



June 1, 2025

DKA Property Owner:

The Downtown Knoxville Alliance (DKA) will hold its Annual Meeting on **Monday, June 16, 2025, at 5:00 pm at the Emporium, 100 S Gay Street**. Please note the new location. We will be moving our offices permanently to the Emporium later in June.

To be more environmentally friendly, we have the full agenda packet on our website at www.downtownknoxville.org/annual2025. 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 11, 2025**. Mr. Snyder's contact information can be found on the proxy. Proxies will not be accepted at the meeting.

Election/Voting

Members will elect two board members at the Annual Meeting – a business representative and a downtown resident. 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 call or email me at 865.806.2148 or 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 16, 2025, 5:00 PM

- I. Welcome
- II. Approval of the Minutes from the 2024 Annual Meeting
 - A. *June 17, 2024 Annual Meeting
- III. Year-in-Review
 - A. Year-End Activity Report
 - B. *Financial Report
- 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 1
- V. *Approval of Fiscal Year 2025-2026 Budget
- VI. Old Business
- VII. New Business
 - A. Tentative Dates for upcoming Board Meetings
[downtownknoxville.org/about/meetings/](https://www.downtownknoxville.org/about/meetings/)
- VIII. Public Forum
- IX. Adjournment

*Denotes action items.

2026 Annual Meeting will be held on Monday, June 15, 2026 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 2024 ANNUAL MEETING

The 2024 Annual Meeting of the members of the Downtown Knoxville Alliance (DKA) convened on Monday, June 17, 2024, 5:00 p.m. at 17 Market Square #201.

Board members present included board chair, Matthew DeBardelaben, Chip Barry, Natalea Cummings, Vince Fusco, Lorie Matthews, and Adrienne Webster. DKA and Knoxville Chamber staff in attendance included: Callie Blackburn, Michele Hummel, Karen Kakanis, 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 2023 Annual Meeting

Mr. DeBardelaben called for approval of the minutes from the 2023 Annual Meeting. Chip Barry made a motion to approve the minutes as presented. Lorie Matthews seconded the motion, and the minutes were approved as presented.

III. Year in Review

A. Activities Report

Matthew DeBardelaben highlighted the projects, programs, and services DKA accomplished during the Fiscal Year 2023 – 2024.

B. Financial Report

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

IV. Election of New Board Members

A. Nominating Committee Report

Matthew DeBardelaben presented the Nominating Committee Report. He noted the committee met on May 1 and 6. 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.

Farris Eid (business), Bobbie McCarter (business), Nikki Elliott (resident) and Gay Lyons (stakeholder) were elected.

V. Approval of the Fiscal Year 2024 – 2025 Budget

Staff presented the budget for the Fiscal Year 2024 – 2025. Adrienne Webster made a motion to approve the budget. Vince Fusco seconded the motion, which was unanimously approved as presented.

VI. Old Business

Matthew DeBardelaben noted that Robin Thomas would retire from DKA on June 30 and thanked her for her leadership and service over the last several years. He introduced Callie Blackburn who will manage the marketing moving forward.

VII. New Business

A. Tentative Dates for FY 24-25 Board Meetings

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

VIII. Public Forum

Nancy Voith asked about the trolleys and new downtown connector, which was answered by Vince Fusco.

Bernedette West and Melinda Grimaldi asked about the employee's pay and admin fee for the Ambassador Program, which was answered by staff.

Zack Roskop asked about expanding the DKA boundaries and if there is interest in expansion or possible new BIDs.

There was a discussion about the unhoused population. Staff recommended that we invite Erin Read to an upcoming meeting to discuss her new office and their initiatives.

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 two board positions – one business and one resident. Their term starts July 1, 2025, serving a three-year term ending June 30, 2028.

Business

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

_____ *Natalea Riley Cummings, Mast General Store

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

Resident

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

_____ *Illana Lilienthal Brodt

_____ Zoe Fuller

_____ (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, 2025.

KNOXVILLE CBID MANAGEMENT CORPORATION

BIOGRAPHIES FOR BOARD DIRECTOR NOMINEES

Business Representative Candidates

Natalea Cummings

Natalea Cummings has been the General Manager at Mast General Store for the past 10 years. She is currently on the DKA Board and has been involved with the organization for several years. Originally from Birmingham, AL and moved to Knoxville for school in the late 90's. She graduated from the University of Tennessee with a degree in Retail and after moving away post-graduation, she came back to work in her field shortly after. She has worked in the retail world in some capacity all of her life. She is currently very involved with the retail program at the University of Tennessee and feels lucky to work in a field she loves. She is married with 3 kids and lives in south Knoxville. She enjoys any and all sports, loves the beach, good music, gardening, and spending time outside.

Resident Representative Candidate

Ilana Lilienthal Brodt

Ilana Lilienthal Brodt is an artist, developer, and entrepreneur who has pioneered programs internationally throughout her career. She lived and worked as an artist in New York City from 1985-1992, developing an art program in hospitals and creating shows in many galleries and museums.

1992-2018 Ilana lived in Miami, Florida, opening art studios and was part of developing Wynwood Walls - street art project, which developed into a big art center and urban development destination for shopping, cafes, and galleries. Ilana has been an investor in Knoxville since 1987, and moved her full-time residency to downtown Knoxville in 2018. Living downtown, after falling in love with the city and its people, was a dream come true...

Since 2018, Ilana has developed and invested in several buildings in the downtown area.. Living in major cities like New York and Miami, as well as internationally in Israel and Germany. Ilana brings a cosmopolitan flair to all she does, adding to the cultural richness of her community. As a real estate developer in Knoxville, she has transformed Emory Place into an arts and culture hub of women-owned businesses, the 500 block on Gay St, 2 Market Square, and is currently working on TVA Credit Union building. As an artist, she has shown in museums and galleries around the world. She prioritizes bringing art into public spaces, like hospitals, shopping centers, and the streets like her recent project Knox Walls Mural Alley in partnership with Dogwood Arts and Visit Knoxville.

Zoë Fuller

With over 15 years of experience supporting nonprofit membership organizations, I bring a track record of strategic leadership, financial planning, and community engagement. I've held executive and operations roles at national and international associations, where I've led initiatives in membership growth, governance, and event planning. I currently serve as Vice President (2025–2026) and previously as Treasurer (2023–2024) for Nourish Knoxville, a local nonprofit focused on food access and community markets. I'm passionate about supporting vibrant, connected communities and am eager to contribute that passion to the Downtown Knoxville Alliance.

Throughout my career, I've worked across sectors to foster collaboration, improve organizational sustainability, and amplify outreach efforts. My roots in Knoxville run deep, I'm a University of Tennessee alum and proud to now give back to the city that shaped me. Whether I'm volunteering at a farmers' market, attending community events, or walking my husky mix Indigo through downtown, I'm energized by the creativity and momentum of our city and would be honored to help support its continued growth and vitality.

KNOXVILLE CBID MANAGEMENT CORPORATION

PROXY APPOINTMENT FORM

Per DKA's 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 Holly Leitner, Bible, Harris Smith, P.C. by 12 noon on Wednesday, June 11, 2025. There are two ways to return your proxy:

Scan/email: leitner@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 2025.

Signature of authorized member of said property

Print name

Phone number

Proxy for: Owner

This proxy counts as one vote unless noted here:

Downtown Knoxville Alliance
Draft Budget for FY 25-26

	AMENDED FY 24-25	DRAFT FY 25-26
Income		
CBID Tax Assessment	\$ 1,125,000	\$ 1,200,000
Investment Income	\$ 38,000	\$ 30,000
Total Income	\$ 1,163,000	\$ 1,230,000
Expenses		
Business Support	\$ 50,000	\$ 50,000
Total Business Support	\$ 50,000	\$ 50,000
Development		
Economic Impact Program	\$ 100,000	\$ 100,000
Prosperity Through Innovation	\$ 15,000	\$ 15,000
Total Development	\$ 115,000	\$ 115,000
Marketing Expenses		
Advertising General	\$ 50,000	\$ 60,000
Print & Content Development	\$ 55,000	\$ 60,000
Website-all committees	\$ 30,000	\$ 30,000
Events and Sponsorships	\$ 110,000	\$ 125,000
Brand Refinement	\$ 25,000	\$ 10,000
Downtown Scavenger Hunt	\$ 20,000	\$ 20,000
Total Marketing Expenses	\$ 290,000	\$ 305,000
Quality of Life		
Security	\$ 140,000	\$ 120,000
Ambassador Program	\$ 130,766	\$ 171,180
Beautification	\$ 35,000	\$ 45,000
Trash Compactor	\$ 75,000	\$ -
Open Street Activation	\$ 10,000	\$ 10,000
Initiatives from Survey		\$ 125,000
Total Quality of Life	\$ 390,766	\$ 471,180
Administration		
Meals/Lodging/Travel	\$ 6,000	\$ 6,000
Rent, Insurance, etc	\$ 65,000	\$ 22,000
Office Expense/Supplies	\$ 7,500	\$ 8,000
Bank Fees	\$ 200	\$ 200
Postage	\$ 2,500	\$ 2,500
Professional Development	\$ 6,000	\$ 13,000
Professional Services	\$ 12,000	\$ 12,000
Services Contract	\$ 244,173	\$ 222,050
Insurance Directors/Officers	\$ 900	\$ 900
Software	\$ 1,500	\$ 1,500
Total Administration	\$ 345,773	\$ 288,150
Total Expenses	\$ 1,191,539	\$ 1,229,330
Change in NAV	\$ (28,539)	\$ 670

DOWNTOWN KNOXVILLE ALLIANCE 2025 – 2026 BOARD MEETINGS

July 21, 2025 - 11:30 am

August 18, 2025 – 11:30 am

September 15, 2025 - 11:30 am

October 20, 2025 - 11:30 am

November 17, 2025 - 11:30 am

December 15, 2025 - 11:30 am

January 26, 2026 - 11:30 am (moved due to MLK Day holiday)

February 16, 2026 - 11:30 am (budget workshop starting at 10)

March 16, 2026 - 11:30 am

April 20, 2026 - 11:30 am

May 18, 2026 - 11:30 am

June 15, 2026 - 5:00 pm (Annual Meeting & June Board Meeting)