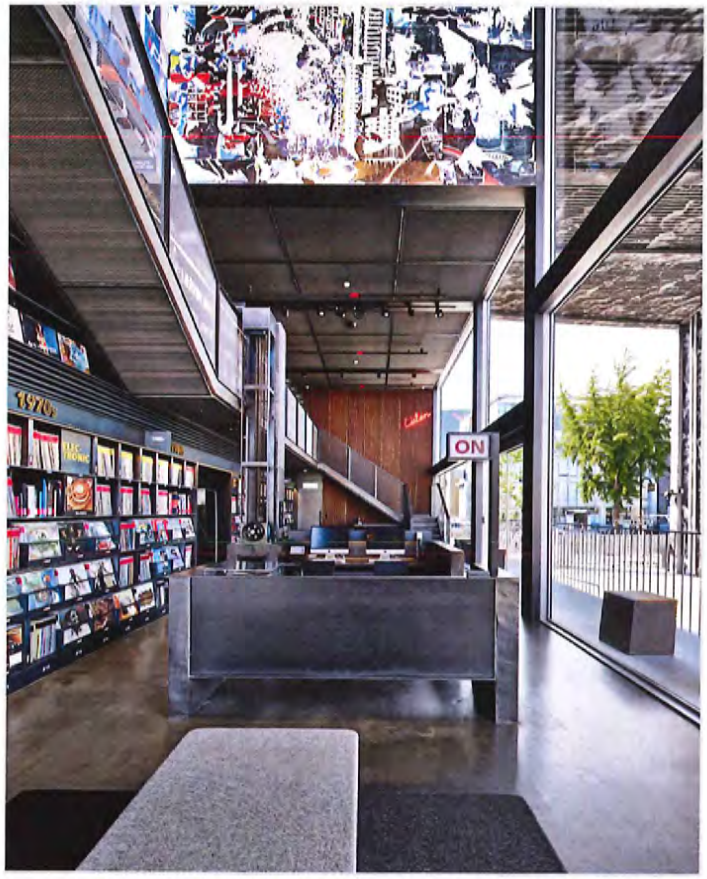
Completed 2015

Services Provided

Interior Design
Exterior Cladding
Environmental Graphics
Graphic Design
Identity

Awards

IIDA, Best of Asia Pacific Award, Education Category, 2016
SEGD, Global Design Award, 2016
IIDA, Global Excellence Award, Entertainment Category, 2015


1970s
ON


RECEPTION

"The space aims to expand the realm of music and culture in the region. The library is where visitors can enjoy an analogue music culture while the 'understage' is a hip cultural space for musicians of all genres"
- The Korea Times


BORN
WITH THE
MUSIC
INSIDE ME
-RAY CHARLES-
NONE BUT OURSELVES CAN
FREE
OUR
MINDS
-BOB MARLEY-
Hippies
WANTED
PEACE & LOVE
WE WANTED
FERRARIS, BLONDES

The Domain, Phase III

Premiere Mixed Use & Residential Living

Austin, TX

Situated in a park-like setting, Phase III of The Domain combines retail, restaurants, a grocer, office, residential, and a hotel seamlessly into a larger 304-acre development approximately 10 miles north of downtown Austin.

For this project, the design team created 356,700 square feet of retail, including the addition of a 123,000-square-foot Nordstrom and over 100 different specialty tenants. The expansion included an "Austin Flavor" district, dedicated to local businesses. A 63,000-square-foot Whole Foods Market expanded and relocated to The Domain, acting as the new front door to the property. The project included multiple residential buildings, housing more than 500 units, and Austin's first aLoft hotel. A richly-landscaped, pet-friendly, nine-acre community park is complete with a pavilion, serving as an open-air music venue and outdoor family activity locale.

When complete, all phases of The Domain will offer nearly 2.4 million square feet of retail, dining, and entertainment, 3.5 million square feet of office space, 2,700 apartment units, two parks, and four hotels. Visitors can easily access The Domain with strategically placed structured parking facilities. The site is also accessible using the Capital Metro bus system, MetroRapid, and MetroRail lines.

The vibrant, sustainable community helps define the appeal of Austin's evolving urban lifestyle for decades to come, while keeping a mindful eye on the capital city's burgeoning growth and what has historically made it unique and progressive.

40 acres

Completed 2016

Services Provided

Architectural Design
Master Planning
LEED Consulting

Awards

Austin Business Journal Commercial Real Estate Awards, Retail Development, Winner, 2016


LAVACA
STREET BAR
TURF & SURF PO-BOY

Kimley»Horn

Expect More. Experience Better.

KIMLEY-HORN

FIRM OVERVIEW

Kimley-Horn is a national planning and design consulting firm that specializes in land development, transportation and landscape design. Founded in 1967, Kimley-Horn has a staff of more than 3,000 who serve a diverse spectrum of public and private sector clients across many disciplines from 84 offices nationwide. With nine Midwest locations, including an office in Ohio, we focus largely on land development for hospitality, retail, industrial, office, and residential projects. Our multidisciplinary experience covers a wide range within engineering, landscape architecture and urban design, transportation planning, and policy. As a full-service firm, we can assist in every phase of a project's development, from site evaluation and selection to new build designs, and construction observation to maintenance and rehabilitation.

The depth of our staff allows us to maximize our coordination efforts while integrating resources, adhering to project schedules, and effective budget management. With these processes in place, we can meet the technical and staffing needs anticipated for any contract. Our offices function as one unified office that provides our clients with firmwide resources and knowledge at any time throughout a project.

RELEVANT EXPERIENCE

RBM Center Parking Structure Consulting Services (Medpace), Cincinnati, OH — Kimley-Horn was engaged by the Owner, MedPace, to assist with overall land planning, specifically focused on developing efficient parking to support the planned development of the available land. The project is located along Red Bank Highway, in Cincinnati, OH, and sits at the front door of the MedPace office complex. The owner plans to develop additional office space to meet the expanding needs of the company, also while developing much needed amenities for the local community, including a new hotel, multifamily residential, and restaurants/retail to support the mixed-use development. An outdoor event space also is planned to accommodate concerts/events to draw people to the complex. Kimley-Horn provided overall parking planning services, including parking functional design, and preliminary structural assessments to integrate the parking into the site, and to support the planned new developments.

Hertz Rent-a-Car Modifications, Cleveland Hopkins and Cincinnati/Northern Kentucky International Airport — Kimley-Horn assisted with the upgrades at two Hertz facilities at Cleveland Hopkins International Airport and Cincinnati/Northern Kentucky International Airport. Enhancements consisted primarily of signage, parking lot, and striping improvements. The design helped show demolition as well as conduit layout, parking reconfiguration, and pavement patches needed to service the proposed modifications. Kimley-Horn worked closely with the architect, MEP, signage company, and entire project team to help with successful communication among the disciplines.

Blue Chip Hotel and Casino, Michigan City, IN — Kimley-Horn provided site civil engineering services for the $165-million Phase I expansion of the Blue Chip Casino property located in Michigan City. The manmade basin in which the casino vessel floats was enlarged to allow for the construction of a second vessel of the same length and nearly three times the width of the first. Surface and structured parking was developed for a total site capacity of 3,500 vehicles. Kimley-Horn designed the facility entrance relocation and created a grand boulevard into the property. Considerable environmental documentation was undertaken in the overall permitting of these projects and Kimley-Horn was instrumental in assisting the U.S. Army Corps of Engineers, the Indiana Department of Environmental Management, and the Indiana Department of Natural Resources in the defense of the permits issued to Blue Chip Casino. Services for Phase I included traffic engineering, site civil design, landscape architecture, structural engineering related to the cofferdam and wall work associated with the basin expansion, construction engineering, and environmental studies.

Edge-On-Hudson Riverfront Redevelopment, Sleepy Hollow, NY — Edge-on-Hudson transit-oriented redevelopment is transforming 97 riverfront acres along the Hudson River, formerly the General Motors Assembly Plant, into a vibrant urban community with three contemporary residential districts, a waterfront promenade, two walkable Metro-North train stations and dramatic views from the new Tappan Zee Bridge to the city skyline. To date Kimley-Horn has prepared traffic circle grading modifications, striping and signage plans for the project's Phase I traffic circle at Beekman Avenue and River Street, re-striping, and signage plans for portions of US 9 and Beekman Avenue to provide dedicated left turn lanes in accordance with requirements set forth by the Village's State Environmental Quality Review Act findings. Kimley-Horn is continuously reviewing and updating cut/fill calculations for the full development of the site and each phase, site development plans for the project's second phase, and submissions of documents to various agencies in support of Phase II.

Kimley»Horn

Expect More. Experience Better.

Michael C. Reeves, P.E., CFM – Engineer / Drainage

Introduction

Mike has 12 years of experience in civil engineering design and storm water management, including an emphasis in erosion and sedimentation controls and floodplain management. He has extensive experience in design for real-estate, single and multifamily, industrial, and commercial sites, including site and utility layout, grading, storm water management, erosion and sedimentation control, and Storm Water Pollution Prevention Plans for Ohio Environmental Protection Agency permitting. He has additional experience in natural channel stream design and restoration including training in applied river geomorphology.

Professional Credentials

- Bachelor of Science, Civil Engineering, Rose-Hulman Institute of Technology
- Professional Engineer in Ohio and Indiana
- Certified Floodplain Manager

Professional Affiliations

- Urban Land Institute
- Building Industry Association of Central Ohio

Select Relevant Experience

Mike completed the following projects prior to joining Kimley-Horn:

- Maisonette, City Studios, Cincinnati, Ohio
- Mercer Commons, City Studios, Cincinnati, Ohio
- Forest Square, City Studios, Cincinnati, Ohio
- Milford Junior High School, Fanning Howey, Milford, Ohio
- Edgewood High School Watermain Extension, SHP Leading Design, Trenton, Ohio
- Clermont County Municipal Building Stormwater Management, MSA, Batavia, Ohio
- Twin Creek Preserve Hatchery Creek, Wolf Creek National Fish Hatchery, Jamestown, Kentucky
- Cincinnati Fire Department Station 24, Cincinnati, Ohio
- New Softball Press Box, College of Mt. Saint Joseph, Cincinnati, Ohio
- Portsmouth Levee Accreditation, Portsmouth, Ohio
- Lunkin Airport Levee Accreditation, Cincinnati, Ohio

Kimley»Horn

Expect More. Experience Better.

Justin Muller, P.E., LEED AP – Engineer / Site Civil

Introduction

Justin has 15 years of experience specializing in land development projects including extensive experience on various commercial, industrial, multiuse, and supportive infrastructure projects. Justin typically leads a team of design professionals through the planning, design, and construction phases of a project, including the procurement of necessary local and state permits. Justin's project experience includes site design, roadway design, and streetscape design with discipline components encompassing drainage and storm water management, utility relocation and design, sanitary sewer and water master planning, and sewer/water design.

Professional Credentials

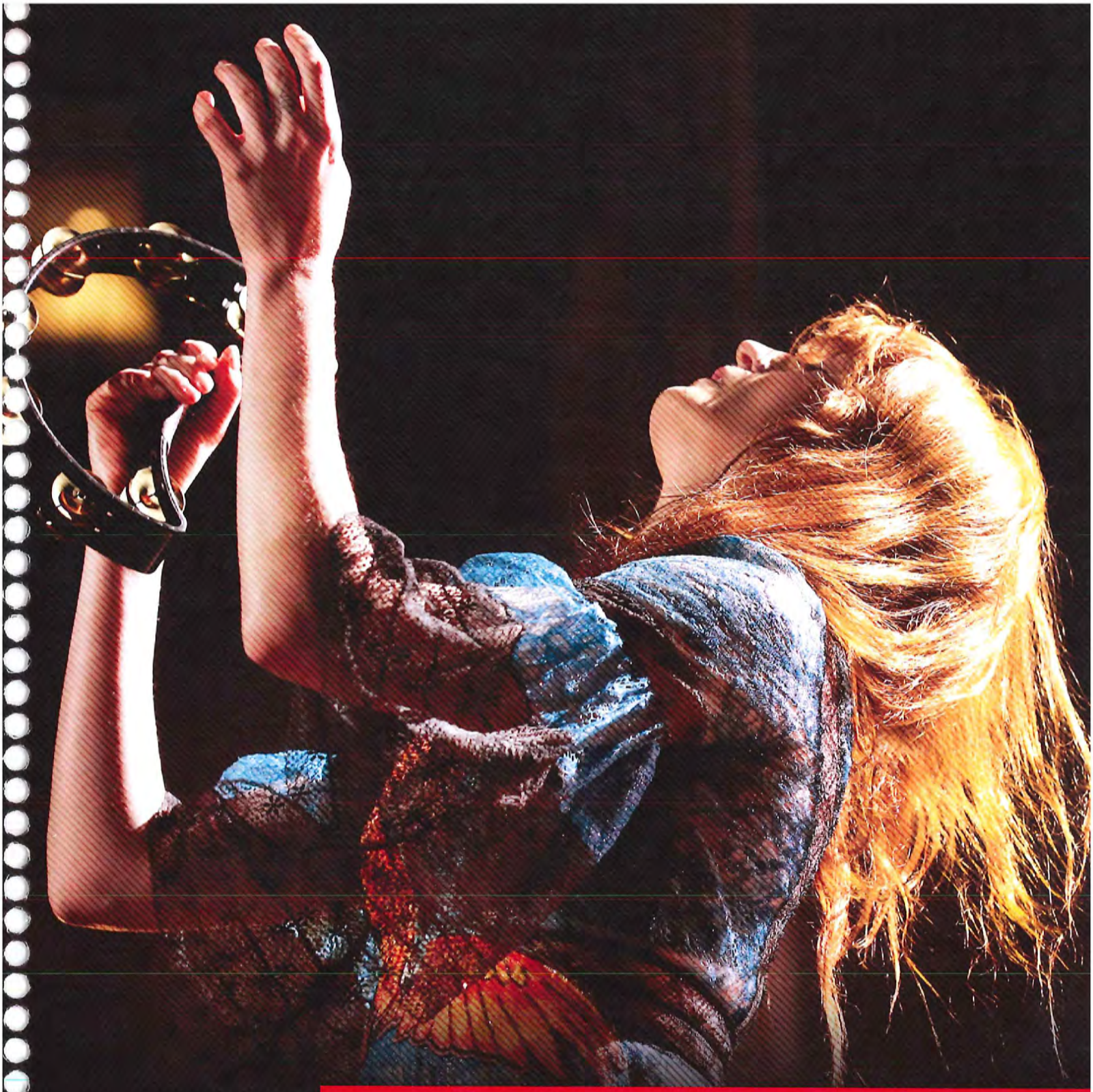
- Bachelor of Science, Civil Engineering, Michigan State University
- Professional Engineer in Ohio, Illinois, Michigan, Wisconsin, Indiana, Pennsylvania, and Missouri
- LEED Accredited Professional

Professional Affiliations

- National Association of Industrial and Office Properties
- International Council of Shopping Centers

Select Relevant Experience

- Glen Gate Mixed-Use Development, Glenview, Illinois
- Aloft Hotel, Bolingbrook, Illinois
- Blue Chip Hotel and Casino, Michigan City, Indiana
- City Center District Redevelopment, East Lansing, Michigan
- Marriott ADA Improvements, Dayton, Ohio
- Target Food Distribution Center, West Jefferson, Ohio
- 1266 Dublin Road Church Renovation, Columbus, Ohio
- Commerce Parkway Roadway, West Jefferson, Ohio
- Target Drainage Improvements, Springfield, Ohio
- Save-a lot Distribution Expansion, Austinburg, Ohio
- 6200 Harrison Development, Hamilton County, Ohio
- JTM Industrial, Harrison, Ohio
- Main Event, West Chester, Ohio
- Hertz, Cincinnati Airport, Hebron, Kentucky



4. DEVELOPMENT BUDGET

FLORENCE + THE MACHINE

LIVE NATION

ARKgroup

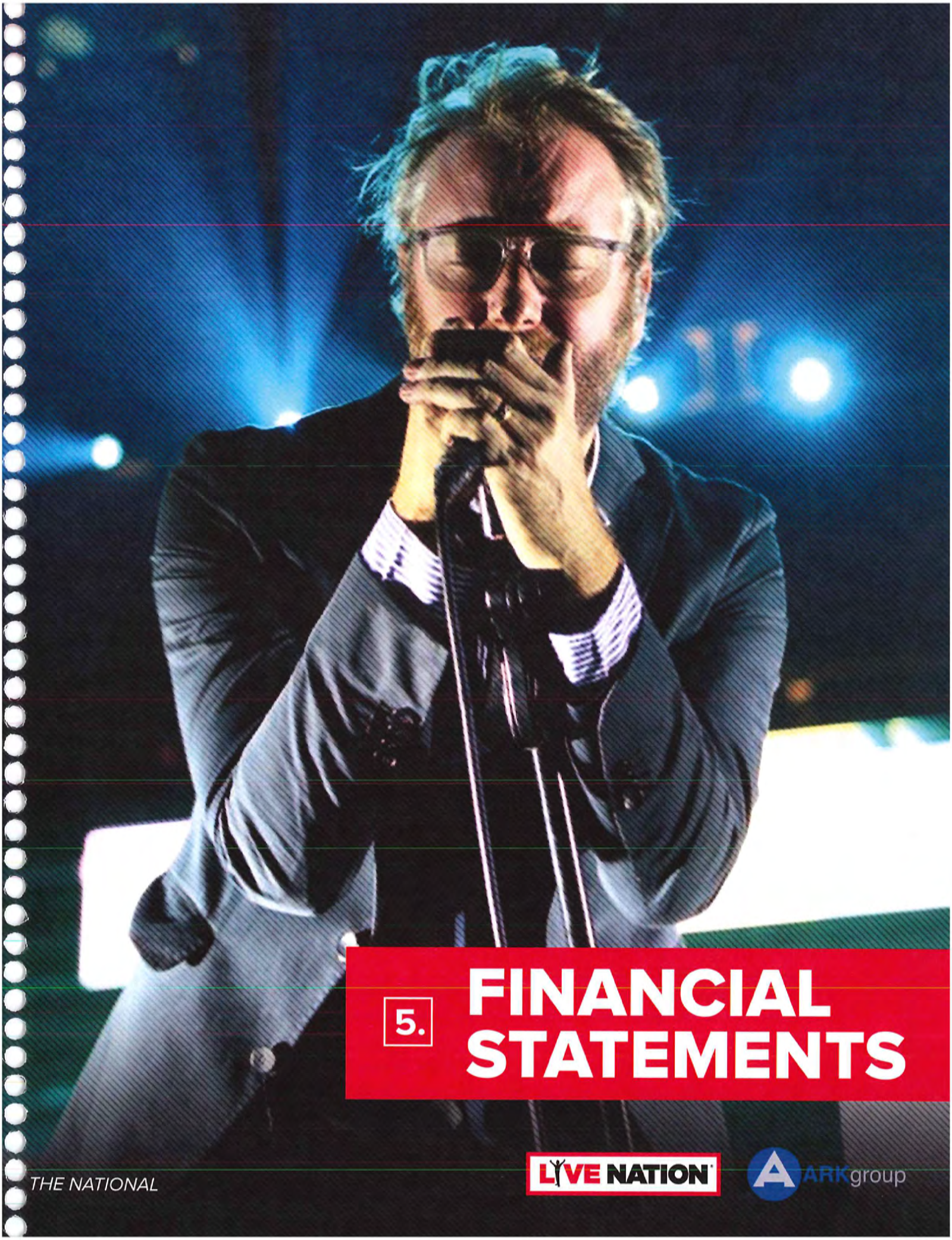
4.8 - FUNDING/FINANCIAL QUALIFICATIONS

Noah Lazes of ARK Group and Kathy Willard, CFO, of Live Nation will be jointly responsible for the funding of the project. The development team does not foresee any lender financing to complete the Venue Development Budget. The ARK Group is privately owned 50% by Noah Lazes and 50% by Richard Lazes. Noah and Rick Lazes as well as all affiliated companies have never declared bankruptcy or defaulted on any loan obligation. The ARK Group has a net asset value in excess of $500 million. The ARK Group is a privately held company and does not have audited financial statements, but our primary banking relationship, Suntrust Bank (top 10 US bank), can verify that ARK Group has assets capable of funding the full Venue Development Budget without outside financing. The ARK contact at Suntrust Bank is John Hondros, john.hondros@suntrust.com, (704) 799-7382. It should be noted that ARK Group recently independently completed development of a $200+ million live music anchored entertainment center in Irving, Texas (www.toyotamusicfactory.com). Live Nation is a public company with over six billion in assets and over ten billion in annual revenue. Live Nation can also finance the Venue Development Budget without any outside financing.

It is anticipated that the project will be financed by a combination of funding from ARK/Live Nation as the developer and the city/county. The portion of public city/county funding will need to be discussed in more detail as the final project design scope criteria are determined and a development agreement is drafted.

Live Nation and the ARK Group believe flexibility in financing is key. We believe we can collectively come up with a financial plan to build a venue that the City of Cincinnati, Hamilton County, Live Nation, and the ARK group will be proud of for many decades to come. We look forward to continuing financing discussions with the JBSC.

VENUE DEVELOPMENT BUDGET	AMOUNT
Architecture & Engineering	$2,500,000
Art & Exterior Signage	$2,500,000
Furniture, Fixtures, Equipment & Seating	$5,000,000
Hard Construction - Concert Hall (100,000 HSF @ $400 PSF)	$40,000,000
Hard Construction - Parking Deck Modifications (2.6 acres @ $50 PSF)	$5,662,800
Interest on Equity	$2,500,000
Marketing	$500,000
Miscellaneous Soft Costs & Legal	$1,500,000
Developer Fee	$6,016,280
Subtotal Cost	**$66,179,080**
Contingency	$6,617,908
Total Cost w/Contingency	**$72,796,988**



5. FINANCIAL STATEMENTS

THE NATIONAL

LIVE NATION

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Live Nation Entertainment Reports Fourth Quarter And Full Year 2017 Results

NEWS PROVIDED BY
Live Nation Entertainment →
Feb 27, 2018, 16:23 ET

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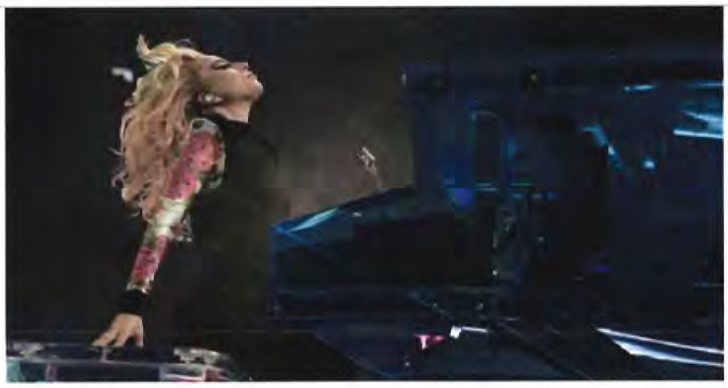
LOS ANGELES, Feb. 27, 2018 /PRNewswire/ --

Full Year 2017 - Another Record Year for Live Nation

- **ŸRevenue Up 24% to $10.3 Billion**
- **ŸLive Nation Concerts Attendance of 86 Million, Up 21%**
- **ŸTicketmaster Fee-Bearing GTV Up 15% and Secondary GTV Up 16%**
- **ŸSponsorship & Advertising Revenue Up 18%**
- **ŸEvent-Related Deferred Revenue Up 13% to $816 Million as of December 31**



(PRNewsfoto/Live Nation Entertainment)...

2018 Indicators (as of Mid-February)

- **ŸConfirmed Concerts Show Count Up 7% Year-Over-Year**
- **ŸOn-Site Spending at Amphitheaters Expected to Grow Additional $2 Per Fan**
- **ŸSponsorship & Advertising Committed Net Revenue at 70% of 2018 Projections**

Live Nation Entertainment (NYSE: LYV) today released financial results for the three months and full year ended December 31, 2017.

Live Nation delivered its seventh consecutive year of record results, with revenue growth across all our divisions - concerts, sponsorship and ticketing. We continue to see the tremendous power of live events, with strong consumer demand and a robust supply of new and established artists hitting the road from clubs to stadiums. Live is truly a unique entertainment form; it cannot be duplicated and creates lifetime memories that fans are craving more than ever in this experience economy.

We believe the live business will continue to have strong growth for years to come as fans globally drive demand, artists are touring more, and sponsorship and ticketing benefit from the concerts flywheel.

Concerts Market Share Expansion Continued in 2017

Live Nation continued to grow its global market share in 2017, adding 15 million fans globally for a total of almost 86 million fans, driving concerts revenue up 26%.

Across all of the artists we work with, we invested $5.6 billion to promote 30,000 shows in 40 countries, with Live Nation by far the largest financial supporter of artists in music. Fans, more than ever, find the live experience, from club shows to arenas to festivals, a top entertainment choice and the best way to celebrate their favorite artists and share the experience with other fans. In the United States alone, over the past 10 years consumer spending on experiences has grown $5 billion per year, and we believe this trend will continue driving a structural increase in demand for concerts globally. In 2017, we built on our leadership position across our business, with double-digit fan growth in both North America and internationally, and across arenas, stadiums, festivals, and theaters and clubs.

In addition to growing our show count and attendance, our pricing and on-site initiatives also continue to improve our results. Average ticket prices for our shows increased by 5% in 2017, amounting to over $250 million additional revenue as artists more effectively captured the true value from their shows. Once at the show, average per-fan spending grew as well. At our amphitheaters, this spending grew by 9% to over $24 per head as we added more high-end products, improved the quality of our food and beverage offering and increased points of sale.

The strength of our business is continuing into 2018 with confirmed arena, amphitheater and stadium shows through February 19th up 7% compared to this time last year. Overall, we expect a very strong year across our amphitheaters, arenas and festivals, with some decline in stadium show count on a year-over-year basis. Given our plans to further monetize our fan relationships, I expect this will translate into continued strong growth in concerts operating results in 2018.

Sponsorship Continued Strong Growth in 2017

In our high-margin sponsorship division, we grew our revenue by 18% in 2017. Throughout the year, our top strategic sponsors have been a key driver of our growth, as our 50-plus sponsors that spend over $1 million per year with us collectively spent $285 million to reach our fans, up 19% from last year. Sponsorship revenue at our festivals grew 20%, driven by our new deals with brands including American Express, American Eagle, Samsung and Amazon Web Services.

All of this reinforces the power of our platform of 86 million fans, and the continued shift by brands to invest in the live experience. Our research indicates that 90% of brands think that Live Nation can help them reach millennials, and almost 70% of fans say they are more likely to be receptive to brand messaging at concerts.

With over 70% of budgeted sponsorship revenue for the year already committed, we are confident that we will again deliver double-digit growth in operating results for 2018.

Ticketmaster Extends Global Leadership Position

Ticketmaster continued growing its leadership position in ticketing in 2017, with fee-bearing gross transaction value, or GTV, up 15% and total platform GTV of $30 billion, delivering 500 million tickets to fans in 29 countries and a 17% increase in ticketing revenue.

The Ticketmaster platform continues to demonstrate its effectiveness in selling tickets to fans, with the fourth quarter being our top quarter ever, selling over 50 million fee-bearing tickets which delivered over $4.5 billion in GTV.

Our number one priority at Ticketmaster in 2017 was building products to better serve the artist community. Music has accounted for about 80% of Ticketmaster's GTV growth in recent years, making it imperative for us to extend our focus from venues to those artists who are filling the venues.

First among those product successes last year was Verified Fan, a key step in giving artists greater control over how their tickets are sold. Throughout the year, we worked with over 80 artist campaigns on Verified Fan, selling three million tickets and saving fans over $100 million relative to what they would have spent on the secondary market to buy these tickets. As we look toward 2018, it will continue to be a top priority to evolve Verified Fan, while also building out a full suite of services that give artists greater control over how their tickets are priced and distributed.

At the same time, we have also continued to improve our marketplace, already by far the largest ticketing marketplace in the world. We remain focused on building the inventory available to fans, adding new clients and expanding our secondary listings. The addition of third-party events enabled Ticketmaster in North America to increase the number of events for which it sold tickets in 2017 by over 25%, and further reinforced our marketplace as the one-stop solution for fans needing tickets.

Collectively, these improvements drove Ticketmaster's success in 2017, and this success is continuing into 2018, as ticket sales are up 5% through February 19th. We believe this positions us for another year of growth.

2018 Growth Drivers

In 2017, we again delivered strong growth through our flywheel strategy - growing our global concerts business, and thereby driving growth in our high-margin on-site, sponsorship and ticketing businesses. This strategy has consistently delivered results for several years now, creating shareholder value through increasing operating results and cash flow growth as we have continued expanding our global business.

The combination of macro trends and our demonstrated ability to execute provide great confidence in our ability to grow the business for many years to come. In 2018, I expect us to further consolidate our global concerts position while enhancing our on-site hospitality business and capturing additional pricing opportunities.

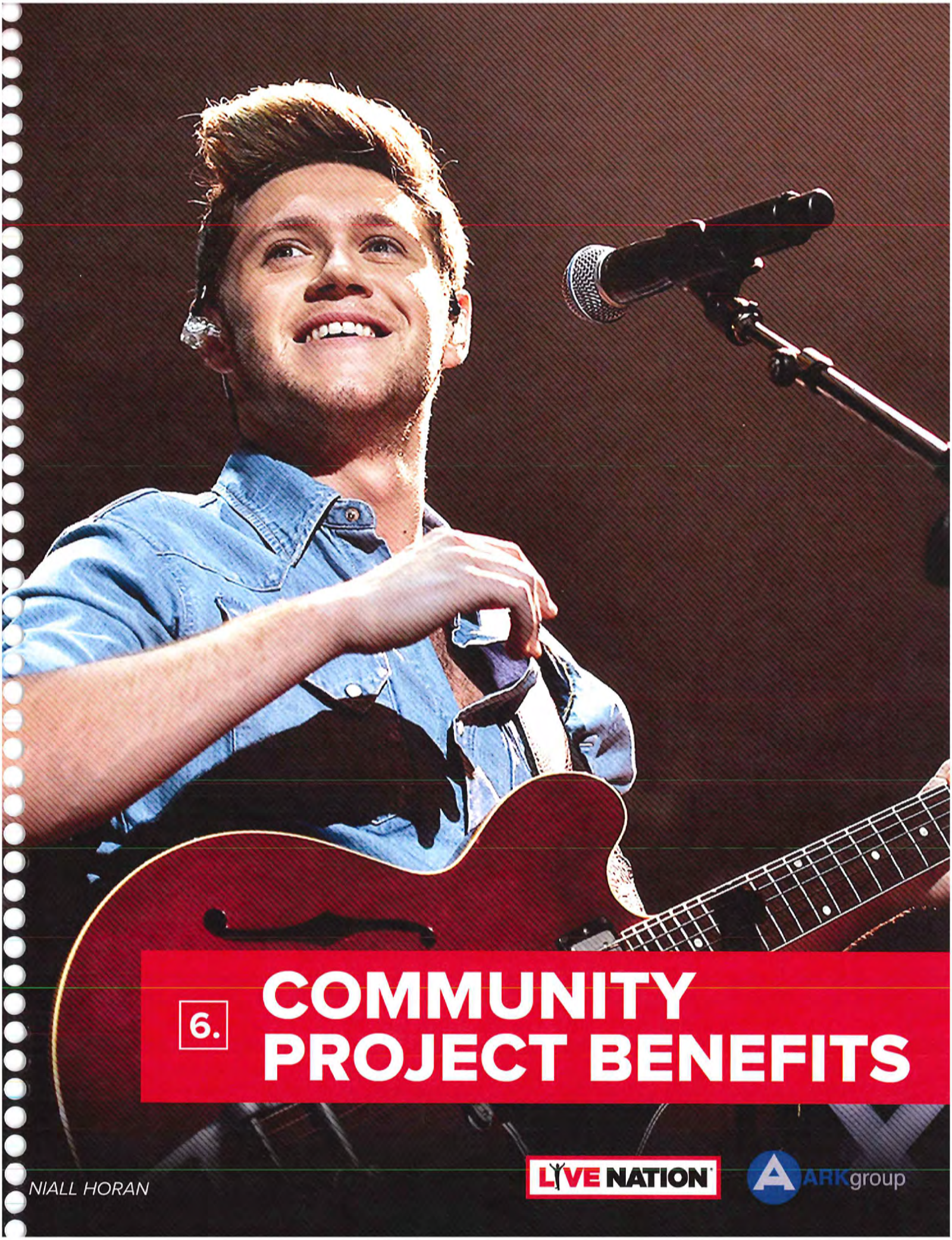
We believe that our sponsorship business will continue driving double-digit growth as more brands look for that direct connection with music fans. And a more effective Ticketmaster marketplace, along with further alignment with artists, should continue to build on Ticketmaster's success.

Michael Rapino
President and Chief Executive Officer
Live Nation Entertainment, Inc.

2017 LIVE NATION FORM 10-K:
http://s1.q4cdn.com/788591527/files/doc_financials/2017/Q4/0_FORM-10K-2017-DRAFT-As-Filed.pdf

2016 LIVE NATION ANNUAL REPORT:
http://s1.q4cdn.com/788591527/files/doc_financials/2016/annual/LYV-2016.12.31-10K_FINAL_rev7_hosting-only.pdf

2015 LIVE NATION-ANNUAL REPORT:
http://s1.q4cdn.com/788591527/files/doc_financials/2015/Annual-Report.pdf



6. COMMUNITY PROJECT BENEFITS

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LIVE NATION

ARKgroup

4.9 - COMMUNITY PROJECT BENEFITS

Live Nation and the ARK Group believe that for this project to reach its full potential, it must be seen as a benefit to the community. It is imperative that the BANKS Event Center encourages non-profit and small business partnerships while providing regular and sustained community activation opportunities. In each Live Nation venue that we operate, the local community is the most important resource, as the local community are the fans attending the concerts, the business-people hosting local meetings, the sports fanatics hosting pre-game parties, and the friends sharing communal events together. The community also makes up the employee work force, completing the construction work, taking tickets, marketing the shows, pushing the road cases, setting up the equipment, selling the popcorn, and running the venue!

For the BANKS Event Center to truly be successful, we need to quantify the community interaction with:

- Non-profit and small business partnerships
- Community project activation opportunities
- Job creation: particularly for local residents
- Create opportunities for minorities and women-owned entrepreneurs

Live Nation and the ARK Group wholeheartedly and enthusiastically support the goal of assuring minority business enterprises (MBE) and woman business enterprises (WBE) are given the opportunity to participate in contract and procurement opportunities related to the construction and management of the BANKS Event Center.

Live Nation has existing internal expertise in the implementation of diversity plans. Furthermore, we believe our approach in not only crafting the diversity plan, but also ensuring its implementation, will reflect positively on the BANKS Event Center operation as a whole.

Mission

Live Nation and the ARK Group will pro-actively engage in and support the commitment of creating opportunities for Diversity Businesses by promoting and valuing an open, fair and transparent ability to competitively participate in the procurement of goods, services and contracting.

Statement Of Commitment

Live Nation and the ARK Group have a strong desire to work extremely hard on behalf of the City of Cincinnati toward its Diversity Business goals. We are well aware of the City's commitment of inclusion and will work tirelessly to exhibit our understanding of that goal. We have set out to engage the services of a much respected and dedicated diversity business advocate with a proven track record of meeting and exceeding stated aspirations. We will show a true commitment of inclusion and the promotion of opportunities to participate on contracts on behalf of the BANKS development area. We are confident that the ARK Group, in coordination with Live Nation, will offer an open, fair and transparent opportunity to all groups to participate on this project. We will seek to partner with the full selection of diversity business enterprises that include small, minority, women, disabled service veterans and locally-owned business enterprises in an effort to echo Cincinnati and Hamilton County's commitment to inclusion of Diversity Businesses.

It is the policy of Live Nation and the ARK Group to not to discriminate against any person because of race, color, religion, national origin, sex, sexual orientation, gender identification, marital status, age, disability, or veteran status and to take action to ensure that applicants and employees are treated fairly. Live Nation will comply with all applicable federal, state, and local laws, ordinances, orders, and rulings governing equal employment opportunity. The Live Nation Diversity Plan will emphatically support the economic development of the City of Cincinnati and Hamilton County, and the vital role diversity plays in the state, national, and global marketplace.

Live Nation is also a leader in using local Not-For-Profit Groups in our concessions operation, which has helped thousands of groups over the last decade reach local fundraising goals. Legends is one of Live Nation's preferred concessionaires and their venues in 2017, over 400 Not For Profit groups were able to raise over Six Million Dollars in fundraising efforts for their local communities. We will adopt a similar fundraising strategy at the BANKS Event center.

Live Nation and the ARK Group are committed to hiring local Cincinnati and Hamilton County Residents to work the critical positions for each event we host as well as project construction. During the construction process it is estimated that the equivalent of 200 full-time jobs will be created lasting at least a year. For each event, thousands of positions are necessary to provide the incredible service we expect for our fans and the bands who are performing. On any given night, we could expect to hire:

Live Nation anticipates hiring over Six Hundred employees each year to work the BANKS Event Center.

- Seventy-Five Ushers and Ticket Takers
- One Hundred and Twenty-Five Security Personnel
- Fifty Stagehands skilled in lighting, sound, carpentry, video, and more
- One Hundred and Fifty Concession workers
- Fifty Cleaning Personnel
- Ten Engineers and Maintenance Personnel
- Fifteen Merchandise Sellers
- Twenty Parking Personnel
- Thirty Catering Personnel including line chefs.

Live Nation Service Culture

For each of the individuals we hire for the jobs listed previously, Live Nation is committed to providing consistent, world class customer service at all owned and operated amphitheaters across North America. Our front-line employee are the fundamental building block to achieving a better fan experience at our venues and are hired through local job fairs and then trained onsite. Live Nation hired the Disney Institute to work with our operations team to develop the best outdoor amphitheater service culture to date. We will institute this service culture at the new venue if given the opportunity. Our commitment to service excellence continues to be met with substantial financial investment, aiding in the on-going development and execution of our Live Nation Service Culture. Our service culture is driven by the idea that exceptional service is manifested by intentionality and over-managing details that are in our control as operators. With over Twenty-Eight Thousand seasonal and part time employees, we created an overarching Live Nation common purpose to help align our purpose with customer expectation, and communicate that alignment to all front-line employees across North America. Live Nation's common purpose is "Fans creating once in a Lifetime Experiences for Fans" and it is our foundation on

which all service decisions can be developed. It is driven by our Four service standards; Safety, Care, Encore and Efficiency and they are the operating priorities that help us ensure a consistent and high-quality customer service experience. To consistently bring those once in a lifetime experiences to life for our fans, requires the same intentional investment in our venue employees and arming them with the tools and resources needed to execute service excellence.

Recruiting

Live Nation now actively looks to recruit and hire seasonal employees with a heart for service; those who exhibit the right behaviors and desire to not just fulfill their operational duties, but thrive to deliver on service excellence. Live Nation will focus this recruiting effort per the RFP requirements.

Training / Onboarding

In 2017 Live Nation designed e-learning courses were introduced to the field. Prior to orientation all seasonal employees are required to complete these course, which range from 3-10 minutes each. The original 10 training course cover topics such as "Know our Common Purpose", "Be Show Ready!", "Conduct Effective Searches", "Care for Guests", and "Provide Great Guest Service" 12 more courses are being added prior to the 2018 season, including "Wanding Guests", "Working with Guests with Disabilities", "Listen-Direct-GO Emergency Evacuation Basics", "Coach & Celebrate Desired Service Behaviors" and "Zero Waste at Live Nation". Employees access these courses via our Learning Management system, which also helps track training completion. This tool fosters peer-to-peer learning, enables mobile learning and communication, and allows us to organize learning by individual or user groups. This tool gives Live Nation and The BANKS event center the ability to train and re-train our seasonal employees faster and have greater confidence that all employees are receiving consistent training across the division

Community Partnership Plan

Once we have the right staff hired and trained efficiently, then we need to operate our shows at the highest levels, while maintaining phenomenal relations with the City, County, and the BANKS neighborhood. Live Nation is committed to employing good neighbor policies in every venue that we work in. In each of the communities we work, Live Nation has invested significant time and resources to ensure that the community embraces the concert and specific events, while mitigating, for the neighborhoods, any potential negative impacts from sound, traffic, or other event related activities. Live Nation appreciates the special nature of the BANKS and the surrounding business and residential neighborhoods and is committed to establishing a Community Liaison role to ensure that the Community's needs are always at the forefront of our event planning. Live Nation understands that the most precious resource for Cincinnati and Hamilton County residents is TIME, therefore, we will establish a partnership with the City that minimizes the amount of time required for each guest to enjoy the new venue by making the purchase of tickets while making the overall experience at the venue as rewarding as possible.

Tracking

In order to properly gauge community perceptions and the effectiveness of outreach efforts, this Community Partnership Plan includes an ongoing reporting and response mechanism. Efforts will be made to record, track and resolve all customer or neighborhood concerns, issues and comments. Results will be shared by the General Manager, Operations Manager, and Community Liaison in their monthly communications with key stakeholders. Additionally, the following topics are especially sensitive and detailed plans will be developed to address these specific issues:

- Noise - consultants will be hired, tracking devices appropriately installed in designated locations, recording decibel levels at all events
- Traffic
- Facility cleanliness
- Parking (supply, ingress, egress, ease)
- Safety and security

The frequency of our communications will depend upon the format being used, and frequency will be adjusted based upon any feedback received. We will always strike a balance between keeping a strong, steady communication flow and respecting the privacy and preferences of all community members.

Approach To Ongoing Community Engagement

A commitment to ongoing community engagement is critical to the long-term success of the New indoor/outdoor venue at the BANKS. Immediate neighbors in the BANKS area, local businesses, and residents of Cincinnati must all be given multiple opportunities to experience the new venue.

Community Hotline

To provide a clear avenue for on-going community engagement and feedback, we will establish a Community Hotline. The Hotline will offer a clear, direct line of communication for local residents, students, and faculty, and will be available, before, during, and for a reasonable period of time following each event at the BANKS Event Center.

Noise - Sound Level Reporting And Monitoring

Having worked in residential communities in many of our outdoor amphitheaters, Live Nation understands the importance of a successful sound mitigation plan. Live Nation is committed to installing, if the artist is not touring with a sound package, at our own expense, a state-of-the-art sound system that will be engineered to focus the sound away from the residential areas. This sound system will comply with all industry standards. Live Nation will monitor sound level as at a minimum of three locations, as designated by the Joint Banks Steering Committee.

- The proposed new speakers, likely from the brand D&B, boast modern technology that allows the array to be steered and project coverage over a tighter area. This will result in better sound quality and higher levels over the audience areas, with significantly reduced sound levels in the non-audience areas. With modeling, we will predict noise impacts to the City of Cincinnati and surrounding neighborhoods to optimize the speaker performance while obeying noise control requirements.
- Knowing that sound propagation can change significantly due to weather patterns, we will monitor weather changes and how they affect the venues noise distribution. Our efforts to monitor and reduce noise will be a coordinated effort between the venue, city, and residents.
- As mentioned herein, we will conduct community and customer surveys at regular intervals including questions aimed to continuously improve our sound mitigation strategies for the venue.
- We will comply with the applicable City noise ordinances at all times. Live Nation will hire a sound technician to consistently measure sound decibel readings at the sound mix position, at the perimeter of the BANKS Event Center, as well as at the closest residency.

7. FINANCIAL HISTORY

Rascal Flatts

LIVE NATION

ARKgroup

4.10 - FINANCIAL HISTORY

Neither company that comprise the development partnership, Live Nation and ARK Group, or ARK Group ownership (Noah Lazes and Rick Lazes) have ever declared bankruptcy or participated in a restructuring of debt commitments of a distressed property.

LIVE NATION WORLDWIDE, INC.
Years in Business: 20
Other Names Organization has Operated Under: SFX Entertainment, Inc., Clear Channel Entertainment, Belkin Productions, Nederlander Concerts

Date of Incorporation: December 2, 1997
State of Incorporation: Delaware
Corporate ID/FEIN Number: 13-3977880
President/CFO: Kathy Willard

Other Names Organization has Operated Under	SFX Entertainment Inc ., Clear Channel Entertainment, Belkin Productions
Date of Incorporation	Live Nation Entertainment, Inc. - August 2, 2005 Live Nation Worldwide, Inc. - December 2, 1997
State of Incorporation	Delaware
Coporate ID / FEIN Number	13-3977880
President, CFO & Asst Secretary	Kathy Willard

Live Nation Entertainment, Inc. ("Live Nation") was incorporated in 2005 and became a publicly traded company on the New York Stock Exchange. Our history is much deeper than that though as we were originally formed, starting in 1996, by buying companies in the concert promotion business that had been in existence for many decades before. In 2010, Live Nation merged with Ticketmaster forming the company that we are today. We operate in four main segments within the live entertainment business, including Concerts, Ticketing, Artist Nation, and Media and Sponsorship.

Live Nation's 2017 financial statements and notes were prepared in conformity with U.S. Generally Accepted Accounting Principles (GAAP). The financial statements have been audited by our independent auditors, Ernst & Young LLP, in accordance with the standards of the Public Company Accounting Oversight Board (United States).

As reported in Live Nation's 2017 Form 10-K, the Company has total assets of $7.5 billion including cash and cash equivalents of $1.8 billion, as of December 31, 2017. For full year 2017, the Company generated $623 million of cash flow from operations.

As a publicly traded company in the United States, Live Nation files its annual financial statements, along with any other required filings, with the U.S. Securities and Exchange Commission ("SEC"). The Company's Form 10-K for fiscal year 2017 can be found on the Company's website at investors.livenationentertainment.com if the City of Cincinnati requires additional financial information.

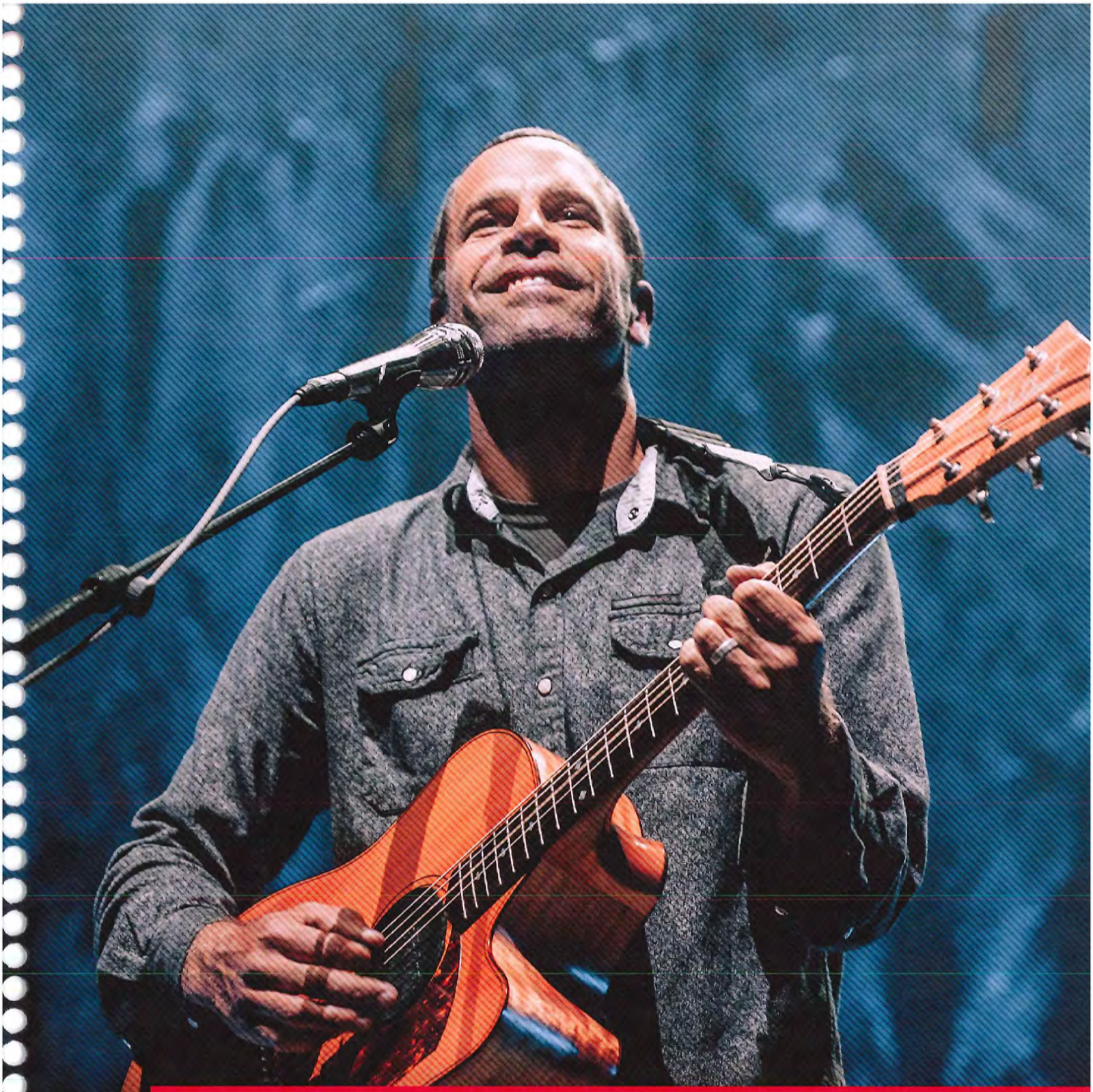
HUMAN RESOURCE CAPACITY

As December 31, 2017, Live Nation employed approximately Eight Thousand, Eight Hundred full-time employees dedicated to providing first-class service to our landlords, artists, fans, ticketing clients and corporate sponsors. Many of our employees have decades of experience in promoting and producing live concerts, ticketing operations, sales and marketing, artist management and live event venue management.

The staffing needs vary significantly throughout the year. Therefore, Live Nation also employs part-time and/or seasonal employees, primarily for our live music venues. Live Nation employs as many as Twenty-Eight Thousand seasonal employees annually during peak periods of the year, primarily in the summer months.

LITIGATION STATUS

As part of an organization that is the leading concert and tour promoter, live music venue operator, ticketing service provider, and artist management firm in the world, Live Nation, is occasionally party to the normal levels of litigation, all of which being appropriate given the size and breadth of operations of the company. As this disclosure relates to our Cincinnati operating offices there are no current on-going litigation issues to list. For additional information, the City of Cincinnati can also refer to Live Nation's Form 10-K filing for fiscal year 2017 which is attached in this document as a link.



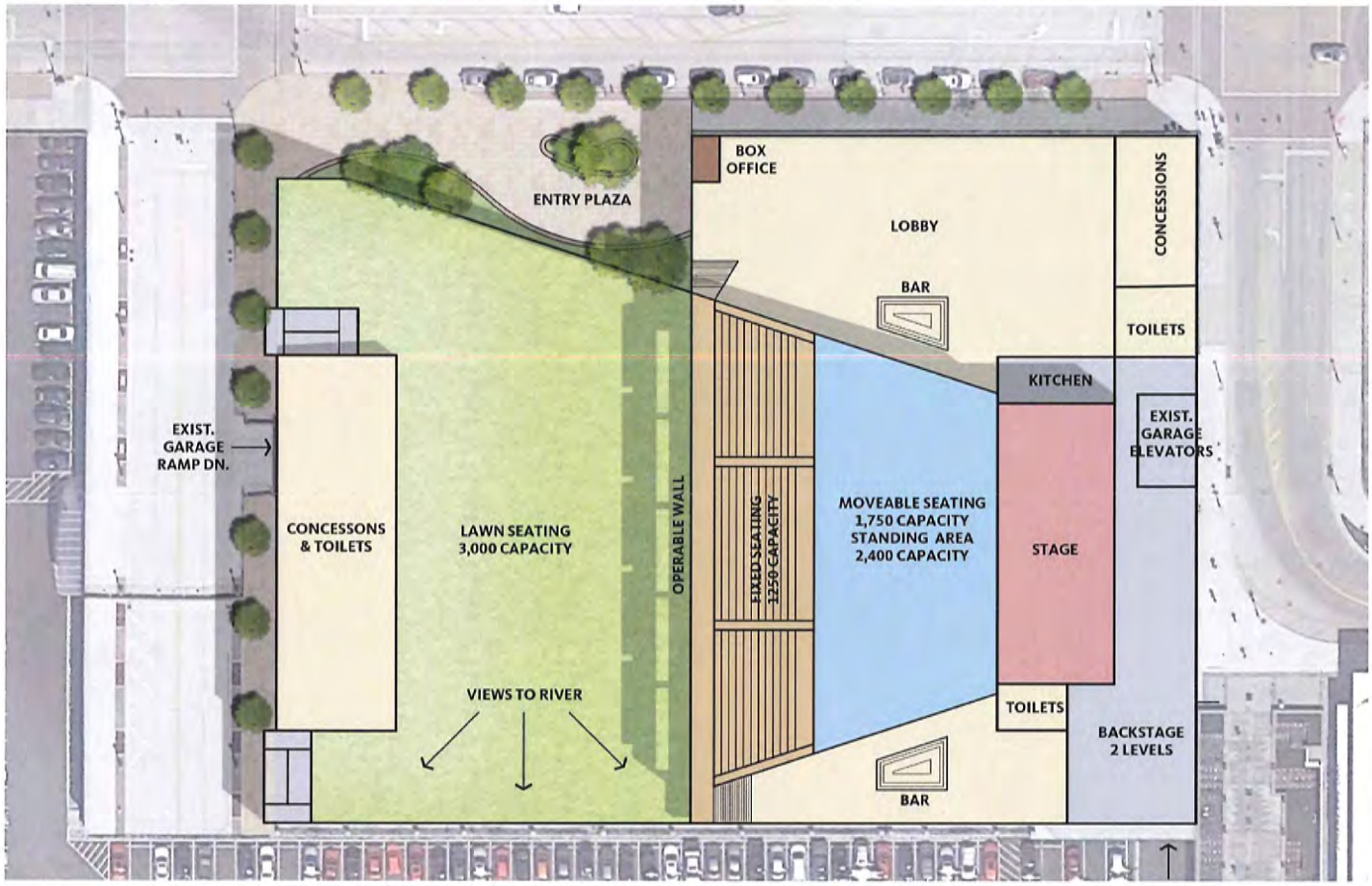
8. VENUE DESIGN ELEMENTS / PRELIMINARY ARCHITECTURAL RENDERING

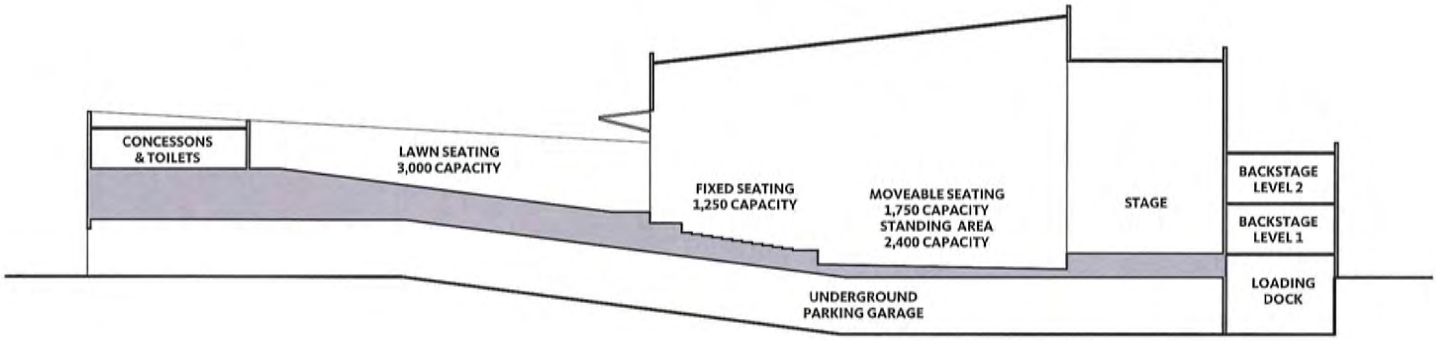
JACK JOHNSON

LIVE NATION

ARKgroup

4.11 - VENUE DESIGN ELEMENTS/ARCHITECTURAL RENDERINGS

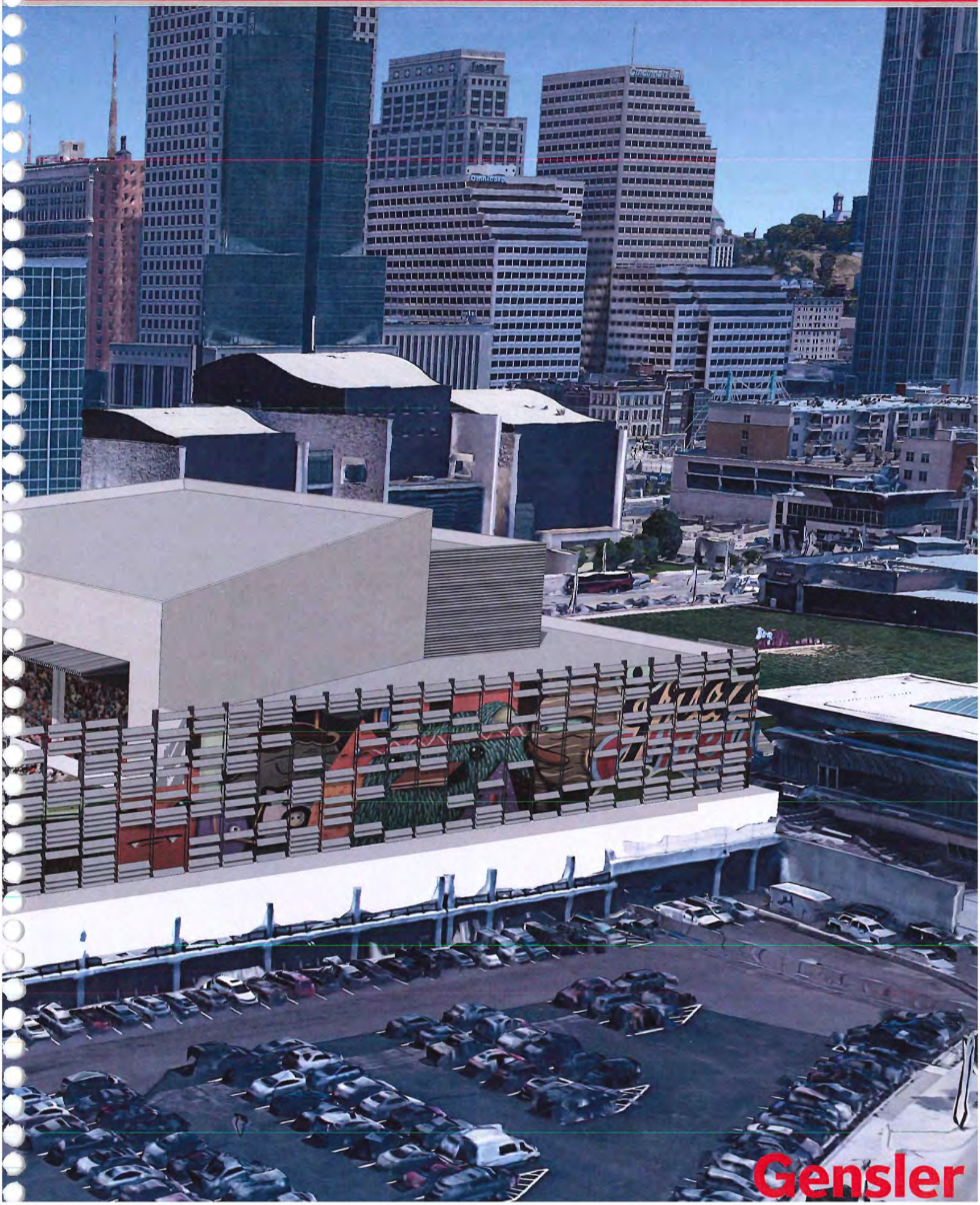




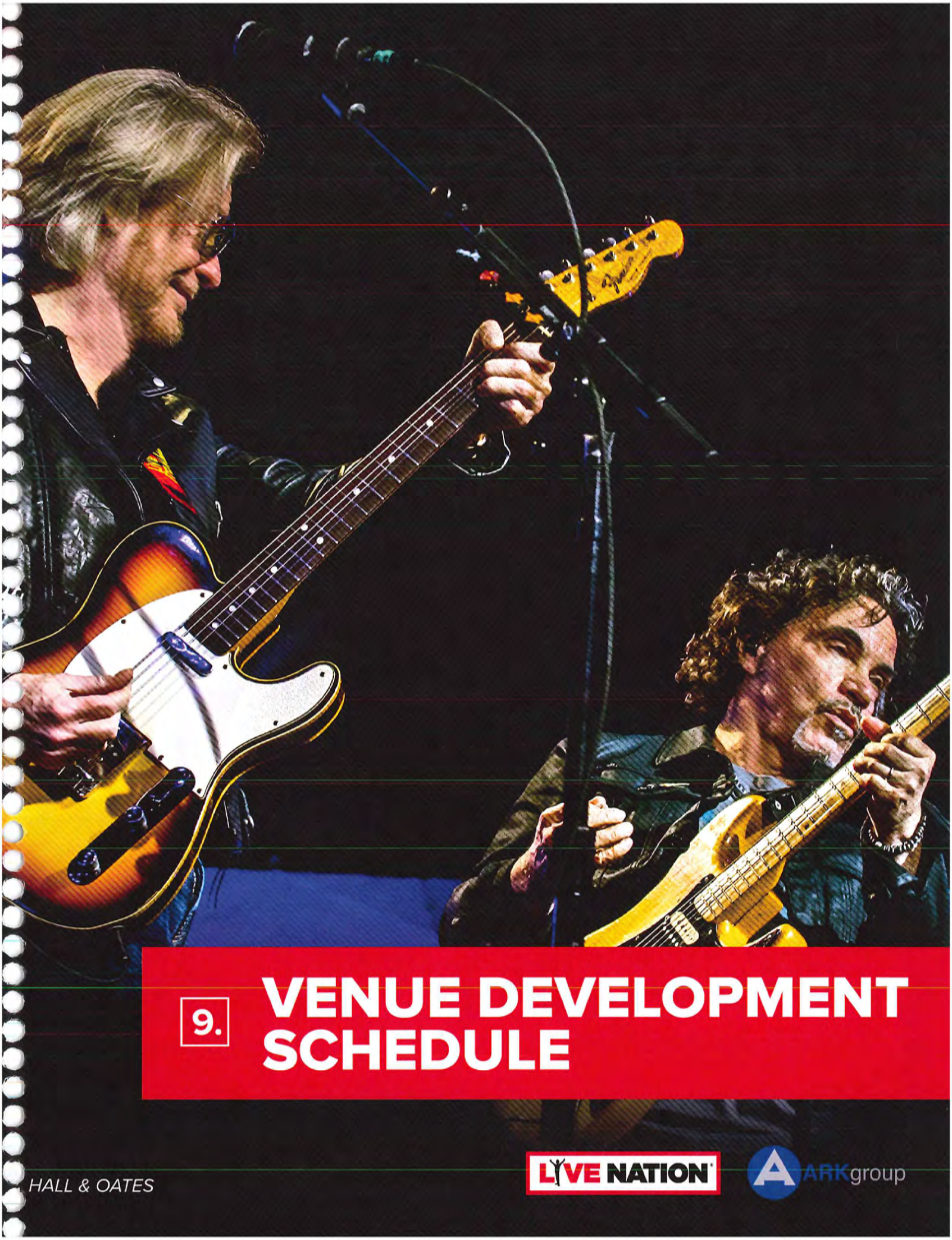
BUILDING SECTION


Gensler

8. VENUE DESIGN ELEMENTS / PRELIMINARY ARCHITECTURAL RENDERINGS


Gensler

LIVE NATION



9. VENUE DEVELOPMENT SCHEDULE

HALL & OATES

LIVE NATION

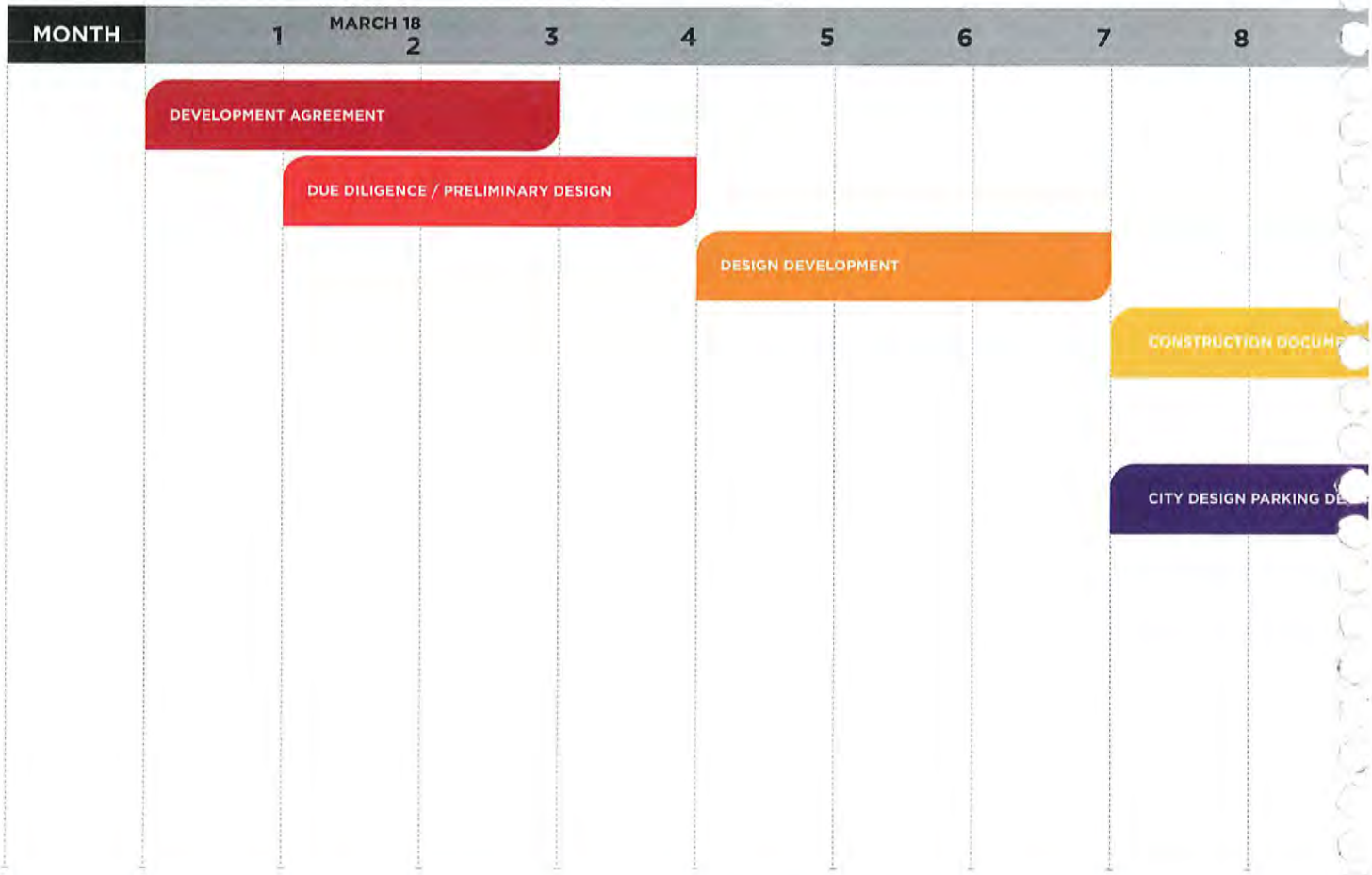
ARKgroup

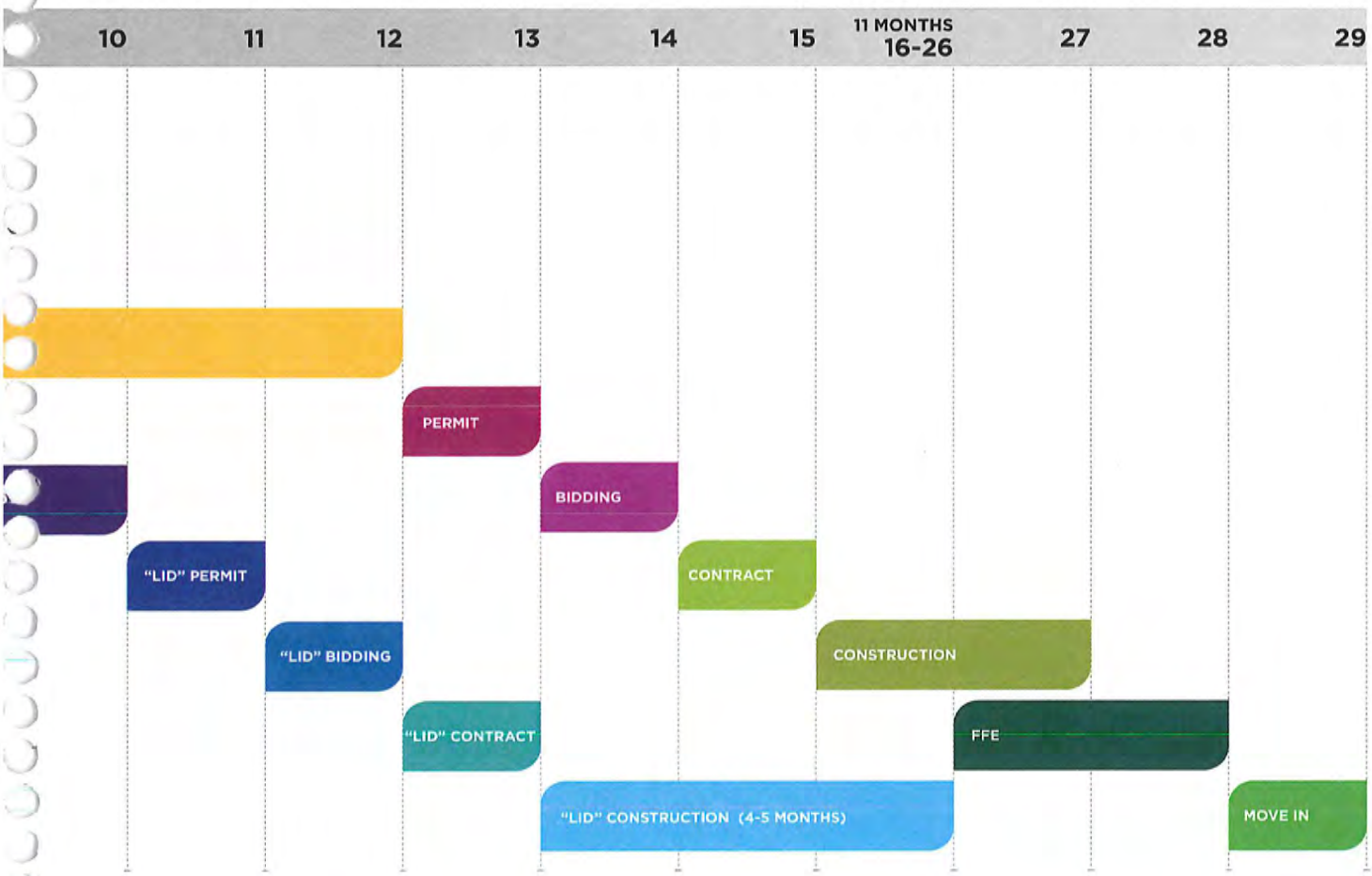
VENUE DEVELOPMENT SCHEDULE

Below is a preliminary schedule which is subject to change based on more information needed from stakeholders in the project and our construction manager. The goal is to collaborate and develop a schedule that will allow Live Nation to move in and operate as soon as possible. This preliminary schedule suggests the City and County approved design and construction activities will overlap with design and construction of the Banks Event Center. We estimate the design and construction process could require 30 months from the Development agreement to move-in, depending on the degree this overlap of County construction and ARK construction can occur.

THE BANKS EVENT CENTER

Preliminary Schedule after Developer Selection




10
11
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11 MONTHS
16-26
27
28
29
PERMIT
BIDDING
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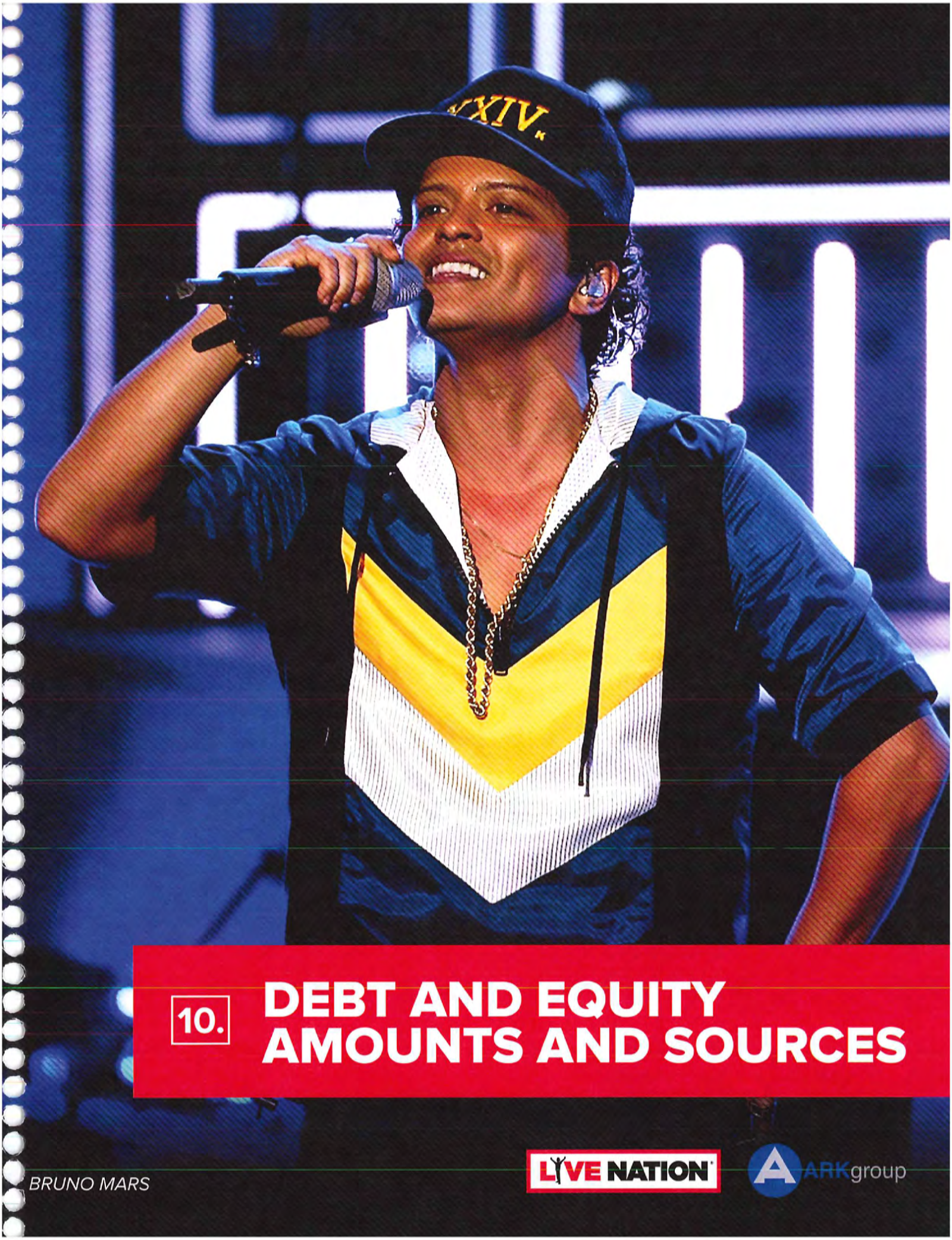
"LID" CONTRACT
FFE
"LID" CONSTRUCTION (4-5 MONTHS)
MOVE IN



10. DEBT AND EQUITY AMOUNTS AND SOURCES

BRUNO MARS

LIVE NATION

ARKgroup

10. DEBT AND EQUITY AMOUNTS AND SOURCES

Live Nation and ARK Group do not anticipate a need for project debt. Our venue project budges assumes that all costs in excess of any City/County participation will be funded by equity contributions of Live Nation and ARK Group.

11. OPERATING PRO FORMA FOR INITIAL THREE YEARS OF OPERATION

CHRIS STAPLETON

LIVE NATION

ARKgroup

OPERATING PRO FORMA FOR INITIAL THREE YEARS OF OPERATION

	Year 1	Year 2	Year 3
Amphitheater Events-Capacity of 6,000			
Live Nation Promoted Events	25	25	25
Paid Attendees Per Promoted Event	4,500	4,500	4,500
Total Attendees Per Year - Promoted Events	112,500	112,500	112,500
Amphitheater Special Events-Business Events	2	2	2
Attendees Per Special Event	4,500	4,500	4,500
Total Attendees Per Year - Special Events	9,000	9,000	9,000
Full Indoor Events-Capacity of 3,000			
Live Nation Promoted Events	40	40	40
Paid Attendees Per Promoted Event	2,340	2,340	2,340
Total Attendees Per Year - Promoted Events	93,600	93,600	93,600
Amphitheater Special Events-Business Events	40	40	40
Attendees Per Special Event	2,340	2,340	2,340
Total Attendees Per Year - Special Events	93,600	93,600	93,600
Small Indoor General Admission Events			
Live Nation Promoted Events	25	25	25
Paid Attendees Per Promoted Event	1,170	1,170	1,170
Total Attendees Per Year - Promoted Events	29,250	29,250	29,250
Amphitheater Special Events	20	20	20
Attendees Per Special Event	1,170	1,170	1,170
Total Attendees Per Year - Special Events	23,400	23,400	23,400
All Events			
Live Nation Promoted Events	90	90	90
Paid Attendees Per Promoted Event	2,615	2,615	2,615
Total Attendees Per Year - Promoted Events	235,350	235,350	235,350
Amphitheater Special Events	62	62	62
Attendees Per Special Event	2,032	2,032	2,032
Total Attendees Per Year - Special Events	126,000	126,000	126,000
Total Event Count - Promoted and Special Events	**152**	**152**	**152**
Total Attendees Per Year - Promoted and Special Events	**361,350**	**361,350**	**361,350**

	Year 1	Year 2	Year 3
Amphitheater Events-Capacity of 6,000			
Ticket Revenue	5,278,125	5,357,297	5,437,656
Other Revenue	4,176,154	4,238,797	4,302,379
Operating Costs	6,495,849	6,595,537	6,696,765
Contribution Margin	2,958,430	3,000,557	3,043,270
Fixed Expenses - all fixed in Amp	3,672,752	3,734,093	3,796,479
Adjusted Operating Income	(714,321)	(733,536)	(753,209)
Full Indoor Events-Capacity of 3,000			
Ticket Revenue	4,290,000	4,354,350	4,419,665
Other Revenue	3,169,006	3,216,541	3,264,790
Operating Costs	4,949,190	5,023,428	5,098,779
Contribution Margin	2,509,816	2,547,464	2,585,676
Fixed Expenses - all fixed in Amp	0	0	0
Adjusted Operating Income	2,509,816	2,547,464	2,585,676
Small Indoor General Admission Events			
Ticket Revenue	731,250	742,219	753,352
Other Revenue	943,898	958,056	972,427
Operating Costs	1,138,678	1,155,758	1,173,095
Contribution Margin	536,469	544,516	552,684
Fixed Expenses - all fixed in Amp	0	0	0
Adjusted Operating Income	536,469	544,516	552,684
All Events			
Ticket Revenue	**$10,299,375**	**$10,453,866**	**$10,610,674**
Other Revenue	**$8,289,059**	**$8,413,394**	**$8,539,595**
Operating Costs	**$12,583,717**	**$12,774,723**	**$12,968,639**
Contribution Margin	**$6,004,716**	**$6,092,537**	**$6,181,630**
Fixed Expenses - all fixed in Amp	**$3,672,752**	**$3,734,093**	**$3,796,479**
Adjusted Operating Income	**$2,331,965**	**$2,358,444**	**$2,385,151**

EVENT-RELATED EXPENSES

ARTIST EXPENSE

Live Nation will pay for and provide all necessary talent.

PRODUCTION EXPENSE

Live Nation will pay for and provide all necessary stagehand labor, runners, backstage catering, sound and lights (if not provided by the artists), with a focus on hiring from the greater Cincinnati area.

OPERATIONS EXPENSE

Live Nation will pay for and provide all necessary ushers, ticket takers, event staff, and cleaning personnel, with a focus on hiring from the greater Cincinnati area. Live Nation will work with and pay for all local fire, police, and medical agencies to provide for the correct staffing for each event. Live Nation will make great effort to hire small business enterprises including minorities and women, in all components of our business.

ROYALTIES - ASCAP/BMI/SESAC

Live Nation will pay for all music royalties.

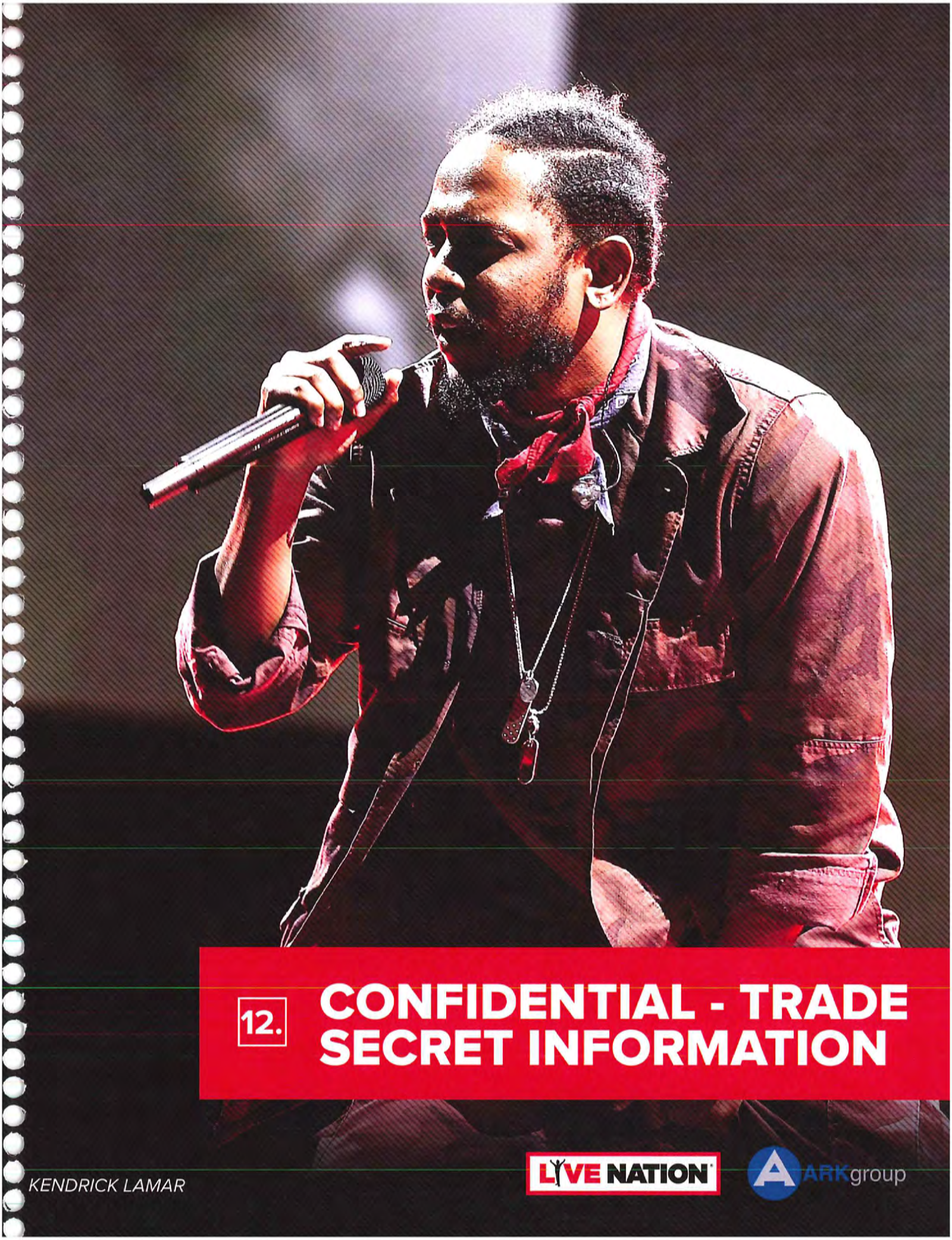
EVENT ADVERTISING

- For each event promoted and presented by Live Nation, Live Nation will bear all marketing and advertising costs.

SALARIES & PAYROLL RELATED

We project the following Full Time Staffing plan:

- General Manager
- Operations Manager
- Production Manager
- Marketing Manager
- Talent Buyer
- Box Office Manager
- Premium Seat Sales Manager
- Special Event Sales Manager
- Special Event Sales Logistics
- Sponsorship Sales Manager
- Sponsorship Sales Support
- Accountant
- Premium Seat Sales Support
- These positions will be paid for by Live Nation



12. CONFIDENTIAL - TRADE SECRET INFORMATION

KENDRICK LAMAR

LIVE NATION

ARKgroup

12. CONFIDENTIAL - TRADE SECRET INFORMATION

Live Nation and ARK Group do not have any documents that are believed to be proprietary, confidential or trade secret.

EXHIBIT A

KID ROCK

LIVE NATION

ARKgroup

EXHIBIT A – PROPOSER'S QUALIFICATIONS STATEMENT FORM

PROPOSER NAME: Live Nation Entertainment

1. **ORGANIZATION**

1.1 How many years has your organization been in the entertainment production business?

Belkin Productions has been producing shows in Ohio for more than fifty years. Belkin Productions was purchased by SFX Entertainment, which later sold to Clear Channel Entertainment and spun off into Live Nation.

1.1.1 If partnering to create a management team, has the team worked together before?

Yes, the ARK Group and Live Nation have worked together for over three decades, most recently on the Toyota Music Factory in Irving, Texas.

1.1.2 If yes, list number of years/seasons as a team and give examples of the work done as a team.

Live Nation and the ARK Group have worked together since 2013 on exciting projects in Irving, Texas and Charlotte, North Carolina.

1.2 How many years has your organization been in business under its present name?

Live Nation Entertainment was created on April 24, 1998.

1.2.1 Under what other names has your organization operated?

Belkin Productions, Sunshine Promotions, Nederlander Concerts, SFX Entertainment, Clear Channel Entertainment

1.3 If your organization is a corporation, answer the following:

1.3.1 Date of incorporation:
Live Nation Entertainment, Inc. was incorporated on August 2, 2005
Live Nation Worldwide, Inc. was incorporated on December 2, 1997

ARK Group - February 18, 1994

1.3.2 State of incorporation:

Live Nation Worldwide - Delaware
ARK Group - Louisiana

1.3.3 Corporate ID number:

Live Nation Worldwide: 13-3977880
ARK Group: 56-1862346

1.3.4 President/CEO Name:

Live Nation - Michael Rapino
ARK Group - Noah Lazes, COO

1.3.5 Agent for Service of Process:

Live Nation- Corporate Creations

ARK Group: Bob Lindauer, BLindauer@jahlaw.com, (704) 998-2225

1.4 If your organization is a partnership, answer the following:

NA

1.4.1 Date of Organization:

NA

1.4.2 Type of partnership (if applicable):

NA

1.4.3 Name(s) of general partners(s):

NA

1.5 If your organization is individually owned, answer the following:

1.5.1 Date of organization:

NA

1.5.2 Name of owner:

NA

1.6 If the form of your organization is other than those listed above, describe it and name the principals:

LIVE NATION

Rick Franks - President - Midwest and National Touring of Live Nation Entertainment
Rick has approximately 40 years of experience in promoting and producing concerts. Rick's career started with Brass Ring Productions and included stints with Cellar Door Productions, SFX Entertainment, Clear Channel Entertainment and Live Nation. Rick oversees Live Nation's activities in a four state region that includes Ohio, Kentucky, Michigan and Indiana. Rick also is President of Live Nation Touring which oversees tours that Live Nation produces on a national basis.

Michael Belkin
Senior Talent Buyer – Midwest of Live Nation Entertainment
Michael's career in the music industry has spanned nearly four decades. His career started at Belkin Productions working with his father and uncle starting at age 22 after graduating from Ohio State University in 1982. During his career Michael has promoted more than 10,000 concerts ranging from rock to country to rap, spanning venues from clubs to arenas to stadiums. Michael has lived in Ohio his entire life and the vast majority of the concerts he has presented have been in Ohio, including years of experience in the Cincinnati market.

Tom Mendenhall
Vice President – Midwest of Live Nation Entertainment
Tom has approximately thirty years of experience in the Music business. Tom's career began with Sunshine Promotions in 1989 and he has held various management positions with Sunshine Promotions, SFX Entertainment, Clear Channel Entertainment and Live Nation throughout the Midwest.

ARK GROUP

Noah Lazes
Noah Lazes (son) is the co-founder, President, and C.O.O. of the ARK Group and its family of companies. Noah Lazes has received national recognition for his co-design and development of the "World Mardi Gras," a multi-venue entertainment complex featuring five restaurants and nightclubs in one location. He was given a key to the city of Miami Beach for his contribution to Miami Beach entertainment and nightlife. He is also highly respected for his work as the

producer of some of the largest arts and music festivals in the U.S., including RocktoberFest, Carolina Music Fest, Indy Summer Stages, Center City Fest, and City Fest Live. Noah has won countless awards for entertainment and nightlife including Charlotte Center City Partners most prestigious award, the 2011 Vision Award. Noah is a graduate of the University of North Carolina at Charlotte and is listed in Fortune Magazine as one of their most distinguished alumni.

Richard Lazes

Rick Lazes (father) is the co-founder and CEO of the ARK Group. Rick has produced television specials for HBO and Cinemax as well as scores of live concerts in over 30 states for artists as diverse as Bob Dylan, Ray Charles, Tina Turner, Black Crowes, Hootie and the Blowfish, Bonnie Raitt, Jimmy Buffett, Widespread Panic, Gregg Allman Brothers, Wayne Newton, Tony Bennett, Herbie Hancock, Dizzy Gillespie, James Brown, Dolly Parton, and Willie Nelson. Rick has also produced touring Broadway shows including "A Chorus Line," "Showboat," "The Elephant Man," and "How to Succeed in Business." He has also produced award winning TV specials starring Ray Charles, Jerry Lee Lewis, Fats Domino, Sarah Vaughan, Dizzy Gillespie, Bonnie Raitt, Dennis Quaid, and Jimmy Buffett. In addition to Rick's career as an entertainment promoter and real estate developer, Rick co-founded Superior Energy Services, Inc., which is publicly traded on the New York stock exchange. Rick and his partner developed this company from a start up into a successful publicly traded company with a market capitalization of over one billion dollars and more than 3,500 employees. Rick is a graduate of the University of Pennsylvania.

2. LICENSING

2.1 List jurisdictions and trade categories in which your organization is legally qualified to do business and indicate registration or license numbers, if applicable

ARK Group: NA

Live Nation Worldwide, Inc.

Alabama	939-625
Alaska	10015788
Arkansas	8110002.02
California	C2925364
Colorado	20091541963
Connecticut	0942686
Delaware (D)	2827681
District Of Columbia	281973
Florida	F06000007422
Georgia	8052393
Hawaii	40613 F1
Illinois	6035-284-4
Indiana	2008070200097
Iowa	478249
Kansas	4370888
Kentucky	0708531
Louisiana	36798261 F
Maryland	F14095715
Massachusetts	133977880
Michigan	60059C
Minnesota	1628173-2
Mississippi	949516

Missouri	F00904748
Nevada	E0029302017-2
New Jersey	0100988944
New Mexico	4555562
New York	2222216
North Carolina	1051481
North Dakota	19243000
Ohio	1793087
Oklahoma	2312187178
Pennsylvania	3800744
South Carolina	524736
South Dakota	FB036571
Tennessee	000580495
Texas	8007044.84
Utah	10591119-0143
Vermont	323806
Virginia	F194034-7
Washington	602-998-956
West Virginia	269011
Wisconsin	L057884

2.2 List any other certifications held by your organization, and the name under which they are held.

ARK Group: NA **Live Nation: NA**

3. EXPERIENCE

3.1 List experience working in the entertainment industry, which genres you worked with and in what capacity and for how long.

Live Nation, through our local, regional, and national teams, has thousands of years of experience promoting, producing, and presenting the biggest and most successful

headlining artists of the last fifty years. Live Nation has promoted thousands of shows in Ohio and specifically Cincinnati, including in clubs, theaters, amphitheaters, arenas, and stadiums.

ARK Group: Rick and Noah Lazes have worked continuously in the entertainment industry for over 30 years. Please refer to the bios and experience described in this proposal above.

3.2 List experience and knowledge in developing and maintaining positive community relationships.

Live Nation has experience working in urban, residential, and suburban areas for both indoor and outdoor venues. Live Nation, through our local management teams, led by our General Managers, works closely with neighborhood representatives and stakeholders, keeping the neighborhood informed and educated about upcoming events. Live Nation works hard to maintain close and positive relationships with our neighbors, keeping an open and honest dialogue on a regular basis. Please refer to the bios and experience described in this proposal above.

3.2.1 Provide organizational name, contact name of Executive Director and a Board Member, phone numbers and the nature of the relationship between you and the non profit/community group.

Michael Rapino
CEO-Live Nation
310-867-7000

Live Nation works with not-for –profit companies throughout the world on various objectives including but not limited to fundraising opportunities in our concession stands.

3.3 List the categories of work that your organization normally performs with its own forces.

- **Ushers**
- **Ticket Takers**
- **Guest Services**
- **Cleaning**
- **Parking**
- **Maintenance**
- **Security**
- **Marketing**
- **Talent Buying**
- **General Manager**
- **Operations Manager**
- **Ticketing/Box Office**

3.4 List all management and operations contracts your organization has completed in the past five years, giving the name of project or organization, owner, owner's phone number, project manager, Contract amount, dates of Contract or Agreement and the percentage of the cost of the work performed with your own forces.

ARK has developed many projects in the past 5 years for office, multi-family, and entertainment. Of course the primary focus has been development of the Toyota Music Factory in Irving, TX:

Toyota Music Factory
Owner: City of Irving, Casey Tate, 972-721-2712
Developer: ARK Group of Irving, Inc., Noah Lazes, 704-987-0612
Contract Amount: There is a Development Agreement (dated July 2013), but no "contract" amount. Total cost is approximately $200+ million.
Percentage of work performed with own forces: We served as the exclusive developer for the project

Live Nation has completed many projects in the past five years including venues in Irving, Texas with the ARK Group, San Francisco, California with the Nob Hill Masonic Center, Irvine, California with FivePoint Amphitheater, and numerous others.

3.4.1 List the value of the contract(s) and whether or not the venue provided financial assistance. If there was financial assistance from facility owner please describe structure.

The Toyota Music Factory and AvidXchange Music Factory both received financial assistance from local government.

3.5 List the management and operations contract(s) and/or project(s) your organization has in progress, giving the name of the project, owner/contact, contract amount and length of contract(s).

ARK has a 99 year lease with the City of Irving for the Toyota Music Factory. ARK owns fee simple the AvidXchange Music Factory.

3.6 Has your organization, under its current name or any previous names, ever failed to complete any work/contract awarded to it? (If yes, please explain)

No

3.7 Have you operated in a historic facility? (If yes, please explain and give references)

Live Nation: Yes. We have operated in a number of historic facilities including the Boston Opera House.

The ARK Group owns and manages The AvidXchange Music Factory which is an historic property on the National Register

4. CLAIMS AND LAWSUITS

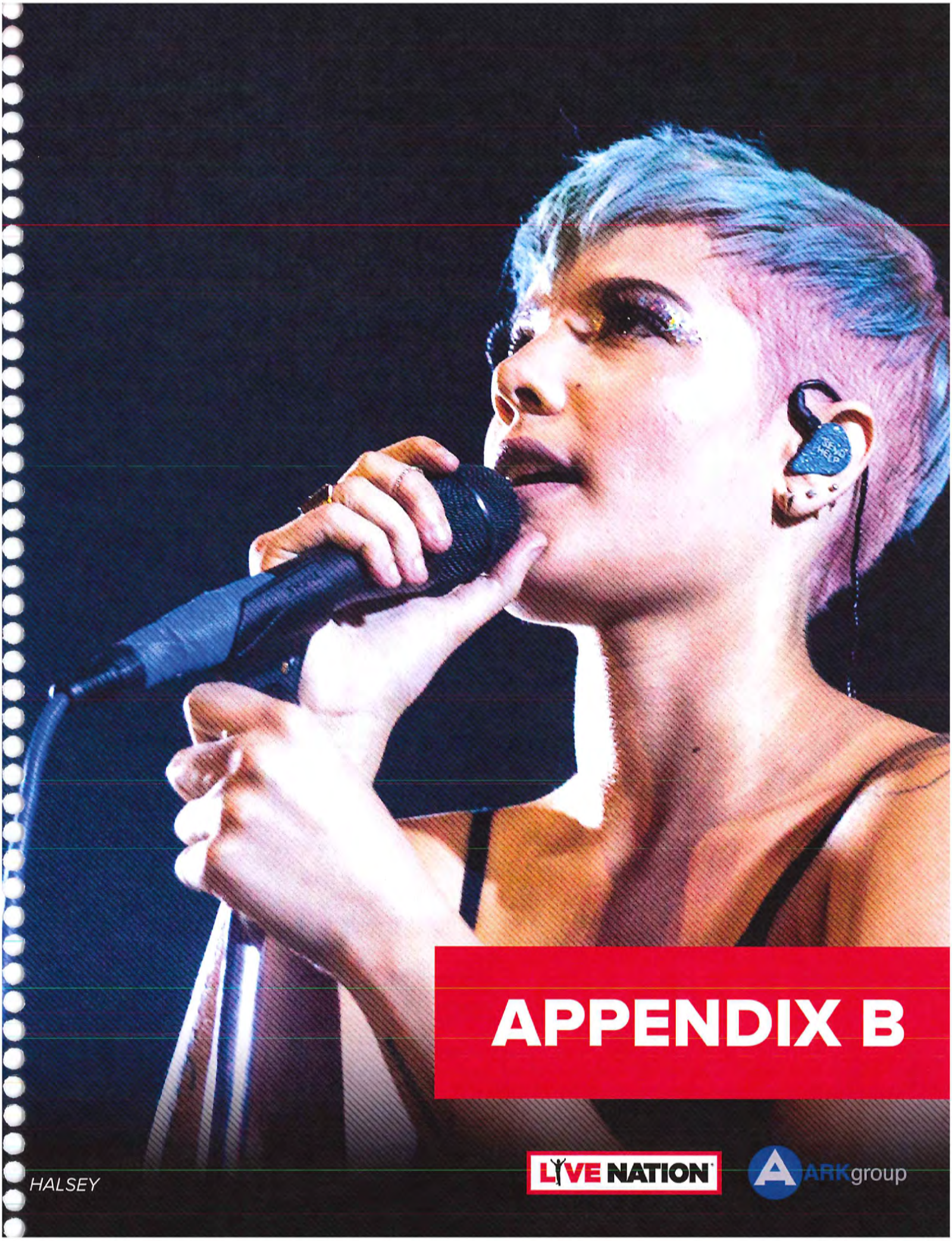
4.1 Are there any judgments, claims, arbitration proceedings or suits pending or outstanding against our organization or any its officers? (If yes, please explain)

ARK Group: No

4.2 Has your organization filed any lawsuits or requested arbitration with regard to any of its contracts within the last five (5) years? (If yes, please explain)

Neither ARK Group, Live Nation nor any officer, director or owner thereof has had any judgments entered against them within the past five years for the breach of contracts for governmental or non-governmental construction or development.

APPENDIX B



HALSEY

LIVE NATION

ARKgroup

1. ASSESSMENT OF DEVELOPER'S QUALIFICATIONS - RESPONSE FORM

Relevant Experience

Project Title:	AvidXchange Music Factory	
County, State:	Mecklenburg County , Charlotte, NC	
Type of Development:	Entertainment focused mixed use	
Project Description: Size, mix of uses, location and entitlement process:	AvidXchange Music Factory is a 30 acre multi-venue entertainment complex located in Charlotte, NC with over a dozen restaurants and entertainment venues as well as a 5,000 seat amphitheater and 2,000 capacity live music hall, both operated by Live Nation, the world's largest concert promoter. The project started with a 100 year old historic textile mill, which has been transformed into Charlotte's entertainment district. AvidXchange Music Factory has multiple diverse venues: Charlotte Metro Credit Union Amphitheatre, Fillmore Music Hall, World (dance club), Comedy Zone, Factory Cafe, Club 1, Roc's, La Revolucion, 820, VBGB Beer Hall and Garden, Fountain Plaza, Underground, Wet Willies, and Small Bar. Other uses include new 200,000 SF corporate office and 100,000 SF renovated office space. Multi-family apartments are nearby and more are planned on site.	
Similarities to the Venue:	This is a similar "Work, Live, Play" concept, with Live Nation as our anchor tenant	
Construction State Date:	The amphitheater and Fillmore for Live Nation began construction in 2008	
Construction Completion Date:	2009	
Construction Cost (Hard Costs)	$100+ million	
Provider/Amount of Long Term Financing – both Debt and Equity:	Cantor - $52 million, ARK -$20 million equity (long term debt)	
Contact for Debt/Equity Financing:	Sam Kupersmith , Skupersmith@cantor.com, 404-201-2387	
Project Manager:	Name: Company: Phone:	Noah Lazes ARK Group 704-987-0612
Developer Members (if applicable)	Managing Members/Companies:	NA
Project Team Members (Please identify all team members being proposed for the Site who also worked on this project. Please indicate any leading roles played by proposed team members.)	Name: Role/Company:	Doug Hardaway, AIA Project Manager, Mistri Hardaway Architects
	Name: Role/Company:	John Ahrens SVP Facilities, Live Nation
	Name: Role/Company:	
	Name: Role/Company:	
	Name: Role/Company:	
Local Government Reference:	Name/Title: Phone: E-Mail Address: Role of Agency/Local Government	Michael Smith 704-332-9576 msmith@charlottecentercity.org President of Charlotte Center City Partners
Amount/Type of public investment in the project:	Historic Tax Credits - $20+ million, TIF - $8 million	
Average number of events per year:	Amphitheater, Fillmore, and Underground: over 230 events a year estimated	

2. ASSESSMENT OF DEVELOPER'S QUALIFICATIONS - RESPONSE FORM
Relevant Experience

Project Title:	Toyota Music Factory	
County, State:	Dallas County, Irving, TX	
Type of Development:	Entertainment focused mixed use	
Project Description: Size, mix of uses, location and entitlement process:	The Toyota Music Factory is DFW's newest entertainment venue, with a grand opening scheduled for April 2018. This project is primed to be an all-in-one dining and entertainment destination for DFW. This new lifestyle center will be anchored by The Pavilion, a groundbreaking convertible venue which can convert easily from a 4,000 seat indoor concert hall to an 8,000 seat outdoor amphitheater, allowing it to accommodate a wide variety of entertainment throughout the year. The project will offer 250,000 square feet of entertainment, retail, and restaurant space, including a movie theater and 20+ restaurant options. It will also feature 100,000 square feet of office space.	
Similarities to the Venue:	This is a similar "Work, Live, Play" concept, with Live Nation as our anchor tenant	
Construction State Date:	February 2016	
Construction Completion Date:	September 2017 (Pavilion)	
Construction Cost (Hard Costs)	$200+ million	
Provider/Amount of Long Term Financing – both Debt and Equity:	Suntrust Bank $111 Million, ARK - $33 million equity (construction loan, long term debt not in place yet)	
Contact for Debt/Equity Financing:	John Hondros, john.hondros@suntrust.com, (704) 799-7382	
Project Manager:	Name: Company: Phone:	Noah Lazes ARK Group 704-987-0612
Developer Members (if applicable)	Managing Members/Companies:	NA
Project Team Members (Please identify all team members being proposed for the Site who also worked on this project. Please indicate any leading roles played by proposed team members.)	Name: Role/Company:	Doug Hardaway, AIA Project Manager, ARK Group
	Name: Role/Company:	John Ahrens SVP Facilities, Live Nation
	Name: Role/Company:	Barry Hand, AIA Principal in charge, Gensler (architecture)
	Name: Role/Company:	
	Name: Role/Company:	
Local Government Reference:	Name/Title: Phone: E-Mail Address: Role of Agency/Local Government	Alan Meagher, Mayor Pro-Tem, City of Irving (214) 763-1502 ameagher@cityofirving.org Owner of Entertainment Center/ARK has 99 lease.
Amount/Type of public investment in the project:	$80 million Bonds/TIF + Land	
Average number of events per year:	On pace for 120+ events	

3. ASSESSMENT OF DEVELOPER'S QUALIFICATIONS - RESPONSE FORM

Relevant Experience

Project Title:	Blue Hills Bank Pavilion	
County, State:	Suffolk County, Boston, MA	
Type of Development:	Entertainment focused	
Project Description: Size, mix of uses, location and entitlement process:	The Pavilion occupies a square site, app. 400' on a side. The south side and main entrance face onto Northern Avenue, a major artery from downtown Boston to the neighboring Marine Industrial Park. The east edge faces toward the Industrial Park and the north and west sides of the site face directly onto Boston Harbor, The amphitheater is a PVC-fabric covered, free-span, arched tensile structure and stagehouse that covers app. 43,000 square feet, including a 96 x 72 ft. stage. Conditioned areas of the venue include artist dressing rooms and green room, production and admin offices, catering prep room, box office, concessions office, security office and main and VIP Club restrooms. Unconditioned venue areas include back-stage catering, stage, crate storage, 2-bay loading dock, dockside restrooms. There is fixed seating under the Pavilion roof for app. 4,800 people, plus outdoor table seating for 500 in two uncovered concourse pods behind the main seating. There is a VIP Club with a 450 person capacity occupying much of the northwest waterfront corner of the site; and con-tainer-based concessions stands, box office and entry gates that ring a concourse that ex-tends around the entire seating bowl.	
Similarities to the Venue:	This is a similar "Work, Live, Play" concept, with Live Nation as our anchor tenant	
Construction State Date:	January 1, 1999	
Construction Completion Date:	July 1, 1999	
Construction Cost (Hard Costs)	$3.5M	
Provider/Amount of Long Term Financing – both Debt and Equity:	NA	
Contact for Debt/Equity Financing:	NA	
Project Manager:	Name: Company: Phone:	Beacon Skanska
Developer Members (if applicable)	Managing Members/Companies:	NA
Project Team Members (Please identify all team members being proposed for the Site who also worked on this project. Please indicate any leading roles played by proposed team members.)	Name: Role/Company:	Gino Baroni Beacon Skanska
	Name: Role/Company:	David Ellis Beacon Skanska
	Name: Role/Company:	
	Name: Role/Company:	
	Name: Role/Company:	
Local Government Reference:	Name/Title: Phone: E-Mail Address: Role of Agency/Local Government	Boston Planning & Development Agency (617) 722-4300
Amount/Type of public investment in the project:	NA	
Average number of events per year:	55	

4. ASSESSMENT OF DEVELOPER'S QUALIFICATIONS - RESPONSE FORM
Relevant Experience

Project Title:	Ascend Amphitheater	
County, State:	Davidson County, Nashville, TN	
Type of Development:	Entertainment focused mixed use	
Project Description: Size, mix of uses, location and entitlement process:	The venue is located in the West Riverfront Park situated adjacent to the Cumberland River on 6.5 acres in Downtown Nashville. Ascend Amphitheater is part of the Nashville Parks and Recreation system. The amphitheater venue is a 2-story structure that is approximately 36,000 square feet that includes a 100 x 65 ft. covered stage. Conditioned areas of the venue include artist dressing rooms and lounge, production offices, house/box office, meet and greet area, warming kitchen and dining hall, crew restrooms and storage. Unconditioned venue areas include stage, crate storage, receiving area and a 5-bay loading dock. The lawn bowl will allow for 6,800 people with some area for uncovered temporary seating and covered tem-porary seating in a sponsor area. There are 8 ancillary buildings for such things as restrooms, concessions, sound booth, and sponsor pavilion.	
Similarities to the Venue:	This is a similar "Work, Live, Play" concept, with Live Nation as our anchor tenant	
Construction State Date:	February, 2014	
Construction Completion Date:	July 30, 2015	
Construction Cost (Hard Costs)	$30M in amphitheater footprint, additional $20M in park	
Provider/Amount of Long Term Financing – both Debt and Equity:	NA	
Contact for Debt/Equity Financing:	NA	
Project Manager:	Name: Company: Phone:	Larry Atema City of Nashville
Developer Members (if applicable)	Managing Members/Companies:	
Project Team Members (Please identify all team members being proposed for the Site who also worked on this project. Please indicate any leading roles played by proposed team members.)	Name: Role/Company:	Larry Atema City of Nashville
	Name: Role/Company:	Snanska GC
	Name: Role/Company:	Hawkins Partners lead architect
	Name: Role/Company:	
	Name: Role/Company:	
Local Government Reference:	Name/Title: Phone: E-Mail Address: Role of Agency/Local Government	Thomas Lynch – Director of Park and Recreation 615-862-8400 Tommy.lynch@nashville.gov
Amount/Type of public investment in the project:	$30M in amphitheater footprint, additional $20M in park	
Average number of events per year:	Amphitheater: 45	

5. ASSESSMENT OF DEVELOPER'S QUALIFICATIONS - RESPONSE FORM

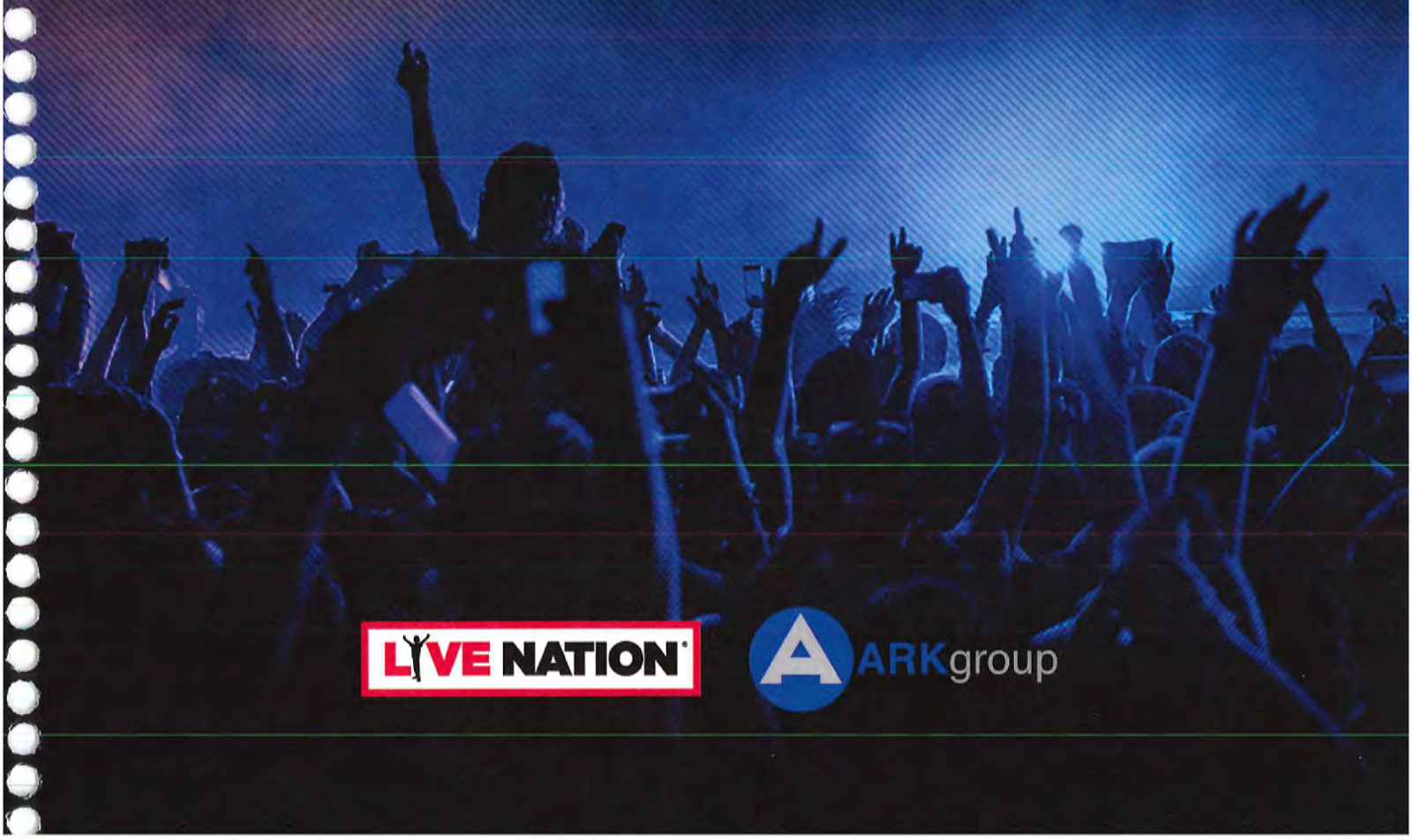
Relevant Experience

Project Title:	Charlotte Metro Credit Union Amphitheatre	
County, State:	Mecklenburg County, Charlotte, NC	
Type of Development:	Entertainment focused	
Project Description: Size, mix of uses, location and entitlement process:	The venue is located in The Avid Exchange Music Factory Complex, is located in uptown Charlotte and is the hub for concerts, events, dining, bars and entertainment. Also featuring the Cadence Apartments, as well as first class office space. 5,000 capacity. 2,000 seats, 3,000 lawn with views of the Charlotte Skyline.	
Similarities to the Venue:	This is a similar "Work, Live, Play" concept, with Live Nation as our anchor tenant	
Construction State Date:	2007	
Construction Completion Date:	2009	
Construction Cost (Hard Costs)	$3.5M	
Provider/Amount of Long Term Financing – both Debt and Equity:	NA	
Contact for Debt/Equity Financing:	NA	
Project Manager:	Name: Company: Phone:	Noah Lazes ARK Group 704-987-0612
Developer Members (if applicable)	Managing Members/Companies:	Noah Lazes
Project Team Members (Please identify all team members being proposed for the Site who also worked on this project. Please indicate any leading roles played by proposed team members.)	Name: Role/Company:	
	Name: Role/Company:	
	Name: Role/Company:	
	Name: Role/Company:	
	Name: Role/Company:	
Local Government Reference:	Name/Title: Phone: E-Mail Address: Role of Agency/Local Government	
Amount/Type of public investment in the project:		
Average number of events per year:	30	

Thank you for the opportunity to respond to the BANKS Event Center Request for Proposal. We are available at your earliest convenience to discuss our proposal and answer any questions you may have. Thank you for your consideration.

DISCLAIMER

Notwithstanding anything to the contrary contained in the Request for Proposal, the cover letter to this proposal or the terms of this proposal, this proposal is for discussion purposes only and does not contain all of the material business or legal terms of the proposed transaction and is merely intended only as the basis for preparation of a draft agreement between Live Nation, ARK Group and the City of Cincinnati and subsequent negotiation by the parties. The parties mutually intend that neither shall have any binding contractual obligation or liability to the other regarding this matter (including, without limitation, any obligation to negotiate concerning this matter) unless and until formal documentation has been prepared, duly approved and fully executed and delivered by the parties in their sole discretion. Neither party makes any warranty or representation to the other that acceptance of this document will guarantee the execution of an agreement. All costs incurred by either party prior to the full execution and delivery of an agreement by the parties shall be at the sole risk of the party incurring such costs.



LIVE NATION

ARKgroup