

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

BOARD OF DIRECTORS  
MEETING MINUTES

Thursday, March 21, 2024 | 10:30 am | Nissan Stadium – Press Box

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**Attendees**

**Board Members:** Chair Cathy Bender, Vice Chair Jad Duncan, Treasurer/Secretary Aaron McGee, Kim Adkins, Don Deering, Tiffany Degrafinreid, Jad Duncan, Glenn Farner, Dan Hogan, Monchiere' Holmes-Jones, Winston Justice, Anna Page, Emmett Wynn  
**Staff:** ED Monica Fawknottson, Valda Barksdale, Brandon Little, Melissa Wells, Joshua Thomas (Metro Legal), Lexie Ward (Metro Legal)

**Visitors:** Adolpho Birch (Titans), David Aroroff (Cumming), Kevin Brown (Metro Finance), Rich Crim (GHP), Tom Cross (Metro Law), Haley Davidson (Titans), Cole Durio (CPS), Adam English (Sounds), Ron Gobbell (GHP), Carol Greenlee (Business Resource Group), John Gromes (TBA), Kate Guerra (Titans), Keith Hegger (Predators), Heather Hill (Cumming Group), Michelle Lane (Metro Finance), Julia Masters (NB), Tee McCarly (PMC), Kevin McGrath (CAAICON), Shannon Myers (Titans), Adam Nuse (Titans), Lindsey Paola (NSC), Jennifer Pedginski (Metro Finance), Jim Pustejovsky (CPS), Dennis Rowland (Metro), Joe Saatkamp (Cumming Group), Robert Sampson (Robert Sampson Consulting), Steve Scarborough (Cumming), Doug Scopel (Sounds), Katy Sheesley (GHP), Kyle Tomlinson (PMC), Don Twining (Cumming Group), Shelten Vieau (Barton Malow Builders), Dinah Wells (PMC), Bill Wickett (Preds), Kevin Wilson (Preds), Blake Wogoman (Barton Malow)

***Call to Order***

Chair Bender called the meeting of the Sports Authority Board of Directors to order, welcomed all to Nissan Stadium and thanked the Titans for hosting. She also congratulated the Titans on the excellent Groundbreaking Ceremony held on February 29.

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

There were no sign ups for Public Comment.

***Consider Approval of February 27, 2024 Meeting Minutes***

Chair Bender asked if there were questions or comments pertaining to the February 27, 2024 Meeting Minutes. There being none,

**Upon a motion made by Director Deering and seconded by Director Page, the Board of Directors unanimously approved the February 27, 2024 Meeting Minutes.**

***Executive Director's Report***

ED Fawknottson gave a summary and overview of the agenda. She reported that the Sports Authority has agreed to allow the Competitor Group to use one of the Sports Authority's Civic Use Event Days for the Rock n' Roll Running Series. Typically, the board would consider a license and use agreement for the event, however, the land and parking lots have been transferred to Metro and Lots A through D (approximately 3,500 spaces) are no longer available. The Sports Authority will grant use of Lots H, J and K free of charge on Saturday, April 27 to the Competitor Group. The Running Series will take place April 22, 2024 through April 29, 2024.

### ***Intent to Award RFQ 357261***

ED Fawknorton reported that in November 2023, Metro Procurement published RFQ 357261 to solicit a firm to serve as the Sports Authority's (SA) Construction Representative; the deadline for proposals was December 12, 2023. The RFQ's Evaluation Committee (EC) was comprised of SA's Executive Director, representatives from the East Bank Team, Metro Planning, the Fairgrounds and Metro's Inner Circle Sports consultant who served as a non-voting technical advisor. The EC met approximately five times to review, evaluate, score proposals and for follow up discussions with the top two firms. The EC made a recommendation to Metro's Purchasing Agent/Chief Procurement Office that a Notice of Intent to Award be extended to the Cumming Management Group. The Notice of Intent to Award was published on March 8 and on March 18 a Protest was filed (within the 10-day window allowed by Procurement regulations) by the Gobbell Hays/Capital Project Solutions Team.

Michelle Hernandez Lane (Deputy Finance Director/Chief Procurement Officer/Purchasing Agent) reported that the Procurement Code Regulations define the administrative remedy available to offerors and prospective offerors who believe they have been aggrieved in the procurement process. The aggrieved is required to submit a written protest within ten days of the published Intent to Award. The purchasing agent will contact the aggrieved to establish a clear understanding of what the points of protest are to establish a resolution. The next step is typically a public formal protest hearing where the aggrieved and other relevant parties are invited to expand upon their point of protest. The hearing affords the purchasing agent an opportunity to gain additional information and make a decision on whether the action of the procurement office was in keeping with state law, metro code and the solicitation process. Ms. Lane noted that she has initiated an investigation towards a resolution of the protest and a formal written determination will be provided. Chair Bender questioned whether the process has a timeline, to which Ms. Lane stated she has made initial contact with the protesting party and anticipates connecting with them again in a few days to ensure the resolution is an expedient process. Director Deering questioned whether an explanation was given to the parties who were not selected. Ms. Lane reported that a summary of the evaluation and award justification was provided to all offerors as well as to the public. Additionally, the protesting party requested and received copies of all proposals submitted for this RFQ.

In closing Ms. Lane reported that she has accepted the position of Metro Deputy Finance Director and in this new role her portfolio will continue to include procurement responsibilities, including overseeing the RFQ 357261 protest given the Intent to Award was offered under her administration as well as receipt of the protest. She introduced her successor Dennis Rowland who will serve as the new Chief Procurement Officer. Chair Bender congratulated Ms. Lane on her new position and thanked her for the exemplary leadership provided to the Sports Authority under her administration in procurement.

### ***Consider Approval of a Resolution Approving an Amended and Restated Site Coordination Agreement Relieving the Sports Authority of Responsibilities and Removing It as a Party***

Tom Cross, Metro Deputy Law Director, reported that the stated Resolution seeks board approval for the Sports Authority to exit from the Site Coordination Agreement (SCA). Mr. Cross directed attention to the proposed Stadium Campus map noting the campus now belongs to Metro (excluding the parcel where the existing Stadium stands). Metro has leased the site of the new stadium to the Sports Authority who will sublease to the Titans. Director Deering questioned why a small parcel (section E1) was carved out of the TPAC and F sections. Mr. Cross clarified that the section is actually Lot E which is not needed by TPAC for its current designs. Lot E will also ensure safe pedestrian bridge access for pedestrians and cyclists during the construction process. Director Deering further questioned whether Lot E would remain undeveloped to which Mr. Cross stated it will most likely be developed by Fallon at some point.

The SCA (one of several construction agreements) addresses the provision and maintenance of parking facilities for the benefit of the new and existing Stadium. Metro has negotiated agreements with a private Developer for a mixed-use development and as a result, an Amended and Restated Site Coordination Agreement was developed. The amended agreement no longer requires the Sports Authority to be a party to

the SCA and removes the Sports Authority from all obligations and responsibilities. The Resolution before the board approves the revised SCA.

**Upon a motion made by Director Duncan and seconded by Director Deering, the Board of Directors unanimously voted to approve a Resolution Approving an Amended and Restated Site Coordination Agreement Relieving the Sports Authority of Responsibilities and Removing It as a Party**

***Consider Approval of a Resolution Approving a Memorandum of Understanding with the Metropolitan Government Addressing Parking on the Nissan Stadium Campus and Authorizing the Amendment of an Agreement with Parking Management Company, LLC***

In continuing his report, Mr. Cross reminded the group that the Sports Authority engaged Parking Management Company (PMC) to manage the Sports Authority controlled lots at Nissan Stadium in 2019. The term of the contract will expire in May and the request before the board is to extend the term and preserve the right to terminate in whole or part, dependent upon final location of lots post construction phase. Metro is requesting that the Sports Authority maintain the current PMC Agreement and continue to manage the Parking Areas as an agent for Metro while the new stadium and mixed-use projects are under construction. Director Deering asked ED Fawknatson for her recommendation on the Resolution. ED Fawknatson noted that the Sports Authority is comfortable with the Resolution as stated. Further, the Sports Authority will assume any cost associated with upkeep and maintenance of the lots and will also continue to receive monthly revenue from PMC which can be used to fund the upkeep. Chair Bender asked whether there is a timeline for the term extension to which ED Fawknatson noted it is a three-year term. Director McGee questioned whether there are foreseeable implications in extending the contract term and whether there were opportunities for other companies to bid on the contract. Mr. Cross indicated it is possible other companies were interested in the service. However, he continued, because the number of lots that are currently available under the agreement will continue to decrease, it was not feasible to open the service for bids and competition. Also, to avoid disruptions and uncertainties with a transfer to another company, it is more practicable to extend the contract term with the current provider. Finally, he noted that the Sports Authority, has the authority to procure its own contractors.

**Upon a motion made by Director Adkins and seconded by Director Page, the Board of Directors unanimously voted to approve a Resolution Approving a Memorandum of Understanding with the Metropolitan Government Addressing Parking on the Nissan Stadium Campus and Authorizing the Amendment of an Agreement with Parking Management Company, LLC**

### ***Facility Questions***

There being no questions from the Board, Chair Bender invited GHP/CPS to give a project management update. Ron Gobbell, GHP President Emeritus, reminded the group that GHP and CPS are representing the Sports Authority as Acting Program Managers on the Titans New NFL Stadium. Mr. Gobbell and Jim Pustejovsky, CPS Owner reported as follows:

- At the February 2024 meeting, the Sports Authority approved the 50% Design Development
- The GHP/CPS team of 18 professionals have reviewed the 100% design package and provided 28 pages of comments. The Titans have reviewed those comments and our team is setting up meetings with their Architects and Engineers to address comments and questions
- GHP/CPS is monitoring contractor meetings and observing the start of construction which is scheduled to begin the week of March 25, 2024
- The team is reviewing early release packages from TBA (TN Builders Alliance) and the Titans including ROA 1 Sitework, ROA 2 Vertical Transportation, ROA 3 Electrical gear and ROA 4 Deep Foundations. All of which have been vetted thoroughly.
- GMP documents (50% Construction Documents Set) are due on May 31, 2024

- There has been strong diversity participation in the initial projects, exceeding the goals to date.
- GHP/CPS continues to coordinate with the East Bank Development Team on the integration of the New Stadium into the surrounding areas
- The team is also working with Metro Planning department on activation issues around the stadium

Mr. Pustejovsky commented that the project is going very smoothly and there is good cooperation amongst the various firms. Director McGee asked for clarification regarding the term GMP to which Mr. Pustejovsky noted it is the Guaranteed Maximum Price which will be issued by TBA.

***New Enclosed Nissan Stadium Monthly Progress Report/Host Facility Report***

Shannon Myers, CFO, gave a summary of completed, ongoing and anticipated projects at Nissan Stadium. Cost are as follows: Completed Projects from 9/1/23 – 3/8/24 are \$136,511; Ongoing Project Cost Estimates are \$1,656,201; and three Anticipated Project Cost Estimates totaling \$242,460 are 1) Fire safety & security projects – \$45,500; 2) Concrete step repair in stadium bowl – \$100,000; and 3) LED Insta Messaging Boards – \$96,960. Total cost estimates for the reporting period is \$2,035,172.

Director McGee asked what will happen to the messaging boards once the new stadium is erected to which Ms. Myers noted they will be a property of the Sports Authority, however, any items that can be transitioned to the new stadium will be. ED Fawknorton stated there have been discussions with other Sports Authority facilities and Metro Departments regarding items that will not be needed at the New Stadium. A draft document of protocols for how the board should consider disbursement (utilization/donation/sell) of those items once the transition is made from the current stadium to the new stadium. Also, there are certain items that may be placed on Metro’s e-bid auction site and those revenues will return to the Sports Authority Stadium Fund.

Adolpho Birch, Chief External & League Affairs Officer reported that February and March have been particularly active including the successful Groundbreaking Ceremony production held on February 29. Mr. Birch also reported on the following:

- The 100% Design Development drawings were transmitted at the end of January; current focus is on reviewing them and initiating the next cost estimate
- The Titans continue to work with Metro East Bank team members and neighboring development partner to coordinate the design of the south plaza
- TBA (TN Builders Alliance) continue to coordinate procurement plans, specifically, the procurement of Bid Packages: Earthwork/Site Utilities, Vertical Transportation & Conveying Systems (Elevators/Escalators), and Electrical Equipment. The Recommendations of Awards are pending approval for Earthwork and Site Utilities and the others are under evaluation
- Planning discussions continue for site logistics of the new stadium during construction. Plans have been reviewed and are now discussed monthly with Metro departments and bi-weekly with the Titans to communicate and coordinate upcoming impacts. Logistics for parking, security cameras and traffic patterns have been discussed and are moving forward
- The Titans completed the procurement process for Third-Party Testing & Inspection and awarded the services to Terracon and GTA. Terracon and GTA will begin monitoring work onsite with the mass excavation to confirm soil material classification, review of drill shaft conditions and future concrete testing
- The Titans continue to manage the Demolition and Fall Arrest procurements. Ten RFP proposals were received for Demolition and four interested vendors submitted proposals for the design and installation of the Fall Arrest system
- Titans House construction is expected to be substantially complete in April
- Piedmont Gas is substantially complete with gas line relocations; their restoration work is ongoing

- Colonial Pipeline has experienced delays attributable to weather and fines; they continue to progress and anticipate completion by end of April
- Coordination with NES is ongoing to deliver power to the future stadium
- Initial design and pricing is underway on the Regional Pump Station that will serve the new East Bank development
- The design team issued the 100% Design Development Package; the Construction Document (CD) Phase will begin in March. There will be a delivery of the 25% CD structural steel package at the end of March, which will be the basis for the final structural steel award
- TBA and the design team are coordinating the path to achieve the first early work package, mass excavation and deep foundations for permitting. The three proposed permit applications are Mass Excavation, Deep Foundation & Underground Utilities and the Full Building permit
- Reporting for DBE will transition to platform called *B2G Now* which was procured by Metro's Business Assistance Office. Monthly reports will track DBE utilization
- TBA has awarded one contract to date, the Mass Excavation/Earthwork package. This is the first contract out of 60+ that will be awarded for the project. The prime contractor selected has submitted a plan that projects disadvantaged business enterprises will account for 37 percent of their scope of work which exceeds BAO's 35 percent goal
- In partnership with PENCIL, TBA and MNPS, the Titans collected original art from MNPS K-8 students to activate the fencing surrounding the new stadium construction site. Students from Whitsitt Elementary, Robert Churchwell Elementary School, Meigs Middle School, Harpeth Valley Elementary School, Percy Priest Elementary School and more submitted their original Titans, football, Nashville, or stadium-inspired artwork for consideration and were selected. The art will be on display until May.
- Procurement Outreach includes a collaboration between the construction teams who are streamlining information to share procurement opportunities with potential businesses. The Titans' and TBAs two existing websites will be merged into a comprehensive site where all opportunities and processes are posted. Also, TBA is holding pre-bid office hours for businesses to gain more insight into the project.
- In closing, Mr. Birch gave a Project Budget Update reporting that through the end of January 2024, the project has spent a total of \$104,529,489. For the last approved monthly pay application of January 2024, the project spent a total of \$14,774,728.

Director McGee requested clarity regarding Titans House and whether it will be open to the public. Mr. Birch stated it will serve as a model which houses varying elements of the New Stadium including fixtures, the field, seating options and virtual views. Entry to Titans House will be appointment based. Director McGee also questioned whether there are consequences for DBEs who engage in the construction project at a later date. Mr. Birch noted it is never too early for a firm to express an interest in the project; even if their specific work may not be engaged until later in the process. Early involvement gives them an opportunity to have a better understanding of timelines, preliminary requirements, bonding with other contractors, securing certifications, etc.

### ***Adjourn***

In closing, Chair Bender announced the next meeting is scheduled for 10:30am Thursday, April 18 at GEODIS Park; 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

### **YouTube Meeting Link:**

[https://www.youtube.com/watch?v=0c\\_Tn0GWxvY](https://www.youtube.com/watch?v=0c_Tn0GWxvY)