

**BERKS COUNTY CONVENTION CENTER AUTHORITY  
MINUTES OF THE SPECIAL MEETING OF  
THURSDAY, MARCH 4, 2010**

The special meeting of the Board of Directors (the “Board”) of the Berks County Convention Center Authority (the “Authority”) was called to order at 4:00 p.m. in the SMG Board Room, the Sovereign Center, 700 Penn Street, Reading, Pennsylvania and via telephone.

All members of the Board were present either personally or by phone:

The meeting was chaired by Mr. P. Michael Ehlerman.

Also present:

Mr. Zane Collings, SMG  
Mervin A. Heller, Jr., Esquire, Leisawitz Heller Abramowitch Phillips, P.C.  
Ms. Hope Parkin, SMG  
Mr. Donald Spatz, Reading Eagle

The Chairman began this special meeting by stating that the purpose of this meeting was to discuss revisions to the existing Management Agreement with SMG, the Food and Beverages Service Agreement with SMG Food and Beverage, LLC, and the License Agreement with SA Hockey Associates, LLC. He further noted that the last regularly scheduled meeting of February 17, 2010 lacked a quorum, thus the need to have this special meeting.

Mr. Ehlerman the outlined the current SMG Management Agreement terms and the recommended changes to those particular terms. The major point of the SMG Management Agreement would be to extend the expiration date from June 30, 2012 to June 30, 2020. SMG would contribute \$250,000 of capital contribution to the Convention Center Authority.

As to the SMG Food and Beverage Agreement, the expiration date would be extended from June 30, 2012 to June 30, 2020, and the SMG Food and Beverage, LLC would contribute to the operating account referred to in the Management Agreement a sum of \$70,000 annually for the remainder of the new contract.

The effective date for both these contracts would be March 1, 2010.

Mr. Ehlerman then explained the proposed changes to the SA Hockey Agreement. The expiration date would be changed from April 30, 2011 and extend it to June 30, 2020. The hockey concession profit that is currently 40% to SA Hockey would be retroactively changed to a 50% payment for a 2 year period calculated back to July 1, 2009 and run through June 30, 2011. After those 2 years, the concessions profits to SA Hockey would then revert back to 40% for the balance of the contract term.

The profits on merchandise sales in the arena during hockey games would also be changed from a 50% split to a payment of 100% of the profit going to SA Hockey. This would

be retroactively applied to July 1, 2009 and remain at this percentage throughout the balance of the new contract.

Mr. Ehlerman explained the pluses and minuses of the agreement, but felt that it was a very fair agreement in exchange for a contract extension.

After discussion by the members of the Board, it was moved, seconded and unanimously approved that the changes as outlined by Mr. Ehlerman be accepted and incorporated into contract amendments which could be forwarded on to SMG and SA Hockey for their review and approval.

There being no further business before the Board at the public session, the Chairman announced that the next regular meeting of the Board would be held at the Sovereign Center at 7:00 a.m., Wednesday, April 21, 2010. At 4:45 p.m. upon a motion duly made and seconded, the Board unanimously resolved to adjourn.