

February 15, 2013

Mayor Paul Webb 1201 Twin Springs Drive Brentwood, Tennessee 37027

Commissioner Jill Burgin 1509 Puryear Place Brentwood, Tennessee 37027

Commissioner Anne Dunn 1613 Covington Drive Brentwood, Tennessee 37027

Commissioner Regina Smithson 6011 Wellesley Way Brentwood, Tennessee 37027 Vice-Mayor Rod Freeman 6308 Murray Lane Brentwood, Tennessee 37027

Commissioner Betsy Crossley 276 Stratton Court Brentwood, Tennessee 37027

Commissioner Rhea E. Little, III 9703 Onyx Lane Brentwood, Tennessee 37027

## Dear Commissioners:

As you are aware, H.G. Hill Realty Company ("H. G. Hill") and GBT Realty Corporation ("GBT") have been working diligently for the last 20 months or so with you, and your dedicated City staff, on a proposal to rezone the former Murray Ohio headquarters site and the Tennessee Baptist Convention property, to accommodate a proposed "Town Center" style development, the working name of which is, The Streets of Brentwood ("THE STREETS"). We have approached this site, and our proposed project, like it was a once in a lifetime opportunity, as this type of site, given its size and prime location, does not now, nor will it ever again, exist anywhere in the City of Brentwood.

In advance of your final vote on THE STREETS, scheduled to occur on February 25th, and more importantly, based on your recent apprehension about moving forward with the project as originally proposed, we have been meeting with you to discuss:

- Our current plan,
- Our concerns with the apparent change in the City's long term vision for a "Town Center" at this location,
- The lack of any significant opposition to the town center concept at this location in the years leading up to our investment,

- Recent concerns about the project from a small, but admittedly loud, segment of the community and our neighbors in Meadowlake,
- The underlying motives and the sources of a massive amount of intentional misinformation circulating about the project, and its perceived "impacts," and, most importantly,
- The economic realities of your requested changes to the development program.

After these meetings, we revised our plans and undertook a detailed analysis of the same as we promised each of you we would. Based on our analysis of the requested revised proposal, we have determined that the current situation is simply too volatile, and the financial risk of the requested revisions simply too great, to continue to proceed with THE STREETS project.

Since our meetings, we have invested significant time, energy and expense to totally revise our plans in a serious and good faith effort to make the changes you requested. Frankly, while we have serious reservations as to whether the requested revised plan would provide the City with a true "Town Center," which is, and has been, an important, integral, and indispensable component of the City's publicly vetted and the Commission approved plan for future growth and stability for well over a decade, we respected your role as the current "voice" of that "plan" and went forward with the significant redesign and analysis as you requested. As stated above, your requested revised plan is simply not something we can pursue and remain true to our fiduciary duties to our owners and investors.

Our companies have invested thousands of hours and millions of dollars based on the City's stated desire for a "Town Center." We believe now, as we did when we started this process, that THE STREETS was proposed at the right place, at the right time, that it contained the right mix of uses, and that it is 100% consistent with the City's oft stated vision for THIS site as expressed over many many years of work, planning and analysis. Our proposed project looked with an unflinching focus to Brentwood's bright future, and the families who will live, work, play and worship here, while also being totally respectful of its past, and taking great care to not only fully and completely protect, but also enhance, the quality of life for those families who already live here. We believe our original plan totally achieved these twin, equally important, goals.

We did not come to our decision lightly or without serious reflection. On a personal level, the decision, while clearly and sadly the right one, is very disappointing to George and me. H. G. Hill has been a part of the Brentwood community for over 30 years. We will remain a part of your business community, and a significant landowner in the City, even after this decision. George was born and raised in Brentwood. Of course his company, GBT, is, and will remain, headquartered in Brentwood. Many of our company's employees will continue to call Brentwood home. In a very real and tangible way, THE STREETS was conceived, planned, and designed, and had it been permitted to go forward as proposed, would have been built, managed and run like it was in our own backyards, because frankly, it is.

We understand that our decision will be met with disappointment by some of you and by the thousands of our supporters, and your constituents, who have come forward to support this project and the City's long suffering, and now perhaps extinct, "Town Center" vision. Our decision will also, of course, almost certainly generate questions and heighten concerns about our plans for the current H.G. Hill Center, the former Murray Ohio headquarters site, and the Tennessee Baptist Convention property.

As for our current center, we will continue to run and maintain it as an important retail center for the City, and an important part of the H. G. Hill family of retail centers in this area. We are blessed with wonderful tenants at this center and will continue to support them in any way we possibly can. As for the former Murray Ohio headquarters site, it is currently zoned C-1. Our future plans for the same will be consistent with that current base zone classification. As you are aware, we have an option on the Tennessee Baptist Convention property. Its cost, size and shape make it an integral part of a "Town Center" concept, but less necessary, or certainly valuable, to either of us as merely another older office location in what will be a literal sea of new Class A office space. Its future is, at the very least at this time, uncertain.

Both our organizations want to sincerely thank you for your time and efforts. We are sorry we could not find common ground on a proposal that would also pass financial muster.

Sincerely

James W. Granbery

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H.G. Hill Realty Company, LLC

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cc: Mr. George Tomlin

Mr. Kirk Bednar