

## **MINUTES OF THE 105<sup>th</sup> MEETING OF THE CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT OF NASHVILLE & DAVIDSON COUNTY**

The 105<sup>th</sup> meeting of the Convention Center Authority of the Metropolitan Government of Nashville and Davidson County (CCA) was held on November 30, 2021 at 9:00 a.m. in the Administrative Conference Room of the Administrative Offices at the Music City Center, Nashville, Tennessee.

**AUTHORITY MEMBERS PRESENT:** Marty Dickens, Norah Buikstra, Robert Davidson, Alfred Degrafinreid II, Irwin Fisher, Barrett Hobbs, Vonda McDaniel, and Seema Prasad

**AUTHORITY MEMBERS NOT PRESENT:** Austin Brown

**OTHERS PRESENT:** Charles Starks, Charles Robert Bone, Jasmine Quattlebaum, Heidi Runion, Heather Jensen, Elisa Putman, Brian Ivey, Donna Gray, \*David Hunt, and Wallace Dietz

Chair Marty Dickens opened the meeting for business at 9:00 a.m. and stated that a quorum was 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.

**ACTION:** Vonda McDaniel made a motion to approve the 104<sup>th</sup> Meeting Minutes of October 14, 2021. The motion was seconded by Robert Davidson and approved unanimously by the Authority.

The next regularly scheduled meeting is scheduled for January 6, 2022 at 9:00 am.

Committee Chair Robert Davidson introduced David Hunt, Auditor from Crosslin Certified Public Accountants who reported on the Convention Center Authority FY 21 Audit of the financial statements and the Employees' Savings Trust (Attachments #1, 2 and 3) and there was discussion.

**ACTION:** Robert Davidson made a motion accepting the audit of the financial statements of the Convention Center Authority as of June 30, 2021. The motion was seconded by Irwin Fisher and approved unanimously by the Authority.

**ACTION:** Robert Davidson made a motion accepting the audit of the Employees' Savings Trust of the Convention Center Authority as of December 31, 2020. The motion was seconded by Alfred Degrafinreid II and approved unanimously by the Authority.

\*Denotes the departure of David Hunt.

Chair Robert Davidson, Charles Starks and Heidi Runion provided information on the FY 2022 new budget timeline going forward for future years (Attachment #1) and there was discussion.

Chair Irwin Fisher, Charles Starks, and Brian Ivey gave a Marketing & Operations Committee Report update (Attachment #1) and there was discussion.

Charles Starks and Jasmine Quattlebaum provided a DBE Update (Attachment #1) and there was discussion.

Charles Starks provided an update on STR, LLC Statistics for Davidson County and downtown hotels (Attachment #1) and there was discussion.

Charles Starks provided an update on Tax Collections (Attachment #1) and there was discussion.

With no additional business, the Authority unanimously moved to adjourn at 10:05 a.m.

Respectfully submitted,



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Charles L. Starks  
President & CEO  
Convention Center Authority

Approved:

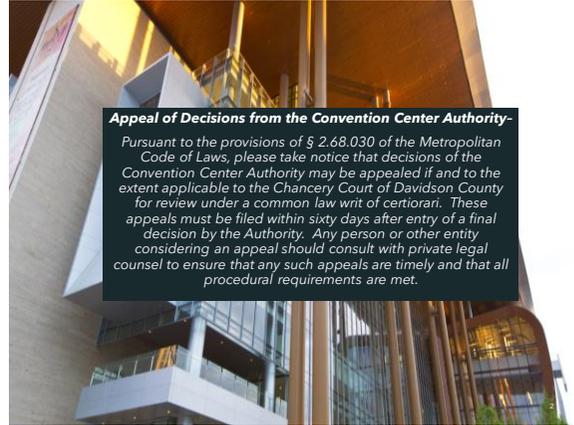


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Marty Dickens, Chair  
CCA 105<sup>th</sup> Meeting Minutes  
of November 30, 2021



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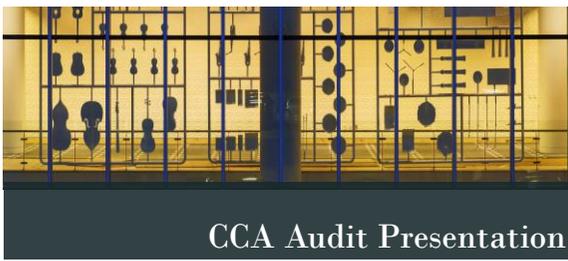
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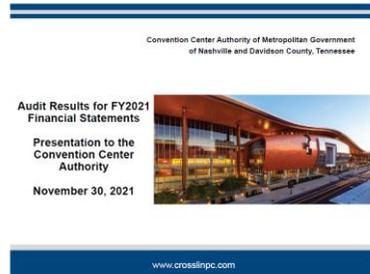


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Crosslin, PLLC

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Agenda

- Engagement Team Members
- Responsibilities
- Independence
- Fraud Risk
- Deliverables
- Audit Methodology and Approach
- Accounting Pronouncements Adopted
- Additional Required Communications
- Unrecorded Audit Differences
- Upcoming Accounting Developments
- Contacts



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Engagement Team Members



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Responsibilities

Crosslin, PLLC

Expressing opinions about whether the financial statements prepared by management under the oversight of the Finance and Audit Committee are fairly presented, in all material respects in conformity with U.S. generally accepted accounting principles. Performing our audits in accordance with professional standards, including Government Auditing Standards. Maintaining independence and an attitude of professional skepticism throughout the audit. Reporting to the Finance and Audit Committee and management reported deficiencies, including, but not limited to, significant deficiencies in internal control, instances of non-compliance, and fraud risks during our audit.

Management

Fairly presenting financial statements in conformity with U.S. generally accepted accounting principles. Adopting proper accounting policies. Establishing and maintaining effective internal control over financial reporting and compliance. Preventing and detecting fraud. Deciding on the Finance and Audit Committee and Crosslin, PLLC significant deficiencies in internal control and fraud involving those with significant roles in internal control.



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Independence

- The AICPA's Code of Professional Conduct, Rule 101, sets forth guidance for assurance services provided by accountants under U.S. generally accepted auditing standards. Government Auditing Standards, Chapter 3, provides additional guidance for financial audits performed under generally accepted government auditing standards.
- Both sources direct that independence is required both in fact and appearance. Crosslin, PLLC has established quality control policies and procedures to ensure compliance with professional standards, including those related to independence.
- Crosslin, PLLC is independent with respect to the Convention Center Authority.



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Fraud Risk

The AICPA issued SAS No. 99 to specifically address the risk of material misstatement in the financial statements caused by fraud. We use a four-pronged strategy to address this risk.

Gather Information

- Engage our team brainstorming
- Inquire with management, finance and accounting personnel, and other personnel
- Investigate unusual or unexpected relationships identified through analytical procedures

Test for management override

- Review current and prior year significant estimates for inappropriate bias
- Evaluate business rationale for significant unusual transactions
- Analyze propriety of manual adjusting journal entries

Respond to identified risks

- Design of nature, timing, extent of procedures incorporating elements of unpredictability
- Leverage experienced personnel in areas of exposure
- Test items below established scopes

Evaluate audit evidence

- Disseminate results of audit procedures among audit team
- Remain cognizant of fraud risk factors throughout the audit
- Corroborate information gathered and tested in all areas and consider discrepancies, conflicting or unusual evidence and responses, and problematic relationships
- Communicate to appropriate levels of management and the Finance and Audit Committee

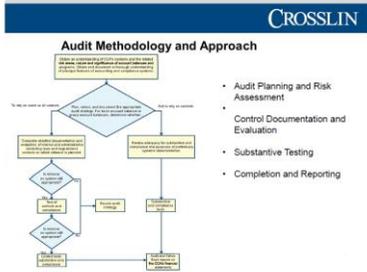


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Deliverables

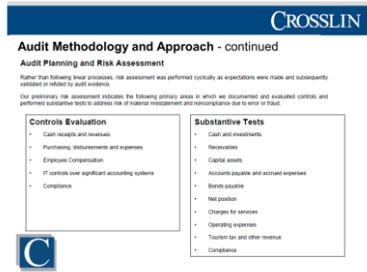
Audit Reports	Notes
Financial statements for the year ended June 30, 2021	Unrecorded Expense
Report on internal control over financial reporting and on compliance and other matters based on an audit of financial statements performed in accordance with Government Auditing Standards	No material weaknesses
Financial statements of the Employees' Savings Trust for the year ended December 31, 2020	Disclaimer of opinion under DOL rules and regulations
<b>Other Deliverables</b> Required communication with the Audit Committee regarding audit results	Report issued





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**Accounting Pronouncements Adopted**

Statement	Description
GASB Statement No. 98	The Authority implemented GASB Statement No. 98, Majority Equity Interest – an amendment of GASB Statements No. 14 and No. 61, which was issued in August 2019. The primary objective of this statement is to improve the consistency and comparability of reporting majority interest in a legally separate organization and to improve the consistency of financial statements as applicable for certain component units. The implementation did not have an effect on the Authority's financial statements for fiscal year 2021.

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**Additional Required Communications**

Accounting Estimates
<ul style="list-style-type: none"> <li>• The Authority's financial statements include estimates that are significant</li> <li>• We evaluated the key factors and assumptions used to develop the estimates and believe that the estimates are reasonable as included in the financial statements</li> </ul>
Unaudited Information
<ul style="list-style-type: none"> <li>• We read all such information and noted nothing materially inconsistent with that included in the Authority's basic financial statements.</li> </ul>
Other
<ul style="list-style-type: none"> <li>• No transactions for which there is a lack of authoritative guidance or consensus</li> <li>• All significant transactions have been recognized in the proper period</li> <li>• No alternative accounting principles and practices related to material items</li> <li>• No difficulties encountered in dealing with management in performing and completing our audit</li> <li>• No disagreements with management regarding financial accounting, reporting, or auditing</li> <li>• Management provided appropriate representations at the conclusion of our audit</li> <li>• We are not aware of any communications by management with other independent accountants</li> </ul>

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**Unrecorded Audit Differences**

<ul style="list-style-type: none"> <li>• None in the current or prior year</li> </ul>
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**Upcoming Accounting Developments**

Statements	Description
GASB Statement No. 87 (2022)	Leases
GASB Statement No. 89 (2022)	Accounting for Interest Cost Incurred before the End of a Construction Period
GASB Statement No. 91 (2023)	Conduit Debt Obligations
GASB Statement No. 93 (2022)	Reassessment of Interearned Offered Rates
GASB Statement No. 94 (2023)	Public-Private, Public and Public-Private Partnerships and Annuity Payment Arrangements
GASB Statement No. 96 (2023)	Subscription - Based Information Technology Arrangements

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**Contacts**

**David Hunt**  
Crosslin, PLLC  
Principal  
David.Hunt@crosslinpc.com  
615.320.5000

**Erica Saeger**  
Crosslin, PLLC  
Principal, Consulting Reviewer  
Erica.Saeger@crosslinpc.com  
615.320.5000

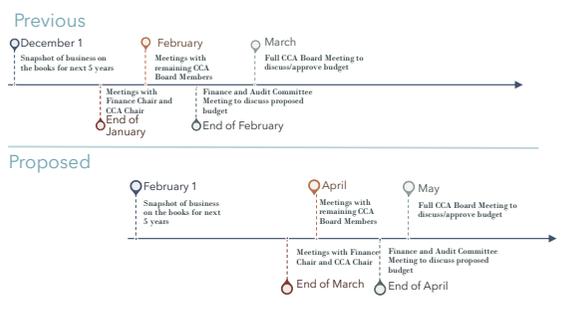
**Katie Farris**  
Crosslin, PLLC  
Audit Manager  
Katie.Farris@crosslinpc.com  
615.320.5000



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## Budget Timeline



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**Marketing & Operations  
Committee Report**

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**DBE Update**

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**FY22 1<sup>st</sup> Quarter Reports**

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**LMG FY22 1<sup>st</sup> Quarter  
DBE Participation Summary**

DBE PARTICIPATION SUMMARY:		
	FY22 Goal 20%	
MINORITY OWNED BUSINESS	0.00%	0
WOMAN OWNED BUSINESS	0.00%	0
SMALL BUSINESS ENTERPRISE	7.81%	1
<b>TOTAL</b>	<b>7.81%</b>	<b>1</b>

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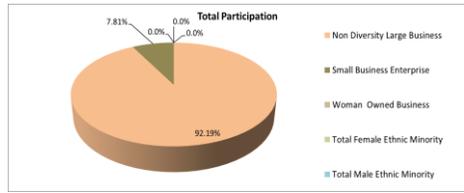
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### LMG FY22 1<sup>st</sup> Quarter DBE Participation Dollars Spent

DBE Classification	DBE Dollars Spent:
Total Minority Business Enterprise	\$0 (0%)
Total Woman Owned	\$0 (0%)
Total Small Business	\$5,010 (7.81%)
<b>Total DBE Participation</b>	<b>\$5,010 (7.81%)</b>
Total Non Diversity Business	\$59,113 (92.19%)

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### LMG FY22 YTD DBE Participation Summary



DBE PARTICIPATION SUMMARY:			
	FY22 Goal 20%	% OF TOTAL	# OF COMPANIES
MINORITY OWNED BUSINESS		0.00%	0
WOMAN OWNED BUSINESS		0.00%	0
SMALL BUSINESS ENTERPRISE		7.81%	1
<b>TOTAL</b>		<b>7.81%</b>	<b>1</b>

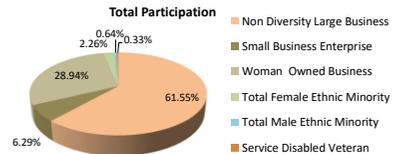
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### LMG FY22 YTD DBE Participation Dollars Spent as of 9/30/2021

DBE Classification	DBE Dollars Spent:
Total Minority Business Enterprise	\$0 (0%)
Total Woman Owned	\$0 (0%)
Total Small Business	\$5,010 (7.81%)
<b>Total DBE Participation</b>	<b>\$5,010 (7.81%)</b>
Total Non-Diversity Business	\$59,113 (92.19%)

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### Centerplate FY22 1<sup>st</sup> Quarter DBE Participation Summary



DBE PARTICIPATION SUMMARY:			
	FY22 Goal 25%	% OF TOTAL	# OF COMPANIES
MINORITY OWNED BUSINESS		2.90%	4
WOMAN OWNED BUSINESS		28.94%	5
SMALL BUSINESS ENTERPRISE		6.29%	2
SERVICE DISABLED VETERAN		0.33%	0
<b>TOTAL</b>		<b>38.45%</b>	<b>11</b>

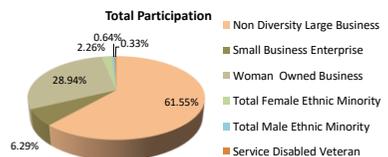
28

### Centerplate FY22 1<sup>st</sup> Quarter DBE Participation Dollars Spent

DBE Classification	DBE Dollars Spent:
<b>Ethnic Minority Male</b>	
African American Owned	\$6,621 (0.64%)
<b>Ethnic Minority Female</b>	
African American Owned	\$15,971 (1.55%)
Hispanic Female Owned	\$7,360 (.71%)
<b>Total Minority Business</b>	<b>\$29,952 (2.90%)</b>
Total Woman Owned	\$298,833 (28.94%)
Total Small Business	\$64,906 (6.29%)
Total Service Disabled Veteran	\$3,392 (0.33%)
<b>Total DBE Participation</b>	<b>\$397,083 (38.45%)</b>
Total Non Diversity Business	\$635,569 (61.55%)

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### Centerplate FY22 YTD DBE Participation Summary as of 9/30/2021



DBE PARTICIPATION SUMMARY:			
	FY22 Goal 25%	% OF TOTAL	# OF COMPANIES
MINORITY OWNED BUSINESS		2.90%	4
WOMAN OWNED BUSINESS		28.94%	5
SMALL BUSINESS ENTERPRISE		6.29%	2
SERVICE DISABLED VETERAN		0.33%	0
<b>TOTAL</b>		<b>38.45%</b>	<b>11</b>

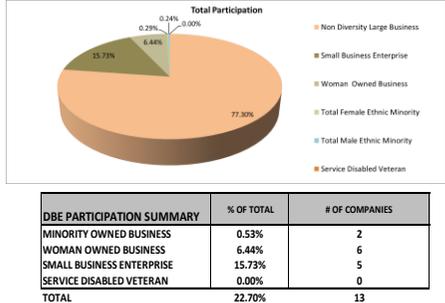
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### Centerplate FY22 YTD DBE Participation Dollars Spent as of 9/30/2021

DBE Classification	DBE Dollars Spent:
<b>Ethnic Minority Male</b>	
African American Owned	\$6,621 (0.64%)
<b>Ethnic Minority Female</b>	
African American Owned	\$15,971 (1.55%)
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<b>Total Minority Business</b>	<b>\$29,952 (2.90%)</b>
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<b>Total Service Disabled Veteran</b>	<b>\$3,392 (0.33%)</b>
<b>Total DBE Participation</b>	<b>\$397,083 (38.45%)</b>
<b>Total Non Diversity Business</b>	<b>\$635,569 (61.55%)</b>

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### Music City Center FY22 1st Quarter DBE Participation Summary



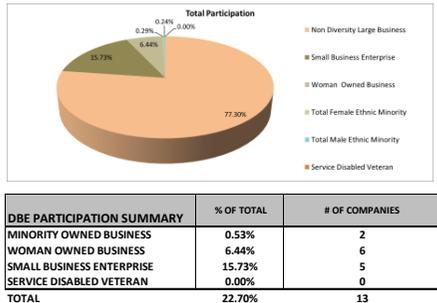
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### Music City Center FY22 1st Quarter DBE Participation Dollars Spent

DBE Classification	DBE Dollars Spent:
<b>Ethnic Minority Male</b>	
African American Owned	\$5,068 (0.24%)
<b>Ethnic Minority Female</b>	
African American Owned	\$6,000 (0.29%)
Hispanic Female Owned	\$0 (0%)
<b>Total Minority Business</b>	<b>\$11,068 (0.53%)</b>
<b>Total Woman Owned</b>	<b>\$135,422 (6.44%)</b>
<b>Total Small Business</b>	<b>\$330,811 (15.73%)</b>
<b>Total Service Disabled Veteran</b>	<b>\$0 (0%)</b>
<b>Total DBE Participation</b>	<b>\$477,301 (22.70%)</b>
<b>Total Non Diversity Business</b>	<b>\$1,635,642 (77.30%)</b>

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### Music City Center FY22 YTD DBE Participation Summary as of 9/30/2021



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### Music City Center FY22 YTD DBE Participation Dollars Spent as of 9/30/2021

DBE Classification	DBE Dollars Spent:
<b>Ethnic Minority Male</b>	
African American Owned	\$5,068 (0.24%)
<b>Ethnic Minority Female</b>	
African American Owned	\$6,000 (0.29%)
Hispanic Female Owned	\$0 (0%)
<b>Total Minority Business</b>	<b>\$11,068 (0.53%)</b>
<b>Total Woman Owned</b>	<b>\$135,422 (6.44%)</b>
<b>Total Small Business</b>	<b>\$330,811 (15.73%)</b>
<b>Total Service Disabled Veteran</b>	<b>\$0 (0%)</b>
<b>Total DBE Participation</b>	<b>\$477,301 (22.70%)</b>
<b>Total Non Diversity Business</b>	<b>\$1,635,642 (77.30%)</b>

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### OMNI 2021 Local Participation

COMMITMENT TO LOCAL HIRING	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC
Total FTEs GOAL: 300	77	79	90	88	129	192	221	264	296	324		
# FTEs (40 hours) Residents of Nashville Metropolitan Statistical Area Goal: 250	76	78	88	85	125	188	217	200	313	313		
# FTEs (40 hours) Residents of Davidson County Goal: 200	52	53	59	63	95	142	158	64	235	235		

### OMNI 2021 DBE Participation

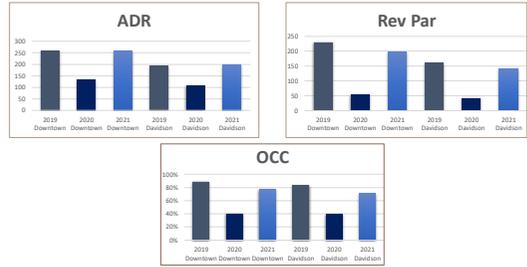
SUPPLY AND SERVICE EXPENDITURE COMMITMENT	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	2021 Total
Nashville Metropolitan Statistical Area businesses Goal: \$100,000/yr.	42,248	31,569	27,129	61,567	40,245	47,826	109,084	75,614	65,903	124,820			625,599
Small, minority and women owned business enterprises Goal: \$50,000/yr.	9,388	3,351	10,095	9,759	10,873	13,968	30,769	20,253	10,974	18,624			138,057

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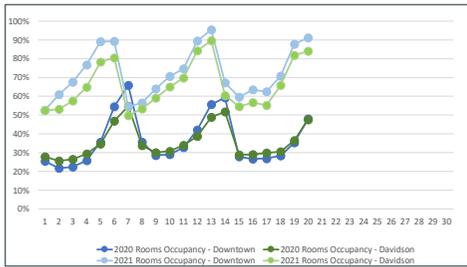
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### Hotel Statistics Comparison October 2019, 2020, 2021



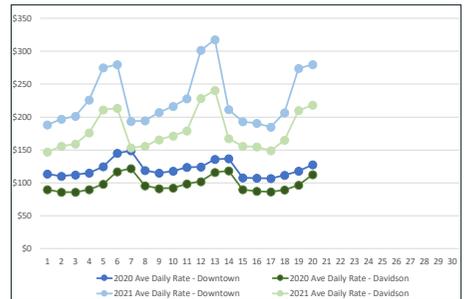
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### Hotel Statistics November Occupancy by Day



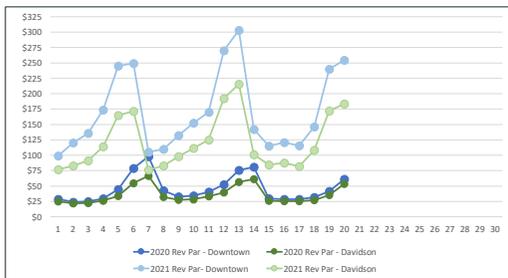
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### Hotel Statistics November Average Daily Rate



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### Hotel Statistics November Rev Par by Day



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## MCC/Hotel Tax Collection

Collections Thru September 2021  
(excludes TDZ)

	2/5 of 5% Occupancy Tax	Net 1% Occupancy Tax	\$2 Room Tax	Contracted Vehicle Tax	Rental Vehicle Tax	Campus Tax	Total	Variance to FY 21-22
July	\$3,038,566	\$1,388,172	\$1,603,070	\$243,672	\$262,677	\$1,410,629	\$7,946,786	318.27%
August	\$2,433,545	\$1,109,118	\$1,291,580	\$148,994	\$182,129	\$1,195,069	\$6,360,435	247.49%
September	\$3,029,313	\$1,408,492	\$1,547,474	\$222,054	\$220,237	\$1,360,940	\$7,788,509	298.07%
October							\$0	0%
November							\$0	0%
December							\$0	0%
January							\$0	0%
February							\$0	0%
March							\$0	0%
April							\$0	0%
May							\$0	0%
June							\$0	0%
<b>YTD Total</b>	<b>\$8,501,423</b>	<b>\$3,905,783</b>	<b>\$4,442,123</b>	<b>\$614,720</b>	<b>\$665,043</b>	<b>\$3,966,637</b>	<b>\$22,095,724</b>	<b>288.54%</b>

All numbers subject to change by CCA Auditors

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## MCC/Hotel Tax Collection

### MCC Portion of September 2021 Tourism Tax Collections

	FY 2020	FY 2021	FY 2022	Variance
2/5 of 5% Occupancy Tax	\$2,764,923	\$689,536	\$3,029,313	339.33%
Net 1% Occupancy Tax	\$1,253,699	\$320,516	\$1,408,492	339.45%
\$2 Room Tax	\$1,477,867	\$649,884	\$1,547,474	138.19%
Contracted Vehicle	\$18,931	\$67,166	\$222,054	230.60%
Rental Vehicle	\$169,672	\$86,482	\$220,237	154.66%
Campus Sales Tax	\$1,838,470	\$143,181	\$1,360,940	850.50%
TDZ Sales Tax Increment	\$56,461,491	\$36,416,230	\$0	-100.00%
<b>Total Tax Collections</b>	<b>\$64,279,051</b>	<b>\$38,372,795</b>	<b>\$7,788,509</b>	<b>-79.70%</b>

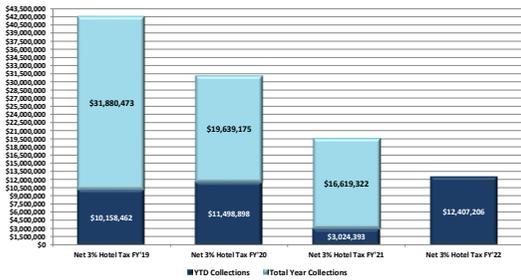
### MCC Portion of Year-to-Date Tourism Tax Collections

	FY 2020	FY 2021	FY 2022	Variance
2/5 of 5% Occupancy Tax	\$7,920,436	\$2,062,709	\$8,501,423	312.15%
Net 1% Occupancy Tax	\$3,578,462	\$983,684	\$3,905,783	306.14%
\$2 Room Tax	\$4,522,702	\$1,921,552	\$4,442,123	131.17%
Contracted Vehicle	\$977,522	\$174,165	\$614,720	252.95%
Rental Vehicle	\$526,841	\$282,065	\$665,043	153.77%
Campus Sales Tax	\$5,251,913	\$304,686	\$3,966,637	1201.88%
TDZ Sales Tax Increment	\$56,461,491	\$36,416,230	\$0	-100.00%
<b>Total YTD Tax Collections</b>	<b>\$79,239,368</b>	<b>\$42,103,091</b>	<b>\$22,095,729</b>	<b>-47.52%</b>

All numbers subject to change by CCA Auditors

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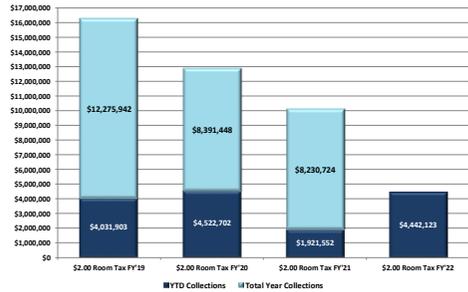
## Net 3% Hotel Tax



All numbers subject to change by CCA Auditors

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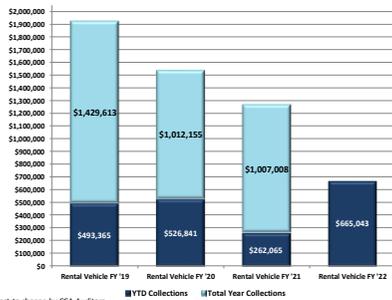
## \$2 Room Tax



All numbers subject to change by CCA Auditors

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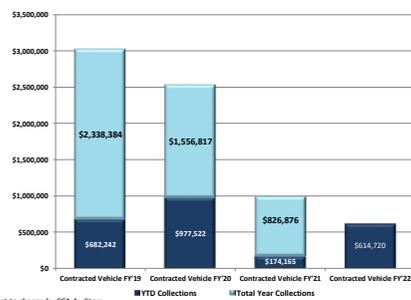
## Rental Vehicle



All numbers subject to change by CCA Auditors

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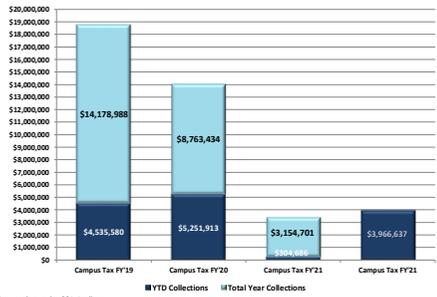
## Contracted Vehicle



All numbers subject to change by CCA Auditors

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## Campus Tax

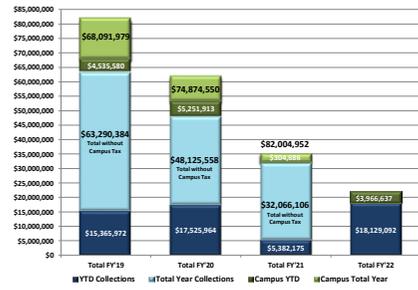


All numbers subject to change by CCA Auditors

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## Total MCC Collections By Year WITH CAMPUS TAX (EXCLUDES TDZ)

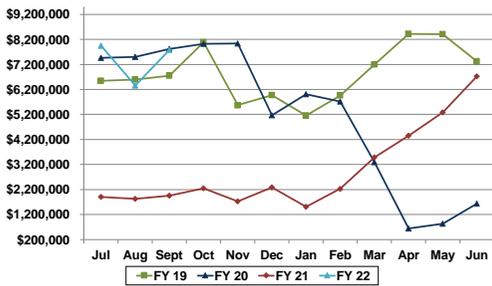


All numbers subject to change by CCA Auditors

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## Total MCC Collections By Year (excludes TDZ)



All numbers subject to change by CCA Auditors

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## October Events

- 11 Events
- 22,465 Attendees
- 38,767 Room Nights
- \$45,134,479 Direct Economic Impact



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**CONVENTION CENTER AUTHORITY OF THE  
METROPOLITAN GOVERNMENT OF  
NASHVILLE AND DAVIDSON COUNTY, TENNESSEE**

**(A Component Unit of the Metropolitan Government of  
Nashville and Davidson County, Tennessee)**

**FINANCIAL STATEMENTS**

**JUNE 30, 2021 AND 2020**

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
 OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE  
 (A Component Unit of the Metropolitan Government of  
 Nashville and Davidson County, Tennessee)

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CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
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Nashville and Davidson County, Tennessee)  
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)  
JUNE 30, 2021, 2020, AND 2019

This section of the Convention Center Authority of the Metropolitan Government of Nashville and Davidson County, Tennessee (the Authority) annual financial report presents management's discussion and analysis (MD&A) of financial performance during the years ended June 30, 2021, 2020, and 2019. This MD&A should be read in conjunction with the Authority's financial statements and notes.

**Overview of the Financial Statements**

The Authority's financial report consists of this MD&A, financial statements, and notes to the financial statements. The Authority's financial statements are prepared using U.S. generally accepted accounting principles applied to government units using the economic resources measurement focus and the accrual basis of accounting where revenues are recognized when earned and expenses are recognized when incurred, regardless of the timing of related cash flows.

All assets, deferred outflows of resources, liabilities, and deferred inflows of resources of the Authority at June 30, 2021 and 2020 are included in the statements of net position. For the years ended June 30, 2021 and 2020, the Authority's revenues and expenses are reported in the statements of revenue, expenses, and changes in net position. The statements of cash flows report cash receipts, cash payments, and net changes in cash resulting from operating, financing, and investing activities.

Convention Center Authority  
Attachment #2  
November 30, 2021

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE  
(A Component Unit of the Metropolitan Government of  
Nashville and Davidson County, Tennessee)  
MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)  
JUNE 30, 2021, 2020, AND 2019

**Financial Analysis of the Conference Center as a Business-type Activity**

The Authority's net position as of June 30, 2021, 2020, and 2019 was as follows (in thousands of dollars):

	<u>2021</u>	<u>2020</u> (as restated)	<u>2019</u> (as restated)
Current assets	\$ 219,152	\$ 266,789	\$232,808
Capital assets	666,191	683,333	694,506
Other noncurrent assets	<u>57,889</u>	<u>58,576</u>	<u>57,742</u>
<b>Total assets</b>	<b><u>\$ 943,232</u></b>	<b><u>\$1,008,698</u></b>	<b><u>\$985,056</u></b>
Deferred outflows of resources	<u>\$ 303</u>	<u>\$ 326</u>	<u>\$ 458</u>
Current liabilities	\$ 47,980	\$ 46,836	\$ 47,846
Noncurrent liabilities	<u>548,137</u>	<u>563,355</u>	<u>577,220</u>
<b>Total liabilities</b>	<b><u>\$ 596,117</u></b>	<b><u>\$ 610,191</u></b>	<b><u>\$625,066</u></b>
Deferred inflows of resources	<u>\$ 1,987</u>	<u>\$ 300</u>	<u>\$ 694</u>
<b>Net position:</b>			
Net investment in capital assets	\$ 119,794	\$ 115,726	\$107,234
Restricted for debt retirement	71,454	60,730	74,102
Restricted for other purposes	37,888	48,846	21,806
Unrestricted	<u>116,295</u>	<u>173,231</u>	<u>156,612</u>
<b>Total net position</b>	<b><u>\$ 345,431</u></b>	<b><u>\$ 398,533</u></b>	<b><u>\$359,754</u></b>

The Authority was created to develop, acquire, construct, and then operate a convention center (the Music City Center) within the boundaries of the Metropolitan Government of Nashville and Davidson County, Tennessee (Metropolitan Government). During the year ended June 30, 2010, the Authority issued revenue bonds for and began construction of the Music City Center (MCC). Construction is complete, and operation of the MCC began in May of 2013. As more fully described in the financial statements and notes, the Authority's assets consist primarily of cash, accounts receivable, and other items related to operations, cash and investments restricted for construction and debt service, and capital assets related to the MCC. Liabilities consist primarily of current amounts payable related to operations, construction and debt service, and the revenue bonds payable. The components of net position reflect the nature of the underlying assets and liabilities. Note that \$119.8 million of the Authority's net position of \$345.4 million is invested in capital assets while \$71.4 million is restricted for debt retirement and \$37.9 million is restricted for other purposes.

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE

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MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)  
JUNE 30, 2021, 2020, AND 2019

The net investment in capital assets for the fiscal years 2020 and 2019 were restated in these financial statements due to the reclassification of contributions for the construction of the conference center in the Fifth + Broadway complex, see Note M. As more fully explained in Note L, the Authority agreed to contribute \$4 million toward the construction of the conference center and \$34.5 million toward the construction of the parking garage. The full amount of these projects was previously recorded as an investment in capital assets, however unlike the parking garage, the Authority will not retain ownership of the conference center and therefore, it should not be treated as a capital asset.

The Authority's change in net position for the years ended June 30, 2021, 2020, and 2019 was as follows (in thousands of dollars):

	<u>2021</u>	<u>2020</u> <u>(as restated)</u>	<u>2019</u> <u>(as restated)</u>
Operating revenue	\$ 2,757	\$ 22,413	\$ 29,493
Operating expense	<u>(33,990)</u>	<u>(38,198)</u>	<u>(40,408)</u>
Operating loss	(31,233)	(15,785)	(10,915)
Nonoperating (expense) revenue, net	<u>(21,869)</u>	<u>54,564</u>	<u>90,607</u>
Net (decrease) increase in net position	<u>\$(53,102)</u>	<u>\$ 38,779</u>	<u>\$ 79,692</u>

The significant decrease in operating revenue during 2021 was primarily due to the sustained impact of COVID-19 and the cancellation of all but 40 events for the entire year. The decrease in operating expenses for the year ended June 30, 2021 was likewise driven by sweeping event cancellations. Expenses were not reduced to the same extent as revenue however, due to the Authority's decision to retain all full-time staff and continue to pay them through this unprecedented time. Nonoperating revenue, net for the year ended June 30, 2021 fell into a negative balance due to the severe decline in tourism tax collections due to COVID-19, but expense obligations associated with the Payment in Lieu of Taxes (PILOT) agreement with the Metropolitan Government, an additional Memorandum of Understanding (MOU) between the Authority and Metropolitan Government, a one-time contracted payment to the Joseph Hotel and the yearly payment to the Omni Hotel, remained in place. These agreements are explained in more detail in Note L to the financial statements. There were no capital contributions for the year ended June 30, 2021.

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
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 MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)  
 JUNE 30, 2021, 2020, AND 2019

The decrease in operating revenue during 2020 was exclusively due to the emergence of COVID-19 and the subsequent forced cancellation of all scheduled events in quarter four. The decrease in operating expenses for the year ended June 30, 2020 was likewise driven by decreased event-related expenses, and the immediate elimination of almost all non-essential expenses. Nonoperating revenue, net for the year ended June 30, 2020 was also greatly impacted by COVID-19 as tourism tax collections plummeted in the wake of the pandemic. This drastic decline in quarter four was further compounded by an increase in nonoperating expenses due to a new Payment in Lieu of Taxes (PILOT) agreement with the Metropolitan Government, an additional Memorandum of Understanding (MOU) between the Authority and Metropolitan Government, and a contribution agreement with the National Museum of African American Music. Also included in nonoperating expenses was the yearly payment to the Omni Hotel. These agreements are explained in more detail in Note L to the financial statements. There were no capital contributions for the year ended June 30, 2020.

**Capital Assets and Long-Term Debt**

During the year ended June 30, 2021, the Authority incurred costs of \$1,203,306 for the addition of various capital assets. This includes the completion of an airwall recovering project, the installation of touchless actuators on all doors and elevators within the building, and the completion of the NCC redevelopment project at Fifth + Broadway. During the year ended June 30, 2020, the Authority incurred costs of \$5,826,213 for the addition of various capital assets. This includes the start of an airwall recovering project and the installation of the Park Assist lighting system in the parking garage. During the year ended June 30, 2019, the Authority incurred costs of \$22,967,422 for the addition of various capital assets. This included the start of a safety bollard project around the MCC campus and two land purchases, which will be detailed in Note E to the financial statements.

In fiscal year 2010, the Authority issued revenue bonds totaling \$623,215,000, with a premium of \$1,301,329, to finance the construction of the Music City Center. As more fully described in Note G to the financial statements, the revenue bonds were issued in three series: Series 2010A-1, Series 2010A-2, and Series 2010B. The ratings on the revenue bonds at issuance were as follows:

	Series A <u>Bonds</u>	Series B <u>Bonds</u>
Moody's	A2	AA3
Standard & Poor's	A	AA
Fitch	A+	A+

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE

November 30, 2021

(A Component Unit of the Metropolitan Government of  
Nashville and Davidson County, Tennessee)

MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)

JUNE 30, 2021, 2020, AND 2019

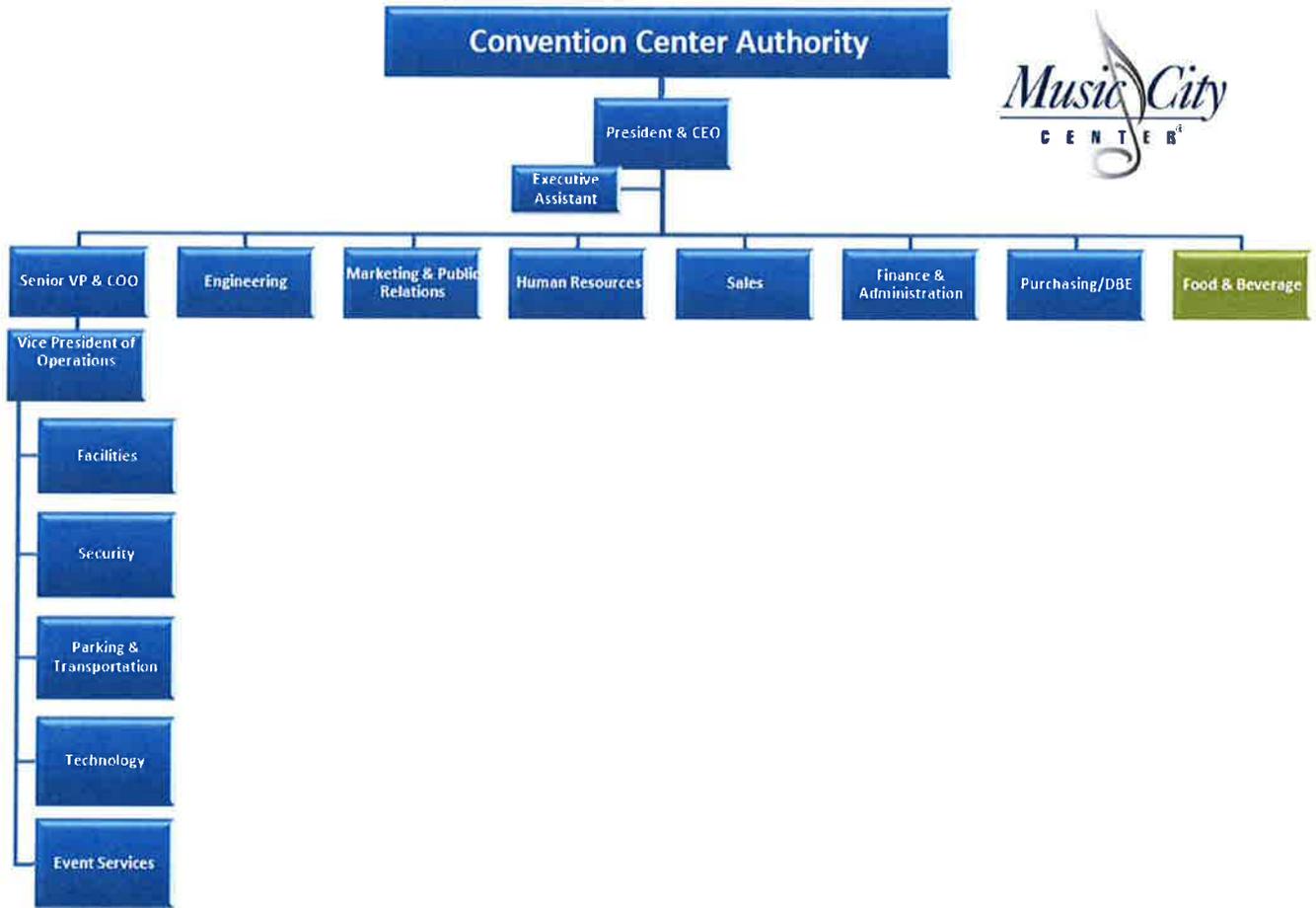
**Other Matters**

The Authority's board entered into an agreement with Omni Hotels in 2010 to develop a premier convention center hotel adjacent to the Music City Center. Omni privately financed the Omni Hotel at its sole expense, and the Authority will make annual payments to Omni from certain tourism taxes pledged to the Authority by the Metropolitan Government. The Authority's board also entered into two agreements with the Metropolitan Government, a PILOT agreement and an MOU to transfer revenues to the Metropolitan Government. In addition, the board entered into an agreement with the National Museum of African American Music to provide a limited monetary contribution. These agreements are more fully described in Note L to the financial statements.

The Authority's board entered into an agreement in 2016 with a private developer, Oliver McMillian Spectrum Emery, related to the development of the Fifth + Broadway complex on the previous Nashville Convention Center site. As more fully described in Note L to the financial statements, the Authority has agreed to contribute to the construction of a parking garage and conference center on that site.

Finally, requests for additional financial information should be directed to: Finance Department - Music City Center, 201 Rep. John Lewis Way, Nashville, Tennessee 37203.

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
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ORGANIZATION CHART (UNAUDITED)



CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE  
(A Component Unit of the Metropolitan Government of  
Nashville and Davidson County, Tennessee)  
AUTHORITY MEMBERS AS OF JUNE 30, 2021 (UNAUDITED)

Marty Dickens, Chair

Vonda McDaniel, Vice Chair

Irwin Fisher, Secretary/Treasurer

Austin Brown

Norah Buikstra

Robert Davidson

Alfred Degrafinreid II

Barrett Hobbs

Seema Prasad

INDEPENDENT AUDITOR'S REPORT

The Audit Committee  
Convention Center Authority of the Metropolitan  
Government of Nashville and Davidson County, Tennessee:

**Report on the Financial Statements**

We have audited the accompanying financial statements of the Convention Center Authority of the Metropolitan Government of Nashville and Davidson County, Tennessee (the Authority), a component unit of the Metropolitan Government of Nashville and Davidson County, Tennessee, as of and for the years ended June 30, 2021 and 2020, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Authority as of June 30, 2021 and 2020, and the changes in financial position and cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

### **Emphasis of Matter**

As discussed in Note M to the financial statements, the financial statements have been restated to correct a misstatement. Our opinion is not modified with respect to this matter.

### **Other Matters**

#### *Required Supplementary Information*

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 1 - 4 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

#### *Other Information*

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Authority's basic financial statements. The organizational chart, authority members, and schedule of changes in long-term debt by individual issue, as listed in the table of contents, are presented for purposes of additional analysis and are not a required part of the basic financial statements.



The Audit Committee  
Convention Center Authority of the Metropolitan  
Government of Nashville and Davidson County, Tennessee

The schedule of changes in long-term debt by individual issue is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of changes in long-term debt by individual issue is fairly stated in all material respects in relation to the basic financial statements as a whole.

The organizational chart and authority members have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

**Other Reporting Required by *Government Auditing Standards***

In accordance with *Government Auditing Standards*, we have also issued our report dated October 31, 2021, on our consideration of the Authority's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Authority's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Authority's internal control over financial reporting and compliance.

*Crosslin, PLLC*

Nashville, Tennessee  
October 31, 2021

Convention Center Authority  
Attachment #2  
November 30, 2021

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE  
(A Component Unit of the Metropolitan Government  
of Nashville and Davidson County, Tennessee)  
STATEMENTS OF NET POSITION  
JUNE 30, 2021 AND 2020

	2021	2020 (as restated)
<b>ASSETS</b>		
<b>Current assets:</b>		
Cash and cash equivalents	\$ 127,408,007	\$ 185,388,342
Accounts receivable	3,115,943	365,610
Accrued interest receivable	11,316	133,223
Advance to NCVC	-	166,667
Due from the primary government	40	-
Prepaid expenses	49,272	54,718
Restricted for construction funds:		
Cash and cash equivalents	16,176,203	9,278,466
Restricted for debt service and reserve funds:		
Cash and cash equivalents	19,465,046	19,657,163
Accrued interest receivable	144,176	162,331
Due from the primary government	13,329,457	2,477,634
Accounts receivable	1,564,363	258,821
Restricted for other purposes:		
Cash and cash equivalents	37,888,292	48,846,558
Total current assets	219,152,115	266,789,533
<b>Noncurrent assets:</b>		
Other assets:		
Advance to NCVC	500,000	833,333
Net pension asset	1,461,674	-
Restricted for debt service and reserve funds:		
Cash and cash equivalents	17,135,603	18,730,841
Investments	38,791,282	39,011,683
Total other assets	57,888,559	58,575,857
<b>Capital assets:</b>		
Land	91,316,189	91,316,189
Art collection	1,183,844	1,183,844
Buildings and improvements	699,932,792	663,496,834
Furniture, machinery, and equipment	9,508,700	8,290,309
Construction work in progress	-	36,451,043
Less accumulated depreciation	(135,750,394)	(117,405,622)
Total capital assets	666,191,131	683,332,597
Total noncurrent assets	724,079,690	741,908,454
Total assets	\$ 943,231,805	\$ 1,008,697,987
<b>DEFERRED OUTFLOWS OF RESOURCES</b>		
Deferred outflows, pensions	\$ 302,880	\$ 326,271

See accompanying notes to financial statements.

Convention Center Authority  
Attachment #2  
November 30, 2021

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE  
(A Component Unit of the Metropolitan Government  
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STATEMENTS OF NET POSITION  
JUNE 30, 2021 AND 2020

	2021	2020 (as restated)
<b>LIABILITIES</b>		
<b>Current liabilities:</b>		
Accounts payable and accrued liabilities	\$ 2,506,804	\$ 2,130,980
Accrued payroll	1,602,312	1,564,360
Due to the primary government	99,227	180,306
Unearned revenue	10,359,396	9,160,129
<b>Liabilities payable from restricted assets:</b>		
Construction funds:		
Accounts payable and accrued liabilities	593	267,460
Debt service and reserve funds:		
Accounts payable and accrued liabilities	480	28,935
Accrued interest payable	18,976,113	19,339,294
Unearned revenue	-	200,000
Current portion of long-term debt	14,435,000	13,965,000
<b>Total current liabilities</b>	<b>47,979,925</b>	<b>46,836,464</b>
<b>Noncurrent liabilities:</b>		
Long-term revenue bonds payable	548,137,473	562,652,967
Net pension liability	-	702,009
<b>Total noncurrent liabilities</b>	<b>548,137,473</b>	<b>563,354,976</b>
<b>Total liabilities</b>	<b>\$ 596,117,398</b>	<b>\$ 610,191,440</b>
<b>DEFERRED INFLOWS OF RESOURCES</b>		
Deferred inflows, pensions	\$ 1,986,730	\$ 299,834
<b>NET POSITION</b>		
Net investment in capital assets	\$ 119,794,268	\$ 115,725,636
Restricted for debt retirement	71,453,334	60,730,244
Restricted for other purposes	37,888,292	48,846,558
Unrestricted	116,294,663	173,230,546
<b>Total net position</b>	<b>\$ 345,430,557</b>	<b>\$ 398,532,984</b>

See accompanying notes to financial statements.

Convention Center Authority  
Attachment #2

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE  
(A Component Unit of the Metropolitan Government  
of Nashville and Davidson County, Tennessee)  
STATEMENTS OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION  
YEARS ENDED JUNE 30, 2021 AND 2020

	2021	2020 (as restated)
Operating revenue:		
Charges for services	\$ 2,757,313	\$ 22,412,974
Operating expense:		
Personal services	8,702,343	10,594,117
Contractual services	5,914,987	9,246,354
Supplies and materials	151,931	458,719
Depreciation	18,344,772	17,000,134
Other	876,270	899,032
Total operating expense	33,990,303	38,198,356
Operating loss	(31,232,990)	(15,785,382)
Nonoperating revenue (expense):		
Tourism tax revenue	71,943,413	118,660,718
Investment income	285,439	4,902,771
Other income	208,353	202,543
Interest expense	(25,817,904)	(26,383,960)
Other expense	(68,488,738)	(42,818,239)
Total nonoperating (expense) revenue, net	(21,869,437)	54,563,833
(Decrease) increase in net position	(53,102,427)	38,778,451
Net position, beginning of year	398,532,984	359,754,533
Net position, end of year	\$ 345,430,557	\$ 398,532,984

See accompanying notes to financial statements.

Convention Center Authority  
Attachment #2  
November 30, 2021

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE  
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STATEMENTS OF CASH FLOWS  
YEARS ENDED JUNE 30, 2021 AND 2020

	2021	2020 (as restated)
Cash flows from operating activities:		
Receipts from customers	\$ 1,206,207	\$ 23,247,001
Payments to suppliers	(6,642,997)	(11,193,050)
Payments to employees	(9,117,787)	(10,846,400)
Net cash (used in) provided by operating activities	(14,554,577)	1,207,551
Cash flows from capital and related financing activities:		
Acquisition and construction of capital assets	(1,470,173)	(6,029,980)
Principal paid	(13,965,000)	(13,425,000)
Interest paid	(38,315,405)	(39,041,330)
Interest subsidy	12,053,826	12,214,134
Other expense	(16,808,840)	(12,771,293)
Net cash used in capital and related financing activities	(58,505,592)	(59,053,469)
Cash flows from noncapital financing activities:		
Receipts from governments	59,586,048	131,963,545
Payments to hotel developers	(14,500,000)	(12,000,000)
Other contributions	(37,000,000)	(17,815,468)
Net cash provided by noncapital financing activities	8,086,048	102,148,077
Cash flows from investing activities:		
Purchases of investments	(31,779,794)	(88,044,869)
Proceeds from sales and maturities of investments	31,289,365	89,122,616
Interest income	1,136,331	5,089,462
Payment from (advance to) NCVC	500,000	(1,000,000)
Net cash provided by investing activities	1,145,902	5,167,209
Net changes in cash and cash equivalents	(63,828,219)	49,469,368
Cash and cash equivalents, beginning of year	281,901,370	232,432,002
Cash and cash equivalents, end of year	\$ 218,073,151	\$ 281,901,370

See accompanying notes to financial statements.

Convention Center Authority  
Attachment #2

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE  
(A Component Unit of the Metropolitan Government  
of Nashville and Davidson County, Tennessee)  
STATEMENTS OF CASH FLOWS  
YEARS ENDED JUNE 30, 2021 AND 2020

November 30, 2021

	2021	2020 (as restated)
Reconciliation of operating loss to net cash provided by operating activities:		
Operating loss	\$ (31,232,990)	\$ (15,785,382)
Adjustments to reconcile operating loss to net cash (used in) provided by operating activities:		
Depreciation	18,344,772	17,000,134
Changes in assets, deferred outflows of resources, liabilities, and deferred inflows of resources:		
Accounts receivable	(2,750,333)	854,102
Prepaid expenses	5,446	422,555
Due from the primary government	(40)	10,337
Net pension asset	(1,461,674)	-
Deferred outflows of resources	23,391	131,724
Accounts payable and accrued liabilities	375,824	(1,185,790)
Accrued payroll	37,952	(169,886)
Due to the primary government	(81,079)	174,290
Unearned revenue	1,199,267	(30,412)
Net pension liability	(702,009)	180,367
Deferred inflows of resources	1,686,896	(394,488)
Net cash (used in) provided by operating activities	\$ (14,554,577)	\$ 1,207,551
Schedule of noncash capital and related financing activities:		
Amortization of bond premium	\$ 80,494	\$ 80,494
Acquisition of capital assets with accounts payable	593	267,460
Schedule of noncash investing activities:		
Unrealized gain on investments	\$ (710,830)	\$ 164,081
Cash and cash equivalents as reported in the Statements of Net Position:		
Current assets	\$ 127,408,007	\$ 185,388,342
Current assets restricted for construction funds	16,176,203	9,278,466
Current assets restricted for debt service and reserve funds	19,465,046	19,657,163
Current assets restricted for other purposes	37,888,292	48,846,558
Noncurrent assets restricted for debt service and reserve funds	17,135,603	18,730,841
Total cash and cash equivalents	\$ 218,073,151	\$ 281,901,370

See accompanying notes to financial statements.

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE

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(A Component Unit of the Metropolitan Government of  
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## NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2021 AND 2020

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIESReporting Entity

The Convention Center Authority of the Metropolitan Government of Nashville and Davidson County, Tennessee (the Authority) was formed by Resolution of the Metropolitan Council of the Metropolitan Government of Nashville and Davidson County, Tennessee (the Metropolitan Government) on August 10, 2009 (date of inception) under the State of Tennessee Convention Center Authorities Act of 2009. The Authority is governed by a nine-member board of directors appointed by the mayor and confirmed by the Metropolitan Council. The Authority was responsible for the acquisition, development, and construction of a new convention center, the Music City Center, which was completed in May of 2013. The Authority is now responsible for the operation of the Music City Center.

The Authority is a public nonprofit corporation and public instrumentality of the Metropolitan Government and is a component unit of the Metropolitan Government (primary government). The Authority and the Metropolitan Government have entered into an interlocal agreement for the Metropolitan Government to provide comprehensive financial management services to the Authority, among other services. Accordingly, the accounting policies of the Authority are the same as those adopted by the Metropolitan Government.

The accounting policies of the Authority conform to U.S. generally accepted accounting principles as applied to government units. The Authority's most significant accounting policies are summarized below.

Basis of Accounting

The financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned, and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

Assets, Liabilities, Revenue, and Expenses

*Cash and cash equivalents* - Cash and cash equivalents include amounts in demand deposits and highly liquid short-term investments with maturity dates within three months of the date of acquisition and other available pooled funds. The Authority also participates in the Metropolitan Government's Investment Pool.

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A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

*Investments* - Investments consist primarily of U.S. government securities and are stated at fair value. Investment income consists of interest earned on investments and realized and unrealized appreciation or depreciation in the fair value of investments.

*Amounts due from and due to the primary government* - Amounts due from the primary government consist primarily of certain tourism tax revenues collected by the Metropolitan Government and pledged to the Authority for the repayment of revenue bonds, which are accrued as those taxes are earned by the Metropolitan Government. Such amounts are remitted to the Authority and are reported as tourism tax revenue, a nonoperating revenue of the Authority. Amounts due to the primary government consist primarily of payments due for services provided by the Metropolitan Government to the Authority that are accrued as those services are provided and for reimbursement for certain goods and services purchased by the Metropolitan Government on behalf of the Authority.

*Restricted assets* - Restricted assets consist of bond proceeds restricted for debt service reserve funds and of amounts accumulated for capital projects and other purposes. Assets in the debt service reserve funds and assets in the debt service funds are held by a trustee and are not available to the Authority for other purposes. When both restricted and unrestricted resources are available for use, it is the Authority's policy to use restricted resources first, then unrestricted resources as they are needed.

*Capital assets* - Major outlays for capital assets and improvements and all expenses incurred in support of construction were capitalized as projects were constructed. Net interest cost incurred during the construction of facilities was capitalized as part of the cost of those facilities. Capital assets are generally defined as assets with individual cost in excess of \$10,000 and a useful life in excess of one year. Depreciation is provided using the straight-line method over the estimated useful lives of the respective assets. The estimated lives range from 3 to 50 years.

Attachment #2  
November 30, 2021

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A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

*Deferred outflows of resources* - In addition to assets, the statements of net position report a separate section for deferred outflows of resources. Deferred outflows of resources represent a consumption of net position that applies to a future period and so will not be recognized as an outflow of resources (expense) until then. Deferred outflows of resources related to pensions consist of certain differences between projected and actual actuarial results, certain differences between projected and actual investment earnings, certain changes in assumptions, and any contributions between the measurement and reporting dates.

*Compensated absences* - General policy of the Authority for former employees of the Metropolitan Government and for employees hired by the Authority permits the accumulation, within certain limitations, of unused vacation days and sick leave. For Metropolitan Government employees retained by the Authority and employees hired directly by the Authority, a maximum of 10 vacation days may be carried forward to the next year. Although sick pay may accumulate for all employees, no amounts are vested in the event of employee termination. Accumulated unpaid vacation pay is reported with accrued payroll.

*Bond premiums* - Bond premiums are deferred and amortized over the term of the related bonds.

*Deferred inflows of resources* - In addition to liabilities, the statements of net position report a separate section for deferred inflows of resources. Deferred inflows of resources represent an acquisition of net position that applies to a future period and so will not be recognized as an inflow of resources (revenue) until that time. Deferred inflows of resources related to pensions consist of certain differences between projected and actual actuarial results, certain differences between projected and actual investment earnings, and certain changes in assumptions.

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A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

*Net position* - Components of net position are classified and displayed in three components as applicable: net investment in capital assets, restricted, and unrestricted. Net investment in capital assets consists of capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets. Restricted amounts consist of assets with constraints placed on the use either by (1) external groups, such as creditors, grantors, contributors, or laws or regulations of other governments; or (2) law through constitutional provisions or enabling legislation. Unrestricted assets are comprised of all other assets that constitute the components of net position that do not meet the definition of “restricted” or “net investment in capital assets”.

*Operating and nonoperating revenues and expenses* - Operating revenues and expenses generally result from providing services and producing and delivering goods and services in connection with the Authority’s ongoing operations. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

*Tourism tax revenue* - The tourism tax revenue consists of 3% of the 6% Hotel/Motel Tax authorized by Tennessee Code Annotated (TCA) Section 7-4-102, \$2.00 of the \$2.50 Hotel Room Occupancy Tax authorized by TCA Section 7-4-202, the \$2.00 Contracted Vehicle Tax authorized by TCA Section 7-4-203, the 1% Rental Vehicle Surcharge Tax authorized by TCA Section 67-4-1908, an allocation of state and local sales and use taxes derived from incremental sales tax growth within a Tourism Development Zone (TDZ) authorized by TCA Section 7-88-101, and an allocation of Campus Sales Tax, consisting of state and local sales and use taxes collected on the premises of the Music City Center campus and on any convention center hotels.

*Other revenue (expense)* - Other revenue (expense) primarily consists of amounts remitted to the developer of a hotel constructed adjacent to the Music City Center; to the Metropolitan Government in accordance with the PILOT agreement executed in November 2019 and the MOU agreements executed in March 2019 and May 2020; and to the National Museum of African American Music in accordance with the contribution agreement executed in November 2019. These are discussed in Note L to the financial statements.

*Estimates* - Estimates are used in the preparation of financial statements and require management to make assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

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A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - ContinuedRecent Accounting Pronouncements

Governmental Accounting Standards Board (GASB) Statement No. 89, *Accounting for Interest Cost Incurred Before the End of a Construction Period*, was issued in June 2018. This Statement establishes accounting requirements for interest cost incurred before the end of a construction period. This statement will be effective for the Authority in fiscal year 2022. The Authority is in the process of evaluating the impact of GASB Statement No. 89.

GASB Statement No. 87, *Leases*, was issued in June 2017. This Statement requires recognition of assets and deferred outflows of resources and liabilities and deferred inflows of resources for leases previously classified as operating leases, based on the payment provisions of the contract. This statement applies to all leases with a term greater than one year. This statement will be effective for the Authority in fiscal year 2022. The Authority is in the process of evaluating the impact of GASB Statement No. 87.

The Authority implemented GASB Statement No. 90, *Majority Equity Interests - an amendment of GASB Statements No. 14 and No. 61*, which was issued in August 2018. The primary objective of this Statement is to improve the consistency and comparability of reporting majority interest in a legally separate organization and to improve the relevance of financial statement information for certain component units. The implementation did not have an effect on the Authority's financial statements for fiscal year 2021.

GASB Statement No. 91, *Conduit Debt Obligations*, was issued in May 2019. The primary objectives of this Statement are to provide a single method of reporting conduit debt obligations by issuers and eliminate diversity in practice associated with (1) commitments extended by issuers, (2) arrangements associated with conduit debt obligations, and (3) related note disclosures. This statement will be effective for the Authority in fiscal year 2023. The Authority is in the process of evaluating the impact of GASB Statement No. 91.

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A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

GASB Statement No. 93, *Replacement of Interbank Offered Rates*, was issued in March 2020. The objective of this Statement is to address accounting and financial reporting implications that result from the replacement of an interbank offered rate. This statement will be effective for the Authority in fiscal year 2023. The Authority is in the process of evaluating the impact of GASB Statement No. 93.

GASB Statement No. 94, *Public-Private and Public-Public Partnerships and Availability Payment Arrangements*, was issued in March 2020. The primary objective of this Statement is to improve financial reporting by addressing issues related to public-private and public-public partnership arrangements (PPPs). This Statement also provides guidance for accounting and financial reporting for availability payment arrangements (APAs). This statement will be effective for the Authority in fiscal year 2023. The Authority is in the process of evaluating the impact of GASB Statement No. 94.

GASB Statement No. 96, *Subscription-Based Information Technology Arrangements*, was issued in May 2020. This Statement provides guidance on the accounting and financial reporting for subscription-based information technology arrangements (SBITAs) for government end users (governments). This Statement (1) defines a SBITA; (2) establishes that a SBITA results in a right-to-use subscription asset—an intangible asset—and a corresponding subscription liability; (3) provides the capitalization criteria for outlays other than subscription payments, including implementation costs of a SBITA; and (4) requires note disclosures regarding a SBITA. This statement will be effective for the Authority in fiscal year 2023. The Authority is in the process of evaluating the impact of GASB Statement No. 96.

B. CASH AND INVESTMENTS

The Authority is authorized by state statutes and policy to invest funds that are not immediately needed in U.S. Treasury bills, bonds, and notes; the Tennessee Local Government Investment Pool (LGIP); the Tennessee Intermediate-Term Investment Fund (ITIF); the First Tennessee Bank Advisors Direct Holdings (FTB Direct Holdings); most bonds issued by U.S. government agencies; other municipal obligations; and other investments, such as repurchase agreements. The Authority is authorized to invest in these instruments either directly or through the Metropolitan Government's Investment Pool (MIP). Additional information regarding the underlying investments of the MIP is available in the Metropolitan Government's Comprehensive Annual Financial Report, which can be obtained from the Department of Finance, Financial Operations, 700 2nd Ave South, PO Box 196300, Nashville, TN 37219-6300, or <http://www.nashville.gov/Finance/Financial-Operations.aspx>.

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B. CASH AND INVESTMENTS - Continued

At June 30, 2021, the Authority had the following deposits and investments:

<u>Investment Type</u>	<u>Fair Value</u>	<u>Weighted Average Maturity (in years)</u>
Cash on deposit	\$ 485,073	-
Metropolitan Government investment pool	182,173,132	(a)
U.S. Treasury money market funds	<u>35,414,946</u>	-
Cash and cash equivalents	<u>218,073,151</u>	
U.S. government agencies	29,883,404	4.6
Municipal obligations	<u>8,907,878</u>	4.5
Total investments	<u>38,791,282</u>	
Total cash and investments	<u>\$256,864,433</u>	

(a) The Metropolitan Government investment pool includes investments in the Tennessee Local Government Investment Pool in the amount of \$54,897,873 and the First Horizon Advisors Direct Holdings in the amount of \$127,275,259. The weighted average maturity of these at June 30, 2021 was 0.12 and 0.41, respectively.

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B. CASH AND INVESTMENTS - Continued

At June 30, 2020, the Authority had the following deposits and investments:

<u>Investment Type</u>	<u>Fair Value</u>	<u>Weighted Average Maturity (in years)</u>
Cash on deposit	\$ 357,119	-
Metropolitan Government investment pool	243,703,192	(a)
U.S. Treasury money market funds	<u>37,841,059</u>	-
Cash and cash equivalents	<u>281,901,370</u>	
U.S. government agencies	28,194,110	6.3
Foreign government obligations	1,105,282	4.4
Municipal obligations	<u>9,712,291</u>	5.4
Total investments	<u>39,011,683</u>	
Total cash and investments	<u>\$320,913,053</u>	

(1) The Metropolitan Government investment pool includes investments in the Tennessee Local Government Investment Pool. The weighted average maturity of this pool at June 30, 2020 was 0.13.

Cash

Custodial credit risk is the risk that, in the event of a bank failure, the Authority's deposits may not be returned. As of June 30, 2021 and 2020, all deposits and certificates of deposit were insured or collateralized as required by State of Tennessee law.

Investments

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The Authority's investment policy places no specific limit on the weighted average maturity of the investment portfolios. However, the average maturity of the portfolios is monitored and managed so that the changing interest rates will cause only minimal deviations in the net asset value. As of June 30, 2021 and 2020, the investments of the Authority had weighted average maturities as noted on the preceding tables.

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B. CASH AND INVESTMENTS - Continued

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. The investment policy limits investments in corporate obligations to prime banker acceptances that are eligible for purchase by the Federal Reserve System and commercial paper that is rated at least A1 or the equivalent by at least two nationally recognized rating agencies.

Concentration of credit risk is the risk of loss attributed to the magnitude of the Authority's investment in a single issuer. The investment policy limits single issuer exposure to 10% except for securities of the U.S. government or its agencies.

Custodial credit risk is the risk that, in the event of a failure of the counterparty to a transaction, the Authority will not be able to recover the value of investment or collateral securities that are in the possession of an outside party. There is not a policy with regard to custodial credit risk of investments; however, as of June 30, 2021 and 2020, all investments were insured or registered or the securities were held by the Authority or its agent in the Authority's name.

Fair Value Measurement

GASB Statement No. 72, *Fair Value Measurement and Application*, categorizes the inputs to valuation techniques used to measure fair value into three levels. Level 1 inputs are quoted prices (unadjusted) for identical assets or liabilities in active markets. Level 2 inputs are inputs—other than quoted prices included in Level 1—that are observable for an asset or a liability, either directly or indirectly. Level 3 inputs are unobservable inputs for an asset or a liability.

All investments held by the Authority are considered Level 1.

C. ACCOUNTS RECEIVABLE

Accounts receivable of \$4,680,306 at June 30, 2021 consisted of \$1,390,943 for operating events and \$1,564,363 of accrued tourism taxes, and \$1,725,000 of rent receivable (See Note J). Accounts receivable of \$624,431 at June 30, 2020 consisted of \$365,610 for operating events, \$58,821 of accrued tourism taxes, and \$200,000 of rent receivable.

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D. ADVANCE TO NCVC

In May 2020, the Authority advanced \$1,000,000 to the Nashville Convention and Visitors Corporation (NCVC) to assist in their COVID-19 relief efforts. The agreement stated that the advance is to be repaid in equal quarterly payments of \$83,333 beginning on March 31, 2021 until paid in full. However, in March of 2021, the NCVC made a \$500k payment to pay all amounts that would be due through fiscal year 2022. The remaining \$500k is reported as an advance to NCVC to be repaid in accordance with the terms of the agreement in fiscal year 2023. .

E. CAPITAL ASSETS

Capital asset activity for the year ended June 30, 2021 was as follows:

	<u>Balance</u> <u>June 30, 2020</u>	<u>Increases</u>	<u>Decreases/ Transfers</u>	<u>Balance</u> <u>June 30, 2021</u>
Capital assets, not being depreciated:				
Land	\$ 91,316,189	\$ -	\$ -	\$ 91,316,189
Art collection	1,183,844	-	-	1,183,844
Construction in progress	<u>36,451,043</u>	<u>1,203,306</u>	<u>(37,654,349)</u>	<u>-</u>
Total capital assets, not being depreciated	<u>128,951,076</u>	<u>1,203,306</u>	<u>(37,654,349)</u>	<u>92,500,033</u>
Capital assets, being depreciated:				
Buildings and improvements	663,496,834	-	36,435,958	699,932,792
Furniture, machinery, and equipment	<u>8,290,309</u>	<u>-</u>	<u>1,218,391</u>	<u>9,508,700</u>
Total capital assets, being depreciated	<u>671,787,143</u>	<u>-</u>	<u>37,654,349</u>	<u>709,441,492</u>
Less accumulated depreciation:				
Buildings and improvements	(113,279,696)	(17,386,175)	-	(130,665,871)
Furniture, machinery, and equipment	<u>( 4,125,926)</u>	<u>( 958,597)</u>	<u>-</u>	<u>( 5,084,523)</u>
Total accumulated depreciation	<u>(117,405,622)</u>	<u>(18,344,772)</u>	<u>-</u>	<u>(135,750,394)</u>
	<u>\$ 683,332,597</u>	<u>\$(17,141,466)</u>	<u>\$ -</u>	<u>\$ 666,191,131</u>

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E. CAPITAL ASSETS - Continued

Capital asset activity for the year ended June 30, 2020 was as follows:

	Balance <u>June 30, 2019</u>	<u>Increases</u>	<u>Decreases/ Transfers</u>	Balance <u>June 30, 2020</u>
Capital assets, not being depreciated:				
Land	\$ 91,308,016	\$ 8,173	\$ -	\$ 91,316,189
Art collection	1,183,844	-	-	1,183,844
Construction in progress	<u>44,256,876</u>	<u>5,157,429</u>	<u>(12,963,262)</u>	<u>36,451,043</u>
Total capital assets, not being depreciated	<u>136,748,736</u>	<u>5,165,602</u>	<u>(12,963,262)</u>	<u>128,951,076</u>
Capital assets, being depreciated:				
Buildings and improvements	652,006,884	-	11,489,950	663,496,834
Furniture, machinery, and equipment	<u>6,156,386</u>	<u>660,611</u>	<u>1,473,312</u>	<u>8,290,309</u>
Total capital assets, being depreciated	<u>658,163,270</u>	<u>660,611</u>	<u>12,963,262</u>	<u>671,787,143</u>
Less accumulated depreciation:				
Buildings and improvements	( 97,015,816)	(16,263,880)	-	(113,279,696)
Furniture, machinery, and equipment	<u>( 3,389,672)</u>	<u>( 736,254)</u>	<u>-</u>	<u>( 4,125,926)</u>
Total accumulated depreciation	<u>(100,405,488)</u>	<u>(17,000,134)</u>	<u>-</u>	<u>(117,405,622)</u>
	<u>\$ 694,506,518</u>	<u>\$(11,173,921)</u>	<u>\$ -</u>	<u>\$ 683,332,597</u>

Construction in progress at June 30, 2020 consisted of several projects, including the parking garage at the Fifth + Broadway complex in the amount of approximately \$34,500,000 (see Note L). During fiscal year 2021, all outstanding construction projects were completed and placed in service.

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F. UNEARNED REVENUE

Unearned revenue of \$10,359,396 and \$9,160,129 represents deposits received for events scheduled to occur in future years at June 30, 2021 and 2020, respectively.

G. LONG-TERM REVENUE BONDS PAYABLE

Long-term debt activity during the year ended June 30, 2021 and descriptions of the amounts outstanding are as follows:

	<u>Balance</u> <u>June 30, 2020</u>	<u>Increases</u>	<u>Decreases/ Transfers</u>	<u>Balance</u> <u>June 30, 2021</u>
The Convention Center Authority of the Metropolitan Government of Nashville and Davidson County:				
Tourism Tax Revenue Bonds, Series 2010A-1, bearing interest at 3.25% to 5.00% payable semiannually, maturing through July 1, 2026	\$ 33,935,000	\$ -	\$( 4,050,000)	\$ 29,885,000
Tourism Tax Revenue Bonds Federally Taxable, Series 2010 A-2 (Build America Bonds - Direct Payment), bearing interest at 7.431% payable semiannually, maturing on July 1, 2043	152,395,000	-	-	152,395,000
Subordinate Tourism Tax Revenue Bonds Federally Taxable, Series 2010B (Build America Bonds - Direct Payment), bearing interest at 4.862% to 6.731% payable semiannually, maturing through July 1, 2043	389,805,000	-	( 9,915,000)	379,890,000
Original issue premium	<u>482,967</u>	<u>-</u>	<u>( 80,494)</u>	<u>402,473</u>
	<u>\$576,617,967</u>	<u>\$ -</u>	<u>\$(14,045,494)</u>	<u>\$562,572,473</u>

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JUNE 30, 2021 AND 2020

G. LONG-TERM REVENUE BONDS PAYABLE - Continued

Long-term debt activity during the year ended June 30, 2020 and descriptions of the amounts outstanding are as follows:

	<u>Balance</u> <u>June 30, 2019</u>	<u>Increases</u>	<u>Decreases/ Transfers</u>	<u>Balance</u> <u>June 30, 2020</u>
The Convention Center Authority of the Metropolitan Government of Nashville and Davidson County:				
Tourism Tax Revenue Bonds, Series 2010A-1, bearing interest at 3.25% to 5.00% payable semiannually, maturing through July 1, 2026				
	\$ 37,795,000	\$ -	\$( 3,860,000)	\$ 33,935,000
Tourism Tax Revenue Bonds Federally Taxable, Series 2010 A-2 (Build America Bonds - Direct Payment), bearing interest at 7.431% payable semiannually, maturing on July 1, 2043				
	152,395,000	-	-	152,395,000
Subordinate Tourism Tax Revenue Bonds Federally Taxable, Series 2010B (Build America Bonds - Direct Payment), bearing interest at 4.862% to 6.731% payable semiannually, maturing through July 1, 2043				
	399,370,000	-	( 9,565,000)	389,805,000
Original issue premium	<u>563,461</u>	<u>-</u>	<u>( 80,494)</u>	<u>482,967</u>
	<u>\$590,123,461</u>	<u>\$ -</u>	<u>\$(13,505,494)</u>	<u>\$576,617,967</u>

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G. LONG-TERM REVENUE BONDS PAYABLE - Continued

In April 2010, the Authority issued Tourism Tax Revenue Bonds, Series 2010A-1 for \$51,730,000, Series 2010A-2 for \$152,395,000, and Series 2010B for \$419,090,000, for a combined principal amount of \$623,215,000, plus original issue premium of \$1,301,329. The purpose of the bonds was to pay the costs associated with planning, designing, engineering, acquiring, constructing, equipping, furnishing, improving, repairing, refurbishing, and opening the Music City Center.

The land for the Music City Center was purchased prior to the creation of the Convention Center Authority by the Metropolitan Development and Housing Agency (MDHA), a component unit of the Metropolitan Government, through a bank loan. In conjunction with the issuance of the Tourism Tax Revenue Bonds, the MDHA bank loan was retired, and the land was transferred to the Authority.

The bond proceeds were used as follows:

Establishment of debt service reserve funds	\$40,040,199
Establishment of capitalized interest funds	22,287,870
Payment of bond issue costs	7,299,082
Retirement of MDHA loan	46,313,567

The remaining \$508,575,611 of bond proceeds was deposited in construction funds to be drawn down as the Music City Center was constructed. The capitalized interest funds were applied to interest payable during construction.

The Series 2010A-1 bonds are tax exempt, and the Series 2010A-2 and Series 2010B bonds are Federally taxable and were issued as Build America Bonds (BABs) under an irrevocable election under Section 54 of the Internal Revenue Code. BABs qualify for a 35.0% credit from the Federal government on interest payable on the bonds. The Metropolitan Government is required to file requests for these interest credits no earlier than 90 days prior to each scheduled interest payment. Subsequent to issuance of the bonds, the Federal government has reduced the credit. The credit reduction was 5.7% and 5.9% in the fiscal years ended June 30, 2021 and 2020, respectively. The Authority is not anticipating restoration of the credit to the original amount; however, the reduction is not expected to have a material impact on the ability to meet future debt payments.

The Series 2010A Bonds are payable from tourism tax revenues received by the Metropolitan Government.

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G. LONG-TERM REVENUE BONDS PAYABLE - Continued

The Series 2010B Bonds are payable from the remaining tourism tax revenues available after the payment of the 2010A Bonds and from net operating revenues, which are the remaining project operating revenues after the payment of operating expenses. The Series 2010B Bonds are additionally secured by a pledge of the Metropolitan Government's nontax revenues of the General Fund of the General Services District, subject to the prior pledge and application of certain requirements related to bonds issued by the Sports Authority, a component unit of the Metropolitan Government. No payments related to this financial guarantee have been made by the Metropolitan Government. Should any payments be made by the Metropolitan Government in the future, the agreements provide for recovering any such payments from the Authority's revenues after operating expenses are covered and annual principal and interest payments and certain other obligations are met.

All of the bonds are subject to Federal arbitrage regulations. Annual maturities of revenue bonds outstanding, related interest, and anticipated Federal interest credits for interest payable on BABs are outlined below.

Year(s) ending June 30:	<u>Principal</u>	<u>Interest</u>	<u>Estimated Federal Credit</u>
2022	\$ 14,435,000	\$ 37,549,541	\$( 11,575,229)
2023	15,095,000	36,718,109	( 11,378,807)
2024	15,810,000	35,853,147	( 11,170,542)
2025	16,660,000	34,933,708	( 10,950,901)
2026	17,385,000	33,957,161	( 10,720,023)
2027-2031	98,230,000	151,449,418	( 48,349,886)
2032-2036	122,405,000	113,320,086	( 38,211,433)
2037-2041	152,800,000	65,620,871	( 20,969,150)
2042-2044	<u>109,350,000</u>	<u>11,649,973</u>	<u>( 3,722,749)</u>
	<u>\$562,170,000</u>	<u>\$521,052,014</u>	<u>\$(167,048,720)</u>

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
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## NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2021 AND 2020

H. EMPLOYEE BENEFIT PLANS

Certain employees of the Metropolitan Government's Nashville Convention Center were retained by the Authority to manage and operate the Music City Center. Those Metropolitan Government employees continue to be eligible to participate in the pension, other postemployment benefit (OPEB), and deferred compensation 457 plans of the Metropolitan Government. Only employees hired directly by the Authority are eligible to participate in the Authority's deferred compensation 401(k) plan.

**(a) Pension Plans (Former Metropolitan Government Employees)**

The Metropolitan Government sponsors or guarantees several single-employer pension plans, including (a) the closed City Plan (City Plan); (b) the Davidson County Employees' Retirement Plan (County Plan), both of which were closed to new members on April 1, 1963; and (c) the Metropolitan Employees' Benefit Trust Division A or B (Metro Plan). Division A of the Metro Plan was established at the inception of the Metropolitan Government on April 1, 1963 and was closed to new members on July 1, 1995. Division B of the Metro Plan was established on July 1, 1995.

All plans of the Metropolitan Government were established by or continue under the authority of the Metropolitan Charter, Article XIII, effective April 1, 1963. Approval of the Metropolitan Council is required to establish and amend benefit provisions. Article XIII also requires that all pension plans be actuarially sound. Administrative costs of the plans are financed by plan assets. The plans are administered by the Metropolitan Employee Benefit Board, an independent board created by the Metropolitan Charter. The financial position and results of operations of the pension plans are reported as fiduciary funds of the Metropolitan Government and, accordingly, are not included in the financial statements of the Authority.

Certain legacy employees of the Authority who were former employees of the Nashville Convention Center are members of the Metro Plan. Periodic contributions by the Authority to the Metro Plan are at actuarially determined rates that are designed to accumulate sufficient assets to pay benefits when due. Contributions to closed plans are made on a pay-as-you-go basis by the Metropolitan Government whereby contributions are made in amounts sufficient to cover benefits paid during the year. Employees do not contribute to any of the Metropolitan Government pension plans.

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H. EMPLOYEE BENEFIT PLANS - Continued

Normal retirement for employees occurs at age 65 for Division A and age 60 for Division B and entitles employees to a lifetime monthly benefit as determined under the Metro Plan. Benefits fully vest upon completing five years of service for employees employed on or between October 1, 2001 and December 31, 2012 and who vest before leaving employment.

A net pension asset has been recorded in the financial statements of the Authority based on its pro rata share of the total net pension asset for the Metropolitan Government. The net pension asset was \$1,461,671 at June 30, 2021, and the net pension liability was \$702,009 at June 30, 2020, and \$521,642 at June 30, 2019. The Authority's proportion of the Metro Plan's net pension asset at June 30, 2021 was .26%, and the Authority's proportion of the Metro Plan's net pension liability at June 30, 2020, and 2019 was 0.32%, and 0.43%, respectively.

Certain differences between expected and actual actuarial results and certain differences between projected and actual investment earnings and certain changes in assumptions are recorded as either deferred outflows of resources or deferred inflows of resources. The deferred outflows of resources and deferred inflows of resources were \$302,880 and \$1,986,730, respectively, at June 30, 2021 and \$326,271 and \$299,834, respectively, at June 30, 2020. The deferred outflows of resources and deferred inflows of resources were \$457,995 and \$694,322, respectively, at June 30, 2019. The amounts will be recognized as pension expense in future years.

Contributions by the Authority to the Metro Plan totaled \$220,108, \$221,651, and \$260,182 for the years ended June 30, 2021, 2020, and 2019, respectively.

The Authority has recorded a net pension liability, deferred outflows of resources, and deferred inflows of resources, in accordance with GASB Statement No. 68, *Accounting and Reporting for Pensions – an amendment of GASB Statement No. 27*, related to its participation in the pension plans of the Metropolitan Government. The number of Authority employees participating in the pension plans is approximately 20, and disclosures and related information presented are limited due to the Authority's relative level of participation. Additional information regarding the pension plans of the Metropolitan Government is available in the Comprehensive Annual Financial Report, which can be obtained from the Department of Finance, Financial Operations, 700 2nd Ave South, PO Box 196300, Nashville, TN, 37219-6300, or <http://www.nashville.gov/Finance/Financial-Operations.aspx>.

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H. EMPLOYEE BENEFIT PLANS - Continued**(b) Other Post-Employment Benefit (OPEB) Plans (Former Metropolitan Government Employees)**

Retirees in the Metro, City, or County Plans may elect to participate in the Metropolitan Employees' Medical Benefit Plan (Benefit Plan), a single-employer defined-benefit healthcare plan. The Benefit Plan is administered by the Employee Benefit Board and provides medical, dental, and life insurance. The OPEB Plans were authorized by the Metropolitan Charter and Code. The financial position and results of operation of the Benefit Plan are reported as an internal service fund of the Metropolitan Government and, accordingly, are not included in the financial statements of the Authority.

The contribution requirements of the Benefit Plan members and the Metropolitan Government are established and may be amended by the Employee Benefit Board. The required contribution is based on projected pay-as-you-go financing requirements under which contributions are made in amounts sufficient to cover benefits paid, administrative costs, and anticipated inflationary increases. For health insurance, the Metropolitan Government contributes 75% of all premium payments, and the retirees contribute 25%. The Metropolitan Government also provides a 50% matching contribution on dental insurance for retirees who choose to participate. Finally, the Metropolitan Government provides life insurance at no charge to retirees.

As the Metropolitan Government has assumed the responsibility for funding these benefits, the Authority has accrued no liability as of June 30, 2021 or June 30, 2020. Actuarially determined OPEB Plans are reported in the government-wide statements of the Metropolitan Government; accordingly, no additional liability has been accrued in the financial statements of the Authority.

**(c) Deferred Compensation 457 Plan (Former Metropolitan Government Employees)**

The Metropolitan Government offers its employees a deferred compensation plan created in accordance with Internal Revenue Code Section 457. The plan, available to all Metro employees, permits deferral of a portion of salary until future years. The deferred compensation is not available to employees until termination, retirement, death, or unforeseeable emergency. Because the assets are held in a trustee capacity, they are not included in the financial statements of the Metropolitan Government. No contributions are made to this plan by the Metropolitan Government or Convention Center Authority.

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## NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2021 AND 2020

H. EMPLOYEE BENEFIT PLANS - Continued**(d) Deferred Compensation 401(k) Plan (Authority Employees)**

The Authority offers a 401(k) defined contribution deferred compensation plan to its employees hired directly by the Authority. The plan is administered by the Authority and benefit terms, including contribution requirements, for the plan are established and may be amended by the Authority. Former employees of the Nashville Convention Center who are members of the Metro Pension Plan are not eligible to participate in this plan. The plan permits deferral of a portion of salary until future years. The deferred compensation is not available to employees until termination, retirement, death, or unforeseeable emergency. Employees can contribute as much as is allowed by Federal law. The Authority matches 100% of employee contributions up to 3% of salary and 50% of employee contributions up to 5% of salary. Participants are immediately vested in their own contributions, rollover contributions, and actual earnings thereon. Employer contributions to the Plan through December 31, 2019, vest 20% at the end of each participant's first year of service and then vest 20% per year, plus actual earnings thereon for each year of credited service, as defined by the Plan document. These Employer contributions are 100% vested after five years of credited service for each Participant. The Plan was amended to become a safe harbor plan effective January 1, 2020. Employer matching contributions to the Plan beginning on or after that date, are 100% vested immediately for all participants, including earnings thereon. For Employer discretionary contributions, the participants are subject to the 5- year vesting schedule. Pension expense recorded by the Authority to the 401(k) Plan totaled \$130,448, \$152,157, and \$113,347 for the years ended June 30, 2021, 2020, and 2019, respectively. Forfeitures are used to reduce future employer matching contributions or to pay certain administrative expenses of the plan. Financial statements for the plan can be obtained from the Convention Center Authority, c/o Music City Center, Human Resources, 201 Rep. John Lewis Way South, Nashville, TN 37203.

I. RISK MANAGEMENT

The Authority is exposed to various risks of loss incidental to its operations and has obtained several insurance policies after performing risk assessment analyses. The Authority retains risk up to a maximum deductible of \$100,000 for each covered claim and has obtained excess insurance for any claims above that amount. These policies provide insurance for property, builder's risk, worker's compensation, automobile, general liability, and other exposures. There have been no settlements exceeding insurance coverage since the inception of the Authority.

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NOTES TO FINANCIAL STATEMENTS  
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I. RISK MANAGEMENT - Continued

On January 30, 2020, the World Health Organization (“WHO”) announced a global health emergency because of a new strain of coronavirus (the “COVID-19 outbreak”). In March 2020, the WHO classified the COVID-19 outbreak as a pandemic, based on the rapid increase in global exposure.

The full impact of the pandemic continues to evolve as of the date of this report and has significantly affected the Authority’s operational and financial performance due to the impact on its customers, employees, and vendors, which is the result of various restrictions put in place by governments to curtail the spread of the coronavirus as well as due to developments such as social distancing and shelter-in-place directives.

While expected to be temporary, the Authority cannot fully estimate the continued impact of COVID-19 and variants at this time. Operating revenue and tourism taxes are rebounding in fiscal year 2022 through the date of this report, and current bookings have improved significantly for the third and fourth quarters. The Authority has significant unrestricted net position and available reserves and has implemented cost cutting measures to partially mitigate the continued impact of the slowing pandemic; however, if the conditions of the pandemic worsen, it would have an adverse effect on the Authority’s results of future operations, financial position, and liquidity in fiscal year 2022.

J. LEASES

On December 30, 2010, the Authority entered into a development agreement for the Country Music Hall of Fame and Museum Expansion with Omni Nashville, LLC (Omni) and into a development, lease, and operating agreement with the Country Music Foundation, Inc. (Hall of Fame). Under the terms of the agreements, Omni constructed a connector (expansion project) between its headquarters hotel and the Hall of Fame, with funding from tax increment financing provided by the Metropolitan Development and Housing Agency. Upon completion of construction, the connector was transferred to the Authority on June 20, 2014 and is now leased to the Hall of Fame for an initial term of 60 years. The annual lease payments through 2019 include \$50,000 to be recorded as rental

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JUNE 30, 2021 AND 2020

J. LEASES - Continued

revenue by the Authority and \$200,000 to be deposited in an escrow account for future repair and maintenance of the space. Starting in fiscal year 2020, the annual lease payments include \$150,000 to be recorded as rental revenue by the Authority and \$200,000 to be deposited in an escrow account for future repair and maintenance of the space. Future minimum lease payments to the Authority will be as follows:

<u>Year Ending June 30,</u>	<u>Annual Payment</u>
2022	\$ 350,000
2023	350,000
2024	350,000
2025	500,000
2026	500,000
Thereafter	<u>26,000,000</u>
	<u>\$28,050,000</u>

The Hall of Fame is responsible for all interior and exterior operating costs, insurance, maintenance, and repairs. As required by the agreement, the Authority has established a reserve fund for the portion of the Hall of Fame annual payment reserved for future capital costs related to the connector. The carrying amount of the connector on the Authority's statement of net position at June 30, 2021, net of accumulated depreciation of \$6,602,680, is \$30,689,053. The carrying amount of the connector on the Authority's statement of net position at June 30, 2020, net of accumulated depreciation of \$5,670,387, is \$31,621,346.

As discussed in Note L, the Authority entered into a redevelopment agreement for the Fifth & Broadway complex. Under the terms of the agreement, the developer constructed a parking garage for which the Authority contributed \$34,500,000. Upon completion and occupancy of the complex, the Authority and the developer are to enter into a lease agreement whereby the Authority is the lessor and the developer is the lessee. As of October 31, 2021, a lease agreement has not been executed by the Authority and developer. The Authority has reported rental revenue and a related receivable of \$1,725,000 for the developer's use of the garage through June 30, 2021, in accordance with the terms of the originally agreed upon lease agreement. This amount was paid to the Authority by the developer in September 2021. The terms of the lease agreement requires annual non-adjustable rent of \$1,380,000 for a lease term of 99 years, to be payable by the lessee in monthly installments of \$115,000. The lease agreement is expected to be executed during fiscal year 2022.

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November 30, 2021

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NOTES TO FINANCIAL STATEMENTS

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K. RELATED-PARTY TRANSACTIONS

The Authority has entered into an interlocal agreement with the Metropolitan Government for various financial and administrative services. Additionally, the Authority uses certain services provided by the Metropolitan Government’s internal service agencies on a user charge basis.

L. COMMITMENTS AND CONTINGENCIES

On October 19, 2010, the Authority entered into a Development and Funding Agreement with Omni to facilitate the development of a premier headquarters hotel adjacent to the Music City Center. Under the terms of the development and funding agreement, the Authority will pay Omni annual economic development payments and incentives from excess tourism tax revenues collected over a period of 20 years. These payments are additionally secured by a pledge of the Metropolitan Government’s nontax revenues of the General Fund of the General Services District, subject to the prior pledge and application of certain requirements related to bonds issued by the Sports Authority, a component unit of the Metropolitan Government. No payments related to this financial guarantee have been made by the Metropolitan Government. Should any payments be made by the Metropolitan Government in the future, the agreements provide for recovering any such payments from the Authority’s revenues after operating expenses are covered and annual principal and interest payments and certain other obligations are met.

These payments to Omni began after the hotel opened for business, including the renting of rooms. The amount remitted to Omni during the years ended June 30, 2021 and June 30, 2020 totaled \$12,000,000 in each year. The schedule of future annual payments is expected to be as follows.

<u>Year(s) Ending June 30,</u>	<u>Annual Payment</u>
2022 - 2026	\$12,000,000
2027 - 2033	15,000,000

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## NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2021 AND 2020

L. COMMITMENTS AND CONTINGENCIES - Continued

In May 2015, the Metropolitan Council approved a redevelopment agreement related to the sale and development of the former Nashville Convention Center (NCC) site that was under the management of the Authority. The final sale of the NCC land to Oliver McMillan Spectrum Emery Inc. closed on November 10, 2016. Along with the redevelopment agreement, the Authority agreed to contribute \$34,500,000 from its surplus tax revenue to fund the parking garage, which the CCA will own and lease back to the management company, and \$4,000,000 to partially fund conference center space at the Fifth + Broadway complex, of which the CCA will not retain any ownership. Contributions were made in periodic payments upon verification of ongoing construction and completion of specified work allowable for reimbursement. The CCA's commitments were fully met in fiscal year 2021 and the Fifth + Broadway garage lease payments have commenced.

In March 2017, the Authority entered into a room block agreement with the Joseph Hotel that would require the Authority to make a one-time payment of \$2,500,000 upon the successful opening of the hotel. The hotel opened in the fall of 2020 and the Authority remitted the required one-time payment in November 2020.

In May 2018, through an MOU agreement, the Authority committed to transferring a total of \$10,000,000 over the course of the following year to the Metropolitan Government. Such transfers consisted of \$7,500,000 by September 30, 2018 related to fiscal 2017 and 2018 revenues and \$2,500,000 by August 31, 2019 related to fiscal 2019 revenues, both of which were remitted to the Metropolitan Government during the year ended June 30, 2019. In addition, the MOU outlined a formula to calculate future payments contingent on the Authority's ability to fully fund its operating expenses, debt service, and debt service reserves. In March 2019, the original MOU was amended and restated to replace calculated future payments with a one-time additional \$10,000,000 payment to the Metropolitan Government related to fiscal 2020 revenues that was paid in May 2020.

In November 2019, the Authority and the Metropolitan Government entered into a payment in lieu of taxes (PILOT) agreement whereby the Authority will make yearly payments to the Metropolitan Government based on the property tax rate and value of the MCC. In fiscal year 2021 this amount was \$16,884,000 and in fiscal year 2020 this amount was \$12,620,000.

In November 2019, the Authority entered into an agreement with the National Museum of African American Music to provide a total of \$6,000,000 to the Museum in exchange for naming rights of their theatre to honor of our late board member, Francis S. Guess. In accordance with the payment installment schedule, \$2,000,000 was paid in each of fiscal years 2021 and 2020, and the remaining \$2,000,000 will be paid in fiscal year 2022.

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NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2021 AND 2020

L. COMMITMENTS AND CONTINGENCIES - Continued

In May 2020, the Authority executed another MOU with the Metropolitan Government agreeing to transfer revenues generated from campus sales tax and/or Music City Center operating revenues to the Metropolitan Government in the amounts of \$5,000,000 in fiscal year 2020 and \$35,000,000 in fiscal year 2021. These amounts were transferred in May 2020 and July 2020, respectively.

M. RESTATEMENT

As discussed in Note L, the Authority previously contributed \$4 million to the developer of the Fifth & Broadway complex to utilize toward the construction of a conference center at the complex. The amount was previously reported as capital assets of the Authority, however, the Authority will not retain ownership of the conference center and therefore the amount should be reported as an expense of prior periods. Accordingly, the restatement resulted in the following changes to amounts reported for the years ended June 30, 2021 and 2020:

Statements of net position:

	<u>June 30,</u>	
	<u>2019</u>	<u>2020</u>
Net position as originally reported	\$ 363,489,065	\$ 402,532,984
Decrease in capital assets and net assets	<u>( 3,734,532)</u>	<u>( 4,000,000)</u>
Net position, as restated	<u>\$ 359,754,533</u>	<u>\$ 398,532,984</u>

Statement of revenues, expenses and changes  
in net position:

	<u>Year Ended</u> <u>June 30, 2020</u>
Increase in net position, as originally reported	\$ 39,043,919
Increase in expenses	<u>( 265,468)</u>
Increase in net position, as restated	<u>\$ 38,778,451</u>

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NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2021 AND 2020

N. SUBSEQUENT EVENTS

The Authority has evaluated subsequent events through October 31, 2021, and has determined that, except as discussed in Note J, there are no subsequent events that require disclosure.

**OTHER INFORMATION**

Convention Center Authority  
Attachment #2  
November 30, 2021

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE  
(A Component Unit of the Metropolitan Government  
of Nashville and Davidson County, Tennessee)  
SCHEDULE OF CHANGES IN LONG-TERM DEBT BY INDIVIDUAL ISSUE  
JUNE 30, 2021

Description of Indebtedness	Original Amount of Issue	Interest Rate	Date of Issue	Final Maturity Date	Outstanding July 1, 2020	Issued During Period	Paid and/or Matured During Period	Refunded During Period	Outstanding June 30, 2021
<b>BONDS PAYABLE</b>									
Tourism Tax Revenue Bonds, Series 2010A-1	\$ 51,730,000	3.25 - 5.00%	4/21/2010	7/1/2026	\$ 33,935,000	\$ -	\$ 4,050,000	\$ -	\$ 29,885,000
Tourism Tax Revenue Bonds Federally Taxable (BABs), Series 2010A-2	152,395,000	7.431%	4/21/2010	7/1/2043	152,395,000	-	-	-	152,395,000
Subordinate Tourism Tax Revenue Bonds Federally Taxable (BABs), Series 2010B	419,000,000	4.862 - 6.731%	4/21/2010	7/1/2043	<u>389,805,000</u>	-	<u>9,915,000</u>	-	<u>379,890,000</u>
Total bonds payable					<u>\$ 576,135,000</u>	<u>\$ -</u>	<u>\$ 13,965,000</u>	<u>\$ -</u>	<u>\$ 562,170,000</u>

See independent auditor's report.



INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL  
OVER FINANCIAL REPORTING AND ON COMPLIANCE AND  
OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL  
STATEMENTS PERFORMED IN ACCORDANCE  
WITH GOVERNMENT AUDITING STANDARDS

The Audit Committee  
Convention Center Authority of the Metropolitan  
Government of Nashville and Davidson County, Tennessee

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the Convention Center Authority of the Metropolitan Government of Nashville and Davidson County, Tennessee (the Authority) as of and for the year ended June 30, 2021, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements, and have issued our report thereon dated October 31, 2021.

**Internal Control Over Financial Reporting**

In planning and performing our audit of the financial statements, we considered the Authority's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control. Accordingly, we do not express an opinion on the effectiveness of the Authority's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.



The Audit Committee  
Convention Center Authority of the Metropolitan  
Government of Nashville and Davidson County, Tennessee:

Convention Center Authority  
Attachment #2  
November 30, 2021

### **Compliance and Other Matters**

As part of obtaining reasonable assurance about whether the Authority's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

### **Purpose of this Report**

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Authority's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Authority's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

*Crosslin, PLLC*

Nashville, Tennessee  
October 31, 2021

CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT  
OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE  
(A Component Unit of the Metropolitan Government of  
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SUMMARY SCHEDULE OF PRIOR AUDIT FINDINGS  
YEAR ENDED JUNE 30, 2021

The Authority had no prior year audit findings.

**THE CONVENTION CENTER AUTHORITY OF THE METROPOLITAN  
GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY  
EMPLOYEES' SAVINGS TRUST**

**FINANCIAL STATEMENTS AND  
SUPPLEMENTAL INFORMATION**

**DECEMBER 31, 2020 AND 2019**

Convention Center Authority  
Attachment #3  
November 30, 2021

THE CONVENTION CENTER AUTHORITY OF THE METROPOLITAN  
GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY  
EMPLOYEES' SAVINGS TRUST

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NOTE: Other schedules required by Section 2520.103-10 of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

Independent Auditor's Report

The Plan Administrator  
The Convention Center Authority of the Metropolitan  
Government of Nashville and Davidson County  
Employees' Savings Trust:

**Report on the Financial Statements**

We were engaged to audit the accompanying financial statements of The Convention Center Authority of the Metropolitan Government of Nashville and Davidson County Employees' Savings Trust (the "Plan"), which comprise the statements of fiduciary net position as of December 31, 2020 and 2019, and the related statements of changes in fiduciary net position for the years then ended, and the related notes to the financial statements.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

**Basis for Disclaimer of Opinion**

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note E, which was certified by Matrix Trust Company and Capital Bank and Trust, the custodians of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the Plan administrator that Capital Bank and Trust held the Plan's investment assets and executed investment transactions from April 10, 2020 to December 31, 2020, and that Matrix Trust Company held the Plan's investment assets and executed investment transactions as of December 31, 2019, and for the period from January 1, 2019 through April 10, 2020. The Plan administrator has obtained certifications from the custodians as of and for the years ended December 31, 2020 and 2019, that the information provided to the Plan administrator by the custodians is complete and accurate.



### **Disclaimer of Opinion**

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

### **Other Matter - Supplemental Schedule**

The supplemental schedule of Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2020, is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule.

### **Other Matter - Omission of Required Supplemental Information**

Management has omitted Management's Discussion and Analysis that U.S. generally accepted accounting principles require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our report on the basic financial statements is not affected by this missing information.

### **Report on Form and Content in Compliance with DOL Rules and Regulations 2019**

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the custodian, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

*Crosslin, PLLC*

Nashville, Tennessee  
October 11, 2021

Convention Center Authority  
Attachment #3

THE CONVENTION CENTER AUTHORITY OF THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY  
November 30, 2021  
EMPLOYEES' SAVINGS TRUST  
STATEMENTS OF FIDUCIARY NET POSITION  
DECEMBER 31, 2020 AND 2019

	2020	2019
<b>ASSETS</b>		
Investments:		
Mutual funds, at fair value	\$ 2,316,030	\$ 1,983,389
Collective Trust Funds	2,395	-
Guaranteed investment contract, at contract value	-	40,397
Total investments	2,318,425	2,023,786
Contributions receivable	17,094	-
<b>NET POSITION RESTRICTED FOR PENSIONS</b>	<b>\$ 2,335,519</b>	<b>\$ 2,023,786</b>

See accompanying notes to financial statements.

Convention Center Authority  
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THE CONVENTION CENTER AUTHORITY OF THE METROPOLITAN  
GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY  
EMPLOYEES' SAVINGS TRUST  
STATEMENTS OF CHANGES IN FIDUCIARY NET POSITION  
YEARS ENDED DECEMBER 31, 2020 AND 2019

	2020	2019
<b>Additions:</b>		
Investment income		
Net appreciation in fair value of investments	\$ 123,512	\$ 168,012
Interest and dividends	99,191	182,540
Total investment income	222,703	350,552
Contributions:		
Participants	297,083	271,931
Employer	152,504	180,521
Rollovers	-	3,532
Total contributions	449,587	455,984
Other income	6,988	-
Total additions	679,278	806,536
<b>Deductions:</b>		
Benefits paid directly to participants	360,256	204,822
Administrative fees and charges	7,289	17,668
Total deductions	367,545	222,490
Net increase in net position	311,733	584,046
<b>Net position restricted for pensions:</b>		
Beginning of year	2,023,786	1,439,740
End of year	\$ 2,335,519	\$ 2,023,786

See accompanying notes to financial statements.

THE CONVENTION CENTER AUTHORITY OF THE METROPOLITAN  
GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTYEMPLOYEES' SAVINGS TRUST  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2020 AND 2019A. DESCRIPTION OF THE PLAN

The following description of The Convention Center Authority of the Metropolitan Government of Nashville and Davidson County Employees' Savings Trust (the Plan) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan, adopted effective January 1, 2013, is a defined contribution pension plan covering substantially all employees hired directly by the Convention Center Authority of the Metropolitan Government of Nashville and Davidson County, Tennessee (the "Employer" or the "Authority") who are at least 18 years of age. The Plan is subject to the provisions of the Employment Retirement Income Security Act of 1974 (ERISA). The Plan is administered by the Authority under the provisions of Tennessee Code Title 7, Chapter 89.

CUNA Mutual Retirement Solutions (CUNA) served as the record keeper of the Plan and maintained and administered the Plan's records and investment allocations for the benefit of participants until April 10, 2020 at which point, Capital Group/American Funds became the record keeper. Matrix Trust Company was the custodian of the Plan assets until April 10, 2020, at which point Capital Bank and Trust became the custodian of the Plan assets. There were no significant modifications to the provisions of the Plan as a result of this change.

Contributions

Upon achieving eligibility to participate in the Plan, employees must elect to participate or not participate in the Plan. Participants may contribute up to the maximum amount allowed by federal law and direct the investment of their contributions into various investment options offered by the Plan. The Employer matches 100% of employee contributions up to 3% of salary and 50% of employee contributions up to 5% of salary.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of the Employer's contribution and Plan earnings. Allocations are based on participant earnings or account balances, as defined by the Plan document. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Plan Membership

As of December 31, 2020 and 2019, the Plan had 108 and 147 participants, respectively.

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THE CONVENTION CENTER AUTHORITY OF THE METROPOLITAN  
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A. DESCRIPTION OF THE PLAN - Continued

Vesting

Participants are immediately vested in their contributions, rollover contributions, and actual earnings thereon. Employer contributions to the Plan through December 31, 2019, vest 20% at the end of each participant's first year of service and then vest 20% per year, plus actual earnings thereon for each year of credited service, as defined by the Plan document. These Employer contributions are 100% vested after five years of credited service for each Participant. The Plan was amended to become a safe harbor plan effective January 1, 2020. Employer matching contributions to the Plan beginning on or after that date, are 100% vested immediately for all participants, including earnings thereon. For Employer discretionary contributions, the participants are subject to the 5-year vesting schedule.

Forfeitures

Forfeitures are used to reduce future Employer matching contributions or to pay certain administrative expenses of the Plan. Forfeitures totaling \$30,361 and \$1,816 were used to reduce Employer contributions for 2020 and 2019, respectively. At December 31, 2020 and 2019, unallocated forfeitures totaled \$19,363 and \$21,803, respectively.

Payment of Benefits

On termination of service, whether due to death, disability, retirement, or otherwise, the participant or the beneficiary of the participant shall receive a lump-sum payment in cash. The Plan also permits in-service withdrawals due to financial hardship, in accordance with provisions specified in the Plan document.

Administrative Expenses

The Plan's expenses are paid either by the Plan or the Authority, as provided by the Plan document. Expenses that are paid directly by the Authority are excluded from these financial statements. Certain expenses incurred in connection with the general administration of the Plan that are paid by the Plan are recorded as deductions in the accompanying statements of changes in fiduciary net position. In addition, certain investment-related expenses are included in net appreciation (depreciation) of fair value of investments presented in the accompanying statements of changes in fiduciary net position.

Participant Loans

Participant loans are not permitted under the Plan.

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NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2020 AND 2019

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The financial statements of the Plan are prepared under the accrual basis of accounting, based on standards promulgated by the Governmental Accounting Standard Board (GASB).

The Plan has determined that the appropriate financial reporting framework for the Plan under U.S. generally accepted accounting principles is the framework established by the GASB, not the Financial Accounting Standards Board, because the Authority is an instrumentality of the Metropolitan Government of Nashville and Davidson County as well as a public nonprofit corporation. The impact of reporting under GASB primarily relates to financial statement presentation and classification, as well as certain additional disclosures related to investment risks.

Use of Estimates

The preparation of financial statements in accordance with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value, except for guaranteed investment contracts, which are presented at contract value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note C for discussion of fair value measurements. Contract value is the relevant measurement attribute for that portion of the net position available for pensions of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

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B. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

Payments of Benefits

Benefits are recorded when paid.

Excess Contributions Payable

Amounts payable to participants for contributions in excess of amounts allowed by the IRS are recorded as a liability with a corresponding reduction to contributions. There were no excess contributions payable in 2020. The Plan distributed the 2019 excess contributions to the applicable participants prior to March 15, 2020.

C. FAIR VALUE MEASUREMENTS

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described as follows:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 - Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;  
and
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

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C. FAIR VALUE MEASUREMENTS - Continued

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Mutual funds are valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

The following tables set forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2020 and 2019:

<u>Description</u>	<u>2020</u>			<u>Total</u>
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	
Mutual Funds:				
Balanced funds	\$ 139,588	\$ -	\$ -	\$ 139,588
Target date funds	2,002,117	-	-	2,002,117
Index funds	143,546	-	-	143,546
Fixed income funds	11,416	-	-	11,416
Money market funds	<u>19,363</u>	<u>-</u>	<u>-</u>	<u>19,363</u>
Total investments at fair value	<u>\$2,316,030</u>	<u>\$ -</u>	<u>\$ -</u>	2,316,030
Collective trust funds				<u>2,395</u>
Total investments				<u>\$2,318,425</u>

THE CONVENTION CENTER AUTHORITY OF THE METROPOLITAN  
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C. FAIR VALUE MEASUREMENTS - Continued

<u>Description</u>	2019			Total
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	
Mutual Funds:				
Balanced funds	\$1,775,281	\$ -	\$ -	\$1,775,281
Index funds	177,897	-	-	177,897
Fixed income funds	5,141	-	-	5,141
Money market funds	<u>25,070</u>	<u>-</u>	<u>-</u>	<u>25,070</u>
Total investments at fair value	<u>\$1,983,389</u>	<u>\$ -</u>	<u>\$ -</u>	1,983,389
Guaranteed investment contract, at contract value				<u>40,397</u>
Total investments				<u>\$2,023,786</u>

D. INVESTMENTS

Investment Risk Disclosures

*Interest Rate Risk*

Interest rate risk is the risk that changes in market rates will adversely affect the fair value of an investment. Generally, the longer the maturity of an investment, the greater the sensitivity of its fair value to changes in market interest rates. Additionally, the fair values of the investments may be highly sensitive to interest rate fluctuations. The Plan has no specific policy to address interest rate risk.

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D. INVESTMENTS - Continued

Investment Risk Disclosures - Continued

As of December 31, 2020 and 2019, the Plan had the following fixed income and money market investments with the corresponding average duration:

<u>Type of Investments</u>	<u>2020</u>		<u>2019</u>	
	<u>Average Duration (Years)</u>	<u>Value</u>	<u>Average Duration (Years)</u>	<u>Value</u>
Fixed income mutual funds:				
JP Morgan Core Bond Fund R2	5.99	\$ -	5.98	\$2,020
Blackrock Inflation Protect BD SerC	6.91	-	8.03	1,719
Templeton Global Bond Fund	2.44	-	2.48	1,402
Western Asset Core Bond IS	7.06	11,416	-	-
Money market fund:				
Vanguard Federal MMKT FD	-	\$ -	-	\$25,070
American Funds US Govt MMKT	-	19,363	-	-

*Credit Risk*

Credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This risk is measured by the assignment of a rating to each investment by a nationally recognized statistical rating organization. The Plan has no specific policy to address credit risk. Additionally, none of the fixed income funds held by the Plan were rated by nationally recognized statistical rating organizations.

*Concentration of Credit Risk*

The Plan does not have a policy regarding the concentration of credit risk, since investments are participant directed.

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E. INFORMATION CERTIFIED BY THE PLAN'S CUSTODIAN

The plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosures under ERISA. Accordingly, Matrix Trust Company and Capital Bank and Trust, the custodians of the Plan, have certified that the following data included in the accompanying financial statements and supplemental schedule are complete and accurate as of December 31, 2020 and 2019, and for the years then ended:

	<u>2020</u>	<u>2019</u>
Mutual funds	\$2,316,030	\$1,983,389
Guaranteed investment contract, at contract value	-	40,397
Collective trust funds	2,395	-
Net appreciation in fair value of investments	123,512	168,012
Interest and dividends	99,191	182,540

The Plan's independent auditor did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedule.

F. INCOME TAX STATUS

The Plan adopted a prototype Volume Submitter Profit Sharing Plan as provided by the Plan's record keeper, CUNA Mutual Retirement Solutions through April 10, 2020. The IRS issued an opinion letter dated March 31, 2014, indicating that the prototype profit sharing plan is designed in accordance with applicable sections of the IRC. Upon the change in the Plan record keeper on April 10, 2020 to Capital Group/American Funds, the Plan adopted a Defined Contribution Pre-Approved Plan as provided by Capital Group/American Funds. The IRS has issued an opinion letter dated June 30, 2020, indicating that the prototype plan is designed in accordance with applicable sections of the IRC. Although the Plan is amended periodically, the plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

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G. TRANSACTIONS WITH PARTIES-IN-INTEREST

Certain Plan investments are shares of mutual funds as of December 31, 2020 and for the period April 10, 2020 through December 31, 2020, were managed by American Funds. American Funds is the record keeper of the Plan's assets and, therefore, qualifies as a party-in-interest. In addition certain Plan investments as of December 31, 2019 and for the period from January 1, 2020 through April 10, 2020 were managed by CUNA Mutual Retirement Solutions. CUNA Mutual Retirement Solutions was the record keeper of the Plan's assets through April 10, 2020, and therefore qualifies as a party-in-interest.

H. PLAN TERMINATION

Although it has not expressed any intent to do so, the Authority has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

I. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net position restricted for pensions according to the financial statements as compared to Form 5500 at December 31:

	<u>2020</u>	<u>2019</u>
Net position restricted for pensions per the financial statements	\$ 2,335,519	\$2,023,786
Less: contributions receivable at end of year	( 17,094)	-
Add: excess participant contributions payable at end of year	<u>-</u>	<u>-</u>
Net position restricted for pensions per Form 5500	<u>\$2,318,425</u>	<u>\$2,023,786</u>

THE CONVENTION CENTER AUTHORITY OF THE METROPOLITAN  
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I. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500 - Continued

The following is a reconciliation of the net increase in net position restricted for pensions according to the financial statements as compared to Form 5500 at December 31:

	<u>2020</u>	<u>2019</u>
Total increase in net position restricted for pensions	\$ 311,733	\$ 584,046
Add: contributions receivable at beginning of year	-	18,957
Less: contributions receivable at end of year	( 17,094)	-
Less: excess participant contributions payable at beginning of year	-	( 5,755)
Add: excess participant contributions payable at end of year	<u>-</u>	<u>-</u>
Total increase in net position restricted for pensions per Form 5500	<u>\$ 294,639</u>	<u>\$ 597,248</u>

The following is a reconciliation of participant contributions according to the financial statements as compared to Form 5500 at December 31:

	<u>2020</u>	<u>2019</u>
Participant contributions per financial statements	\$297,083	\$271,931
Add: participant contributions receivable at beginning of year	-	10,524
Less: participant contributions receivable at end of year	( 10,879)	-
Add: excess participant contributions payable at end of year	<u>-</u>	<u>-</u>
Total participant contributions per Form 5500	<u>\$286,204</u>	<u>\$282,455</u>

The following is a reconciliation of employer contributions according to the financial statements as compared to Form 5500 at December 31:

	<u>2020</u>	<u>2019</u>
Employer contributions per financial statements	\$ 152,504	\$180,521
Add: employer contributions receivable at beginning of year	-	8,434
Less: employer contributions receivable at end of year	<u>( 6,215)</u>	<u>-</u>
Total employer contributions per Form 5500	<u>\$ 146,289</u>	<u>\$188,955</u>

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I. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500 - Continued

The following is a reconciliation of total deductions according to the financial statements as compared to Form 5500 at December 31:

	<u>2020</u>	<u>2019</u>
Total deductions per financial statements	\$367,545	\$222,490
Add: excess participant contributions payable at beginning of year	<u>-</u>	<u>5,755</u>
Total deductions per Form 5500	<u>\$367,545</u>	<u>\$228,245</u>

J. COVID-19 PANDEMIC

On January 30, 2020, the World Health Organization (“WHO”) announced a global health emergency because of a new strain of coronavirus (the “COVID-19 outbreak”). In March 2020, the WHO classified the COVID-19 outbreak as a pandemic, based on the rapid increase in exposure globally.

The full impact of the COVID-19 outbreak continues to evolve as of the date of this report. This pandemic has adversely affected global economic activity and greatly contributed to instability in financial markets. Because the values of the Plan’s investments have and will fluctuate in response to changing market conditions, the amount of losses that will be recognized in subsequent periods, if any, and related impact on the Plan’s liquidity by the pandemic cannot be determined at this time.

While expected to be temporary, the Plan cannot estimate the length or gravity of the impact of the COVID-19 outbreak at this time. If the pandemic continues, it may have an adverse effect on the Plan’s fair value of plan assets in 2021.

K. SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through October 11, 2021, the date the financial statements were available for issuance, and has determined there were no subsequent events requiring disclosure.

**SUPPLEMENTAL INFORMATION**

Convention Center Authority  
Attachment #3

THE CONVENTION CENTER AUTHORITY OF THE METROPOLITAN  
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SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)  
DECEMBER 31, 2020

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment	(d) Cost	(e) Current Value
*	American Funds	AM FDS 2015 TARGET DATE FUND - R6	a	\$ 13,568
*	American Funds	AM FDS 2020 TARGET DATE FUND - R6	a	78,624
*	American Funds	AM FDS 2025 TARGET DATE FUND - R6	a	258,498
*	American Funds	AM FDS 2030 TARGET DATE FUND - R6	a	735,739
*	American Funds	AM FDS 2035 TARGET DATE FUND - R6	a	146,048
*	American Funds	AM FDS 2040 TARGET DATE FUND - R6	a	158,155
*	American Funds	AM FDS 2045 TARGET DATE FUND - R6	a	206,633
*	American Funds	AM FDS 2050 TARGET DATE FUND - R6	a	230,460
*	American Funds	AM FDS 2055 TARGET DATE FUND - R6	a	113,140
*	American Funds	AM FDS 2060 TARGET DATE FUND - R6	a	44,910
*	American Funds	AM FDS 2065 TARGET DATE FUND - R6	a	16,342
*	American Funds	AM FDS AMERICA BALANCED - R6	a	29,591
*	American Funds	AM FDS EURO PACIFIC GROWTH - R6	a	3,919
*	American Funds	AM FDS US GOVT MONEY MARKET - R6	a	19,363
	Franklin Templeton	FRANKLIN GROWTH - R6	a	58,106
	MFS	MFS MID CAP GROWTH - R6	a	47,972
	Vanguard	VANGUARD 500 INDEX FUND ADM	a	87,457
	Vanguard	VANGUARD MID CAP INDEX - ADM	a	5,274
	Vanguard	VANGUARD REAL ESTATE INDEX ADM	a	14,287
	Vanguard	VANGUARD SHORT-TERM BOND INDEX ADM	a	34,607
	Vanguard	VANGUARD SMALL CAP INDEX FUND ADM	a	1,921
	Western Asset	WESTERN ASSET CORE BOND IS	a	11,416
		Total mutual fund accounts		<u>2,316,030</u>
	Morley	MORLEY STABLE VALUE FUND	a	<u>2,395</u>
		Total collective trust funds		<u>2,395</u>
		Total investments held at end of year		<u><u>\$ 2,318,425</u></u>

\* Party-in-interest as defined by ERISA.

a The cost of participant - directed investments is not required to be disclosed.

See accompanying independent auditor's report.