CITY OF WEST DES MOINES
CITY COUNCIL MEETING COMMUNICATION

DATE: March 21, 2022

ITEM: Motion – Approval of Agreement Addendum – MidAmerican Energy Company RecPlex - WiFi Media Solution – Green Zebra Media Corp.

FINANCIAL IMPACT: None

BACKGROUND: The original agreement was approved at the September 21, 2020 Council meeting. Due to construction delays and the facility not completely opening until January 2022, it's in the best interest of both parties to push back the start date on the agreement to March 1, 2022.

Contract details are included in the revised Exhibit D (attached). The Legal Department has reviewed the Agreement Addendum.

OUTSTANDING ISSUES (if any): None.

RECOMMENDATION: That the City Council approve the addendum to the RecPlex WiFi Media Solution Agreement.

Lead Staff Member: Ryan Penning, Assistant Director of Parks and Recreation

STAFF REVIEWS

Department Director	Sally Ortgies, Director of Parks & Recreation
Appropriations/Finance	Tim Stiles, Finance Director
Legal	Richard Scieszinski, City Attorney
Agenda Acceptance	

PUBLICATION(S) (if applicable)

Published In	
Dates(s) Published	

SUBCOMMITTEE REVIEW (if applicable)

Committee			
Date Reviewed			
Recommendation	Yes	No	Split

EXHIBIT DFees and Venue Location Monetization Revenue Assessment

The fees by GZ ("**Fees**") and Monetization Revenue Assessment Exhibit E ("**Revenue Assumptions**") incorporates by reference the terms and conditions of the Venue Wi-Fi Media Solution Agreement ("**Agreement**"), which was entered into on June 25, 2020, between GZ and Venue Partner.

Capitalized terms used but not defined in this SOW shall have the meanings set out in the Agreement.

1. Venue Location. RecPlex Sports Center "RecPlex", City Of Des Moines IA

2. Fees for Venue Location.

(a) Total Contract Value: $470,000 over 5 Yrs.

(b) Table of Fees. The following Fees shall be paid to Venue Partner as follows:

Year	Annual Revenue Total	Monthly Payment	Date of 1st payment (Go-Live Date)
2022	$70,500.01	$7,833.33	March 1, 2022
2023	$94,000	$7,833.33	
2024	$94,000	$7,833.33	
2025	$94,000	$7,833.33	
2026	$94,000	$7,833.33	
2027	23,499.99	$7,833.33	
Totals	**$470,000**		**60 Months**

Note1: * The Monetization numbers are dependent on the full venue being available for fans and visitors. If there are No Fans in seats or a reduced seating capacity for visitors, guests the venue shall work with Green Zebra to cover the costs for 2021.

Note 4: Additional City Venue Digital Marketing Services will be provided under a separate Professional Services Agreement.

3. **ADD INVOICE DETAIL INTO THIS DOCUMENT**

Initial _____ Initial _____

Confidential Information ©2020 GREEN ZEBRA Media, All Rights Reserved. Mailing Address: 25422 Trabuco Rd, Suite 105-275, Lake Forest CA 92630. Phone:1.949.522.5714 Fax:949.482.1635 Corporate Website: GreenZebra.net customersupport@greenzebra.net

4. Venue Location Monetization Revenue Assessment.

(a) The monetization revenue assessment ("**Assessment**") data table below is used by GZ to prepare marketing data analytics and digital marketing materials to prepare presentations for the Advertisers. The information in this assessment determines the Fees (set forth above) calculated before GZ enters into an Advertising Agreement with Advertiser. The information below allows GZ to assess visitor or user details and in This Assessment for the Venue Location will remain in effect for the Term, unless earlier terminated in accordance with the Agreement. formation of the Venue Location to create the monetized long-term revenue value.

(b) Venue Location Monetization Assessment Table

Venue Location Assessment Information and Data	**Answers Provided by Venue Location**
Date Completed by Venue Partner	
Covid- 19 Assumptions Jan 2021 thru December 2021 Limited or no monetization opportunities	Project was not complete until January 2022
Anticipated Monetization Start Date	March 2022
Venue Type	Sports Plex
Venue Location Maximum Seating Capacity	5000
Number of Days (Events Per Year)	365
Date First Event Begins	when fully operational
(Number of Days available to public)	365
Daily Venue Location Event Attendance (Previous Year)	1 million
Annual Venue Location Attendance (Previous year)	-0-
Annual Venue Location Visitor Attendance projected 2021	Unknown
Annual Venue Location Visitor Attendance projected 2022	500,000
Annual Monetization Revenue (January 2022 – December 2026)	**$470,000.00**

5. Amendments. GZ may amend this Exhibit from time-to-time through-out the Term

6. **Other Specific Terms and Conditions**. [SPECIFIC TERMS AND CONDITIONS].

Due to low attendance expectations in 2021, additional options may exist within the stadium to meet brand expectations. To be discussed with the marketing team. Refer to Exhibit C Venue Partner OMNI Channel Marketing Campaign to drive advertiser brand value.

7. **Performance Bond** – Green Zebra if applicable could use a performance bond to secure venue payments annually. These types of security bonds cover some or all of the future revenues on long term revenue contracts with partners. The bond issuer bases the bond value on the brand advertiser, deliverability, venue audience size assumptions, and how the venue partner engage their audience to drive brand awareness with Green Zebra. All these factors determine the Performance bond dollar value annually.

Initial _____ Initial _____

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A performance bond, also known as a contract bond, is a surety bond issued by an insurance company or a bank to guarantee satisfactory completion of a project by a contractor. The term is also used to denote a collateral deposit of good faith money, intended to secure a futures contract

8. _____

GZ Options

- Green Zebra provides Pay per view model on game day.
- Year around Brand Sign Visibility

[SIGNATURE PAGE FOLLOWS]

Initial _____ Initial _____

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IN WITNESS WHEREOF, the Parties hereto have executed this SOW as of the date first above written.

GREEN ZEBRA MEDIA CORP.

By Wm Coleman Smith

Name: Coleman Smith

Title: CEO

City of West Des Moine

[VENUE PARTNER]

By_____

Name:

Title:

Initial _____ Initial _____

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By Wm Coleman Smith

Name: Coleman Smith

Title: CEO

City of West Des Moine

[VENUE PARTNER]

By_____

Name:

Title:

Initial _____ Initial _____

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