SPORTS AUTHORITY OF THE METROPOLITAN GOVERNMENT OF NASHVILLE & DAVIDSON COUNTY

Minutes of the March 18, 2015 Meeting of the Board of Directors
Howard Office Building- Sonny West Conference Room
8:30 a.m.

Board Members: Margaret Behm, Cathy Bender, J.D. Elliott, Bob Obrahta, Rip Ryman, Ed Temple, Dudley West, Christie Wilson,
Staff: Toby Compton, Monica Fawknotson, Margaret Darby (Legal)
Titans/ LP Field: Jenneen Kaufman, Ruston Weber, Stuart Spears, Bob Flynn, Tina Tuggle, Walter Overton, Scott Rayson
Predators/Powers Management: Sean Henry, Kyle Clayton, David Kells, Michelle Kennedy, Sean Marshall, Danny Butler
Nashville Sounds: Doug Scopel
Visitors: Steve Berry (Metro Finance- Division of Real Property), Brasher Burbank (Stewart Parking Solutions)

Chairman J.D. Elliott called the meeting of the Sports Authority to order at 9:30 a.m., welcomed all in attendance, and reminded everyone that the appeals process for decisions by the Authority can be found both on the agenda and on the Authority's website. **Upon a motion duly made and seconded, the Sports Authority unanimously voted to approve the minutes of the February 27, 2015 meeting.**

Executive Director's Report

Chairman Elliott recognized Mr. Toby Compton to give the Executive Director's Report. Mr. Compton briefly reviewed each agenda item and spoke of the success of the past weekend's SEC Tournament in Nashville, noting that it truly was a stellar weekend with an increase of revenue over the previous SEC tournament hosted by the city. Mr. Compton commended the Nashville Sports Council for a job well done and stated that he will invite the Sports Council to give an event update at a future meeting of the Authority. Mr. Compton additionally noted that the opening of the ballpark is less than one month away.

Bridgestone Arena Report

Before recognizing Mr. Sean Henry to give the Bridgestone Arena Report, Chairman Elliott congratulated Mr. Jeff Cogen for being named the 2015 CEO of the Year by the Nashville Post. Mr. Cogen thanked the Sports Authority for recognizing this award, stating that he receives a lot of credit for the hard work of his co-workers. Mr. Henry then began his report by announcing that the SEC Men's Basketball Tournament was a huge success, pleasing both fans and the SEC. The South Eastern Conference was extremely excited about the Lexus Lounge, and is already discussing ways they can use it for future tournaments.

With regards to the Predators, Mr. Henry reported that, despite losing several recent games, the team continues to sit amongst the top four or five teams in the NHL and hopes to continue playing hockey through the spring and into summer. Also doing incredibly well is the Ford Ice Center. Growing numbers of kids continue to come out and participate in leagues, figure skating, and free skate. Numbers are currently double the initial expectations and many kids have been able to take advantage of scholarship opportunities. Mr. Henry closed by stating that the arena's financial picture continues to look great, with all signs indicating that the arena will beat last year's budget. Non-hockey events since January have included Monster Jam, Ringling Brothers Circus and Eric Church (which set a new arena concert attendance record at 18, 411). Upcoming events include Fleetwood Mac, Kenny Chesney (2 shows), and Bob Seger. Recent concert announcements for the arena include Shania Twain and Zac Brown.

First Tennessee Park Update

Chairman Elliott recognized Metro Finance Director Rich Riebeling and Mr. Ron Gobbell of Gobbell-Hayes, to update the Sports Authority on First Tennessee Park. Mr. Gobbell reported that the Sounds season opener is only 30 days away and that the scoreboard is coming together, seats are coming in, lights are on, and the field is ready for sod. The project is expected to come in around $10 million over budget due to four major factors:

1. Structural impacts due to soil conditions
2. Nashville's escalating construction market
3. Weather impacts (ice, snow, and rain)
4. Upgrades from the Sounds

Mr. Riebeling went on to explain that a plan to address the overages has already been determined and is comprised of:

1. $1 million left over from the bond proceeds
2. $1.5 surplus of TIF Revenues
3. $ 5 million in additional TIF money from MDHA
4. $2 million from Sounds

The Sports Authority thanked Mr. Riebeling for communicating not only the factors leading to construction overages, but also for communicating the plan to cover the increased costs.

Sports Authority/State Ballpark Parking Agreement

Chairman Elliott called upon Mr. Toby Compton to discuss and present the ballpark parking agreement. Mr. Compton first reported that on March 16th the Sports Authority and the Mayor's Office hosted a community meeting on the traffic plan and that so far the plan has been well received. An additional meeting will be held on Monday, March 30th for the community.

Mr. Compton explained that the license agreement before the Authority is a short term arrangement developed between Metro and the State and is necessary because the parking garage adjacent to First Tennessee will not be completed until Fall 2015 (post baseball season). The agreement provides parking in certain lots by the state to the Sports Authority for games and community events at no direct cost. The Sports Authority will agree to continue the shuttle arrangement for state employees at LP Field until the garage is completed. Mr. Steve Berry, Metro Finance – Division of Real Property, added that the Sports Authority, through the licensing agreement, will be allowed exclusive use of three state-owned lots totaling 770 spaces. The Sounds will operate the lots on behalf of the Sports Authority and will use the lots for their players, staff, season ticket holders, suite guests, and etc. Additionally there are 1500 spaces in other adjacent state surface lots that will be designated for free public parking. Ms. Margaret Darby noted that the license agreement terminates either once the garage is completed in the fall- or by December 31, 2015 if there are additional delays. She also noted that one of the lots in the license agreement is also included in the parking garage lease. That lot will continue to be used by the Sports Authority even after the license agreement terminates**. Upon a motion duly made and seconded, the Sports Authority voted to approve the license agreement in form, to approve execution by the Chair with any changes that need to be made, and to approve the Resolution.**

LP Field/Tennessee Titans Update

Chairman Elliott recognized Ms. Jenneen Kaufman, Titans Chief Financial Officer, to give opening remarks and to introduce the Titans Executive Team. Ms. Kaufman began by communicated the vision of the Tennessee Titans to the Authority which consists of:

- Being a First-Class Organization
- Winning consistently
- Being leaders in the community
- A Commitment to the fans
- A Commitment to excellence

Following these remarks Ms. Kaufman introduced several members of the Titans Executive Team as well as other leaders within the organization, including Director Kenneth Adams IV, Ruston Weber (Executive Vice-President and General Manager), Stuart Spears (SVP/Chief Revenue Officer), Bob Flynn (VP Facilities & Game Day Operations), Tina Tuggle (Director of Community Relations), and Walter Overton (General Manager /LP Field Events). Ms. Kaufman noted that the Titans will be hiring a VP & Chief of Communication in the next 1-2 months.

Following the introductions, Ms. Kaufman turned the presentation over to Mr. Ruston who discussed the Titans change in defensive schemes (from a 4-3 to a 3-4) and the need to draft and sign great players who are quality people who can stay with the team for a long time. Stuart Spears next shared some of the organization's continued efforts to reach out to season ticket

holders and fans including exclusive LP Field Movie Nights and stadium tours, player season ticket delivery, draft parties and Titans Caravan. He also discussed recent fan enhancements including game day guest services, suite upgrades, and concession changes. After Mr. Spears, Ms. Tina Tuggle shared what the Titans are doing out in the community. From partnering with the Bridge Ministry to distribute food to the homeless, to visiting schools and hospitals, to supporting our military and raising money to end domestic violence and sexual abuse, the Titans organization continues to seek ways to give back to the people of Middle Tennessee. Finally, Mr. Walter Overton shared some of the ways LP Field is used outside of Titans football each year, including: CMA Music Festival, Music City Bowl, Tennessee State University Football, Country Music Marathon,100 club events, and 25 parking lot events. Some of the special events for 2015 include a June concert (to be announced tomorrow), Mayor's Field Day, Nashville CVB Concert, and a college football game (UT vs. Bowling Green). Bob Flynn, Jenneen Kaufman and Stuart Spears will hold the primary responsibility for events at LP Field. The Sports authority thanked the Titans for making time to share the organization's vision, for giving the Authority greater insight into what the Titans organization is doing across departments, and, finally, for the chance to put faces with names.

Following a brief recap by Ms. Kaufman of how both the seat user fee and stadium capital funds work, Mr. Compton explained the process for the reimbursement of stadium capital expenditures. He reminded the board that this year's list of capital expenses submitted by the Titans has been reviewed and vetted by Sports Authority staff, Metro Legal, and Metro Finance. **Upon a motion duly made and seconded, the Sports Authority voted to approve the Titans' capital expenses in the amount of $935,439.98**

There being no other business, the meeting of the Sports Authority adjourned.