

METROPOLITAN DEVELOPMENT AND HOUSING AGENCY

Nashville and Davidson County Tennessee

PHILLIPS-JACKSON STREET REDEVELOPMENT PLAN

Enacted: September 27, 1993

Amended: July 21, 1999

December 5, 2001

November 17, 2005

March 25, 2013

December 16 2013

August 7, 2019

PHILLIPS-JACKSON STREET REDEVELOPMENT PLAN

PREFACE

This Phillips-Jackson Street Redevelopment Plan is located in Metropolitan Nashville and Davidson County, Tennessee and is undertaken by the Metropolitan Development and Housing Agency, hereinafter referred to as "MDHA", in accordance with and in furtherance of the objectives of The Housing Authorities Law, Tennessee Code Annotated, Sections 13-20-101, et. seq. (the "Housing Authorities Law"). The Metropolitan Council of Nashville and Davidson County has declared the area to be a blighted area within the scope of Section 13-20-201 through 13-20-209, of the Housing Authorities Law. SECTION 2. That the findings and determinations relative to the "Phillips-Jackson Street Redevelopment Plan" approved by Ordinance No. O93-773, and amended by Ordinance O991762 are hereby reaffirmed and redetermined. That it is hereby found and determined that the redevelopment area defined by the Plan entitled "Phillips-Jackson Street Redevelopment Plan," dated June 8, 1999, is a blighted area as defined in and in accordance with Sections 13-20-201 through 13-20-209, of the Housing Authorities Law; that conditions existing therein are detrimental to the safety, health, morals or welfare of the people of Nashville and Davidson County, that said area or such portions thereof as deemed necessary for acquisition by the Metropolitan Development and Housing Agency by negotiation, condemnation or otherwise, as provided by any applicable provision of the Housing Authorities Law, and so designated pursuant to the Plan, or any amendment or amendments thereto, should be so acquired by the Metropolitan Development and MDHA; and such blighting conditions eliminated That MDHA shall have all of the power and authority of an "Authority" under the Housing Authorities Law.

PHILLIPS-JACKSON STREET REDEVELOPMENT PLAN
NASHVILLE AND DAVIDSON COUNTY, TENNESSEE

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- Exhibit "A", Boundary Description

B. DESCRIPTION OF PROJECT AREA

The Phillips-Jackson Street Redevelopment Area is located approximately one mile north of downtown Nashville. The area contains residential, mixed use, governmental, institutional, commercial and industrial land uses. Jefferson Street runs through the core of the redevelopment area and serves as the commercial focus for the adjacent residential, commercial governmental and institutional areas. Significant residential preservation activities have been occurring in portions of this area, in particular the Buena Vista and Germantown Historic Districts. Through the Community Development Block Grant Program, certain areas have received assistance in the form of storefront and business loans; sidewalks; housing rehabilitation, new housing development and acquisition and clearance of blighted properties.

Despite these improvements, the general condition of the Phillips-Jackson Street Redevelopment District is blighted with deteriorated and dilapidated buildings, inappropriate or non-conforming land uses, and vacant and overgrown lots. The State of Tennessee is proposing the construction of a major state project, the Bicentennial Mall which will be a park and office campus stretching north from the State Capitol grounds to Jefferson Street. The State of Tennessee has been actively engaged in acquiring the property necessary for this project. In order to support the State Bicentennial Mall, it is necessary and desirable that blight in the surrounding neighborhoods and along Jefferson Street be eliminated. The revitalization of these commercial and residential areas surrounding the State project through the enforcement of land use and design controls and the acquisition of land for redevelopment in accordance with the Plan will be important factors in the elimination of blight and the prevention of its occurrence. The Plan conforms to and it's intended to implement recommendations of the "Center City/Subarea Plan" adopted by the Metropolitan Planning commission and the Metropolitan Development and Housing Agency which serves as a portion of the "General Plan" of the Metropolitan Government.

The Project Area was extended in 1999 to include industrial properties in the vicinity of 8th Avenue North, Taylor Street and Hume Street. This additional area exhibits characteristics of and is a blighted area based on surveys conducted in 1999 by the Metropolitan Development and Housing Agency. Inclusion of the additional area will encourage the continued revitalization of

the project area in a manner consistent with and benefiting from recent investments including, but not limited to the Jubilee Restaurant, the Bicentennial Mall, the Kroger SuperStore and Eckerd Drug Store.

1. BOUNDARIES OF THE PROJECT AREA

The boundaries of the Project Area are shown on Redevelopment Plan (R.P.) Map No. 1, "Project Boundary Map," and are as described in Exhibit "A", which is attached.

2. REDEVELOPMENT PLAN OBJECTIVES

The specific provisions and actions incorporated in the Plan have been developed and are necessary to achieve the following objectives:

- a. To establish harmonious land use patterns and provide sites adequate for the planned development of new residential, commercial uses and institutional areas.
- b. To provide for redevelopment of the Project Area, wherein non-conforming or deleterious land uses and the present subdivision and ownership of land precludes the orderly assemblage and desired changes in the use of land.
- c. To eliminate substandard housing through acquisition and demolition or through a conservation program for the rehabilitation of existing structures where feasible and compatible with the Land Use Plan.
- d. To clear and provide for redevelopment of portions of the Project Area in which a change in type or intensity of land use is necessary. Within these areas, it may be required, and is within the objectives of this Plan, that certain buildings which are not structurally substandard may be acquired and demolished.
- e. To establish standards and guidelines for the redevelopment and continued use of the area which will assure adequate light, air, open-space, off-street parking, and the future stability of the entire area through quality development

- f. To provide for the relocation of businesses and residents where necessary to accomplish the objectives of the Plan
- g. To eliminate and prevent the recurrence of blight
- h. To eliminate vacant lots by monitoring development and actions encouraging effective and desirable uses of land in accordance with the Plan.
- i. To revitalize the commercial uses on Jefferson Street and 8th Avenue North and provide land for new commercial establishments and services necessary to support adjacent residential areas.
- j. To provide for the layout of new streets, pedestrian ways and other public improvements necessary to support the redevelopment of the area.
- k. To enhance the neighborhood preservation goals, particularly in the Germantown and Buena Vista National Register Historic Districts and the Phillips-Jackson Street neighborhood southwest of the intersection of Eighth Avenue North and Jefferson Streets.

3. PROPOSED REDEVELOPMENT ACTIONS

The ultimate objective of the Land Use Plan is to create an environment conducive to the development and improvement of commercial and residential neighborhoods in the vicinity of the Bicentennial Mall, a project of the State of Tennessee. The various proposals of the Plan have been adopted to remove the conditions which have created or contributed to the substandard character of improvements and social conditions in the Project Area and restore the vitality of the area through redevelopment and rehabilitation. It is intended that these actions will be implemented over time and be coordinated with the needs of existing businesses and residents so that undue hardship or displacement is minimized. Where displacement or relocation is necessary, businesses or residents should not be forced to relocate until suitable replacement properties are found and a reasonable time is permitted for relocation. Specific actions necessary to achieve these objective of area improvement are:

- a) The acquisition of land through negotiation, condemnation, or otherwise for public purposes; for private infill development where the condition of title, the diverse ownership of real property to be assembled, street or lot layouts, or other conditions prevent a proper development of the property in accordance with the Land Use Plan and neighborhood needs; and for the purpose of removing, preventing, or reducing blight.
- b) Demolition, clearance and relocation as necessary within the Project Area to achieve the objectives of the Plan.
- c) Closing, vacating, or relocating various streets, alleys, pedestrian ways, or utilities.
- d) To provide for and construct improved streets, alleys, public facilities, open spaces, and pedestrian ways.
- e) Negotiation of agreements with developers to undertake redevelopment of property in accordance with the Land Use Plan.

C. LAND USE PLAN

1. LAND USE MAP

The permitted uses of land within the Project Area are as shown on R.P. Map No. 2, "Land Use Map Plan", and as further described in the following sections.

2. LAND USE PROVISIONS AND BUILDING REQUIREMENTS

In order to achieve the objectives of this Redevelopment Plan, the redevelopment and use of land as sold or leased by MDHA and all land designated on R.P. Map No. 3, "Proposed Land Acquisition," whether so acquired or not, will be mad subject to all requirements and restrictions specified in this section. All provisions of this section shall likewise apply to parcels not being acquired under provisions of this Plan when the owner of such parcel shall acquire land designated on the "Proposed Land Acquisition Map," RP. Map No. 3, as an addition to the tract not designated for acquisition. No improvements on such property may be made, extended or enlarged unless the land assembled together and including property not to be acquired shall be in accordance with

all controls of this section. All redevelopment on parcels as sold, leased or under redevelopment agreements through MDHA as well as any improvements in the area subject to the General Controls at Section C.2.b. of this Plan must be approved by a design review committee designated by the Executive Director of MDHA. The Board of Commissioners of MDHA may supplement this Plan with rules and standards to assist the design review committee in interpreting this Plan as it relates to appropriate uses, design, color, setbacks, landscaping, parking, ingress and egress and other restrictions in accordance with this section.

a. Permitted Uses

Within the areas shown on R.P. Map No. 2, "land Use Plan," the following uses shall be permitted:

1. General Residential

Intent: To Provide sites for residential development

Uses:

- Detached dwellings for one or two families
- Multiple family dwellings
- Churches or other places of worship
- Bed-and-breakfast inns
- Public and private schools or day care centers meeting all State and local requirements
- Public parks, playgrounds, and recreation facilities
- Public buildings and utility facilities to serve the neighborhood
- Accessory uses customarily incident to any of the above

2. Mixed use

Intent: to provide for mixed neighborhood commercial and residential uses in the same district or structure, primarily through the conservation and conversion of existing residential structures to mixed uses where possible.

Uses:

- Any uses permitted under General Residential

- Low intensity commercial uses as permitted in the Mixed Use-Limited (MUL) zoning classification of the Metropolitan “Zoning Regulations.”

3. Public

Intent: to provide for the development of the Bicentennial Mall, a public green space, by the State of Tennessee and to provide space for adequate parking for the Mall and space for future development of public-private buildings on land adjacent to the Mall and a Nashville Regional Farmers Market. Land designated for public use south of Jefferson Street between 8th and 4th Avenues North designated for Public Use in connection with the Site of Tennessee’s Bicentennial Mall Project that is not ultimately purchased and developed by the State of Tennessee may be used for an alternative use compatible with the General Business or Commercial Service land use policies of the Plan.

Uses:

- Public, private or non-profit museums, cultural, theater or assembly facilities.
- Public parks, playgrounds, green spaces, greenways and recreational facilities.
- Business, professional, governmental and non-profit organization offices.
- Other residential or commercial uses developed in partnership with the State of Tennessee on land within the Bicentennial Mall Project
- A Nashville Regional Farmers Market inclusive of all vendors and lessees approved by the Metropolitan Farmers Market Board
- Automobile parking
- Any uses customarily incident to any of the above.

4. Commercial Services

Intent: To provide for facilities, businesses, services and other uses which serve and support the contiguous residential neighborhoods and for specialty services catering to a larger market.

Uses:

- Any use permitted under Public or General Residential
- Banks, loan offices, insurance offices, and other financial institutions.
- Churches and Places of Worship.
- Lodges and clubs.
- Indoor private recreational facilities, but not including adult entertainment as defined in the "Zoning Regulations" of the Metropolitan Government of Nashville and Davidson County.
- Retail establishments for the convenience and service of the ultimate consumer, but not including package liquor sales. Businesses engaged in the manufacture of goods may include those that manufacture articles to be sold on the premises only.
- Restaurants or other eating and drinking establishments, but not drive in eating or drinking facilities.
- Automobile Parking
- Offices-business, professional, medical.
- Service businesses such as barber shops or beauty salons, undertaking, shoe repair, jewelry or watch repair, self-service laundry and dry cleaning facilities, etc., but not including garages for repair or storage of motor vehicles, contract construction yards, or repair facilities for any equipment other than household appliances or office machines
- Nursing homes or other group living quarters
- Colleges and universities or their related facilities
- Hospitals and their related facilities
- Accessory uses customarily incident to any of the above

5. General Business

Intent: Areas are provided for facilities offering services or products for retail and limited types of manufacturing and wholesaling which have no objectionable characteristics

Uses:

- Any use permitted under Commercial Services
- Any use permitted under Public
- Day care for children
- Public utility stations and facilities
- Limited manufacturing and processing not requiring outdoor storage nor generating exterior noises, dust, or offensive odors
- Public, private or non-profit cultural, theater or assembly facilities
- Public parks, green spaces, playground, greenways, or recreational facilities
- Wholesaling and warehousing
- Accessory uses customarily incident to any of the above

b. General Design Regulations and Controls

In order to achieve the objectives of the Phillips-Jackson Street Redevelopment Plan, the following general regulations and controls shall apply to all land within the Project Area developed, redeveloped, or improved subsequent to the approval of this Plan whether or not such land was acquired or subject to acquisition by MDHA.

1. Site Plan

In the development, redevelopment, or improvement of all lots and parcels of land, the buildings and improvements shall be planned and designed as an entity. A site plan shall be prepared which shows buildings, structures, appurtenances, walls, fences, signs, driveways, parking and service areas, walks, utilities, plantings, grades, building elevations and any other facilities which are proposed. The site plan shall be submitted for review and approval of all elements of the project plan by MDHA before issuance of a building permit, and where the development is to be accomplished in stages, a breakdown and staging of the proposed construction shall accompany the site plan. The site plan shall contain a scale, north arrow,

map and parcel number, property address, all property, sidewalk and street lines, all existing easements, the location of all off-site buildings within fifty feet of the site boundaries, and the location and capacity of all existing public utilities unless any or all of these specific requirements shall be waived as unnecessary by MDHA. Development shall conform to the approved site plan.

2. Landscape Treatment

Those portions of lots or parcels of land which are not built upon or are not paved for parking or pedestrian ways shall be planted in accordance with a landscaping plan and shall be maintained in accordance with such a plan. The detailed planting plan shall be developed based on the approved site plan and shall be submitted for review and approval by MDHA prior to its execution. A landscaping plan shall contain the existing topographical contours of the site, any and all proposed new contours of the site, designations of all existing landscaping which will be retained, location of all existing trees or other plants having a trunk diameter of six (6) inches or more, the locations of all proposed exterior lighting fixtures, the area to be lighted by each exterior lighting fixture, and the materials and colors of each exterior lighting fixture unless any or all of these specific requirements shall be waived as unnecessary by MDHA

3. Buffering

On parcels used for commercial purposes abutting or adjacent to properties designated for mixed use or residential use on the Land Use Plan, visual buffering may be required by MDHA to afford protection from traffic, noise, glare, trash, activity odor, visual impacts and other harmful effects likely to be caused by a more intensive use. The materials required and the permitted uses of buffers will depend upon relative intensities of adjacent uses. Provisions for maintenance of required landscaping by the developer shall be addressed. The storage of

equipment, materials, goods, or refuse in open areas of any lot or parcel of land shall be screened from view by fence, wall, hedge plantings, or other appropriate means of screening, provided the storage of such equipment, materials or goods is normal or customarily incidental to the uses. Such areas should be located on the side of the building away from adjacent residential or mixed use areas, unless no other alternative is possible. The accumulation of trash, debris, or any noxious materials shall be prohibited.

4. Exterior Design

On newly constructed buildings or on major renovation of existing buildings, all of the exposed sides of a structure (i.e. any building wall not abutting another) shall be treated architecturally with finish materials in character with the main facade of the building. For additions, finishes should be compatible with the existing building and the exterior materials of buildings on adjacent properties. Similarly, the exterior design and treatment of other facilities (e.g. courts, plazas, terraces, accessory buildings, walls, walks, steps, etc.) shall be in character with the buildings. Plans shall be submitted to MDHA which will review and approve them with respect to general design and materials affecting exterior appearances. Plans submitted shall contain a scale, elevations of all existing structures which are to be retained, elevations of all new additions or new construction, location of all signs to be mounted or placed on any structure on the site, and designations of all proposed materials which will be exposed, including color and texture.

5. Construction Approvals

No parking area or parking facilities and no building or other structure or improvement (including signs and loading docks and ramps) shall be erected, placed, enlarged, or altered until the construction plans and specifications and the plans showing the location of the facilities, improvements, and structures on the land have been approved in writing

by MDHA or by computer on the Metro Codes Department tracking system as to compliance with the restrictions set out herein and also as to the sufficiency and beauty of landscaping and the adequacy and location of parking facilities.

6. Off-Street Parking

All off-street drives and parking areas shall be surfaced with asphalt, concrete, or other hard-surfaced, dustless material and so constructed as to provide for adequate drainage

7. Signs

The sign regulations found in Metropolitan Zoning Code, Section 17.37, as may be amended from time to time, shall govern the use of signs of all parcels subject to the Downtown Code and located in the Redevelopment District. For parcels not subject to the Downtown Code, the signage guidelines adopted by the Board of Commissioners of the Metropolitan Development and Housing Agency shall control all signage on the parcel. Provided however, the foregoing or any other provision of the redevelopment plan to the contrary notwithstanding, billboards shall not be permitted within the boundaries of the redevelopment district.

8. Temporary Structures and Interim or Alternative Uses

Temporary structures used in connection with construction on any lot or street within the Project Area shall be permitted, with the approval of MDHA, for successive periods up to six months each. On property which it has acquired but which has not yet been developed, MDHA may establish such interim uses as it deems desirable in the public interest consistent with local zoning and codes requirements. Requests for installation of portable buildings shall be reviewed and approved by MDHA as to design, materials and location of such proposed structures. Visual impacts on adjacent properties will be considered in this review.

9. Off-Street Loading and Unloading

A service area with adequate off-street loading and unloading space to accommodate pick-up and/or delivery of goods by truck, removal of waste materials, delivery of fuel, and other servicing functions required for buildings and structures shall be provided for all uses excepting single or multiple-family residence of less than five dwelling units or mixed-use structures. A service area shall provide space for parking at least one medium-sized truck (i.e. a parking space of not less than twelve feet by thirty feet) plus space necessary for maneuvering. The service area shall not encroach upon any space provided for off-street automobile parking, but maneuvering space may be shared. MDHA shall determine if the service area is adequate for the off-street loading and unloading requirements of the particular use building proposed. Wherever feasible and practicable, a service area may serve a group of buildings on the same lot or adjacent lots. Loading areas, if located between the buildings and the street or if abutting residential or mixed use properties, shall be screened to minimize views of the loading area. These requirements are in addition to and do not supersede zoning or other regulations pertaining to loading areas.

10. Historical Compatibility

Additional guidelines for new developments or additions to the front areas of buildings shall apply to all properties either listed on the National Register of Historic Places or deemed eligible for listing on the National Register by the Metropolitan Historical Commission (MHC). These guidelines shall also apply in portions of the Plan area where the MHC determines that adjacent building activities or redevelopment projects may adversely affect eligible properties. Any new structures should not imitate past architectural styles, but their design must be compatible with historic buildings in materials, size, scale, proportion, height, orientation, color

and texture. Contemporary design must be compatible with the character and setting of the historic buildings or district. Front and side yard setbacks of buildings shall be prescribed by applicable Zoning Regulations unless a property proposed for expansion or new construction is located on a block face containing two or more properties with buildings deemed as historically significant by the Metro Historical Commission. In such case, the minimum setback for any street shall be the greater of either the average setback of the historic buildings on the block face or any other minimum setback provided for in the Metro Zoning Regulations. The placement of each new building or building addition should also respect established side yard setbacks on blocks with historic properties. As part of its site plan review, MDHA may require side yard setbacks in excess of those elsewhere prescribed and may designate the orientation of buildings on lots if it finds such requirements necessary to maintain the visual rhythm of the streetscape adjacent to historic properties.

11. Demolition

No building or other structure constructed prior to January 1, 1950 shall be demolished without the approval of MDHA. The MDHA shall have thirty (30) days from the date it receives the request for demolition to act upon the application. Upon failure of the MDHA to take action on the permit within thirty (30) days after receiving the request for the demolition approval, the request shall automatically be deemed approved by the MDHA. Each application for demolition shall be considered, taking into account economic hardship and the importance of the structure in meeting the objectives of the Plan. Should the application for demolition not be approved by the MDHA and the owner is unwilling or unable to undertake repairs or improvements to the property recommended by the MDHA to stabilize the property or bring it into conformance with the Plan, such failure on the part of the owner shall be deemed sufficient cause for the MDHA to add the property, if necessary, to R.P. Map no. 3, "Land

acquisition Map,” as property to be acquired, following a reasonable notice as outlined in Section D.4. of the Plan.

12. Process For Appeal from Action Taken by MDHA Design Review Committee

In order to ensure due process for an applicant whose plans for development, redevelopment, or signage, are disapproved by the MDHA Design Review Committee, the Executive Director of MDHA shall appoint an Administrative Appeals Board, consisting of three members of MDHA management. This Board will hear appeals associated with any/all action taken by MDHA's Design Review Committee in the enforcement of provisions of this Redevelopment Plan. Permittee may appeal a decision of the Design Review committee to the Administrative Appeals Board within three (3) days after notification of Design Review Committee action. If Permittee requests a hearing, MDHA shall convene a meeting of the Administrative Appeals Board which shall hear evidence and make a determination (by majority vote of those voting) as to whether the appropriate decision had been reached by the Design Review Committee.

In the case of violations of the Redevelopment Plan restrictions, MDHA shall notify the Permittee and or the owner of record of the alleged violation ("Violation Notice"). If the Permittee/Owner disputes the alleged violation, such party may within three (3) days after receipt of the Violation Notice, request a hearing by the Administrative Appeals Board. MDHA shall convene a meeting of the Administrative Appeals Board, which shall hear evidence and make a determination (by majority vote of those voting) as to whether Redevelopment Plan restrictions have been violated by Permittee/Owner. If the violation has not been remedied within three (3) days after the later of (i) Permittee/Owner's receipt of the Violation Notice, or, (ii) the date of the Administrative Appeals Board issues its written determination that a violation has occurred (the "Appeals Board Determination"), MDHA may send the Violation Notice or the Appeals Board Determination (as the case may be) to the Zoning

Administrator who shall be authorized to revoke the Permit. In addition, MDHA and/or the Zoning Administrator and/or the Metropolitan Legal Department shall be entitled to immediate injunctive and other equitable or legal relief to enforce restrictions of the Redevelopment Plan, including pursuing all remedies available at law or in equity, including without limitation those that are provided by the Metropolitan Code of Laws.

c. Duration of Land Use Controls

The provisions of the Plan, specifying the land uses for the Project Area and the requirements and restrictions with respect thereto, shall commence upon approval of the Plan by the governing body of the Metropolitan Government of Nashville and Davidson County and shall continue in effect until December 31, 2045.

D. LAND ACQUISITION

1. PROPERTY DESIGNATED FOR ACQUISITION

Property designated for acquisition is identified on the "Land Acquisition Map," R. P. Map No. 3. Acquisition is necessary to provide for the redevelopment of vacant and underutilized land, to eliminate structures which, because of poor initial construction, inadequate maintenance, obsolescence or other conditions, are not suitable for rehabilitation; to eliminate non-conforming land uses which are detrimental to the area or the redevelopment of Phillips-Jackson Street Area; to provide for the replatting of land and the development or adjustment of streets, alleys and pedestrian ways; and to assemble suitable disposition tracts for new commercial, residential, and institutional development. It is not proposed to acquire all acquisition parcels at the time of approval of this Plan, but as funds are available and the private market would support redevelopment.

2. PROPERTY DESIGNATED FOR CONSERVATION

Property targeted for conservation and rehabilitation is designated on the “Land Acquisition Map,” R.P. Map No. 3. Properties designated for conservation may be acquired by MDHA if a property owner fails to comply with a voluntary program of rehabilitation to eliminate building deficiencies and fails to comply or reach written agreement with MDHA to abide by the design guidelines of Section C.2.b. of this Plan where the owner of the property shall have been notified and accorded a reasonable time, in no case less than ninety (90) days from the date of notice, to bring the structure into compliance with applicable building and housing codes or reach such an agreement; a property is found to be infeasible for rehabilitation because of the excessive relative cost of repairs, impracticality of necessary alterations, hardship on the owner, recalcitrance of the owner, or extremely deleterious conditions which would remain even if the structures could be rehabilitated; if any other conditions listed in Section D.4. of this Plan pertain to the subject property; or a property is determined to be necessary for a street right-of-way or utility easement as subsequently determined by final design and construction plans for project improvements. No existing owner occupied one or two family dwellings in the area designated on R.P. Map No. 3 for “Conservation” may be acquired by MDHA under any provision of this Plan without the consent of the owner.

3. CONDITIONS BY WHICH LAND MAY BE EXEMPTED FROM ACQUISITION

Certain properties or portions thereof designated for acquisition may be exempted from acquisition as provided herein. Exemption may be made if it will not require a change in the Land Use Plan or plans for street or utility improvements; the exemption and/or permitted continuation of a non-conforming or a detrimental use by MDHA will not adversely affect the use and/or disposition of adjoining parcels acquired or to be acquired or the redevelopment project as a whole; and the owner of any such parcel agrees to eliminate any non-conforming use on the parcel as may be requested by MDHA, to rehabilitate all structures on the parcel, use the land and structure in accordance with the provisions of this Plan for its duration, acquire such land as deemed necessary by MDHA to conform to current local zoning and codes requirements, and/or sell any portions of the tract as deemed necessary by MDHA for street right-of-way or other purposes. Any such exemption shall be made conditional until the owner has complied with all of the

requirements of a contractual agreement to be executed by and between the owner and the MDHA.

4. **CONDITIONS BY WHICH LAND NOT DESIGNATED FOR ACQUISITION MAY BE ACQUIRED**

In order to achieve the objectives of the Plan, it may be necessary and MDHA is authorized to acquire certain properties in the Project Area in addition to those designated on R.P. Map No. 3, "Land Acquisition Map." Additional parcels may be acquired at the request of the owner; to provide for necessary adjustments in utility easements or street, alley or pedestrian rights-of-way; to provide land for public use in connection with State or local projects; to provide for the redevelopment of abandoned railroad rights-of-way; to eliminate dilapidated or deteriorated structures which may be found to exist following subsequent surveys of interior conditions where the owner of the property shall have been notified and accorded a reasonable time, in no case less than ninety (90) days from the date of notice, to bring the structure into compliance with applicable building and housing codes; to provide clear and marketable title for vacant or abandoned properties; to eliminate any non-conforming uses in conflict with the "land Use Plan," R.P. Map No. 2, or local zoning; to provide for the proper development of vacant and poorly maintained lots; or to eliminate buildings which may encroach upon existing or planned rights-of-way whether they be totally or only partially located within the Project Area.

E. REDEVELOPMENT OBLIGATION AND LAND USE CONTROLS

The MDHA, in disposing of the land in the Project Area to be redeveloped, will, in its contract and deed or other instruments of conveyance, include such terms and conditions as in the judgment of the MDHA will be necessary or advisable to insure redevelopment of the Project Area and its use thereafter, in accordance with this Plan, and to prevent recurrence of the condition of blight or inappropriate land uses in this area. Such provisions will be contained in such contracts, deeds or other instruments of conveyance irrespective of whether they duplicate, in whole or in part, requirements of existing or proposed zoning ordinances or other local laws, ordinances or regulations with respect to the Project Area, so that such obligations may operate independently of such zoning or other laws, ordinances or regulations. In all instances, the improvements in the Project Area will be made in accordance with the applicable Metropolitan

Comprehensive Zoning Ordinance provisions and regulations; building, electrical, plumbing and other local codes and ordinances; the requirements of this Redevelopment Plan; and such other requirements as may be set forth in the contracts between MDHA and the redevelopers. Any contract or agreement for disposal of project land by sale, lease or retention shall contain, and the deed or deeds to the land shall contain a covenant that the redeveloper and its successors and assigns shall not discriminate upon the basis of race, color, creed, sex, marital status, or national origin in the sale, lease, or rental, or in the use or occupancy of the property or any improvements erected or to be erected thereon. It is intended by this Plan that the MDHA is beneficiary of all such covenants and obligations and that it shall be entitled to represent the interests and to act on behalf of the community in enforcing any covenants and obligations as to the redevelopment and continued uses of the Project Area in accordance with the Plan. Such contracts, deeds, or other instruments of conveyance, in addition to including such other terms and conditions as the MDHA may find desirable in order to implement and effectuate the objectives of this Plan, will obligate the purchasers of land in the Project Area and their successors in interest to:

1. Devote the parcels owned by them to, and only to, uses and controls specified in this Plan;
2. Diligently pursue the construction of the improvements as provided in the disposition contract, and to begin and complete such improvements within a reasonable time as provided by the contract;
3. Make no changes, additions or alterations in such improvements after completion of their construction that are not approved by MDHA as being in conformity with this Plan, or as it may be changed or amended; and
4. Not reassign contract rights, resell or otherwise transfer the land or any part thereof or interest therein purchased by them prior to the completion of the improvements thereon without the approval of MDHA and except in cases satisfactory with MDHA, and not to speculate in or with respect to such land.

F. RELOCATION ASSISTANCE

The MDHA has established plans and procedures and shall provide assistance to individuals and businesses permanently or temporarily displaced by its actions in acquiring land for implementation of this Plan. Assistance will be offered in accordance with the Uniform Relocation and Real Property Acquisition Policies Act of 1970, as amended, or other applicable federal, State or local laws and regulations that may be in effect at the time even though no State or federal funds may be involved with a particular project. The relocation provisions of this Plan shall not apply to relocation necessitated by the acquisition of property by the State of Tennessee, the Metropolitan Government of Nashville and Davidson County, or any other governmental body unless such jurisdiction has entered into an agreement with MDHA to reimburse its costs for providing relocation services in connection thereto. It is the intent of this Plan to minimize the need for displacement or relocation of businesses or residents. When relocation is necessitated in connection with the implementation of the Plan, the health and continued viability of the business should be considered in providing reasonable time and assistance in finding and moving the establishment to a suitable relocation site.

G. TAX INCREMENT

With the State of Tennessee determining that a large portion of property designated as Public use being made available for development in 2013, the projected net increase in the value of property developed in conjunction with this Plan on land leased or sold by MDHA is \$450 million. A total annual increase in property taxes so generated is unlikely to occur within the Project Area without the redevelopment activities of MDHA. Therefore, the Metropolitan Government as the taxing agency within the Project Area has not been and will not be negatively impacted by this increase in tax increment funding authority. Total project costs are estimated at \$50 million for uses permitted pursuant to Tennessee Code Annotated § 13-20-201 through 13-20-209 which are to be financed from the tax increment. The total amount of bonded or other indebtedness to be incurred may not exceed \$50 million with a final maturity on or before December 31, 2045, provided that the principal amount of any debt refunded or refinanced shall not be counted in computing such total. Upon retirement of all bonds, loans, or other indebtedness incurred and payable from tax increment funds or at such time as moneys on deposit in the tax increment fund or funds are sufficient for such purpose, all property taxes resulting from the incremental development of the Project shall be retained by the Metropolitan

Government. Activities or improvements eligible for tax increment financing shall include planning, engineering and legal expenses; administrative costs; land acquisition; relocation; site clearance; and streets, pedestrian ways, utilities, public open spaces, parking garages, and other uses as allowed under State law, or other structures or public improvements necessary for carrying out the Phillips-Jackson Street Redevelopment Plan.

H. PROCEDURE FOR CHANGES IN THE APPROVED PLAN

Prior to the sale of any project land or the execution of a contract for such a sale, this Plan may be modified, changed or amended by MDHA, with the subsequent approval of the Metropolitan Council. After part or all of the project land has been disposed of by MDHA, the Plan, including the provisions specifying the land uses for the Project Area and the requirements and restrictions with respect thereto, may be modified, changed or amended by MDHA with the subsequent approval by the Metropolitan Council; provided, however that in no event will the provisions of this Plan be modified in any manner which will adversely affect any as yet not fully developed land in the Project Area that has been sold or leased by MDHA, or as to which a sales contract has been entered into by MDHA, except with the written consent of the then owners of such land or of the parties to such contract, or their successors in interest.

I. SEVERABILITY

The invalidation of any one or more of the foregoing provisions of this Redevelopment Plan or Ordinance as approved by the Metropolitan Council of the Metropolitan Government of Nashville and Davidson County or any part thereof by judgment of any Court of competent jurisdiction shall not in any way affect the validity of any other of such provisions of the Plan but the same shall remain in full force and effect.

J. 2019 PLAN AMENDMENTS

1. Portion of tax increment used: Notwithstanding anything to the contrary in the Plan, for all bonded or other indebtedness approved by MDHA under the Plan after the effective date of BL2019-1645 that is to be paid using tax increment funds, the portion of tax increment funds that may be used to pay the indebtedness shall not be greater than seventy-five percent (75%); provided however: (a) that MDHA shall be entitled to increase or decrease this percentage

pursuant to criteria set forth in a written policy adopted by the Board of Commissioners of MDHA; and (b) nothing herein shall be interpreted as overriding or nullifying the requirements of Chapter 5.06 of the Metropolitan Code of Laws entitled "Tax Increment Financing."

2. Periodic assessment of activities and improvements eligible for tax increment financing:

- i. Notwithstanding anything to the contrary in the Plan, there shall be a mandatory periodic assessment of the activities and improvements eligible for tax increment financing under the Plan. An assessment may be requested by MDHA or the Metropolitan Council. The first such assessment shall be completed no later than June 30, 2022. After the first assessment, subsequent assessments may be requested no earlier than seven (7) years after the previous assessment, provided however that each subsequent assessment must be completed within ten (10) years after the previous assessment.
- ii. Each assessment shall include a review of the impact and goals of the Plan. For an assessment to be considered complete, MDHA and the Metropolitan Council must agree on the activities and improvements that are eligible for tax increment financing under the Plan. The Council's agreement shall be indicated by the passage of a resolution approved by a majority of the members to which the Council is entitled.
- iii. It shall be a New Loan Termination Event if any of the following occur: (a) the first assessment is not complete by June 30, 2022; or (b) any subsequent assessment is not complete within ten (10) years after the previous assessment. If a New Loan Termination Event occurs, MDHA shall not approve any additional bonded or other indebtedness to be paid by tax increment funds under the Plan. The occurrence of a New Loan Termination Event does not terminate the Plan or have any impact on any tax increment financing approved prior to the New Loan Termination Event.

3. Metropolitan Council or MDHA may initiate a Plan amendment: Subject to all other conditions and requirements set forth in Section H of the Plan, either the Metropolitan Council or MDHA may initiate a modification, change, or amendment to the Plan subject to the subsequent approval of the other. If the Metropolitan Council initiates a modification, change,

or amendment, the approval of MDHA must be obtained before the third reading of the ordinance adopting such modification, change, or amendment.

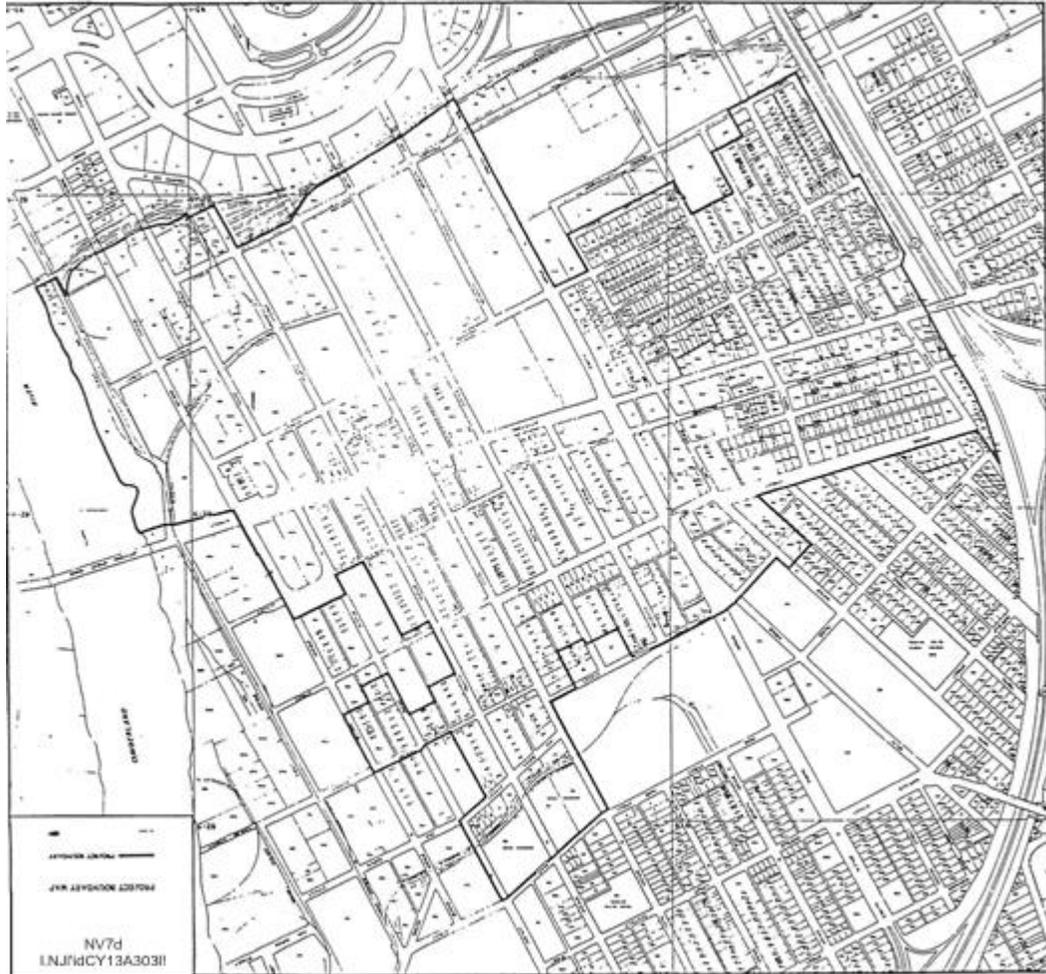
SUPPLEMENTAL REQUIREMENTS

VIOLATIONS

The restrictive covenants herein set forth shall run with the land and bind the present owner, its successors and assigns, and all parties claiming by, through, or under it shall be taken to hold, agree, and covenant with the owner of said buildings sites its successors and assigns, and with each of them it conform to and observe said restrictions as to the use of said building sites, and the construction of improvements thereon, but no restrictions herein set forth shall be personally binding on any corporation, person or persons, except in respect to breaches committed during its, his or their seisin of, or title to said land, and Grantor or the owner or owners of any of the above land shall have the right to sue for and obtain an injunction prohibitive or mandatory, to prevent the breach of or to enforce the observance of the restrictions herein set forth, in addition to ordinary legal action for damages, and the failure of Grantor or the owner of any other parcel or parcels of land or building sites hereby restricted to enforce any of the restrictions herein set forth at the time of its violation, shall in no event be deemed to be a waiver of the right to do so as to any subsequent violation. The violation of these restrictions shall not defeat nor render invalid the lien of any mortgage or deed of trust made in good faith and for value.

PHILLIPS-JACKSON REDEVELOPMENT PLAN

Map 1
Project Boundary



PHILLIPS-JACKSON REDEVELOPMENT PLAN
Found in BL2001-861

Map 2
Land Use Plan

EXHIBIT "A"

PHILLIPS-JACKSON STREET REDEVELOPMENT PLAN

PROJECT BOUNDARY DESCRIPTION

Legal Description

Being a tract of land in Metropolitan Nashville and Davidson County, Tennessee as shown on Project Boundary Map No. I and generally described as follows:

Beginning at the point of intersection of the southeasterly line of Jackson Street and the southwesterly line of Eighth Avenue, North; thence, with the southeasterly line of Jackson Street southwestwardly approximately 216 feet to the point of intersection with the northeasterly line of Ninth Avenue, North; thence, with the northeasterly line of Ninth Avenue, North southeastwardly approximately 225 feet to a point, said point being an extension of the southeasterly line of Ireland Street; thence, crossing Ninth Avenue, North southwestwardly along the southeasterly line of Ireland Street approximately 765 feet to a point at the southwesterly side of Tenth Avenue, North, said point being an extension of the southeasterly side of Ireland Street, thence, following the southwesterly side of Tenth Avenue, North in a northwestwardly direction to the point of intersection with the southeasterly line of Alley No. 566; thence, turning in a southwestwardly direction and following the southeasterly line of Alley No. 566 to the point of intersection with the northeasterly side of Warren Street; thence, following the northeasterly line of Warren Street in a southeastwardly direction to a point, said point being an extension of Alley No. 567; thence, turning in a southwestwardly direction and following said extension of Alley No. 567 across Warren Street to a point, said point being the intersection of the southwesterly line of Warren Street and the southeasterly line of Alley No. 567; thence, following the southeasterly line of Alley No. 567 in a southwestwardly direction to a point, said point being the intersection with the property line of Parcel No. 92-4-283 and Parcel No. 92-4-2051 thence, turning in a southeastwardly direction and following the property line of Parcel No. 92-4-283 and Parcel No. 92-4-285 to a point, said point being the extension of the property line of Parcel No. 92-4-263 and Parcel No. 92-4-285 to the southeasterly side of Herman Street; thence, following the southeasterly aide of Herman Street in a southwestwardly direction to a point, said point being an extension of the southwesterly line of Morrison Street; thence, crossing Herman Street northwestwardly to the southwesterly line of Morrison Street; thence, with the southwesterly line of Morrison Street and the right-of-way line of Interstate 40 northwestwardly approximately 1,380 feet to the point of intersection with the northwesterly line of Meharry Boulevard; thence, with the northeasterly right-ofway line of Interstate 40 northwestwardly approximately 1,370 feet to the point of intersection with the southwesterly line of Eleventh Avenue, North; thence, with the southwesterly line of Eleventh Avenue, North southeastwardly approximately 200 feet to a point, said point being an extension of the northwesterly line of Monroe Street; thence, crossing Eleventh Avenue, North northeastwardly to the northwesterly line of Monroe Street; thence, with the northwesterly line of Monroe Street northeastwardly approximately 1,450 feet to the intersection with the southwesterly line of Alley No. 503; thence, with the southwesterly line of Alley No. 503 northwestwardly approximately 450 feet to a point,

said point being an extension of property line of Parcel No. 81-12-404 and Parcel No. 81-12-405 thence, crossing said Alley No. 503 and along property line of Parcel No. 81-12-404 and Parcel No. 81-12-405 and its extension northeastwardly approximately 230 feet to a point in the northeasterly line of Ninth Avenue, North; thence, with the northeasterly line of Ninth Avenue, North southeastwardly approximately 100 feet to the intersection with the northwesterly line of Taylor Street; thence, with the northwesterly line of Taylor Street northeastwardly approximately 455 feet to the point of intersection with the southwesterly line of Eighth Avenue, North; thence, with the southwesterly line of Eighth Avenue, North northwesterly approximately 482 feet to the point of intersection with the southeasterly line of Cheatham Place; thence, with the southeasterly line of Cheatham Place, southwesterly approximately 175 feet to a point, said point being an extension of Alley No. 516 to its intersection with the southeasterly line of Cheatham Place; thence, following the southwesterly line of Alley No. 516 in a northwesterly direction for approximately 299 feet to a point, said point being the northwesterly property line of Parcel 81-12-320; thence, following said property line in a northeastwardly direction to its point of intersection with Eighth Avenue, North and extending in a northeasterly line across Eighth Avenue, North to the northeasterly side of Eighth Avenue, North; thence, extending in a northwesterly direction across Hume Street and along the southwesterly property line of Parcel No. 81-12-329 to a point, said point being the southeasterly property line of Parcel No. 81-12-328; thence, following said property line in a northeasterly direction approximately 166 feet to a point, said point being the northeasterly property line of Parcel No. 81-12-328; thence, turning and following said property line in a northwesterly direction to its intersection the southeasterly line of Alley No.515; thence, with the northwesterly line of Parcel No. 81-12-329 extending northeasterly approximately 161 feet to the point of intersection with the southeasterly line of Seventh Avenue, North; thence, following said line and its extension in a southeasterly direction approximately 246 feet across Hume Street to a point of intersection with the northwesterly property line of Parcel No. 81-12-415; thence, following the property line of said parcel and Parcel No. 81-12-462 approximately 858 feet to a point of intersection with the southwesterly line of Fifth Avenue, North; thence with the southeasterly line of Hume Street northeastwardly approximately 925 feet to the point of intersection with the northeasterly line of Third Avenue, North; thence, with the northeasterly line of Third Avenue, North southeastwardly approximately 600 feet to the point of intersection with the southeasterly line of Van Buren Street; thence, with the southeasterly line of Van Buren street southwestwardly approximately 235 feet to the point of intersection with the northeasterly line of Alley No. 201; thence, with the northeasterly line of Alley No. 201, southeastwardly approximately 470 feet to the point of intersection with the northwesterly line of Taylor Street; thence, with the northwesterly line of Taylor Street northeastwardly approximately 560 feet to the point of intersection with the northeasterly line of Second Avenue, North; thence, with the northeasterly line of Second Avenue, North southeastwardly approximately 430 feet to a point, said point being the extension of the property line of Parcel No. 82-9-224, if extended; thence, crossing Second Avenue, North southwestwardly and along the southeasterly property line of Parcel No. 82-9-224 to the point of intersection with the northeasterly line of Alley No. 505 approximately 180 feet; thence, with the northeasterly line of Alley No. 505 southeastwardly approximately 110 feet to a point, said point being the extension of the property line of parcel No. 82-9-216, if extended; thence, crossing

Alley No. 505 southwestwardly and along the southeasterly property line of parcel No. 02-9-216 and its extension to a point in the southwesterly line of Third Avenue, North approximately 205 feet; thence, with the southwesterly line of Third Avenue, North northwestwardly approximately 290 feet to the point of intersection with the southeasterly property line of Parcel No. 82-9-201; thence, with the southeasterly property line of Parcel No. 82-9-201 southwestwardly approximately 178 feet to the point of intersection with the northeasterly line of Alley No. 201; thence, with the northeasterly line of Alley No. 201 southeastwardly approximately 100 feet to a point, said point being the extension of the property line of Parcel No. 82-9-190, if extended; thence, crossing Alley No. 201 southwestwardly and along the southeasterly property line of parcel 82-9-190 approximately 195 feet to the point of intersection with the northeasterly line of Fourth Avenue, North thence, with the northeasterly of Fourth Avenue, North southeastwardly approximately 365 feet to the point of intersection with the northwesterly property line of Parcel 82-9-322; thence, with the northwesterly property line of Parcel No. 82-9-322 and its extension, if extended, northeastwardly approximately 195 feet to the point of intersection with the northeasterly line of Alley No. 201; thence, with the northeasterly line of Alley No. 201 southeastwardly approximately 520 feet to the point of intersection with the northwesterly line of Madison Street; thence, with the northwesterly line of Madison Street northeastwardly approximately 180 feet to the point of intersection with the southwesterly line of Third Avenue, North; thence, with the southwesterly line of Third Avenue, North northwestwardly approximately 140 feet to a point which is an extension of the southeasterly line of property line of Parcel No. 82-9-357 and Parcel No. 82-9-361; thence, crossing Third Avenue, North northeastwardly approximately 380 feet along the southeasterly property line of Parcel No. 82-9-357 and Parcel No. 82-9-361 and its extension to the point of intersection with the northeasterly line of Second Avenue, North; thence, with the northeasterly line of Second Avenue, North southeastwardly approximately 810 feet to the point of intersection with the southeasterly line of Jefferson Street, thence, with the southeasterly line of Jefferson Street northeastwardly approximately 410 feet to the point of intersection with the northeasterly line of First Avenue, North; thence, with the northwesterly property line of Parcel No. 02-14-25 and its extension northeastwardly approximately 180 feet to the southwesterly bank of the Cumberland River; thence, with the southwesterly bank of the Cumberland River southeastwardly approximately 1,700 feet to the southeasterly property line of Parcel No. 82-14-31; thence, with the southeasterly property line of Parcel No. 82-14-31 and its extension southwestwardly approximately 150 feet to the point of intersection with the southwesterly line of First Avenue, North, thence, with the southwesterly line of First Avenue, North northwestwardly approximately 110 feet to the point of intersection with the southeasterly line of Alley No. 28 and the L&N Railroad right-of-way; thence, southwestwardly with the northwesterly line of the L&N Railroad right-of-way and the southeasterly property line of Parcel No. 82-14-76, 82-14-74, 82-14-77, 82-14-80, 82-14-91 and 82-13-344 approximately 1,200 feet to the pint of Intersection with the southwesterly line of Fourth Avenue, North; thence, with the southwesterly line of Fourth Avenue, North northwestwardly approximately 290 feet to the point of intersection with the southeasterly line of Harrison Street; thence, southwestwardly with the southeasterly line of garrison street and the northwesterly line of the L&N Railroad right-of-way approximately 430 feet to the point of intersection with the southwesterly line of Fifth Avenue,

North; thence, southwestwardly with the Northwesterly line of the L&N Railroad right-of-way and the southeasterly property line of Parcels No(s). 82-13-250, 93-1-21, and 93-1-26 approximately 1,260 feet to the point of intersection with the southwesterly line of Eight Avenue, North; thence, with the southwesterly line of Eighth Avenue, North northwestwardly approximately 1,340 feet to the point of intersection with the southeasterly line of Jackson Street, the point of BEGINNING.

June 8, 1999