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

Financial Statements

June 30, 2014 and 2013

(With Independent Auditors' Reports Thereon)

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

Table of Contents

This section of the Convention Center Authority of the Metropolitan Government of Nashville and Davidson County (Authority) annual financial report presents management's discussion and analysis (MD&A) of financial performance during the years ended June 30, 2014 and 2013. This MD&A should be read in conjunction with the Authority's financial statements and footnotes.

Overview of the Financial Statements

The Authority's financial report consists of this MD&A, financial statements, and footnotes to the financial statements. The Authority's financial statements are prepared using accounting principles generally accepted in the United States of America as applied to governmental 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 and liabilities of the Authority at June 30, 2014 and 2013 are included in the statements of net position. For the years ended June 30, 2014 and 2013, the Authority's revenues and expenses are reported in the statement of revenue, expenses, and changes in net position. The statement of cash flows reports receipts, cash payments and net changes in cash resulting from operating, financing and investing activities.

Financial Analysis

The Authority's net position as of June 30, 2014, 2013, and 2012 were as follows (in thousands of dollars):

		2014	2013	2012
Current assets	$	61,946	67,961	137,074
Capital assets		697,283	665,375	528,555
Other noncurrent assets		40,325	39,515	61,569
Total assets	$	799,554	772,851	727,198
Current liabilities	$	26,832	34,264	41,365
Revenue bonds payable		624,181	624,262	624,342
Total liabilities	$	651,013	658,526	665,707
Net position:				
Net investment in capital assets	$	78,150	46,857	—
Restricted for debt retirement		46,752	43,546	40,169
Restricted for construction		—	19,000	21,322
Unrestricted		23,639	4,922	—
Total net position	$	148,541	114,325	61,491

The Authority was created to develop, acquire, construct and then operate a new convention center (the Music City Center) within the boundaries of The Metropolitan Government of Nashville and Davidson County (Metropolitan Government). During the year ended June 30, 2010, the Authority issued revenue bonds for and began construction of the Music City Center. Construction is complete and operation of the Music City Center began in May of 2013. As more fully described in the financial statements and footnotes, 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 Music City Center. Liabilities consist 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 $78.1 million of the Authority's net position of $148.5 million is invested in capital assets while $46.8 million is restricted for debt retirement.

The Authority's change in net position for the years ended June 30, 2014, 2013, and 2012 were as follows (in thousands of dollars):

		2014	2013	2012
Operating revenue	$	13,817	883	—
Operating expense		(30,954)	(6,503)	—
Operating loss		(17,137)	(5,620)	—
Nonoperating revenue		14,062	29,093	32,385
Capital contributions		37,291	29,361	—
Net increase in net position	$	34,216	52,834	32,385

As noted above, the Authority began operation of the Music City Center in May of 2013, and the year ended June 30, 2014 represents the first full year of operations. Nonoperating revenue (expense) is related to tourism tax revenues pledged by the Metropolitan Government and remitted to the Authority, interest income earned on invested debt service reserve funds, interest expense on the revenue bonds, and amounts remitted to the developer of a hotel adjacent to the Music City Center. As more fully described in note 10 to the financial statements, capital contributions for the year ended June 30, 2014 are related to the connector between the Country Music Hall of Fame and the Omni Hotel that was transferred to the Authority under agreements related to that project. Capital contributions for the year ended June 30, 2013 consist of initial land and development costs for the Music City Center that were incurred by the Metropolitan Government and contributed to the Convention Center Authority in conjunction with the opening of the Music City Center. The net operating loss for the year ended June 30, 2014 can be attributed to depreciation expense. The decrease in nonoperating revenue can be attributed to the recognition of interest expense, which is no longer capitalized since construction of the Music City Center is complete.

Capital Assets and Long-Term Debt

During the year ended June 30, 2014, the Authority incurred costs of $10,630,371 for various assets acquired subsequent to the opening of the Music City Center and received a capital contribution of $37,291,733 related to the Country Music Hall of Fame and Omni Hotel connector. During the year ended June 30, 2013, the Authority incurred costs related to land of $4,244,955 and spent $105,727,270 for construction of the Music City Center. Additionally, land and buildings with a value of $29,360,691 were contributed to the Authority by the Metropolitan Government upon completion of construction. During the year ended June 30, 2012, the Authority incurred costs related to land of $3,803,784 and spent $209,947,526 for construction of the Music City Center.

The assets related to the Music City Center became depreciable when operations began in May of 2013. Additional information on the Authority's capital assets can be found in note 5 to the financial statements.

During the period ended June 30, 2010 the Authority issued revenue bonds totaling $623,215,000, plus a premium of $1,301,329, to finance the construction of the Music City Center. As more fully described in note 7 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 issued were as follows.

	Series A Bonds	**Series B Bonds**
Moody's	A2	AA3
Standard and Poors	A	A
Fitch	A+	A+

Other Matters

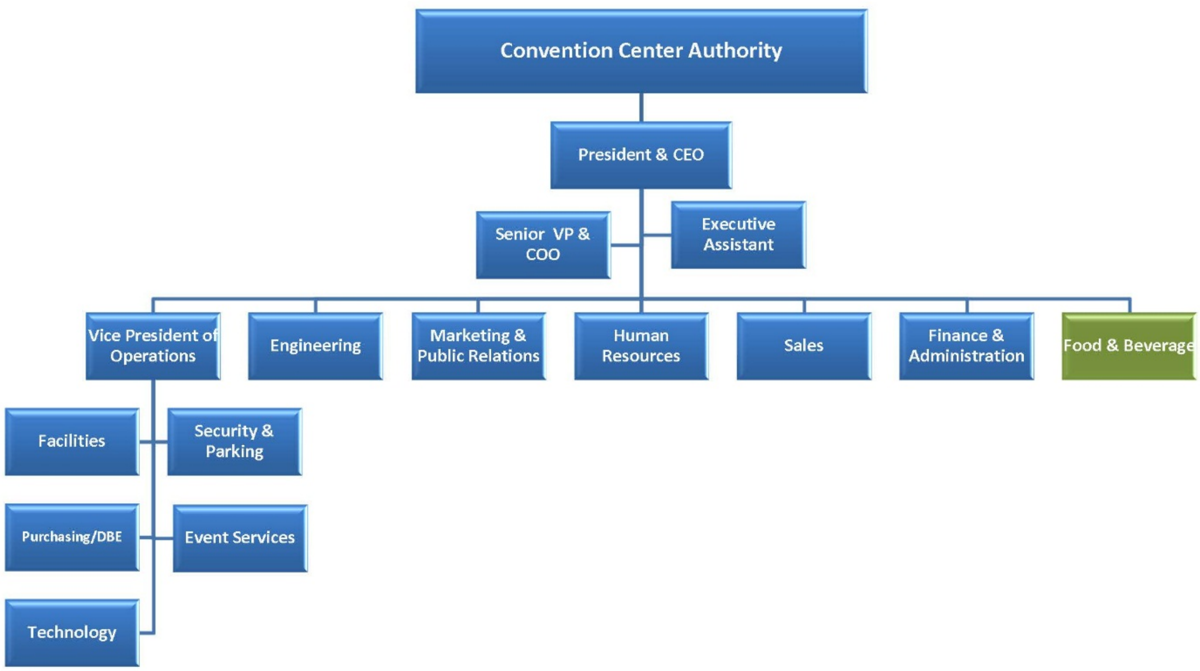
As more fully described in note 11 to the financial statements, the Authority Board entered into an agreement with Omni Hotels to develop a premier convention center hotel adjacent to the Music City Center. The hotel is expected to be operated as a Four-Diamond hotel under the American Automobile Association (AAA) designation. Omni privately financed the hotel at its sole expense, and the Authority will make annual payments to Omni from certain tourism taxes pledged to the Authority by the Government.

As more fully described in note 11 to the financial statements, a Satisfaction of Judgment was issued on November 15, 2013, related to one of the parcels of land for the Music City Center. All awarded amounts were accrued at June 30, 2013, and a final payment has been made representing remaining interest and court and discretionary costs. The Authority Board is contractually obligated for any potential additional costs related to one remaining outstanding condemnation case. All related amounts have been accrued at June 30, 2014.

Requests for additional financial information should be directed to Finance Department – Division of Accounts, 700 Second Avenue South, Suite 310, Nashville, Tennessee 37210.

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

Organization Chart



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

Authority Members

Marty Dickens, Chair

Waverly Crenshaw, Jr.

Irwin Fisher

Francis Guess

Vonda McDaniel

Willie McDonald

Luke Simmons

Mona Lisa Warren

Leo Waters

KPMG LLP
Suite 1000
401 Commerce Street
Nashville, TN 37219-2422

Independent Auditors' Report

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

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 (the Authority), a component unit of the Metropolitan Government of Nashville and Davidson County, which comprise the statements of net position as of June 30, 2014 and 2013, and the related statements of revenue, expenses, and changes in net position and cash flows 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 U.S. generally accepted accounting principles; 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.

Auditors' 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 auditors' 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, 2014 and 2013, and its changes in financial position, and cash flows for the years then ended in accordance with U.S. generally accepted accounting principles.

KPMG

Other Matters

Required Supplementary Information

U.S. generally accepted accounting principles require that the information in the Management's Discussion and Analysis on pages 2 through 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.

Supplementary and Other Information

Our audits were conducted for the purpose of forming an opinion on the basic financial statements. The introductory sections on pages 5 through 6 are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information has not been subjected to the auditing procedures applied in the audits of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated October 30, 2014 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 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 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.

KPMG LLP

Nashville, Tennessee
October 30, 2014

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

Statements of Net Position

June 30, 2014 and 2013

Assets	2014	2013
Current assets:		
Cash and cash equivalents	$ 26,879,214	7,238,192
Accounts receivable, less allowances of $336 and $0, respectively	1,562,371	628,039
Accrued interest receivable	153	98
Due from the primary government	66,042	304,919
Prepaid expenses	470,543	248,668
Restricted for construction funds:		
Cash and cash equivalents	5,866,174	33,956,653
Accrued interest receivable	41	1,017
Prepaid expenses	158,855	1,042,686
Due from the primary government	5,905	—
Restricted for debt service and reserve funds:		
Cash and cash equivalents	20,509,877	20,509,877
Accrued interest receivable	69,944	31,037
Due from the primary government	3,799,262	3,185,049
Accounts receivable	2,557,618	814,901
Total current assets	61,945,999	67,961,136
Other noncurrent and capital assets:		
Restricted for debt service and reserve funds:		
Cash and cash equivalents	757,366	14,267,009
Investments	39,568,203	25,247,763
Total noncurrent assets	40,325,569	39,514,772
Capital assets:		
Land	76,471,699	77,103,374
Art collection	1,183,844	1,177,844
Buildings and improvements	634,870,076	587,617,203
Furniture, machinery and equipment	2,652,970	1,989,739
Less accumulated depreciation	(17,895,705)	(2,513,607)
Total capital assets	697,282,884	665,374,553
Total other noncurrent and capital assets	737,608,453	704,889,325
Total assets	799,554,452	772,850,461
Liabilities and Net Position		
Current liabilities:		
Accounts payable and accrued liabilities	$ 1,394,300	1,992,265
Accrued payroll	927,295	557,896
Due to the primary government	6,037	7,615
Unearned revenue	3,011,893	940,728
Liabilities payable from restricted assets:		
Construction funds:		
Accounts payable and accrued liabilities	878,342	9,164,635
Accrued payroll	—	102,847
Due to the primary government	—	3,561
Unearned revenue	104,489	984,625
Debt service and reserve funds:		
Accrued interest payable	20,509,877	20,509,877
Due to the primary government	—	69
Total current liabilities	26,832,233	34,264,118
Long-term revenue bonds payable	624,180,933	624,261,428
Total liabilities	651,013,166	658,525,546
Net position:		
Net investment in capital assets	78,150,095	46,857,088
Restricted for debt retirement	46,752,393	43,545,690
Restricted for construction	—	19,000,000
Unrestricted	23,638,798	4,922,137
Total net position	$ 148,541,286	114,324,915

See accompanying notes to financial statements.

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

Statements of Revenue, Expenses and Changes in Net Position

Years ended June 30, 2014 and 2013
(with operations commencing in May 2013)

	2014	2013
Operating revenue:		
Charges for services	$ 13,816,731	575,340
Other revenue	—	307,524
Total operating revenue	13,816,731	882,864
Operating expense:		
Personal services	7,259,098	1,955,828
Contractual services	6,984,588	1,705,376
Supplies and materials	479,984	202,754
Depreciation	15,382,098	2,513,607
Other	848,278	125,202
Total operating expense	30,954,046	6,502,767
Operating loss	(17,137,315)	(5,619,903)
Nonoperating revenue (expense):		
Tourism tax revenue	47,105,555	33,805,943
Investment income (loss)	933,540	(277,906)
Interest expense	(28,391,595)	(4,667,745)
Other (expense) revenue	(5,585,547)	232,914
Total nonoperating revenue	14,061,953	29,093,206
(Loss) income before capital contributions	(3,075,362)	23,473,303
Capital contributions	37,291,733	29,360,691
Increase in net position	34,216,371	52,833,994
Net position, beginning of year	114,324,915	61,490,921
Net position, end of year	$ 148,541,286	114,324,915

See accompanying notes to financial statements.

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

Statements of Cash Flows

Years ended June 30, 2014 and 2013
(with operations commencing in May 2013)

	2014	2013
Cash flows from operating activities:		
Receipts from customers	$ 14,583,848	1,201,897
Payments to suppliers	(9,134,242)	(33,478)
Payments to employees	(6,889,699)	(1,090,408)
Net cash (used in) provided by operating activities	(1,440,093)	78,011
Cash flows from capital and related financing activities:		
Acquisition and construction of capital assets	(17,224,872)	(98,707,860)
Interest paid	(41,020,512)	(41,019,923)
Interest subsidy	12,548,422	12,933,801
Other revenue (expense)	(645,715)	—
Capital contributions	—	1,984,624
Net cash used in capital and related financing activities	(46,342,677)	(124,809,358)
Cash flows from noncapital financing activities:		
Receipts from governments	44,748,556	33,955,962
Payments to hotel developer	(5,500,000)	—
Net cash provided by noncapital financing activities	39,248,556	33,955,962
Cash flows from investing activities:		
Purchases of investments	(21,369,117)	(23,639,973)
Proceeds from sales and maturities of investments	7,416,293	57,988,000
Interest income	527,938	1,055,626
Net cash (used in) provided by investing activities	(13,424,886)	35,403,653
Net changes in cash and cash equivalents	(21,959,100)	(55,371,732)
Cash and cash equivalents at beginning of year	75,971,731	131,343,463
Cash and cash equivalents at end of year	$ 54,012,631	75,971,731

(Continued)

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

Statements of Cash Flows

Years ended June 30, 2014 and 2013
(with operations commencing in May 2013)

		2014	2013
Reconciliation of operating loss to net cash provided by operating activities:			
Operating loss	$	(17,137,315)	(5,619,903)
Adjustments to reconcile operating loss to net cash (used in) provided by operating activities:			
Depreciation and amortization		15,382,098	2,513,607
Allowance for doubtful accounts		336	—
Changes in assets and liabilities:			
Accounts receivable		(1,254,636)	(308,071)
Prepaid expenses		(221,875)	—
Due from the primary government		(49,748)	—
Accounts payable and accrued liabilities		(597,939)	1,992,239
Accrued payroll		369,399	557,896
Due to the primary government		(1,578)	7,615
Unearned revenue		2,071,165	934,628
Total adjustments		15,697,222	5,697,914
Net cash (used in) provided by operating activities	$	(1,440,093)	78,011
Schedule of noncash capital and related financing activities:			
Amortization of bond premium	$	80,495	80,495
Capital contributions		37,291,733	29,360,691
Schedule of noncash investing activities:			
Unrealized gain (loss) on investments	$	367,616	(754,440)

See accompanying notes to financial statements.

(1) Summary of Significant Accounting Policies

(a) Reporting Entity

The Convention Center Authority of the Metropolitan Government of Nashville and Davidson County (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 accounting principles generally accepted in the United States of America as applied to governmental units. The Authority's most significant accounting policies are summarized below.

(b) 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.

(c) 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.

Investments – Investments consist primarily of U.S. government securities and are stated at fair value. The Authority also invests in the Metropolitan Government's Investment Pool, which is invested in the Tennessee Local Government Investment Pool (LGIP), the Tennessee Intermediate Term Investment Fund (ITIF), and the First Tennessee Bank Advisors Short Investment Pool (FTB Short Pool). The LGIP and ITIF are maintained and managed by the State of Tennessee. The LGIP and ITIF are not registered with the Securities and Exchange Commission (SEC) but do operate in a manner consistent with the SEC's Rule 2a7 of the Investment Company Act of 1940. Accordingly, the Authority's investments in the LGIP and ITIF have been determined based on the Pool's share price. Investments in the FTB Short Pool are reported 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 and liabilities – Restricted assets consist of bond proceeds restricted for construction and for debt service reserve funds and of amounts accumulated for debt service and construction. 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. Capitalized interest totaled $23,404,961 for the year ended June 30, 2013. No interest was capitalized for the year ended June 30, 2014 as the facility was placed in service in May of 2013. Capital assets are generally defined as assets with individual cost in excess of $5,000 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. Depreciation began in May of 2013 when the facility was placed in service.

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 vacation days may accumulate to an amount equal to three times the current annual vacation accrual rate. For 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.

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

(Continued)

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) primary consists of amounts remitted to the developer of a hotel constructed adjacent to the Music City Center as discussed in note 10.

Capital contributions – Capital contributions for the year ended June 30, 2014 represent the costs related to the construction of the connector between the County Music Hall of Fame and the Omni Hotel, which was transferred to the Authority on June 20, 2014. Capital contributions for the year ended June 30, 2013 represent land and development costs for the Music City Center incurred by the Metropolitan Government prior to the formation of the Authority. The value of those costs was contributed to the Authority upon the opening of the Music City Center and is included in land and building and improvements.

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.

(2) New Accounting Standards

The Authority plans to adopt GASB Statement No. 68, *Accounting and Financial Reporting for Pensions – an amendment of GASB Statement No, 27*, required for fiscal periods beginning after June 15, 2014, in the year ending June 30, 2015. This Statement improves accounting and financial reporting for pensions. The Authority has certain employees who participate in a pension plan of the Metropolitan Government. See note (8) (a). The pension plan currently has a total of approximately 12,600 active participants of which 22 are employees of the Authority. The Authority is in the process of determining the effects that the adoption of this Statement will have on the financial statements.

The Authority adopted GASB Statement No. 70, *Accounting and Financial Reporting for Nonexchange Financial Guarantees*, for the year ended June 30, 2014. This statement requires certain disclosures for governmental entities that have outstanding obligations that have been guaranteed by another entity.

(3) Cash and Investments

The Authority is authorized by policy to invest funds that are not immediately needed in United States Treasury Bills, Bonds and Notes; the LGIP; the ITIF; the FTB Short Pool; 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, which is invested in the LGIP, ITIF, and FTB Short Pool.

At June 30, 2014, the Authority had the following deposits and investments:

Investment type	Fair value	Weighted average maturity (in years)
Unrestricted funds:		
Cash on deposit	$ 20,860	—
Metropolitan Government investment pool	26,858,354	1.40
Cash and cash equivalents	26,879,214	
Construction funds:		
Metropolitan Government investment pool	5,866,174	1.40
Cash and cash equivalents	5,866,174	
Debt service and reserve funds:		
Metropolitan Government investment pool	2,860	1.40
U.S. Treasury money market funds	21,264,383	—
Cash and cash equivalents	21,267,243	
U.S. government agencies	39,568,203	4.70
Total cash and investments	$ 93,580,834	

At June 30, 2013, the Authority had the following deposits and investments:

Investment type		Fair value	Weighted average maturity (in years)
Unrestricted funds:			
Cash on deposit	$	22,700	—
Metropolitan Government investment pool		7,215,492	0.31
Cash and cash equivalents		7,238,192	
Construction funds:			
Cash on deposit		9,758,621	—
Metropolitan Government investment pool		24,198,032	0.31
Cash and cash equivalents		33,956,653	
Debt service and reserve funds:			
Metropolitan Government investment pool		110	0.31
U.S. Treasury money market funds		34,776,776	—
Cash and cash equivalents		34,776,886	
U.S. government agencies		25,247,763	6.24
Total cash and investments	$	101,219,494	

(a) Cash

Custodial credit risk is the risk that in the event of a bank failure, the Authority's deposits may not be returned to it. As of June 30, 2014 and 2013, all deposits and certificates of deposit were insured or collateralized as required by State of Tennessee law.

(b) Investments

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The Investment Policy places no specific limit on the weighted average maturity of the investment portfolios. However, the average maturity of the portfolios are monitored and managed so that the changing interest rates will cause only minimal deviations in the net asset value. As of June 30, 2014, the investments of the Authority had weighted average maturities as noted on the preceding tables.

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, 2014 and 2013, all investments were insured or registered or the securities were held by the Authority or its agent in the Authority's name.

(4) Accounts Receivable

Accounts receivable of $4,119,989 at June 30, 2014 consisted of $1,242,403 for operating events, $319,968 for a grant, and $2,557,618 of accrued tourism taxes. Accounts receivable at June 30, 2014 is net of an allowance for doubtful accounts of $336. Accounts receivable of $1,442,940 at June 30, 2013 consisted of $308,071 for operating events, $319,968 for a grant, and $814,901 of accrued tourism taxes.

(5) Capital Assets

During the year ended June 30, 2014, the Authority incurred costs of $10,630,371 for various capital assets acquired subsequent to the opening of the Music City Center and received a capital contribution with a value of $37,291,733 upon completion of the connector between the Country Music Hall of Fame and the Omni Hotel, in accordance with agreements surrounding that project. Decreases in land are due to the settlement of a claim related to land condemned for the construction of the Music City Center; the claim was settled at an amount less than previously estimated.

	Balance June 30, 2013	Increases	Decreases	Balance June 30, 2014
Capital assets, not being depreciated:				
Land	$ 77,103,374		(631,675)	76,471,699
Art collection	1,177,844	6,000	—	1,183,844
Total capital assets, not being depreciated	78,281,218	6,000	(631,675)	77,655,543
Capital assets, being depreciated:				
Buildings and improvements	587,617,203	47,252,873		634,870,076
Furniture, machinery and equipment	1,989,739	663,231		2,652,970
Total capital assets, being depreciated	589,606,942	47,916,104	—	637,523,046
Less accumulated depreciation:				
Buildings and improvements	(2,455,113)	(14,979,752)	—	(17,434,865)
Furniture, machinery and equipment	(58,494)	(402,346)	—	(460,840)
Total accumulated depreciation	(2,513,607)	(15,382,098)	—	(17,895,705)
	$ 665,374,553	32,540,006	(631,675)	697,282,884

During the year ended June 30, 2013, the Authority incurred costs of $4,244,955 related to land and spent $105,727,270 for construction related activities of the Music City Center. Additionally, land and buildings with a value of $29,360,691 were contributed by the Metropolitan Government upon completion of construction. These assets became depreciable in May of 2013 when the operation of the Music City Center began.

	Balance June 30, 2012	Increases	Decreases	Balance June 30, 2013
Capital assets, not being depreciated:				
Land	$ 72,262,175	4,841,199	—	77,103,374
Art collection	—	1,177,844	—	1,177,844
Construction in progress	456,293,069	134,491,717	(590,784,786)	—
Total capital assets, not being depreciated	528,555,244	140,510,760	(590,784,786)	78,281,218
Capital assets, being depreciated:				
Buildings and improvements	—	587,617,203	—	587,617,203
Furniture, machinery and equipment	—	1,989,739	—	1,989,739
Total capital assets, being depreciated	—	589,606,942	—	589,606,942
Less accumulated depreciation:				
Buildings and improvements	—	(2,455,113)	—	(2,455,113)
Furniture, machinery and equipment	—	(58,494)	—	(58,494)
Total accumulated depreciation	—	(2,513,607)	—	(2,513,607)
	$ 528,555,244	727,604,095	(590,784,786)	665,374,553

(6) Unearned Revenue

Unearned revenue of $3,116,382 at June 30, 2014 represents $3,011,893 of deposits received for events scheduled to begin in future years and $104,489 of deposits received to support concessionaire construction. Unearned revenue of $1,925,353 at June 30, 2013 represents $940,728 of deposits received for events scheduled to begin in future years and $984,625 of deposits received to support concessionaire construction.

(7) Long-Term Revenue Bonds Payable

Long-term debt activity during the year ended June 30, 2014, and descriptions of the amounts outstanding are as follows.

	Balance June 30, 2013	Additions	Repayments/ amortization	Balance June 30, 2014
The Convention Center Authority of the Metropolitan Government of Nashville and Davidson County:				
2010A-1, bearing interest at 3.35% to 5.00% payable semiannually, maturing through July 1, 2026	$ 51,730,000	—	—	51,730,000
Tourism Tax Revenue Bonds Federally Taxable, Series 2010A-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 Payments), bearing interest at 4.862% to 6.731% payable semiannually, maturing through July 1, 2043	419,090,000	—	—	419,090,000
Original issue premium	1,046,428	—	(80,495)	965,933
	$ 624,261,428	—	(80,495)	624,180,933

Long-term debt activity during the year ended June 30, 2013, and descriptions of the amounts outstanding are as follows.

	Balance June 30, 2012	Additions	Repayments/ amortization	Balance June 30, 2013
The Convention Center Authority of the Metropolitan Government of Nashville and Davidson County:				
2010A-1, bearing interest at 3.35% to 5.00% payable semiannually, maturing through July 1, 2026	$ 51,730,000	—	—	51,730,000
Tourism Tax Revenue Bonds Federally Taxable, Series 2010A-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 Payments), bearing interest at 4.862% to 6.731% payable semiannually, maturing through July 1, 2043	419,090,000	—	—	419,090,000
Original issue premium	1,126,923	—	(80,495)	1,046,428
	$ 624,341,923	—	(80,495)	624,261,428

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 is 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.

(Continued)

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% 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 to 27.8% and 26.3% in the fiscal years ended June 30, 2014 and June 30, 2013, 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.

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.

		Principal	Interest	Estimated Federal credit
Year ending June 30:				
2015	$	—	41,019,754	(12,345,592)
2016		3,220,000	40,939,255	(12,345,592)
2017		7,865,000	40,681,034	(12,311,062)
2018		10,315,000	40,262,134	(12,222,519)
2019		12,255,000	39,712,513	(12,094,678)
2020–2024		72,730,000	187,477,534	(57,820,875)
2025–2029		90,425,000	163,853,973	(51,970,609)
2030–2034		112,015,000	129,622,280	(41,420,800)
2035–2039		139,825,000	85,981,443	(27,475,370)
2040–2044		174,565,000	31,473,521	(10,057,363)
	$	623,215,000	801,023,441	(250,064,460)

(8) 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 post-employment benefit, and deferred compensation 457 plans of the Metropolitan Government. Employees hired directly by the Authority are eligible to participate in the Authority's deferred compensation 401(k) plan.

(a) Pension Plans (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.

Substantially all of the employees of the Authority who were previously employed by 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 whereby contributions are made in amounts sufficient to cover benefits paid during the year. Actuarially required employer contributions are not computed because the plans are closed and there are few active employees. Employees do not contribute to any of the Metro pension plans.

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 on completing 5 years of service for employees employed on or between October 1, 2001 and December 31, 2012 and who vest before leaving employment.

Actuarially determined net pension obligations are reported in the government-wide statements of the Metropolitan Government; accordingly, no additional liability has been accrued in the financial statement of the Authority.

Contributions by the Authority to the various Metro Plans totaled $266,056 and $82,166 for the years ended June 30, 2014 and June 30, 2013, respectively.

(b) Other Post-Employment Benefit (OPEB) Plans (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 other post-employment benefits 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 that 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, 2014. Actuarially determined other post-employment benefits 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 (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 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.

(d) Deferred Compensation 401(k) Plan (Authority employees)

The Authority offers a 401(k) deferred compensation plans to its employees hired directly by the Authority. Former employees of the Nashville Convention Center 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. Contributions by the Authority to the 401(k) Plan totaled $97,744 and $4,228 for the years ended June 30, 2014 and 2013, respectively.

(9) 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 $4,000,000, 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.

(10) Leases

On December 30, 2010, the Authority entered into a Development Agreement for the Country Music Hall of Fame and Museum Expansion with 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. Future minimum lease payments to the Authority will be as follows:

		Annual rent
Years ending June 30:		
2015–2019	$	250,000
2020–2024		350,000
2025–2064		500,000
2065–2069		650,000
2070–2074		750,000

The Hall of Fame is responsible for all interior and exterior operating costs, maintenance and repairs. As required by the agreement, the Authority will establish a reserve fund for the majority of the rental income received from the Hall of Fame to cover future capital costs related to the connector. The cost and carrying amount of the connector on the Authority's statement of net position at June 30, 2014 is $37,291,733.

(11) Commitments and Contingencies

At June 30, 2014, the Authority had nominal commitments related to construction close out costs for the Music City Center.

On October 19, 2010, the Authority entered into a Development and Funding Agreement with Omni Nashville, LLC (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 twenty 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 began after the hotel opened for business, including the renting of rooms. The amount remitted to Omni during the year ended June 30, 2014 was $5,500,000. The schedule of future annual payments is expected to be as follows.

		Annual payment
Year ending June 30:		
2015	$	8,000,000
2016		9,000,000
2017		10,000,000
2018–2026		12,000,000
2027–2033		15,000,000

On August 18, 2011, an order of judgment was entered against the Metropolitan Development and Housing Agency (MDHA) following the trial of an eminent domain case on the issue of compensation for one of the parcels of land condemned for the Music City Center. The Authority is contractually responsible for all costs associated with this judgment. The Authority had originally deposited $14,800,000 for the parcel, followed by another $1,300,000 after an earlier court action. The latest judgment was for an additional $14,300,000, plus $3,777,832 interest calculated at 10% interest per annum on the balance of the unpaid judgment through January of 2013. The verdict was contested. MDHA filed a motion for new trial, remittitur and/or a judgment notwithstanding the verdict asking the trial court to set aside the verdict. While these motions were ultimately denied by the trial court, MDHA appealed the jury verdict to the Tennessee Court of Appeals. Oral arguments were heard by the Court of Appeals on July 25, 2012, and the trial court's judgment was affirmed by the Court of Appeals on April 30, 2013. Thereafter on June 28, 2013, MDHA filed a Rule 11 Application for Permission to Appeal to the Tennessee Supreme Court, which was denied on October 16, 2013. The Authority deposited with the court $19,377,832, plus interest of $178,000. Additional post-judgment interest payable was accrued through June 30, 2013. A Satisfaction of Judgment was issued November 15, 2013, resolving the outstanding issues between parties. A final payment of $970,828 was made to plaintiff's attorneys representing remaining interest and court and discretionary costs.

There is one additional condemnation case related to a parcel of land for which a total of $1,775,000 has been paid. This case is currently not set for trial.

(12) Related-Party Transactions

In accordance with Ordinance Number BL2010-690 passed by the Metropolitan Council on June 15, 2010, and under the terms of an interlocal agreement between the Authority and the Metropolitan Government, on July 1, 2010, the Authority began to manage the existing Nashville Convention Center. Because the assets of the existing Nashville Convention Center are owned by the Metropolitan Government, the operations are accounted for as an enterprise fund of the Metropolitan Government.

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.

(13) Subsequent Events

The Authority has evaluated subsequent events through October 30, 2014, the date the financial statements were available for issuance, and has determined that there are no subsequent events that require additional disclosure.

KPMG LLP
Suite 1000
401 Commerce Street
Nashville, TN 37219-2422

Independent Auditors' 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:

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 accompanying financial statements of the Convention Center Authority of the Metropolitan Government of Nashville and Davidson County (the Authority), a component unit of the Metropolitan Government of Nashville and Davidson County, which comprise the statement of net position as of June 30, 2014, and the related statements of revenue, expenses, and changes in net position and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated October 30, 2014.

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) to determine the 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.

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 determination of financial statement amounts. 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.

This report is intended solely for the information and use of management, the Finance and Audit Committee, and others within the entity, and is not intended to be and should not be used by anyone other than these specified parties.

KPMG LLP

Nashville, Tennessee
October 30, 2014