

# EAST BANK

CENTRAL WATERFRONT  
INITIAL DEVELOPMENT AREA  
REQUEST FOR QUALIFICATIONS  
324254

THE FALLON COMPANY

MARCH 3<sup>RD</sup>, 2023

Fallon

# SECTION 3: PROJECT APPROACH

## APPROACH TO FUNDING SITE INFRASTRUCTURE

As the *imagine eastbank* plan states, “the infrastructure needed to support these new neighborhoods will also serve as a catalyst for regional mobility and open space networks.” Strategic infrastructure phasing and financing will be essential to the success of the East Bank. Ensuring this critically important and fundamental aspect of the East Bank is planned to respond to the future demand will take a creative and forward-looking approach. Similar to the Oracle site in River North, the Metro-owned land on the East Bank will require major infrastructure upgrades to accommodate the envisioned uses and densities.

The Fallon Company will work with Metro and appropriate partners to devise a funding strategy to advance sitewide infrastructure improvements. We will identify future land and property tax values generated by each development parcel and establish a detailed financial model that integrates the timing of the phased infrastructure improvements. We can then estimate the release of infrastructure financing sources and project cash flows from the vertical developments that contribute to the infrastructure financing. This analysis will identify evaluation criteria including alternate phasing and financing strategies for infrastructure and vertical development. Potential financing strategies include Payment-In-Lieu of Taxes (PILOT) financing, similar to the Oracle infrastructure plan, Tax Incremental Financing (TIF) like Rutledge Hill and the recent One Bellevue Place, Special Purpose Funds for water/sewer and other utilities, and public-private partnership (P3)

structures. The Metro-owned parcels included in this Initial Development Area are already included in a Metropolitan Development and Housing Agency (MDHA) Redevelopment District (East Bank) in which TIF financing is available for the purposes of paying the costs of public infrastructure, site preparation, utility connections, site landscaping, stormwater facilities, and bond financing.

The Fallon Company has successfully partnered with municipalities to creatively fund necessary infrastructure investments associated with our developments. A discretionary funding mechanism that was important to Fan Pier’s success was a tax-exempt bond financing issued by an agency of the Commonwealth of Massachusetts under the I-Cubed program (Infrastructure Investment Incentive Program) to finance portions of the new public infrastructure.

*Fan Pier successfully implemented the innovative I-Cubed program, which finances public infrastructure through bonds supported by new state revenues from development and requires a risk sharing arrangement among the Commonwealth of Massachusetts, The City of Boston, and the developer.*

## INITIAL ASSESSMENT OF LAND USE MIX, PROGRAM, AND GENERAL PHASING

The Fallon Company will employ an overarching principle of respecting and responding to the existing distinguishing features of the neighborhood: the Cumberland River, the new stadium, and the proximity to downtown and East Nashville. We envision drawing Nashvillians and residents into the neighborhood with statement buildings and human scaled design orienting the developments towards the open spaces and river. We will program the neighborhood with a mix of residential, office, and hospitality uses, all anchored by ground level retail, dining, entertainment, and social options. We believe the Cumberland River must become an active waterfront with engaging gathering spaces. **We envision the resulting neighborhood to be knitted together with mixed income housing, new businesses, cultural and art offerings, a fresh influx of workers, and uniting urban green spaces.** Through our stewardship, the East Bank will rise as a national model for smart, transit-friendly planning and development including a diversity of housing types that will be widely recognized as the new gold standard for neighborhood development.

## FIRST IMPRESSIONS AND POTENTIAL PHASING

### Phase One

In order to complement the opening of a new Titans stadium, we believe that Parcels A, B, C, and D, as defined by Exhibit 1 of the Initial Development Area RFQ, should be prioritized to come online in coordination with the Titans’ first kickoff in the new stadium.

### Parcel A

Through the development of a public-private partnership (P3) with WeGo, Metro/MDHA, Holladay Ventures, and The Fallon Company, we envision this mobility hub to serve as a catalyst for the overall East Bank multimodal mobility plan as outlined in the *imagine eastbank* vision plan.

The majority of the ground floor will need to be reserved for the WeGo hub and supplemented with street level retail that is designated and subsidized for local small and minority owned businesses. The residential units above the ground floor will include a mix of affordable, workforce, and market rate units to achieve the goals outlined in the Housing for All section of the *imagine eastbank* vision plan. The formation of this P3 will follow the public-private partnership structure that is included in Metro Finance/Division of Public Property Administration’s 2021 Strategic Real Estate Portfolio Plan. This P3 model protects Metro’s interests and ensures the defined affordable housing goals are achieved and maintained over the life of the P3. With this being a mobility hub, only a limited number of structured parking spaces will be provided on site in order to promote the use of the alternative transit options.

In a public-private partnership, it is essential for the municipality to have a direct line of communication to all key decision makers. Our principals, Michael, Joe, and Brian, along with Holladay Ventures’ principal, Evan Holladay, will be immediately accessible and involved in every critical conversation for this parcel. Further, with this being a long-term project—similar to our existing and past projects—it is important to be dealing with the same people throughout the lifespan of the development. In Boston, Joe has been a fixture since the ‘80s and has been characterized by current and past elected officials as a person of action and a tremendous supporter of the community. We expect to build a similar reputation through our existing team in Nashville with the city, community, and Titans.



### Parcels B & C

The two parcels that flank the north and south sides of the new stadium are critically important to the Stadium Village entertainment center and will become the **epicenter of sports, music, and entertainment**. These parcels should be home to the most density on the East Bank and provide for the ability to design multiple iconic towers. These towers should be a mix of uses with the most important being hospitality followed by residential (potentially apartment and condominium) and office. The ground plane must be activated with multi-level retail and venues to complement the major events next door at the new stadium and to ensure the neighborhood is still extremely active and vibrant on non-event days. Public plazas, green space, outdoor restaurant seating, interactive technology and kiosks, water elements, numerous tailgating opportunities, and entertainment stages should fill the public space around the new stadium to promote lively activation of the ground plane.

We believe it is crucial for these parcels to be home to a convention center type hotel. In order for Nashville to attract, and be qualified to host, the largest sports and entertainments events in the world, hotel and meeting space capacity in the immediate surrounding area must be available. Having built the convention center hotel in Boston and other 350+ key hotels, we are well positioned to lead this type of development.

In addition to the hospitality and conference spaces, retail and residential uses will be critical to making the East Bank into a dynamic neighborhood that will serve as a home for national events, businesses, and full-time, varied-income residents. A distinct draw for patrons, visitors, and residents will be the breathtaking views back toward the city. In the foreground, the neighborhood will be activated by residents, retail, workers, and stadium patrons.

The retail will be critical to the activation of this neighborhood. Thousands of square feet of retail is necessary to create an iconic Stadium Village. This will be achieved by designing wide streets with pedestrian friendly crossings that allow for easy access to and from the events.

Additionally, sidewalks must be activated with patios and interactive storefronts. The ability to draw patrons into additional levels of retail and provide a wide variety of offerings will be key. Optionality will be a focus, ensuring we provide a variety of retail and food offerings, from hard goods and coffee shops to entertainment food halls, and activity outlets.

These parcels will also include the parking structures to support the majority of the initial development area, along with parking options for the new stadium. The vehicular entrances to these garages should primarily be oriented off Interstate Drive to lessen the vehicular traffic on the new East Bank spine road on S 2nd Street. We will work directly with NDOT, TDOT, and the federal Department of Transportation to realign and improve access to and from I-24 to mitigate peak event driven traffic congestion around the stadium which has historically spilled over into East Nashville, downtown, and the East Bank. These critical roadway improvements will require close coordination with the stadium design team as rights-of-way along Interstate Drive could be impacted.

### Parcel D

This site will serve as the front door for pedestrians, welcoming patrons at the landing of the extended Seigenthaler Bridge into the entry plaza and Stadium Village. To facilitate and activate the large pedestrian flow between the East Bank and downtown, this parcel will need to offer an inviting and iconic experience into the new neighborhood. Lower density buildings comprised of unique retail and restaurant options that open out towards the plaza will bring a human scale and inviting atmosphere to this critical gateway.



Speedway Plaza

### Phase Two

#### Parcels E & F

The existing River Front Park Plan will help determine the width of the greenway system that Metro will require along the river's edge. Early discussions with Metro Parks and the Planning Department should focus on how development along the adjoining properties of the greenway can activate this area and what uses and densities the city envisions between the new stadium and the river. If granted the opportunity by Metro, we will reach out to local organizations and stakeholders as we formulate the best approach to riverfront development. These parcels offer the unique opportunity to enhance the pedestrian gateway to the East Bank by providing direct activation of the Seigenthaler Bridge to include retail, restaurants, and experiential space within the developments. These parcels allow for ground floor activation on all 4 sides of their respective blocks with varying levels and access points throughout the building that create diverse user experiences and architectural aesthetics. Parcel E will be planned to flow seamlessly into the future development area where the existing stadium is located. The height for the buildings on these parcels will step down as the structures move towards the greenway and river in order to allow for unobstructed views of downtown. There will be structured parking, incorporating the flood control strategies described in the resiliency section below, to serve this development along with additional spaces to accommodate flooding concerns for the new stadium.



Fan Pier Master Plan

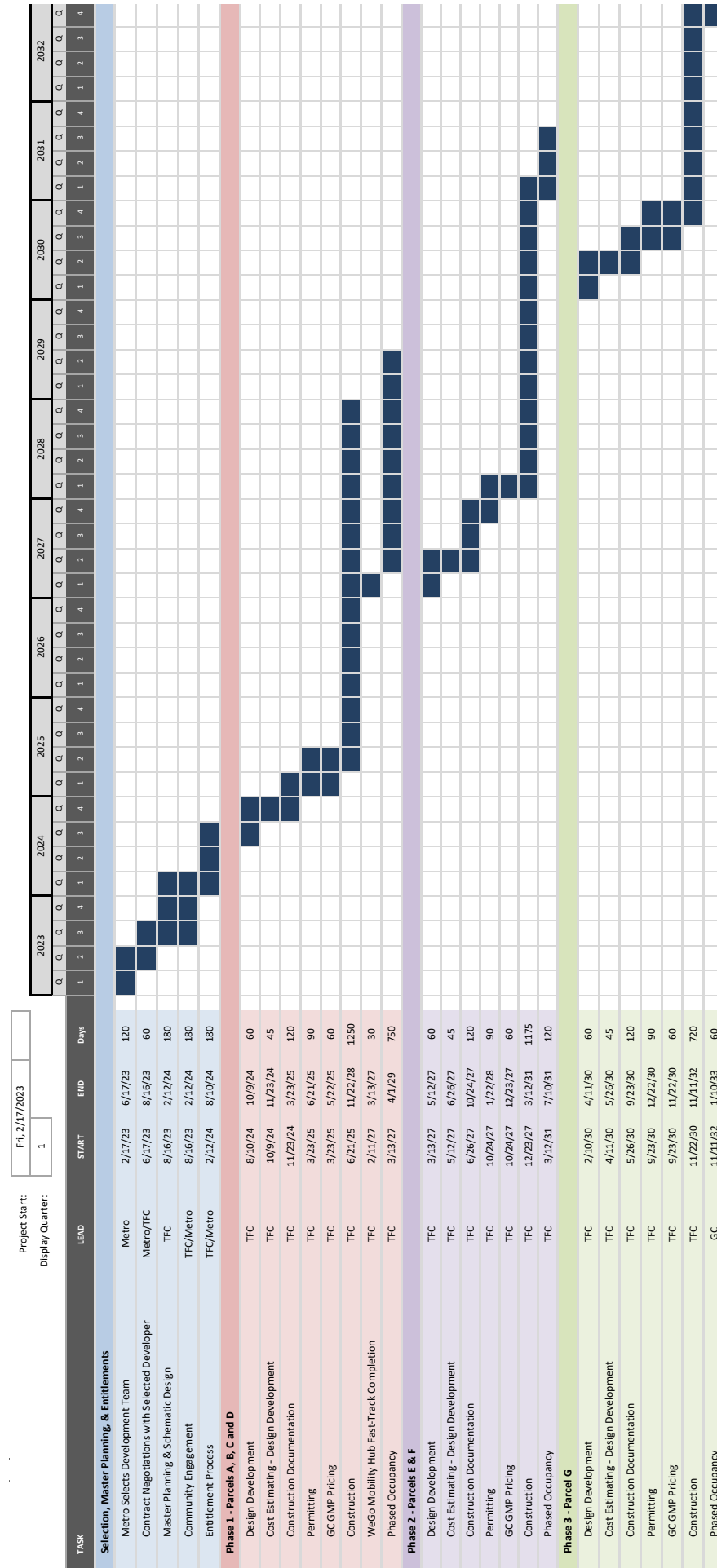
### Phase Three

#### Parcel G

During the first two phases of the development, Parcel G will serve as the construction management, lay-down, staging, and parking area for the other parcels' construction. This will allow for the General Contractor and their subcontractors to have adequate, secure, and efficient space immediately adjacent to the first two phases. This parcel will also serve as the one-stop incubation hub for local, small, minority, women (SMWBE) owned business and the strategic hiring of local residents interested in providing services for the various development projects. They will be able to learn about the opportunities, receive workforce training, bid for contracts, and be a source of field office space for the selected vendors. This one-of-a-kind on-site subcontractor incubation model promotes a quicker selection process and establishes a clear entry point for local residents and SWMBEs. In addition, the leasing center for the residential units will be located on this parcel while they are under construction and will be the home of our on-site development meetings with Metro and community stakeholders.

Following the completion of the first two phases of the Initial Development Area, Parcel G will then be redeveloped into an active mix of outdoor dining options and engaging shops, complemented by art and cultural spaces. Access will be available along wide, tree-lined sidewalks to extend the active ground plane connection from the other side of Koreans Veterans Blvd. that was developed in phase 1 on Parcel C. A mix of affordable, workforce, and market rate residential units are envisioned above the podium level with a step-down in density and height compared to the phase one towers around the new stadium. This parcel will be a vital final piece in extending a connection from the east side of interstate 24 through to the new East Bank neighborhood we created. There will be structured parking to serve this development along with additional spaces to accommodate peak periods during event days at the stadium.

# East Bank - Initial Development Area Proposed Timeline



*Timeline dependent on selection process timing, negotiations, and market conditions.*

**Ground Lease and Agreement Negotiation**  
 The Fallon Company will immediately seek to negotiate the Ground Lease(s), Development Agreement(s), and any other agreements with the Metro government. Negotiations will be direct with Joe Fallon, Michael Fallon, and Brian Awe. This direct access to principal decision makers provides us with a significant advantage over larger firms and public real estate companies whose management is often multi-layered and decision makers are inaccessible. Our efficient structure will aid in expediting negotiations and provide Metro with peace of mind in knowing the key decision makers will be involved in every step of the process. We have deep experience negotiating ground leases with government agencies and institutions. Our flexible approach and efficient structure allows us to be creative in dealmaking and fast-tracks negotiations.

**Master Planning and Community Outreach**  
 Following successful negotiations of these agreements, we will finalize—with Metro’s guidance—master planning of the Initial Development Area. During this early design phase, we will conduct site due diligence, further studying environmental and geotechnical conditions. Simultaneous with the master planning, we will—in coordination with Metro—seek to engage with the community & elected officials in preparation for the entitlement process. The Fallon Company has in-house government/community relations support and will look to partner with top consultants in the city to make community outreach meaningful, thorough, and efficient.

**Entitlements and Permitting**  
 Following sufficient design work and community outreach, The Fallon Company will immediately look to begin the rezoning effort for Parcels A, B, C, and D. As will be the case in most stages of this development, we will work in concert with Metro and the various community stakeholders throughout the permitting process. During early design and permitting, we will look to secure an equity partner for the project, though again, a partner is not required for us to advance pre-development efforts and spend. Thanks to the local experience and knowledge of Pillars Development, Holladay Ventures, and The Fallon Company, we believe we can complete the permitting/entitlement process in approximately 6 to 9 months.

**Phase 1 - Design Development, Construction Documents, and Capitalization**  
 Following receipt of approvals, we will advance through design development and construction documents. During this process, we will work closely with our general contractor to price the drawing sets. As design concludes, we will bring on a lender to help capitalize the venture. When debt is secured, CDs are completed, and a building permit is pulled, we will convene with Metro to execute the Ground Lease(s). Simultaneous with Ground Lease(s) execution, construction of Phase I will commence.

**Phase 1 - “Shovel-Ready” Date**  
 The development will be “shovel-ready” when all permits are secured, debt & equity financing are in place, and the construction contract(s) have been finalized. Though the shovel-ready date is dependent on multiple unknown timelines—including length of negotiations with Metro—we anticipate the Phase 1 parcels to be ready for construction in 2025.

Timing is critical in order to have a successful, large, multi-phased, mixed-use development. When construction commences on the first phase of the project, we must ensure that momentum continues. To do this, we intentionally design parcels for multiple use types and adapt our development strategy to changing conditions. As evidenced by our projects in Charlotte, Boston, and Raleigh, flexibility has enabled us to successfully navigate the financial crisis, and recently, the pandemic and economic slowdown. We stay dedicated to the founding vision of each project while making timely, appropriate adjustments to maintain momentum. Planning for contingencies from the outset gives us optionality that is key to navigating real estate cycles and unexpected hardships.



## Neighborhood Creation and Urban Design Excellence

The Master Developer’s task is to drive the creation of a newly imagined, highly functional, attractive, and thriving neighborhood. The underutilized Metro-owned parcels included in the Initial Development Area provide an incredible opportunity to reimagine 30 acres of prime land, immediately adjacent to one of the most dynamic central business districts in the country. We believe that Nashville has a long runway for continued growth and success. We are eager to partner with Metro to expand the trajectory of development toward the East Bank of Nashville, activating the riverfront, enhancing a beloved sports institution, and creating a welcoming district that is distinct from the downtown area. Through this project, we see opportunity to bring a diversity of people to the East Bank, foster greater city cohesion through a unique residential housing approach, and generate commercial interest from local small businesses as well as global companies. We believe that The Fallon Company is uniquely positioned to help elevate the design and development narrative in Nashville.

Our team and leaders have cultivated a skill set and reputation for transforming urban neighborhoods into dynamic mixed-use environments. Our projects are multi-phased, comprise a mix of uses, and create opportunities for people of diverse socioeconomic backgrounds to live, work, and gather. We pride ourselves on engaging the community and all stakeholders early in the design and master planning process to help form the foundation of the project’s unique character and scale. We honor the neighborhood’s history and culture, thoughtfully integrating new uses— residences, offices, open space, and retail— into the existing landscape. Our development approach prioritizes the infusion of cultural offerings and distinctive event programming into its public spaces. These elements are fundamental to creating a sense of place and true community.

A site of this scale is best served by a mix of uses. The development cannot impose on the existing environment and overshadow the new Titans stadium, but rather bring a scale and aesthetic that highlights the new stadium as the anchor of the Central Waterfront. It is important to bring a diversity of architecture and design thinking to the site to ensure that the entire development and its buildings have a unique character. Many can create a campus but creating a true community with a true sense of place requires a deliberate approach to building character. Within the site, the master plan will use the existing points of entry to guide users to other nodes of commerce, neighborhoods, and active environment with open spaces both within the land development and along the river. Upon entering the neighborhood, one should immediately be able to appreciate its distinct character marked at street-level by an inviting, vibrant streetscape.

With their size, phasing, transit-oriented characteristics, job-development factors, and pedestrian and bike-friendly features, The Fallon Company’s projects along the Boston Waterfront and in other metropolitan areas show our distinguished ability to develop large-scale projects in complex, dense urban settings. We believe this track record helps to showcase how we are uniquely positioned to meet the goals set forth in *imagine eastbank* vision plan.

## Neighborhood Activation on Event and Non-Event Days

We understand that a successful project should create greater cohesion with stadium operations and enliven the surrounding campus by providing a complementary setting to all event activities. We will seek to maintain ample parking options for event days while allowing open space and parking to be utilized during non-event days. Continuous activation draws interest and speaks to the quality of patron engagement throughout the week, especially during the NFL offseason. Event days should be a boom to the local retail and businesses rather than an encumbrance. It would be our goal to have fans arrive early to tailgate, socialize, shop, eat, gather, and celebrate.

We will look to design an environment that draws fans to stay for post-game activities in the retail spaces, parking lots, green spaces, and especially along the waterfront.

It is critical that we maintain an active and inviting site on non-event days. Outside of the roughly 50 large events per year hosted at the new stadium, we will target and work with tenants and community partners to bring programming and active uses to the site year-round.

## Resiliency and Sustainability Strategies and Experience

The Fallon Company develops and builds world-class projects that incorporate best practices in urban design, equity, sustainability, climate resilience, user experience, and technology integration. Our properties achieve optimal building efficiency, space utilization, and amenities to satisfy the needs of top corporate end-users. We create healthy environments that prioritize passive over mechanical systems with an eye toward life cycle-driven solutions including Passive House Certification, Net Zero Energy Buildings, Living Building Challenge design, Embodied Carbon Optimization, and BECx Commissioning. All of our developments are a minimum of LEED Gold-certified and we have proudly delivered the highest- LEED Platinum-certified projects as well. It is a priority for us to create an end product that is better for the environment, healthier for its users, and that has cost-efficient operations for tenants and residents.

Currently, we are developing two large Net Zero Carbon and “electric ready” projects in Boston and will use this expertise to incorporate into the East Bank development to achieve impactful, measurable, and long-term sustainability solutions. The 66 Cambridge Street at Sullivan Square project will utilize renewable energy such as LEED Gold to mitigate the project’s environmental impact. The site grading will also be raised significantly to address coastal flooding and 100-year sea level rise. The project will have a focus on reducing carbon footprint, operational greenhouse gas emissions, and energy load reductions.

As Metro’s Affordable Housing Committee stated in their 2021 report, “Our communities, especially low-income and communities of color, face both acute shocks – like tornadoes and flooding – and chronic stressors such as rising temperatures and economic downturns. Nashville requires systems, policies, and funding solutions that are dynamic and responsive and can support residents and communities in preparing for and recovering from these shocks. Building a resilient city includes investing in sustainable infrastructure, facilitating economic mobility, and creating systems that respond quickly and nimbly to unforeseen circumstances to support resident’s recovery. Prioritizing permanent affordability in community development and housing helps to stabilize neighborhoods in a dynamic and rapidly changing market.”

We have decades of experience working in floodplains in Boston’s Seaport district. The 21-acre, 9-building Fan Pier waterfront development required extensive coordination with city and state agencies. Directing design and construction efforts to meet resiliency requirements, we devised a comprehensive resiliency plan (shown below) in partnership with design, construction, and agency partners. The project, which boasts 3 floors of below-grade, below sea level parking that span under nine distinct and separately-owned buildings, has been lauded for its cohesiveness with the Harbor and its activation of the open space at the water’s edge. Given our extensive experience with waterfront development, we believe we are well positioned to work with Metro and stakeholders to comprehensively address the East Bank’s resiliency needs.



Fan Pier Neighborhood Activation



CONFIDENTIAL

### Fan Pier - Boston

**Climate Resiliency/Storm Preparedness**  
The Fan Pier development site included the following Climate Resiliency Strategies and overall Storm Preparedness since the site was acquired in 2006:

- Fan Pier is 21 acres, with approximately fifteen acres of land and a six-acre marina on Boston Harbor. When acquired, Fan Pier was a dirt parking lot with no drainage, no erosion or pollution control, and a broken and ineffective seawall.
- Early mitigation included a temporary seawall repair to prevent further erosion and ground water from entering the Harbor, as well as paving the parking lot, and the installation of on-site drainage structures.
- Surface grades throughout the site were raised an average of 24", ranging from 6" to more than 3' utilizing clean fill.
- Approximately 425 linear feet of Seawall was reinforced and/or rebuilt and now supports a portion of the 1250' of new Harborwalk.
- Fan Pier Park, at the Harbor's edge, was specifically designed as a natural sloped landscape raised 3.5' to afford spectacular harbor and City views. This is surrounded by an 18" high solid granite seat wall, ramps, and steps which protect the trees, grass and plantings. These raised areas serve as an external barrier and protection during storm surge events and were all designed to minimize damage and withstand the effects of flooding.
- The Public Green, located between the Marina and Northern Avenue, was similarly designed with terraced landscaping, seat walls, and raised planters to act as barriers during storm surge events.
- Key landscape design components; positive drainage away from buildings, towards the harbor; salt tolerant plantings; raised tree plantings to eliminate salt intrusion into root balls; waterproof light fixtures and sealed conduits to protect electrical systems.
- The ground floors of all buildings were raised to 17'-9" or 18' Boston City Base - above the 100 Year Flood Plain.
- All buildings were specifically designed with 18-24" granite sills at the ground floor providing additional storm surge protection. Exterior openings were minimized, and during storm events, remain closed and are fortified with sandbags.
- All Emergency Generators are on the roofs of each building and fuel tanks were oversized to allow operation of key equipment to run for hours and days beyond code requirements. The fuel tank for ONE Marina Park Drive is designed to run for 24 hours before refueling is required.
- Finally, a four foot tall "Aqua Fence" Flood Protection Barrier System was designed for rapid deployment - and has physically been installed in less than 4 hours. The Aqua Fence Barrier runs from the corners of buildings, to/from park planter walls, essentially making the internal buildings and streets a waterproof island.



**Grants, Funding & Financing Track Record**

Holladay Ventures' leadership team has over 13 years of experience, building over 2,276 units of affordable housing, financing the developments through the use of 4% LIHTC, Tax-Exempt Bonds, payment in lieu of taxes (PILOT), Project Based Vouchers, HOME Funds, CDBG Funds, Permanent Supportive Housing and more. We have prepared HUD 221d4 loans for two projects: Paddock at Grandview in Nashville and Meadows at Nicholson. As well, we are the first private developers to be awarded Amazon's HEF Funds in Nashville for our 311-unit affordable housing development, Stone Bridge Lofts.

Additionally, our team's success rate in receiving grants and funding speaks to our ability to secure the resources necessary to make projects a reality. For example, in 2021-2022 we secured 13 different funding sources for Shelby House and Samaritan Recovery Community including an affordable housing PILOT Fund, a \$900,000 NHTF Grant from THDA, a \$2 million Barnes Fund Grant from the Metro Housing Trust Vouchers from MDHA, CITC Construction Loan from THDA, a \$6.75 million contribution of land from SRC, 48 Project Based exempt bonds with THDA, the CHI Grant from TN Department of Mental Health and Substance Abuse Services, TCAP Funds from THDA and supplemental Barnes Funds to build 195 affordable units (20%-80% AMI), a 550-space parking deck, and a 71,000 sq ft non-profit substance abuse recovery center in East Nashville.

#### Proposed Funding Sources to Maximize the Inclusion of Affordable Housing

- We have identified a full list of eligible funding sources and intend to pursue all available resources to ensure each Phase of affordable housing on the East Bank is funded and built.
- 4% Tax Credits and Tax Exempt Bonds from THDA
  - 9% Tax Credits
  - Twinning of 4% and 9% Tax Credits
  - Tax Credit Equity
  - Project Based Vouchers (PBV)
  - Project Based Rental Assistance (PBRA)
  - Amazon's Housing Equity Fund
  - Deferred Developer Fee and/or Sponsor Equity
  - Community Investment Tax Credit (CITC) Construction and/or Permanent Loan
  - Permanent 1st Position Loan
    - HUD 221(d)(4)
    - Freddie Mac MTEB
    - Freddie Mac Forward
  - Applying to Grants for additional financing support as available
    - HOME Fund
    - HOME - American Rescue Plan (ARP) Fund
    - National Housing Trust Fund (NHTF)
    - Barnes Fund
    - Senior Housing ARPA Funds
    - Affordable Housing Gap Financing (AHGF) Loan
    - Creative Homes Initiative (CHI)
    - Tax Credit Assistance Housing (CAH)
    - The American Rescue Plan Act Funds (ARPA)
    - Connecting Housing to Infrastructure (CHIP)
    - Community Development Block Grant
  - Mixed-income PILOT Program
  - Tax Increment Financing (TIF)
  - Renewable Energy Credits (REC)
  - Sustainable Financing Incentives through the Inflation Reduction Act (IRA)

## MIXED INCOMING HOUSING

As Metro's Affordable Housing Task Force report states, "Affordable housing creation is not just the assembling of bricks and sticks. Rather, it is the construction of infrastructure, existing in the context of past, present, and future, which creates a foundation for communities to grow and thrive."

The residential component of the development must incorporate workforce and mixed-income housing to both meet the housing needs of the community and bring a diversity of Nashvillians to what is poised to become the new epicenter of the city. It's the people themselves that create the true character of a community, and we strongly believe that the residents, visitors, commercial users, and patrons in our built environments should represent the diversity of backgrounds seen in the greater Nashville community. In order to create inclusiveness among all demographics, we design our mixed-income residential units to the same quality and finishes as that of our market-rate units, locate them throughout each development, and offer multiple unit types as options for families.

Furthermore, our collaboration with local stakeholders and city housing agencies shows our commitment to finding the most impactful approach to integrating the proper mix of affordable and workforce housing into a development. This is exemplified by our current partnership with the housing authority in Charlotte at our Centre South project where we are the first developer in Charlotte, NC's history to provide twenty percent affordable housing in a project without public or private subsidies.

We look forward to further studying and understanding Metro's vision for housing throughout the Initial Development Area and establishing a plan that will create an inviting place for a diversity of residents to live, work, and play.

## DIVERSITY, EQUITY, & INCLUSION

The Fallon Company's development team will include leading industry experts that bring a wealth of experience working with civic organizations, municipalities, and government agencies including Holladay Ventures and Pillars Development as co-developers. Further, our project consultant teams will be local, diverse, and experienced. As we progress further in this endeavor, we will prioritize a diversity of backgrounds, local expertise, and experience with complex, large-scale projects when assembling our design and construction teams. As detailed more thoroughly in our Section 4: Diversity Plan, it will be a top priority for our team to include women and minorities in every aspect of the design, development, and operation of the project. We look forward to identifying a diverse mix of firms and individuals to help bring this project to life.

It is the policy of The Fallon Company that equal access and opportunity be provided to all qualified, interested SMWBEs to participate in contracts for the provision of goods and services in the design and construction of our projects. The Fallon Company is committed to promoting the growth and development of SMWBEs. When awarding design and construction contracts in accordance with The Fallon Company's contracting and purchasing procedures, The Fallon Company shall contribute to the viability of SMWBEs by purchasing directly, or causing other team members to purchase goods and services wherever possible from these enterprises.



Fallon's Community Service

## Goals

- To be recognized by outside entities as a developer who is both accommodating to SMWBEs and fair in the administration of its programs.
- To become known to and trusted by SMWBEs.
- To reflect the diversity of the various minority groups that make up the Nashville community in SMWBE participation.
- Recognizing that the effectiveness and success of the SMWBE Plan is dependent upon several factors, including commitment, clearly communicated objectives, adequate resources and a PDCA (plan/do/check/act) philosophy, to provide the resources necessary to exceed the established goals by involving its design and construction team members and the SMWBE community.

## Program Overview

The Fallon Company will, when contracting directly and through its contracts with team members, cause such team members to make contract awards to the prequalified vendors who submit a responsive and responsible bid that represents the best overall value for the project. The Fallon Company will work to exceed the required amount of SMWBE participation through the following activities:

- The Fallon Company will strive to communicate the significant details regarding the East Bank project to every SMWBE vendor in Metro's database, as well as other databases to which it may have access.
- The Fallon Company will strive to reflect the diversity of the various minority groups that make up the Nashville community in SMWBE participation.
- The Fallon Company will work with its design team members to identify and consider for involvement SMWBE consultants firms working in the Nashville area as a means to increase overall participation.
- The Fallon Company will identify and help reduce barriers to entry that SMWBE firms encounter when attempting to become involved in a project such as the East Bank.

- The Fallon Company will ensure that SMWBEs will be provided fair and equal opportunity to participate as suppliers and/or subcontractors.
- The Fallon Company will encourage all first-tier non-SMWBE firms associated with this Project to demonstrate, through good faith effort, that they have attempted to include minority firms on a second and third tier level whenever possible.

The Fallon Company currently has minority-owned development partners for our 500 Huntington Avenue and Sullivan Square projects which represents \$1 billion worth of development. These partners, The Owens Companies and Waldwin Development Company, are a part of the General Partnership of the projects' equity allowing for direct participation in the developments' financial upside.

## Plan Objectives

The main objectives of this plan are to provide fair and equal opportunity for SMWBEs to engage in mutually profitable business relationships with The Fallon Company and its team members and to increase the amount of and diversity within the SMWBE participation achieved on the East Bank project. Through the actions outlined in our detailed SMWBE Plan, The Fallon Company intends to demonstrate its commitment to diversity involvement. The main elements of this plan are to:

- Develop and administer a comprehensive SMWBE Utilization Plan.
- Utilize clear and concise internal procedures that will enable The Fallon Company to fulfill or exceed its goals related to equal access, equal opportunity and inclusion of SMWBEs in construction and procurement activities.
- Administer a comprehensive outreach effort to inform SMWBEs about this Project.
- Utilize a monthly reporting procedure to document success compatible with Metro's general administration requirements.
- Monitor the success of The Fallon Company's SMWBE program for the East Bank project and strive to continually improve throughout the undertaking of the project.

## Existing DEI Partnerships

We are proud to have partnered with **Street2Ivy** to create the Youth Real Estate Entrepreneurship Program, which has been replicated as a model in the real estate industry. In addition, we established and funded the MBA Real Estate Concentration program at North Carolina Central University, a HBCU, and we are a key sponsor of the Builders of Color Coalition.

## Fallon's Local Presence

We are officed in downtown Nashville and are active members of the local development and philanthropic community. Through long-term and valued partnerships with Nashville-based consultants, contractors, and vendors, The Fallon Company has developed trusted local partners that we will work alongside to bring the East Bank vision to life.

As a native Nashvillian and the former Public Property Director for the Metro Nashville government, one of our local Fallon team members, Trael Webb, has the unique skill set and knowledge to successfully deliver complex, large-scale development projects taking them from the entitlement phase through to project completion. He has led the design and development of many projects throughout Nashville while in the private sector, including SoundWaves at Gaylord Opryland, the Wildhorse Saloon expansion on 2nd Avenue, and the Werthan Mills redevelopment in Germantown.

Along with veteran Fallon Company Managing Director, Ben Farrer, the local project executives will continue to leverage our extensive development experiences to build a high performing, consensus driven partnership with Metro and the community.



Street2Ivy



Street2Ivy Site Visit Tour



500 Huntington Ave. SMWBE Development Partnership

