

Minutes: Meeting of the Metropolitan Government Board of Fair Commissioners

Date: March 14, 2023 6:00 p.m.

On the above referenced date, the March meeting for the Board of Fair Commissioners was held in Expo 2. Those in attendance were Chair Sheri Weiner, Vice-Chair Jasper Hendricks, Commissioner Mario Avila, Commissioner Todd Hartley, and Commissioner Anthony Owens. Also, in attendance were Executive Director Laura Womack and Finance and Administrative Manager Satrice Allen. Metro Attorney's Terri Costonis and Tom Cross were present. Ed Henley with Pillars Development and Ron Gobbell with GHP were in attendance. Dirk Melton with Market Street Enterprises and Mary Cavarra with Nashville Soccer Club (and the Ownership Group) were both present. Matthew Kuhn with Bristol Motor Speedway was in attendance. Jon Cooper, representing Bristol Motor Speedway, was present. Councilman Zach Young was in attendance. Ben Eagles with the Mayor's Office was also present. And Shay Sapp with the Neighborhood Impact Advisory Committee (NIAC) was also in attendance.

Chair Weiner called the meeting to order and then read the legal notice. She then moved to the approval of the February meeting minutes. Commissioner Hartley made a motion to approve, and Commissioner Avila seconded the motion. All were in favor and the minutes were passed. Chair Weiner then asked for a motion to suspend the rules to extend the public comment time to 40 minutes to be fair and give both sides time to speak. Commissioner Hartley stated, "*So moved.*" Commissioner Avila seconded the motion. All were in favor and the motion was passed. She then moved to Public Comment Time.

Chair Weiner asked for those opposed to the Bristol proposal to line up first. There were several comments in opposition of the proposal. She then asked for those in favor of the Bristol proposal to line up. There were several comments in favor of the proposal. Chair Weiner then moved to the NIAC Representative item on the agenda.

Shay Sapp, representative for NIAC, made some comments opposing the proposal. Chair Weiner then gave the floor to Mr. Eagles from the Mayor's Office and then Councilman Young who were both in favor of the proposal. Chair Weiner then moved to the Financial Report.

Ms. Allen gave a brief financial report and went over the Aging Report. She also went over the FY24 budget submission. There were questions and comments about the parking structure, racetrack revenue collections, decreasing the subsidy and closing the revenue gap. Chair Weiner then moved to the Events Update item on the agenda.

Director Womack stated that they were very full for the next two months and went over some of the events coming up. Several commissioners asked if they could have the soccer events and concerts added on the schedule and Director Womack stated that she could do that. Commissioner Owens asked about the parking plans for soccer. Ms. Cavarra gave a brief update about soccer in general and then went over some of the parking plan(s) that they had been working on. She added that parking info and road closures were listed on their website, and they would also provide free "No Parking" signs for the neighbors again. She reported that they were meeting with NIAC during the year, and they would continue to provide updates to the Board throughout the year. There was a brief discussion about parking revenue share. Commissioner Hartley asked Ms. Cavarra about refining the parking plan and the steps they were taking, and Ms. Cavarra went over those briefly. She added that they were in constant contact with Director Womack (and staff) and met regularly to go over concerns and share information and stated that the partnership was working well together. Director Womack agreed. There was no Executive Director's Report, so Chair Wiener then moved to Old Business and the Fairgrounds Improvement Project, Mixed Use, and Infrastructure Update item on the agenda.

Mr. Henley presented his financial report about each project to the Board. There were a few questions and comments about what repairs had already been done to the speedway and grandstands, safety of the speedway, and condition of the speedway now for the first race. Chair Weiner then asked if Mr. Sargent could send a report to the Board about the condition of the track. Commissioner Hartley also asked for renderings and a project timeline of Fair Park Phase 2 again. Mr. Gobbell stated that he would get that to them and then gave a quick report. Mr. Melton gave a brief update about the mixed-use project and stated that all was going well and that things were proceeding at an excellent pace. Chair Weiner announced that they would take a 5-minute break and then move to the Consideration of and Vote on Bristol Motor Speedway Proposal item on the agenda.

Chair Weiner called the meeting back to order and then stated that she would ask for a motion to approve the lease and development agreement. Mr. Cross would then go over the changes of the agreements based on the Fair Board's feedback and Mr. Kuhn, Mr. Cooper, and Mr. Caldwell would be available to answer any questions. She added that she would read a statement, open the floor for discussion and then call for a vote. Vice-Chairman Hendricks made a motion stating, *"I move that we approve the proposed lease and development agreement presented to us."* Commissioner Hartley seconded the motion for discussion. Commissioner Hartley also wanted to confirm that the document that was sent to the Board by Director Womack with the redline changes would be the document they would be voting on, and Chair Weiner said, "Yes". Chair Weiner then gave the floor to Mr. Cross.

Mr. Cross went over some of the changes that might be material to the Board's decision making and gave a brief explanation of each change. There were many questions and discussion from the Board along the way about some of the changes. Mr. Cross reported that both parties had made some changes. Chair Weiner stated that if you looked at the amendment list you would see the 76 requests and in most cases in column A it showed what the outcome was-if it was/was not amended and why it wasn't amended. She added that it was a collaborative effort from the parties involved. Commissioner Hartley stated that he did not see many of his amendments incorporated into the documents and there were still a lot of risks out there that he was concerned about. Vice-Chair Hendricks stated that when he submitted his amendments, he had discussions with both parties and often times state law(s) would prevent some of his requests. He added that some of his requests were negotiated. Commissioner Hartley stated that a lot of his concerns were business terms, not state law, and there were a lot of his amendments that weren't in there. He also added that once the deal was signed, the Fair Board would no longer have any leverage to renegotiate or amend anything. Chair Weiner reminded everyone that the Metro Council would have a chance to amend these documents and further work could still be done, if needed, and that often bills will change before they are passed.

Chair Weiner asked if Bristol had anything they wanted to add. Mr. Cooper stated that the Fair Board had made this deal a better deal and several changes had been negotiated as a result. He added that they had made a good faith effort to address the concerns of the Board and asked that they vote in favor of the proposal. Commissioner Owens asked if the Fair Board could still fight for their amendments as a Fair Board Member and Chair Weiner stated that any Fair Board Member is welcome to meet with a Council Member just as anyone can to make their comments and express their concerns. Commissioner Hartley added that while their formal role in this process will be completed, they could still continue as a public citizen. Vice-Chair Hendricks stated that this deal would continue to be worked on and they needed to keep pushing until it was signed and done and that was just how the legislative process worked. Commissioner Avila added that after this vote, the Board would have no more authority or voice. Chair Weiner stated that Metro Council had asked that the Board be there once it went to the Council, and she felt they had a louder voice than most. Chair Weiner then moved to the Scheduling Document.

Director Womack stated that they had spent a lot of time with all the campus partners on the collaboration that needed to happen for each of the current events to continue and be protected, especially with adding new events. She stated that the documents summarized what they were already doing (with soccer) and she had just put it in writing. She then went over the scheduling processes and how it would work with all of the parties involved. There were several questions and much discussion from the Board. Chair Weiner called for a 5-minute break.

Chair Weiner then moved to the sound issue. She stated that one of her primary interests was that, if the Bristol deal was approved, the neighborhoods, taxpayers, racing community and the Fairgrounds would all be better off on the sound issue than before. She reported that the sound mitigation plan was solid. She then went over the 3db baseline and onsite sound measurements and concerts. There was a lengthy discussion and questions about these topics. Chair Weiner then read a letter from NASCAR about their intent that had been requested by the Board. Commissioner Hartley stated he did not see why Bristol could not ask NASCAR to include a commitment about muffler use when it became available in the documents. Chair Weiner stated again that it was her goal for everyone to be better off, in all facets, afterwards and that that was their charge as commissioners.

Commissioner Hartley expressed his concern about a strong termination for convenience provision and he had asked that this be changed in one of his amendments. He then read the agreement and went over his concerns and added that this was a very important issue for him. Mr. Cooper stated that they would be willing to make that change as a sign of good faith. Commissioner Hartley also wanted to point out that the Bristol deal was not an absolute yes or no binary choice and that, while the facility would not be what it would be with the Bristol deal, they could still have a safe ADA accessible noise protected track for 18 million. Vice-Chair Hendricks also pointed out that the 18 million would have to come out of the general fund which could impact other city projects and taxpayers. Mr. Cooper then stated that Bristol would be willing to strike the clause in 10d which stated that *“they could terminate with a 30 days’ notice”*. Chair Weiner stated that they needed a motion to adopt the amendment before they went any further. Commissioner Hartley then made a motion, *“I make a motion to adopt the amendment as stated which would be to strike 10d after the comma and provide language to the end of the paragraph”*. Commissioner Avila seconded the motion. All were in favor and the amendment passed.

Chair Weiner asked if anyone else had any questions or comments. There were none and Chair Weiner then asked for someone to call the question on the proposal as amended and Vice-Chair Hendricks called the question. Commissioner Owens voted yes. Commissioner Hartley voted no. Vice-Chair Hendricks voted yes. Commissioner Avila voted no. Chair Weiner voted yes. The motion passed 3-2. (see attached lease)

There was no new business. Commissioner Avila stated that this was his last meeting and thanked everyone for the opportunity to serve on the board. Chair Weiner asked for a motion to adjourn. Commissioner Hartley stated, *“So moved.”* Commissioner Avila seconded the motion, and the meeting was dismissed.

Respectfully Submitted,

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Chair, Sheri Weiner

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Executive Director, Laura Womack