

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

Minutes of the November 8, 2012 Meeting of the Board of Directors
Bridgestone Arena Meeting Rooms
8:00 a.m.

Board Members: Kim Adkins, Alfonzo Alexander, Margaret Behm, Cathy Bender, Lauren Brisky, J.D. Elliott, Chuck Meriwether, Ralph Perrey, Ed Temple, Nancy Vincent, Emmett Wynn

Staff: Monica Fawknorton, Margaret Darby (Legal)

Predators/Powers Management: Sean Henry, Jeff Cogen, Michelle Kennedy, Sean Marshall, Beth Snider, Gerry Helper

Titans/LP Field: Don MacLachlan, Walter Overton

Visitors: Rich Riebeling (Finance), Fred Lieb (Wally Bynum Caravan Club), Brent Freeman (Metro Water), and Jim Tarpy (Metro Water)

Mr. J. D. Elliott called the meeting to order at 8:00 am and recognized Ms. Margaret Darby to read from the Metro Code of Laws (Ordinance No. BL2006-1050). Mr. Elliott noted that this was the first Sports Authority Meeting following the death of Executive Director Emmett Edwards, and remarked on the wonderful relationships Mr. Edwards developed with everyone he came in contact with. Mr. Elliott read a resolution of appreciation in honor of Emmett's life and service to the City of Nashville and the State of Tennessee. Following the reading, the Board paused in a moment of silence to remember Mr. Edwards. **Upon a motion duly made and seconded, the Sports Authority unanimously voted to adopt the resolution.**

Mr. Elliott continued by reporting that during the time preceding Mr. Edwards's death, when he was too sick to work to perform many of his duties, Administrative Director, Monica Fawknorton, took on many of Mr. Edwards's responsibilities. Mr. Elliott requested that the Board formally vote to approve his appointment of her as Interim Director and that she continues to serve in this capacity until the Authority can dialogue with the Mayor about the process of selecting a permanent Executive Director. **Upon a motion duly made and seconded, the Sports Authority unanimously voted to approve Ms. Fawknorton as the Interim Executive Director.** Mr. Elliott continued that the Authority would authorize Ms. Fawknorton to secure the support she needs in the office through Metro's Department of Human Resources.

With regards to the process of selecting a permanent Executive Director, Mr. Elliott reported that while the position does not have to be advertised, the Board will work with Metro HR and the Mayor's Office in determining how best to proceed. Ms. Nancy Vincent suggested that the Authority take this as an opportunity to look at the job description for the Executive Director and make sure it is in line with what the Authority believes the position should entail. Ms. Vincent additionally stated her desire for clarity on the roles of both Sports Authority staff positions. Mr. Ralph Perrey inquired whether Ms. Fawknorton would receive the Executive Director's compensation for her work in the interim. Mr. Elliott responded that she would be compensated at that rate dating back to the time of her appointment. **Upon a motion duly made and seconded, the Sports Authority voted to form a committee to look at the operations of the office, evaluate**

the job descriptions for both staff position, and to develop and/or make changes to the description if needed. Alfonzo Alexander, Nancy Vincent, Margaret Behm and Cathy Bender volunteered to serve on the committee.

Mr. Elliott next turned his attention to the minutes of the August 16th Board Meeting, entertaining a motion to approve. **Upon a motion duly made and seconded, the Board voted to approve the minutes of the August 16, 2012 meeting. Upon a motion duly made and seconded, the Board also voted to approve the minutes of the September 21, 2012 minutes.**

Executive Director's Report

Mr. Elliott recognized Ms. Fawknorton to give the Executive Director's Report. Ms. Fawknorton began by thanking the Authority for their confidence in her during the interim period and for the outpouring of support and encouragement she received from the Board immediately following the death of Mr. Edwards.

Ms. Fawknorton continued by reporting that the Wally Bynum Caravan Club (Airstream RV Association) had requested a parking waiver of 100 spaces in LP Field Lot A on March 16, 2013 for an event hosted by the Nashville Chapter of the Airstream RV Association. The event comes to the Board for approval because the organization, as a 501(c)7 does not meet the requirements for staff to authorize the waiver. Ms. Fawknorton noted that the Authority did choose last year to grant the organization a waiver. **Upon a motion duly made and seconded, the Sports Authority unanimously voted to approve the parking waiver.**

Finally, Ms. Fawknorton stated that the FY13 Special Event Parking Revenue Report was included in the Authority's meeting packets. The report contains a list of events and the revenue they have generated since June 2012 when Sports Authority's new contractor, Stewart Transportation Solutions, took over the lots. Since June more than \$48,000 in revenue has been generated from the use of Sports Authority parking lots for special events. Ms. Fawknorton noted that the report does not contain revenue from the CMA Music Festival and that a full parking update will be given by Stewart at the next Board Meeting.

LP Field Stormwater Pump Repairs

Mr. Elliott recognized Mr. Richard Riebeling to give a report on the storm water pump repairs at LP Field. Mr. Riebeling reminded the Authority that discussions have been in the works for the past year with regards to repairing the storm water pumps at the stadium. He has had multiple conversations with Metro Water Services (MWS) and they recommend a partial replacement of pump station equipment to include dry weather pumps, pump guiderails, a pump controller, and electrical soft starts at a budgetary price of \$95,000. Between the summer of 2011 and fall of 2012 the budgetary price for the project has increased from \$58,000 to \$95,000. The bulk of this cost is the result is due to the replacement of an additional piece of equipment- a pump controller (\$20,000). The remainder of the increase is the result of equipment cost increases and budgetary versus actual costs. These repairs are expected to defer significant capital expenditures for several years. **Upon a motion duly made and seconded, the Sports Authority voted to approve the stormwater pump repairs.**

LP Field Report

Mr. Elliott recognized Mr. Walter Overton to give the LP Field Report. In addition to noting the stadium calendar of events and casualty loss claims (\$5,579.94 to date for 2012), Mr. Overton reporting that the balance of the ticket tax revenue is currently \$2,446, 528.16. The current balance of the Stadium Capital Fund is just under \$1.4 million. Mr. Overton continued by reminding the Board that there are unfiled reimbursable capital expenditures and that the Titans hope to get with Ms. Margaret Darby, Ms. Monica Fawknorton, and Mr. Bob Lackey in December and January to go through some of these capital expenditures. Finally, Mr. Overton reported that, with regards to ongoing construction projects at the stadium, the Titans have completed approximately 90% of the conversion to more energy efficient lighting. They are also beginning to develop the scope of a water quality project that the board will hear more about in the future.

Approval of CT Forms

Mr. Elliott recognized Ms. Margaret Darby to discuss the CT Forms. Ms. Darby reminded the Authority that at the September 21, 2012 Special Called Meeting they voted to approve the resolution for the financing of arena capital improvements. The Public Debt Report Form (CT-0253) must be approved by the Authority within forty-five days following the execution of the debt obligation. **Ms. Darby reviewed the public debt form and the terms of the revolving credit line and, upon a motion duly made and seconded, the Sports Authority voted to approve CT-0253. Ms. Nancy Vincent abstained.**

Bridgestone Arena

Mr. Elliott recognized Mr. Sean Henry to give the Bridgestone Arena Report. Mr. Henry reintroduced the Authority to Mr. Mike Rogers of SSR Design and asked him to report on the energy upgrades being done at the arena. Mr. Rogers reported that the dehumidification project, which will lead to better ice, is under contract and will start next week. Lee Company and CS3 are the contractors for the project. Travis Electric will be heading up the Lighting Controls project, also scheduled to begin next week. HVAC improvements and modifications to the air handlers will begin after the first of the year. Lighting efficiency improvements will begin in mid-December and water efficiency project will take place in the first couple months of the 2013. Mr. Henry thanked Mr. Rogers for his work.

Mr. Henry recognized Ms. Beth Snider to discuss/review the arena FY12 Audit. Ms. Snider stated that the Authority has received a copy of the Audit along with the Agreed Upon Procedures (AUP) and Incentive Fee Calculation. She then opened up the floor for questions for herself or the auditors. In response to a questions regarding whether there were issues of contention between the auditors and the managers, Ms. Snider stated that she would forward the letter to Sports Authority staff stating that no issues of contention arose during the performance of the audit. Ms. Margaret Behm asked Chairman Elliott for additional information related to the Authority's process for reviewing the audit. The board determined that although Mr. Bob Lackey thoroughly reviews the annual audit and either asks for additional information or recommends approval, it would be helpful if Ms. Lauren Brisky and other board members with

financial expertise meet with arena management and review the audit prior to the meeting. **Upon a motion duly made and seconded, the Sports Authority voted to approve the FY12 Audit.** Ms. Nancy Vincent abstained.

With regards to arena financials and events, Mr. Henry reported that the arena is pacing ahead of budget and that this is proving to be one of the strongest fiscal years on record. The just concluded Disney on Ice, WWE, the CMA Awards show. Upcoming events include the Who, the pre-Grammy show, Aerosmith, college basketball, Lady Gaga, and Pink. The arena was also recently nominated for the Poll Star Venue of the Year Award.

Ms. Nancy Vincent requested that the Authority return to the earlier topic of the interim director position and asked that a formal motion regarding salary be made. **Upon a motion duly receive the Executive Director's salary and compensation retroactive to October 8, 2012.**

Mr. Elliott announced that the next Sports Authority meeting would be held on Thursday, December 13th and, there being no other business, the meeting of the Sports Authority adjourned.