

IN THE CHANCERY COURT FOR THE TWENTIETH JUDICIAL DISTRICT
DAVIDSON COUNTY, TENNESSEE

THE METROPOLITAN
GOVERNMENT OF NASHVILLE
AND DAVIDSON COUNTY,
TENNESSEE,

Plaintiff,

v.

BILL LEE, in his official capacity as
Governor for the State of Tennessee,
RANDY MCNALLY, in his official
capacity as Speaker of the Senate of
the State of Tennessee, and
CAMERON SEXTON, in his official
capacity as the Speaker of the House
of Representatives of the State of
Tennessee,

Defendants.

Case No. _____

COMPLAINT

Plaintiff Metropolitan Government of Nashville and Davidson County (“Metro Nashville”) seeks a declaratory judgment and injunctive relief from implementation of 2023 Public Acts chap. 488 (hereinafter, the “Nashville Airport Authority Transfer Act” or the “Act”), which Defendant Governor Bill Lee signed into law on May 19, 2023. The Act fundamentally changes the structure and control of the Metropolitan Nashville Airport Authority (the “Nashville Airport Authority”) by vacating the Nashville Airport Authority’s current board of commissioners, removing the power of Metro Nashville’s Mayor and Council to appoint and confirm those commissioners, and giving the appointment power (and thus control) to State officials. This action violates the Tennessee Constitution’s home rule and equal protection clauses. For these reasons, the Court should declare the Act unconstitutional and enjoin its enforcement.

In support of its requests for a declaratory judgment and temporary and permanent injunctive relief, Metro Nashville respectfully alleges as follows:

JURISDICTION AND VENUE

1. This Court has subject matter jurisdiction over this action pursuant to Tenn. Code. Ann. § 16-11-102.

2. This Court has the power to enter a declaratory judgment and issue injunctive relief pursuant to Tenn. Code Ann. § 1-3-121, § 29-1-101, and §§ 29-14-102 and -103.

3. Venue is proper in this judicial district pursuant to Tenn. Code Ann. §§ 4-4-104 and 20-4-101(a), as this cause of action arose in Davidson County, Tennessee.

PARTIES

4. Plaintiff Metro Nashville is a consolidated city and county government formed by the City of Nashville and Davidson County and incorporated pursuant to Tenn. Code Ann. §§ 7-1-101, *et seq.*

5. Defendant Bill Lee is the Governor of the State of Tennessee. The Tennessee Constitution vests the Governor with “the supreme executive power of this state.” Tenn. Const. art. III, § 1. As the Chief Executive for the State of Tennessee, Governor Lee has a constitutional obligation to “take care that the laws be faithfully executed,” *id.*, including that they be executed consistent with Tennessee constitutional mandates. Governor Lee is sued in his official capacity and may be served through the Tennessee Attorney General and Reporter’s Office.

6. Defendant Randy McNally is the Speaker of the Senate of the General Assembly of Tennessee. Article II, Section 3 of the Tennessee Constitution vests the State’s legislative authority in the General Assembly and creates the offices of Speaker of the Senate and Speaker of the House of Representatives. Article II, Section 11 of the Tennessee Constitution provides that the Senate and House of Representatives shall each “choose a

speaker.” McNally was validly elected to the position of Speaker of the Senate. Speaker McNally is sued in his official capacity and may be served through the Tennessee Attorney General and Reporter’s Office.

7. Defendant Cameron Sexton is the Speaker of the House of Representatives of the General Assembly of Tennessee. Article II, Section 3 of the Tennessee Constitution vests the State’s legislative authority in the General Assembly and creates the offices of Speaker of the Senate and Speaker of the House of Representatives. Article II, Section 11 of the Tennessee Constitution provides that the Senate and House of Representatives shall each “choose a speaker.” Sexton was validly elected to the position of Speaker of the House of Representatives. Speaker Sexton is sued in his official capacity and may be served through the Tennessee Attorney General and Reporter’s Office.

FACTUAL ALLEGATIONS

I. The Authority and Nashville’s Airport.

8. In 1935, the City of Nashville’s Mayor appointed a committee to identify a site for a municipal airport. In 1937, Nashville’s municipal airport opened as Berry Field.

9. In 1969, the 86th General Assembly passed the Metropolitan Airport Authority Act. *See* 1969 Public Acts ch. 174. An accurate and authentic copy of the Act is attached as Exhibit 1. The Metropolitan Airport Authority Act is codified at Tenn. Code Ann. §§ 42-4-101, *et seq.*

10. The Metropolitan Airport Authority Act’s “Declaration of Purpose” states that the Act was intended to give “local governments in metropolitan regions ... the option of placing the control, operation and financing of metropolitan airports in regional and metropolitan instrumentalities.” 1969 Public Acts ch. 174, § 2. The Act did this by giving local government sole discretion to create a metropolitan airport authority and full control over appointments to the authority’s board of commissioners.

11. The Metropolitan Airport Authority Act further recognized the close relationship between metropolitan airport authorities and the local governments that created them by recognizing the authorities as “agencies and instrumentalities of the creating and participating municipalities,” not agencies of the State. Tenn. Code Ann. § 42-4-402(a).

12. The Metropolitan Airport Authority Act limited its grant of authority to a class of local governments consisting of cities and metropolitan governments with a population of at least 100,000. Tenn. Code Ann. § 42-4-103(6) (defining “creating authority”); *id.* § 42-4-104(a) (authorizing cities and metropolitan governments having population not less than 100,000, or any county including such city, to create a metropolitan airport authority).

13. Municipalities of this size were granted this authority because they share the same challenges: “the present and projected rapid growth in air traffic, the need for adequate terminal facilities in the metropolitan regions of the state, the need to eliminate airport hazards without regard to municipal and county boundaries, and the need to raise large amounts of capital without further burdening the taxpayers in such regions.” 1969 Public Acts ch. 174, § 2.

14. A qualifying municipality creates a metropolitan airport authority by taking the following steps: (a) the municipality’s governing body, with approval of the executive officer, adopts a resolution calling a public hearing on the question of creating an authority; (b) the governing body conducts a public hearing; and (c) the governing body determines that public convenience and necessity requires creation of an authority and, with approval of the executive officer, adopts a resolution creating the authority. Tenn. Code Ann. § 42-4-104(b), (c).

15. After creating the authority, the creating municipality must enter into an agreement with the authority for the orderly transfer of the municipality’s airport properties, functions, and outstanding obligations to the authority. *Id.* § 42-4-104(d).

16. The four largest cities in Tennessee—Metro Nashville, Knoxville, Chattanooga, and Memphis—each exercised the option to create airport authorities.

17. In 1970, Metro Nashville formed the Metropolitan Nashville Airport Authority pursuant to the Metropolitan Airport Authority Act to replace the City Aviation Department. Metro. Gov’t of Nashville & Davidson Cty. Res. No. 70-872 (1970).

18. The governing body of the Nashville Airport Authority consists of seven persons appointed by the Mayor and approved by the Council. Tenn. Code Ann. § 42-4-105(a)(1)(A). A member of the Authority’s governing body can only be removed for cause by a two-thirds vote of the Metro Council after being granted an opportunity for a public hearing on the cause. *Id.* § 42-4-105(d)(4).

19. As the creating municipality, Metro Nashville was empowered to exercise all necessary powers to further the purposes of the law, including providing funds on hand, advancing money, and donating real property. *Id.* § 42-4-111.

20. The Nashville Airport Authority is a public and governmental body acting as an agency and instrumentality of Metro Nashville. *Id.* § 42-4-102(a). The Authority is an agency of Metro Nashville and a department of local government, and it is subject to audit oversight by Metro Nashville. *See* Tenn. Op. Att’y Gen. No. 01-167, 2001 WL 1628001 at *5 (Nov. 20, 2001) (“Thus, while the MNAA may have been created to operate independently, it is still an agency of Metro, and is still subject to audit oversight by Metro Government.”).

21. The Metropolitan Airport Authority Act has been amended several times since 1970. *See, e.g.*, 2002 Public Acts ch. 562, at § 2. But the legislation’s essential structure has not changed.

22. Today, Metro Nashville Airport consists of over one million square feet of space with an average of 380 flights arriving and departing daily.

23. Metro Nashville Airport is essential for the conduct of commerce in and out of one of the South's fastest growing metropolitan areas.

II. The State Enacts the Nashville Airport Authority Transfer Act.

30. On March 30, 2023, the Nashville Airport Authority Transfer Act passed by a vote of 25 ayes and 6 nays in the Tennessee General Assembly's Senate. On April 20, 2023, the Act passed by a vote of 69 ayes and 20 nays in the Tennessee General Assembly's House. On April 21, 2023, the Senate concurred in the version of the bill amended by the House by a vote of 23 ayes and 5 nays.

31. Governor Bill Lee signed the bill into law on May 19, 2023.

32. The Act amended several parts of the Metropolitan Airport Authority Act. Almost all of the provisions apply solely to airport authorities in a county having a metropolitan form of government with a population of over 500,000 (relying on the 2020 or subsequent census). *See* Act §§ 2, 4, 6, 7, 8, 9. The Act applies only to Metro Nashville.

33. Section 2 of the Act vacates the Nashville Airport Authority board of commissioners on July 1, 2023, per Section 11 of the Act.

34. Section 2 authorizes the Speaker of the State House of Representatives, the Speaker of the State Senate, and the Governor each to appoint two members to the Nashville Airport Authority board of commissioners. It authorizes the Mayor to appoint two members to the board. The Mayor's appointees do not require Metro Council approval. Any member can be removed without cause by the appointing authority.

35. Accordingly, where previously the Nashville Airport Authority was controlled by board members appointed by Metro Nashville, the Authority is now controlled by members appointed by the State of Tennessee who can be removed at any time without cause. In other words, the Act takes control of the Nashville Airport Authority away from Metro Nashville and gives it to the State.

36. Section 4 of the Act requires only the Nashville Airport Authority to designate additional corporate officers and an independent financial auditing firm. Sections 6 and 8 expands only Nashville Airport Authority's eminent domain authority. Section 7 authorizes only the Nashville Airport Authority to control sections of public streets when the Authority owns all real property abutting the public street section. Section 9 restricts Metro Nashville's authority to regulate airport hazards. Section 11 makes vacating the Nashville Airport Authority's current board and appointing new board members effective immediately upon becoming law. The remainder of the Act takes effect July 1, 2023.

37. The Nashville Airport Authority Transfer Act did not amend Tenn. Code Ann. § 42-4-102(a), so the Nashville Airport Authority statutorily remains an agency and instrumentality of Metro Nashville, even though Metro Nashville no longer appoints a controlling majority of the Authority's board.

38. Because state officials will appoint a voting majority to the Nashville Airport Authority board and have unfettered dismissal powers, the Act converts the Authority into a discretely presented component unit of state government that must be reported on the State's financial statement rather than on Metro Nashville's pursuant to generally accepted accounting principles. Under Tennessee Constitution Art. II, § 24, the Authority will be prohibited from expending funds except pursuant to a state appropriation made by law, and it can incur no operating debt except that it be repaid in the fiscal year of issuance. This is clearly a fundamental transfer in the Authority's governance. *See generally Hearing on H.B. 1176 Before the H. Finance, Ways, & Means Comm., 2023 Leg., 113th Gen. Assembly (Apr. 11, 2023) (statement of Witness Bill Bradley).*

39. Because state appointees will constitute 75% of the newly constituted Authority, the Act creates significant risk of disrupting federal airport funding for the Authority. In matters in which a proposed change in an airport's governance structure is

contested by the current operator, the Federal Aviation Administration will not act on a proposed change of operating authority until the dispute is resolved. *See Policy on Evaluating Disputed Changes of Sponsorship at Federally Obligated Airports*, 81 Fed. Reg. 36144 (June 6, 2016); Letter from D. Kirk Shaffer to Gov. Lee, Senate Speaker McNally, and House Speaker Sexton (Apr. 17, 2023), attached as Exhibit 2.

40. The House sponsor’s statements on control of the Nashville Airport Authority were facially inaccurate. *Compare Hearing on H.B. 1176 and S.B. 1326 on the House Floor*, 2023 Leg., 113th Gen. Assembly 26 (Apr. 20, 2023) (statement of Rep. Johnny Garrett, R-Goodlettsville) (“There is no change in ownership. There is no change in governance. Even though the new members may be on the board, they’re still governed by the same bylaws, they still have the same staff. The only thing that’s changing is who gets to appoint members of the board, so this does not trigger any FAA issues.”), *with* THIRD AMENDED AND RESTATED BYLAWS OF THE METROPOLITAN NASHVILLE AIRPORT AUTHORITY (Nov. 28, 2018), at Article II, § 2.1 (Board has general power to govern the Authority), Article III, § 3.2 (Board has power to appoint President, and major officers appointed by the President are subject to Board approval), Article VII (Board may “alter[], repeal[], or restate” bylaws or add new bylaws by majority vote at two successive meetings).¹

41. Thus, a new board would necessarily be a change in governance, as it would have the power to change the bylaws and the staff. The sponsor’s explanation of the legislation’s effects was factually incorrect.

¹ https://www.nashville.gov/sites/default/files/2021-03/airport_authority_bylaws.pdf?ct=1616008674.

III. The State’s Pretextual Rationale for Targeting Nashville.

42. The legislative history of the Nashville Airport Authority Transfer Act demonstrates that the Act’s governance provisions were explicitly drafted to target solely Metro Nashville and the Metro Nashville Airport Authority.

43. In response to a question asking why the Act did not apply to other airports or other authorities in the State, the Senate sponsor indicated that he specifically structured the legislation around Nashville and offered promises about sponsoring similar legislation in the future targeting other airports. *Hearing on S.B. 1326 Before the S. Transp. & Safety Comm.*, 2023 Leg., 113th Gen. Assembly (Mar. 15, 2023) (statement of Sen. Paul Bailey, R-Sparta) (“I’m more than willing to bring legislation back next year relative to all of those other airports throughout the state. In looking at that, they’re not all metro-governed. They are city and county governments relative to those airports. *Specifically, I had requested a lot of information regarding the Nashville Metro Airport. That’s information that I structured this legislation based on.* But I can assure you come next year we will be filing legislation to assist those four other airports in the state.”) (emphasis added).

44. In response to a follow-up question as to why the legislation could not wait until next year, and why Nashville was being singled out, Senator Bailey stated: “BNA is the flagship of the state of Tennessee and something that we can all be proud of, and with us moving this legislation forward, we’ll be able to continue the growth there at BNA.” *Id.*

45. Before the Tennessee Senate passed the legislation on March 30, 2023, the Senate sponsor stated that the General Assembly created the Nashville Airport Authority. *Hearing on S.B. 1326 on Senate Floor*, 2023 Leg., 113th Gen. Assembly 21 (Mar. 30, 2023) (statement of Sen. Paul Bailey, R-Sparta) (“As previously mentioned, the airport authority was created in 1970 by the 86th Tennessee General Assembly.”). That statement is factually

incorrect. Metro Nashville created the Nashville Airport Authority by resolution of the Metro Council approved by the Mayor.

46. The House sponsor confirmed that the Nashville Airport Authority Transfer Act applied only to Nashville. In response to a question asking why Nashville was being singled out and whether this legislation was a precursor to future actions against the other airports funded by the State, the House sponsor stated: “I can’t answer what could come down, or what might happen in the future. This legislation only relates to this particular airport, with this particular situation. There’s no way I could predict or try to create a hypothetical about what might happen to the other airports. What I probably would say is that they would want a great, sustaining relationship with the State to make sure that they have a strategic long-term plan, would be my guess.” *Hearing on H.B. 1176 Before the H. Finance, Ways, & Means Comm.*, 2023 Leg., 113th Gen. Assembly (Apr. 11, 2023) (statement of Rep. Johnny Garrett, R-Goodlettsville). When asked to clarify whether BNA’s relationship with the State was “strained,” the sponsor stated, “Not that I’m aware of.”

47. The Act’s sponsors claimed the State’s takeover of the Nashville Airport Authority was needed because the State “funded” the Authority, either by government appropriation or through Tennessee residents using the airport. In response to a question about why the Nashville Airport Authority’s board membership was being reconstituted, the House sponsor claimed the change in control would reflect the Authority’s funding sources: “The airport authority, in the area that it is, it’s not funded by that particular area. It’s actually funded by the entire State of Tennessee. So the board is not representative from the entire state of Tennessee, through us, through our various speakers. They now will be representative by the board of this new airport authority from the people rather than one particular area.” *Hearing on H.B. 1176 Before the H. Transp. Subcomm.*, 2023 Leg., 113th Gen. Assembly (Mar. 1, 2023) (statement of Rep. Johnny Garrett, R-Goodlettsville).

48. The House sponsor reiterated this claim two weeks later in committee testimony: “This legislation is just simply allowing appointments to the commission through representatives of, from the State of Tennessee through their respective speakers of the House and the Governor. The reason is, the utmost reason is, because the State funds the Airport....Tennesseans across this state, not just those from Davidson County, are funding the airport. So we hope, I hope, that the point of this legislation is to make all taxpaying Tennesseans a part of this airport, since it is Tennesseans that fund it.” *Hearing on H.B. 1176 Before the H. Gov. Operations Comm.*, 2023 Leg., 113th Gen. Assembly (Mar. 13, 2023) (statement of Rep. Johnny Garrett, R-Goodlettsville).

49. The sponsors’ contention that the State “funds” the Metro Nashville Airport Authority is an exaggeration that grossly generalizes the financial relationship between the State, Metro Nashville, and the Authority.

50. In fact, the Metro Nashville Airport Authority is not “funded” by the State of Tennessee. It derives its revenue from multiple sources and funds its capital expenses by bonds it issues itself. As explained in the most recent ANNUAL COMPREHENSIVE FINANCIAL REPORT OF MNAA,² the Authority is “self-supporting, using aircraft landing fees, fees from terminal and other rentals and revenue from parking, concessions, and various additional sources to fund operating expenses. The Authority is not taxpayer funded. The Capital Improvement Program is funded by bonds issued by the Authority, federal and state grants, passenger facility charges (PFCs) and other discretionary funds.” *Id.* at 8.

51. To wit, for the year ending June 30, 2022, the Authority’s total operating revenue was \$210,228,864. *Id.* at 36. By comparison, in that year, the Authority received a total of \$29,853,233 in State assistance. *Id.* at 141. The State assistance was roughly

² <https://flynashville.com/wp-content/uploads/2022/11/ACFR-063022-FS-Revised.pdf>.

equivalent to the \$26,265,848 in federal assistance the Authority received for the same year.
Id.

52. In fact, the Nashville Airport Authority is largely independent of funding from the State of Tennessee. *See Hearing on S.B. 1326 Before the S. Transp. & Safety Comm.*, 2023 Leg., 113th Gen. Assembly (Mar. 15, 2023) (statement of Sen. Heidi Campbell, D-Nashville) (“It seems to me right now we’re doing a pretty good job running this airport. Metro Nashville is one of the few in the State that’s really successful, one of the only ones that’s making a significant amount of money. In 2022, the net operating income was \$18 million. They brought it to \$210 million in revenue, so the Metro Nashville Airport Authority is paying. And when you break it down to the operating revenue, it’s 100% operated by revenues that are created onsite. Over the last three years, the capital grants from the FAA were 4.5%, the grants from the State only 9%. And the Airport Authority itself, and this is an important number, 86.6%. So it looks to me like this is a pretty well run Airport Authority currently.”).

53. Further, the State has the “express duty” of auditing the books of any airport authority in the state. Tenn. Code. Ann. § 42-2-222. If the State had concerns about the Nashville Airport Authority’s use of funds, it had a lawful and constitutional avenue to address those concerns.

54. All metropolitan airport authorities in the State created pursuant to the enabling Act are structured the same way as the Nashville Airport Authority, in that they are funded primarily by operating revenues and their boards are appointed by the local governments. All of the authorities receive funds from the State and the federal government. To the extent they receive funding from the State, the appropriation is combined into a single appropriation for “5 major airports” in the State budget, meaning that Metro Nashville Airport Authority is only one in a group of five major airports for State funding purposes, not a unique entity. Yet none of the five major airports other than Nashville was targeted by the

Act. Compared to operating revenues and federal funding, the State is a minor source of funds for the five metropolitan airport authorities in Tennessee. And all of the metropolitan airports serve Tennesseans who live outside the municipality that created them, not just the Nashville Airport. The General Assembly's financial justification for the Act is a pretext.

IV. Nashville Is Being Singled Out for Disparate Treatment.

55. The Nashville Airport Authority Transfer Act does not transfer control of Memphis-Shelby County Airport Authority's board of commissioners to the State.

56. The City of Memphis is, like Metro Nashville, a "metropolitan region" of the state under the Metropolitan Airport Authority Act. Memphis created the Memphis-Shelby County Airport Authority in 1969 pursuant to the Airport Authority Act. Its commissioners are appointed by either the Mayor of Memphis or the Shelby County Mayor and approved by the Memphis City Council. The airports controlled by the Memphis-Shelby County Airport Authority, particularly Memphis International Airport, are the busiest cargo airports in the nation. In 2021, Memphis International Airport handled 24.9 billion lbs. of landed cargo, while the Metro Nashville International Airport handled 475 million lbs. of landed cargo. https://www.faa.gov/sites/faa.gov/files/2022-08/cy21-cargo-airports_0.pdf.

57. The Nashville Airport Authority Transfer Act does not transfer control of Chattanooga Metropolitan Airport Authority's board of commissioners to the State.

58. The City of Chattanooga is, like Metro Nashville, a "metropolitan region" of the state under the Airport Authority Act. Chattanooga transferred control of its airport to the Chattanooga Metropolitan Airport Authority in July 1985 pursuant to the Metropolitan Airport Authority Act. Each board member is appointed by the Mayor of Chattanooga and approved by the Chattanooga City Council. <https://chattanooga.gov/boards-commissions>; <https://www.chattairport.com/cmaa-board-of-commissioners>.

59. The Nashville Airport Authority Transfer Act does not transfer control of Metropolitan Knoxville Airport Authority's board of commissioners to the State.

60. The City of Knoxville is, like Metro Nashville, a "metropolitan region" of the state under the Airport Authority Act. Knoxville created the Metropolitan Knoxville Airport Authority in 1978 pursuant to the Metropolitan Airport Authority Act. The Authority owns and manages the McGhee Tyson Airport in Blount County, Tennessee, and the Downtown Island Airport in Knoxville. <https://www.dkxairport.com/about/>. The Authority's board is appointed by the Mayor of Knoxville and confirmed by the Knoxville City Council.

61. Tennessee has two other metropolitan governments: the Metropolitan Government of Lynchburg, Moore County, and the Hartsville/Trousdale County Government. Neither of those metropolitan governments qualifies as a "creating municipality" under the Airport Authority Act, as the population of each county is less than 10,000 residents, and a "creating municipality" must have a population of at least 100,000 residents. There is no plausible circumstance in which either of the two metropolitan governments could qualify as a creating municipality in the foreseeable future, much less be affected by the Nashville Airport Authority Transfer Act's threshold of 500,000 residents.

V. Metro Nashville Has Not Consented to the State Takeover of the Airport.

62. Tennessee law already provides the State with the power to acquire the Metro Nashville Airport, but it can do so only with the consent of Metro Nashville. Tenn. Code Ann. § 42-2-204(a)(3) ("In like manner, the department [of transportation] may acquire existing airports and air navigation facilities; provided, that it shall not acquire or take over any airport, air navigation facility, aviation easement or easement in airport hazards owned or controlled by a municipality of this or any other state without the consent of the municipality.").

63. This restriction on the State’s ability to acquire existing airports, adopted in 1957 as Public Chapter No. 374, provided assurance to Metro Nashville in 1970, when it transferred ownership of its municipal airport to its newly created airport authority, that the State could not acquire or take control of the airport without Metro Nashville’s consent. By passing the Nashville Airport Authority Transfer Act, the General Assembly now seeks to circumvent this protection and “take over” Metro Nashville airport without its approval.

CAUSES OF ACTION

I. THE NASHVILLE AIRPORT AUTHORITY TRANSFER ACT IS UNCONSTITUTIONAL UNDER THE LOCAL LEGISLATION CLAUSE IN ARTICLE XI, SECTION 9 OF THE TENNESSEE CONSTITUTION.

64. Plaintiff adopts and incorporates all allegations in the preceding paragraphs as if fully set forth herein.

65. The Local Legislation Clause of the Tennessee Constitution reads in full:

The General Assembly shall have no power to pass a special, local or private act having the effect of removing the incumbent from any municipal or county office or abridging the term or altering the salary prior to the end of the term for which such public officer was selected, and any act of the General Assembly private or local in form or effect applicable to a particular county or municipality either in its governmental or its proprietary capacity shall be void and of no effect unless the act by its terms either requires the approval by a two-thirds vote of the local legislative body of the municipality or county, or requires approval in an election by a majority of those voting in said election in the municipality or county affected.

Tenn. Const., art. XI, § 9, ¶ 2.

66. Any legislation to which the Local Legislation Clause applies that omits local approval language is “absolutely and utterly void.” *Farris v. Blanton*, 528 S.W.2d 549, 551 (Tenn. 1975).

67. The Nashville Airport Authority Transfer Act is local in form and effect. It only applies to the Nashville Airport Authority, which is an agency and instrumentality of Metro Nashville. The Act vacates the existing Nashville Airport Authority board and shifts

authority to appoint controlling membership of the board from the Metro Mayor and Council to the State. There is no reasonable expectation that the Act will apply to any other local government's airport authority absent future legislative action.

68. The Act does not contain a provision requiring consent of the voters of Metro Nashville or a two-thirds vote of the Metro Council before taking effect.

69. Because the Act applies only to Metro Nashville without the mandatory local approval language, it violates the Local Legislation Clause in the Home Rule Amendment.

70. Metro Nashville requests that the Court enter a declaratory judgment holding the Nashville Airport Authority Transfer Act unconstitutional and an order enjoining its enforcement.

II. THE NASHVILLE AIRPORT AUTHORITY TRANSFER ACT IS UNCONSTITUTIONAL UNDER ARTICLE XI, SECTION 8 OF THE TENNESSEE CONSTITUTION.

71. Plaintiff adopts and incorporates all allegations in the preceding paragraphs as if fully set forth herein.

72. The full text of Article XI, Section 8, of the Tennessee Constitution states as follows:

The Legislature shall have no power to suspend any general law for the benefit of any particular individual, nor to pass any law for the benefit of individuals inconsistent with the general laws of the land; nor to pass any law granting to any individual or individuals, rights, privileges, immunities, or exemptions other than such as may be, by the same law extended to any member of the community, who may be able to bring himself within the provisions of such law. No corporation shall be created or its powers increased or diminished by special laws but the General Assembly shall provide by general laws for the organization of all corporations, hereafter created, which laws may, at any time, be altered or repealed and no such alteration or repeal shall interfere with or divest rights which have become vested.

Id.

73. The Nashville Airport Authority Transfer Act treats the Metro Airport Authority differently than any other metropolitan airport authority in the State for no rational purpose.

74. Metro Nashville requests that the Court enter a declaratory judgment holding the Nashville Airport Authority Transfer Act unconstitutional and an order enjoining its enforcement.

PRAYER FOR RELIEF

WHEREFORE, Metro Nashville demands judgment against Defendants Bill Lee, Randy McNally, and Cameron Sexton, in their official capacities, and prays that the Court award the following relief:

1. A judgment and order declaring the Metro Nashville Airport Authority Transfer Act facially unconstitutional and therefore null and void;
2. A temporary and permanent injunction preventing Defendants Governor Lee, Speaker McNally, and Speaker Sexton from implementing the Metro Nashville Airport Authority Transfer Act in any way; and
3. Such further and general relief as the Court deems appropriate at law or in equity.

Respectfully submitted,

DEPARTMENT OF LAW OF THE
METROPOLITAN GOVERNMENT OF
NASHVILLE AND DAVIDSON COUNTY

WALLACE W. DIETZ (#009949)
DIRECTOR OF LAW

/s/ *Melissa Roberge*

MELISSA ROBERGE (#026230)

SENIOR COUNSEL

MICHAEL DOHN (#037535)

ASSISTANT METROPOLITAN ATTORNEY

Metropolitan Courthouse, Suite 108

P.O. Box 196300

Nashville, Tennessee 37219

(615) 862-6341

melissa.roberge@nashville.gov

michael.dohn@nashville.gov

BASS, BERRY & SIMS, PLC

ROBERT E. COOPER, JR. (#010934)

WESLEY S. LOVE (#036860)

150 Third Avenue South, Suite 2800

Nashville, Tennessee 37201

(615) 742-6200

bob.cooper@bassberry.com

wesley.love@bassberry.com

Counsel for Plaintiff Metro Nashville