



May 30, 2024

DKA Property Owner:

Hope you have had a good spring. The Downtown Knoxville Alliance (DKA) will hold its Annual Meeting on **Monday, June 17, 2024**, at 5:00 pm at 17 Market Square #201.

To be more environmentally friendly, we have the full agenda packet on our website at www.downtownknoxville.org/annual2024. If you have any problems accessing the material, please contact me directly.

Proxy

To conduct business at the annual meeting, ten percent (10%) of eligible property owners must be present in person or by proxy. If you will not be attending the meeting, we ask that you consider appointing someone else with your proxy vote. Simply complete the attached Proxy Appointment Form and forward it to Bill Snyder with Bible, Harris, Smith, P.C. **by 12 noon on Wednesday, June 12, 2024**. Mr. Snyder's contact information can be found on the proxy. Proxies will not be accepted at the meeting.

Election/Voting

Members will elect four board members at the Annual Meeting - two business representatives, a resident representative, and a stakeholder representative. You will find the ballot enclosed in the agenda packet. Nominations will also be accepted from the floor on the day of the election. **If you are not able to attend the meeting but would like your vote to count, complete your ballot, designate "board chair" on your proxy, and send your proxy with your completed ballot to Bible Harris Smith.** The board chair will vote how you designate on your proxy/ballot at the meeting.

The Property Tax Rolls provided by the City of Knoxville were used to mail the Annual Meeting Packets. If your property has been sold, you can notify the Downtown Knoxville Alliance and we will do our best to notify the new owner.

I hope to see you at the Annual Meeting. If you have any questions or comments, please give me a call at 865.806.2148 or e-mail me at mhummel@downtownknoxville.org.

Sincerely,

A handwritten signature in black ink that reads "Michele Hummel". The signature is written in a cursive, flowing style.

Michele Hummel
Executive Director

ANNUAL MEMBERSHIP MEETING

AGENDA

JUNE 17, 2024, 5:00 PM

- I. Welcome
- II. Approval of the Minutes from the 2023 Annual Meeting
 - A. *June 26, 2023 Annual Meeting
- III. Year-in-Review
 - A. Year-End Activity Report (DeBardelaben)
 - B. *Financial Report (Lunsford)
- IV. Election of New Board Members
 - A. Nominating Committee Report
 - B. Nominations from the Floor
 - C. *Close Nominations
 - D. Introduction of Candidates
 - E. Election of Board Members
 - F. Announcement of Results will be made on the website
<https://www.downtownknoxville.org/alliance/board> by July 10, 2024
- V. *Approval of Fiscal Year 2024-2025 Budget
- VI. Old Business
- VII. New Business
 - A. Tentative Dates for FY 2024-2025 Board Meetings
[downtownknoxville.org/about/meetings/](https://www.downtownknoxville.org/about/meetings/)
- VIII. Public Forum
- IX. Adjournment

*Denotes action items.

2025 Annual Meeting will be held on Monday, June 16, 2025 at 5 pm

This meeting, and all communications between Board Members, are subject to the provisions of the Tennessee Open Meetings Act.

MINUTES FROM THE 2023 ANNUAL MEETING

The 2023 Annual Meeting of the members of the Downtown Knoxville Alliance (DKA) convened on Monday, June 26, 2023, 5:00 p.m. at 17 Market Square #201.

Board members present included board chair, Matthew DeBardelaben, Chip Barry, Vince Fusco, Lorie Matthews, John Sanders, Daniel Smith, and Adrienne Webster. DKA and Knoxville Chamber staff in attendance included: Michele Hummel, Angela Lunsford, and Robin Thomas.

I. Welcome

Matthew DeBardelaben, chair, called the meeting to order and thanked everyone for attending. He announced that a quorum of the membership was present in person and by proxy.

II. Approval of Minutes from 2022 Annual Meeting

Mr. DeBardelaben called for approval of the minutes from the 2022 Annual Meeting. Lorie Matthews made a motion to approve the minutes as presented. Adrienne Webster seconded the motion, and the minutes were approved as presented.

III. Year in Review

A. Activities Report

Matthew DeBardelaben provided highlights of the projects, programs, and services DKA accomplished during the Fiscal Year 2022 – 2023.

B. Financial Report

The Corporation's financial report was presented, explaining the various reports which were included in the agenda materials. Adrienne Webster made a motion to approve the financial report. Daniel Smith seconded the motion, and the financials were approved as presented.

IV. Approval of the Fiscal Year 2023 – 2024 Budget

Staff presented the budget for the Fiscal Year 2023 – 2024. Vince Fusco made a motion to approve the budget. Daniel Smith seconded the motion, which was unanimously approved as presented.

V. Election of New Board Members

A. Nominating Committee Report

Vince Fusco presented the Nominating Committee Report. He noted the committee met on May 22. They reviewed the responsibilities, the process, and the policies for nominations. After identifying potential nominees, DKA staff verified that all nominees were eligible and willing to serve on the Board. All nominees were then placed on the ballot, which was included in the agenda packet mailed to DKA members before the Annual Meeting.

B. Nominations from the Floor

Matthew DeBardelaben opened the floor to nominations. There were no nominations.

C. Close Nominations

With no nominations from the floor, a motion to close nominations was made and seconded, which was unanimously approved.

D. Introduction of Candidates

Mr. DeBardelaben asked the nominees to introduce themselves.

E. Election of Board Members

Mr. DeBardelaben asked everyone to return their completed ballot to DKA staff. An announcement of who was elected will be posted on our website after June 30.

Blaine Wedekind and Mary Katherine Wormsley were elected.

VI. Old Business

There was no Old Business.

VII. New Business

A. Tentative Dates for FY 23-24 Board Meetings

Mr. DeBardelaben noted the tentative dates for upcoming board meetings were included in the agenda packet. He reminded everyone that all DKA meetings are posted on the DKA website.

VIII. Public Forum

Ed Patrick asked about the KAT trolley and bus proposed changes.

IX. Adjournment

With no other business, Mr. DeBardelaben declared the Annual Meeting adjourned and thanked everyone for attending.

Secretary

KNOXVILLE CBID MANAGEMENT CORPORATION

ANNUAL MEETING ELECTION BALLOT

Membership will elect four board positions – two business, one resident, and one stakeholder. Their term starts July 1, 2024, serving a three-year term ending June 30, 2027.

Business

(select **two** of the five candidates)

_____ Heather Beck/Barber McMurry

_____ Cliff Brooks/Arcadis/IBI Group

_____ *Faris Eid/DIA Architects

_____ *Bobby McCarter/Jackson Central

_____ Zack Roskop/Knox Brew Hub

_____ (write-in candidate if someone is nominated from the floor)

Resident

(select **one** of the two candidates)

_____ *Dana Dalton

_____ *Nikki Elliott

_____ (write-in candidate if someone is nominated from the floor)

Stakeholder

(select **one** of the two candidates)

_____ *Courtney Bergmeier/Bijou Theatre

_____ *Gay Lyons/East Tennessee Historical Society

_____ (write-in candidate if someone is nominated from the floor)

*Indicates the person is a DKA property owner.

Election results will be verified by Bible Harris Smith and can be found on our website at:
downtownknoxville.org/alliance/board/ after July 10, 2024.

BOARD OF DIRECTORS

➡ FY 2023 - 2024

Matthew DeBardelaben, Chair
Term began: 7/21
Term expires: 6/24, 2nd term
Stakeholder Representative

Chip Barry
City of Knoxville
Term began: 4/23
Appt by Mayor of the City of Knoxville
Owner

Natalea Cummings
Mast General Store
Term began: 12/23
Term expires: 6/25
Completing unexpired term
Business Representative
Owner

Vince Fusco
Term began: 7/22
Term expires: 6/25, 2nd term
Resident Representative
Owner

Lorie Matthews, Vice-Chair
Term began: 7/21
Term expires: 6/24, 2nd term
Residential Representative
Owner

John Sanders
Sanders Pace Architecture
Term began: 7/21
Term expires: 6/24, 1st term
Business Representative
Owner

Adrienne Webster, Treasurer
AOWebster Tax & Accounting
Term began: 7/21
Term expires: 6/24, 1st term
Business Representative

Blaine Wedekind
Balter Beerworks/STIR
Term began: 7/23
Term expires: 6/26, 1st term
Business Representative
Owner

Mary Katherine Wormsley, Secretary
Hatcher-Hill Properties, LLC
Term began: 7/23
Term expires: 6/26, 2nd term
Stakeholder Representative
Owner

Ex-officio Board Members

Representative Sam McKenzie
State House of Representatives
rep.sam.mckenzie@capitol.tn.gov

Senator Richard Briggs, M.D.
State Senate
sen.richard.briggs@capitol.tn.gov

KNOXVILLE CBID MANAGEMENT CORPORATION

BIOGRAPHIES FOR BOARD DIRECTOR NOMINEES

Business Representative Candidates

Heather Beck/Barber McMurry Architects

Heather Beck is Vice President and Director of Communications at BarberMcMurry Architects. She joined the firm in 2018. She oversees BMA's communications, marketing, and community engagement efforts, as well as culture and human resources. Heather earned her Bachelor of Arts in English from the University of the Cumberland and her MBA from Tennessee Tech. She is also Accredited in Public Relations (APR) and is a WELL Accredited Professional (WELL AP). She and her husband, Josh, have four rescue animals and practice regenerative agriculture.

Community engagement, particularly with the downtown community, is important to her. At BarberMcMurry, Beck led the development of the firm's Day of Service — a day set aside for the firm to donate pro-bono design services to a local non-profit. In its two years of existence, Day of Service has benefitted two downtown entities: Knox Area Rescue Ministries and Interfaith Health Center. Beck is also a founder of Clays for Children, a fundraiser for East Tennessee Children's Hospital. She actively encourages BMA employees to be involved in the community, particularly downtown.

Community involvement:

Downtown Knoxville Alliance Marketing Committee, 2019-present

Knoxville Chamber Board of Directors, 2023-present

Pellissippi State Community College Foundation Board of Directors & Development Chair, 2023-present

Humane Society Tennessee Valley Board of Directors & Secretary, 2023-present

Girls Inc. of the Tennessee Valley Board of Directors, 2020-present

tnAchieves mentor

Knoxville Museum of Art Guild

Cliff Brooks/Arcadis - IBI Group

Cliff Brooks is a principal at Arcadis, Inc. and has worked downtown in the WROL Building since 2007. Before that, their office was located on West Jackson Avenue in the Old City. He has witnessed and influenced changes in the Old City and Downtown for nearly two decades.

He has two daughters, both currently at the University of Tennessee- Chattanooga and both graduates from West High School. Cliff grew up in Alabama and graduated with a bachelor's degree in Environmental Design and Masters in Landscape Architecture from Auburn University. He currently holds licensure as a Landscape Architect in several states throughout the Southeast including Tennessee. Cliff has volunteered with the East Tennessee Community Design Center as a professional liaison, as Chapter President of the ASLA East Tennessee Chapter, and as an AYSO Soccer Coach.

Professionally, Cliff has been involved with numerous projects around Knoxville including the Knoxville Bicycle and Pedestrian Bridge, renovation of the Knoxville Museum of Art's north garden, High Ground Park (formerly Fort Higley), Fort Dickerson Park and Pat Summitt Plaza on UT's campus. A few notable current projects in which he is involved include Kern's Bakery, Knoxville Multi-Use Stadium, and Austin Homes at First Creek.

If selected as a business representative, Cliff will bring his passion for helping Knoxville create enjoyable and healthy outdoor spaces to the downtown and community at large.

Faris Eid/DIA Architects

Faris Eid is the Founding Principal of Design Innovation Architects (DIA). He established the firm in 1989, and this year DIA proudly celebrates its 35th anniversary. Faris earned his Bachelor's in Architecture in 1983 from the University of Tennessee. Before founding DIA, he gained valuable experience over six years at a nationally recognized design firm in Atlanta.

Faris believes in contributing to the well-being of the community, in his time, as well as financially and through design. This principle is deeply embedded in DIA's philosophy, code of practice, and core values, guiding the firm's operations and community engagement. His dedication to community service is reflected in his past roles as: Board Member of the Knoxville Chamber of Commerce, President of the Knoxville Chapter of the Entrepreneurs Organization (EO), Member of the City of Knoxville Public Arts Committee, and President/Board Member of the Knoxville Housing Partnership, as well as his service on the boards of the East Tennessee Community Design Center, Leadership Knoxville (Class of 2003), Knox Heritage Board of Directors, and the Knoxville Historic Zoning Commission.

Downtown and surrounding area Projects completed by DIA under Faris's leadership include amongst others: The Gallery Lofts (Mast General Store) where DIA's offices are located, the Knoxville Chamber of Commerce, KCDC, the 500 Block master-planning including the old S&W, Hyatt Place (Historic Farragut Hotel), Pheonix Building, Regas Square, Lonesome Dove (Patric Sullivan's), Pet's Coffee Shop, Hotel Cleo and Lilu. Significant projects currently under construction include Lone Tree pass, The Buford Delaney Building, and the Knoxville Multi-Sports Stadium

Bobby McCarter/Jackson Central Group

Bobby McCarter is a native of Knoxville and a graduate of Central High School. After attending ETSU, he returned to Knoxville in 2008 and became involved in the downtown community. In 2016, he opened Merchants of Beer, a flagship corner bar in the Old City. Bobby is now the Director of Operations for the Jackson Central Group and is dedicated to the growth of the Old City. He is also involved in residential and commercial real estate, aiming to create a thriving downtown for people to work, live, and play.

Zack Roskop/Knox Brew Hub

Zack Roskop was born in Ithaca, New York but has spent most of his life in Knoxville, TN since the age of three. In 2014 he took the leap to start his own business. With a minibus he purchased from Craigslist, a self-built website and three local breweries willing to play along, Knox Brew Tours was born. Fast-forward to today and KBT is 10 years old, nearing its 2,000th guided brewery tour and works with over 20 local breweries. During Covid the craft beer bar where all of Knox Brew Tours public tours started from because

available and Zack's second business Knox Brew Hub was born. Knox Brew Hub strives to be "local beer's best friend" and acts as sort of a visitor center for visitors curious in our growing beer community. Last summer Fred Beans & Rice: Cajun Kitchen (named after Zack's father Fred) was added inside of the Hub to increase and add to their food offerings. Today Zack lives in Parkridge with his wife Amy and their four pets, Cullen, Charlie, Luther and Porchia. There is no doubt that Zack has three big loves in his life: local beer, meeting new people and the city of Knoxville.

Resident Representative Candidate

Dana Dalton

Dana Dalton has been a downtown Knoxville resident for 10 years. She works remotely as counsel for SAIC, a government contractor. Dana was born and raised in Knox County and is a graduate of the University of Tennessee College of Law and holds a Masters in Public Administration.

She has served on the Downtown Alliance Marketing Committee for several years and helped establish the RiverHill Gateway Neighborhood Association which includes The Women's Basketball Hall of Fame, James White Fort, and Blount Mansion.

Nikki Elliott

Nikki Elliott moved to the Knoxville area in 2003 and her family have lived in Downtown Knoxville since 2020. Nikki is passionate about improving Downtown Knoxville not just for stakeholders, but also for visitors in ways including safety, beautification, and development.

Nikki is a Partner and CFO at Elliott Advisory Group, a tax/consulting firm in Knoxville, of which she and her husband founded in 2019. Nikki also graduated from South College with a BS in Accounting and is a Certified Public Accountant.

Nikki serves on the Knoxville Entrepreneur Center board, City of Knoxville Audit Committee, DKA Quality of Life Committee, ACE of Greater Knoxville board, and is a curator for PechaKucha Knoxville Chapter.

Stakeholder Representative Candidate

Courtney Bergmeier/Bijou Theatre

Courtney Bergmeier serves as the Executive Director of the historic Bijou Theatre. A Cincinnati native, she moved to Knoxville in 2005 to attend the University of Tennessee, where she attained her undergraduate degree. Since graduating, Courtney's career has been centered around music and performing arts. Her tenure at AC Entertainment, starting in 2010, saw her rise to become the company's first female talent buyer, a role that allowed her to book artists and negotiate deals for venues in Knoxville and the Southeastern region. Seeking a deeper connection to the events she booked, she transitioned to venue management and accepted the job of Assistant General Manager of the Bijou Theatre in 2015.

One of the defining moments of Courtney's career was her leadership during the global pandemic, a time when the arts faced unprecedented challenges. Her resilience and strategic thinking led to her promotion to Executive Director of the Bijou Theatre in 2021. In her current role, she oversees the Bijou's strategic plan, administration, programming, fundraising, community outreach, and education.

Outside of her professional life, Courtney enjoys the great outdoors, often hiking and camping with her husband and pup. She also loves to travel, immersing herself in different cultures and gaining a global perspective. Despite these adventures, Knoxville remains her beloved home, a testament to her deep-rooted connection to the community she serves.

Gay Lyons/East Tennessee Historical Society

Gay Henry Lyons grew up in Loudon County. She received a BA in English from Pfeiffer College, an MA in English from the University of Tennessee, and a PhD in political science from the University of Tennessee. She was a professor of English and political science at Pellissippi State Community College for over 30 years (1980-2011). During that time and following her retirement, she was a caterer, columnist, magazine editor, and freelance writer. In addition to many years of fundraising and event planning as a volunteer for organizations such as Knoxville Botanical Garden, Knoxville Museum of Art, Leadership Knoxville, Dogwood Arts, and Knox Heritage, she was capital campaign manager at Knox Heritage and development director at Positively Living/Choice Health Network. She is currently chief development officer at the East Tennessee Historical Society located at 601 S. Gay Street. Gay and her husband Bill bought their first downtown home at Kendrick Place in 2004. They moved to The Overlook in 2020.

KNOXVILLE CBID MANAGEMENT CORPORATION

PROXY APPOINTMENT FORM

Per CBID By-laws, to conduct business at the Annual Meeting, ten percent (10%) of the membership must be at the meeting in person or by proxy to hold a quorum. If you are not able to attend, please submit your proxy prior to the Annual Meeting.

If you would like your vote to be counted, you can designate the 'board chair' as your appointment or someone other than staff that will be at the meeting. Submit your marked ballot and proxy to Bible Harris Smith. The board chair or your designee will vote on your behalf the way you mark your return ballot. If you have any questions, please contact Michele Hummel at mhummel@downtownknoxville.org or 865-806.2148.

Please submit your Proxy Appointment Form to Bill Snyder, CPA, Bible, Harris Smith, P.C. by 12 noon on Wednesday, June 12, 2024. There are two ways to return your proxy:

Scan/email: snyder@bhspc.com

Mail: 507 Clinch Ave, Knoxville, TN 37902

Please detach the proxy below to send to Bill Snyder:



KNOXVILLE CBID MANAGEMENT CORPORATION

PROXY APPOINTMENT FORM

The undersigned, an owner of property within the Knoxville CBID Management Corporation of Knoxville, Tennessee, said property being located at the address(es) listed below, does hereby nominate and appoint _____ as my attorney or proxy to represent me and cast my vote by proxy at the Annual Meeting of the members of the Knoxville CBID Management Corporation, hereby ratifying and confirming all that my said attorney or proxy may do by virtue hereof.

This proxy is given voluntarily. Dated this _____ day of June 2024.

Signature of authorized member of said property

Print name

Phone number

Proxy for: Owner

This proxy counts as one vote unless noted here:

KNOXVILLE CBID MANAGEMENT CORPORATION

BUDGET FY 2024 – 2025

	BUDGET FY 23-24	DRAFT BUDGET FY 24-25
Income		
CBID Tax Assessment	\$ 1,125,000	\$ 1,125,000
Investment Income	\$ 500	\$ 8,000
Total Income	\$ 1,125,500	\$ 1,133,000
Expenses		
Business Support		
Merchant Support	\$ 50,000	\$ 50,000
Total Business Support	\$ 50,000	\$ 50,000
Development		
Special Projects/Impact Program	\$ 100,000	\$ 100,000
Path to Prosperity	\$ 15,000	\$ 15,000
Total Development	\$ 115,000	\$ 115,000
Marketing Expenses		
Advertising General	\$ 50,000	\$ 50,000
Print & Content Development	\$ 55,000	\$ 55,000
Website-all committees	\$ 30,000	\$ 30,000
Events and Sponsorships	\$ 110,000	\$ 110,000
Brand Refinement	\$ -	\$ 25,000
Downtown Scavenger Hunt	\$ 15,000	\$ 20,000
Total Marketing Expenses	\$ 260,000	\$ 290,000
Quality of Life		
Security	\$ 100,000	\$ 100,000
Ambassador Program	\$ 117,000	\$ 117,000
Beautification	\$ 90,000	\$ 70,000
Trash Compactor	\$ -	\$ 75,000
Open Street Activation	\$ -	\$ 10,000
Residential	\$ 3,000	\$ 3,000
Total Quality of Life	\$ 310,000	\$ 375,000
Administration		
Meals/Lodging/Travel	\$ 6,000	\$ 6,000
Office Expense/Supplies	\$ 7,000	\$ 7,500
Bank Fees	\$ 200	\$ 200
Postage	\$ 2,500	\$ 2,500
Professional Development	\$ 6,000	\$ 6,000
Professional Services	\$ 12,000	\$ 12,000
Services Contract	\$ 238,186	\$ 244,173
Insurance Directors/Officers	\$ 900	\$ 900
Software	\$ 1,000	\$ 1,500
Total Administration	\$ 273,786	\$ 280,773
Total Expenses	\$ 1,008,786	\$ 1,110,773
Change in NAV	\$ 116,714	\$ 22,227

DOWNTOWN KNOXVILLE ALLIANCE 2024 – 2024 BOARD MEETINGS

July 15, 2024 - 11:30 am

August 19, 2024 – 11:30 am

September 16, 2024 - 11:30 am

October 21, 2024 - 11:30 am

November 18, 2024 - 11:30 am

December 16, 2024 - 11:30 am

January 27, 2025 - 11:30 am (moved due to MLK Day holiday)

February 17, 2025 - 11:30 am (budget workshop starting at 10)

March 17, 2025 - 11:30 am

April 21, 2025 - 11:30 am

May 19, 2025 - 11:30 am

June 16, 2025 - 5:00 pm (Annual Meeting & June Board Meeting)