

SPORTS AUTHORITY OF THE METROPOLITAN GOVERNMENT OF NASHVILLE &
DAVIDSON COUNTY

Minutes of June 25, 2020 Meeting of the Board of Directors
WebEx Video Conference
9:30 a.m.

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

Staff: Monica Fawknorton, Ilesha Montesrin, Quinton Herring, Melissa Wells, Margaret Darby (Legal)
Greg McClarin (Metro Finance)

Titans/ Nissan Stadium: Jenneen Kaufman, Bob Flynn, Steve Underwood, Burke Nihill, Dan Werly, Gil Beverly

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

Sounds/ First Tennessee Park: Doug Scopel

Nashville SC: Mary Cavarra, Ian Ayre

Visitors: Ron Gobbell (Gobbell Hays Partners), Jim Pustejovsky (Capital Project Solutions), Teresa Phillips (Tennessee State University)

Chairwoman Adkins called the meeting of the Sports Authority Board of Directors to order at 9:30 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 citizens during the COVID-19 pandemic. Chairwoman Adkins performed roll call and then welcomed two new members to the Board, Col. Don Deering and Mr. Glenn Farnier. Col. Deering is the former Executive Director of the National Guard Association of Tennessee and also served on Congressman Jim Cooper's staff for many years. Mr. Farnier currently serves as Business Manager and Secretary/Treasurer of the Southeast Laborers' District Council, where he represents thousands of workers of the Laborers' International Union of North America (LIUNA). **Upon a motion duly made and seconded, the Authority unanimously voted to approve the minutes of the April 16, 2020 Board of Directors meeting.**

Recognition of Teresa Phillips, TSU Athletics Director

Chairwoman Adkins recognized Ms. Teresa Phillips, Tennessee State University Athletics Director and noted that she would be retiring at the end of June. She thanked her for 18 years of service to the community and to the Sports Authority. Chairwoman Adkins stated that the Sports Authority wanted to honor her, not only because of its relationship with TSU, but because of the large impact she's had on the local and national sports landscape. Sports Authority Vice-Chair, Ms. Cathy Bender, was

recognized as Ms. Phillips' Vanderbilt basketball teammate. Ms. Bender introduced her, noting that in 2003 Ms. Phillips was recognized as the Second Most Influential Woman in Sports in Tennessee by The Tennessean newspaper. Additionally, she was named USA Today's National Coach of the Year in 1990 and was the first woman to coach a NCAA Division 1 Men's basketball team. Ms. Phillips expressed her appreciation for the Authority's recognition. Ms. Margaret Behm commended Ms. Phillips on her many accomplishments and stated that she was truly inspirational. A video produced by the SEC Network spotlighting Coach Phillips' career will be made available to the board.

Executive Director's Report

Chairwoman Adkins recognized Ms. Monica Fawknorton to give the Executive Director's Report. Ms. Fawknorton thanked Ms. Phillips for her service and noting the honor it has been to work with her in her role with the Sports Authority and also with the Nashville Sports Council. Ms. Fawknorton reviewed the agenda and also welcomed Col. Deering and Mr. Farner. Chairwoman Adkins acknowledged former board member Mr. Dudley West for his six years of service to the Board. In an e-mail to the Chair, Mr. West stated he has thoroughly enjoyed serving on the Sports Authority and is grateful to all of the partners and members he worked closely with.

Finance Committee Report – Consideration of resolution authorizing and approving an increase in expenses related to project management consultant services related to preliminary planning, design, and construction of a new soccer stadium

Chairwoman Adkins recognized Finance Committee Chair, Mr. Jon Glassmeyer, to discuss the Finance Committee's recommendation from the June 18, 2020 meeting. Mr. Glassmeyer reported that the Finance Committee recommends approval of a resolution authorizing and approving an increase in expenses related to project management consultant services related to preliminary planning, design, and construction of a new soccer stadium. Ms. Fawknorton stated that the current request is for \$350,000. The board was asked to consider similar requests on:

- April 19, 2018 – Approved \$75,000
- January 10, 2019 – Approved additional \$300,000
- August 16, 2019 – Approved additional \$300,000

To date, the Board has authorized \$675,000 to be funded from the Arena Revenue Fund.

The Finance Committee requested that the resolution include language guaranteeing reimbursement of the Arena Revenue Fund, once revenue bonds are issued. The current request is for an additional \$350,000 for services rendered by Gobbell Hays Partners (GHP) and Capital Project Solutions (CPS). GHP submitted a proposal from June 1, 2020 to August 31, 2020 (the contract expires August 26, 2020) for program management services, in the amount of \$174,960. CPS submitted a proposal for the period of June 1, 2020 to October 31, 2020 for project management services, in the amount of \$172,161.

In response to a question, Ms. Fawknorton stated that the original plan was to issue bonds in February 2019 but pending litigation has caused delays. Staff hopes bonds will be issued by the end of 2020 and which time the Arena Revenue Fund will be reimbursed. **Upon a motion duly made and seconded, the Board unanimously voted to approve the resolution authorizing and approving an increase in expenses related to project management consultant services related to preliminary planning, design, and construction of a new soccer stadium.**

MLS Stadium Update

Chairwoman Adkins recognized Ms. Mary Cavarra, EVP & CFO of Ingram Industries, Inc. Ms. Cavarra announced that Nashville SC, Titans, Sounds, and Predators are jointly supporting local teachers and the PENCIL Foundation. In support of the “TN Strong Masks” initiative, the teams’ sports announcers created videos asking the public to support Metro Nashville Public Schools’ teachers. United Way of Greater Tennessee oversaw this initiative and collectively distributed over 300,000 free or low-cost masks, to underserved communities across Middle Tennessee. Nashville SC donated 10,000 masks (available in four different languages) to support “TN Strong Masks.”

Giving an update on the MLS Stadium, Ms. Cavarra reported that demolition should be complete by the end of June. Construction bid packets have been released and construction should begin in July. The MLS Stadium is currently slated for completion in mid-May 2022. Participation by Diverse Business Enterprises (DBE) is on track with Metro’s requirements for the project. Ms. Cavarra stated that DBE updates will be provided to the Board regularly. The estimated cost of the MLS Stadium is still \$335 million. 100% of the construction documents have been completed, and Ms. Cavarra reported

that, to date, the team has spent approximately \$20 million on the project. She stated that all invoices are reviewed/approved by:

- The Team’s Project Manager (ICON)
- The Authority’s Program Manager (GHP)
- The Authority’s Project Manager (CPS)
- The Authority’s Executive Director

Ms. Cavarra stated that the Team and Metro Legal are currently updating contractual documents related to the project, including:

- The Team Lease – Agreement with the Team to lease the MLS Stadium from the Authority
- Development Agreement – Agreement related to the development of the Fair Grounds site (which have multiple stakeholders and a variety of uses)
- Construction Administration Agreement – Agreement that governs the construction process

While approved by the Authority in April 2018, these documents were never executed. The Stadium Lease will bare changes related to the agreement the Team made with Mayor Cooper in February. Under the 2018 Stadium Lease Agreement, Metro was responsible for shortfalls in revenue from ticket sales or re-directed sales tax, but under the revised agreement the Team will pay all shortfalls related to debt service and construction costs, eliminating Metro’s liability. Ms. Cavarra noted that some changes to the agreements are due to the passage of time. She concluded by stating that a Special Called meeting may be necessary to approve the agreements in early July.

Mr. Ian Ayre, CEO of Nashville SC, was recognized to continue the report. Mr. Ayre showed a presentation with renderings of the MLS Stadium. Highlights included:

- Three major lounges throughout the facility
 - North Club – Will have a “Nashville Honky-Tonk” theme
 - South Club – Sports bar
 - Centerline Club – Premium club with 1st class service

Nashville SC is currently expected to play tournament-style matches from July 8, 2020 – August 11, 2020. All 26 MLS Teams will travel to Orlando, Florida on July 1st and stay through August. These matches will be a closed-environment format and spectators will not be permitted. Mr. Ayre announced that a Nashville SC supporter is currently ranked #10 within the eMLS community. eMLS is a League Partner of the EA Sports FIFA 20 – Global Series game (available for most gaming systems). The Nashville SC supporter known as “Doolsta,” will play in an online tournament on June 28, 2020. New facilities designed for youth soccer programs are nearing completion at the Currey-Ingram School. Nashville SC assembled an under-12 youth team that recently participated in a tournament. The Nashville SC Academy currently has four youth teams for the 2020/2021 season. The Academy provides free two-day ID Clinic’s, where they actively recruit players year-round. Mr. Ayre announced that the Academy recently recruited two adoptees from Africa.

Consideration of a recommendation that Metro extend its contract with Gobbell Hays Partners, Inc. for the purpose of continuing to provide program/project management consulting services related to the new Major League Soccer Stadium and Infrastructure project until completion of the work

Chairwoman Adkins recognized Ms. Fawknorton to discuss a recommendation to extend Metro’s contract with Gobbell Hays Partners, Inc. (GHP). Ms. Fawknorton stated that when the Authority engaged GHP to perform project management services for the MLS Stadium, it did not enter into its own agreement with the firm. Rather, the Authority “piggy backed” off of an existing contract GHP had with Metro General Services. GHP’s contract with General Services expires August 26, 2020. Following conversations with Metro Purchasing Director, Michelle Lane, and Metro Legal, the recommendation is that the Sports Authority request a contract extension. Extending GHP’s contract will require approval by ordinance of the Metro Council because it is a Metro contract. Staff believes it is important to have the Sports Authority on record as saying it would like to see GHP’s contract extended for the purpose of completing the project. The Purchasing Director recommends narrowing GHP’s scope of work, to only include projects at the Fairgrounds site. The Authority does not seek to amend the value of the contract or current rates. Ms. Fawknorton reported that roughly \$3.5 of the \$10 million allowed under the contract has been expensed. Mr. Ron Gobbell, President Emeritus of Gobbell Hays Partners, Inc. confirmed that the remainder of the project will not exceed the \$10 million cap. Staff believes that a 28-month extension (through December 2022) will allow GHP to complete the

project. Mr. Gobbell noted his firm is currently looking at additional opportunities for DBE participation and that GHP is a qualified woman-owned firm.

As a point of clarification, Ms. Fawknorton noted that the Authority is not being asked to consider a Resolution approving this motion, but rather to go on record. She stated that Metro Legal is working to file legislation and will provide the Board with updates. **Upon a motion duly made and seconded, the Board unanimously voted to approve a recommendation that Metro extend its contract with Gobbell Hays Partners, Inc. for the purpose of continuing to provide program/project management consulting services related to the new Major League Soccer Stadium and Infrastructure project until completion of the work.**

Facility Updates

Chairwoman Adkins recognized Mr. Burke Nihill, Titans' CEO & President, to give an update on Nissan Stadium/Tennessee Titans. Mr. Nihill stated that Mr. Steve Underwood retired from the Titans organization after 30 years of service. Mr. Underwood thanked the Authority and congratulated Mr. Nihill for becoming the new CEO & President. Mr. Nihill announced the filling of several new positions: Nashville native Mr. Adolpho Birch, III has been named the new Senior Vice President, Business Affairs and Chief Legal Officer. Mr. Surf Melendez came from the Miami Dolphins for a position as the Titans' new Creative Director. Mr. Dan Werly is now General Counsel for the Titans and formerly worked for Nashville SC. In preparation of the 2020 Season and to reassure fans during the pandemic, plumbing fixtures at the Nissan Stadium are now touchless and ingress/egress of the building have been adjusted.

Mr. Gill Beverly, Senior Vice President/Chief Marketing and Revenue Officer, reported the following community updates:

- Team/Staff have been assisting communities impacted by the March 3, 2020, tornado and COVID-19.
- They have also provided anti-racism resources and support for the right to protest.
- June 15, 2020 – Titans participated in Celebrate 615 Day for a day-long celebration with the Nashville community.

Chairwoman Adkins and Ms. Behm thanked Mr. Underwood for his service to the Board. Ms. Bender and Ms. Behm applauded the Titans for addressing/supporting social issues.

Chairwoman Adkins recognized Mr. Kyle Clayton, Vice President of Operations, to give a Bridgestone Arena/Nashville Predators update. Mr. Clayton stated that the team is planning to play in two “hub” cities for the East and the West Conferences. The last event held at Bridgestone Arena was on March 11th and staff continues to reschedule events in light of COVID-19. The Predators are excited to be working with the Titans, Sounds, and Nashville SC, on community projects (including mask distributions). Due to the Arena’s proximity to downtown, staff has volunteered to feed our city’s front-line workers. The Predators made a debut in a virtual Stanley Cup Tournament – and won.

Mr. Danny Butler, General Manager of Ford Ice Center, stated that both facilities are open with modifications for social distancing measures. Many of the programs are returning with reduced availability, including the adult leagues and camps (returning after July 4th). They are working closely with Vanderbilt to assure the safety of everyone at the facilities.

Chairwoman Adkins recognized Mr. Doug Scopel, VP of Operations, to give an update on First Horizons Park/Nashville Sounds. Mr. Scopel stated that the Sounds plan to play 40 games from July 23rd through September 26th. The Ballpark plans to open at 25% of the normal capacity. The grand opening of the “Third and Home” concession stand sports bar will take place on June 26th. Mr. Scopel noted that there will be an entrance on Third Avenue so patrons can dine while the Ballpark is not hosting an event. Repairs to the scoreboard have been completed and repairs to the roof are almost finished. Mr. Scopel stated that the neck of the scoreboard was enhanced with LED lights. This upgrade will provide staff the ability to utilize the scoreboard for other Ballpark events, not just baseball.

Chairwoman Adkins concluded by stating that the next meeting is scheduled for Thursday, July 16, but a Special Called meeting may be needed depending on when the revised MLS documents are ready. Staff is also working to schedule a Women’s Sports Initiative sub-committee meeting, possibly next week. ***There being no other business, the meeting was adjourned.***