

MINUTES BOARD OF DIRECTORS

FIRST HORIZON PARK – BRAUER LOUNGE | THURSDAY, APRIL 17, 2025 | 10:30 AM

ATTENDEES

BOARD MEMBERS: Cathy Bender (Chair), Jad Duncan (Vice Chair), Aaron McGee (Secretary/Treasurer), Kim Adkins, Victoria Crawford, Tiffany Degrafinreid, Dan Hogan, Anna Page, Russ Pulley

STAFF: Monica Fawknotson (ED), Valda Barksdale, Brandon Little, Melissa Wells, Joshua Thomas (Metro Legal), Sam Keen (Metro Legal) Visitors: Brandt Bernat (Rock n Roll Nashville), Adolpho Birch (Titans), Miranda Brown (Titans), Kyle Clayton (Predators),

Haley Davidson (Titans), Cole Durio (CPS), Adam English (Sounds), Ryan Harbour (Nashville Soccer Club), Heather Hill (Cumming Group), Karzan Mohamad-Ali (Cumming Group), James Morrison (Mortenson), Lauren Patterson (DLR Group), Jennifer Pedginski (Metro Finance), Reggie Polk (Polk & Associates Construction), Tanora Polk (Polk & Associates Construction), Doug Scopel (Sounds), Bria Smith-Edwards, (Bass Berry, Sims), Dinah Wells (PMC)

Call to Order

Chair Bender called the meeting of the Sports Authority Board of Directors to order, welcomed all to First Horizon Park and thanked the Sounds for hosting.

Public Comment Period Pursuant to TN Open Meetings Act, Tenn. Code Ann. § 8-44-101 There were no sign-ups for Public Comment.

Consider Approval of March 20, 2025 Meeting Minutes

Chair Bender asked if there were questions or comments pertaining to the March 20, 2025 meeting minutes. There being none,

Upon a motion made by Director Adkins and seconded by Director Pulley, the Board of Directors unanimously approved the March 20, 2025 meeting minutes.

Executive Director's Report

Executive Director Fawknotson gave a brief overview of the agenda. She shared that the Sports Authority entered into an agreement with the St. Jude Rock n' Roll Marathon which historically was a license & use agreement. Last year the arrangement transitioned to a Civic Event Agreement due to reduced availability of parking. The Sports Authority will waive facility use and parking fees for the event. ED Fawknotson also noted the Mayor's upcoming State of Metro Address scheduled for May 1 at the downtown library.

Personnel Committee Report

Vice Chair Duncan reported that the Personnel Committee met on Tuesday, April 8, 2025. Director Dan Hogan walked the committee through a salary summary he put together with assistance from Finance Manager Melissa Wells. The summary compares the compensation of various Executive Directors/CEOs at Authorities in other cities with the current pay of Metro Sports Authority's (MSA) Executive Director (ED). Based on the information compiled, the ED's pay is below average, which according to Sports Authority bylaws, is determined by the board.

Occurrence

Vice Chair Duncan continued reporting stating that Chair Bender spoke with Bob Mendes and Metro HR Director Shannon Hall about the ED's compensation whereby Director Hall requested that MSA submit its salary summary comparisons as well as an updated ED job description.

The committee reviewed the current job description from Metro HR and agreed it needs to be updated. Sports Aututhority staff will draft an updated description to present to the committee for review. The committee also stated its interest in salary improvements for the entire staff. The committee voted to reconvene in May for information updates and to perform the Executive Director's annual performance review.

Chair Bender encouraged all members to attend the Personnel Committee meeting.

25th Anniversary Recognition Rock n' Roll Marathon Update

Brandt Bernat, Regional Director, The IRONMAN Group reported that the Rock 'n' Roll Running Series will celebrate its 25th anniversary April 26-27 and is expecting over 25,000 participants with representation from all 50 states and over 26 countries. Mr. Bernat shared a timeline video of images from the races over the past 25 years. He highlighted some milestones of the Running Series including: A partnership with St. Jude Children's Research Hospital where over \$13m has been raised since 2012 in Nashville; Music City Nashville has seen over 500k participants; the event is available for all levels of runners including kids, beginners and dogs; the event has hosted over 650 musical acts and concerts over the years and has seen a \$56.2m economic impact in Music City. The event has evolved from its original title of Country Music Marathon to St. Jude Country Music Marathon to its current title of St. Jude Rock 'n' Roll Running Series Nashville. Partnerships with agencies and organizations, including MSA, is greatly responsible for Running Series' success.

First Horizon Park Host Facility Report

Adam English, General Manager, began his report by expressing gratitude that First Horizon Park did not sustain any damages from the recent storms. He shared that the Sounds are celebrating its 10th anniversary in the ballpark with a myriad of celebration activities in the park as well as in the neighborhood. Additionally, in June the ballpark will celebrate its five millionth fan to enter the ballpark. Mr. English gave an overview of upcoming events and plans including, but not limited to:

- June 14th Cosmic Takeover where the first half of the game is played in daylight and the second half is played at night under black lights only.
- Band Box Concession stand menu has been revamped to include a soft serve ice cream inside a funnel-cake cone; a plant-based chicken flavored sandwich plus a frozen espresso martini.
- A few of the Giveaways include a 90's throwback windbreaker, the Sounds 2005 Pacific Coast League (PCL) Championship jersey, winningness Minor League Baseball manager Rick Sweet Bobble Stach (bobbling mustache) and reusable water bottles to help reduce plastic waste and lower greenhouse gas emissions.
- Some of the upcoming gameday themes include: Star Wars, Blue Heeler and Bluey & Bingo.
- The 2005 PCL Championship players will be honored with a reunion at the ballpark to celebrate their 10th year anniversary
- Alternate Identities Gamedays where the Sounds transformed into the Brewskis, Hot Chickens, Vihuelas and Elite Giants will take place throughout the season
- Each year the Sounds award four \$2,500 scholarships to Middle Tennessee students who are pursuing a college education

• In partnership with Vanderbilt, the Sounds players conduct children's hospital visit once a month over the course of six months during the season.

Mr. English also reported on the scoreboard's software glitch during opening gameday. He explained that the scoreboard is 12 years old and replacement parts are no longer available. Doug Scopel, Assistant GM, Nashville Sounds shared that outdoor jumbotrons typically have a 10-year lifespan and industry standard is to replace them every 10-12 years. The goal is to replace the current scoreboard for the beginning of season 2027.

Consider a Resolution Authorizing the Execution and Delivery of an Amendment to (i) the Series A/B Indenture of Trust and (ii) The Series C/D Indenture of Trust, Each By and Between The Sports Authority of The Metropolitan Government of Nashville and Davidson County and Regions Bank, as Trustee, Related to The Authority's Public Facility Revenue Bonds (East Bank Stadium Project), Series 2023

Bria Smith-Edward, Bass, Berry & Sims (Metro's Bond Counsel), reported that, as interpreted by the Trustee (Regions Bank), the current Nissan Stadium Indentures are written to state that funds will move out of the revenue accounts into the debt service payment accounts June 20th and December 20th. The debt-service payments are made on July 1st and January 1st resulting in a 10-day gap. During the gap period, funds may continue to accumulate in the revenue account, however, Regions Bank is unable to transfer these monies into the debt payment accounts, even in the event of a shortfall. The proposed amendments shortens the gap to four days, allowing time more revenues to be used for debt service.

Upon a motion made by Director Pulley and seconded by Director Adkins, the Board of Directors unanimously approved the Resolution Authorizing the Execution and Delivery of an Amendment to (i) the Series A/B Indenture of Trust and (ii) The Series C/D Indenture of Trust, Each By and Between The Sports Authority of The Metropolitan Government of Nashville and Davidson County and Regions Bank, as Trustee, Related to The Authority's Public Facility Revenue Bonds (East Bank Stadium Project), Series 2023

Stadium Project Management Report: Authority Construction Representative

Sports Authority's construction representative Heather Hill directed the board's attention to the New Nissan Stadium Area Map to give a visual overview of the construction site. She reported that the outstanding Memorandum of Understanding (MOU) items are moving forward and, at this time, none are of any major concern. The retaining wall between the south plaza and the property The Fallon Group's manages is lower on the Fallon side. This is an open MOU item and work is underway to address the design which should be completed within the next 30 to 60 days. Additionally, South Second Street will be shifting towards the river due to the location of the new stadium. The Juvenile Justice Center building will be demolished in order to complete relocation of the street. RFPs have been distributed and it is anticipated that work will begin this year. South Plaza to Shelby is the first section anticipated to be constructed with work scheduled to begin this year.

With regards to design, addendums are being received approximately every six weeks or so. The Cumming Group team reviews the addendums for any material changes that would require Sports Authority approval; none have been recognized thus far. Change orders from construction manager TN Builders Alliance (TBA) to the Titans are being reviewed and closely monitored by the Cumming Group team to ensure they are within budget and within contract compliance. Ms. Hill also reported that the funding process is on schedule and documentation of DBE numbers are collected correctly and accurately.

Director Hogan inquired as to whether Interstate Drive is the road with the major elevation to which Ms. Hill noted there is an elevation change from Interstate Drive to the drop-down area leading into the garage and loading dock; it is being addressed with a retaining wall. However, there will not be an elevation change on any of the roadways.

Chair Bender asked whether tariffs being imposed at the federal level are influencing construction efforts. Ms. Hill responded while there are quite a few uncertainties regarding the tariffs, the Cumming Group is monitoring the budget closely. Mr. Adolpho Birch, Chief External & League Affairs Officer for the Titans, stated while there will most likely be some impact on the construction project, its significance is expected to be minimal. The Titans organization is tracking and monitoring the potential impacts of tariffs and will make assessments accordingly.

Titans DBE Update & New Stadium Monthly Progress Update

Mr. Birch, Chief External & League Affairs Officer noted that Kellen DeCoursey & John Gromos are on vacation and introduced Reggie Polk, Polk & Associates, Principle, Tennessee Business Alliance (TBA). Polk & Associates are a joint venture agency with TBA who also performed work on Titans House. Mr. Polk was recently awarded the Tennessee Small Businessperson of the Year by the US Small Business Administration and is now eligible for the National Small Businessperson of the Year award. Mr. Polk shared that his journey as a first-generation small business owner began in 2011, and their success is a direct reflection of investing in their team and company.

Mr. Polk shared several construction updates including, but not limited to: 109 of the 118 elevated deck pours have been completed; 100% of concrete pours for elevated parking garages are complete; seven large cranes are on the project; and it is anticipated that 18,785 tons of steel will be used in the project.

Continuing, Mr. Polk presented Workforce Stats as follows: 2,331 total workers (12% increase) clocking in over 1.3M hours worked; 1,270 Minority Workers (6% increase), 145 Female Workers (16% increase) and 414 Promise Zone Workers (7% increase). The project is averaging 1,000 workers per day and a celebration was held commemorating one million hours worked. Additionally, as a proactive approach with an emphasis on health and wellness, over 3,500 wellness checks were conducted as of March.

Safety incidents as of March include one new recordable incident on March 7 involving a steel worker who was mishandling material when a tube steel fell on their foot resulting in a hairline foot fracture. A safety standdown for training and awareness was conducted with all contractors. Total recordable incidents to date are seven, the project's RIR (Recordable Incident Rate) is 1.06 (down from last month's 1.17); industry average is 1.71 and the project's RIR goal is .50. There were 18 new first aid cases (muscles strains, debris in eye, etc.) resulting in 133 total to date. Director Hogan inquired about the method for calculating RIR to which Mr. Polk explained there's a standard theoretical calculation involving the total number of RIR's divided by a baseline number which is then divided by the total number of man hours.

Workforce Development TC2 has received 359 applicants, engaged 67 participants of which 64 graduated and were issued OSHA 10 Certification affording them career opportunities in both construction and non-construction industries. Cohort #6 graduated on March 28.

Mr. Birch reported on the participation of DBE (Disadvantaged Business Enterprise) firms and payments made as follows: Women Owned Business Enterprise=23 firms paid \$34.6M; Minority Owned Business Enterprise=29 firms paid \$27.8M and Small Business Enterprise=11 firms paid \$19.4M. Total paid to DBE firms =\$81.9M out of \$352.9M gross payments. Numbers have increased since the previous month and DBE participation is tracking at 23%. Additionally, there are 114 (40%) Tennessee based firms on the project out of 277.

Continuing, Mr. Birch followed up to an inquiry from a previous meeting regarding determining criteria for a small business designation. The primary criteria utilized by certifying agencies require less than 100 employees with gross receipts of less than \$10M.

Mr. Birch announced the free Heavy Metal Summer Camp; an opportunity for rising high school juniors and seniors where students will be introduced to union and labor trade options for post-graduation careers. Application and details are available at nashvillestadiumconstruction.com. A call for artists interested in providing art for the new stadium will be issued soon; more information is upcoming.

Facility Questions

No questions presented.

Adjourn

Chair Bender announced the next meeting is scheduled for 10:30am Thursday, May 15 at Ford Ice Center Bellevue with a Finance Committee meeting prior to at 9:30am. The Personnel Committee will also meet sometime in early May; date and location to be announced after polling of committee members. There being no further questions or business, the Board of Directors meeting adjourned.

Respectfully submitted, Valda Barksdale, Metro Nashville Sports Authority

YouTube Link:

https://www.youtube.com/watch?v=tyfhQDpzGXg&t=2032s