

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

**BOARD OF DIRECTORS
MEETING MINUTES**

Thursday, November 16, 2023 | 10:30 am | Bridgestone Arena–Music City Meeting Room

Attendees

Board Members: Cathy Bender (Chair), Jad Duncan (Vice Chair), Frank Harrison (FC Chair), Kim Adkins, Don Deering, Melvin Gill, Dan Hogan Anna Page, Emmett Wynn

Staff: Monica Fawknottson (ED), Valda Barksdale, Brandon Little, Melissa Wells, Joshua Thomas (Metro Legal), Lexie Ward (Metro Legal)

Visitors: Adolpho Birch (Titans), Tyler Baumgardt (TVA), Kyle Clayton (Predators), Rich Crimm (GHP), Haley Davidson (Titans), Adam English (Nashville Sounds), Jerry Erkbeut (UB), Bob Flynn (Titans), Kate Guerra (Titans), Keith Hegger (Predators), Kristina Kirby (Kraft CPAs), Julia Masters (NBJ), Kevin McGrath (CAA-ICON), Jim Pustejovsky (CPS), Shannon Myers (Titans), Ben Reeves (NSC), Doug Scopel (Nashville Sounds), Katy Sheesley (GHP), Kyle Tomlinson (PMC), Dan Twining (Cumming Group), Susan Vanderbilt (TBA), Dinah Wells (PMC), Dan Werly (Titans)

Call to Order

Chair Bender called the meeting of the Sports Authority Board of Directors to order and welcomed all to Bridgestone Arena. She thanked the Predators for hosting.

Public Comment Period Pursuant to Tennessee Open Meetings Act, Tenn. Code Ann. § 8-44-101

There were no sign ups for Public Comment.

Consider Approval of Meeting Minutes from October 19, 2023

Chair Bender asked if there were additions or corrections to the October 19, 2023 meeting minutes. There being none,

Upon a motion made by Director Duncan and seconded by Director Deering, the board unanimously approved the minutes from the October 19, 2023 meeting.

Executive Director's Report

ED Fawknottson gave a summary of the agenda. She reported that the RFP for the Sports Authority's Construction Representative for the New Titans NFL Stadium has been published and a pre-offer meeting held last week was well attended. The deadline to submit proposals is November 28; additional details and information is housed on the Sports Authority website. Should anyone receive inquiries regarding the RFP process, ED Fawknottson encouraged all to direct them to Gary Clay, Metro Procurement Buyer.

ED Fawknottson also reported that the hearing related to the new state law that reconstitutes the Sports Authority board is scheduled for the end of November. Metro Law Directory Wally Dietz will provide an update during the December 14 meeting. He anticipates a ruling by December 22.

Finance Committee Report

Finance Committee (FC) Chair Harrison reported on the following items from the FC which met earlier:

- A. The FC recommends the Board approve a Resolution Approving the FY23 Audited Financial Statements for Parking Management Company, LLC which was presented during the FC meeting by Kristina Kirby, KraftCPAs PLLC

Upon a motion made by Director Harrison and seconded by Director Adkins, the board unanimously approved the Resolution Approving the FY23 Audited Financial Statements for Parking Management Company, LLC (PMC)

- B. The FC also recommends the board approve a Resolution Authorizing Repairs at First Horizon Park as presented by Adam English, General Manager/COO Sounds. The cost is approximately \$11k for 36 replacement seat-backs for the 4Topps seats located near the Band Box and installation of 89 seating components for the suite seats located on the Club level. The project will be paid with remaining funds from a Sounds' seating project earlier during the year.

Upon a motion made by Director Harrison and seconded by Director Deering, the board unanimously approved a Resolution Authorizing Repairs at First Horizon Park

- C. Metro attorney Joshua Thomas provided an overview of the process for funding Capital Projects at Nissan Stadium during construction of the New Titans NFL Stadium
- D. Shannon Myers, Titans SVP & Chief Financial Officer, provided a report on Capital Projects at Nissan Stadium including completed, current and anticipated. She also shared information regarding the scheduled timeline for the sale of PSLs for the New Titans NFL Stadium.

Project Management Report

Rich Crimm, VP & Director of Project Operations Gobbell Hays Partners (GHP) reported that GHP and Capital Project Solutions (CPS) are Acting Program Managers, in a similar role provided to the Sports Authority and Metro for GEODIS Park. They are currently reviewing the 50% Design Development Package which includes over 2,000 drawings. The partnership is in the process of expanding their team to supplement their review of the highly complex New Titans NFL Stadium project, compliance with Metro standards and with various agreements specific to the stadium. Additionally, Crimm reported GHP is working to coordinate stadium design with the Titans, East Bank Team, and The Fallon Group, the newly selected developer of the East Bank.

The Titans' construction manager Tennessee Builders Alliance (TBA) is preparing several bid packages for early release which CPS and GHP will be reviewing and monitoring as well as coordinating with the Titans on implementation. The 100% Design Development Package is expected to be issued in January 2024; GHP and CPS will also review those documents upon issuance.

The Titans plan to start earthwork in February or March of 2024. Both GHP and CPS will be involved in reviewing compliance with design documents, subcontractor procurement, pay requests, change orders and schedules. The GHP-CPS partnership will continue to attend monthly design coordination meetings that involve well over 100 professionals who are designing and estimating various components of the stadium.

GHP-CPS will continue to attend meetings with the Owner Architect Contractor, Metro Business Assistance Office (BAO), East Bank Team and other meetings as needed to support the project. They will represent the Sports Authority's and Metro's interest consistent with the Titans' proposed timeline.

Director Gill inquired about the current working relationship with the Construction Manager at Risk (CMAR) and the Architect of Record (AOR). Katy Sheesley, GHP, noted that both are attending the OAC (Owner-Architecture-Contractor) weekly meetings and Mr. Crimm commented that they are also working in close coordination on updating the budget as design changes are implemented.

Titans' Monthly Stadium Progress Report

Adolpho Birch, Titans Chief External & League Affairs Officer shared an update on the New Titans NFL Stadium project including:

- Construction and Design Updates
 - The design phase is well underway with the objective of turning ideas, concepts and renderings into buildable plans and documents
 - Crews are working on various utility relocations to support the new stadium and East Bank development. These include installation of a new sewer main and rerouting of the Piedmont Gas line
 - Zero disruptions were associated with the temporary closure of Korean Vets Blvd
 - An RFQ has been issued for demolition of Nissan Stadium which resulted in 17 respondents; 7 were invited to submit proposals
 - Titans House will be an immersive experiential space for potential partners including season ticket and suite holders who will be able to view and experience model concepts of the seating, amenities, suites, concourses, etc. planned for the new stadium. This will help visitors to understand and experience the various potential opportunities in the new stadium. Titans House will be constructed by Polk & Associates in Germantown near 6th & Taylor and is anticipated to open Spring 2024.
 - Q: Have there be any changes to the design? (Director Hogan)
 - A: Design development is at 50% and there have not been any changes to the material components. Only a few spaces and sizes have been modified. (Mr. Birch)
 - Commentary: We anticipate scheduling a work session in January to give the board an opportunity to review and approve the 50% design development plan. (ED Fawknatson)
- The Design Phase Timeline
 - Design Development Phase - July 31, 2023 thru January 26, 2024
 - GMP Construction Documents - March 18, 2024 thru May 31, 2024
 - Construction Administration - Starting in Q1/Q2 of 2024
- The Construction Phase Timeline
 - Initial Stadium Mobilization - End of 2023 NFL season
 - Stadium Earthwork and Excavation - February/March of 2024
 - Projected Completion of Stadium - Mid to late Q1 of 2027
- Community Outreach present high potential for impact in the city
 - Master Classes are held for local and diverse businesses to provide them with educational tools on how to become involved in the current stadium project as well as future projects
 - “Keep Nashville Home” is a partnership with the Office of the Trustee to provide awareness of property tax freezes and relief resources available for senior citizens. The campaign includes mailers and announcements during televised games.
 - In conjunction with PENCIL, the Titans will solicit elementary students to create art that will placed on the fencing around the construction site in an effort to engage the community
 - Project Destin is a partnership with various professionals who teach high school and college students about various aspects of leadership including financial health, stadium operations, entrepreneurship, commercial real estate, team ownership & leaders. Project Destin will run through 2027.
- TBA Representative Tyler Baumgardt, TBA Construction Manager at Risk/VP AECOM Hunt reported as follows:
 - The TBA joint partnership includes Turner, AECOM HUNT, Polk & Associates and ICF.
 - The target GMP value is \$1.55B for a 1.84M square foot enclosed multi-purpose venue with a 60K seating capacity
 - The goal for DBE participation is 25%
 - Workforce Development will have a generational impact including K-12, postsecondary, jobsite training, Apprenticeship University and Business Technical Assistance.

- Procurement opportunity for potential bidders include electrical equipment, construction office trailers, demolition, mass excavation and site clearing
- 100% design development is scheduled for January 2024
- The large prime trade companies are tracking the bid process, however, in an effort to attract smaller subcontractors a schedule of pre-bid meeting office hours and focused work packages available (sitework, exterior skin, mechanical, plumbing, etc) for the month of November was distributed
- Intake site for additional information and all bidders, businesses and vendors has been established: info@tnbuildersalliance.com
- Q1: Has the partnership with the Trustee office increased awareness of individuals who are eligible for the tax freeze and relief? Can you report on this monthly? (Director Gill)
- A1: We have not received the number of inquiries for this year, however the number of applications for last year increased dramatically because of the awareness campaign. Because it is a function of the Trustee we are happy to report as numbers are made available to our office.
- Q2: Are you familiar with Project Return? (Director Gill)
- A2: Yes, within our workforce development efforts we are working with Project Return and other re-entry groups for formerly incarcerated individuals (Mr. Birch)
- Q3: How will individuals benefit from the Master Class? (Director Wynn)
- A3: The Master Class project provides opportunities for networking, developing networks, contact with potential employers and forming partnership. Additionally, they will have access to the TBA, BAO and Titans databases as a resource to become aware of potential opportunities. Project Destin alumni will have a resource database of participants as well as potential employers for potential internships and employment opportunities (Mr. Birch)
- Q4: Tell me more about Titans House (Director Duncan)
- A4: It will be similar to a model home for the new stadium with an appointment driven structure and possibly a staffed open house for visitors who are interested in season tickets and PSLs. It will allow visitors to make an informed purchasing decision regarding the various seating and suite options. (Mr. Birch)

Facility Questions

There were no questions presented.

Bridgestone Arena Report

Kyle Clayton, Preds Chief Strategy Officer reported that the Capital Asset Management Plan (CAMP) will be presented during the December board meeting including an update on repairs from the November 2022 Water Main Break and flood. He noted that much progress has been made in minimizing fan impact and many areas are running efficiently including the elevators, escalators and tech center. Other updates include:

- BET MGM Sports Lounge (formerly Patron Platinum Club) will open in December
- Morgan Allen pop-up concert in March set an attendance record with 19,292 fans. Comedian Nate Bargatze broke that record with 19,365 and during an appearance on the Jimmy Fallon Show commented that he removed one seat from the Arena to retain the record.
- Several artists performed two shows and one artist played three.
- Mayor John Cooper presented a proclamation at the Love Rising benefit concert
- Several Latin shows were held at the Arena with two sell outs
- A total of 18 events were held in September, October held 20 and 21 events are schedule for November
- The Arena has been nominated 19 times for Arena of the Year and is ranked 4th in the US for ticket sales.

- The organization is also managing F&M Bank Arena in Clarksville which is nominated for New Concert Venue of the Year
- Chair Bender asked what impact does cancelled events have on the Arena's operations? Mr. Clayton noted that staff is extremely nimble and work diligently to cancel and then market the date as available and secure a new date for the artist to accommodate their load-in time which sometimes takes 18 hours or more.

Rebecca King, VP Community Relations reported that the Preds hosted a three-day weekend of giving which included a fishing tournament, hockey clinic at Ford Ice Bellevue, a Preds Foundation dinner for 1,000. They also hosted a week of Players in the Community where every player was involved in various community outreach activities including visits to TN School for the Blind and Children's Hospitals. Over \$50K was raised within an 18-month period. Upcoming events include Hockey Fights for Cancer fundraising event, David Poile retirement luncheon in celebration of him as the franchise's first general manger, door to door delivery of 150 turkeys alongside Metro Nashville Police Officers, a toy drive partnership with entertainer Jelly Roll and Wal-Mart. It is anticipated that the Preds Grant Program will give over \$800K in one day during the month of May 2024.

Director Adkins commended the Preds for their upcoming event where they will host the Jewish Community at a game on December 12. This event is especially thoughtful in consideration of the conflict and suffering currently underway in Israel.

Amy Herd, Director of Diversity and Inclusion reported on the Smashville GUIDER (Growth, Understanding, Inclusion, Diversity, Equality & Representation) Board. Established in 2020 by the Preds to effect positive change with the objective of diminishing the prevalence of social injustice. GUIDER programs and initiatives include: Preds Girls Hockey, Black Girl Hockey Pledge, Hispanic Heritage Month, Native American Heritage Month, Black History Month, Asian & Pacific Islanders Night. The goal of GUIDER is to utilize its resources to implement change in four core areas: staff, fans, hockey and community. GUIDER employs 35 staff and has an Advisory Board comprised of 16 external community leaders and corporate partners. Director Hogan and Adkins applauded the organization for its comprehensive activities. ED Fawknatson noted that former Director Arnett Bodenhamer who recently passed away was a strong advocate for diversity and would be extremely proud of the Preds efforts.

Sean Henry, CEO thanked the board for its efforts and for being the cornerstone of the Preds organization. He introduced Dionna Widder who joined the Predators four months ago as it's new Chief Revenue Officer.

Adjourn

In closing, Chair Bender announced that the next meeting is schedule for 10:30am on Thursday, December 14 at Nissan Stadium and all will be notified if there is a need for the Finance Committee to meet prior to at 9:30am. There being no further questions or business, the Board of Directors meeting adjourned.

Respectfully submitted, Valda Barksdale, Metro Nashville Sports Authority

Meeting YouTube Link:

<https://www.youtube.com/watch?v=pgOGVo4Fk48&list=PL70A35525EA40FA72&index=2&t=819s>