

T-025



Memphis City Council Summary Sheet

1. Description of the Item (Resolution, Ordinance, etc.)

Report on Debt Obligation for the issuance of the \$165,680,000 General Improvement Refunding Bonds, Series 2021.

2. Initiating Party (e.g. Public Works, at request of City Council, etc.)

The Finance Division is the initiating party.

3. State whether this is a change to an existing ordinance or resolution, if applicable.

There is no change to an existing ordinance or resolution.

4. State whether this will impact specific council districts or super districts.

This does not impact specific council districts or super districts.

5. State whether this requires a new contract, or amends an existing contract, if applicable.

This does not require a new contract, or amends an existing contract.

6. State whether this requires an expenditure of funds/requires a budget amendment

The resolution does require an expenditure of funds.

7. If applicable, please list the MWBE goal and any additional information needed

\$165,680,000 City of Memphis, Tennessee, General Improvement Refunding Bonds, Series 2021

MWBE/Local Opportunity Analysis

City Has an Opportunity to Select an MWBE Firm

		Fees		MWBE Fees		Local Fees
ComCap Partners	Co-Financial Advisor	\$ 75,000		\$ 75,000		\$ 75,000
PFM Financial Advisors, LLC	Co-Financial Advisor	75,000		-		75,000
Butler Snow LLP	Co-Bond Counsel	90,000		-		90,000
Ahmad Zaffarese LLC	Co-Bond Counsel	90,000		90,000		90,000
Bass, Berry & Sims PLC	Co-Disclosure Counsel	41,439		-		41,439
Bruce Turner, PLLC	Co-Disclosure Counsel	41,439		41,439		41,439
Banks, Finley, White & Co.	Verification Agent	3,000		3,000		3,000
Digital Assurance Certification, LLC*	Dissemination Agent	2,500		2,500		-
Total MWBE/Local Opportunity		\$ 418,378		\$ 211,939		\$ 415,878
MWBE Participation		50.7%				
MBE Participation*		50.1%				
Local Participation		99.4%				

City Does Not Have an Opportunity to Select an MWBE Firm

B of A Securities	Underwriter	\$ 242,546		\$ -		\$ -
Moody's Investors Services	Rating Agency	66,625		-		-
S&P Global Ratings	Rating Agency	43,998		-		-
Regions Bank	Escrow/Paying Agent	1,450		-		-
Image Masters	Official Statement Printer	2,250		-		-
Miscellaneous	Miscellaneous	5,000		-		-
Total No MWBE/Local Opportunity		\$ 361,869		\$ -		\$ -
Total for All Fees		\$ 780,247		\$ 211,939		\$ 415,878
MWBE Participation		27.2%				
MBE Participation*		26.8%				
Local Participation		53.3%				

*Digital Assurance Certification is a WBE and is excluded from the MBE Participation calculation.

REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

1. Public Entity:
 Name: Memphis, Tennessee
 Address: 125 North Main Street
Memphis, Tennessee 38103
 Debt Issue Name: General Improvement Refunding Bonds, Series 2021
 If disclosing initially for a program, attach the form specified for updates, indicating the frequency required.

2. Face Amount: \$ 165,680,000.00
 Premium/Discount: \$ 42,183,831.50

3. Interest Cost: 2.0854 % Tax-exempt Taxable
 TIC NIC
 Variable: Index _____ plus _____ basis points; or
 Variable: Remarketing Agent _____
 Other: _____

4. Debt Obligation:
 TRAN RAN CON
 BAN CRAN GAN
 Bond Loan Agreement Capital Lease
 If any of the notes listed above are issued pursuant to Title 9, Chapter 21, enclose a copy of the executed note with the filing with the Division of Local Government Finance ("LGF").

5. Ratings:
 Unrated
 Moody's Aa2 Standard & Poor's AA Fitch _____

6. Purpose:

		BRIEF DESCRIPTION
<input type="checkbox"/> General Government	_____ %	_____
<input type="checkbox"/> Education	_____ %	_____
<input type="checkbox"/> Utilities	_____ %	_____
<input type="checkbox"/> Other	_____ %	_____
<input checked="" type="checkbox"/> Refunding/Renewal	<u>100.00</u> %	<u>Payment of CP/Refund 2011 Bonds</u>

7. Security:
 General Obligation General Obligation + Revenue/Tax
 Revenue Tax Increment Financing (TIF)
 Annual Appropriation (Capital Lease Only) Other (Describe): _____

8. Type of Sale:
 Competitive Public Sale Interfund Loan _____
 Negotiated Sale Loan Program _____
 Informal Bid

9. Date:
 Dated Date: 08/05/2021 Issue/Closing Date: 08/05/2021

REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

10. Maturity Dates, Amounts and Interest Rates *:

Year	Amount	Interest Rate	Year	Amount	Interest Rate
See attached	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%

If more space is needed, attach an additional sheet.

If (1) the debt has a final maturity of 31 or more years from the date of issuance, (2) principal repayment is delayed for two or more years, or (3) debt service payments are not level throughout the retirement period, then a cumulative repayment schedule (grouped in 5 year increments out to 30 years) including this and all other entity debt secured by the same source **MUST BE PREPARED AND ATTACHED**. For purposes of this form, debt secured by an ad valorem tax pledge and debt secured by a dual ad valorem tax and revenue pledge are secured by the same source. Also, debt secured by the same revenue stream, no matter what lien level, is considered secured by the same source.

* This section is not applicable to the Initial Report for a Borrowing Program.

11. Cost of Issuance and Professionals:

No costs or professionals

	AMOUNT <small>(Round to nearest \$)</small>	FIRM NAME
Financial Advisor Fees	\$ 150,000	ComCap Partners/PFM Financial Advisors, LLC
Legal Fees	\$	
Bond Counsel	\$ 180,000	Butler Snow LLP/Ahmad Zaffarese LLC
Issuer's Counsel	\$	
Trustee's Counsel	\$	
Bank Counsel	\$	
Disclosure Counsel	\$ 82,878	Bass Berry and Sims PLC/Bruce Turner PLLC
Paying Agent Fees	\$ 850	Regions Bank
Registrar Fees	\$	
Trustee Fees	\$	
Remarketing Agent Fees	\$	
Liquidity Fees	\$	
Rating Agency Fees	\$ 110,623	S&P Rating/Moody's Rating
Credit Enhancement Fees	\$	
Bank Closing Costs	\$	
Underwriter's Discount <u>0.15</u> %		
Take Down	\$	
Management Fee	\$	
Risk Premium	\$	
Underwriter's Counsel	\$	
Other expenses	\$ 242,546	BofA Securities, Inc.
Printing and Advertising Fees	\$ 2,250	Printing/Shipping
Issuer/Administrator Program Fees	\$ 0	
Real Estate Fees	\$	
Sponsorship/Referral Fee	\$	
Other Costs	\$ 11,100	DAC, Verification Agent (Banks, Finley, White & Co.), Misc.
TOTAL COSTS	\$ 780,247	

REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

12. Recurring Costs:

No Recurring Costs

	AMOUNT (Basis points/\$)	FIRM NAME (If different from #11)
Remarketing Agent		
Paying Agent / Registrar	\$600/year	Regions Bank
Trustee		
Liquidity / Credit Enhancement		
Escrow Agent		
Sponsorship / Program / Admin		
Other _____		

13. Disclosure Document / Official Statement:

None Prepared

EMMA link https://emma.msrb.org/P21479022-P21146822-P21560451.pdf or

Copy attached

14. Continuing Disclosure Obligations:

Is there an existing continuing disclosure obligation related to the security for this debt? Yes No

Is there a continuing disclosure obligation agreement related to this debt? Yes No

If yes to either question, date that disclosure is due See attachment

Name and title of person responsible for compliance André D. Walker, Deputy Chief Financial

15. Written Debt Management Policy:

Governing Body's approval date of the current version of the written debt management policy 02/02/2021

Is the debt obligation in compliance with and clearly authorized under the policy? Yes No

16. Written Derivative Management Policy:

No derivative

Governing Body's approval date of the current version of the written derivative management policy _____

Date of Letter of Compliance for derivative _____

Is the derivative in compliance with and clearly authorized under the policy? Yes No

17. Submission of Report:

To the Governing Body: on _____ and presented at public meeting held on _____

Copy to Director, Division of Local Govt Finance: on _____ either by:

Mail to: _____ OR Email to: LGF@cot.tn.gov

Cordell Hull Building
425 Fifth Avenue North, 4th Floor
Nashville, TN 37243-3400

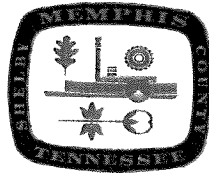
18. Signatures:

	AUTHORIZED REPRESENTATIVE	PREPARER
Name	<u>Jim Strickland</u>	<u>Geoffrey Morris</u>
Title	<u>Mayor</u>	<u>Attorney</u>
Firm	<u>City of Memphis</u>	<u>BUTLER SNOW LLP</u>
Email	<u>mayor@memphistn.gov</u>	<u>geoffrey.morris@butlersnow.com</u>
Date	_____	_____

Maturity Date	Amount	Rate
05/01/2023	500,000	5.000%
05/01/2024	5,555,000	5.000%
05/01/2025	5,835,000	5.000%
05/01/2026	6,130,000	5.000%
05/01/2027	6,430,000	5.000%
05/01/2028	6,755,000	5.000%
05/01/2029	7,090,000	5.000%
05/01/2030	7,450,000	5.000%
05/01/2031	7,815,000	5.000%
05/01/2032	8,210,000	5.000%
05/01/2033	8,620,000	5.000%
05/01/2034	9,055,000	4.000%
05/01/2035	9,415,000	4.000%
05/01/2036	9,795,000	4.000%
05/01/2037	5,585,000	4.000%
05/01/2038	5,805,000	4.000%
05/01/2039	6,040,000	4.000%
05/01/2040	6,280,000	4.000%
05/01/2041	6,530,000	4.000%
05/01/2042	6,790,000	4.000%
05/01/2043	7,065,000	4.000%
05/01/2044	7,345,000	4.000%
05/01/2045	7,640,000	4.000%
05/01/2046	7,945,000	4.000%

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T-024



Memphis City Council Summary Sheet

1. Description of the Item (Resolution, Ordinance, etc.)

Report on Debt Obligation for the issuance of the \$24,255,000 EDGE Industrial Development Board of the City of Memphis and County of Shelby, Tennessee.

2. Initiating Party (e.g. Public Works, at request of City Council, etc.)

The Finance Division is the initiating party.

3. State whether this is a change to an existing ordinance or resolution, if applicable.

There is no change to an existing ordinance or resolution.

4. State whether this will impact specific council districts or super districts.

This does not impact specific council districts or super districts.

5. State whether this requires a new contract, or amends an existing contract, if applicable.

This does not require a new contract, or amends an existing contract.

6. State whether this requires an expenditure of funds/requires a budget amendment

The resolution does require an expenditure of funds.

7. If applicable, please list the MWBE goal and any additional information needed

**Economic Development Growth Engine Industrial Development Board of the
City of Memphis and County of Shelby, Tennessee
\$19,140,000 Economic Development Bonds (City of Memphis Project) Series 2020A
\$5,115,000 Economic Development Bonds (City of Memphis Project) Series 2021B (Federally Taxable)**

MWBE/Local Participation Analysis

City Has an Opportunity to Select an MWBE Firm

		Fees	MWBE	Local Presence
ComCap Partners	Co-Financial Advisor	\$ 40,000	\$ 40,000	\$ 40,000
PFM Financial Advisors, LLC	Co-Financial Advisor	40,000	-	40,000
Butler Snow LLP	Co-Bond Counsel	50,000	-	50,000
Carpenter Law, PLLC	Co-Bond Counsel	50,000	50,000	50,000
Bass Berry & Sims PLC	Co-Disclosure Counsel	30,000	-	30,000
Bruce Turner, PLLC	Co-Disclosure Counsel	30,000	30,000	30,000
Loop Capital Markets	Lead Underwriter	52,281	52,281	-
Piper Sandler & Co.	Co-Managing Underwriter	7,317	-	7,317
Rice Financial Products	Co-Managing Underwriter	2,485	2,485	-
Ahmad Zaffarese LLC	Underwriter's Counsel	25,000	25,000	25,000
Digital Assurance Certification, LLC*	Dissemination Agent	2,500	2,500	-
Total		\$ 329,583	\$ 202,266	\$ 272,317
MWBE Participation		61.4%		
MBE Participation*		60.6%		
Local Participation		82.6%		

City Does Not Have an Opportunity to Select an MWBE Firm

Moody's Investors Services	Rating Agency	\$ 16,600	\$ -	\$ -
S&P Global Ratings	Rating Agency	6,383	-	-
EDGE	Issuance Fee	61,574	-	61,574
Farris Bobango PLC	General Counsel to EDGE	44,255	-	44,255
Regions Bank	Trustee	6,000	-	-
Waller Lansden Dortch & Davis, LLP	Trustee Counsel	5,000	-	-
Image Masters	Official Statement Printer	4,500	-	-
Various Third Parties	Fees Paid by Lead Underwriter	6,585	-	-
Miscellaneous		5,000	-	-
Total		\$ 155,897	\$ -	\$ 105,829
Total for All Fees		\$ 485,479	\$ 202,266	\$ 378,146
MWBE Participation		41.7%		
MBE Participation*		41.1%		
Local Participation		77.9%		

*Digital Assurance Certification is a WBE and is excluded from the MBE Participation calculation.

REPORT ON DEBT OBLIGATION

(Pursuant to Tennessee Code Annotated Section 9-21-151)

1. Public Entity:
 Name: City of Memphis, Tennessee
 Address: 125 North Main Street
Memphis, Tennessee 38103
 Debt Issue Name: EDGE Ind. Dev. Board - Memphis/Shelby Co. TN Economic Development Bonds (City of Memphis Project), Series 2021A
 If disclosing initially for a program, attach the form specified for updates, indicating the frequency required.

2. Face Amount: \$ 19,140,000.00
 Premium/Discount: \$ 3,738,494.00

3. Interest Cost: 2.6848 % Tax-exempt Taxable
 TIC NIC
 Variable: Index _____ plus _____ basis points; or
 Variable: Remarketing Agent _____
 Other: _____

4. Debt Obligation:
 TRAN RAN CON
 BAN CRAN GAN
 Bond Loan Agreement Capital Lease
 If any of the notes listed above are issued pursuant to Title 9, Chapter 21, enclose a copy of the executed note with the filing with the Division of Local Government Finance ("LGF").

5. Ratings:
 Unrated
 Moody's Aa3 Standard & Poor's AA Fitch _____

6. Purpose:

		BRIEF DESCRIPTION
<input type="checkbox"/> General Government	_____ %	_____
<input type="checkbox"/> Education	_____ %	_____
<input type="checkbox"/> Utilities	_____ %	_____
<input checked="" type="checkbox"/> Other	<u>100.00</u> %	<u>Capital improvement projects</u>
<input type="checkbox"/> Refunding/Renewal	_____ %	_____

7. Security:
 General Obligation General Obligation + Revenue/Tax
 Revenue Tax Increment Financing (TIF)
 Annual Appropriation (Capital Lease Only) Other (Describe): Non-tax revenues

8. Type of Sale:
 Competitive Public Sale Interfund Loan
 Negotiated Sale Loan Program
 Informal Bid

9. Date:
 Dated Date: 07/14/2021 Issue/Closing Date: 07/14/2021

REPORT ON DEBT OBLIGATION

(Pursuant to Tennessee Code Annotated Section 9-21-151)

10. Maturity Dates, Amounts and Interest Rates *:

Year	Amount	Interest Rate	Year	Amount	Interest Rate
See attached	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%

If more space is needed, attach an additional sheet.

If (1) the debt has a final maturity of 31 or more years from the date of issuance, (2) principal repayment is delayed for two or more years, or (3) debt service payments are not level throughout the retirement period, then a cumulative repayment schedule (grouped in 5 year increments out to 30 years) including this and all other entity debt secured by the same source **MUST BE PREPARED AND ATTACHED**. For purposes of this form, debt secured by an ad valorem tax pledge and debt secured by a dual ad valorem tax and revenue pledge are secured by the same source. Also, debt secured by the same revenue stream, no matter what lien level, is considered secured by the same source.

* This section is not applicable to the Initial Report for a Borrowing Program.

11. Cost of Issuance and Professionals:

No costs or professionals

	AMOUNT <small>(Round to nearest \$)</small>	FIRM NAME
Financial Advisor Fees	\$ 63,129	ComCap Partners/PFM Financial Advisors, LLC
Legal Fees	\$	
Bond Counsel	\$ 78,912	Butler Snow LLP/Carpenter Law PLLC
Issuer's Counsel	\$ 29,140	Farris Bobango PLC
Trustee's Counsel	\$ 3,946	Waller Lansden Dortch & Davis, LLP
Bank Counsel	\$	
Disclosure Counsel	\$ 47,347	Bass Berry and Sims PLC/Bruce Turner PLLC
Paying Agent Fees	\$	
Registrar Fees	\$	
Trustee Fees	\$ 3,000	Regions Bank
Remarketing Agent Fees	\$	
Liquidity Fees	\$	
Rating Agency Fees	\$ 18,136	S&P Rating/Moody's Rating
Credit Enhancement Fees	\$	
Bank Closing Costs	\$	
Underwriter's Discount <u>0.40</u> %		
Take Down	\$ 50,824	Loop Capital Markets LLC
Management Fee	\$	
Risk Premium	\$	
Underwriter's Counsel	\$ 19,728	Ahmad Zaffarese LLC
Other expenses	\$ 5,196	See attached.
Printing and Advertising Fees	\$ 3,551	ImageMaster
Issuer/Administrator Program Fees	\$ 46,565	Economic Development Growth Engine Ind. Dev. Board.
Real Estate Fees	\$	
Sponsorship/Referral Fee	\$	
Other Costs	\$ 5,918	See attached.
TOTAL COSTS	\$ 375,392	

REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

12. Recurring Costs:

No Recurring Costs

	AMOUNT (Basis points/\$)	FIRM NAME (If different from #11)
Remarketing Agent		
Paying Agent / Registrar	\$600/year	Regions Bank
Trustee		
Liquidity / Credit Enhancement		
Escrow Agent		
Sponsorship / Program / Admin		
Other _____		

13. Disclosure Document / Official Statement:

None Prepared

EMMA link <https://emma.msrb.org/P21473346-P21142868-P21556260.pdf> or

Copy attached

14. Continuing Disclosure Obligations:

Is there an existing continuing disclosure obligation related to the security for this debt? Yes No

Is there a continuing disclosure obligation agreement related to this debt? Yes No

If yes to either question, date that disclosure is due 4/30 each year or first bus. day thereafter

Name and title of person responsible for compliance André D. Walker, Deputy Chief Financial

15. Written Debt Management Policy:

Governing Body's approval date of the current version of the written debt management policy 02/02/2021

Is the debt obligation in compliance with and clearly authorized under the policy? Yes No

16. Written Derivative Management Policy:

No derivative

Governing Body's approval date of the current version of the written derivative management policy _____

Date of Letter of Compliance for derivative _____

Is the derivative in compliance with and clearly authorized under the policy? Yes No

17. Submission of Report:

To the Governing Body: on _____ and presented at public meeting held on _____

Copy to Director, Division of Local Govt Finance: on _____ either by:

Mail to: _____ OR Email to: LGF@cot.tn.gov

Cordell Hull Building
425 Fifth Avenue North, 4th Floor
Nashville, TN 37243-3400

18. Signatures:

	AUTHORIZED REPRESENTATIVE	PREPARER
Name	<u>Jim Strickland</u>	<u>Michael Bradshaw</u>
Title	<u>Mayor</u>	<u>Attorney</u>
Firm	<u>City of Memphis</u>	<u>Butler Snow LLP</u>
Email	<u>mayor@memphistn.gov</u>	<u>michael.bradshaw@butlersnow.com</u>
Date	_____	_____

ATTACHMENT TO FORM CT-0253 REPORT ON DEBT OBLIGATION

Relating to

\$24,255,000

Economic Development Growth Engine

**Industrial Development Board of the City of Memphis and County of Shelby, Tennessee
Economic Development Bonds (City of Memphis Project), Series 2021A and Series 2021B
(Federally Taxable)**

Cumulative Repayment Schedule

THIS ISSUE			TOTAL OUTSTANDING DEBT		
Year	Cumulative Principal	%Total	Year	Cumulative Principal	%Total
1	-	0%	1	20,347,200	7%
5	3,030,000	12%	5	112,389,100	36%
10	7,385,000	30%	10	229,999,100	74%
15	11,940,000	49%	15	251,184,100	81%
20	17,495,000	72%	20	268,764,100	87%
25	24,255,000	100%	25	289,449,100	94%
30	24,255,000	100%	30	305,669,100	99%

ATTACHMENT TO FORM CT-0253 REPORT ON DEBT OBLIGATION

Relating to

\$19,140,000

Economic Development Growth Engine

**Industrial Development Board of the City of Memphis and County of Shelby, Tennessee
Economic Development Bonds (City of Memphis Project), Series 2021A**

10. **Maturity Dates, Amounts, and Interest Rates: SEE ATTACHED.**

11. **Underwriter's Discount, Other Expenses:**

Ipreo Fees	\$1,990.32
Clearing Fees	157.82
CUSIP	1,016.38
Day Loan	611.56
DTC	631.29
Expenses	394.56
<u>DAC</u>	<u>394.56</u>
Total	\$5,196.49

11. **Other Costs:**

DAC	\$1,972.79
Miscellaneous	3,945.58
<u>Total</u>	<u>\$5,918.37</u>

Bond Component	Maturity Date	Amount	Rate
Series 2021A:			
	04/01/2029	720,000	5.000%
	04/01/2030	755,000	5.000%
	04/01/2031	795,000	5.000%
	04/01/2032	835,000	5.000%
	04/01/2033	875,000	4.000%
	04/01/2034	910,000	4.000%
	04/01/2035	950,000	4.000%
	04/01/2036	985,000	4.000%
	04/01/2037	1,025,000	4.000%
	04/01/2038	1,065,000	4.000%
	04/01/2039	1,110,000	4.000%
	04/01/2040	1,155,000	4.000%
	04/01/2041	<u>1,200,000</u>	4.000%
		12,380,000	
Series 2021A- Term 2046			
	04/01/2042	1,250,000	4.000%
	04/01/2043	1,295,000	4.000%
	04/01/2044	1,350,000	4.000%
	04/01/2045	1,405,000	4.000%
	04/01/2046	<u>1,460,000</u>	4.000%
		6,760,000	

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REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

1. Public Entity:
 Name: City of Memphis, Tennessee
 Address: 125 North Main Street
Memphis, Tennessee 38103
 Debt Issue Name: EDGE Ind. Dev. Board - Memphis/Shelby Co. TN Economic Development Bonds (City of Memphis Project), Series 2021B (Federally Taxable)
 If disclosing initially for a program, attach the form specified for updates, indicating the frequency required.

2. Face Amount: \$ 5,115,000.00
 Premium/Discount: \$ _____

3. Interest Cost: 1.4923 % Tax-exempt Taxable
 TIC NIC
 Variable: Index _____ plus _____ basis points; or
 Variable: Remarketing Agent _____
 Other: _____

4. Debt Obligation:
 TRAN RAN CON
 BAN CRAN GAN
 Bond Loan Agreement Capital Lease
 If any of the notes listed above are issued pursuant to Title 9, Chapter 21, enclose a copy of the executed note with the filing with the Division of Local Government Finance ("LGF").

5. Ratings:
 Unrated
 Moody's Aa3 Standard & Poor's AA Fitch _____

6. Purpose:

<input type="checkbox"/> General Government	_____ %	BRIEF DESCRIPTION _____ _____ _____ _____
<input type="checkbox"/> Education	_____ %	
<input type="checkbox"/> Utilities	_____ %	
<input checked="" type="checkbox"/> Other	<u>100.00</u> %	
<input type="checkbox"/> Refunding/Renewal	_____ %	

Capital improvement projects

7. Security:
 General Obligation General Obligation + Revenue/Tax
 Revenue Tax Increment Financing (TIF)
 Annual Appropriation (Capital Lease Only) Other (Describe): Non-tax revenues

8. Type of Sale:
 Competitive Public Sale Interfund Loan
 Negotiated Sale Loan Program
 Informal Bid

9. Date:
 Dated Date: 07/14/2021 Issue/Closing Date: 07/14/2021

REPORT ON DEBT OBLIGATION

(Pursuant to Tennessee Code Annotated Section 9-21-151)

10. Maturity Dates, Amounts and Interest Rates *:

Year	Amount	Interest Rate	Year	Amount	Interest Rate
04/01/2024	\$ 1,000,000.00	0.8800 %		\$	%
04/01/2025	\$ 1,010,000.00	1.1500 %		\$	%
04/01/2026	\$ 1,020,000.00	1.3000 %		\$	%
04/01/2027	\$ 1,035,000.00	1.5700 %		\$	%
04/01/2028	\$ 1,050,000.00	1.7200 %		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%

If more space is needed, attach an additional sheet.

If (1) the debt has a final maturity of 31 or more years from the date of issuance, (2) principal repayment is delayed for two or more years, or (3) debt service payments are not level throughout the retirement period, then a cumulative repayment schedule (grouped in 5 year increments out to 30 years) including this and all other entity debt secured by the same source **MUST BE PREPARED AND ATTACHED**. For purposes of this form, debt secured by an ad valorem tax pledge and debt secured by a dual ad valorem tax and revenue pledge are secured by the same source. Also, debt secured by the same revenue stream, no matter what lien level, is considered secured by the same source.

* This section is not applicable to the Initial Report for a Borrowing Program.

11. Cost of Issuance and Professionals:

No costs or professionals

	AMOUNT <small>(Round to nearest \$)</small>	FIRM NAME
Financial Advisor Fees	\$ 16,871	ComCap Partners/PFM Financial Advisors, LLC
Legal Fees	\$	
Bond Counsel	\$ 21,088	Butler Snow LLP/Carpenter Law PLLC
Issuer's Counsel	\$ 15,115	Farris Bobango PLC
Trustee's Counsel	\$ 1,054	Waller Lansden Dortch & Davis, LLP
Bank Counsel	\$	
Disclosure Counsel	\$ 12,653	Bass Berry and Sims PLC/Bruce Turner PLLC
Paying Agent Fees	\$	
Registrar Fees	\$	
Trustee Fees	\$ 3,000	Regions Bank
Remarketing Agent Fees	\$	
Liquidity Fees	\$	
Rating Agency Fees	\$ 4,847	S&P Rating/Moody's Rating
Credit Enhancement Fees	\$	
Bank Closing Costs	\$	
Underwriter's Discount <u>0.35</u> %		
Take Down	\$ 11,259	Loop Capital Markets LLC
Management Fee	\$	
Risk Premium	\$	
Underwriter's Counsel	\$ 5,272	Ahmad Zaffarese LLC
Other expenses	\$ 1,389	See attached.
Printing and Advertising Fees	\$ 949	ImageMaster
Issuer/Administrator Program Fees	\$ 15,009	Economic Development Growth Engine Ind. Dev. Board.
Real Estate Fees	\$	
Sponsorship/Referral Fee	\$	
Other Costs	\$ 1,582	See attached.
TOTAL COSTS	\$ 110,087	

REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

12. Recurring Costs:

No Recurring Costs

	AMOUNT (Basis points/\$)	FIRM NAME (If different from #11)
Remarketing Agent		
Paying Agent / Registrar	\$600/year	Regions Bank
Trustee		
Liquidity / Credit Enhancement		
Escrow Agent		
Sponsorship / Program / Admin		
Other _____		

13. Disclosure Document / Official Statement:

None Prepared

EMMA link <https://emma.msrb.org/P21473346-P21142868-P21556260.pdf> or

Copy attached

14. Continuing Disclosure Obligations:

Is there an existing continuing disclosure obligation related to the security for this debt? Yes No

Is there a continuing disclosure obligation agreement related to this debt? Yes No

If yes to either question, date that disclosure is due 4/30 each year or first bus. day thereafter

Name and title of person responsible for compliance André D. Walker, Deputy Chief Financial

15. Written Debt Management Policy:

Governing Body's approval date of the current version of the written debt management policy 02/02/2021

Is the debt obligation in compliance with and clearly authorized under the policy? Yes No

16. Written Derivative Management Policy:

No derivative

Governing Body's approval date of the current version of the written derivative management policy _____

Date of Letter of Compliance for derivative _____

Is the derivative in compliance with and clearly authorized under the policy? Yes No

17. Submission of Report:

To the Governing Body: on _____ and presented at public meeting held on _____

Copy to Director, Division of Local Govt Finance: on _____ either by:

Mail to: _____ OR Email to: LGF@cot.tn.gov

Cordell Hull Building
425 Fifth Avenue North, 4th Floor
Nashville, TN 37243-3400

18. Signatures:

	AUTHORIZED REPRESENTATIVE	PREPARER
Name	<u>Jim Strickland</u>	<u>Michael Bradshaw</u>
Title	<u>Mayor</u>	<u>Attorney</u>
Firm	<u>City of Memphis</u>	<u>Butler Snow LLP</u>
Email	<u>mayor@memphistn.gov</u>	<u>michael.bradshaw@butlersnow.com</u>
Date	_____	_____

ATTACHMENT TO FORM CT-0253 REPORT ON DEBT OBLIGATION

Relating to

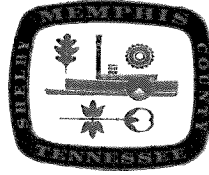
\$24,255,000

Economic Development Growth Engine

**Industrial Development Board of the City of Memphis and County of Shelby, Tennessee
Economic Development Bonds (City of Memphis Project), Series 2021A and Series 2021B
(Federally Taxable)**

Cumulative Repayment Schedule

THIS ISSUE			TOTAL OUTSTANDING DEBT		
Year	Cumulative Principal	%Total	Year	Cumulative Principal	%Total
1	-	0%	1	20,347,200	7%
5	3,030,000	12%	5	112,389,100	36%
10	7,385,000	30%	10	229,999,100	74%
15	11,940,000	49%	15	251,184,100	81%
20	17,495,000	72%	20	268,764,100	87%
25	24,255,000	100%	25	289,449,100	94%
30	24,255,000	100%	30	305,669,100	99%



Memphis City Council Summary Sheet

1. Description of the Item (Resolution, Ordinance, etc.)

Report on Debt Obligation for the issuance of the \$69,635,000 Economic Development Growth Engine Industrial Development Board of the City of Memphis and Shelby County of Shelby, Tennessee, Series 2021.

2. Initiating Party (e.g. Public Works, at request of City Council, etc.)

The Finance Division is the initiating party.

3. State whether this is a change to an existing ordinance or resolution, if applicable.

There is no change to an existing ordinance or resolution.

4. State whether this will impact specific council districts or super districts.

This does not impact specific council districts or super districts.

5. State whether this requires a new contract, or amends an existing contract, if applicable.

This does not require a new contract, or amends an existing contract.

6. State whether this requires an expenditure of funds/requires a budget amendment

The resolution does require an expenditure of funds.

7. If applicable, please list the MWBE goal and any additional information needed

**\$69,635,000 Economic Development Growth Engine Industrial Development Board of the
City of Memphis and County of Shelby, Tennessee
Revenue Bonds (Liberty Park Project), Series 2021 (Federally Taxable)**

MWBE/Local Participation Analysis

City Has an Opportunity to Select an MWBE Firm

		Fees	MWBE	Local Presence
ComCap Partners	Co-Financial Advisor	\$ 95,000	\$ 95,000	\$ 95,000
PFM Financial Advisors, LLC	Co-Financial Advisor	95,000	-	95,000
Butler Snow LLP	Co-Bond Counsel	75,000	-	75,000
Carpenter Law, PLLC	Co-Bond Counsel	75,000	75,000	75,000
Bass Berry & Sims PLC	Co-Disclosure Counsel	50,000	-	50,000
Bruce Turner, PLLC	Co-Disclosure Counsel	50,000	50,000	50,000
Raymond James & Associates	Lead Underwriter	113,436	-	113,436
Piper Sandler & Co.	Co-Managing Underwriter	50,615	-	50,615
Blaylock Van, LLC	Co-Managing Underwriter	16,495	16,495	-
Rice Financial Products	Co-Managing Underwriter	8,515	8,515	-
Ahmad Zaffarese LLC	Underwriter's Counsel	25,000	25,000	25,000
Digital Assurance Certification, LLC*	Dissemination Agent	2,500	2,500	-
Total		\$ 656,560	\$ 272,510	\$ 629,051
MWBE Participation		41.5%		
MBE Participation*		41.1%		
Local Participation		95.8%		

City Does Not Have an Opportunity to Select an MWBE Firm

Moody's Investors Services	Rating Agency	\$ 31,200	\$ -	\$ -
S&P Global Ratings	Rating Agency	19,361	-	-
EDGE	Issuance Fee	160,179	-	160,179
Farris Bobango PLC	General Counsel to EDGE	75,000	-	75,000
Regions Bank	Trustee	3,000	-	-
Waller Lansden Dortch & Davis, LLP	Trustee Counsel	7,500	-	-
Image Masters	Official Statement Printer	2,980	-	-
Various Third Parties	Fees Paid by Lead Underwriter	17,109	-	-
Miscellaneous		5,000	-	-
Total		\$ 321,328	\$ -	\$ 235,179
Total for All Fees		\$ 977,888	\$ 272,510	\$ 864,229
MWBE Participation		27.9%		
MBE Participation*		27.6%		
Local Participation		88.4%		

*Digital Assurance Certification is a WBE and is excluded from the MBE Participation calculation.

REPORT ON DEBT OBLIGATION

(Pursuant to Tennessee Code Annotated Section 9-21-151)

1. Public Entity:
 Name: City of Memphis, Tennessee
 Address: 125 North Main Street
Memphis, Tennessee 38103
 Debt Issue Name: EDGE Ind. Dev. Board - Memphis/Shelby Co. TN Rev. Bds (Liberty Park Project), Series 2021 (Federally Taxable)
 If disclosing initially for a program, attach the form specified for updates, indicating the frequency required.

2. Face Amount: \$ 69,635,000.00
 Premium/Discount: \$ _____

3. Interest Cost: 2.8572 % Tax-exempt Taxable
 TIC NIC
 Variable: Index _____ plus _____ basis points; or
 Variable: Remarketing Agent _____
 Other: _____

4. Debt Obligation:
 TRAN RAN CON
 BAN CRAN GAN
 Bond Loan Agreement Capital Lease
 If any of the notes listed above are issued pursuant to Title 9, Chapter 21, enclose a copy of the executed note with the filing with the Division of Local Government Finance ("LGF").

5. Ratings:
 Unrated
 Moody's Aa3 Standard & Poor's AA Fitch _____

6. Purpose:

		BRIEF DESCRIPTION
<input type="checkbox"/> General Government	_____ %	_____
<input type="checkbox"/> Education	_____ %	_____
<input type="checkbox"/> Utilities	_____ %	_____
<input checked="" type="checkbox"/> Other	<u>100.00</u> %	<u>Capital improvement projects at Fairgrounds campus.</u>
<input type="checkbox"/> Refunding/Renewal	_____ %	_____

7. Security:
 General Obligation General Obligation + Revenue/Tax
 Revenue Tax Increment Financing (TIF)
 Annual Appropriation (Capital Lease Only) Other (Describe): TDZ revenues; non-tax revenue

8. Type of Sale:
 Competitive Public Sale Interfund Loan _____
 Negotiated Sale Loan Program _____
 Informal Bid _____

9. Date:
 Dated Date: 07/01/2021 Issue/Closing Date: 07/01/2021

REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

10. Maturity Dates, Amounts and Interest Rates *:

Year	Amount	Interest Rate	Year	Amount	Interest Rate
See attached	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%

If more space is needed, attach an additional sheet.

If (1) the debt has a final maturity of 31 or more years from the date of issuance, (2) principal repayment is delayed for two or more years, or (3) debt service payments are not level throughout the retirement period, then a cumulative repayment schedule (grouped in 5 year increments out to 30 years) including this and all other entity debt secured by the same source **MUST BE PREPARED AND ATTACHED**. For purposes of this form, debt secured by an ad valorem tax pledge and debt secured by a dual ad valorem tax and revenue pledge are secured by the same source. Also, debt secured by the same revenue stream, no matter what lien level, is considered secured by the same source.

* This section is not applicable to the Initial Report for a Borrowing Program.

11. Cost of Issuance and Professionals:

No costs or professionals

	AMOUNT <small>(Round to nearest \$)</small>	FIRM NAME
Financial Advisor Fees	\$ 190,000	ComCap Partners/PFM Financial Advisors, LLC
Legal Fees	\$	
Bond Counsel	\$ 150,000	Butler Snow LLP/Carpenter Law PLLC
Issuer's Counsel	\$ 75,000	Farris Bobango PLC
Trustee's Counsel	\$ 7,500	Waller Lansden Dortch & Davis, LLP
Bank Counsel	\$	
Disclosure Counsel	\$ 100,000	Bass Berry and Sims PLC/Bruce Turner PLLC
Paying Agent Fees	\$	
Registrar Fees	\$	
Trustee Fees	\$ 3,000	Regions Bank
Remarketing Agent Fees	\$	
Liquidity Fees	\$	
Rating Agency Fees	\$ 50,561	S&P Rating/Moody's Rating
Credit Enhancement Fees	\$	
Bank Closing Costs	\$	
Underwriter's Discount <u>0.33</u> %		
Take Down	\$ 189,060	Raymond James
Management Fee	\$	
Risk Premium	\$	
Underwriter's Counsel	\$ 25,000	Ahmad Zaffarese LLC
Other expenses	\$ 19,608	See attached.
Printing and Advertising Fees	\$ 2,980	ImageMaster
Issuer/Administrator Program Fees	\$ 160,179	Economic Development Growth Engine Ind. Dev. Board.
Real Estate Fees	\$	
Sponsorship/Referral Fee	\$	
Other Costs	\$ 5,000	Miscellaneous
TOTAL COSTS	\$ 977,888	

REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

12. Recurring Costs:

No Recurring Costs

	AMOUNT (Basis points/\$)	FIRM NAME (If different from #11)
Remarketing Agent		
Paying Agent / Registrar	\$600/year	Regions Bank
Trustee		
Liquidity / Credit Enhancement		
Escrow Agent		
Sponsorship / Program / Admin		
Other _____		

13. Disclosure Document / Official Statement:

None Prepared

EMMA link <https://emma.msrb.org/P21468471-P21139190-P21552188.pdf> or

Copy attached

14. Continuing Disclosure Obligations:

Is there an existing continuing disclosure obligation related to the security for this debt? Yes No

Is there a continuing disclosure obligation agreement related to this debt? Yes No

If yes to either question, date that disclosure is due 4/30 each year or first bus. day thereafter

Name and title of person responsible for compliance André D. Walker, Deputy Chief Financial

15. Written Debt Management Policy:

Governing Body's approval date of the current version of the written debt management policy 02/02/2021

Is the debt obligation in compliance with and clearly authorized under the policy? Yes No

16. Written Derivative Management Policy:

No derivative

Governing Body's approval date of the current version of the written derivative management policy _____

Date of Letter of Compliance for derivative _____

Is the derivative in compliance with and clearly authorized under the policy? Yes No

17. Submission of Report:

To the Governing Body: on _____ and presented at public meeting held on _____

Copy to Director, Division of Local Govt Finance: on _____ either by:

Mail to: _____ OR Email to: LGF@cot.tn.gov

Cordell Hull Building
425 Fifth Avenue North, 4th Floor
Nashville, TN 37243-3400

18. Signatures:

	AUTHORIZED REPRESENTATIVE	PREPARER
Name	<u>Jim Strickland</u>	<u>Michael Bradshaw</u>
Title	<u>Mayor</u>	<u>Attorney</u>
Firm	<u>City of Memphis</u>	<u>Butler Snow LLP</u>
Email	<u>mayor@memphistn.gov</u>	<u>michael.bradshaw@butlersnow.com</u>
Date	_____	_____

ATTACHMENT TO FORM CT-0253 REPORT ON DEBT OBLIGATION

Relating to

\$69,635,000

Economic Development Growth Engine

**Industrial Development Board of the City of Memphis and County of Shelby, Tennessee
Revenue Bonds (Liberty Park Project), Series 2021 (Federally Taxable)**

10. **Maturity Dates, Amounts, and Interest Rates: SEE ATTACHED.**

11. **Underwriter's Discount, Other Expenses:**

Ipreo	\$7,047.06
DAC	2,500.00
DTC	800.00
CUSIP	9,261.46
Total	<hr/> \$19,608.52

Bond Component	Maturity Date	Amount	Rate
Bond Component:			
	12/01/2023	500,000	0.453%
	12/01/2024	1,675,000	0.651%
	12/01/2025	1,680,000	0.919%
	12/01/2026	1,845,000	1.119%
	12/01/2027	1,870,000	1.453%
	12/01/2028	1,900,000	1.653%
	12/01/2029	1,930,000	1.880%
	12/01/2030	1,970,000	2.030%
	12/01/2031	2,010,000	2.180%
	12/01/2032	2,055,000	2.280%
	12/01/2033	2,105,000	2.330%
	12/01/2034	2,155,000	2.430%
	12/01/2035	2,210,000	2.530%
	12/01/2036	<u>2,270,000</u>	2.680%
		26,175,000	
Term 2041:			
	12/01/2037	2,335,000	2.907%
	12/01/2038	2,400,000	2.907%
	12/01/2039	2,475,000	2.907%
	12/01/2040	2,545,000	2.907%
	12/01/2041	<u>2,620,000</u>	2.907%
		12,375,000	
Term 2046:			
	12/01/2042	2,700,000	3.027%
	12/01/2043	2,780,000	3.027%
	12/01/2044	2,870,000	3.027%
	12/01/2045	2,955,000	3.027%
	12/01/2046	<u>3,045,000</u>	3.027%
		14,350,000	
Term 2051:			
	12/01/2047	3,140,000	3.127%
	12/01/2048	3,240,000	3.127%
	12/01/2049	3,345,000	3.127%
	12/01/2050	3,450,000	3.127%
	12/01/2051	<u>3,560,000</u>	3.127%
		16,735,000	
		<u>69,635,000</u>	

ATTACHMENT TO FORM CT-0253 REPORT ON DEBT OBLIGATION

Relating to

\$69,635,000

Economic Development Growth Engine

**Industrial Development Board of the City of Memphis and County of Shelby, Tennessee
Revenue Bonds (Liberty Park Project), Series 2021 (Federally Taxable)**

10. **Maturity Dates, Amounts, and Interest Rates: SEE ATTACHED.**

11. **Underwriter's Discount, Other Expenses:**

Ipreo	\$7,047.06
DAC	2,500.00
DTC	800.00
<u>CUSIP</u>	<u>9,261.46</u>
Total	\$19,608.52

ATTACHMENT TO FORM CT-0253 REPORT ON DEBT OBLIGATION

Relating to

\$69,635,000

Economic Development Growth Engine

**Industrial Development Board of the City of Memphis and County of Shelby, Tennessee
Revenue Bonds (Liberty Park Project), Series 2021 (Federally Taxable)**

Cumulative Repayment Schedule

THIS ISSUE			TOTAL DEBT OUTSTANDING		
Year	Cumulative Principal	%Total	Year	Cumulative Principal	%Total
1	-	0%	1	20,347,200	7%
5	3,855,000	6%	5	110,190,700	39%
10	13,370,000	19%	10	223,445,700	78%
15	23,905,000	34%	15	240,075,700	84%
20	35,930,000	52%	20	252,100,700	88%
25	49,855,000	72%	25	266,025,700	93%
30	66,075,000	95%	30	282,245,700	99%



Memphis City Council Summary Sheet

1. Description of the Item (Resolution, Ordinance, etc.)

Report on Debt Obligation for the issuance of the \$163,772,126.30, New Memphis Arena Public Building Authority Local Government Public Improvement Bonds (City of Memphis Project) Series 2021 (Social Bonds).

2. Initiating Party (e.g. Public Works, at request of City Council, etc.)

The Finance Division is the initiating party.

3. State whether this is a change to an existing ordinance or resolution, if applicable.

There is no change to an existing ordinance or resolution.

4. State whether this will impact specific council districts or super districts.

This does not impact specific council districts or super districts.

5. State whether this requires a new contract, or amends an existing contract, if applicable.

This does not require a new contract, or amends an existing contract.

6. State whether this requires an expenditure of funds/requires a budget amendment

The resolution does require an expenditure of funds.

7. If applicable, please list the MWBE goal and any additional information needed

**New Memphis Arena Public Building Authority of Memphis and Shelby County, Tennessee
\$163,772,126.30 Local Government Public Improvement Bonds (City of Memphis Project), Series 2021**

MWBE/Local Participation Analysis

City Has an Opportunity to Select an MWBE Firm

		Fees	MWBE	Presence
ComCap Partners	Co-Financial Advisor	\$ 85,000	\$ 85,000	\$ 85,000
PFM Financial Advisors, LLC	Co-Financial Advisor	85,000	-	85,000
Butler Snow LLP	Co-Bond Counsel	122,500	-	122,500
Carpenter Law, PLLC	Co-Bond Counsel	122,500	122,500	122,500
Bass Berry & Sims PLC	Co-Disclosure Counsel	50,000	-	50,000
Bruce Turner, PLLC	Co-Disclosure Counsel	50,000	50,000	50,000
B of A Securities	Lead Underwriter	322,496	-	-
Loop Capital Markets	Co-Managing Underwriter	71,739	71,739	-
Raymond James	Co-Managing Underwriter	68,522	-	68,522
Siebert Williams Shank & Co., LLC	Co-Managing Underwriter	76,434	76,434	-
Wells Fargo Securities	Co-Managing Underwriter	107,708	-	-
Squire Patton Boggs (US) LLP	Underwriter's Counsel	45,000	-	-
Digital Assurance Certification, LLC*	Dissemination Agent	2,500	2,500	-
Total		\$ 1,209,400	\$ 408,173	\$ 583,522

MWBE Participation	33.8%
MBE Participation*	33.5%
Local Participation	48.2%

City Does Not Have an Opportunity to Select an MWBE Firm

New Memphis Arena Public Building Authority	Issuer Fees	\$ 5,000	\$ -	\$ 5,000
Carpenter Law, PLLC	Issuer Counsel - PBA	75,000	75,000	75,000
Moody's Investors Services	Rating Agency	66,625	-	-
S&P Global Ratings	Rating Agency	44,108	-	-
Regions Bank	Trustee	3,000	-	-
Waller Lansden Dortch & Davis, LLP	Trustee Counsel	10,000	-	-
ImageMaster, LLC	Official Statement Printer	3,500	-	-
Various Third Parties	Fees Paid by Lead Underwriter	20,907	-	-
Miscellaneous		2,635	-	-
Total		\$ 230,775	\$ 75,000	\$ 80,000

Total for All Fees	\$ 1,440,175	\$ 483,173	\$ 663,522
MWBE Participation	33.5%		
MBE Participation*	33.4%		
Local Participation	46.1%		

*Digital Assurance Certification is a WBE and is excluded from the MBE Participation calculation.

REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

1. Public Entity:
 Name: City of Memphis, Tennessee
 Address: 125 North Main Street
Memphis, Tennessee 38103
 Debt Issue Name: NMAPBA of Memphis and Shelby County, TN Local Government Public Improvement Bonds (City of Memphis Project), Series 2021 (Social Bonds)
 If disclosing initially for a program, attach the form specified for updates, indicating the frequency required.

2. Face Amount: \$ 163,772,126.30
 Premium/Discount: \$ 10,168,048.75

3. Interest Cost: 2.0865 % Tax-exempt Taxable
 TIC NIC
 Variable: Index _____ plus _____ basis points; or
 Variable: Remarketing Agent _____
 Other: _____

4. Debt Obligation:
 TRAN RAN CON
 BAN CRAN GAN
 Bond Loan Agreement Capital Lease
 If any of the notes listed above are issued pursuant to Title 9, Chapter 21, enclose a copy of the executed note with the filing with the Division of Local Government Finance ("LGF").

5. Ratings:
 Unrated
 Moody's Aa2 Standard & Poor's AA Fitch _____

6. Purpose:

		BRIEF DESCRIPTION
<input checked="" type="checkbox"/> General Government	<u>100.00</u> %	<u>Various capital improvement projects</u>
<input type="checkbox"/> Education	_____ %	_____
<input type="checkbox"/> Utilities	_____ %	_____
<input type="checkbox"/> Other	_____ %	_____
<input type="checkbox"/> Refunding/Renewal	_____ %	_____

7. Security:
 General Obligation General Obligation + Revenue/Tax
 Revenue Tax Increment Financing (TIF)
 Annual Appropriation (Capital Lease Only) Other (Describe): _____

8. Type of Sale:
 Competitive Public Sale Interfund Loan _____
 Negotiated Sale Loan Program _____
 Informal Bid

9. Date:
 Dated Date: 07/01/2021 Issue/Closing Date: 07/01/2021

REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

10. Maturity Dates, Amounts and Interest Rates *:

Year	Amount	Interest Rate	Year	Amount	Interest Rate
See attached	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%
	\$	%		\$	%

If more space is needed, attach an additional sheet.

If (1) the debt has a final maturity of 31 or more years from the date of issuance, (2) principal repayment is delayed for two or more years, or (3) debt service payments are not level throughout the retirement period, then a cumulative repayment schedule (grouped in 5 year increments out to 30 years) including this and all other entity debt secured by the same source **MUST BE PREPARED AND ATTACHED**. For purposes of this form, debt secured by an ad valorem tax pledge and debt secured by a dual ad valorem tax and revenue pledge are secured by the same source. Also, debt secured by the same revenue stream, no matter what lien level, is considered secured by the same source.

* This section is not applicable to the Initial Report for a Borrowing Program.

11. Cost of Issuance and Professionals:

No costs or professionals

	AMOUNT <small>(Round to nearest \$)</small>	FIRM NAME
Financial Advisor Fees	\$ 170,000	ComCap Partners/PFM Financial Advisors, LLC
Legal Fees	\$	
Bond Counsel	\$ 245,000	Butler Snow LLP/Carpenter Law PLLC
Issuer's Counsel	\$ 75,000	Carpenter Law PLLC
Trustee's Counsel	\$ 10,000	Waller Lansden Dortch & Davis, LLP
Bank Counsel	\$	
Disclosure Counsel	\$ 100,000	Bass Berry and Sims PLC/Bruce Turner PLLC
Paying Agent Fees	\$	
Registrar Fees	\$	
Trustee Fees	\$ 3,000	Regions Bank
Remarketing Agent Fees	\$	
Liquidity Fees	\$	
Rating Agency Fees	\$ 110,733	S&P Rating/Moody's Rating
Credit Enhancement Fees	\$	
Bank Closing Costs	\$	
Underwriter's Discount <u>0.44</u> %		
Take Down	\$ 646,900	BofA Securities
Management Fee	\$	
Risk Premium	\$	
Underwriter's Counsel	\$ 45,000	Squire Patton Boggs (US) LLP
Other expenses	\$ 21,407	See attached
Printing and Advertising Fees	\$ 5,500	ImageMaster/MuniBond Roadshow
Issuer/Administrator Program Fees	\$ 5,000	NMABPA Application Fee
Real Estate Fees	\$	
Sponsorship/Referral Fee	\$	
Other Costs	\$ 2,635	Miscellaneous
TOTAL COSTS	\$ 1,440,175	

REPORT ON DEBT OBLIGATION
(Pursuant to Tennessee Code Annotated Section 9-21-151)

12. Recurring Costs:

No Recurring Costs

	AMOUNT (Basis points/\$)	FIRM NAME (If different from #11)
Remarketing Agent		
Paying Agent / Registrar	\$600/year	Regions Bank
Trustee		
Liquidity / Credit Enhancement		
Escrow Agent		
Sponsorship / Program / Admin		
Other _____		

13. Disclosure Document / Official Statement:

None Prepared

EMMA link <https://emma.msrb.org/P21470095-P21140371-P21553437.pdf> or

Copy attached

14. Continuing Disclosure Obligations:

Is there an existing continuing disclosure obligation related to the security for this debt? Yes No

Is there a continuing disclosure obligation agreement related to this debt? Yes No

If yes to either question, date that disclosure is due See attachment

Name and title of person responsible for compliance André D. Walker, Deputy Chief Financial

15. Written Debt Management Policy:

Governing Body's approval date of the current version of the written debt management policy 02/02/2021

Is the debt obligation in compliance with and clearly authorized under the policy? Yes No

16. Written Derivative Management Policy:

No derivative

Governing Body's approval date of the current version of the written derivative management policy _____

Date of Letter of Compliance for derivative _____

Is the derivative in compliance with and clearly authorized under the policy? Yes No

17. Submission of Report:

To the Governing Body: on _____ and presented at public meeting held on _____

Copy to Director, Division of Local Govt Finance: on _____ either by:

Mail to: _____ OR Email to: LGF@cot.tn.gov

Cordell Hull Building
425 Fifth Avenue North, 4th Floor
Nashville, TN 37243-3400

18. Signatures:

	AUTHORIZED REPRESENTATIVE	PREPARER
Name	<u>Jim Strickland</u>	<u>Michael Bradshaw</u>
Title	<u>Mayor</u>	<u>Attorney</u>
Firm	<u>City of Memphis</u>	<u>Butler Snow LLP</u>
Email	<u>mayor@memphistn.gov</u>	<u>michael.bradshaw@butlersnow.com</u>
Date	_____	_____

ATTACHMENT TO FORM CT-0253 REPORT ON DEBT OBLIGATION

Relating to

\$163,772,126.30

**New Memphis Arena Public Building Authority of Memphis and Shelby County,
Tennessee
Local Government Public Improvement Bonds
(City of Memphis Project)
Series 2021**

10. **Maturity Dates, Amounts, and Interest Rates:** SEE ATTACHED.

11. **Underwriter's Discount, Other Expenses:**

i-Deal Bookrunning	\$11,019.37
i-Deal Wire Charges	212.31
i-Deal Order Monitor	5,349.21
CUSIP Charge and Disclosure Fee	1,026.50
DAC	2,500.00
DTC	800.00
Out of Pocket Expenses	500.00
Total	<u>\$21,407.39</u>

14. **Continuing Disclosure Obligations:** Some continuing disclosure obligations relating to outstanding general obligation debt of the City require annual filings by December 27 of each year. Other continuing disclosure obligations relating to outstanding general obligation debt of the City, including this debt, require annual filings by April 30 of each year.

Bond Component	Maturity Date	Amount	Rate	CAB Value at Maturity
Convertible CABs:				
	04/01/2027	8,036,547.00	4.000%	9,700,000
	04/01/2028	8,355,523.35	4.000%	10,085,000
	04/01/2029	8,691,069.90	4.000%	10,490,000
	04/01/2030	9,039,044.10	4.000%	10,910,000
	04/01/2031	<u>9,399,445.95</u>	4.000%	<u>11,345,000</u>
		43,521,630.30		52,530,000
CABs:				
	04/01/2032	9,815,712.00	1.720%	11,800,000
	04/01/2033	9,559,534.00	1.800%	11,800,000
	04/01/2034	9,271,850.00	1.900%	11,800,000
	04/01/2035	8,999,624.00	1.980%	11,800,000
	04/01/2036	8,721,498.00	2.060%	11,800,000
	04/01/2037	8,438,770.00	2.140%	11,800,000
	04/01/2038	8,152,266.00	2.220%	11,800,000
	04/01/2039	7,932,314.00	2.250%	11,800,000
	04/01/2040	7,699,500.00	2.290%	11,800,000
	04/01/2041	7,482,262.00	2.320%	11,800,000
	04/01/2042	7,251,808.00	2.360%	11,800,000
	04/01/2043	7,038,110.00	2.390%	11,800,000
	04/01/2044	6,826,772.00	2.420%	11,800,000
	04/01/2045	6,617,676.00	2.450%	11,800,000
	04/01/2046	<u>6,442,800.00</u>	2.460%	<u>11,800,000</u>
		120,250,496.00		177,000,000
		163,772,126.30		229,530,000

ATTACHMENT TO FORM CT-0253 REPORT ON DEBT OBLIGATION

Relating to

\$163,772,126.30

**New Memphis Arena Public Building Authority of Memphis and Shelby County,
Tennessee**

**Local Government Public Improvement Bonds
(City of Memphis Project)**

Series 2021

Cumulative Repayment Schedule

THIS ISSUE			TOTAL OUTSTANDING DEBT		
Year	Cumulative Principal	%Total	Year	Cumulative Principal	%Total
1	-	0%	1	91,090,000	7%
5	-	0%	5	468,990,000	33%
10	43,521,630	27%	10	712,041,630	51%
15	89,889,848	55%	15	956,019,848	68%
20	129,594,960	79%	20	1,184,719,960	85%
25	163,772,126	100%	25	1,373,407,126	98%
30	163,772,126	100%	30	1,401,337,126	100%



JIM STRICKLAND
MAYOR

August 9, 2021

The Honorable Chase Carlisle, Chairman
Personnel, Government Affairs, and Annexation Committee
City Hall - Room 514
Memphis, TN 38103

Dear Chairman Carlisle:

Subject to Council approval, I hereby recommend that:

Evan G. Collins

be reappointed to the Blight Authority of Memphis with a term expiring December 15, 2022.

I have attached biographical information.

Sincerely,

A handwritten signature in black ink, appearing to read "Jim Strickland". The signature is stylized and cursive, written over a horizontal line.

Jim Strickland
Mayor

JSS/ss

Cc: Council Members

BLIGHT AUTHORITY OF MEMPHIS

9 Member Board

(1) Mayor or His Designee (nonvoting member)

(1) City Council Person (nonvoting member)

3 Year Staggered Terms

Purpose of Board:

To do business as a land bank to provide a tool to support economic revitalization through returning blighted properties, vacant properties, abandoned properties and tax-delinquent properties to productive use.

Members:

Vacancy-(Austin)	F/B	12-15-19
Jill Steinberg	F/W	12-15-21
Louisa Yanes	F/W	12-15-22
Kathy M. Cowan Chair	F/B	12-15-23
Shawn Massey	M/W	12-15-21
James Harvey	M/B	12-15-21
Vacancy-(Neal)	M/W	12-15-19
Emily Trenholm	F/W	12-15-22
Brent Hooks	M/B	12-15-23

Mayor's Designee: Ryun Jackson

Updated 04/23/21



City of Memphis

BIOGRAPHICAL INFORMATION
APPOINTMENT TO BOARD/COMMISSION

Blight Authority of Memphis
BOARD/COMMISSION

Name: Evan G. Collins Race Black M F

E-Mail Address: rev.egcollins@gmail.com D.O.B 07/01/1987

Profession/Employer: Banker / Renasant Bank

Business Address: 5264 Poplar Ave Zip 38119 Phone: 901-969-7028

Education: B.S.B.A. - Finance, M.Divinity (UT Martin & Memphis Theological)

Name of Spouse: Lincoln J. Collins Number of Children: 2

Home Address: 6914 Fox Hedge Phone: 901-412-7442

City: Memphis State: TN Zip: 38141

I certify that I am a resident of the City of Memphis (Unincorporated areas and surrounding counties are not considered). Yes or No If yes, how long? 10+

Professional Organization/Associations:
Levitt Shell Board of Directors, President Elect
Faith Money Network, Board Member

Other Organizations/Association:
Levitt Shell Board of Directors, Phi Beta Sigma Fraternity, Inc.
Faith and Money Network Board of Directors

Other Interests:

Signature [Signature] Date 8/9/2021

EVAN G. COLLINS, M. DIV

MEMPHIS, TN 38141

901-412-7442 | rev.egcollins@gmail.com

PROFESSIONAL SUMMARY

Methodical Financial Services Professional possessing expertise in managing personal, corporate and small business accounts. Accomplished in selling banking solutions to drive sales and revenue generation goals. Offering over 10 years of experience in providing personal financial counseling. Comfortable working independently or as part of a professional banking team.

SKILLS

- Financial consulting
- Spiritual leadership & cultivation
- Relationship development
- Business operations
- MS Office
- Pastoral counseling
- Team management
- Project organization
- Operational improvement
- Problem resolution

WORK HISTORY

RENASANT BANK

Community Lending and Relationship Director (VP) | Memphis, TN | September 2020 - Current

- Lead market efforts to increase CRA Lending in Low to Moderate Income census tracts.
- Interview applicants, structure and negotiate loan terms, and analyze new & renewed loans.
- Monitor HMDA and CRA Lending Goals attainment.
- Develop comprehensive and measurable CRA Market Action Plans used to facilitate increased CRA lending.
- Solicit, Coordinate and actively participate in community events and activities.
- Facilitate communications between small business and community development teams as an active market representative.
- Maintain and enhance current long term relationships with key influencers in LMI communities.

EASTERN STAR MISSIONARY BAPTIST CHURCH

Senior Pastor | Memphis, TN | August 2013 - Current

- Preach and teach the Word of God as specified in the Holy Bible.
- Administer the Ordinances of Baptism and the Lord's Supper.
- Cultivate the education, growth and development of the congregation.
- Guides and administers the core ministries of the church – worship, teaching, evangelism, etc.
- Active involvement in local, state and national issues that affect the congregation.
- Oversee and co-ordinate the development and implementation of the church's vision, mission & core values.
- Provide the strategic plan for the church as the visionary leader.

HOPE FEDERAL CREDIT UNION

Assistant Branch Manager | Memphis, TN | Current

- Provide strong leadership to subordinate groups and ensure branch compliance to policy and procedures.
- Engage in community outreach activities.
- Maximize branch goals and revenue.
- Maintain adequate security over branch operations & provide management access where dual control necessary.
- Generate and process consumer loans.
- Oversee and increase branch profitability, deposit, and membership growth.

1 Financial Inclusion Officer | Memphis, TN | December 2012 - Current

- Partner with local employers, nonprofits and faith-based groups to connect with HOPE's financial products and services.
- Establish partnerships with groups that provide financial counseling and other related technical assistance services.
- Network with community organizations, churches, and employers.
- Conduct new member orientation at partner organizations.
- Manage partner relationships.
- Recruit and manage network of financial/homebuyer education providers
- Participate in community efforts with key partner organizations.
- Track production of HAN sites and make recommendations on site viability.

FIRST TENNESSEE BANK

Financial Services Representative | November 2009 - December 2012

- Function in management capacity in Financial Center Manager's absence.
- Provide quality customer service and meet procedural standards.
- Increase customer value by matching products and services to customer needs and goals.
- Establish and maximize long term customer relationships.
- Meet and exceed monthly personal and branch sales goals.
- Maximize commercial and small business branch sales revenue.
- Manage and coordinate all aspects of customer's financial relationship.

EDUCATION

MASTER OF DIVINITY

Memphis Theological Seminary
Summa Cum Laude

June 2017

BACHELOR OF SCIENCE | Business Administration

The University of Tennessee at Martin

May 2009

VOLUNTEER WORK

Alpha Phi Omega Service Fraternity
Phi Beta Sigma Fraternity Inc. Voters Registration Drive Organizer
Phi Beta Sigma Fraternity Inc. March of Dimes Volunteer
Bethlehem Baptist Church Boys to Men Advisor
Bethlehem Baptist Church Sunday School Teacher
Smokey City Community Clean-up Committee Member
Phi Beta Sigma Fraternity Chapter Vice President

2008- 2013

2008- 2013

2008- 2013

2008 -2009

AWARDS & HONORS

Hope Federal Credit Union Company Vision Award
Alston Award Winner: Outstanding Black Male Student, Recognizing Academic Accomplishment and Leadership Ability
First Tennessee Bank President's Award (Achieving 100% Sales)
First Tennessee Small Business Champion

MEMBERSHIPS & AFFILIATIONS

National Baptist Convention USA, Inc.
National Baptist Congress of Christian Education
Memphis Baptist Ministerial Association
Phi Beta Sigma Fraternity, Inc.
Tennessee Baptist Missionary and Education Convention



TENNESSEE

JIM STRICKLAND
MAYOR

August 9, 2021

The Honorable Chase Carlisle, Chairman
Personnel, Government Affairs, and Annexation Committee
City Hall - Room 514
Memphis, TN 38103

Dear Chairman Carlisle:

Subject to Council approval, I hereby recommend that:

Isabel González Whitaker

be appointed to the Memphis Convention Center Commission with a term expiring July 1, 2022.

I have attached biographical information.

Sincerely,



Jim Strickland
Mayor

JSS/sss

Cc: Council Members

MEMPHIS CONVENTION CENTER COMMISSION
7 Member Board
2 Ex-Officio Members
2 Year Term

Purpose:

The Board shall operate, manage, control, regulate, and care for the convention center, but without compensation.

Calvin Anderson	M/B	07-01-22
Douglas Browne	M/W	07-01-22
Lee A. Jackson	M/B	07-01-22
Natasha Langston	F/B	07-01-22
John P. McKissack	M/B	07-01-22
Tom Midgley	M/W	07-01-22
Vacancy	M/W	07-01-18

Doug McGown (City COO)

2021 City Council Liaison—Martavius Jones

Updated 080221



City of Memphis

BIOGRAPHICAL INFORMATION APPOINTMENT TO BOARD/COMMISSION

Memphis Convention Center Board BOARD/COMMISSION

Name: Isabel González Whitaker Race White Latina M F

E-Mail Address: isabelgwhitaker@gmail.com D.O.B 6/11/71

Profession/Employer: ALSAC

Business Address: 501 St. Jude Place Zip 38105 Phone: 917 355 3021

Education: Tulane University, BA, Mass Communications

Name of Spouse: Lang Whitaker Number of Children: 1

Home Address: 1086 River Isle Dr. Phone: 917 355 3021

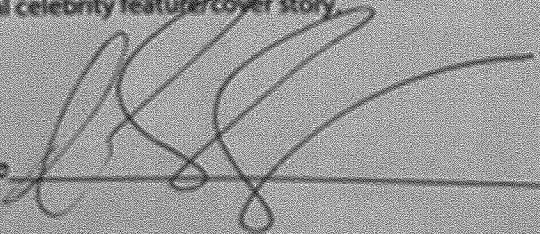
City: Memphis State: TN Zip: 38103

I certify that I am a resident of the City of Memphis (Unincorporated areas and surrounding counties are not considered). Yes or No If yes, how long? 3+ years

Professional Organization/Associations:
Alliance for Latino Leadership and Policy; Presidential Leadership Scholar; Encore.org Senior Fellow; Scholar-in-Residence, Rhodes College, 2018-2019

Other Organizations/Association:
Founder and community leader for the first park in the State of Georgia to be named for a Latino: the award-winning Sara J. González Memorial Park

Other Interests:
As a former journalist, in my non-work hours I continue to write for national publications specifically about the park's impact, the Latinx experience, inclusive community impact, and intergenerationalism – plus the occasional celebrity feature/cover story.

Signature  Date 8/9/21

Isabel González Whitaker
Journalist/Editor/Park Maker

Isabel González Whitaker is the Principal Advisor, Executive Strategic Communications, for ALSAC, the fundraising and awareness organization for St. Jude Children's Research Hospital, where she advises C-suite thought leadership and executive visibility efforts at the intersection of Purpose. Isabel moved to Memphis from New York City where she was Deputy Editor of Billboard and prior to that Features Editor at InStyle. During her 18-year career as a journalist and one of the highest ranking Latina editors in New York, she wrote numerous cover stories and produced features on Beyoncé, Jennifer Lopez, Lin-Manuel Miranda, Derek Jeter, President Joe Biden, Sec. Hillary Clinton, President Bill Clinton, as well as the World Trade Center attack and the Bataclan and Pulse tragedies. Isabel's work has appeared in Time, The New York Times, The Hollywood Reporter, Washington Post, Harper's Bazaar, Refinery29 among other internationally recognized outlets. Isabel is the co-author of Latin Chic: Entertaining with Style and Sass (HarperCollins) and executive producer of documentary short "Women in Music: Inspiring a Generation" featuring former First Lady Michelle Obama. In 2019, she co-edited and contributed the essay "Finding La Reina in Queen Bey" to Queen Bey: A Celebration of the Power and Creativity of Beyoncé Knowles-Carter (St. Martin's Press), which received positive reviews in the New Times Review of Books, Time, Kirkus and more. In 2018, Isabel was selected to be a Presidential Leadership Scholar as determined by the Pres. Clinton, H. W. Bush, W. Bush and Johnson Presidential Centers. As a Scholar, she debuted the first park in the State of Georgia to be named for a Latinx individual, the Sara J. González Memorial Park, which President Clinton wrote "will have a lasting positive impact on the community [and] inspire all those who visit it in the years to come." The Atlanta-based park is dedicated to themes of diversity, inclusion, unity and equity and demonstrates these values through pan-generational, community-centric programming and design. For her efforts with the park, Isabel received the 2018 Cox Corporation and Trust for Public Land Heroes Award and the 2018 Park Pride Inspiration Award. From 2018-2019., Isabel was the Scholar in Residence at Rhodes College, and is currently the 2020-2021 Senior Fellow at Encore.org, the leading think tank on intergenerationalism founded by longevity expert Marc Freedman. Isabel served as a Biden-Harris Women and Families Policy Committee volunteer and Op-Ed advisor, and is a founding member of the Alliance for Latinx Leadership and Policy. You can read some of Isabel's work [here](#), [here](#) and [here](#).

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Latest: [Recognizing Latinos' Heritage, Legacy](#)

[Sara J. González Park:](#)

[Presidential Leadership Scholar, 2018](#)

[Sara J. González Memorial Park, 2018 Park Pride Inspiration Award](#)

[Atlanta Journal Constitution Personal Essay & Video](#)

[Cox Conserves/Trust for Public Land 2018 Hero](#)

Recent Work:

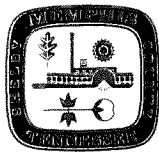
[Derek Jeter Ocean Drive Cover Story Nov](#)

[Harper's Bazaar JLo Cover Story April](#)

[Refinery29 Evan Rachel Wood Cover Story May](#)

[Ocean Drive Heidi Klum Cover Story July](#)

City of Memphis



JIM STRICKLAND
MAYOR

TENNESSEE

August 9, 2021

The Honorable Chase Carlisle, Chairman
Personnel, Government Affairs, and Annexation Committee
City Hall - Room 514
Memphis, TN 38103

Dear Chairman Carlisle:

Subject to Council approval, I hereby recommend that:

Elliot Embry

be appointed to the Memphis and Shelby County Downtown Parking Authority with a term
expiring December 31, 2027.

I have attached biographical information.

Sincerely,

Jim Strickland
Mayor

JSS/sss

Cc: Council Members

**MEMPHIS AND SHELBY COUNTY DOWNTOWN PARKING
AUTHORITY
7 Member Board
(3) City & (3) County (1) Joint Appointment
6 Year Term**

Purpose:

The mission of the Downtown Parking Authority is to use public parking as a catalyst for development, and to ensure that there is an adequate supply of public parking to support a growing Downtown. The DPA establishes parking policies and coordinates parking management.

Members:

Goldin, Shara Lynn	F/W	12-31-21
Vacancy-Golwen	M/W	12-31-27
Green, Travis*	M/B	12-31-23

Joint Appointment:

West, Robert Wayne	M/W	12/4/23
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Updated 08/21



City of Memphis

BIOGRAPHICAL INFORMATION APPOINTMENT TO BOARD/COMMISSION

Downtown Parking Authority

BOARD/COMMISSION

Name: Elliot Embry Race white M F

E-Mail Address: elliotembry@gmail.com D.O.B 05/14/1984

Profession/Employer: NAI Saig - Commercial Real Estate

Business Address: 6263 Poplar Ave, Suite 150
Memphis, TN Zip 38119 Phone: _____

Education: Bachelor of Business - University of Mississippi

Name of Spouse: _____ Number of Children: 0

Home Address: 4060 S Walnut Grove Cir Phone: 901-634-2583

City: Memphis State: TN Zip: 38117

I certify that I am a resident of the City of Memphis (Unincorporated areas and surrounding counties are not considered). Yes or No If yes, how long? _____

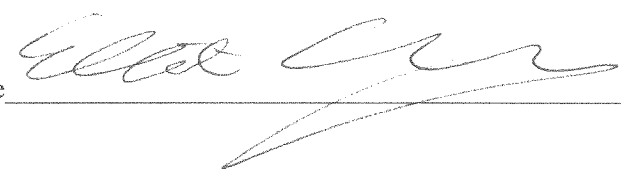
Professional Organization/Associations:

Society of Industrial and Office Realtors - Memphis Chapter President
Member Area Association of Realtors, MAAR Commercial Council Board

Other Organizations/Association:

Memphis University School, Alumni Executive Committee

Other Interests:

Signature  Date 8/9/2021

Elliot Embry

4060 S. Walnut Grove Circle
Memphis, TN 38117
Phone: 901.634.2583
elliotembry@gmail.com

Commercial Real Estate Broker

Enterprising and accomplished real estate professional regarded for ability to effectively build and cultivate relationships with landlords, tenants, multinational and local businesses, and investment firms to drive growth. Recognized as a resourceful problem solver that identifies and closes lucrative deals in an efficient manner. Strong communication and negotiation skills working with cross functional teams in a fast paced environment. Known for analyzing and capitalizing on potential real estate investments, resulting in winning several awards. Licensed in Tennessee and Mississippi. Additional strengths include:

Interpersonal Communication Ability ~ Marketing and Business Development Capability ~ Project Control

Client Relationship Management ~ Strategic Planning ~ Leadership/Team Building

Professional Experience

NAI Saig Company, Memphis, TN

2008-Present

A private commercial real estate brokerage firm that is a member of NAI Global, a prominent global network of owner-operated commercial real estate firms with over 375 offices located throughout North America, Latin America, Asia Pacific and Europe.

Vice President (2014-Present)

Interact with clients to represent over eight million square feet of commercial real estate in greater Memphis area, including several high profile industrial parks. Develop marketing plans to identify potential clients, including local businesses and Fortune 500 companies. Interface with both landlords and tenants across multiple asset classes to assist in solving continuously changing real estate needs.

- Achieved transaction volume of over \$83 million in 2019 and exceeded \$50 million in 2018
- Earned multiple CoStar Power Broker awards for Top Industrial Lease Broker and Top Office Lease Broker and Memphis Area Association of Realtors (MAAR) Pinnacle Producers Club award
- Memphis Area Association of Realtors (MAAR) Pinnacle Top 25 Producer multiple years
- Worked with The Coca-Cola Company, negotiated long term lease on a new 268,000 square foot distribution center
- Negotiated new store acquisitions across multiple markets in the mid-South for Discount Tire
- Represented international investment firm and private owners totaling 8.5 million square feet of property in Memphis

Associate (2008-2014)

Provided updates to property owners regarding marketing and leasing efforts. Continuously monitored upcoming leases and contact tenants in advance to negotiate renewals. Created targeted prospect list to market vacant space availabilities. Promote properties to prospective tenants and lead deal to successful execution. Successfully identified new clients through cold calling and referrals and maintained existing ones by taking proactive approach to understanding customers' needs and finances. Utilizing a team approach, secured leasing of 400,000 square foot industrial park amongst others.

Education, Associations, & Volunteer Activities

University of Mississippi, Oxford, MS

2008

Bachelor of Business Administration – Marketing

FedEx Corporation - Corporate Sourcing and Marketing Support Intern (2007)

Office of Congressman Harold Ford Jr. - Congressional Intern (2006)

Memphis University School (MUS) Emerging Leaders Group, Memphis, TN, President

2014-2016

Memphis University School Alumni Executive Board

2017 – Present

Society of Office and Industrial Realtors Memphis Board, (Vice President – 2018) President

2019 – 2020

Memphis Area Association of Realtors Board Member, Memphis, TN

2017 - Present

Society of Office and Industrial Realtors, Memphis Area Association of Real Estate Brokers, National Association of Real Estate Brokers, MAAR Commercial Council, CoStar Industrial Advisory Board, The Grand Krewe of Osiris of Memphis - Member

SUBSTITUTE ORDINANCE NO. _____
**A SUBSTITUTE ORDINANCE TO AMEND THE CITY OF MEMPHIS CODE
OF ORDINANCES CHAPTER 16 “HEALTH AND SANITATION”, TO
PROTECT PUBLIC HEALTH AND THE ENVIRONMENT, PRESERVE THE
MEMPHIS SAND AQUIFER, AND PROMOTE ENVIRONMENTAL JUSTICE**

WHEREAS, the City of Memphis relies on the groundwater of the Memphis Sand Aquifer for its drinking water supply and, according to the United States Geological Survey (“USGS”), Memphis and Shelby County (population more than 950,000) comprise one of the largest metropolitan areas in the world that relies exclusively on groundwater for its municipal water supply; however, despite the importance of ensuring that Memphis’ drinking water resources remain plentiful and uncontaminated, the existing system of federal, state, and local review for many development projects does not adequately consider risks to groundwater in many situations.

WHEREAS, the potential risks to groundwater resulting from improper siting and routing of underground hazardous liquids transportation infrastructure do not receive sufficient scrutiny at any level of government in Tennessee.

WHEREAS, recognizing the important and traditional role of city government in protecting the quality of the drinking water of its citizens, the Memphis City Council has determined a need to ensure increased oversight of structures that may impact the City’s drinking water supply, and particularly the Memphis Sand Aquifer or Wellhead Protection Areas.

WHEREAS, acknowledging that patterns of racial, ethnic, and economic inequality in the United States have resulted in the inequitable geographic concentration of potential environmental hazards, the Memphis City Council has determined that this increased level of oversight must also ensure that new development in the City does not cause adverse impacts on the minority populations, low-income populations, and neighborhoods historically burdened by environmental pollution.

WHEREAS, experience has shown that companies handling hazardous liquids are not always able to fully remediate environmental damage caused by accidents, leaving local governments responsible for expending resources to complete the remediation, such that it is in the fiscal stewardship interest of Memphis to regulate the transport of hazardous liquids.

WHEREAS, because the long-term success of the City of Memphis depends on thoughtful and deliberate planning, the City must carefully consider where underground infrastructure is sited to ensure that future growth and development is not unduly constrained.

WHEREAS, the Federal Safe Drinking Water Act, 42 U.S.C. §§ 300f *et seq.*, requires states to protect public water supplies, and pursuant to the Act the United States Environmental Protection Agency has authorized the Tennessee Department of Environment and Conservation (“TDEC”) to enforce the Act.

WHEREAS, TDEC, pursuant to the Tennessee Safe Drinking Water Act of 1983, T.C.A. §§ 68-221-701 *et seq.*, promulgated regulations, including Tenn. Comp. R. & Regs. 0400-45-01-.34, and those state regulations identify the important role of local governments in protecting public drinking water, including through the enactment of ordinances to implement or support the Wellhead Protection Plans developed by public water system operators.

WHEREAS, TDEC has stated that Tennessee does not have an Executive Order or specific language within a rule or statute that requires or provides TDEC the explicit authority to consider environmental justice within its environmental regulatory program actions.

WHEREAS, the locating of new underground hazardous liquids transportation infrastructure in minority, low-income neighborhood would adversely affect property values disproportionately in these neighborhoods.

WHEREAS, various infrastructure has been located above the Memphis Sand Aquifer and already poses a significant threat to the viability of the City’s drinking water supply and wherein the routing and siting of further underground infrastructure that poses significant additional risks should be avoided.

WHEREAS, USGS determined that there is broad agreement in the scientific community that a continuing concern exists for a major destructive earthquake in the New Madrid seismic zone, that structures in Memphis are vulnerable and at risk from severe ground shaking, and that Memphis would be severely impacted by such earthquakes.

WHEREAS, the City deems it necessary for all the reasons above to assess the associated risks inherent in the locating and routing of new underground hazardous liquids transportation infrastructure in Memphis.

WHEREAS, Memphis City Charter, Section 409, grants the City power to pass all laws to preserve the health of the City.

WHEREAS, Memphis City Charter, Section 405, grants the City power to regulate the keeping and storage of combustible articles.

WHEREAS, Memphis City Charter, Section 369, grants the City power over all affairs in the City in which the general welfare of the inhabitants is interested.

WHEREAS, Memphis City Charter, Section 834, grants the City power to provide rules and regulations for the use, handling, storage and sale of inflammable liquids and the products thereof.

WHEREAS, the Memphis City Council hereby adopts the following requirements designed to preserve the drinking water supply of the City of Memphis, and particularly the Memphis Sand Aquifer; to ensure that future potentially hazardous development does not further inequitably concentrate environmental pollutants in already burdened communities; and to protect the health and well-being of the people of Memphis.

NOW, THEREFORE BE IT ORDAINED by the Memphis City Council that:

Section 1, Chapter 16, Article XIII shall be added and entitled “Aquifer Pollution Control”, as follows:

I. Definitions

For the purposes of this section:

1. **Development:** Any man-made change defined as the construction of buildings or other structures, mining, dredging, paving, filling, grading or site clearing, and grubbing in amounts greater than ten cubic yards on any lot or excavation.
2. **Groundwater:** Any waters of the State as defined in T.C.A. § 69-3-103 (Tennessee Water Quality Control Act), occurring below the surface of the ground not contained by artificial barriers.
3. **Hazardous liquids:** Any of the following materials, when in liquid form: anhydrous ammonia, crude oil, non-fuel petroleum products (including methanol, ethylene, propylene, butadiene, benzene, toluene, and xylene and any other flammable, toxic, or corrosive products obtained from distilling and processing crude oil or other hydrocarbon compounds), non-petroleum biofuels (such as biodiesel, kerosene, and ethanol), petroleum fuel products (including diesel fuel, gasoline, jet fuel, and any other flammable, toxic, or corrosive products obtained from distilling and processing crude oil or other hydrocarbon compounds), sodium hydroxide (caustic soda solutions), and sulfuric acid (including spent sulfuric acid). Natural gas or mixtures of natural and artificial gas are not hazardous liquids for the purpose of this ordinance, even when in liquid form.

4. **Underground hazardous liquids transportation infrastructure:** Any structure or combination of structures intended to move hazardous liquids from one location to another, and the volume of which (including the volume of underground pipes connected thereto) is 10% or more beneath the surface of the ground. Underground hazardous liquids transportation infrastructure includes the following structures, so long as they are used for or intended for use for the transportation of hazardous liquids: pipes and pipelines (as well as associated valves and appurtenances), pumping units and any associated assemblies, and metering and delivery stations.
5. **Wellhead Protection Area:** The surface and subsurface area surrounding a water well, well field or spring supplying a public water system. The Wellhead Protection Area contains both the Wellhead Protection Zone (Zone 1) and the Wellhead Management Zone (Zone 2), as described in Tenn. Comp. R. & Regs. 0400-45-01-.34.

II. Underground Infrastructure Advisory Board

1. There is created an Underground Infrastructure Advisory Board (“Board”), whose purpose is to review particular development projects within the City of Memphis, as described in this Ordinance, and submit advisory opinions to the Memphis City Council (“Council”) regarding those projects.
2. The Board shall consist of one representative from the Memphis Division of Engineering, one representative from the Memphis Division of Public Works, one representative from the Memphis and Shelby County Division of Planning and Development (as appointed by the Director of that Division), one representative from Memphis Light, Gas and Water (“MLGW”), one representative from the Council, two representatives of the Greater Memphis Chamber of Commerce, one representative of the University of Memphis, and one citizen representative with a proven track record of working to promote environmental justice in the Memphis community.
3. The members of the Board shall be selected as follows:
 - a. the Mayor of the City of Memphis will appoint the representative of the Memphis Division of Engineering and the representative of the Memphis Division of Public Works;
 - b. the Director of the Memphis and Shelby County Division of Planning and Development will appoint the representative of that division;
 - c. the President of MLGW will appoint the representative of that entity;
 - d. the chairperson of the Council will appoint the representative of that body;

- e. the Mayor of the City of Memphis will appoint two representatives of the Greater Memphis Chamber of Commerce, which representatives shall be confirmed by the Council;
 - f. the Mayor of the City of Memphis will appoint a representative of the University of Memphis, which representative shall be confirmed by the Council; and
 - g. the Mayor of the City of Memphis will appoint a citizen member with a proven track record of working to promote environmental justice in the Memphis community, which representative shall be confirmed by the Council.
4. The Board shall meet as needed in order to review applications for Underground Infrastructure Permits, as described in Sections III and IV below, and provide advisory opinions to the Council regarding those permits.

III. Development of Underground Hazardous Liquids Transportation Infrastructure Prohibited

New development (including construction or installation of new structures) of underground hazardous liquids transportation infrastructure is prohibited throughout the City of Memphis, unless in compliance with an Underground Infrastructure Permit issued by the Council. This prohibition will not apply to private or public waste water, septage, or sewerage infrastructure.

IV. Underground Infrastructure Permit Applications

1. Any person seeking Council approval to construct, install, expand, or otherwise develop underground hazardous liquids transportation infrastructure within the City of Memphis shall first submit to the Board an application for an Underground Infrastructure Permit. The application shall include:
 - a. a description of the planned development, including a description of the type and volume of hazardous liquids to be transported;
 - b. documentation of all other required local, state, and federal permits necessary for the development;
 - c. written confirmation from MLGW confirming that the planned development does not pass within 1,000 feet of all Wellhead Protection Areas and all existing public water supply wells as reflected in MLGW's Wellhead Protection Plan;
 - d. a site plan that shows:
 - i. the area of the development that is in the City of Memphis; and
 - ii. the location of all known existing private water supply wells within 1,000 feet of the project boundary, to be determined by the applicant after reasonable investigation;

- e. an analysis of the potential for the development to cause disproportionate adverse impacts on minority populations, low-income populations, and neighborhoods historically burdened by environmental pollution;
 - f. an analysis of any potential adverse environmental, groundwater, and drinking water impacts resulting from the development;
 - g. an analysis of the estimated short-term and long-term remediation costs associated with any such potential adverse impacts, and the long-term fiscal viability of the applicant to pay such remediation costs, including the extent to which the applicant has cash reserves or insurance available to pay such remediation costs;
 - h. a copy of all certificates of insurance for all insurance policies that may provide coverage for remediation costs or liability claims arising from any leak, spill or discharge of hazardous liquids;
 - i. a detailed description of the abandonment or closure plan for the underground hazardous liquids transportation infrastructure, including how any structures would be removed upon abandonment or otherwise safely abandoned, what conditions would constitute such abandonment, how the City would be notified in case of abandonment, an analysis of the estimated costs of removal, and the long-term fiscal viability of the applicant to pay such costs; and
 - j. any other additional information as may be requested by the Board regarding the proposed development, its potential impacts on the environment, drinking water, or the public interest, hydrogeologic information, and monitoring and mitigation measures.
2. After receiving any such application, the Board shall ensure that the application is complete, and request further information from the applicant as may be required. The Board shall also seek comments on the application from the following:
 - a. MLGW;
 - b. Memphis and Shelby County Land Use and Development Services; and
 - c. the Shelby County Groundwater Quality Control Board.
3. The Board shall solicit and collect public comments regarding the application. The Board shall:
 - a. give public notice of the application, which must include access to the application materials and a means for the public to submit comments to the Board; and
 - b. accept public comments for at least 30 days from the public notice of the application.
4. The Board may request that the Council allocate reasonable funding as required for the Board to process and analyze a particular application.

5. The Board shall hold a public hearing on the application, allowing a presentation by the applicant and comments from members of the public. At least 30 days prior to holding the public hearing, the Board must give notice to the applicant and members of the public regarding the time and date of the hearing, as well as providing public access to the application materials.
6. Following the public hearing, the Board may request such additional information from the applicant or others as the Board deems appropriate; otherwise no new information shall be submitted to the Board by the public or the applicant. If the Board deems it appropriate, the Board may hold a subsequent public hearing based upon the nature of the information submitted to the Board after a public hearing.
7. After full consideration of all application materials and all comments received, and any additional information that the Board may, in its discretion, request, the Board will vote to determine their recommendation. A majority vote of the members present shall be required for a passage of any matter before the Board.
8. The Board shall select one or two appointees to present their recommendation to the Memphis City Council at the next scheduled Planning and Zoning Committee Meeting following a majority vote.
9. The Board shall only issue an advisory opinion recommending that the Memphis City Council approve the application if the Board finds that approval would be in the public interest. Such a finding must include a determination that:
 - a. the development will not go through or pass within 1,000 feet of any Wellhead Protection Area, as delineated in the most recent Wellhead Protection Plan finalized by MLGW;
 - b. MLGW has no objections to the development;
 - c. the project poses no unacceptable risk of adverse environmental, groundwater, or drinking water impacts resulting from the proposed development, or any future land uses associated with the development;
 - d. the application presents no significant risk that the City will be responsible for expending resources on environmental remediation should an unanticipated accident or event cause such adverse impacts, or should the infrastructure be abandoned; and
 - e. the development will cause no disproportionate adverse impacts on minority populations, low-income populations, or neighborhoods historically burdened by environmental pollution.

10. Board's advisory opinion shall be placed on the agenda of the next Council Full Meeting following the Board's submission of its advisory opinion to the Planning and Zoning Committee.
11. The Council may take up the Board's advisory opinion and recommendation at whenever the Council so chooses. Upon taking up the Board's advisory opinion, the Council may vote on whether to approve or reject the Underground Infrastructure Permit application, or to hold the vote until a later Council Meeting. Any approval of the permit application must be accompanied by the Council's determination, based on a majority vote of present Council Members, that the project is in the public interest.
12. Any person who may be aggrieved by the Council's decision regarding the permit application may have the decision reviewed by the courts, according to the general procedures for the common law writ of certiorari specified at Tenn. Code Ann. §§ 27-9-101 *et seq.* Any person seeking such review shall, within sixty (60) days of the Council's decision, file a petition of certiorari in the Circuit Court of Shelby County, the Chancery Court of Shelby County, or any other court with jurisdiction.

V. Existing Development

1. Development of underground hazardous liquids transportation infrastructure that would be prohibited without an Underground Infrastructure Permit, which has completed construction and is in operation at the time this ordinance becomes effective may continue operation without applying for an Underground Infrastructure Permit.
2. The owner or operator of such existing underground hazardous liquids transportation infrastructure must apply for and receive an Underground Infrastructure Permit prior to initiating any addition to or expansion of such infrastructure, unless covered by one of the exceptions to permit requirements listed in Part VI of this ordinance.

VI. Exceptions to Permit Requirements

An Underground Infrastructure Permit is not required for:

1. maintenance, repairs, and replacement of existing underground hazardous liquids transportation infrastructure, so long as in compliance with all other local, state, and federal authority, and so long as the repairs and replacement do not represent a significant increase in capacity, expansion of footprint, or change in operations;

2. development of underground hazardous liquids transportation infrastructure to be located within the property boundaries of an oil refinery, oil terminal, associated docks or processing facilities, or a retail service station and providing service to that oil refinery, oil terminal, associated docks or processing facilities, or retail service station; or
3. development (including construction, installation, maintenance, repairs, replacement, addition, and/or expansion) of underground hazardous liquids transportation infrastructure that directly provides, or intends to provide, fuel services to airports and other terminals engaged in the transportation of passengers or cargo.

VII. Compliance with Other Authority

1. All activities and development being considered by the Board and the Council under this ordinance shall also comply with all other relevant local ordinances and regulations, as well as all relevant state and federal laws and regulations.
2. Any approval of an application for an Underground Infrastructure Permit by the Council shall not be taken as a finding of public purpose, public benefit, or public use in the context of any other legal or administrative proceedings, including eminent domain proceedings, and conveys no additional rights or privileges to applicant beyond those specifically enumerated in the Underground Infrastructure Permit.
3. To the extent that the development regulated by this ordinance is also regulated by any other local, state, or federal regulation, and simultaneous compliance with both this ordinance and those other regulations is not possible, the more restrictive or protective of the two shall apply.

VIII. Savings Clause

Should any section or provision of this ordinance be declared invalid, such decision shall not affect the validity of the ordinance as a whole, or any other part thereof.

A resolution to cease any movement of Tennessee Valley Authority's proposed plan to relocate coal ash to District 3 and urge TVA to not dump within MLGW's service delivery area

WHEREAS, the Memphis City Council's highest priority is to protect the health, safety, and welfare of the residents of the City of Memphis; and

WHEREAS, the Tennessee Valley Authority (TVA) has proposed a plan for the Allen Foster Plant (AFP) to remove coal combustion residuals also known as coal ash (CCR) from the onsite storage units at the East Ash Disposal Area (EADA) and the West Ash Disposal Area (WADA) and relocate coal ash to a close-proximity landfill; and

WHEREAS, coal ash is the waste that is left after coal is burned that mostly comes from coal-fired electric power plants and includes fly ash, which are fine powdery particles that are carried up the smokestack and captured by pollution control devices, as well as coarser materials that fall to the bottom of the furnace; and

WHEREAS, collectively, there are approximately 3.5 million cubic yards of coal ash currently being stored onsite and although coal ash is not considered a hazardous material under the Environmental Protection Agency (EPA), it is known to contain arsenic, lead, mercury, cadmium, chromium and selenium, and many other elements which are harmful to humans, wildlife, and the environment; and

WHEREAS, without proper management, these contaminants can pollute and threaten our waterways, groundwater, drinking water, and the air; and

WHEREAS, the EPA has found that living next to a coal ash disposal site can increase the risk of cancer or other chronic diseases and as a result, the residents of Memphis will be greatly impacted by this proposed plan.

NOW, THEREFORE, BE IT RESOLVED that the Memphis City Council urges the Tennessee Valley Authority to not dump in the communities of its largest customer and encourages TVA to develop a transparent and public process that will eliminate any health risks to the citizens of Memphis.

BE IT FURTHER RESOLVED that the Memphis City Council urges TVA to continue coal ash remediation efforts at the Old Allen Plant but to cease any movement of TVA's proposed plan to relocate coal ash to District 3 and any areas within MLGW's service delivery area, indefinitely.

BE IT FURTHER RESOLVED that the Memphis City Council requests the Tennessee Valley Authority to present quarterly updates to the Memphis City Council on all TVA-related projects within Shelby County.

BE IT FURTHER RESOLVED that the Memphis City Council deems that dumping coal ash in a Memphis landfill is not in the best interest or welfare of the citizens of Memphis and requests the Administration to withhold all permits that may assist in any effort to do so.

Sponsors
Ford Canale
Chase Carlisle
Frank Colvett
Edmund Ford, Sr.
Cheyenne Johnson
Worth Morgan
Patrice Robinson
JB Smiley, Jr.
Jeff Warren

Chairman
Frank Colvett

A RESOLUTION REQUESTING THE TENNESSEE VALLEY AUTHORITY NOT RELOCATE COAL COMBUSTION RESIDUALS FROM THE ALLEN FOSSIL PLANT TO ANY LANDFILL WITHIN THE MISSISSIPPI EMBAYMENT

WHEREAS, Memphians' health, safety, and well-being is the top priority of the City Council; and

WHEREAS, the City of Memphis relies on the groundwater of the Memphis Sand Aquifer for its drinking water supply, and according to the United States Geological Survey ("USGS"), Memphis and Shelby County comprise one of the largest metropolitan areas in the world that relies exclusively on groundwater for its municipal drinking water supply; and

WHEREAS, according to the Center for Applied Earth Science and Engineering Research ("CAESER") at the University of Memphis, the Memphis Sand Aquifer and surrounding Mississippi embayment stretches into nine states, with the majority of water used in West Tennessee, Eastern Arkansas and Northern Mississippi being pumped from underground aquifers for residential, industrial, and agricultural purposes; and

WHEREAS, according to a Tennessee Valley Authority ("TVA") October 2020 published report *Allen Fossil Plant Proposed Plan to Address Environmental Concerns* the Allen Fossil Plant ("AFL Plant") is a non-operational, TVA owned, coal-fired power plant in the southwest corner of the City of Memphis; and

WHEREAS, according to the same report, "During routine groundwater monitoring in 2017, TVA detected arsenic, lead, fluoride, and other CCR-related (coal combustion residuals) constituents in groundwater near the EADA (East Ash Disposal Area)."; and

WHEREAS, in accordance with federal and state requirements, TVA began the process to remove CCR from the East and West Ash Disposal Areas to an offsite landfill, and in October 2020 announced their final two potential offsite landfills were South Shelby Landfill in Memphis, TN and Tunica Landfill in Tunica, MS; and

WHEREAS, the Tennessee Department of Environmental Conservation has not yet approved TVA's proposed remedial action plan or approved of a landfill selection; and

WHEREAS, both potential landfills are located within the Mississippi Embayment area as well as the New Madrid seismic impact zone, the most active seismic area in the United States east of the Rocky Mountains and where the USGS estimates with 25-40% likelihood a magnitude 6.0 and greater earthquake may happen in the next 50 years; and

WHEREAS, the United States Environmental Protection Agency's *Coal Combustion Residuals Rule* published in 2015, identifies sensitive areas including unstable areas, near active fault zones and seismic impact zones, as potentially unsuitable locations for the disposal and storage of CCR; and

WHEREAS, coal ash spills due to the failure of man-made structures have occurred before, most notably Kingston, TN in December 2008 when a dike failure release 5.4 million cubic yards into Swan Pond Embayment and Emory River, eventually leaking 300 acres outside

the coal ash storage area, costing \$1.178 billion dollars in clean up, taking six years, and having long-lasting impacts on the health of cleanup workers, the local environment, and ground water; and

WHEREAS, another instance occurred at Dan River, North Carolina in February 2014, when a storm water pipe at a shuttered coal-fired power plant released 39,000 pounds of coal ash and leaked contaminants as far as 70 miles downstream; and

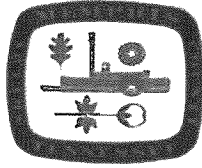
WHEREAS, in light of the many possible events that may occur, whether failure of man-made structures, or catastrophic natural events, the threat to the Memphis Sand Aquifer and this city's drinking water is too grave for CCR to be moved to a landfill in the City of Memphis, Shelby County, or any location within the Mississippi Embayment.

NOW THEREFORE BE IT RESOLVED, the Memphis City Council hereby strongly opposes transporting CCR from the ALF Plant to any landfill in the City of Memphis, Shelby County, or within the Mississippi Embayment area, and requests TVA find an alternative landfill.

BE IT FURTHER RESOLVED, if TVA does proceed to select a landfill within the City of Memphis, Shelby County, or within the Mississippi embayment, without the consent of this body, the Memphis City Council requests TVA first conduct and publish a "Location Restriction Demonstrations Review" as outlined in the Environmental Protection Agency's *Coal Combustion Residuals Rule* for a selected landfill, and allow thirty days to collect public comments after publication date.

Sponsor
Dr. Jeff Warren

Chairman
Frank Colvett



Memphis City Council Summary Sheet

1. Description of the Item (Resolution, Ordinance, etc.)

This resolution is requesting to appropriate funds in the amount of \$88,000.00 in G.O. Bonds for Project Number FS04012, Personal Protective Equipment-Self-Contained Breathing Apparatus.

2. Initiating Party (e.g. Public Works, at request of City Council, etc.)

Memphis Fire Services

3. State whether this is a change to an existing ordinance or resolution, if applicable.

This is the original resolution requesting the appropriation of funding for this project.

4. State whether this will impact specific council districts or super districts. *ALL*

~~Specific Council Districts~~

5. State whether this requires a new contract, or amends an existing contract, if applicable.

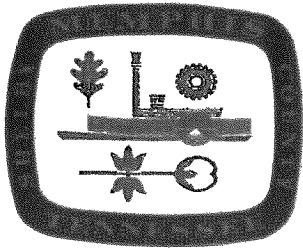
This request will not require a new contract.

6. State whether this requires an expenditure of funds/requires a budget amendment

This project requires a expenditure of funds and a budget amendment in the amount of \$88,000.00.

7. If applicable, please list the MWBE goal and any additional information needed

No MWBE goal was set.



FIRE SERVICES RESOLUTION

A Resolution appropriating \$88,000.00 in G.O. Bonds for Project Number FS04012, Personal Protective Equipment – Self-Contained Breathing Apparatus.

WHEREAS, Project Number FS04012, Personal Protective Equipment, for the purchase of self-contained breathing apparatus and accessories, is included in the FY 2022 Capital Improvement budget; and

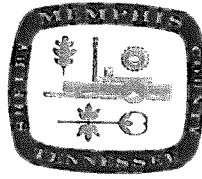
WHEREAS, the original contract was signed on June 11, 2018 in the amount of \$6,638,415.00 being executed between the City of Memphis and Safe Industries; and

WHEREAS, it is necessary to appropriate \$88,000.00 in General Obligation Bonds for the purchase of self-contained breathing apparatus and accessories, and

WHEREAS, the funding for the purchase of self-contained breathing apparatus and accessories has been allocated in Capital Improvement Project Number FS04012, Other Costs, and

NOW, THEREFORE BE IT RESOLVED, by the Council of the City of Memphis that there be and is hereby appropriated the sum of \$88,000.00 in General Obligation Bonds chargeable to the FY 2022 Capital Improvement Budget and credited as follows:

Project Title	Personal Protective Equipment
Project Number	FS04012
Amount	\$88,000.00
General Obligation Bonds	



Memphis City Council Summary Sheet

1. Description of the Item (Resolution, Ordinance, etc.)

Resolution authorizing the amendment of the FY2022 Operating Budget by accepting the appropriation and allocation of the event sponsorships, donations, and registration and exhibit fees for the 2021 A Taste of Memphis at the Liberty Bowl in the amount of approximately \$20,000.00 and the submission of all required documents to collect, obligate and expend conference revenue.

2. Initiating Party (e.g. Public Works, at request of City Council, etc.)

The Division of Housing and Community Development

3. State whether this is a change to an existing ordinance or resolution, if applicable.

Not applicable.

4. State whether this will impact specific council districts or super districts.

City Wide

5. State whether this requires a new contract, or amends an existing contract, if applicable.

New contracts and contract amendments will be required.

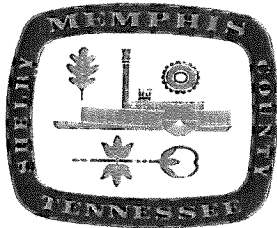
6. State whether this requires an expenditure of funds/requires a budget amendment.

Expenditure of funds will be required.

7. If applicable, please list the MWBE goal and any additional information needed.

Not applicable to MWBE.

Resolution-Division of Housing and Community Development



RESOLUTION AUTHORIZING THE AMENDMENT OF THE FY2022 OPERATING BUDGET BY ACCEPTING THE APPROPRIATION AND ALLOCATION OF CONFERENCE SPONSORSHIPS, DONATIONS, AND REGISTRATION AND EXHIBIT FEES FOR THE 2021 Taste Of Memphis @ The Liberty Bowl IN THE AMOUNT OF APPROXIMATELY \$20,000.00 AND THE SUBMISSION OF ALL REQUIRED DOCUMENTS TO COLLECT, OBLIGATE AND EXPEND CONFERENCE REVENUE.

WHEREAS, the City of Memphis' Division of Housing and Community Development (HCD) is hosting a 2021 A Taste of Memphis and anticipates collecting and expending funds in the amount of \$20,000.00 for the Neighborhood Redevelopment Conference; and

WHEREAS, HCD is hosting the 7th Annual Neighborhood event; and

WHEREAS, the event will convene August 19, 2021 at the Liberty Bowl from 5:00 Pm to 10:00 p.m. inclusive of Memphis, neighborhood leaders, nonprofit organizations, corporations, educators, and governments; and

WHEREAS, the purpose of the event is to share unique qualities and accomplishments about local neighborhoods and accomplishments about local neighborhoods and what indigenous leaders are doing to help make Memphis a better place to live, work and play; and

WHEREAS, invaluable knowledge will be shared to assist in building and transforming communities of all sizes.

THEREFOR BE IT RESOLVED, by the Council of the City of Memphis to approve the amendment of the FY2022 Operating Budget by increasing the revenues and expenses in the amount of \$20,000 for the "A Taste of Memphis" event,

NOW, THEREFORE, BE IT RESOLVED, by the Council of the City of Memphis that the above fees and expenditures are hereby approved to be accepted, obligated and expended for the 2021 "A Taste of Memphis".

Resolution-Division of Housing and Community Development

Please increase the FY2022 Operating Budget Revenue and Expense accounts as follow:

Revenue: 0111.210401.049100

Misc Income: (Sponsorships, Donations, and Fees)

\$20,000.00

Total

\$20,000.00

Expense: 0111.210401.061203

Social Services Administration

\$20,000.00

Total

\$20,000.00

Taste of Memphis Overcoming Obstacles Together 2021

Expenses:	Projected Budget
Entertainment and Artists	\$ 5,500.00
Stage/Table/Chairs	\$ 4,350.00
Liberty Bowl Facilities	\$ 1,500.00
Awards	\$ 400.00
Children Activities	\$ 1,500.00
T-shirts	\$ 1,500.00
Additional Lighting	\$ 250.00
Marketing/Advertising	\$ 5,000.00
Total Budget	\$ 20,000.00

Resolution requesting an exemption for a smoke shop located at 1740 Germantown Road

WHEREAS, on February 23, 2021, the Council of the City of Memphis approved a resolution for a 273-day moratorium on the issuance of permits for tobacco shops, head shops, smoke shops, and vape shops; and

WHEREAS, as approved the resolution also requested that the Division of Planning and Development (“dpd”) study the health, safety, welfare and secondary effects on schools, school-aged children and adjacent residential neighborhoods; it is understood that the study is underway pursuant to the request by the Memphis City Council; and

WHEREAS, the resolution further provided that exemptions be handled on a case-by-case basis through the adoption of exemption resolutions by the Memphis City Council”; and

WHEREAS, the smoke shop at the address of 1740 Germantown Road seeks an exemption based on several factors including: Mhmuod Alkabsh’s current shop is an opening of a new smoke shop in a location that once housed a smoke for several years; the new lease for this location was signed in February 2021; the shop is in a commercial shopping center (zoned CA, PD 87-356) near the intersection of Germantown Parkway and Dexter Road with other commercial establishments in the vicinity selling smoke products ("see Exhibit "C"); Mhmuod Alkabsh started his codes permitting process in May 2021 and a Certificate of Zoning was issued on 27 May 2021 (attached as Exhibit "D"); Mhmuod Alkabsh applied for a Certificate of Occupancy on 19 July 2021 (attached as Exhibit "E") with codes officials directing Petitioner to seek an exception to the "Smoke Shop" Moratorium from the Memphis City Council to complete the permitting process to open the Tobacco Hut Inc. as a smoke shop; Mhmuod Alkabsh has expended over \$100,000 dollars on lease payments, build out, showcases, fixtures, fees and inventory at the location; each day Mhmuod Alkabsh is unable to open means a loss of revenue to cover capital investment, shop operations and income to care for his family; please see additional information contained in Mhmuod Alkabsh affidavit attached as Exhibit "A"; and

WHEREAS, the closest school to the subject site is approximately 3, 195 feet to the north on Germantown Parkway and the closest neighborhood is approximately 435 feet to the southeast with commercial uses in between; and

WHEREAS, Mhmuod Alkabsh asserts that his business operations will strictly comply with all local, state and federal regulations regarding the storage and sale of smoke products and Petitioner has not been cited in violation of any such regulations.

NOW, THEREFORE, BE IT RESOLVED that Mhmuod Alkabsh respectfully requests an exemption to the “Smoke Shop” moratorium on the issuance of permits and therefore, grants an exception for Petitioner to the "Smoke Shop" Moratorium, being The Tobacco Hut located at 1740 Germantown Parkway, Memphis, Tennessee 38016 effective upon approval by resolution pursuant to the authority of the Memphis City Council.

Submitted to the Planning & Zoning Committee

Chairman
Frank Colvett

Brittenum

Law pllc

ATTORNEY AT LAW

3385 Airways Boulevard, Suite 229
Airways Professional Center - Aerotropolis
Memphis, Tennessee 38116 USA
Telephone 901.347.3978
Facsimile 901.800.1927
db@brittenumlaw.com

11 August 2021

Frank H. Colvett, Jr., Chair
Memphis City Council
City Hall
125 North Main Street, Room 514
Memphis, TN 38103

Via Email: frank.colvett@memphistn.gov

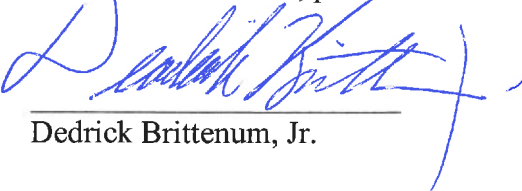
Re: 16 February 2021 Council Agenda Item #35
Moratorium on "Smoke Shop" Permits
1740 Germantown Parkway

Dear Chair Colvett:

Please find attached a Petition for Exception to the "Smoke Shop" Moratorium regarding the above referenced location. On behalf of my client, Mr. Mhmuod Alkabsh, I request that you review and process the petition for consideration by the Memphis City Council on the 17 August 2021 agenda.

Thank you for your attention and should you have any questions or comments, please advise. I remain

Very truly yours,
BRITTENUM LAW, pllc



Dedrick Brittenum, Jr.

enclosure

cc: Brooke Hyman, Council Administrator
Judy Milam, Executive Assistant
Ashleigh Hayes, Analyst
Allan J. Wade, Esquire

BEFORE THE COUNCIL OF THE CITY OF MEMPHIS

Tennessee

IN RE:

RESOLUTION REQUESTING A 273-DAY MORATORIUM ON THE ISSUANCE OF PERMITS FOR TOBACCO SHOPS, HEAD SHOPS, SMOKE SHOPS, AND VAPE SHOPS AND REQUESTING THE DIVISION OF PLANNING AND DEVELOPMENT TO STUDY THE HEALTH, SAFETY, WELFARE, AND SECONDARY EFFECTS ON SCHOOLS, SCHOOL AGED CHILDREN, AND ADJACENT RESIDENTIAL NEIGHBORHOODS WHILE ALSO PROPOSING ZONING AMENDMENTS THAT REFLECT SAID EFFECTS

PETITION FOR EXCEPTION TO "SMOKE SHOP" MORATORIUM

Comes now, Dedrick Brittenum, Jr., counsel for affiant **Mhmuod Alkabsh**, whose Affidavit is attached hereto as Exhibit "A", hereinafter "Petitioner", and pursuant to Section 1 of Ordinance No. 1852 and Rule 42 of the Memphis City Council Rules of Procedure, respectfully submits the following Petition for an exception to the "Smoke Shop" Moratorium.

WHEREAS, on 16 February 2021, the Council of the City of Memphis approved Council Agenda Item # 35 as Resolution ("Resolution") for a 273-day(s) moratorium on "...the issuance of permits for tobacco shops, head shops, smoke shops and vape shops...", ("Smoke Shop" Moratorium), with respect to such permits for locations in the City of Memphis, attached hereto as Exhibit "B"; and

WHEREAS, as approved said Resolution also made request to the Division of Planning and Development ("DPD"), to "...study the health, safety, welfare and secondary effects on schools, school age children and adjacent residential neighborhoods...". It is understood that the study request is underway within the dpd to fulfill the request of the Memphis City Council; and

WHEREAS, the last line of said Resolution reads:

"BE IT FURTHER RESOLVED that exceptions to this resolution will be handled on a case-by-case basis through the adoption of exception resolutions by the Memphis City Council"; and

WHEREAS, the above cited ordinance provisions, Council rules and the subject Resolution allow the Council of the City of Memphis to consider and grant an exception to the Moratorium on a case-by-case basis on resolution approval; and

WHEREAS, your Petitioner seeks an exception for location address **1740 Germantown Road** based on several factors including: his current shop is an opening of a new smoke shop in a location that once housed a smoke for several years; the new lease for this location was signed

in February 2021; the shop is in a commercial shopping center (zoned CA, PD 87-356) near the intersection of Germantown Parkway and Dexter Road with other commercial establishments in the vicinity selling smoke products (“see Exhibit “C”); Petitioner started his codes permitting process in May 2021 and a Certificate of Zoning was issued on 27 May 2021 (attached as Exhibit “D”); Petitioner applied for a Certificate of Occupancy on 19 July 2021 (attached as Exhibit “E”) with codes officials directing Petitioner to seek an exception to the “Smoke Shop” Moratorium from the Memphis City Council to complete the permitting process to open the Tobacco Hut Inc. as a smoke shop; Petitioner has expended over \$100,000 dollars on lease payments, build out, showcases, fixtures, fees and inventory at the location; each day Petitioner is unable to open means a loss of revenue to cover capital investment, shop operations and income to care for his family; please see additional information contained in Petitioner affidavit attached as Exhibit “A”; and

WHEREAS, the closest school to the subject site is approximately 3, 195 feet to the north on Germantown Parkway and the closest neighborhood is approximately 435 feet to the south east with commercial uses in between; and

WHEREAS, Petitioner asserts that his business operations will strictly comply with all local, state and federal regulations regarding the storage and sale of smoke products and Petitioner has not been cited in violation of any such regulations;

WHEREAS, after full consideration, the Council of the City of Memphis is requested to adopt a resolution granting an exception to the Petitioner to fully open and operate The Tobacco Hut at 1740 Germantown Parkway, Memphis, Tennessee 38016.

WHEREFORE, PREMISES CONSIDERED:

The Petitioner respectfully requests that the Council of the City of Memphis consider this Petition for an exception to the “Smoke Shop” Moratorium on permits and find the that the request by the Petitioner has merit based on the information presented and contained herein, and, therefore, grant an exception for Petitioner to the “Smoke Shop” Moratorium, being The Tocacco Hut located at 1740 Germantown Parkway, Memphis, Tennessee 38016 effective upon approval by resolution pursuant to the authority of the Memphis City Council.

Respectfully submitted,

BRITTENUM LAW pllc

By: 

Dedrick Brittenum, Jr. (BPR #9905)

BRITTENUM Law pllc

Airways Professional Center – Airport City

3385 Airways Boulevard, Suite 229

Memphis, TN 38116 USA

BEFORE THE MEMPHIS CITY COUNCIL

IN RE:

RESOLUTION REQUESTING A 273-DAY MORATORIUM ON THE ISSUANCE OF PERMITS FOR TOBACCO SHOPS, HEAD SHOPS, SMOKE SHOPS, AND VAPE SHOPS AND REQUESTING THE DIVISION OF PLANNING AND DEVELOPMENT TO STUDY THE HEALTH, SAFETY, WELFARE, AND SECONDARY EFFECTS ON SCHOOLS, SCHOOL AGED CHILDREN, AND ADJACENT RESIDENTIAL NEIGHBORHOODS WHILE ALSO PROPOSING ZONING AMENDMENTS THAT REFLECT SAID EFFECTS

AFFIDAVIT OF MHMUOD ALKABSH

BEFORE ME, the undersigned Notary Public in and for said County and State,

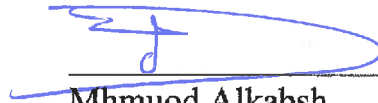
personally appeared Mhmuod Alkabsh, who, being known to me and having been duly sworn by me, deposes and says as follows:

1. My name is Mhmuod Alkabsh and I am a resident of Shelby County, Tennessee. I have a place of business at 1740 Germantown Parkway, Memphis, Tennessee in the Cordova Center Planned Development at the intersection with Dexter Road. I am over the age of twenty-one (21) years, suffer no legal or mental disabilities, and am fully competent to make this affidavit. I have personal knowledge of the facts stated herein, which are true and correct.
2. On 16 February 2021, the Council of the City of Memphis approved the above styled resolution to establish a 273-day moratorium on the issuance of "...permits for tobacco shops, head shops, smoke shops, and vape shops...". Further, the Council requested that the Division of Planning and Development study the effects on health, safety and welfare effect on children, schools and residential

areas.

3. In addition, the Council made clear that exceptions to the moratorium would be considered and handled on a case-by-case basis.
4. My business is named The Tobacco Hut Inc. I entered a lease for the Germantown Parkway premises on 8 February 2021 to open my business in this area. The space was previously operated as a smoke shop for several years. A Certificate of Zoning was issued for this location on 27 May 2021. I made an Application for Certificate of Occupancy (COO) on 19 July 2021. I was informed by codes officials that my COO is on hold pending approval of an exception issued by the Memphis City Council. Operationally, I am unable to open without the required permit from the codes officials.
5. I will sell CBD, tobacco products and vape supplies. Tobacco products make up approximately 40% of sales. Vapor products will make up approximately 25% of sales which put me well below the official Unified Development Code (UDC) definition of a Vape Shop. CBD products will make up approximately 25% of sales with the balance being merchandise sales. I will strictly comply with all local, state and federal regulations regarding the storage and sale of these products. I have never been cited for violation of any applicable regulations. My store will be my full-time livelihood to provide for my family.
6. The application of the smoke shop moratorium is having an adverse impact on my business plans and livelihood as I have no income while my business remains shut. The adverse impact is ongoing and continuing.

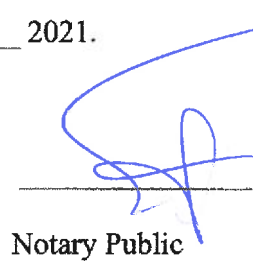
FURTHER, AFFIANT SAYETH NOT.


8-9-21
Mhmuod Alkabsh

STATE OF TENNESSEE
COUNTY OF SHELBY

Sworn to and Subscribed before me by Mhmuod Alkabsh who appeared before me

this 9 day of Aug 2021.



Notary Public



My commission expires: Aug 10th 2021

RESOLUTION REQUESTING A 273-DAY MORATORIUM ON THE ISSUANCE OF PERMITS FOR TOBACCO SHOPS, HEAD SHOPS, SMOKE SHOPS, AND VAPE SHOPS AND REQUESTING THE DIVISION OF PLANNING AND DEVELOPMENT TO STUDY THE HEALTH, SAFETY, WELFARE, AND SECONDARY EFFECTS ON SCHOOLS, SCHOOL AGED CHILDREN, AND ADJACENT RESIDENTIAL NEIGHBORHOODS WHILE ALSO PROPOSING ZONING AMENDMENTS THAT REFLECT SAID EFFECTS

WHEREAS, the youth are our future; issues affecting their health, safety, and well-being are paramount, and therefore, must be addressed; and

WHEREAS, the Center for Disease Control and Prevention (“CDC”) reported as recently as 2019 that tobacco product use by youth populations was on the rise despite historical efforts to mitigate the activity; and

WHEREAS, according to the CDC, use of any tobacco product grew by 38.3 percent among high school students between 2017-2018; as a result, more than 1 in 4 high school students admitted to using a tobacco product in the past 30 days; furthermore, CDC data revealed that use of a tobacco product by middle school aged children increased as well during the same period in question; and

WHEREAS, nearly all tobacco products contain nicotine; youth nicotine intake is especially injurious because the chemical compound inflicts damage upon the developing brain, impacting learning, memory, and attention; and

WHEREAS, despite widespread knowledge of the adverse effects caused by any tobacco use by youth populations, our current local zoning guidelines permit the operation of tobacco shops within proximity to elementary, middle, and high schools, presenting a health and safety risk to present, as well as future, young Memphians whose well-being must be better safeguarded; and

WHEREAS, additionally, *Prevention Science*, the official Journal of the Society for Prevention Research, examined the relationship between youth smoking and nearness of tobacco outlets to youth homes; the Journal’s findings determined that greater density of tobacco outlets within a 0.75 and 1-mile buffer of youth homes *were associated with higher smoking frequency among youth populations*; nonetheless, our current local zoning guidelines permit the operation of tobacco shops adjacent to residential neighborhoods; and

WHEREAS, as we resolve to envision an improved City of Memphis, let us do so in a manner conducive to healthier outcomes for all.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMPHIS CITY COUNCIL that a 273-day moratorium on the issuance of permits for tobacco shops, head shops, smoke shops, and vape shops be established, requesting the Division of Planning and Development to study the health, safety, welfare, and secondary effects on schools, school aged children, and adjacent residential neighborhoods, while also proposing zoning amendments that reflect said effects.

BE IT FURTHER RESOLVED that exceptions to this resolution will be handled on a case-by-case basis through the adoption of exception resolutions by the Memphis City Council.

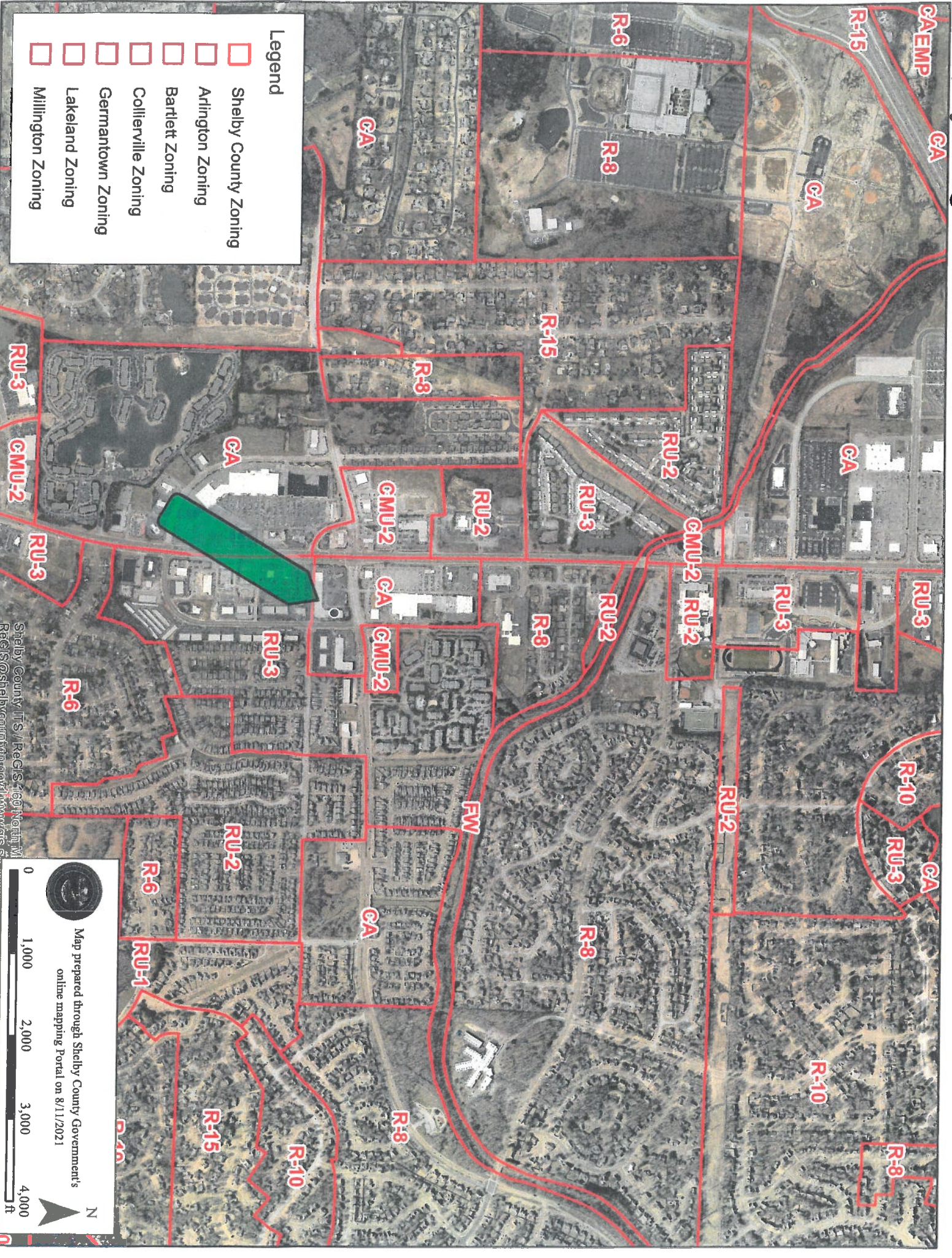
I hereby certify that the foregoing is a true copy and document was adopted, approved by the Council of the City of Memphis in regular session on

Sponsor:
Councilman Jeff Warren, M.D.

FEB 16 2021

Date _____

Valerie C. Snipes
Deputy Comptroller-Council Records



Legend

- Shelby County Zoning
- Arlington Zoning
- Bartlett Zoning
- Colliverville Zoning
- Germantown Zoning
- Lakeland Zoning
- Millington Zoning

Shelby County GIS / RegIS 160 North
 RegIS@shelbycountytgva.com | www.gis.shelbycountytgva.com

Map prepared through Shelby County Government's
 online mapping Portal on 8/11/2021

0 1,000 2,000 3,000 4,000 ft

N

**MEMPHIS AND
SHELBY COUNTY**  **DIVISION OF PLANNING
AND DEVELOPMENT**

ZV 2021-283

May 27, 2021

Martina Godwin

RE: Certificate of Zoning Parcel ID No.
1740 N Germantown Parkway 096500 00472

Dear Applicant,

This letter is in response to your request for zoning information regarding the above referenced property.
To wit:

- **The current zoning classification for the subject property is:**

Conservation Agriculture (CA) District.

- **Is the subject property located within an Overlay District?**

No, it is not within an Overlay District.

- **Information regarding variances, special permits/exceptions, ordinances or conditions.**

The following apply to the subject property:

A Special Use Permit for the Cordova Center Planned Development (PD 87-356), the regulations of which supersede those of the underlying base district. The planned development outline plan conditions permit the following uses to occur:

Any use permitted or permitted with administrative site plan approval in the C-L District, and, in addition, the following uses shall be permitted:

1. Photo-Finishing
2. Laboratories
3. Discount Store
4. Hardware – General merchandise store
5. Telephone Service center
6. Cleaning Establishment

In Addition to the uses permitted in parcel A, Motor vehicle service is allowed in parcels B and C.

The following uses shall be prohibited.

1. Adult entertainment
2. Pawn shop
3. Used goods, second hand sales

- 4. Bingo games
- 5. Taverns, night clubs
- 6. Liquor store

- **The current use of the subject property as a “Retail Shops” is a:**

Use permitted in accordance with the above planned development outline plan conditions (Paragraph I.D) and Table 2.5 – Permitted Use Table of the Joint Memphis and Shelby County Unified Development Code (UDC).

- **What are the adjacent zoning districts?**

North: CA and CMU-2

East: CA, CMU-2, and RU-3

South: RU-3

West: CA and CMU-2

- **Is the site in conformance with the Unified Development Code or if constructed prior to 2011, in compliance with a previous zoning code or approved Planned Development?**

The structure was developed in 1993 and is:

In accordance with previous zoning code requirements (1922, 1955, 1981 as amended, rezoning, variance granted) and is legal conforming in accordance with the provisions of the Unified Development Code Article 1.13.3 below:

1.13.3 Previously Issued Permits and Approved Plans

A. Planned Commercial (C-P) District and Planned Developments (PD)

1. The provisions of this development code do not apply to any planned commercial (C-P) districts, or planned developments (PD) that were approved by the governing bodies prior to the effective date of this development code, except as provided in this Sub-Section. Any condition or set of conditions, imposed by the governing body on such plan or planned development governs.
2. If a previously approved planned commercial (C-P) or planned development (PD) references a former zoning district or former development standard then the new applicable zoning district standard or development standard under this development code shall apply. If a previously approved planned commercial (C-P) or planned development (PD) is silent on a particular provision of this development code, the Planning Director may apply that provision to the previously approved C-P or PD.
3. If an approved plan in a planned commercial (C-P) district or a planned development (PD) expires for any reason, then the provisions of this development code governs.
4. In any approved planned commercial (C-P) district or planned development (PD) that references permitted uses in a zoning district, those uses permitted under the former zoning district classification shall be permitted and shall not be considered nonconforming uses. Further, the Planning Director may permit any additional uses that are not permitted under the former zoning district classification but are permitted under this development code in a corresponding district as provided in Section 1.13.4 (district conversion) after consideration as to the location and impact of such use or uses on adjacent properties and the general neighborhood.

5. This Sub-Section shall also govern Apartment Shop Plans, Shopping Center Plans (SC-1), Wholesale Distribution Plans (ML) and Community Unit Plans (CUP) approved by the governing bodies prior to the effective date of this development code.

- **Was the property subject to site plan approval?**

The subject property was subject to site plan approval; a copy of the approved site plan is enclosed.

- **In the event of casualty, in whole or in part, the structure(s) located on the subject property:**

May be rebuilt in its present form (i.e. no loss of square footage, same footprint, with drive through(s), if applicable.

- **Are there any outstanding Building Code violations?**

There do NOT appear to be any outstanding / open Building Code violations that apply to the subject property.

- **Are there any Unified Development Code (UDC) violations?**

There do NOT appear to be any outstanding/open UDC (subdivision or zoning) violations that apply to the subject property.

- **Was a Certificate of Occupancy issued?**

We are unable to locate a Certificate of Occupancy in our records. You will need to contact the Office of Construction Enforcement at (901) 222-8300 to determine if a valid Certificate of Occupancy has been issued for this property.

- **Are there any Activity Use Limitations (AUL's) associated with the property? AUL's are typically in place at sites which would prevent future uses of a property.**

We are not aware of any government (local, state or federal) imposed AUL's which identifies site conditions that are the basis for maintaining a condition of 'No Significant Risk' at a property where contamination remains after a cleanup.

The above information contained herein was researched on May 27, 2021. It is believed to be accurate and is based upon, or relates to, the information supplied by the requestor. No guarantees as to the accuracy of the data and information provided above are expressed or implied. This office is not responsible for any loss of profit, indirect, incidental, special, or consequential damages arising out of the use of the information provided above and assumes no liability for error and/or omission associated with this determination. All of the information contained herein was obtained from public records, which may be inspected during regular business hours.

Further information pertaining to the Unified Development Code may be obtained using the following internet web address: [Zoning and Subdivision](#) or by contacting staff in the Land Use and Development

Services Section of the Memphis and Shelby County Division of Planning and Development at (901) 636-6619.

If you have questions regarding this matter, please feel free contact me at (901) 636-6619 or via email at Seth.Thomas@memphistn.gov.

Respectfully,

A handwritten signature in black ink, appearing to read "Seth Thomas", with a long horizontal flourish extending to the right.

Seth Thomas
Municipal Planner
Land Use & Development Services

Exhibit 'E'



CERTIFICATE OF OCCUPANCY
Construction Enforcement
Division of Planning and Development
6465 Mullins Station Road / Memphis, TN 38134
Office: 901-222-8300 / Inspections: 901-222-8400

Record No. 100-1-00000

THIS APPLICATION WILL NOT BE PROCESSED IF NOT COMPLETED BY THE APPLICANT

Select Submittal Type: [] Amendment [] Application

* asterisk denotes that field and/or entire section is required

WORK LOCATION
Street Number, Dir., Street Name, Suffix, Unit Type & Number (s), City, State, Zip Code

APPLICANT CONTACT INFORMATION
Preferred Channel, Name, Address, City, State, Zip Code, Email, Home Phone, Mobile Phone, Business Phone, Fax

BUSINESS OWNER CONTACT INFORMATION
Preferred Channel, Name, Address, City, State, Zip Code, Email, Home Phone, Mobile Phone, Business Phone, Fax

PROFESSIONAL INFORMATION
Preferred Channel, Name, Address, City, State, Zip Code, Email, Home Phone, Mobile Phone, Business Phone, Fax

OCCE REVIEW
New Non-Single Family Construction, Non-Industrial Expansion 1,000 Sq. Ft. or More, Industrial Expansion 10,000 Sq Ft or More, Parking Lot Expansion 10 Spaces or More, Existing Building Use Change

GENERAL PROJECT INFORMATION
Detailed Description, Use Classification, Business Use, Name Change, Hotel or Motel, Transitional Home, Pawn Shop, Change of Ownership, Pay Day Loan Company, Home for 6 or less Disabled Residents, Adult Entertainment, Will beer be sold at this location, Is this a new use at this location, Is this an existing use at this location, If Yes, enter years establishment has been in use, Are you doing work that would require a permit, Does the premise currently have gas, Cash Only, Fire Protection System, Additional Fees, Automatic Sprinkler, Certificate of Occupancy Fee, Square Footage of Existing Space, Data Processing Fee, Occupant Load, Surcharge, Maximum Capacity, Total Permit Fee

Notice: Two signatures are required

Approved by: Manager or Sr. Plans Examiner Date:

Approved by: Manager or Sr. Plans Examiner and/or one Building Plans Examiner Date:

This information is believed accurate as of the date of this application, based on the information provided to this office by the Division of Planning and Development. The Department has not, however, reviewed any records to identify pending zoning applications, rezoning requests or comprehensive neighborhood plans that might, if approved, change the zoning for the parcel. The Department will not update the information contained in the register if any change in the zoning of the parcel on which information was requested occurs in the future, unless another formal zoning letter request is made and the appropriate fee provided.

Signature of Applicant: Date: