



HISTORIC
FRANKLIN
TENNESSEE

ITEM #19
WRKS 08/10/2010

MEMORANDUM

July 30, 2010

TO: Board of Mayor and Aldermen

FROM: Eric S. Stuckey, City Administrator *E.S.*
Russ Truell, Assistant City Administrator/CFO

SUBJECT: Franklin Industrial Board Letter of Credit Renewal

Purpose

The purpose of this memo is to apprise the Board of the City's commitment to the Industrial Board regarding the Nissan headquarters project and proposed renewal of that commitment.

Background

In 2006, the Franklin Industrial Board (IDB) issued bonds to support the purchase of land for the Nissan headquarters project. The bonds were to be paid from the taxes generated from a "tax increment financing district" surrounding the headquarters. Fifth Third Bank provided a letter of credit (LOC) to support the bonds contingent on a revolving loan agreement between the City of Franklin and the Franklin Industrial Board. The loan agreement specified that the City would loan funds to the Industrial Board if property tax revenue from the Tax Increment Financing District were insufficient to pay the principal and interest on the bonds.

The loan agreement has been in place for five years and the City has loaned the IDB a total of \$2.3 million to cover the tax shortfall. Although tax revenues have grown sharply, it is estimated that the shortfall will continue for at least two more years.

The letter of credit with Fifth Third Bank expires in December and the Industrial Board may wish to have the Bank renew the LOC. The Bank would like confirmation from the Mayor that the City will stand behind the revolving loan agreement between the City and the IDB.

Financial Impact

None. The IDB ultimately will retire the bonds with future tax revenues from the McEwen Development District. Only the timing of the retirement and cost of the borrowing is in question.

Recommendation

It is recommended that the Board authorize the Mayor to notify the Bank that the City will continue the current agreement.

ADMINISTRATION

Russell B. Truell
Assistant City Administrator, CFO
Finance



John C. Schroer
Mayor of Franklin

Eric S. Stuckey
City Administrator

H I S T O R I C
F R A N K L I N
T E N N E S S E E

July 30, 2010

Jason Adams
Fifth Third Bank, N.A.
Portfolio Manager – Commercial Real Estate
424 Church Street Suite #600
Nashville, TN 37219

Re: City of Franklin Industrial Board Letter of Credit

Please accept this correspondence as an update on our estimated revenues in the Tax Increment Financing District (McEwen Development District) which support the Industrial Board borrowing for the Nissan Headquarters project.

For the purpose of continuity, I am enclosing a copy of previous estimates and reporting in the same fashion as in earlier years. Please note also that in some of our previous discussions, you mentioned the original estimates for the District which included a scenario that projected revenues of roughly \$2 million per year by 2011. I would point out that, included with that particularly estimate, were three other scenarios that projected far less in recurring property tax proceeds. The most pessimistic of the three scenarios assumed that there would be a two-year delay in most of the revenues and one major project postponed indefinitely. That, unfortunately, is almost exactly what has happened due to the financial turmoil in the national economy since 2007-2008.

Let me briefly summarize events that have occurred since the original projections were put forth. First, the attorneys for Nissan added a clause to the in lieu of tax agreement which made the first Nissan in-lieu-of-property tax liability coincide with the opening of their building. That cost the District two years of income worth over \$100,000 in income per year. Second, it was assumed that much of the property east of I-65 would become assessed as regular commercial property, rather than being left in “green belt” status. Much of that land still remains in the agricultural status.

Third, the McEwen Towne Centre project that was either funded or seriously considered for funding by Fifth Third has been dramatically reduced. The townhome/condominiums were late getting started and the headquarters building came on the tax rolls two years later than expected. The retail area still remains untouched. If you recall, the Towne Centre project was the linchpin of revenue for the first five years of the District.

Finally, the bankruptcy of Crescent substantially slowed down any progress on Class A office space in the area along Carothers near the Nissan headquarters building. Ironically, it also slowed down acquisition of right of way needed to complete McEwen Drive from Carothers intersection to the edge of



HISTORIC
FRANKLIN
TENNESSEE

the District. Jackson National Life, who was close to committing for office space in early 2008, was delayed in their announcement by both the Crescent Chapter 11 filing and global financial situation.

In retrospect, I think the property tax numbers have been fairly true to form over the last five years, given the unusual behavior of commercial real estate and the global economy. As you can see from the attachment, the numbers continue to grow as properties have built out and the properties have become available for assessment.

As for future growth, I mention in my attached notes that the Drury Hotel people are ready to begin their twelve story, suites only top-of-the-line hotel. The apartment complex (454 units) on the back of the Crescent property has not been started; Crescent is, however, at great expense, putting in the roads, water/sewer, and electrical infrastructure to prepare for building. There is, once again, any number of relocation inquiries that are coming to Franklin and Williamson County regarding access to Class A office space in the Cool Springs area; and the area along Carothers from the McEwen interchange to the hospital is ripe for medical offices and is unlikely to remain dormant for much longer.

Staff at the City of Franklin believes that the McEwen Development District is viable and will continue to grow until it fulfills its promise of fully funding the IDB notes first issued in 2006.

Respectfully yours,

Russell B. Truell, CFO

DISCUSSION:

Alderman Burger asked Alderman Bacon for clarification. Alderman Bacon said this Resolution correlates with the State plan and the committee felt like with the continued financial viability of the Pension Plan this would be an appropriate move to take at this time.

The motion passed unanimously.

62. Consideration of Resolution Amending the Human Resources Rules and Regulations, Rule XII, Section 10, Regarding Internal Investigations.

Alderman Ernie Bacon, Chairman
Alderman Dana McLendon, Vice Chairman
Budget & Finance Advisory Committee

Alderman Bacon deferred to Human Resources Director Shirley Harmon who said this Resolution is limiting administrative leave to 30 days unless there is an extension approved by the city administrator.

Alderman Bacon moved for approval of the Resolution and Alderman Klatt seconded his motion. The motion passed unanimously.

63. Consideration of Report from Industrial Development Board for Revolving Loan Agreement.

Alderman Ernie Bacon, Chairman
Alderman Dana McLendon, Vice Chairman
Budget and Finance Advisory Committee

Alderman Bacon moved for approval of the Report from the Industrial Development Board for Revolving Loan Agreement and Alderman Klatt seconded his motion. The motion passed unanimously.

64. Consideration of Report on Public Safety Radio Tower Sites.

Alderman Ernie Bacon, Chairman
Alderman Dana McLendon, Vice Chairman
Budget and Finance Advisory Committee

Alderman Bacon moved for approval of the Report on Public Safety Radio Tower Sites and Alderman Lewis seconded his motion.

Alderman Burger asked for clarification on the report. Alderman Bacon deferred to the city administrator and the director of MIT.

Jay Johnson said following the decision not to build the large tower at the Curd Lane site the staff reevaluated the options. He said staff is recommending a 100 foot monopole at the Curd Lane site. Referring to the next item he said there is a change order erecting a 280 feet tower on Long Lane which would increase the coverage throughout the city and the UGB. Mr. Johnson said the Curd Lane Liberty Pike Tower site was essential to get coverage in the north and far eastern parts of the city.

Thomas R. Miller
Mayor



CITY OF FRANKLIN
TENNESSEE

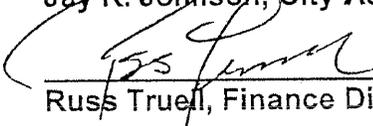
www.franklin-gov.com

James R. Johnson
City Administrator
Randy A. Wetmore
Assistant City Administrator

MEMORANDUM...

TO: Franklin Industrial Development Board
Board of Mayor and Aldermen

FROM: 
Jay R. Johnson, City Administrator


Russ Truell, Finance Director

DATE: December 5, 2005

RE: Stand-by Loan Agreement

As proposed, Fifth Third Bank has offered a 25 year loan in the amount of not to exceed \$15,000,000 for the purchase of 50 acres on Carothers Parkway. This will be a variable rate obligation, priced monthly, payable monthly. The rate will be fixed for the first five years through a swap agreement.

The loan would be repaid through property tax revenues levied by the City within the McEwen Area Economic Development District.

Attached as Exhibit A is a projected revenue/expense spreadsheet for the debt service.

The land will not be pledged as collateral, nor will the full faith and credit of the City be pledged. The IDB has no tangible assets to pledge.

Therefore, the Bank has asked for a revolving (stand-by) loan agreement (Exhibit B) whereby the City would commit to loan any necessary funds to meet obligations during the years 3 through 7 of the loan term. This would be an inter-fund loan between the City's General Fund and the IDB, repayable with interest.

Approval is recommended.

C: Doug Berry, City Attorney

C:\Intranet\memo Stand Alone Loan Agreement 12-05.doc

REVOLVING LOAN AGREEMENT

THIS REVOLVING LOAN AGREEMENT entered as of the ____ day of December, 2005 by and between the BOARD OF MAYOR AND ALDERMEN OF THE CITY OF FRANKLIN, TENNESSEE, a Tennessee municipality (the "City"), and THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF FRANKLIN, a Tennessee public non-profit corporation (the "IDB").

WITNESSETH:

WHEREAS, the IDB is authorized pursuant to and in accordance with Chapter 53 of Title 7 of Tennessee Code Annotated, as amended (the "Act"), to issue and sell its bonds in order to finance the acquisition of a site for a "project" (as defined in the Act); and

WHEREAS, pursuant to T.C.A. Section 7-53-312, the IDB and the City have approved an economic impact plan (the "Plan") relating to certain property (the "Plan Area") in Franklin, Tennessee that includes the site (the "Site") for a corporate headquarters building to be occupied by Nissan North America, Inc. ("Nissan"); and

WHEREAS, the IDB has, pursuant to an Indenture of Trust dated as of December 1, 2005 (the "Indenture") between the IDB and The Bank of New York Trust Company, N.A., as Trustee (the "Trustee"), authorized the issuance of its Taxable Tax Increment Bonds, Series 2005 (the "Bonds") in the principal amount of \$14,885,000 in order to finance the acquisition of the Site; and

WHEREAS, the Bonds are payable from (1) the incremental tax revenues (the "TIF Revenues") received by the IDB with respect to the property that is subject to the Plan, (2) certain payments in lieu of taxes (the "Nissan PILOT Payments") to be paid to the IDB by Nissan pursuant to a Payment In Lieu of Tax Agreement dated _____ between the IDB and Nissan, (3) payments in lieu of taxes other than the Nissan PILOT Payments (the "Other PILOT Payments") received by the City or the IDB with respect to property located within the Plan Area, and (4) certain payments (the "Reduced Occupancy Payments") to be made by Nissan pursuant to a Reduced Occupancy Agreement dated _____ between the IDB and Nissan, in the event that it fails to complete or occupy the corporate headquarters building; and

WHEREAS, the TIF Revenues, the Nissan PILOT Payments, the Other PILOT Payments and the Reduced Occupancy Payments are herein referred to as the "Specified Revenue Sources"; and

WHEREAS, the Bonds bear interest at a variable rate but the IDB has entered into an interest rate swap agreement (the "Swap"), with _____ (the "Counterparty") whereby for a period of ____ years the IDB pays a fixed rate of interest and the Counterparty pays a variable rate of interest; and

WHEREAS, the principal of and up to 45 days' interest (at the maximum interest rate of 12%) on, and certain purchase price payments relating to, the Bonds will also be secured by the Irrevocable Letter of Credit (the "Letter of Credit"), dated as of the date of initial delivery of the Bonds, issued by Fifth Third Bank (the "LOC Bank") in favor of the Trustee, issued pursuant to

a Reimbursement Agreement (the "Reimbursement Agreement") dated as of December 1, 2005, between the IDB and the LOC Bank; and

WHEREAS, the Reimbursement Agreement obligates the IDB to reimburse the LOC Bank for any draws made by the Trustee on the Letter of Credit; and

WHEREAS, to enhance the marketability of the Bonds and to induce the LOC Bank to issue the Letter of Credit, the City is, pursuant to T.C.A. Section 6-54-118, entering into this Loan Agreement to provide funds which the IDB can use to make payments due under the Reimbursement Agreement and payments due under the Swap in the event that the other revenues pledged for the payment therefor are insufficient;

NOW, THEREFORE, the parties agree as follows:

1. Loans. If at any time the amount on deposit in the [Issuer Deposit Account] (the "Issuer Account") established under the Reimbursement Agreement is insufficient to reimburse the LOC Bank for any drawings made by the Trustee under the Letter of Credit and to make any payments then due under the Swap, then the City shall, in each such instance within _____ (_____) days after receipt of written notice from the LOC Bank, deposit funds in the Issuer Deposit Account in an amount sufficient to cure any such deficiency. Each such deposit is herein referred to as a "Loan".

2. Interest on Loans. The Loans shall bear interest at a rate equal to the rate from time to time borne by the Bonds.

3. Repayment of Loans. Interest and principal on each Loan shall be payable on April 1 of each year to the extent that funds remain in the Issuer Deposit Account after paying any amount due on such day to the LOC Bank, and payments then due under the Swap.

4. Application of Moneys Remaining in Issuer Account. If at such time as the Bonds and the interest thereon have been paid in full, any funds remaining in the Issuer Deposit Account shall be paid to the City and credited against any principal and/or interest then due with respect to the Loans.

5. Interest on Overdue Payments. If any payment of interest or principal on any Loan is not made when due, such unpaid amount shall bear interest at a rate equal to the rate of interest then applicable to such Loan plus 1%.

6. Application of Payments. Any payment with respect to the Loans or any amount credited with respect thereto pursuant to Section 4 hereof shall be applied first to interest (including interest on overdue payments), then to principal.

7. Limitation on Amount and Timing of Loans. The obligation of the City to make Loans shall initially extend until December 31, 2010; provided, however, that unless the Specified Revenue Sources attributable to 2010 or any year thereafter exceeds 1.5 times the debt service on the Bonds (taking into account any swap relating to the Bonds) for such year, the obligation of the City to make Loans shall automatically be extended for an additional year at a time.

Notwithstanding anything herein to the contrary, the City shall have no obligation to make any Loan to the extent that such Loan shall cause the outstanding principal amount of all Loans to exceed \$_____.

8. General Fund of the City. The City shall make Loans hereunder from its general fund and shall not use the proceeds of any borrowing to make Loans hereunder.

9. Limited Liability of IDB. Anything in this Agreement to the contrary notwithstanding, the obligation of the IDB to make payments hereunder shall be limited solely to the Specified Revenue Sources, and the IDB shall not be required to effectuate any of its duties, obligations, powers or covenants hereunder except to the extent of the Specified Revenue Sources.

10. No Liability of Officers. No recourse under or upon any obligation of the IDB hereunder shall be had against any incorporator, member, director or officer, as such, past, present, or future, of the IDB, either directly or through the IDB or otherwise, for the payment for or to the IDB or any receiver thereof, of any sum that may be due and unpaid by the IDB hereunder. Any and all personal liability of every nature, whether at common law or in equity, or by statute or by constitution or otherwise, of any such incorporator, member, director or officer, as such, to respond by reason of any act or omission on his part or otherwise, for the payment for or to the IDB or any receiver thereof, of any such that may remain due and unpaid hereunder or any of them, is hereby expressly waived and released as a condition of and consideration for the execution of this Agreement.

9. Separability. If any section, paragraph or provision of this Agreement shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this Agreement.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the day and year first above written.

BOARD OF MAYOR AND ALDERMEN OF
THE CITY OF FRANKLIN, TENNESSEE

By: _____

Title: Mayor

THE INDUSTRIAL DEVELOPMENT BOARD
OF THE CITY OF FRANKLIN

By: _____

Title: Chairman

Loan Cover

Analysis of Estimated Revenue vs. Estimated Debt Service

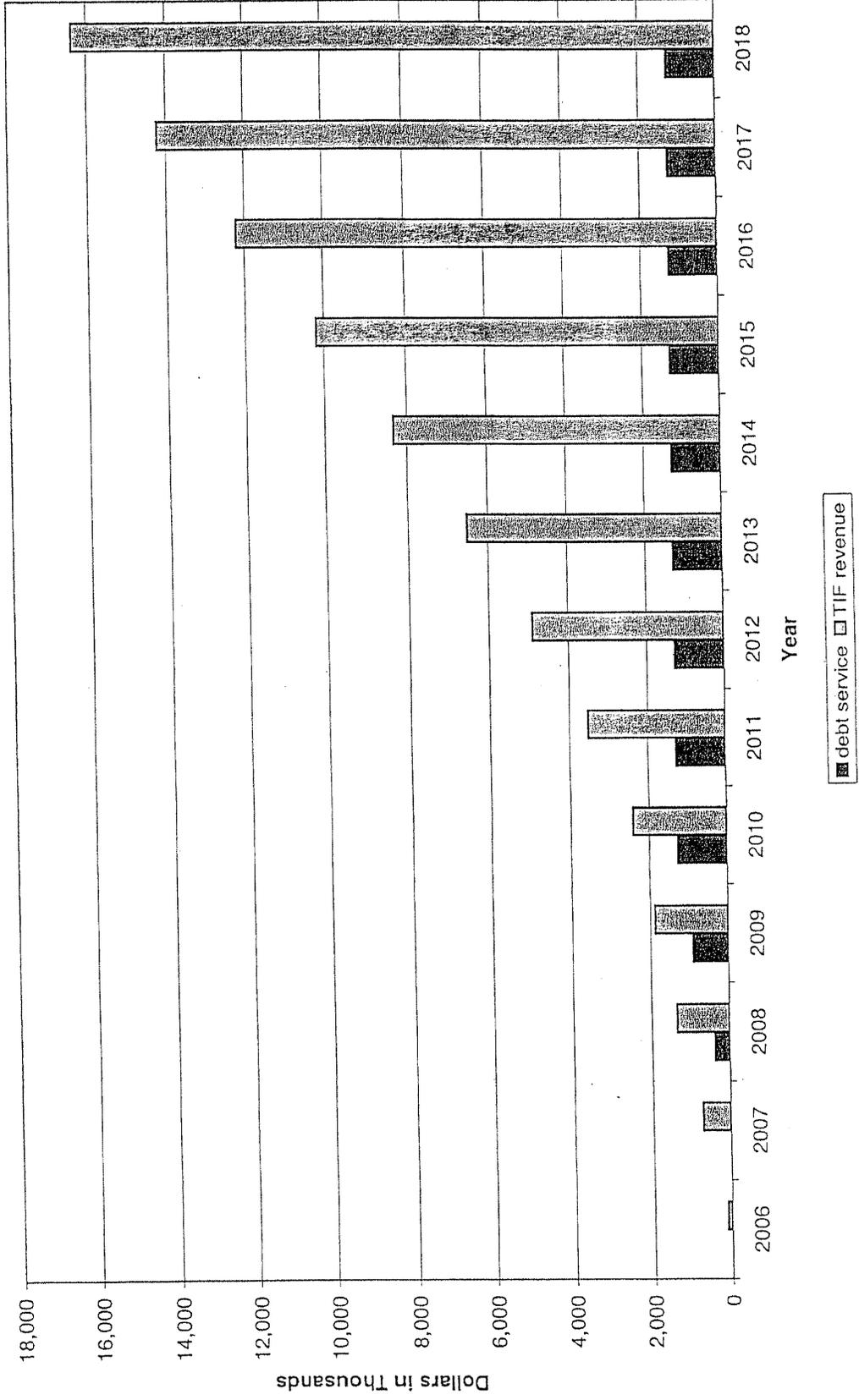
Year	Taxes from Nissan	Income from TIF	Total Income	Debt Service*	Difference	Cumulative
base year	\$ -	\$ 29,574	\$ 29,574	\$ -	\$ -	\$ -
04/01/2006	-	113,560	113,560	0	113,560	113,560
04/01/2007	-	582,581	582,581	0	582,581	696,141
04/01/2008	217,756	811,426	1,029,182	379,533	649,649	1,345,790
04/01/2009	217,756	1,214,610	1,432,366	898,354	534,012	1,879,803
04/01/2010	217,756	1,579,703	1,797,459	1,267,083	530,376	2,410,179
04/01/2011	217,756	2,145,450	2,363,206	1,269,905	1,093,301	3,503,480
04/01/2012	217,756	2,442,964	2,660,720	1,267,173	1,393,547	4,897,026
04/01/2013	248,943	2,638,849	2,887,792	1,268,989	1,618,803	6,515,829
04/01/2014	248,943	2,801,352	3,050,295	1,268,459	1,781,836	8,297,665
04/01/2015	248,943	2,905,482	3,154,425	1,270,183	1,884,242	10,181,907
04/01/2016	248,943	3,040,846	3,289,789	1,265,934	2,023,855	12,205,762
04/01/2017	248,943	3,040,879	3,289,822	1,266,487	2,023,335	14,229,097
04/01/2018	289,813	3,120,112	3,409,925	1,268,749	2,141,176	16,370,273
04/01/2019	289,813	3,120,145	3,409,958	1,267,860	2,142,099	18,512,372
04/01/2020	289,813	3,199,378	3,489,191	1,265,508	2,223,683	20,736,055
04/01/2021	289,813	3,199,411	3,489,224	1,268,059	2,221,166	22,957,221
04/01/2022	289,813	3,278,644	3,568,457	1,265,990	2,302,467	25,259,688
04/01/2023	342,799	3,278,677	3,621,476	1,270,590	2,350,886	27,610,574
04/01/2024	342,799	3,357,910	3,700,709	1,267,675	2,433,034	30,043,608
04/01/2025	342,799	3,357,910	3,700,709	1,269,949	2,430,760	32,474,369
Total	\$ 4,810,959	\$ 49,229,889	\$ 54,040,848	\$ 21,566,479	\$ 32,474,369	

*escrow pays years 1, 2 and part of 3

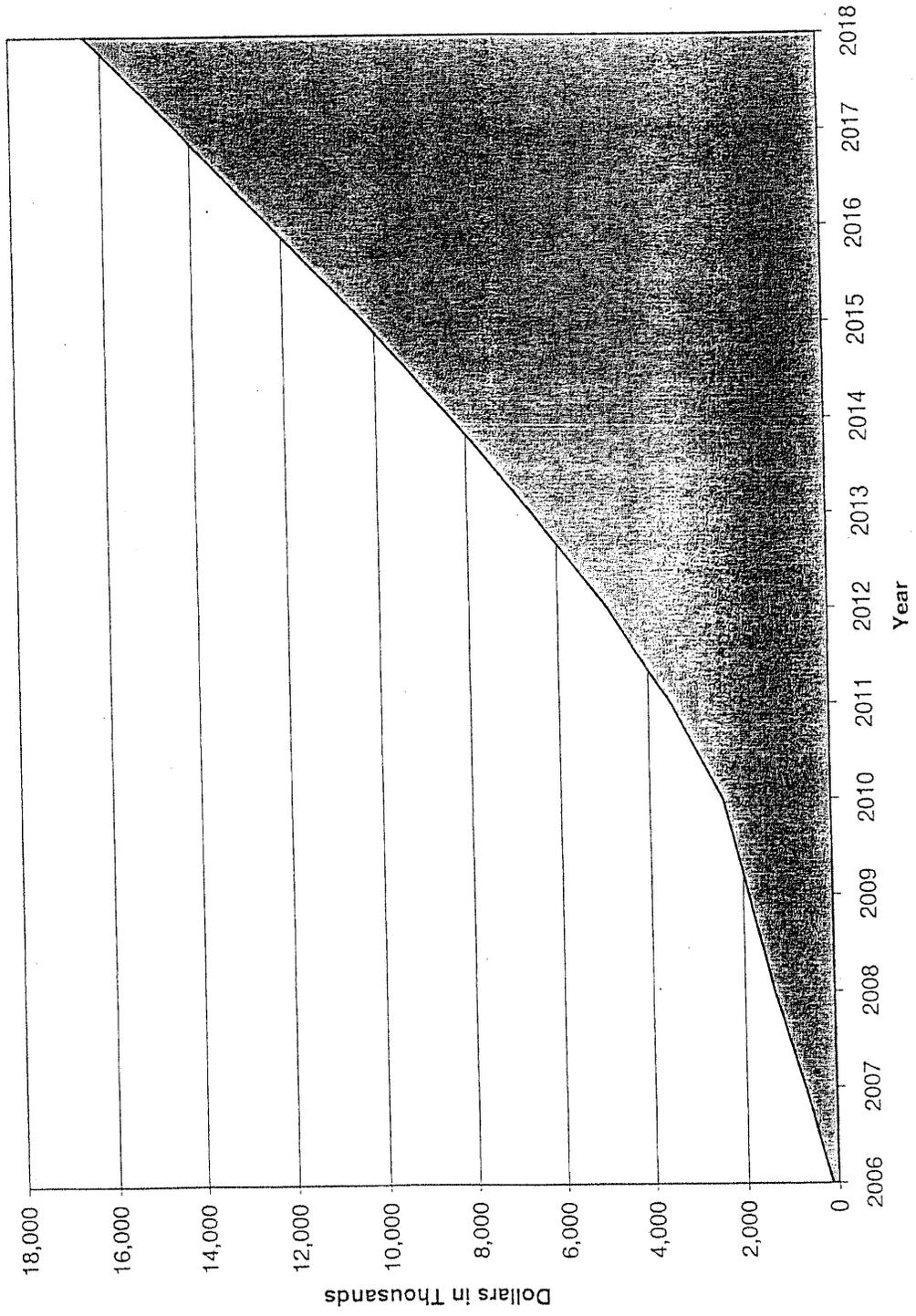
prepared by: Russell B Truell Date: 12/7/2005

loan cover as forecasted

Revenue vs. Debt Service



Balance in Escrow Account, Forecast



Loan Cover, with Revenues Delayed by One Year

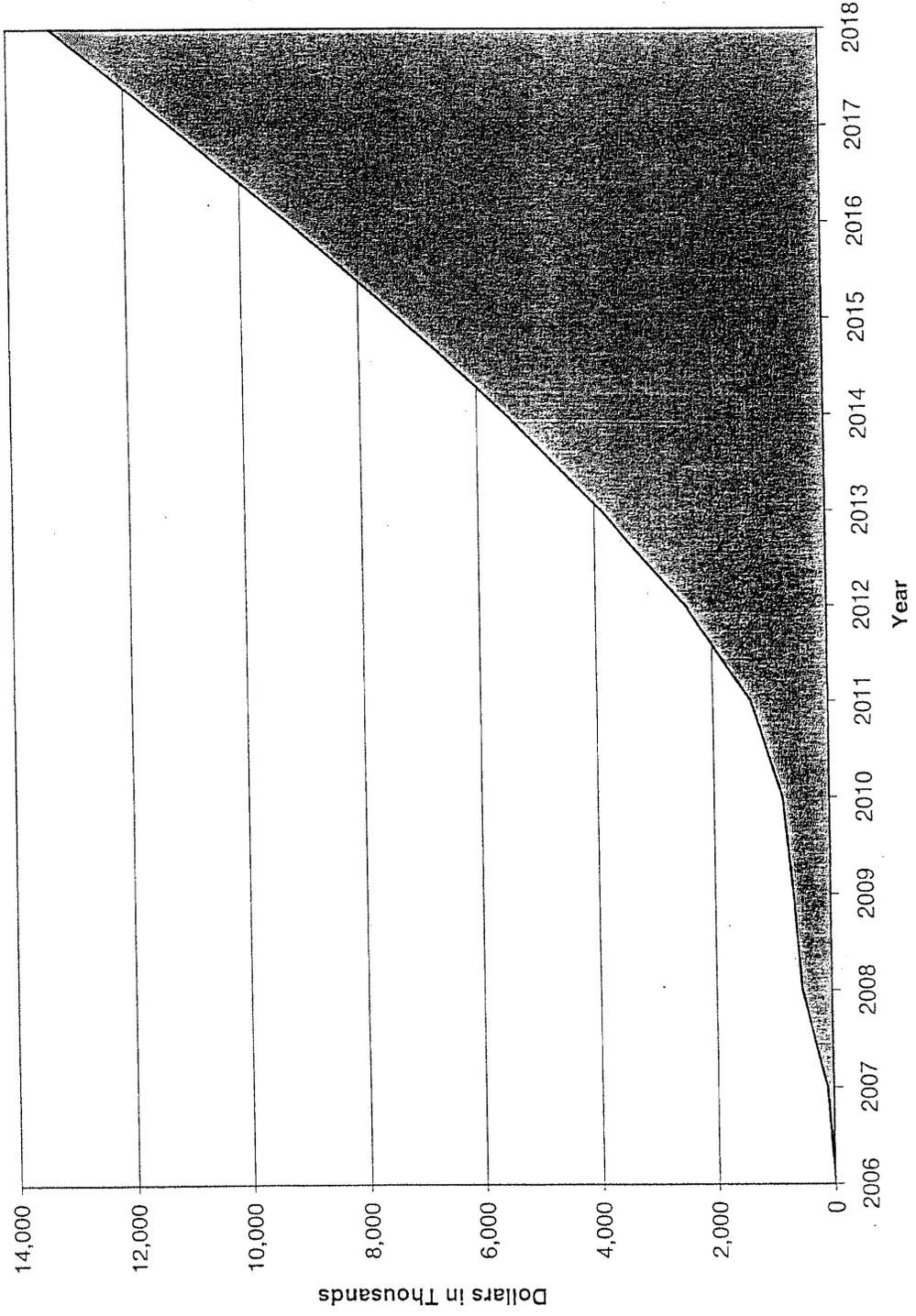
Analysis of Estimated Revenue vs. Estimated Debt Service

Year	Taxes from Nissan	Income from TIF	Total Income	Debt Service*	Difference	Cumulative
base year	\$ -	\$ 29,574	\$ 29,574	\$ -	\$ -	\$ -
04/01/2006	-	-	-	0	-	-
04/01/2007	-	113,560	113,560	0	113,560	113,560
04/01/2008	217,756	582,581	800,337	379,533	420,804	534,364
04/01/2009	217,756	811,426	1,029,182	898,354	130,828	665,193
04/01/2010	217,756	1,214,610	1,432,366	1,267,083	165,283	830,476
04/01/2011	217,756	1,579,703	1,797,459	1,269,905	527,554	1,358,030
04/01/2012	217,756	2,145,450	2,363,206	1,267,173	1,096,033	2,454,062
04/01/2013	248,943	2,442,964	2,691,907	1,268,989	1,422,918	3,876,980
04/01/2014	248,943	2,638,849	2,887,792	1,268,459	1,619,333	5,496,313
04/01/2015	248,943	2,801,352	3,050,295	1,270,183	1,780,112	7,276,425
04/01/2016	248,943	2,905,482	3,154,425	1,265,934	1,888,491	9,164,916
04/01/2017	248,943	3,040,846	3,289,789	1,266,487	2,023,302	11,188,218
04/01/2018	289,813	3,040,879	3,330,692	1,268,749	2,061,943	13,250,161
04/01/2019	289,813	3,120,112	3,409,925	1,267,860	2,142,066	15,392,227
04/01/2020	289,813	3,120,145	3,409,958	1,265,508	2,144,450	17,536,677
04/01/2021	289,813	3,199,378	3,489,191	1,268,059	2,221,133	19,757,810
04/01/2022	289,813	3,199,411	3,489,224	1,265,990	2,223,234	21,981,044
04/01/2023	342,799	3,278,644	3,621,443	1,270,590	2,350,853	24,331,897
04/01/2024	342,799	3,278,677	3,621,476	1,267,675	2,353,801	26,685,698
04/01/2025	342,799	3,357,910	3,700,709	1,269,949	2,430,760	29,116,459
Total	\$ 4,810,959	\$ 45,871,979	\$ 50,682,938	\$ 21,566,479	\$ 29,116,459	

*escrow pays years 1, 2 and part of 3

prepared by: Russell B Truell Date: 12/7/2005

Balance in Escrow Account, Revenue Shifted 1 Year



Loan Cover, with Revenues Delayed by Two Years

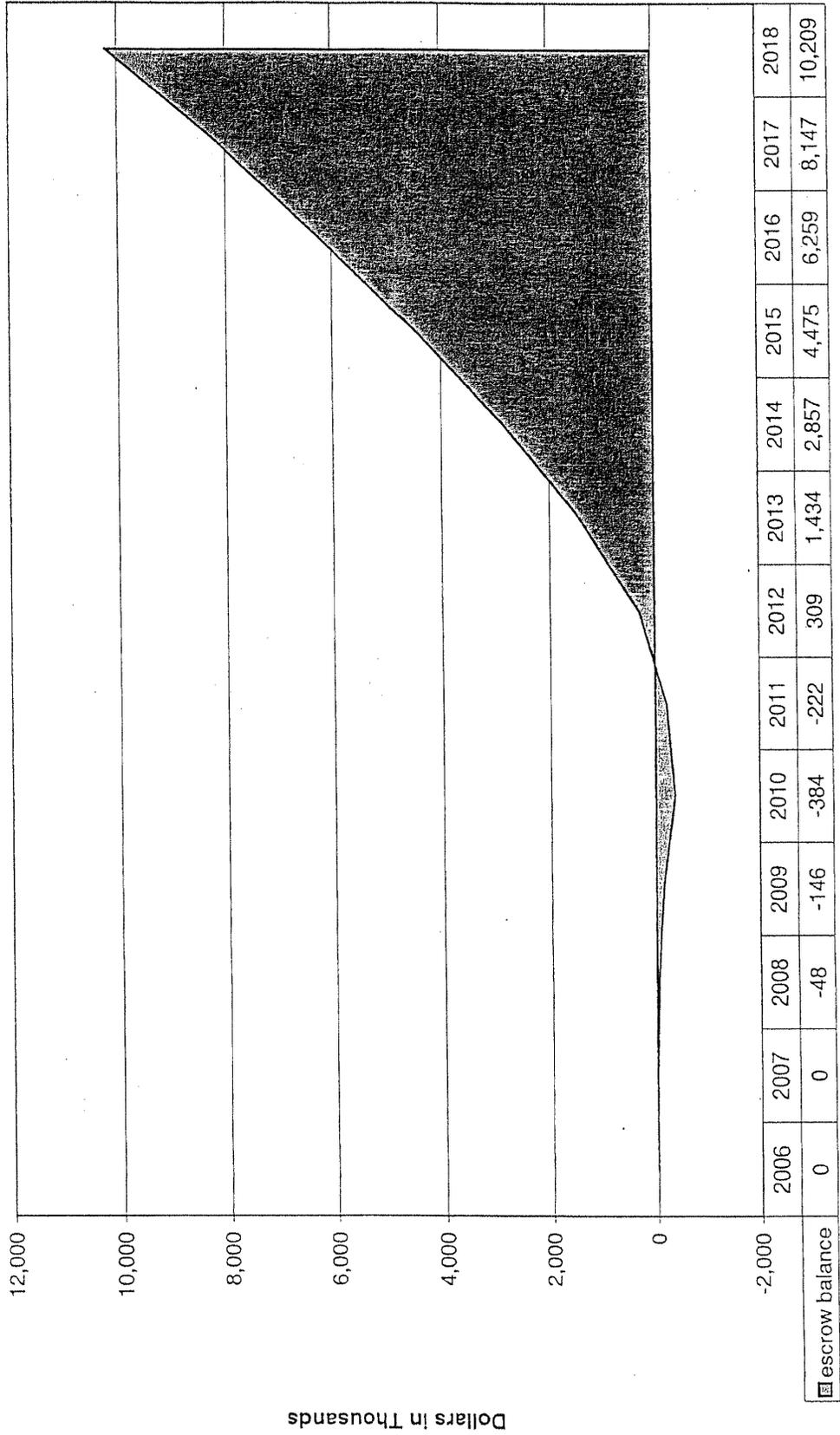
Analysis of Estimated Revenues vs. Estimated Debt Service

Year	Taxes from Nissan	Income from TIF	Total Income	Debt Service*	Difference	Cumulative
base year	\$ -	\$ 29,574	\$ 29,574	\$ -	\$ -	\$ -
04/01/2006				0		
04/01/2007				0		
04/01/2008	217,756	113,560	331,316	379,533	(48,217)	(48,217)
04/01/2009	217,756	582,581	800,337	898,354	(98,017)	(146,233)
04/01/2010	217,756	811,426	1,029,182	1,267,083	(237,901)	(384,134)
04/01/2011	217,756	1,214,610	1,432,366	1,269,905	162,461	(221,673)
04/01/2012	217,756	1,579,703	1,797,459	1,267,173	530,286	308,612
04/01/2013	248,943	2,145,450	2,394,393	1,268,989	1,125,404	1,434,016
04/01/2014	248,943	2,442,964	2,691,907	1,268,459	1,423,448	2,857,464
04/01/2015	248,943	2,638,849	2,887,792	1,270,183	1,617,609	4,475,073
04/01/2016	248,943	2,801,352	3,050,295	1,265,934	1,784,361	6,259,434
04/01/2017	248,943	2,905,482	3,154,425	1,266,487	1,887,938	8,147,372
04/01/2018	289,813	3,040,846	3,330,659	1,268,749	2,061,910	10,209,282
04/01/2019	289,813	3,120,112	3,330,692	1,267,860	2,062,833	12,272,115
04/01/2020	289,813	3,120,112	3,409,925	1,265,508	2,144,417	14,416,532
04/01/2021	289,813	3,120,145	3,409,958	1,268,059	2,141,900	16,558,432
04/01/2022	289,813	3,199,378	3,489,191	1,265,990	2,223,201	18,781,633
04/01/2023	342,799	3,199,411	3,542,210	1,270,590	2,271,620	21,053,253
04/01/2024	342,799	3,278,644	3,621,443	1,267,675	2,353,768	23,407,021
04/01/2025	342,799	3,278,677	3,621,476	1,269,949	2,351,527	25,758,549
Total	\$ 4,810,959	\$ 42,514,069	\$ 47,325,028	\$ 21,566,479	\$ 25,758,549	

*escrow pays years 1, 2 and part of 3

prepared by: Russell B Truell Date: 12/7/2005

Balance in Escrow Account, Revenue Shifted 2 Years



Dollars in Thousands

escrow balance

Year

Loan Cover, with Revenues Delayed by Two Years, plus Loss of Project (hotel)

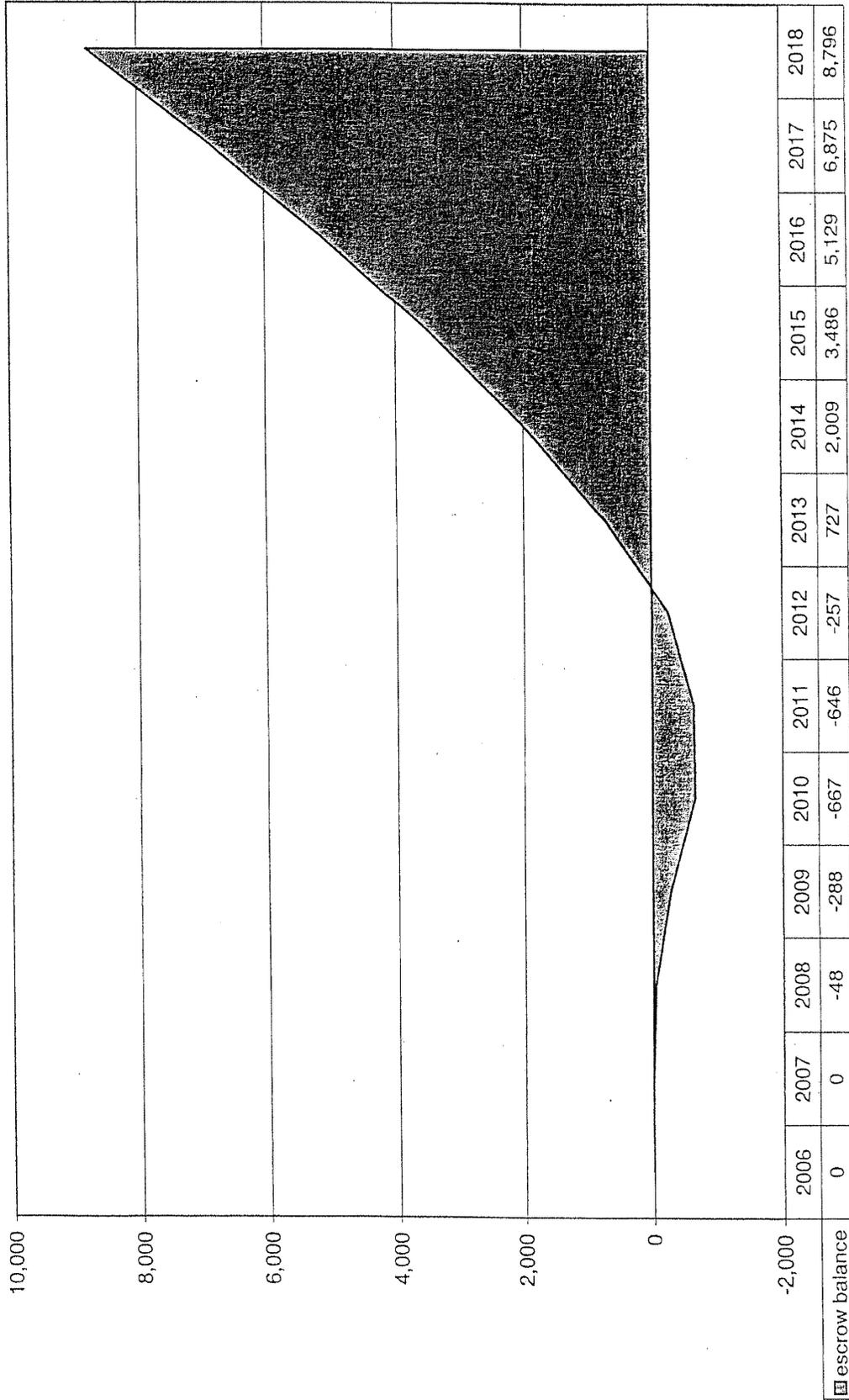
Analysis of Estimated Revenue vs. Estimated Debt Service

Year	Taxes from Nissan	Income from TIF	Total Income	Debt Service*	Difference	Cumulative
base year	\$ -	\$ 29,574	\$ 29,574	\$ -	\$ -	\$ -
04/01/2006	-	-	-	0	-	-
04/01/2007	-	-	-	-	-	-
04/01/2008	217,756	113,560	331,316	379,533	(48,217)	(48,217)
04/01/2009	217,756	441,231	658,987	898,354	(239,367)	(287,583)
04/01/2010	217,756	670,076	887,832	1,267,083	(379,251)	(666,834)
04/01/2011	217,756	1,073,260	1,291,016	1,269,905	21,111	(645,723)
04/01/2012	217,756	1,438,353	1,656,109	1,267,173	388,936	(256,788)
04/01/2013	248,943	2,004,100	2,253,043	1,268,989	984,054	727,266
04/01/2014	248,943	2,301,614	2,550,557	1,268,459	1,282,098	2,009,364
04/01/2015	248,943	2,497,499	2,746,442	1,270,183	1,476,259	3,485,623
04/01/2016	248,943	2,660,002	2,908,945	1,265,934	1,643,011	5,128,634
04/01/2017	248,943	2,764,132	3,013,075	1,266,487	1,746,588	6,875,222
04/01/2018	289,813	2,899,496	3,189,309	1,268,749	1,920,560	8,795,782
04/01/2019	289,813	2,899,529	3,189,342	1,267,860	1,921,483	10,717,265
04/01/2020	289,813	2,978,762	3,268,575	1,265,508	2,003,067	12,720,332
04/01/2021	289,813	2,978,795	3,268,608	1,268,059	2,000,550	14,720,882
04/01/2022	289,813	3,058,028	3,347,841	1,265,990	2,081,851	16,802,733
04/01/2023	342,799	3,058,061	3,400,860	1,270,590	2,130,270	18,933,003
04/01/2024	342,799	3,137,294	3,480,093	1,267,675	2,212,418	21,145,421
04/01/2025	342,799	3,137,327	3,480,126	1,269,949	2,210,177	23,355,599
Total	\$ 4,810,959	\$ 40,111,119	\$ 44,922,078	\$ 21,566,479	\$ 23,355,599	\$ -

*escrow pays years 1, 2 and part of 3

prepared by: Russell B. Truell Date: 12/7/2005

escrow balance



ADMINISTRATION

Russell B. Truell
Assistant City Administrator, CFO
Finance



John C. Schroer
Mayor of Franklin

Eric S. Stuckey
City Administrator

HISTORIC
FRANKLIN
TENNESSEE

July 19, 2010

***** DRAFT *****

Jason Adams
Fifth Third Bank, N.A.
Portfolio Manager – Commercial Real Estate
424 Church Street Suite #600
Nashville, TN 37219

Re: City of Franklin Industrial Board Letter of Credit

Please accept this correspondence as an update to our regular conversations about the letter of credit supporting the Industrial Board's variable rate notes that were issued in conjunction with the Nissan North America project in January, 2006. As you know, the City has agreed to a line of credit with the Industrial Board.

As of June 30, 2010, the line of credit by and between the City of Franklin and the IDB that is referenced within the 2007, 2008 and 2009 City of Franklin Comprehensive Annual financial Reports is still in place. As of that date, the total amount outstanding due to the City of Franklin under the line of credit is \$ 2,320,209.

The city is pleased with the progress that has been made on the area designated as the Tax-increment Financing district. Despite the seriousness of the financial difficulties in 2008 and 2009, projects have continued to move forward, albeit on a somewhat delayed basis. During the four year span of the District, property tax collections have moved from zero to over \$670,000 per year for the 2009 tax year. Several projects are under design or construction that will enhance the collections in that area. It is our hope that by year 7 of the City/IDB agreement, the IDB will be completely self supporting on an annual basis.

The City must and will continue to be patient in waiting for repayment from the Industrial Board from the tax proceeds. Currently the amount payable is easily supported by the City's undesignated fund balances.

Respectfully yours,

John Schroer, Mayor

Discussion of Properties in McEwen Economic Development District

As management of the City of Franklin, Tennessee, we offer the reader of this narrative an overview and analysis of the properties included in McEwen Economic Development District. There are 23 parcels in all comprising 859 acres. Only six of the parcels are currently taxed as commercial property, although twenty of twenty-three parcels are zoned Interstate Commercial and the remaining properties are zoned Planned Commercial Development.

Management believes that most of the property will be sold or developed as a result of Nissan's announcement to locate in Franklin, Tennessee. Sale of the property will trigger a removal from Greenbelt status on the tax rolls for several properties. Currently, one parcel that appraises for \$12.2 million is listed on the tax rolls at \$181,600. It cannot be determined exactly when the properties will be fully developed, but this document (and its supporting schedules) is intended to give some focus to the valuations when full development has occurred. Existing knowledge about three of the larger parcel groups is discussed and a timeline is presented for those properties. Smaller properties are given approximate development probabilities based on assumptions about the trends in the area.

Financial Highlights:

- There are twenty-three parcels included in the Economic Development District. These are the parcels within a one mile radius of the new McEwen / I-65 Interchange. Properties that are already developed in full or suspected to be developed in non-commercial methods are excluded from the District
- The properties total 859 acres and are currently zoned Interstate Commercial or Planned Commercial.
- The current appraised value of the properties is \$ 33,984,400. The current "use value" for property tax calculations is \$13,787,800.
- Removal from "Greenbelt" treatment for tax purposes will increase the appraised value by \$20.2 million and increase the amount of taxes collected by \$ 269,500.
- Estimates show that development of the property in a manner similar to surrounding properties, or in a way suggested by development documents of the current owner, will further increase the amount of taxes collected. The final valuation of final build out will range from \$1.0 to \$1.2 billion in appraised value.
- The "tax increment" from this development will be \$ 15.8 million per year at full build out.
- Development of this area would probably occur naturally over the next twenty-five years. Addition of the McEwen Interchange and the relocation of Nissan USA to Franklin will cause the development to be completed in a shorter time frame. It will also cause development of higher value structures on the properties. The combination will result in an increase of more than \$ 219 million in property taxes over the next twenty years instead of \$168, a difference of \$51 million.

Overview of the Properties:

The following discussion is intended to describe the basic properties as currently assessed and provide some guidance on their future assessment. The City has an indication on some of the parcels as to their future development plans from concept plans provided by current owners.

The properties in the McEwen Economic Development District are as follows:

Parcel 1 Kuhlo Property at 4080 Mallory Lane– 5.61 acres valued at \$1,198,300. Assessed as commercial property at full value. Land only. Zoned Interstate Commercial. Directly opposite Medical Office property on east side of Mallory. Suggested as a possible hotel site. Could be combined with Parcels #2 and # 4 for planned development.

Parcel 2 Franklin Realty Investors at 250 Spring Creek– 22.86 acres valued at \$437,200. Assessed as commercial property at full value. Land only. Zoned Interstate Commercial. Bisected by approach to I-65 Interchange. Adjacent to Kohl's department store on southern boundary. Possible site for large retail store or grouping of stores. Outparcels possible. Could be combined with Parcels #1 and # 4 for planned development.

Parcel 3 Kuhlo Property on Mallory Lane– 3.68 acres valued at \$729,000. Assessed as commercial property at full value. Land only. Zoned Interstate Commercial. Adjacent of Medical Office property on west side of Mallory. Suggested as corner outparcels for McEwen Towne Center development.

Parcel 4 Barbara Noble Property on Jordan Road– 1.5 acre valued at 1,692,100. Assessed as commercial property at full value. Land only. Zoned Interstate Commercial. Directly opposite Medical Office property on east side of Mallory. Suggested as a possible hotel site xyz. Could be combined with Parcels #1 and # 2 for planned development.

Parcel 5 Unknown Owner on Liberty Pike– 0.20 acre valued at \$ 0.00. Corner lot adjacent to new I-65 Interchange. Assessed as residential property at \$100.

Parcel 6 Carbine Development Property on Huffine's Ridge– 10.45 acre valued at \$152,000. Assessed as residential property and zoned Interstate Commercial. Could be combined with Parcels # 5 and #7 for planned development.

Parcel 7 Comer Eller Property on Huffine's Ridge– 5.15 acre valued at \$125,800. Assessed as residential property and zoned Interstate Commercial. Could be combined with Parcels # 5 and #7 for planned development.

Parcel 8 Highwoods Property at 701 Cool Springs Drive– 23.09 acres valued at \$4,040,800. Assessed as commercial property at full value. Land only. Potential site for new headquarters building.

Parcel 9 Highwoods Property at 725 Cool Springs Drive– 9.28 acres valued at \$ 3,237,600 Assessed as commercial property at full value. Land only. Six story office building currently under construction.

Parcel 10 Crescent Resources Property on Carothers Drive Extended– 277.63 acres valued at \$2,646,000. Assessed as farm property at \$194,000 use value. Site of proposed Nissan headquarters. Balance of 220 acres to be developed per concept plan proposed by owner. Includes approximately 180 acres of developed area, including additional corporate headquarters, mixed use retail/commercial/residential space, attached housing, and additional office space.

Parcel 11 James Porter Property on Liberty Pike- 19.76 acres. Assessed as farm property at \$237,100. Frontage on north side of Liberty Pike. Could be combined with Parcels # 12, 13, 15 and 16 for planned development.

Parcel 12 Franklin Commons Property on Liberty Pike– 16.37 acres valued at \$196,400. Frontage on Liberty Pike. Could be combined with Parcels # 11, 13, 15 and 16 for planned development.

Overview of the Properties (Continued):

Parcel 13 JB Downey Property on Liberty Pike– 1.12 acre valued at \$11,100. Front footage on north side of Liberty Pike. Assessed as residential property and zoned Interstate Commercial.

Parcel 14 JB Downey Property on Edward Curd Lane – 16.25 acres valued at \$195,000. Frontage on south side of Liberty Pike. Assessed as residential property and zone Interstate Commercial.

Parcel 15 Carothers Development LLC Property on Liberty Pike– 93.98 acres valued at \$939,800. Frontage on Liberty Pike. Could be combined with Parcels # 12, 13, 15 and 16 for planned development. Zoned Interstate Commercial; assessed as residential.

Parcel 16. Carothers Development LLC Property on Liberty Pike – 2.24 acres valued at \$2,200. Frontage on Liberty Pike. Could be combined with Parcels # 12, 13, 15 and 16 for planned development.

Parcel 17. Corinthian Custom Homes property on Edward Curd Lane – 7.95 acres valued at \$1,125,700. Assessed as residential property at full value. Frontage on south side of Liberty Pike. Zoned Planned Commercial.

Parcel 18. University of Chicago Property on Edward Curd Lane – 26.2 acres valued at 314,900. Assessed as farm property at \$ 4,200. Immediately south of Parcel #17, with frontage on Edward Curd Lane.

Parcel 19. Warner Bass Property on Edward Curd Lane – 23.26 acres valued at \$279,100. Assessed as farm property at \$ 4,900 immediately south of Parcel #18, with frontage on Edward Curd Lane.

Parcel 20. Charles Brown Property on Jordan Road – 83.23 acres valued at \$12,203,300. Assessed as farm property at \$118,300. With Parcel 20, this includes property for the proposed McEwen Towne Centre. Concept plan calls for 950 residential units, combined with 900,000 square feet of office/commercial.

Parcel 21. Charles Brown Property on Jordan Road – 6.2 acres valued at 930,000. Assessed as farm property at \$3,400. With Parcel 20, the property for the proposed McEwen Towne Centre. Concept plan calls for 950 residential units, combined with 900,000 square feet of office/commercial.

Parcel 22. Pickering Property at 1495 McEwen Road – 180.31 acres valued at \$3,996,100. Assessed as farm property at \$129,500. Land only. Frontage on McEwen.

Parcel 23. Richard Pickering Property on Liberty Pike – 16.16 acres valued at \$234,500. Assessed as farm property at \$8,000. Land only. Adjacent to Parcel 23.

Summary. Collectively, the properties total 758 acres valued at a total of \$ 34.9 million. The “use” value for tax purposes is \$ 14.7 million, or \$ 207 per acre.

Financial Analysis of the Large Properties

Analysis and Projections of Highwoods

The Highwoods properties consist of Parcels 8 and 9. Currently, Parcel 9 is valued fully on the land only. An office building is currently under construction. Parcel 8 is adjacent to Parcel 9 and includes the corner of Cool Springs Boulevard and Carothers Parkway. There is currently a contract under negotiation for the purchase of this property and the construction of a major headquarters facility. Current estimates of the building valuation are \$ 57 million.

Highwoods Properties (# 8,9)

	<u>Land</u>	<u>Building</u>	<u>Total</u>
Current state	\$ 7,278,400	\$ 0	\$ 7,278,400
Addition of Building #3	0	16,177,200	16,177,200
Addition of Building #4	0	<u>26,962,000</u>	<u>26,962,000</u>
Post development total	7,278,400	43,139,200	50,417,600

Analysis and Projections of Crescent Resource Property

The Crescent property consists of Parcel #10 totaling 277 acres. The fifty acres designated for Nissan corporate headquarters will be carved out of that acreage, leaving approximately 220 acres. Current plans are to develop the remaining property into a variety of uses. Two additional office buildings, Eight Corporate Centre and Corporate Centre, will average 150,000 square feet each. Also in the property will be a Lifestyle center of 540,000 square feet, an upscale hotel totaling 175,000 square feet, garden apartments or condo's totaling 420 units, another corporate headquarters site that could be as large as 240,000 square feet, and additional property that could be either an additional office building or single family detached housing.

The total market value of the above would total approximately \$55 million in appraised value or \$22 million in assessed value, not including personal property.

Crescent Resources Property (# 10)

	<u>Land</u>	<u>Buildings</u>	<u>Total</u>
Current state	\$ 194,000	\$ 0	\$ 194,000
Addition of Eight Corporate Centre	0	13,542,586	13,542,586
Addition of Eight Corporate Centre	0	13,542,586	13,542,586
Lifestyle Center	0	54,250,000	54,250,000
Upscale Hotel	0	20,517,600	20,517,600
Garden Apartments	0	65,484,000	65,484,000
Single Family or Office	0	117,180,000	117,180,000
Second Corporate Headquarters	0	<u>88,246,663</u>	<u>36,000,000</u>
Post development total	64,403,814	320,516,771	384,920,586

Financial Analysis of the Properties (Continued)

Analysis and Projections of Southern Land Property

Parcels 20 and 21 have been acquired by Southern Land Company to develop a project titled McEwen Towne Centre. The ninety acres lies between Mallory lane on the east and near Cool Springs Boulevard on the west. Plans currently call for approximately 950 dwelling unites in a mixed-use environment with over 900,000 square feet of commercial and retail space.

Southern Land Properties (# 20,21)

	<u>Land</u>	<u>Buildings</u>	<u>Total</u>
Current state	\$ 66,700	\$ 0	\$ 66,700
Addition of Commercial Buildings	0	385,138,600	385,138,600
Addition of Residential Buildings	<u>0</u>	<u>139,808,333</u>	<u>139,808,333</u>
Post development total	12,203,300	524,946,933	537,150,233

Analysis and Projections of Pickering Properties

Parcels 22 and 23 share the same owner, totaling almost 200 acres along McEwen Drive. These parcels represent the largest contiguous area in the district that could be developed in a mixed-use development. Unlike the other large properties, these parcels have the greatest uncertainty regarding the timing of development. We understand that the property has been priced for sale but, as yet, no one has been willing to pay the price. Extension of Carothers and McEwen Drive will probably drive the development, but it is difficult to put values and a timeline on these two parcels. The assumption has been made that the property will be similar to the surrounding properties, but will be the last parcels to be developed.

Pickering Properties (# 22,23)

	<u>Land</u>	<u>Buildings</u>	<u>Total</u>
Current state	\$ 137,500	\$ 0	\$ 137,500
Development of Parcel #22	0	81,194,641	81,194,641
Development of Parcel #23	<u>0</u>	<u>7,276,942</u>	<u>7,276,942</u>
Post development total	39,294,000	88,471,583	127,765,583

Financial Analysis of the Smaller Properties

Analysis and Projections of Properties West of I-65

There is currently no indication of the precise method or timing of development on these properties. It is, however, assumed that they will be comparable in value to the McEwen Towne Centre that is adjacent and to the office buildings located on the east of I-65 corridor. It is assumed that these properties will increase from reappraisal in 2007 and begin construction in 2008. Build out is assumed for completion in 2011.

Properties (# 1,2,3,4)

	<u>Land</u>	<u>Buildings</u>	<u>Total</u>
Current state	\$ 137,500	\$ 0	\$ 137,500
Development of Parcel #22	0	81,194,641	81,194,641
Development of Parcel #23	0	<u>7,276,942</u>	<u>7,276,942</u>
Post development total	39,294,000	88,471,583	127,765,583

Analysis and Projections of Properties East of I-65 along Huffine's Ridge

There is currently no indication of the precise method or timing of development on these properties. It is, however, assumed that they will be comparable in value to the McEwen Towne Centre that is adjacent and to the office buildings located on the east of I-65 corridor. It is assumed that these properties will increase from reappraisal in 2007 and begin construction in 2008. Build out is assumed for completion in 2011.

Properties # 5,6,7

	<u>Land</u>	<u>Buildings</u>	<u>Total</u>
Current state	\$ 278,000	\$ 0	\$ 278,000
Development of Parcel #11-19	<u>4,462,700</u>	<u>5,534,832</u>	<u>9,996,832</u>
Post development total	4,740,000	5,534,832	10,274,832

Analysis and Projections of Properties East of I-65 along Liberty Pike

There is currently no indication of the precise method or timing of development on these properties. It is, however, assumed that they will be comparable in value to the McEwen Towne Centre that is adjacent and to the office buildings located on the east of I-65 corridor. It is assumed that these properties will increase from reappraisal in 2007 and begin construction in 2008. Build out is assumed for completion in 2011.

Financial Analysis of the Smaller Properties (Continued)

Properties #11,12,13,14,15,16,17,18,19

	<u>Land</u>	<u>Buildings</u>	<u>Total</u>
Current state	\$ 3,301,300	\$ 0	\$ 3,301,300
Development of Parcel #11-19	<u>32,484,700</u>	<u>80,573,218</u>	<u>113,057,918</u>
Post development total	35,786,000	80,573,218	116,359,218

Financial Analysis of all Properties

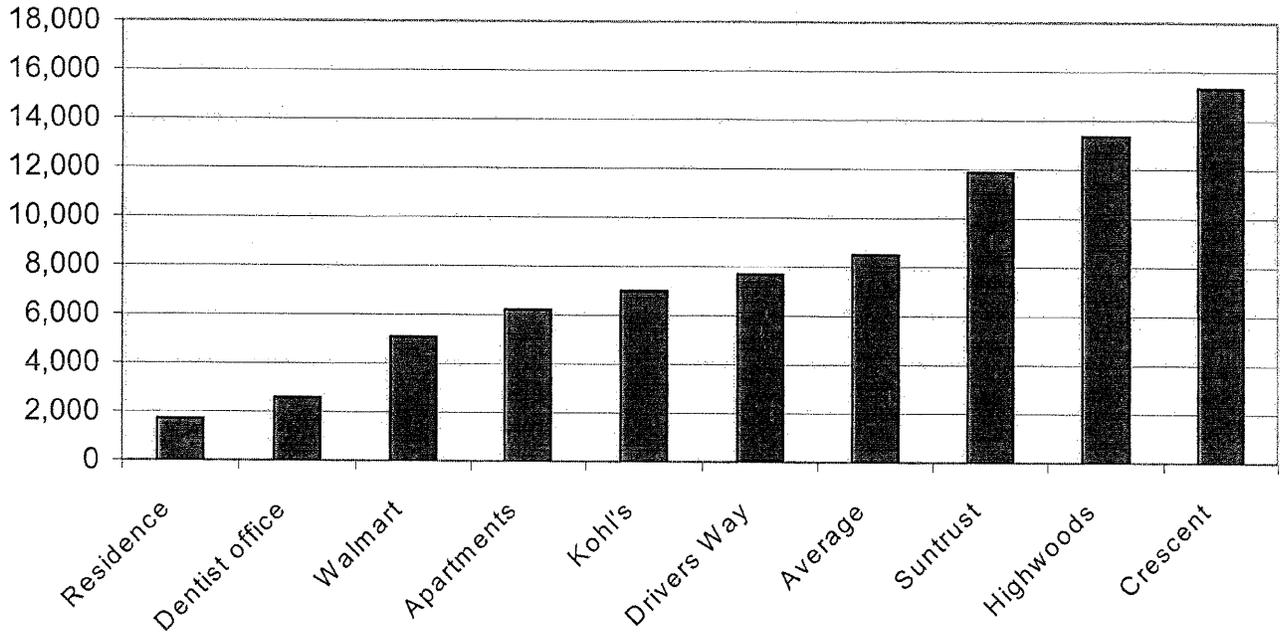
Summary of incremental changes over twenty year life

Over the twenty-year period used in this forecast, an incremental rise of approximately \$1.4 billion in appraised value is expected. The resulting totals will increase city taxes from approximately \$ 30,000 per year to an estimate of \$3.3 million per year.

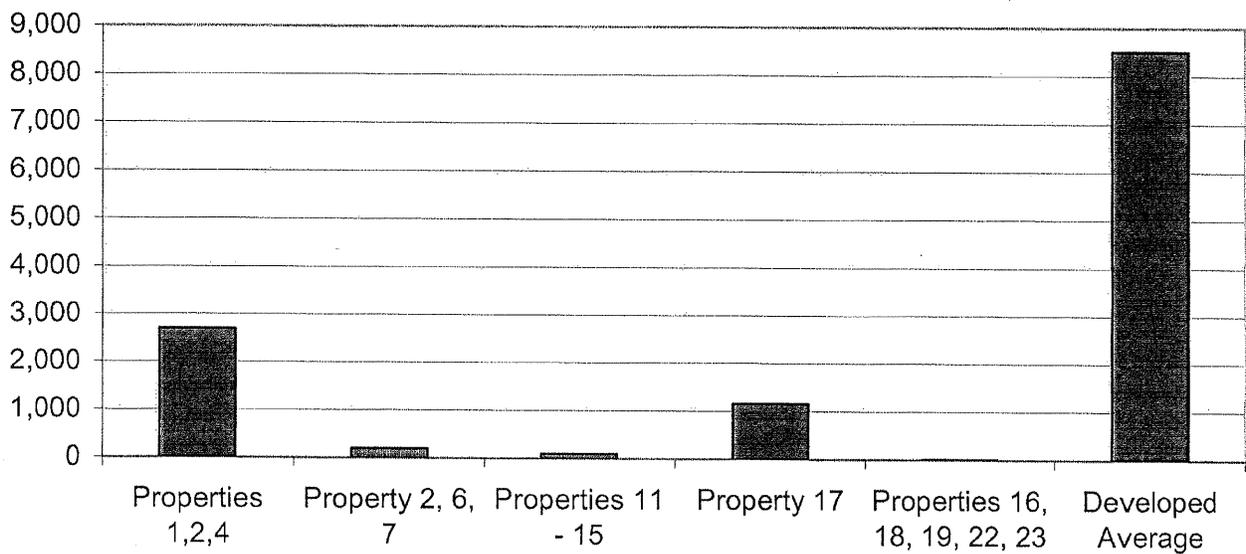
	<u>Status in</u>	<u>Incremental</u>	<u>Resulting</u>
	<u>Base Year</u>	<u>Development</u>	<u>Total</u>
Parcels 1 through 23:			
Appraised Value (use value)	\$ 34,924,200	1,466,083,965	1,501,008,165
Use Value 14,727,600	1,486,280,565	1,501,008,165	
Assessed Value	5,440,175	597,815,968	603,256,143
City Taxes	29,921	3,287,988	3,317,909
City/County Combined Taxes	177,894	19,548,582	19,726,476
Combined Tax per acre	\$	<u>207</u>	<u>22,964</u>

Examples of Property Taxes on Existing Parcels

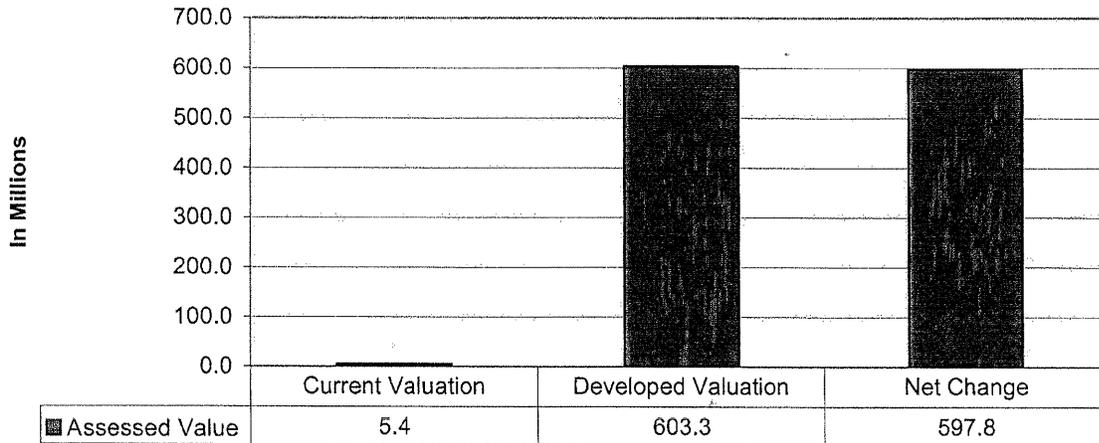
Amount of Annual Property Taxes



Current Annual Property Tax per Acre



Change in Assessed Valuation

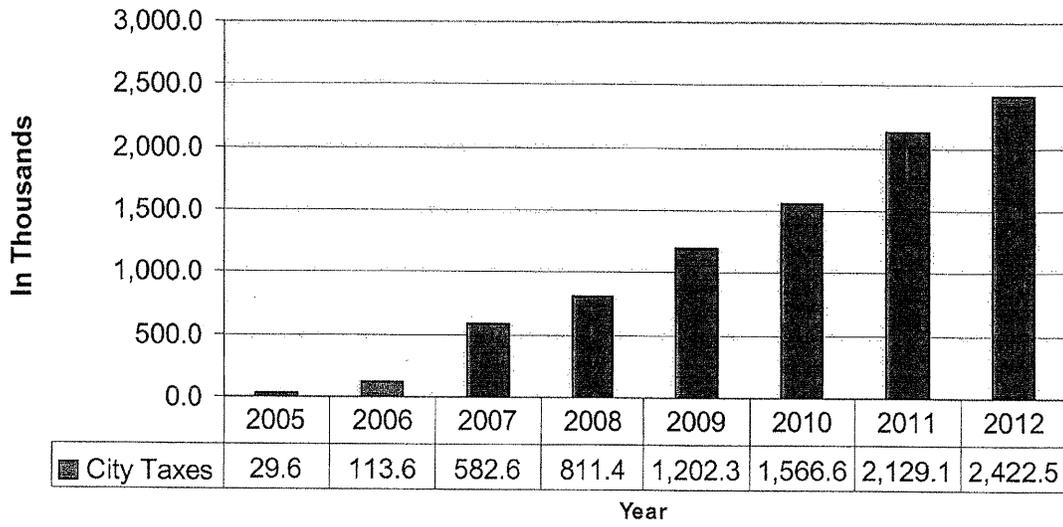


Requests for Information

This financial analysis is designed to provide a general overview of the City of Franklin's proposed McEwen Economic Development District. Estimates have been made by staff in accordance with data currently on the tax rolls, information from property owners, and documents filed with the City Planning Department. Questions concerning any of the information provided in this report or requests for additional information should be addressed to:

Department of Finance
 City of Franklin
 P O Box 305
 Franklin, TN 37065-0305

City Taxes by Year



CITY OF FRANKLIN, TENNESSEE
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2009

NOTE 3 - DETAILED NOTES ON ALL FUNDS (Cont.)

E. Long-term Debt (Cont.)

Contingent Liability

The City of Franklin entered a standby loan agreement with the City of Franklin Industrial Board in December, 2005, subsequent to an Industrial Board bond issue for \$15 million. The bond issue provided funds to purchase land for the future site of the Nissan North America Headquarters project, a 500,000 square feet building on a 50 acre campus in the McEwen Economic Development District of Franklin. The Development District is a tax-increment financing district, created under Tennessee Law, which is designed to provide funds which will retire the bond issue from property taxes on future development.

At the inception of the project, the Industrial Board had approximately two years of debt service escrowed. As of January 2008, this escrow was fully spent and the City of Franklin began, as agreed, to make available short-term loans while the proceeds from the Development District were insufficient to cover the debt service. These loans apply only to project years three through seven (2009 through 2013), and cannot exceed \$5 million at any time during that period. At present, expected development in the area is proceeding as projected in the debt repayment plan.

Industrial Development Bonds

The City, through its Industrial Development Board, has in the past authorized issuance of various Industrial Revenue Bonds to provide financial assistance to private sector entities for the acquisition of industrial and commercial facilities deemed to be in the public interest. The bonds are secured by the property financed and payable solely from payments received on the underlying mortgage loans. Neither the City, State, nor any political subdivision thereof is obligated in any manner for repayment of bonds. Accordingly, the bonds are not reported as liabilities in the accompanying financial statements.

Swap Agreements

The City has entered into 2 swap agreements on its variable rate debt. The purposes of both are to (1) reduce the net cost of borrowing, and (2) swap its variable rate exposure to a fixed rate.

2007 Swap Agreement

Effective March 1, 2007, the City entered into an interest rate swap agreement with Depfa Bank in connection with its \$20,000,000 Local Government Public Improvement Bonds, Series 101-A-1 variable rate revenue bonds. Under the swap, the City pays a fixed rate of 3.59% and receives a variable payment of 59% of the London Interbank Offering Rate (LIBOR) plus 35 basis points through November 30, 2008. At December 1, 2008, the City has elected to receive 63% of the 5-year LIBOR (commonly referred to as a constant maturity swap). The swap has an original notional amount of \$20,000,000 equal to the outstanding principal balance on the bonds issued. The notional value of the swap decreases on the same schedule as the bond principal payments until termination on June 1, 2037. As of June 30, 2009, none of the original notional amount has been retired.

2005 Swap Agreement

In 2005, the City entered into an interest rate swap agreement with SunTrust Bank in connection with its \$4,500,000 variable rate loan from the City of Lawrenceburg Public Building Authority. Under the swap the City makes monthly payments based on a fixed rate of 3.65% and receives monthly payments based on 75% of the London Interbank Offering Rate (LIBOR). The swap has a notional amount of \$4,500,000 and expires on July 1, 2020. Of the original notional amount, \$705,000 has been retired as of June 30, 2009. SunTrust may terminate the agreement at any time in the event of a default and the City may terminate the agreement at any time by paying a termination payment in an amount equal to the market value at the date of termination.

MCEWEN ECONOMIC DEVELOPMENT DISTRICT

Printed: 7/25/2010

MAT/PARCEL	2004 TAX \$	2005 TAX \$	2006 TAX \$	2007 TAX \$ PAID	2007 TAX \$ DUE	2007 TAX \$ PAID	2008 TAX \$ Outstanding	2009 OWNER/DESCRIPTION	ADDRESS	2009 LAND VALUE (\$ 000's)	2009 IMPROV VALUE (\$ 000's)	2009 TOTAL VALUE (\$ 000's)	2009 ASSESSED VALUE (\$ 000's)	2009 TAX BILL #	2009 TAX \$ DUE
062-01107	\$8,890	\$11,785	\$4,205	\$4,205	\$0	\$0	\$0	IDB OF WILLIAMSON CO	701 COOL SPRGS BLVD	\$0.00	\$0.00	\$0.00	\$0.00	99980	\$0
062-01107	\$0	\$0	\$4,205	\$4,205	\$0	\$0	\$0	HEALTHWAYS	701 COOL SPRGS BLVD	\$0.00	\$0.00	\$0.00	\$4,572	99980	\$4,572
062-01116	\$7,123	\$10,978	\$21,513	\$21,513	\$0	\$0	\$0	HIGHWOODS #3	725 COOL SPRGS BLVD	\$3,187,000.00	\$9,205,200.00	\$12,392,200.00	\$4,556,880.00	11771	\$31,843
062-01140	\$0	\$0	\$9,882	\$9,882	\$0	\$0	\$0	CREEKENT RESOURCES	6840 CAROTHERS PKWY	\$4,006,200.00	\$20,576,700.00	\$24,582,900.00	\$9,883,160.00	11770	\$42,676
062-01400	\$267	\$215	\$26,141	\$26,141	\$0	\$0	\$0	RAMSEY, JEMALICE	GILLESPIE RD	\$22,259,700.00	\$17,246,300.00	\$39,506,000.00	\$15,802,402.00	5333	\$65,582
062-01401	\$0	\$0	\$1	\$1	\$0	\$0	\$0	IDB OF WILLIAMSON CO	JORDAN RD	\$1,200.00	\$0.00	\$1,200.00	\$300.00	19702	\$1
062-01403	\$0	\$48	\$48	\$0	\$0	\$0	\$0	IDB OF WILLIAMSON CO	6061 CAROTHERS PKWY	\$0.00	\$0.00	\$0.00	\$0.00	99605	\$0
062-01404	\$0	\$0	\$48	\$48	\$0	\$0	\$0	NISSAN NORTH AMERICA	6061 CAROTHERS PKWY	\$0.00	\$0.00	\$0.00	\$0.00	99605	\$0
062-01405	\$0	\$37	\$37	\$0	\$0	\$0	\$0	CITY OF FRANKLIN	MCEWEN DR	\$0.00	\$0.00	\$0.00	\$0.00	99235	\$0
062-01406	\$0	\$0	\$39,672	\$39,672	\$0	\$0	\$0	EIGHT CORPORATE CENTRE	6060 CAROTHERS PKWY	\$6,217,000.00	\$16,635,300.00	\$22,852,300.00	\$9,140,960.00	7005	\$39,672
062-01407	\$0	\$0	\$23,593	\$23,593	\$0	\$0	\$0	NINE CORPORATE CENTRE	6530 CAROTHERS PKWY	\$4,582,300.00	\$14,112,800.00	\$18,695,100.00	\$7,118,122.00	5332	\$38,497
062-01408	\$0	\$0	\$0	\$0	\$0	\$0	\$0	CREEKENT COOL SPRINGS	LEMONGRASS DR	\$8,312,600.00	\$0.00	\$8,312,600.00	\$3,318,040.00	5331	\$14,448
062-01409	\$0	\$0	\$0	\$0	\$0	\$0	\$0	CREEKENT COOL SPRINGS	LEMONGRASS DR	\$3,100,700.00	\$0.00	\$3,100,700.00	\$1,740,280.00	5330	\$5,383
062-01410	\$0	\$0	\$0	\$0	\$0	\$0	\$0	stewes:		\$0.00	\$0.00	\$0.00	\$0.00	99351	\$0
062-01411	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Paid 7/31/09		\$0.00	\$0.00	\$0.00	\$0.00	99350	\$0
062-01412	\$0	\$0	\$0	\$0	\$0	\$0	\$0	65		\$0.00	\$0.00	\$0.00	\$0.00	99350	\$0
062-01413	\$0	\$0	\$0	\$0	\$0	\$0	\$0	65		\$0.00	\$0.00	\$0.00	\$0.00	99350	\$0
062-01414	\$0	\$0	\$0	\$0	\$0	\$0	\$0	CREEKENT COOL SPRINGS	LEMONGRASS DR	\$311,000.00	\$0.00	\$311,000.00	\$128,560.00	99354	\$558
062-01415	\$0	\$0	\$0	\$0	\$0	\$0	\$0	DID NOT EXIST		\$0.00	\$0.00	\$0.00	\$0.00	99353	\$0
062-01415	\$0	\$0	\$0	\$0	\$0	\$0	\$0	DID NOT EXIST		\$0.00	\$0.00	\$0.00	\$0.00	99353	\$0
062-01502	\$10	\$8	\$8	\$8	\$0	\$0	\$0	SSI MCEWEN LLC	1228 LIBERTY PIKE	\$7,500.00	\$0.00	\$7,500.00	\$1,875.00	22759	\$8
062-01600	\$156	\$156	\$167	\$167	\$0	\$0	\$0	SSI MCEWEN LLC	2243 E MCEWEN DR	\$66,300.00	\$0.00	\$66,300.00	\$16,575.00	22758	\$72
062-01701	\$233	\$233	\$238	\$238	\$0	\$0	\$0	SSI MCEWEN LLC	1488 MCEWEN DR	\$90,600.00	\$0.00	\$90,600.00	\$22,650.00	22757	\$98
062-01702	\$335	\$335	\$311	\$308	\$0	\$0	\$0	SSI MCEWEN LLC	CAROTHERS PKWY	\$30,000.00	\$0.00	\$30,000.00	\$5,000.00	22760	\$32
062-01800	\$11	\$11	\$11	\$11	\$0	\$0	\$0	PICKERING N T PROPERTIES	2338 E MCEWEN DR	\$8,452,000.00	\$0.00	\$8,452,000.00	\$2,250.00	18940	\$118
062-01801	\$209	\$209	\$454	\$454	\$0	\$0	\$0	PICKERING RICHARD	1228 LIBERTY PIKE	\$628,800.00	\$0.00	\$628,800.00	\$2,550.00	18941	\$11
062-01902	\$371	\$371	\$459	\$459	\$0	\$0	\$0	CARBINE DEV CO	HUFFINES RIDGE DR	\$418,000.00	\$0.00	\$418,000.00	\$104,500.00	3661	\$454
062-01903	\$173	\$173	\$224	\$224	\$0	\$0	\$0	MCEWEN 65 LC	1397 HUFFINES RIDGE DR	\$220,500.00	\$0.00	\$220,500.00	\$55,125.00	16004	\$229
062-01905	\$24	\$24	\$224	\$224	\$0	\$0	\$0	ELLER COMER R	HUFFINES RIDGE DR	\$206,000.00	\$0.00	\$206,000.00	\$51,500.00	7062	\$224
062-02000	\$126	\$126	\$129	\$127	\$0	\$0	\$0	WOOLIAS, GEORGE W.	1348 HUFFINES RIDGE DR	\$105,700.00	\$8,400.00	\$114,100.00	\$45,640.00	26463	\$198
062-02000	\$672	\$672	\$672	\$672	\$0	\$0	\$0	CAROTHERS, EZELL	1343 HUFFINES RIDGE DR	\$976,700.00	\$36,300.00	\$1,013,000.00	\$29,325.00	3747	\$127
062-02107	\$3,723	\$3,669	\$3,649	\$3,649	\$0	\$0	\$0	DUKE REALTY LP	770 JORDAN RD	\$7,009,000.00	\$0.00	\$7,009,000.00	\$2,803,600.00	6720	\$1,168
062-02110	\$2,969	\$2,881	\$0	\$0	\$0	\$0	\$0	KMN PARTNERSHIP	JORDAN RD	\$2,102.00	\$0.00	\$2,102.00	\$840.8	6675	\$3,649
062-02113	\$962	\$789	\$4,573	\$4,573	\$0	\$0	\$0	FRANKLIN REALTY	MALLORY LN	\$0.00	\$0.00	\$0.00	\$0.00	6674	\$4,566
062-02114 000	\$2,291	\$1,583	\$3,079	\$3,079	\$0	\$0	\$0	AGI/SIC MCEWEN	4089 MALLORY LN	\$1,773.80	\$0.00	\$1,773.80	\$709.5	318	\$3,079
062-02115 001	\$0	\$1,958	\$3,297	\$3,297	\$0	\$0	\$0	AGI/SIC MCEWEN	MCEWEN DR	\$994.70	\$0.00	\$994.70	\$397.9	317	\$1,727
062-02116	\$0	\$0	\$7,690	\$7,690	\$0	\$0	\$0	PECCE FAMILY BUSINESS LLC	790 JORDAN RD	\$800,300.00	\$1,098,700.00	\$1,899,000.00	\$759,600.00	18796	\$3,297
062-02117	\$0	\$0	\$2,884	\$2,884	\$0	\$0	\$0	ALEXANDER, R C	MCEWEN DR	\$4,429,600.00	\$0.00	\$4,429,600.00	\$1,771,840.00	434	\$7,690
062-02200	\$250	\$243	\$12,309	\$12,253	\$0	\$0	\$0	SIC MCEWEN LAND HOLDINGS	4080 MALLORY LN	\$1,861,100.00	\$0.00	\$1,861,100.00	\$664,440.00	433	\$2,884
062-02201	\$0	\$324	\$324	\$0	\$0	\$0	\$0	DOES NOT EXIST FOR 2008	756 JORDAN RD	\$0.00	\$0.00	\$0.00	\$0.00		\$0
062-02203	\$0	\$0	\$0	\$0	\$0	\$0	\$0	SIC MCEWEN LAND HOLDINGS	1130 MCEWEN DR	\$9,579,300.00	\$0.00	\$9,579,300.00	\$3,831,780.00	22064	\$16,630
062-02204	\$0	\$0	\$0	\$0	\$0	\$0	\$0	SIC MCEWEN LAND HOLDINGS	1170 W MCEWEN DR	\$1,318,900.00	\$0.00	\$1,318,900.00	\$527,860.00	22063	\$2,291
062-02205	\$0	\$0	\$0	\$0	\$0	\$0	\$0	AGI/SIC MCEWEN	415 RUSH ST	\$131,100.00	\$16,632,700.00	\$16,763,800.00	\$7,985,640.00	315	\$16,310
062-02206	\$0	\$0	\$0	\$0	\$0	\$0	\$0	SIC MCEWEN LAND HOLDINGS	1536 W MCEWEN DR	\$711,200.00	\$0.00	\$711,200.00	\$284,480.00	22062	\$1,235
062-02207	\$0	\$0	\$0	\$0	\$0	\$0	\$0	SIC MCEWEN LAND HOLDINGS	1550 W MCEWEN DR	\$0.00	\$0.00	\$0.00	\$0.00	99816	\$0
062-02208	\$0	\$0	\$0	\$0	\$0	\$0	\$0	SIC MCEWEN LAND HOLDINGS	1550 W MCEWEN DR	\$3,029,200.00	\$13,041,800.00	\$16,071,000.00	\$6,438,402.00	99815	\$0
062-02209	\$0	\$0	\$0	\$0	\$0	\$0	\$0	AGI/SIC MCEWEN	1546 W MCEWEN DR	\$362,600.00	\$0.00	\$362,600.00	\$145,040.00	22061	\$629
062-02210	\$0	\$0	\$0	\$0	\$0	\$0	\$0	SIC MCEWEN LAND HOLDINGS	W MCEWEN DR	\$10,000.00	\$0.00	\$10,000.00	\$4,000.00	22060	\$17
062-02211	\$0	\$0	\$0	\$0	\$0	\$0	\$0	SIC MCEWEN LAND HOLDINGS	W MCEWEN DR	\$10,000.00	\$0.00	\$10,000.00	\$4,000.00	22060	\$17

MCEWEN ECONOMIC DEVELOPMENT DISTRICT

MAP/PARCEL	QUANTITY	2004 TAX \$	2005 TAX \$	2006 TAX \$	2007 TAX \$ DUE	2008 TAX \$ PAID	2008 TAX \$ Outstanding	2009 OWNER/DESCRIPTION	ADDRESS	2009 LAND VALUE (\$ 000's)	2009 IMPROV VALUE (\$ 000's)	2009 TOTAL VALUE (\$ 000's)	2009 ASSESSED VALUE (\$ 000's)	2009 TAX BILL #	2009 TAX \$ DUE
062--02212	1	\$0	\$0	\$0	\$0	\$0	\$0	S/LC MCEWEN LAND HOLDINGS	1576 W. MCEWEN DR	\$418,200.00	\$0.00	\$418,200.00	\$167,280.0	22059	\$726
062--02213	1	\$0	\$0	\$0	\$0	\$0	\$0	S/LC MCEWEN LAND HOLDINGS	1560 W. MCEWEN DR	\$1,107,500.00	\$0.00	\$1,107,500.00	\$443,000.0	22058	\$1,923
062--02214	1	\$0	\$0	\$0	\$0	\$0	\$0	S/LC MCEWEN LAND HOLDINGS	W. MCEWEN DR	\$10,000.00	\$0.00	\$10,000.00	\$4,000.0	22057	\$17
062--02300	1	\$5	\$5	\$5	\$942	\$942	\$0	S/LC MCEWEN LAND HOLDINGS	JORDAN RD	\$0.00	\$0.00	\$0.00	\$0.00		
062--02400	1	\$585	\$519	\$519	\$519	\$519	\$0	JORDAN ROAD PARTNERS	652 JORDAN RD	\$180,800.00	\$0.00	\$180,800.00	\$45,200.0	13223	\$196
079--04000	3	\$270	\$269	\$3,301	\$3,301	\$3,301	\$0	DUKE REALTY LP	1228 LIBERTY PIKE	\$1,901,300.00	\$0.00	\$1,901,300.00	\$760,520.0	6721	\$3,301
079--04002	3	\$1,292	\$1,292	\$0	\$0	\$0	\$0	DUKE NOT EXIST 2008		\$0.00	\$0.00	\$0.00	\$0.00		\$0
079--04003	3	\$326	\$2,122	\$2,122	\$2,122	\$2,122	\$0	PORTER FAMILY LP	1228 LIBERTY PIKE	\$1,956,200.00	\$0.00	\$1,956,200.00	\$489,050.0	19193	\$2,122
079--04006	3	\$3	\$2	\$2	\$2	\$2	\$0	CAROTHERS DEV LLC	1228 LIBERTY PIKE	\$1,500.00	\$0.00	\$1,500.00	\$375.0	3745	\$2
079--04007	3	\$1,548	\$1,294	\$3,231	\$3,231	\$3,231	\$0	CAROTHERS PROFESSIONAL	EDWARD CURD LN	\$1,861,200.00	\$0.00	\$1,861,200.00	\$744,480.0	3759	\$3,231
079--04009	3	\$0	\$0	\$3,028	\$5,270	\$9,374	\$0	S/LC LIBERTY PIKE LLC	1228 LIBERTY PIKE	\$5,400,000.00	\$0.00	\$5,400,000.00	\$2,160,000.0	22755	\$9,374
079--04010	3	\$0	\$0	\$1,343	\$1,343	\$1,343	\$0	CAROTHERS DEV PARTNERSHIP	1228 LIBERTY PIKE	\$1,237,500.00	\$0.00	\$1,237,500.00	\$309,375.0	3746	\$1,343
079--04011	3	\$0	\$0	\$0	\$829	\$829	\$0	DOES NOT EXIST FOR 2008		\$0.00	\$0.00	\$0.00	\$0.00		\$0
079--04012	3	\$0	\$0	\$0	\$5,343	\$5,343	\$0	DOANE PET CARE CO LLC	1222 LIBERTY PK	\$3,078,000.00	\$0.00	\$3,078,000.00	\$1,231,200.0	6400	\$5,343
079--04013	3	\$0	\$0	\$0	\$0	\$1,271	\$0	DUKE REALTY LP	1214 LIBERTY PK	\$732,000.00	\$0.00	\$732,000.00	\$292,800.0	6722	\$1,271
079--04014	3	\$0	\$0	\$0	\$0	\$34	\$0	S/LC LIBERTY PIKE LLC	1218 LIBERTY PK	\$19,450.00	\$0.00	\$19,450.00	\$7,780.0	2756	\$34
079--04015	3	\$0	\$0	\$0	\$0	\$234	\$0	S/LC CAROTHERS	LIBERTY PK	\$1,232,700.00	\$0.00	\$1,232,700.00	\$493,080.0	2761	\$2,140
079--04102	3	\$6	\$3,187	\$3,187	\$3,187	\$3,187	\$0	GROSS, JAMES W IV TR	EDWARD CURD LN	\$1,836,100.00	\$0.00	\$1,836,100.00	\$734,440.0	5407	\$3,187
079--04104	3	\$0	\$2	\$2,704	\$2,704	\$2,704	\$0	GROSS, JAMES W IV TR	EDWARD CURD LN	\$1,557,700.00	\$0.00	\$1,557,700.00	\$623,080.0	5406	\$2,704
079--04105	3	\$0	\$0	\$2,969	\$2,969	\$2,969	\$0	DOWNEY DEV CO	EDWARD CURD LN	\$0.00	\$0.00	\$0.00	\$0.00		\$0
079--04200	3	\$268	\$1,983	\$1,983	\$1,983	\$1,983	\$0	DOWNEY, J B JR.	EDWARD CURD LN	\$1,828,100.00	\$0.00	\$1,828,100.00	\$457,075.0	6555	\$1,983
079--04202	3	\$15	\$8	\$8	\$8	\$8	\$0	BASS, E WARNER TR	EDWARD CURD LN	\$7,100.00	\$0.00	\$7,100.00	\$1,775.0	6557	\$8
079--04802	3	\$7	\$3	\$3	\$3	\$3	\$0		EDWARD CURD LN	\$93,100.00	\$0.00	\$93,100.00	\$750.0	1554	\$3
SUBTOTAL		\$33,321	\$33,664	\$74,403	\$142,302	\$349,798	\$5,232			\$119,700,055.00	\$109,194,200.00	\$228,894,255.00	\$86,606,628.2		\$636,977

ROLLBACK	2	\$0	\$0	\$0	\$30,256	\$0	\$0	NA						NA	\$0
062--01400	2	\$0	\$0	\$4,488	\$0	\$0	\$0	NA						NA	\$0
062--01400	2	\$0	\$0	\$0	\$0	\$0	\$0	NA						NA	\$0
062--01400	2	\$0	\$0	\$0	\$0	\$0	\$0	NA						NA	\$0
062--01800	3	\$0	\$0	\$0	\$213	\$0	\$0	NA						NA	\$0
062--01801	3	\$0	\$0	\$0	\$20	\$0	\$0	NA						NA	\$0
062--02000	1	\$0	\$0	\$0	\$0	\$0	\$0	CITY OF FRANKLIN						NA	\$0
062--02000	1	\$0	\$0	\$0	\$44,879	\$0	\$0	NA						NA	\$0
062--02300	1	\$0	\$0	\$0	\$3,485	\$0	\$0	NA						NA	\$0
079--04102	3	\$0	\$0	\$673	\$0	\$0	\$0	NA						NA	\$0
079--04104	3	\$0	\$0	\$436	\$0	\$0	\$0	NA						NA	\$0
SUBTOTAL		\$0	\$5,597	\$78,853	\$78,853	\$0	\$0			\$0.00	\$0.00	\$0.00	\$0.00		\$0

GRAND TOTAL		\$33,321	\$33,664	\$80,000	\$221,155	\$220,716	\$9,232			\$119,700,055.0	\$109,194,200.00	\$228,894,255.00	\$86,606,628.2		\$636,977
--------------------	--	-----------------	-----------------	-----------------	------------------	------------------	----------------	--	--	------------------------	-------------------------	-------------------------	-----------------------	--	------------------