

Community Advisory Committee Community Benefits Agreement Annual Report 2024

1. Executive Summary

In 2018, Stand Up Nashville, Inc. (SUN) and Nashville Soccer Holdings, LLC (NSH) made history by signing Tennessee's first ever Community Benefits Agreement (Soccer CBA) as part of the deal to bring a Major League Soccer (MLS) expansion team to the city.

The Community Advisory Committee (CAC) was created to ensure the Soccer CBA is transparent, inclusive, and accessible to the community. The body is the formal enforcement mechanism made up of residents from neighborhoods close to Geodis Park and representatives from SUN and NSH.

Current CAC members include Michael Matlock (Edgehill), Marcia Masulla (Chestnut Hill), Odessa Kelly (SUN), Michael Callahan-Kapoor (SUN), Lindsey Paola (NSH), and Andre Johnson (NSH). Michael Callahan-Kapoor is the presiding Chair.

The CAC meets monthly to do the hard work of implementing the CBA in a timely and transparent fashion. Quarterly public meetings are also held so the community can hold NSH and SUN accountable to their obligations. This annual report is another important accountability mechanism.

While the Soccer CBA spells out the specific terms and obligations of both parties, tensions can arise regarding how they should be implemented, especially when it comes to balancing commercial interests with making sure historically marginalized groups that have been excluded from Nashville's growth have the opportunity to benefit from the project.

In 2024, the CAC continued to gather community input on the micro-unit incubator space, improving High Road Contractor reporting, and becoming more organized and efficient in executing its responsibilities. Public meetings centered on the housing and micro-business units. Using the information gathered in 2023 from the public meetings, NSH has been working with the Developer to identify an operator for the 7,500 square foot micro unit Incubator space to maximize use for the community.

One challenge that still needs to be resolved is how retail can work in the space without directly competing with flea market vendors as well as how to update the Promise Zone residency requirement for members to ensure that the project is accomplishing similar goals, both of which are provisions in the CBA.

Another challenge came up in the initial residential leasing process. Some individuals applying for affordable housing were dissatisfied with the application process, the amount of the application fees, and the customer service received from the leasing staff. The Developer worked with Elmington Property Management to address these concerns by putting together a step-by-step guide for the application process, adjusting the fee structure, and addressing concerns with on-site personnel.

A major milestone in 2024 was the official opening of 445 Park Commons! Delivering 335 units, 120 of which are Affordable and 40 are Workforce, the leasing team has been working diligently to lease the project. Overall, 445 Park Commons is 31% leased as of 12/31/2024, which includes 31% of the Affordable and Workforce units. The leasing team is in compliance with Fair Housing regulations.

A lot of progress happened in 2024 too! Six nonprofits raised \$525,000 by staffing concession stands during games. Nashville Soccer Club directly hired 254 employees, including 97 residents from high poverty areas called Promise Zones. Eighty-four of these hires came directly through the Promise Zone Hiring Program run by Nathaniel Carter of SUN. This program relies on community job fairs, GEODIS Park job fairs, networking, social media content and more to spread the word about available jobs.

Below you will find the backstory of how this historic agreement came to be and a provision-by-provision status report. The full executed version of the CBA can be accessed at: <https://standupnashville.org/wp-content/uploads/2020/11/18-09-03-FINAL-NSH-SUN-CBA-with-REVISED-Exhibit-A-SIGNED-00456717xAA7B8-1.pdf>.

Thank you for reading and being engaged in the process. This CBA belongs to the people of Nashville!

2. Background

Stand Up Nashville, Inc. (SUN) and Nashville Soccer Holdings, LLC (NSH) made history in 2018 by signing Tennessee's first ever Community Benefits Agreement (CBA) as part of the deal to bring a Major League Soccer (MLS) expansion team to the city. Here is the backstory of how this historic agreement came to be.

During 2016, MLS announced they were expanding the league by 4 new teams. In December 2016, John Ingram announced he would be the lead investor for a group to bring an MLS expansion club to Nashville. MLS defined criteria for the expansion teams including a stadium, viable market and qualified ownership. On December 20, 2017, MLS awarded an expansion club to Nashville. The team joined MLS on January 1, 2020 for its initial season.

The city identified The Fairgrounds Nashville as the site for the project and then began working on a framework to finance, rezone the property, and create applicable agreements. The package included \$225 million in revenue bonds to build the stadium, \$50 million in General Obligation bonds for related infrastructure, and a 99-year lease for ten acres of public land at the site for a mixed-use development built with private funds.

The team is responsible for repaying 100% of the revenue bonds and covering the stadium costs in excess of the revenue bonds. The 10-acre lease includes a rent provision for the entire term. Annual rent starts at \$200,000 and increases over the 99-year term. In addition, property taxes generated from the development (none currently) to be available for the city's general fund with 50% of the property tax amount will be designated for Fairgrounds Nashville capital improvements.

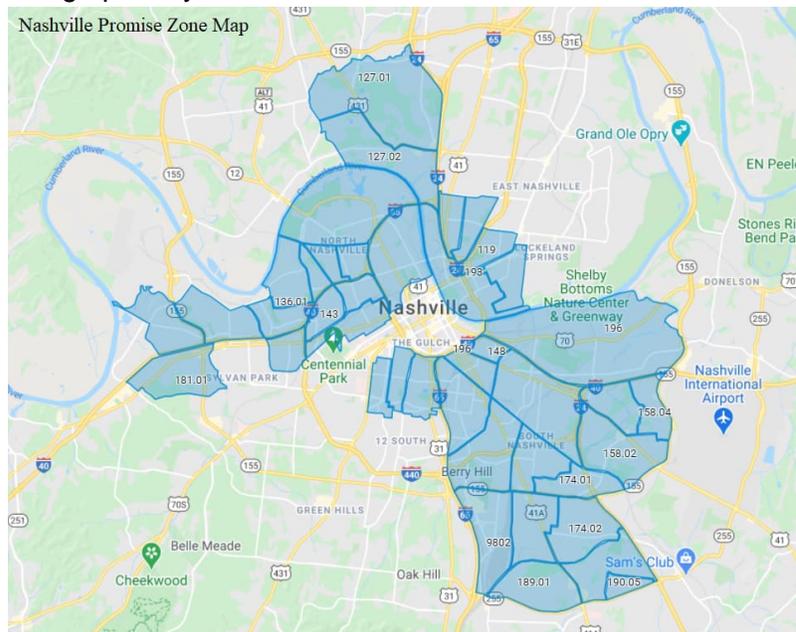
Initial public reaction to the plan was not entirely positive. Metro’s employees had not received a Cost of Living Adjustment and the city’s public schools and Nashville General Hospital continued to be chronically underfunded. At the same time, a broad coalition led by SUN had been educating city officials and residents on Community Benefits Agreements (CBAs) and successfully advocated for passage of the Do Better Law to bring transparency to public subsidies as a way to ensure Metro subsidies of private projects also benefited the broader community.

Council Member Colby Sledge, who represented the district where the proposed stadium would be built, was also committed to seeing the project set a new standard for development. He encouraged the team owners to meet with SUN to discuss the possibility of a CBA and worked with leaders such as Erica Gilmore, Anthony Davis, Fabian Bedne, Bob Mendes, Sharon Hurt and Ed Kindall to craft the best possible deal for taxpayers and historically marginalized communities.

SUN and NSH began formal talks soon after to create a legally binding agreement. SUN engaged thousands of residents in the process of developing the CBA to ensure it delivered what the city and surrounding neighborhoods needed most.

After months of intense negotiations and public input on the deal, SUN and NSH reached a landmark agreement before the final legislation for the new stadium was passed. The CBA includes the following commitments:

- 20% of housing units set aside for Affordable and Workforce housing, with three-bedroom units for families
- Income-based sliding scale childcare center
- Micro unit incubator space to be prioritized for artisans and small business merchants who reside in high poverty areas called Promise Zones



- Hiring program to give residents from Promise Zones first chance at stadium jobs
- \$15.50 wage floor
- High road contractor standards for construction of mixed-use development
- Mandatory safety training for all construction workers and supervisors
- Inclusion of minority contractors
- Community Advisory Committee to ensure the compliance of all parties
- Engaging MNPS students and other community residents in various soccer programs including a mini pitch, school visits, coaching clinics, equipment donation, complimentary match tickets and community volunteer service.

3. Current Status of CBA Provisions

Community Amenities and Services

II-1-a Reserve no less than 4,000 sq. ft. within or in close proximity to Development for a childcare location

Anticipated to be included in future phase of mixed-use development referred to as Block A, for which pre-development efforts are anticipated to begin in January 2025.

II-1-b Reserve 4,000 sq. ft. of retail space dedicated to micro-unit incubator for artisans and small business merchants verified PZ Residents

Included as part of the first completed phase of mixed-use referred to as Block C or 445 Park Commons. The developer has allocated 7,500 sq ft of space for the incubator and the completed space is anticipated to be delivered in Q4 of 2025. The developer is working closely with the Arts & Business Council of Greater Nashville, the potential operator, to ensure the space is programmed and designed to meet the needs of the community.

II-1-c NSH will work with Metro Arts Commission on beautification projects as appropriate

NSC continues their partnership with the Arts & Business Council of Greater Nashville, featuring local works of art at GEODIS Park. The Soundwaves Gallery, located on the suite level of the stadium, has featured approximately 120 works of photography, paintings, sculptures and more for the past three years including Middle Tennessee artists. The Club will continue this program in 2025, with a new exhibit that will include 45 new pieces, which will be available for purchase through November. (Note: NSH determined that Metro Arts Commission is not the correct entity for this requirement and as a result, worked with Arts & Business Council and others to fulfill the requirement.)

II-1-d NSH will use best efforts to cause USSF to establish "Soccer for Success" program in Metro

In place of the USSF Soccer for Success program, NSC has implemented the GEODIS Grassroots Soccer program to communities with NSC mini-pitches. NSC currently has five functional mini-pitches and play sites in the Nashville area at McGruder Family Resource Center, TN Immigrant & Refugee Rights Coalition (TIRRC), Napier Elementary School, and two new pitches were installed in 2023 at Fall Hamilton Elementary School and Edgehill Memorial Park. In 2024, NSC executed the GEODIS Grassroots Soccer program twice, providing a 4-

week competitive soccer experience culminating in a community tournament at the NSC Edgehill Soccer Pitch for 40 youth participants.

II-1-e NSH will donate new or used soccer equipment/accessories to local Metro schools

In spring 2024, NSC donated soccer goals, cones, and soccer balls to 22 MNPS elementary schools valued at \$18,656 through the MNPS P.L.A.Y.S. program.

II-1-f NSH will host an annual coaching clinic within Metro

Last April Nashville SC, in partnership with the English Premier League (EPL), hosted a coaching education clinic for 28 MNPS elementary, middle, and high school soccer coaches at GEODIS Park. The event included classroom instruction, hands-on coaching tutorials, and a panel discussion.

II-1-g NSH will distribute on avg. 50 complimentary seats for each MLS regular season match at Stadium

Nashville SC donated approximately 2,209 complimentary tickets to nonprofits and schools through *Section 615*, a special program dedicated to community members of the Nashville area. Each home match, this section of designated seats is given by the club to nonprofits, people, and groups who are doing good work in and around Nashville. Recipients receive match tickets, t-shirts, and videoboard recognition.

II-1-h NSH provide annually up to 10 need-based scholarships for youth living in Promise Zone for youth club soccer programs

In 2024, NSC provided 12 need-based scholarships to youth from the Napier and Edgehill Promise Zones to attend Nashville SC Summer Soccer Camps.

II-1-i Coaches, players, and/or officials of the team shall visit local Metro elementary schools not less than 8 times per year

In 2024, NSC players, coaches, and team officials conducted 15 visits to Metro Schools through the Kickstart to Reading and MNPS P.L.A.Y.S. programs. (10 - KS2R and 5 – MNPS PLAYS).

II-1-j NSH program for students of Metro-area schools to participate in game-related activities in the Stadium

During the 2024 regular season, over 300 elementary school readers, who achieved top honors through the Kickstart to Reading Program, were recognized at GEODIS Park. NSC also recognized MNPS high school winners of the Young Latino Writer's Essay Contest and participants of the Youth Exploration Program at home matches at GEODIS Park.

II-1-k NSH and team will contribute 500 volunteer hours per year to Nashville charitable orgs

Nashville SC has conducted multiple community service projects in 2024 including: volunteering at Second Harvest Food Bank, working the TDOT clean-up, supporting the PENCIL Pack-a-

Thon, volunteering at the United Way Give Thanks and Dream Streets Holiday Toy Giveaway to name a few. Club staff and personnel contributed over 500 volunteer hours in 2024.

II-1-l NSH work with concessionaire to create revenue via food service fundraising opportunities

The stadium concessionaire worked with 6 non-profit organizations to staff concession stands during matches in 2024. There were approximately 130 volunteers per match who generated over \$525,000 for their respective organizations.

II-1-m NSH will cause that concessionaire to make space available, for 5-10 matches per year, to a minimum of 2 qualified local food/beverage operators

The stadium concessionaire partnered with qualified local food and beverage operators to operate concession stands during the 2024 season. The group of local food and beverage operators included Chivanada, Prince's Hot Chicken, Rock n' Dough Pizza, Daddy's Dogs, Corner Pub and Central BBQ.

II-1-n NSH will make available meeting room space for use by non-profit and other such community organizations

Meeting space was provided to 15 non-profit organizations during 2024, as well as the CAC public meetings in April and August 2024.

Affordable/Workforce Housing

II-2-a NSH agrees minimum 12% of residential units within the Development set aside for households earning 60% of the AMI/MHI or less; Units comprising this 12% shall be "Affordable Housing Units"; 20% of Affordable Housing Units shall be 3-bedroom units

The first phase (Block C also known as 445 Park Commons) of the mixed-use development adjacent to Geodis Park opened its doors to its first residents in August 2024 and features 335 residential units, retail, amenities and parking. The residential units include 120 Affordable housing units. This consists of 35 studios, 65 one-bedroom units, 15 two-bedroom units and five three-bedroom residences. There are also 40 studio units that are Workforce housing units. The Affordable and Workhouse units are 31% leased as of 12/31/2024. The second phase of development (Block A, also known as 504 Park Commons) is anticipated to contain additional residential units, retail and childcare space. The pre-development effort for 504 Park Commons is anticipated to begin in January 2025 and the Developer expects to establish the specific number of residential units in the coming months. The third and final phase (Block B) is anticipated to include additional residential units, including the remaining Affordable and Workforce units. The developer expects substantially all of the II-2-a and b CBA requirements will be met by Block C and Block A. The exact number of residential units in subsequent phases will not be determined until design work has further progressed.

II-2-b NSH agrees an additional 4% of residential units within Development set aside for households earning between 61% and 80%, and an additional 4% for units set aside for households earning between 81% and 120% of AMI/MHI; Units comprising this 8% shall

be "Workforce Housing Units"; 20% of Workforce Housing Units shall be 3-bedroom units

Refer to comments above per II-2-a. Workforce Housing Units in the initial phase include 40 studio units estimated at the 81-120% AMI level.

II-2-c Rents for Affordable and Workforce Housing Units will be set such that rent is Affordable; Affordable and Workforce Housing Units will be built to same standards and general schedule as market-rate units

445 Park Commons' Affordable and Workforce Housing Units are built to same standards as market-rate units and have access to the full suite of amenities. The rental rates for these units are established by HUD and are as follows:

Unit	Rent	Utility Allowance	Combined Allowable
Studios - 60% AMI	\$1,045	\$78	\$1,123
1 Bedrooms - 60% AMI	\$1,116	\$87	\$1,203
2 Bedrooms - 60% AMI	\$1,336	\$108	\$1,444
3 Bedrooms - 60% AMI	\$1,542	\$126	\$1,668
Studio - 80% AMI	\$1,420	\$78	\$1,498

II-2-d When required, NSH and SUN will work to request affordable housing support from governmental entities and/or other non-profits

Not required to date.

II-2-e NSH will collaborate with MDHA, Mayor's Office of Housing and non-profit housing providers to identify opportunities for grants, incentives, tax credits, etc.

NSH and developer explored such opportunities during pre-development and utilized a PILOT (Payment In Lieu of Taxes) for first phase (Block C/445 Park Commons).

II-2-f NSH will cause Developer to engage non-profit housing agency to provide services, to the extent required, for Affordable & Workforce Housing Units

The property manager for the project advises that services contemplated by II-2-f are not required for the Affordable & Workforce Housing Units by the State of Tennessee, and the CBA contemplates the services being provided "to the extent required."

II-2-g NSH to collaborate with Mayor's Opportunity Now & Employment Connections initiatives to provide up to 8 internships and up to 10 jobs

This past year, in conjunction with Nathaniel Carter, the Club agreed to implement a hybrid internship/job program with students from Glenciff High School, in 2025.

II-2-h Hiring and Workforce Development Program. SUN & NSH collaborate to establish PZ Hiring Program; NSH to consider and cause Developer to consider referrals qualified applicants from PZ Hiring Program before other sources; NSH to provide funding for payroll costs of PZ Hiring Program coordinator to be hired by SUN

With funding from NSH, a jobs coordinator position was established and Nathaniel Carter was hired by SUN.

II-2-i NSH will implement procurement practices & procedures designed to prefer qualified Davidson Co. MBE businesses to provide contracted services to the Stadium

NSH implemented such procedures during 2021 and 2022 timed to coincide with stadium opening in May 2022, and NSH continues to explore qualified Davidson County MBE service providers.

II-2-j NSH will work with Stadium service providers to implement hiring practices using the PZ Hiring Program as initial source and consider qualified PZ Residents for open positions

During 2023 the club, in collaboration with SUN, participated in and/or hosted 39 job fairs, sent numerous public messages and used other means to reach out to Promise Zone residents about potential jobs. The job fairs were held at community centers, libraries, nonprofit organizations and other various locations around Nashville.

II-2-k NSH hiring practices include efforts to hire qualified local residents at all levels of the organization; Hires will receive educational & professional development opportunities; NSH direct hiring in Stadium services

During 2023 Nashville SC hired approximately 254 direct hires for seasonal part time positions of which 38% (or 97) were Promise Zone residents. The club also directly hired 17 employees for full time stadium jobs, 7 of which (or 41%) were Promise Zone residents. All direct hires are provided the same education and professional development offered to Nashville SC employees. Also refer to comments above in li-2-k.

II-2-l NSH to provide to CAC: no. of employees directly hired by NSH, hourly wage range for positions, how many direct hires from PZ Hiring Program with zip codes

NSH provided CAC reports with this information during 2024. Also refer to comments above II-2-k.

II-2-m NSH/construction manager (CM) will give priority to contractors and subcontractors with hiring practices that meet the criteria in this section

The developer's CM reviewed data provided by SUN regarding subcontractors with hiring practices that meet the criteria in this section. They sent solicitations to those local subcontractors applicable to Block C, the initial phase of the mixed-use residential project. 13 subcontractors responded, of which 7 "decline to propose" (including 2 that were 100%+ over market). Three subcontractors were selected for Block C, representing approximately half of the respondents. The developer and CM noted that there are fewer subcontractors with a construction focus meeting the criteria on the specific type of mixed-use construction projects.

II-2-n NSH shall cause the CM to mandate OSHA 10 training for all employees of the CM, contractors and subs, and OSHA 30 training for all supervisors/foreman of the CM, contractors and subs

These certificates were provided on a quarterly basis during 2024.

II-2-o NSH to cause Developer to include in CM contract requirement to comply with local, state and federal laws concerning workers on the development

Done.

II-2-p NSH to cause Developer to provide on quarterly basis number and percentage of contractors that meet criteria in Sec. II-3-g; and certification of compliance with above OSHA training and contract requirement

Refer to comments above in II-2-m-o. (Note: once construction contracts are awarded, the number and percentage of subcontractors will not change. Certificates have been provided on a quarterly basis during 2024.

II-2-q NSH to spend minimum 25% total value of mixed-use development contracts awarded with DBE contractors, subcontractors, suppliers with minimum 15% to be with MBE contractors, subcontractors, suppliers; NSH commits to 25% of value of supplier contracts for ongoing operations with MBE suppliers

The first phase (Block C) of mixed-use development will exceed these commitments. (Note: these requirements relate to the project as a whole, however, NSH will provide updates with each phase. These percentages are not expected to change for Block C.). During this report timeframe NSH has met its commitments.

III - CAC creation and composition; CAC meetings, meeting notices, procedures and agenda; NSH will execute/perform provision of Section II within reasonable period of time from execution of Soccer CBA

CAC formed in 2020 with composition, meetings, etc. per CBA. NSH joined MLS in 2020. Refer to Section II items above.

IV – 1 At NSH request, SUN will provide letter in support of Stadium & related Development

Not required during 2024.

IV -2 Per NSH request, SUN will work with NSH to secure other Development approvals from specified governmental entities

Not required during 2024.

IV – 3 SUN collaboration on media strategy re shared support of Stadium/Development; SUN to provide reasonable support to gain full support of Metro community

Not required during 2024.

IV-4 SUN will consult/coordinate with NSH before making public comments re project approvals, and use best efforts to address issues with NSH during CAC meetings as contemplated in Section III

4. Looking Ahead

Lease up will continue on 445 Park Commons, the first phase of mixed-use development, with the goal of reaching stabilization by Q3 2025. The Developer will continue to progress the design, programming and construction of the micro-business incubator space this year. The Minority Business Development Fund will be launched concurrently with the opening of the micro-unit incubator space in 445 Park Commons. The Developer will also continue the design of the second phase of mixed-use development, 504 Park Commons, with the goal of breaking ground towards the end of 2025. In addition, the club will continue to recruit and hire stadium workers through a variety of different hiring tactics (e.g., job fairs, in-person speaking engagements about career opportunities, advertising, etc.).