# MINUTES OF THE FINANCE & AUDIT COMMITTEE MEETING OF THE CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT OF NASHVILLE & DAVIDSON COUNTY

The Finance & Audit Committee Meeting of the Convention Center Authority of the Metropolitan Government of Nashville and Davidson County (CCA) was held on January 31, 2023, at 3:00 p.m. in the Administrative Conference Room of the Administrative Offices at the Music City Center, Nashville, Tennessee.

**FINANCE & AUDIT COMMITTEE MEMBERS PRESENT:** Robert Davidson, Tracy Hardin, Barrett Hobbs, Vonda McDaniel, Betsy Wills, and Norah Buikstra

#### FINANCE & AUDIT COMMITTEE MEMBERS NOT PRESENT:

**OTHERS PRESENT:** Charles Starks, Heidi Runion, Charles Robert Bone, Donna Gray, Brian Ivey, Heather Jensen, Elisa Putman, Sandy Mazza, Troy D. White, Richel Albright, Diana Alarcon, Tom Turner, Michelle Scopel, Alisha Lane, Joe Cain, Kacy Stern and Kristin Wilson

Committee Chair Robert Davidson opened the meeting at 3:00 p.m. for business and noted there was a quorum present.

ACTION: Appeal of Decisions from the Convention Center Authority of the Metropolitan Government of Nashville and Davidson County – Pursuant to the provisions of § 2.68.030 of the Metropolitan Code of Laws, please take notice that decisions of the Convention Center Authority may be appealed if and to the extent applicable to the Chancery Court of Davidson County for review under a common law writ of certiorari. These appeals must be filed within sixty days after entry of a final decision by the Authority. Any person or other entity considering an appeal should consult with private legal counsel to ensure that any such appeals are timely and that all procedural requirements are met.

Committee Chair Robert Davidson read the Music City Center Mission Statement.

**ACTION:** Vonda McDaniel made a motion to approve the Finance & Audit Committee minutes of November 17, 2022. The motion was seconded by Tracy Hardin and approved unanimously by the Committee.

Authority Attorney Charles Robert Bone discussed the proposed Senate Bill 648 Legislation to amend Tennessee Code Annotated, Title 7 and Title 67, relative to public funding for convention center facilities. Charles Robert Bone stated the process is in the early stages and the bond counsel and the City are continuing to review the proposed

legislation. The potentially impacted funding sources are the TDZ and other revenue sources including hotel/motel tax, which the Music City Center receives 3 percent out of the 6 percent, rental car tax, campus tax and contracted vehicle tax.

Charles Starks discussed the Metro Mid-Year FY 2023 Requests: Second Avenue Recovery / Metro and MDHA Funding - \$19.2 million, Walk of Fame / Nashville Downtown Partnership (NDP) Funding - \$1.8 million, and Broadway Improvements – Retractable Bollards and Meridian Barriers / Nashville Department of Transportation (NDOT) Funding - \$2.5 million. The total request is \$23.5 million (Attachment #1).

Committee Chair Robert Davidson referenced the presentations from Metro Development & Housing Agency regarding 2<sup>nd</sup> Avenue, Nashville Downtown Partnership Walk of Fame Park, and Nashville Department of Transportation Broadway Improvement and their requests for funds. The Committee referenced the handout and responses received from the CCA Board Questions that resulted from the January 5, 2023, presentations (Attachment #2).

Dr. Troy White, Joe Cain, and Michelle Scopel provided information on Metro Development & Housing Agency 2<sup>nd</sup> Avenue (Attachment #1). Discussion among the Board centered around the project's total cost of \$32.6 and the spent by Metro, expectations of getting the full amount of funding, community partners contribution(s), as well as being able to track the funds. Charles Robert Bone and Kristin Wilson provided information on previous MOUs and the designated account for the specific purpose of funds. The Committee inquired whether property owners were contributing to the project and about the percentage of DBE participation.

Tom Turner and Kacy Stern provided information on Nashville Downtown Partnership Walk of Fame Park (Attachment #1). Discussion among the Board centered around the possibility of kiosks, restrooms, making it sustainable and if the park could become a part of Music City Center's inventory for events. The Committee also discussed future funds for maintenance.

Diana Alarcon provided information on Nashville Department of Transportation Broadway Improvements (Attachment #1). Discussion among the Board centered around the extent of community outreach for the need of bollards, who will be the decision maker for the retractable bollards, how to prevent Broadway from being blocked off, whether both types of bollards are needed, the "shelf life" for barriers, and the urgency for the bollards. The Committee asked for clarification on pricing of the bollards. The presentation from the January 5, 2023, meeting included lighting and pedestrian signals which was the biggest cost. NDOT is currently working with Nashville Electric Service (NES) for the LED Lighting project. Given the uncertainly of the timeliness of the lighting and signals, they were removed from the January 5, 2023, presentation resulting in the request for \$2.5 million.

**ACTION:** Betsy Wills made a motion for the Finance & Audit Committee to recommend to the Authority the approval of funding of \$19.2 million to support the Metropolitan

Development & Housing Agency's redevelopment and recovery of Second Avenue, subject to the Convention Center Authority continuing to receive certain tourism tax revenues that have been pledged to it and its ability to pay operating expenses, contractual obligations, debt service and reserve funds. The motion was seconded by Tracy Hardin and approved unanimously by the Committee with Barrett Hobbs recusing himself from vote.

**ACTION:** Vonda McDaniel made a motion for the Finance & Audit Committee to recommend to the Authority the approval of funding of \$1.8 million to support the Nashville Downtown Partnership's Walk of Fame Park, subject to the Convention Center Authority continuing to receive certain tourism tax revenues that have been pledged to it and its ability to pay operating expenses, contractual obligations, debt service and reserve funds. The motion was seconded by Barrett Hobbs and approved unanimously by the Committee.

**ACTION:** Betsy Wills made a motion for the Finance & Audit Committee to recommend to the Authority the approval of funding of \$2.5 million to support the Nashville Department of Transportation's Broadway Improvements (Retractable Bollards and Meridian Barriers), subject to the Convention Center Authority continuing to receive certain tourism tax revenues that have been pledged to it and its ability to pay operating expenses, contractual obligations, debt service and reserve funds. The motion was seconded by Barrett Hobbs and approved unanimously by the Committee.

With no additional business and no objections, the Finance & Audit Committee of the CCA adjourned at 5:03 p.m.

Respectfully submitted,

Charles L. Starks President & CEO

**Convention Center Authority** 

Approved:

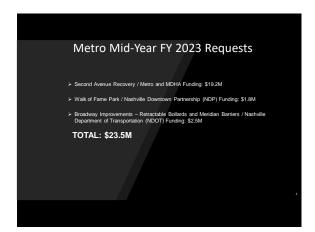
Robert Davidson, Committee Chair CCA Finance & Audit Committee

Meeting Minutes of January 31, 2023



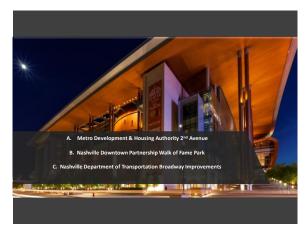






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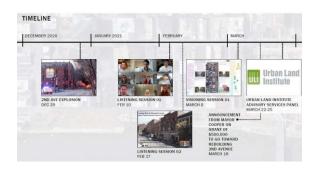




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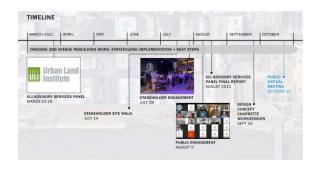


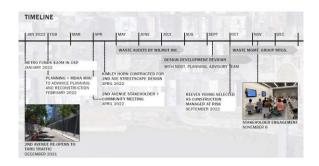






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Examples of Current Partnerships

AT&T

The District

Nashville Downtown Partnership

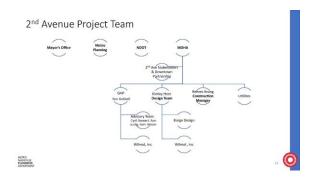
Business/Property Owners & Merchants

Metro Nashville

ULI Nashville

Convention Center Authority

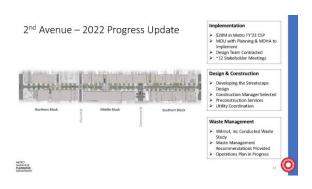
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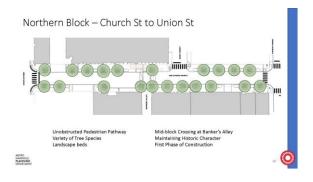


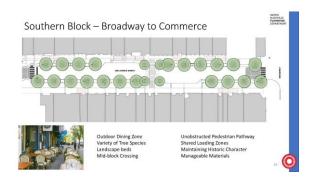
Streetscape Design Elements

Increase pedestrian space
Maintain existing major utilities
Maintain a clear, unobstructed pedestrian pathway
Dank Sky approved streetlights
Urban tree species and updated tree wells
Landscape beds
Materials to be maintainable AND provide
character

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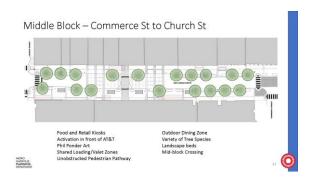


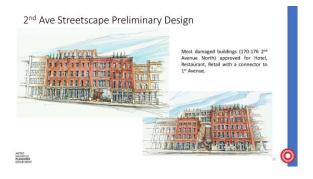






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Budget Request

Committed Funds by Metro

Mayor's Grant for Initial Response - 2020
\$500,000

2nd Avenue remaining construction
\$15,519,246

Waste Management Infrastructure for 2nd Ave
\$1,437,500

Metro Stormwater Separation - 2023-2024
\$2,080,754

Metro funded to date amount for 2nd Ave
\$22,580,754

Metro funded to date amount for 2nd Ave
\$22,580,754

Metro funded to complete 2nd Ave - 2023-2024
\$850,000

Remaining Funds to complete 2nd Ave - 2023-2024
\$19,206,746

33 34









37 38





39 40









43 44

25 Years   Three Downtowns					
	2002	2022	2027		
RESIDENTS (1,247%)	2,103	16,454	28,320		
EMPLOYEES (103%)	49,743	78,000	101,000		
VISITORS (51%)	10.6M	14M	16M		
HOTEL ROOMS (509%)	2,839	12,128	17,290		

The Neighborhood

1996

• Bridgestone Arena
2000

• Nashville Downtown Hilton
2001

• Walk of Fame Park

• Country Music Hall of Fame
2006

• Schermerhorn Symphony
Center

2013

• Music City Center

• Omni Hotel
2017

• Bridgestone Tower

45 46





#### View: Southwest





49 50



View: West/Northwest

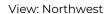


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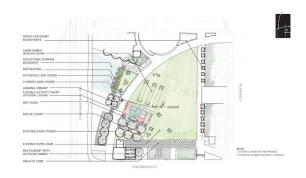






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Budget Estimate					
	2023	2024	2025		
ACTIVATIONS	\$180,500	\$189,525	\$199,002		
STAFF	\$416,100	\$436,905	\$458,750		
HORTICULTURE	\$150,000	\$100,000	\$75,000		
ENHANCEMENTS + CAPITAL	\$1,009,000	\$250,000	\$250,000		
TOTAL	\$1,755,600	\$976,430	\$982,752		
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Lower Broadway Phasing

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NDOT

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#### **Engagement to Date**

- 3,500 surveys
- 10(+) pop-ups
- 5 festivals/events
- 4 focus groups
- 12 stakeholder meetings
- 4 listening sessions
- Briefings on request



Recent Activities

- Finalized vision, goals, and desired outcomes
- Concluded best practices
- Developed and launched Phase 2 outreach activities
- Published final State of Downtown Mobility Report
- Began evaluating Transit Priority Corridors and identifying connected rolling network



#### **Immediate Next Steps**

- Gather public input on work to date and solutions
- Continue developing and testing possible strategies
- Identify early-action recommendations
- Consider policies and legislative needs
- Establish and evaluate scenarios





## CCA Board Questions from January 5, 2023, Presentations

Nashville is fortunate to see continued and growing success thanks to our thriving tourism industry, in which the Convention Center Authority plays a foundational role. Your mission to create significant economic benefit for our community has generated incredible economic benefits to Nashville, from job creation and small-to-large businesses in hospitality and entertainment to culture/arts investment in organizations such as the National Museum of African American Music to enabling important improvements to our downtown that benefit to the safety and well-being of our residents, downtown workers, and visitors.

This incredible success can be a double-edged sword, requiring increasing demands on services for downtown due to the disproportionate effect on its infrastructure. We are grateful to the CCA's stewardship in helping make our core safer, cleaner and stronger.

We believe these funding requests before you are in line with the stewardship you've previously provided to ensure a safe, fun, clean, and diverse experience for all who visit our downtown, thanks in large part to the many conventions and events you all bring in. We also believe this will generate a return on the revenue your body collects – both directly and indirectly – through conventions and events, the tourism development zone taxes, hotel/motel taxes, campus tax, and contracted vehicle and rental car taxes.

As mentioned during the January 5 presentation, these requests are multi-year opportunities. To simplify your focus on a mid-year FY2023 request, we'd like to request the following:

- Second Avenue Recovery / Metro and MDHA: \$19.2M as outlined in the presentation slide 28
- Walk of Fame Park / Nashville Downtown Partnership Funding: \$1.8M
- Broadway Improvements Retractable Bollards and Meridian Barriers / Nashville
   Department of Transportation (NDOT): \$2.5M as outlined in the NDOT presentation slide
   3

TOTAL: \$23.5M

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Further discussion will continue into FY2024 for continued public safety and Nashville, 2023 Downtown Partnership support and the multi-year needs for these initiatives overall.

#### All

1. Does any of this need to be approved as capital items by the city council?

Metro Council will authorize the acceptance of the funds for the 2<sup>nd</sup> Avenue Recovery and for NDOT: discussions with Metro Law suggest a resolution for a grant acceptance would accomplish this goal.

The funding for Nashville Downtown Partnership (NDP) would be contracted between the Convention Center Authority and with NDP directly. Similar to Church Street Park, NDP will adopt a new or modified agreement with the Parks Board, which then would undergo Council authorization.

2. The CCA has a history of ensuring that major projects have at least 20% DBE requirements. Can you meet a 20% or greater DBE participation and provide the CCA with quarterly DBE participation progress reports?

We (Metro, MDHA and NDP) all strive to ensure our contracting process is equitable and aspire to high DBE participation. However, it should be noted that suppliers for various kinds of initiatives can make it very difficult to meet 20% DBE on specific infrastructure projects such as concrete and steel. However, we are seeing an improvement of DBE contractors and subcontractors overall in the last decade. Goals can be set during the procurement phase to try to meet DBE standards. Below is an outline for each entities project and DBE commitment.

- Second Avenue: Due to the difficult nature of meeting DBE requirements for infrastructure projects, we have a goal of 15% for the Second Avenue project.
- NDP: The Nashville Downtown Partnership does not meet Metro DBE requirements but is in the process of soliciting consultation for an IDEA (inclusion, diversity, equity, and accessibility) audit. The NDP team will regularly report on efforts. Most NDP operations are largely made up of minority staff members.
- NDOT: We can set a goal of 20% DBE subcontractor participation during the solicitation process with the Division of Purchases, and as part of the goal setting committee for a proposed project. Bidders must meet the targets or demonstrate good faith effort toward the established targets.

As part of the project compliance, all entities are happy to monitor and report overall progress as well as DBE participation and audits on a quarterly or other preferred periodic basis to the CCA.

3. Are all contractors secured for these projects or will it go out for competitive bid?

In compliance with State Laws, Metro Nashville requires either the utilization of a procurement process or use of Metro-approved agencies for government related projects. For example, MDHA went through a Request for Qualifications process to select Reeves Young as the construction manager for Second Avenue work.

Subcontractors will be selected by the construction manager via a competitive bid process.

It should be noted that some aspects of the Walk of Fame project will open for bid; others, like staffing & management, are entirely secured through regular NDP operations.

4. What sponsorship or recognition is there for the CCA for their contribution? If so, for what?

We welcome partnership opportunities through these projects that could allow for recognition, special invitations, etc. throughout the construction process. We recommend further brainstorming with the CCA for the types of recognition for which you'd be most interested.

5. Are there any additional requests or financial asks of the CCA you are anticipating or have discussed in addition to your current presentation?

Yes, as presented by MNPD Police Chief John Drake, there are ongoing tourism and special event safety funding needs such as provided for in the FY23 budget: we anticipate an ask similar in approach for the FY24 budget.

We also believe it is important for Metro and the Convention Center Authority to have an open dialogue about opportunities to enhance the tourism experience and/or present a return on direct or indirect revenues to the Convention Center Authority.

6. What is your remedy if projects are finished below expectations, overbudget, or incomplete?

Each entity will closely monitor the project to ensure high-quality completion. However, each project addresses how they intend to handle overbudget or incomplete work:

- Second Avenue: We will work towards a Construction Guaranteed Maximum Price (GMP) to keep within budget.
- NDP: If overbudget, the NDP would absorb cost overruns and if incomplete, NDP would pursue alternative options to meet completion – if that be alternative sponsors/funding, scaled back work, etc.
- NDOT: The pricing on the meridian barriers is quoted already. For the bollard installations, we would work with a contractor to ensure both cost and completeness of the work. As we complete a design phase, when concerns such as utility relocations may surface, as noted below, we will confirm costs with the CCA Board. Should we need to stay within our current budget, Metro would then either reduce scope or provide for any design cost overruns, such as utility relocation as noted below. At that point forward, we would hold our contractor to costs and completion of work.
- 7. What is your funding backup plan if the CCA declines the entire request or a specific component of a request?

We would review scope of each project, be required to slow down the work of not meet all expectations of the project on the current timeframes. We would revisit these in future Metro capital spending plans and also continue to seek alternative funding sources, e.g., grants.

- 8. What private seed funding has been raised for the areas requesting capital improvements?
  - Second Avenue: Metro is fortunate to have had the support of numerous partners in the work to rebuild Second Avenue. This also includes nearly \$22 million from the Mayor's Office and other departments for initial recovery work and design. Other partners include, AT&T, nonprofit group The District, Nashville Downtown Partnership, ULI Nashville, Second Avenue businesses, property owners, and residents including the owners of 170-176 2<sup>nd</sup> Ave N., which were the most directly and heavily damaged buildings.
  - NDP: The proposed includes NDP contributing staff resources and as well as
    maintaining robust partnership with downtown organizations who may be able to
    contribute on programming and activation. A list of the organizations we intend to
    approach for this purpose is below.
  - NDOT: These particular safety enhancements, the bollards and barriers, originated with the Metro Nashville Police Department and have been discussed formally and informally in downtown stakeholder meetings.
- 9. There has been success in having community members drive innovative development for areas (i.e., Bordeaux/North Nashville communities). How have the neighbors and businesses weighed in on these projects – beyond what was described in the stakeholder meetings?

Community input is at the heart of all Metro-led projects because our goal is to ensure that residents and visitors alike have the same opportunity for experiences that are safe, fun, and diverse. The ideas presented to you were born out of community conversations through Second Avenue engagement (see presentation for listings), studies like ConnectDowntown, various Metro Parks meetings, and feedback we hear from residents, business/property owners, and visitors and other Metro stakeholders and partners throughout the year.

The requests we have here are strategic in intent: focused on the tourism experience and to drive return for the CCA. We are always open for ideas and discussions with the CCA that create such opportunities.

10. Can each agency provide a prioritized list of items requested and costs?

We have prioritized the requests for the mid-FY2023 request of the Second Avenue Recovery Project, the Walk of Fame initial investment and the NDOT retractable bollards and meridian barriers.

#### Downtown Partnership WOF Park Enhancements

1. Does the money being requested cover all three years of the presentation, 23,1,24, and 25.

Requesting initial \$1.8 million investment for 2023 at this time, and 2024 and 2025 operating support budget will be actively revised.

2. Have you explored operator interest in the food outlet? If so, what level of interest is there and by whom?

We have not explored specific interest as there is not currently an available space, however many parks in cities large and small, from Detroit to Greensboro, N.C., have incredible proof of concept with their models in terms of financial success.

3. How many total men's and women's restrooms are included?

Minimum 2 single unisex restrooms. NDP will pursue as many as we are able based on actual cost per proposed budget and contingency. The proposed includes staffing, cleaning, and maintenance of these.

4. What are your plans if the park doesn't become self-sustaining after 2025?

NDP will solicit partners throughout the term; we would expect to have a 5-year agreement with Metro Parks similar to our existing contract for Church Street Park and are comfortable with a commitment to service delivery for the duration.

5. Are there plans for Metro Parks to turn over the operation/rental of the park to the downtown partnership?

NDP enjoys a great relationship with Metro Parks leadership, including an exclusive management & operations contract with Church Street Park. The proposed can follow this model.

6. Provide a listing of the private entities that border the various green spaces that you are requesting financial assistance?

The Hilton Downtown Nashville, The Nashville Predators and Bridgestone Arena, The Country Music Hall of Fame, The Nashville Symphony, The Music City Center, and Bridgestone Americas Headquarters.

7. What outreach has been made to private industries for funding/cost sharing agreements for improvements of the Walk of Fame Park (i.e., the Schermerhorn, Bridgestone Area, Bridgestone HQ, Country Music Hall of Fame, Hilton)?

NDP is active partners with each of these organizations in our daily work and plan to solicit their partnership for programming and special events.

#### 2<sup>nd</sup> & 1<sup>st</sup> Avenue Rebuild and Enhancements

1. What was the funding plan when presented to the Metro Council? January 31, 2023

We mentioned to Metro Council that work on Second Avenue would be done in phasing, but that we needed to undertake design and early construction phases to finalize funding. The \$20 million for Phase 1 was funded through the FY2023 Capital Spending Plan. Additionally, we were also hoping for FEMA reimbursement, which did not come through despite the Governor's Disaster Declaration and advocacy from TEMA and our Federal delegation, so Nashville is baring the full cost of the bombing.

2. Are any public restrooms included in the project?

Not along Second Avenue, but we intend to explore that for Riverfront Park and may look into reopening the current facilities within the park.

3. How will funding be handled for ongoing maintenance of these areas after completion?

NDOT's Operational Budget will see the maintenance of street and sidewalk needs, while the Nashville Downtown Partnership services will continue for plantings and general management. As part of the request, we would look to the NDP for assisting with the activation of Riverfront Park.

4. How much funding has been provided from the private partners?

Funding Partners – Metro Nashville, ULI Nashville, MDHA, The District, Nashville Downtown Partnership.

Private Dollars – AT&T artistic façade, Boutique Hotel (170-176 2nd Ave) to incorporate connection to and activation of 1st Avenue, all damaged buildings are privately owned and have or are rebuilding.

5. Are there any additional fees being collected from private owners who increase their sf and revenue potential with the private dining areas?

Additional fees currently under review as we develop this program include: permits for use of outdoor dining space, property taxes, CBID, the kiosk program, etc.

#### Lower Broadway Enhancements

1. What is the completion target date for CCA's original investment in lighting improvements and sidewalk expansion?

The sidewalk complete date for this project is Spring 2023, which is not part of this initial \$2.5 million request. This project is delivered on-budget and on-time, once we were able to begin the project after the covid capital spending freeze at Metro and align the timeframes with local merchant priorities.

We're happy to report that new leadership at NES is supportive of LED lights, and we have requested that NES prioritize downtown for the first installations in our negotiations with them on an overall countywide upgrade. Once we have a date secured from NES, we will inform the CCA Board.

2. How will funding be handled for ongoing maintenance of these items/areasyafter<sup>2023</sup> completion?

These considerations are already built into NDOT's operational budget.

- Does the sensor cost include servers and other devices needed on the back end?
   Yes, and please note these are not part of our request to the CCA Board at this time, but are for potential future discussions.
- 4. Do these numbers include the associated personnel costs to monitor these devices?
  Operating costs would be absorbed by the NDOT budget.
- 5. Does your price for retractable bollards include utility services uncovered that may need to be relocated or rerouted?

The cost for the retractable bollards submitted to the CCA Board does not include utility relocation. We will not be able to determine that need without an engineer and design work. As we complete a design phase, when concerns such as utility relocations may surface, as noted above, we will confirm costs with the CCA Board. Should we find we have higher than expected costs and need to stay within our current budget, Metro would then either reduce scope or provide for any design cost overruns. At that point forward, we would hold our contractor to costs and completion of work.