



METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY

DAVID BRILEY
MAYOR

OFFICE OF THE MAYOR
METROPOLITAN COURTHOUSE
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November 2, 2018

Holly Sullivan
Amazon.com, Inc.
Office of Economic Development
c/o Site Manager Golden
2121 7th Avenue
Seattle, WA 98121

Dear Ms. Sullivan:

On behalf of the Metropolitan Government of Nashville and Davidson County (the "Metro Government"), we appreciate the consideration of our city for Project Gardendale ("Gardendale" or the "Project"). We are excited about this project and believe that Nashville is the perfect location for it.

I have appreciated the opportunity to work with you and the members of your team and share the benefits that Nashville has to offer. We are enthusiastic about the Project and believe that the city as a whole will be as well. We are excited to grow together.

As we hope you have seen, Nashville is a low-tax city that has a low cost and high quality of living. The cost of living in Nashville is below the national average, the state of Tennessee does not have an income tax and Nashville has the lowest property tax rate in the history of Metro Government. State of Tennessee has the lowest debt per capita of any state in the country and the pension funds of the city and the state are fully funded. The strength of our economy and the prudent financial stewardship of the government here should give you confidence that Nashville is a sound place for you to invest.

Nashville has a talented and diverse workforce that is fueled by the 18 colleges and universities in the region with more than 123,000 students. The growth of the workforce here is also supported by significant in-migration that is driven by Nashville's quality of life and many attractive cultural amenities.

As a result of these factors and the region's other attractive attributes, the business environment in Nashville is thriving. According to the U.S. Bureau of Labor Statistics, Nashville was the #1 market (over 1 million people) in the United States for percentage job growth in 2012, #2 on that list in 2013, #8 in 2014 and 2015, #4 in 2016, and #2 in

2017. Companies that have relocated or expanded operations in Nashville recently include AllianceBernstein, Lyft, Philips Healthcare, UBS, Warner Music, Bridgestone, eventbrite, HCA and Warby Parker. These expansions and relocations have been efficient, smooth and overwhelmingly positive.

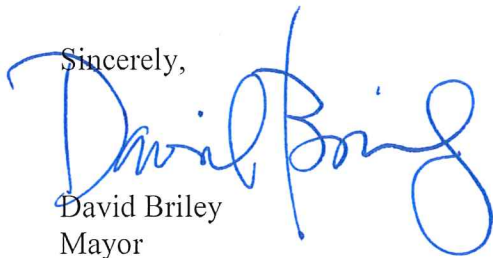
I also am writing to confirm the terms of the incentive proposal that we discussed with you. Metro Government is prepared to offer a "Job Grant" of \$500 per year for each incremental position located in Davidson County and associated with the Project. This job grant would last for seven years and effectively would pay for the "same position" each year for the term of the grant. The seven years would run consecutively and would begin when you choose. If the Project had 3,000 employees in the first measurement year, added 500 additional employees each year until reaching 5,000 in year five, and stayed at that level for the next two years, then the total value of the grant would be \$15,000,000. The annual payment will depend on the actual number of employees added.

The Job Grant will need to be approved by the Metropolitan Council (the "Council"), the legislative body in the county, and the Industrial Development Board (the "IDB"), in Nashville. This process would take approximately two months from announcement to be completed. As my team has discussed with you, the legal agreement for the Jobs Grant will include important provisions such as the definition of an employee, the payment terms and the various metrics of the project proposal that will need to be reported. It will be imperative that we all clearly communicate the benefits of Project Gardendale to the Council and the IDB. Based on our past experience, we believe that this proposal will win strong support from these bodies.

It goes without saying that this investment will have a significant impact on the community in which it locates. Buildings, roads, parks and greenways will be built. Jobs will be created. But, most importantly, the lives of human beings will be transformed. We believe that Nashville is well-positioned to work with Amazon to make that transformation a universally positive one. Nashville is built on a solid foundation with a hospitable, entrepreneurial and optimistic culture. We want to grow with you into the future.

Let me once again express our appreciation to be in consideration for Project Gardendale. Please contact me if you have any questions at (615) 862-6008 or David.Briley@Nashville.gov.

Sincerely,



David Briley
Mayor