

**SPORTS AUTHORITY OF THE METROPOLITAN GOVERNMENT OF
NASHVILLE AND DAVIDSON COUNTY**

MINUTES OF FEBRUARY 18, 2021, MEETING OF THE BOARD OF DIRECTORS
WEBEX VIDEO CONFERENCE
10:30 a.m.

Board Members: Kim Adkins, Margaret Behm, Cathy Bender, Don Deering, Jad Duncan, Glenn Farner, Melvin Gill, Jon Glassmeyer, Frank Harrison, Dan Hogan, Emmett Wynn

Staff: Monica Fawknorton, Quinton Herring, Bob Lackey, Melissa Wells, Margaret Darby (Legal)

Titans/Nissan Stadium: Gil Beverly, Adolpho Burch, Bob Flynn, Keith Hegger, Jenneen Kaufman, Burke Nihill, Ashley Stokley, Tina Tuggle, Daniel Werly

Predators/Ford Ice Center: Danny Butler, Kyle Clayton, Keith Hegger, Sean Henry, David Kells, Michelle Kennedy

Sounds/First Tennessee Park: Adam Nuse, Doug Scopel

Nashville SC: Ian Ayer, Mary Cavarra

Visitors: Michael Carter (Mortenson/Messer), Balagun Cobb (Metro Legal), Tom Clark (Mortenson/Messer), Kellen DeCoursey (CAA/ICON), Tom Cross (Metro Legal), Tim DeBuse (Gobbell Hayes Partners), Ron Gobbell (Gobbell Hays Partners), Carol Greenlee (Mortenson/Messer), Steve Jones (Messer), Greg McClarin (Metro Finance Manager), Scott McKinney Bill Phillips (Metro Deputy Mayor), Shanae Phillips (Mortenson), Jim Pustejovsky (Capital Project Solutions), Butch Spyridon (Nashville Convention and Visitors Center), Matt Toulouisani (Bell Construction)

Chair Cathy Bender called the meeting of the Sports Authority Board of Directors to order at 10:30 a.m. and welcomed all in attendance. She then reviewed the appeals process and stated that the meeting was being held electronically (via WebEx) to protect the health, safety and welfare of Tennesseans during the COVID-19 outbreak and is being live streamed by Metro ITS on Metro Network 1. There were no objections.

Chair Bender provided a roll call of the Board Members; all were present. A motion was made by Director Glassmeyer to approve the minutes of the January 21, 2021, Board of Directors meeting, it was seconded by Director Adkins, and the Board unanimously voted to approve.

Executive Director's Report

Chair Bender recognized Monica Fawknorton to give the Executive Director's Report. Ms. Fawknorton thanked everyone for being on the call and she shared that there will be reports from the Personnel Committee, the Finance Committee, an update on Nissan stadium, and a report on the MLS stadium dba participation. She provided an

update on the reimbursement of the MLS Stadium project management fees to the arena revenue fund; the Division of Accounts has approved the reimbursement of \$961,988.49.

Director Behm asked about the status of the Women's Professional Sports Ad Hoc Committee's solicitation of a consultant. Ms. Fawknotson shared that information from Metro Procurement has been requested to complete the "Solicitation form." Once that is completed and submitted, Procurement will then assign a buyer and start the process.

Personnel Committee Report

Personnel Committee Chair, Frank Harrison, shared that the Committee typically meets once a year, all members were present for the February 17, 2021, meeting along with representatives from Metro Human Resources. The Committee received a request from the Executive Director to upgrade the position previously held by Ilesha Montesrin from an Administrative Services Officer 2 (ASO2) to Administrative Services Officer 3 (ASO3) with the goal of identifying a candidate who will be able to perform a higher level of duties than were included previously in the position. Also, requested was a second administrative position upgrade for the position held by Quinton Herring, also changing the position from an ASO2 to an ASO3, adding to the scope the responsibility of tracking fixed or "Capital" assets for each of the facilities. The total cost of the upgrade is projected to be \$22,000 to \$31,000. The Personnel Committee voted unanimously to recommend approval.

Finance Committee Report

Finance Committee Chair, Jon Glassmeyer, shared that the Finance Committee met this morning and all committee members were present. After approving minutes from the November 19, 2020, meeting, the Committee received a Nissan Stadium report from Jenneen Kaufman and Bob Flynn. Ms. Kaufman shared that the paid user fee credit will be applied to the 2021 football season and that project updates totaling \$331,000 will be added to the unfiled capital projects list, noting these projects include water infiltration and work on the boiler. Mr. Flynn reported that Nissan Stadium experienced some damage as a result of the Christmas Day explosion. Structural engineers have been on site and have reported that none of the damage is believed to be structural. Damages that were noted were fallen ceiling tiles throughout the stadium, a fire sprinkler ring, a broken window pane, and some drywall ceiling damage.

Ms. Kaufman announced that she would be leaving the Titans organization after twenty-four years, she will continue as a consultant for some time. The Committee and Burke Nihill expressed appreciation for all that she has done over the years and for the Authority. We wished her well and thanked her for her many contributions.

Consider an agreement between the Sports Authority and the Nashville Convention and Visitor's Corporation (NCVC) approving an adjustment to the NCVC's 2020 and 2021 SEC Men's Basketball Tournament Contribution.

Finance Committee Chair Glassmeyer shared that a request was received from Butch Spyridon to adjust the annual contribution of the Nashville Convention and Visitor's Center for the SEC Tournament for the 2020 and 2021 years as a result of the loss of revenue from the 2020 SEC Tournament that was cancelled after its first round as a result of COVID. NCVC will pay 50% of its \$100,000 contribution to the Sports Authority for the 2020 tournament and 60% of its contribution for the 2021 Tournament. Metro Legal has drafted a side agreement between the Sports Authority and the NCVC. **The Committee recommends approval and Director Glassmeyer, seconded by Director Harrison, made a motion. There was no discussion, and the motion passed unanimously.**

Consider Approval of a Resolution authorizing an amendment to the Lease Agreement between the Sports Authority and MFP baseball and amending the Parking Garage Lease between the Sports Authority and the State of Tennessee.

Finance Committee Chair Glassmeyer also shared that a request was received to amend the Sports Authority's lease agreement with the Nashville Sounds and also the parking agreement with the State of Tennessee as a result of the loss of parking revenue that the Sounds have experienced with the cancellation of the 2020 Minor League Baseball season. The Amendment waives the Sounds additional rent payment for their maintenance contribution for the State garage for the 2020 season and adds a one-year extension to the lease term in its place. Margaret Darby confirmed that the two Resolutions needed to be addressed separately. The first recommendation is to consider approval of a resolution approving an amendment to the lease agreement between the Sports Authority and MFP Baseball, LLC. Director Glassmeyer made the motion to approve, seconded by Director Harrison. There was no discussion, and the motion passed unanimously.

Director Glassmeyer made the motion to approve the second Resolution, approving an amendment to the parking garage lease with the State. Director Adkins seconded the motion, there was no discussion, and the motion passed unanimously.

Consider approval of FY21 Position Controls and ratification of FY22 Department Operating Budget.

Finance Committee Chair Glassmeyer explained that the next motion was the consideration of the approval of the fiscal year 2021 position controls and the ratification of the 2022 department operating budget. Ms. Fawknorton explained to the Finance Committee this morning that the plan was to present the 2021 budget update and also seek approval for the FY2022 budget. She shared that the Position Control was presented to the Personnel Committee yesterday, and also with the Sports Authority's Budget Analyst, Bob Lackey, other members of the Metro Finance team, and also with Human Resources. In the last week, it was learned that the Metro insurance premiums on the facilities are significantly increasing for FY2021 with premiums for the Sports Authority's facilities almost doubling. With this information, there are implications for

this year's budget and also for next year's budget. Ms. Fawknorton recommended the budget discussion be delayed until the March 11, 2021 meeting to give time for more discussions with Metro Finance.

MLS Stadium Update

Jim Pustejovsky explained that a singular change order in the construction of the MLS Stadium was received for contaminated soil, which was on Metro's property. Metro is responsible for disposing of this particular group of contaminated soil. The cost of \$63,488.00 is being allocated towards the infrastructure project, and it has been budgeted as such for quite some time. This will be a Sports Authority generated change order to Mortenson/Messer; but will be funded out of infrastructure. Ms. Fawknorton shared that Sports Authority initiated change orders need to be communicated to the Board and also that Director Glassmeyer attends the Development Committee and approves any Team related change orders.

Mary Cavarra provided an update on the construction of the MLS stadium. Another milestone was reached in late January 2021 with the steel installation and the pouring of the concrete.

Carol Greenlee provided a DBE update. The DBE goal for this project is 30% and currently the DBE participation is at 37%. This translates into 83 DBE firms being awarded approximately \$72M of the work. Of the \$72M, about \$15M has been awarded to Davidson County based firms. A total of \$41M has been awarded to Tennessee based firms and she also provided a breakdown of participation by category: 52% wbe, 40% MBE, and 8% SBE. Mortenson/Messer has voluntarily established a workforce goal of 22%, which is a combination of wbe and people of color. Through January 2021, project hours total 114,397. The hours worked by women and people of color are 42,397, which represents 37% workforce utilization. We remain engaged as a project manager with local workforce development organizations to ensure workforce needs are communicating and opportunities for women and people of color are maximized.

Director Farner asked if the independent subcontractor information he had requested at the last meeting was now available. This includes any independent contractor that is included in all of the tiers. Kellen DeCoursey explained that they had looked into capturing the information and some is not available through Metro's certification and tracking process, they have been tracking all information required by Metro. Director Gill asked if the information he also requested at the last meeting on tracking women-owned contractors was now available. Carol Greenlee also shared that they have explored capturing that information and will continue to do so with Metro BAO, the State, and other certifying agencies, as well as the individual contractor. Director Behm requested that the same information be requested for all of the db e firms.

Facility Questions:

Doug Scopel provided an update on the Sounds. During this meeting Major League Baseball announced the playing schedule with a tentative opening on April 6, 2021, which will be 581 days since they previously hosted the last game, there will be reduced capacity. The schedule was distributed today. They are now partnering with the Milwaukee Brewers with a 10-year agreement. They were previously a Brewers affiliate (2005-2014) so there is a lot of familiarity. MLB has realigned some of the minor leagues. The Sounds have moved from the Pacific Coast League, which had them playing a lot of team on the West coast and now are in the Triple-A East League (which includes the Braves and Reds).

Burke Nihill shared that Jenneen Kaufman is leaving the Titans organization, which she has served for 24 years, almost the entire existence of the Titans franchise in Tennessee. She will be missed greatly and we are very thankful for her time. Chair Bender also shared that her long-term contributions are greatly appreciated and we wish her the best in her future endeavors and she will definitely be missed.

The next meeting is March 11, 2021.

There being no further business, Director Adkins made a motion that the meeting be adjourned, it was seconded by Director Harrison, and unanimously approved.