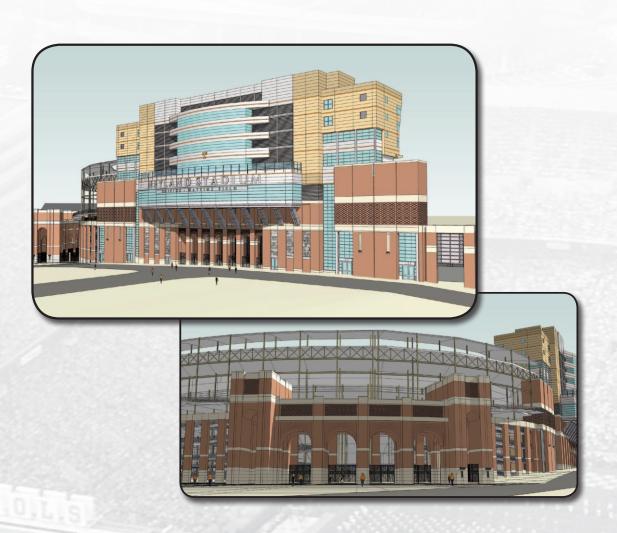
CAMPAIGN

NEYLAND • STADIUM





MASTER PLAN UPDATE - WINTER 2009

Preparing College Football's Greatest Stadium for Future Generations of Service



Dear Vol Fan,

As we enter an exciting new era of Volunteer football under the leadership of head football coach Lane Kiffin, I want to update you on the status of the ongoing historic Neyland Stadium Master Plan renovations. Work is currently underway on Phase III of the Master Plan renovations, which is the largest and most expensive phase to date. When completed for the 2010 season, approximately 60 percent of the stadium, from Sections R to A will have been renovated and prepared for future generations of service to the Volunteer nation. In addition, the new façade and Gate 21 plaza will help integrate the stadium into the look of the campus and "The Hill".



We are excited about the Neyland Stadium Master Plan Renovations and the positive impact they are having on the game day experience for the more than 700,000 fans that visit our historic stadium each season. Most importantly, this investment in the future of the stadium is being funded entirely by private gifts from our donors and not creating a burden for the university or the region's taxpayers during these challenging economic times.

Please take a moment to review what has been accomplished at the stadium and what you can anticipate in the coming seasons. In addition, please consider supporting the Master Plan renovations through the new West Club seats that will open for the 2009 season or the Tennessee Terrace program that begins in 2010. Donors taking a leadership role in supporting the Master Plan through these seating opportunities will not only receive one of the best gameday experiences in Neyland Stadium, but are also providing the funding needed to help preserve the tradition and build upon the legacy of the best college football stadium in America.

Go Vols!

Mike Hamilton
Director of Athletics



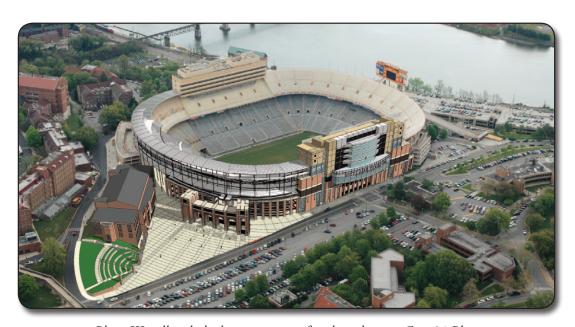


A VISION FOR THE FUTURE OF COLLEGE FOOTBALL'S GREATEST STADIUM

In November 2004, the University of Tennessee Athletic Department unveiled its master plan for Neyland Stadium, which will serve as a long-term solution to the issues currently facing the facility and prepare for its next 75 years of service to the Volunteer nation. The proposed improvements include:

- Renovations to and widening of concourse areas to assist in circulation and make every fan's experience more enjoyable.
- Increase the number of women's restrooms by almost 300 percent and the addition of family restrooms.
- New concession stands.
- Creation of entry plazas.
- Addition of East & West Club and Tennessee Terrace seating.
- Update the infrastructure of the stadium's water, electric and sewer systems.

The Master Plan was created in a phased approach. Each phase is independent to ensure fiscal responsibility. The Neyland Stadium Master Plan renovations must be entirely funded by private leadership donations and annual revenue generated by VASF priority seats, East and West Club and Tennessee Terrace seat contributions. No university funds or taxpayer subsidies are planned to be used in financing the anticipated over \$200 million in renovations.

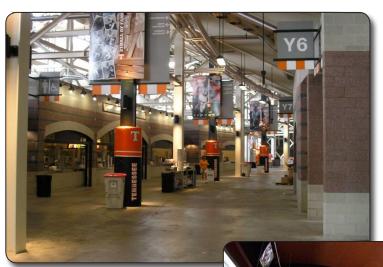


Phase III will include the west exterior facade and a new Gate 21 Plaza.

Master Plan Renovations - Phase I

PHASE I

Phase I of the Master Plan renovations was completed for the 2006 football season and included extensive infrastructure work for the entire stadium such as water, electric and sewer, renovation of the north lower concourse, addition of LED signage, permanent recognition of the retired numbers and national championship teams and construction of the 422 seat East Club. The improvements in the north lower concourse provided fans entering through Gate 21 wide concourses, new restroom and concessions stands and a new Tennessee Traditions store in the stadium to visit on gameday. The East Club, which was constructed in the top east upper deck, features 422 outdoor seats undercover with an adjoining club room overlooking the Tennessee River and downtown Knoxville. The capital contributions and annual funding associated with these seats provided the majority of the funding for this \$26 million phase.



The renovated north concourse debuted the future look of a majority of the fan areas in Neyland Stadium.

The 422 seat East Club has become one of the most sought after destinations in Neyland Stadium. East Club donors provided over \$22 million in funding for the Master Plan.

Master Plan Renovations - Phase II

PHASE II

The \$27.4 million Phase II of the Master Plan renovations to Neyland Stadium were finished for the start of the 2008 football season. This phase included several elements that further enhanced the fan experience at Neyland Stadium while also significantly improving the game day areas used by the Volunteer Football team.

WEST CONCOURSE IMPROVEMENTS

The west lower concourse, the oldest section of Neyland Stadium, was totally renovated and modernized to improve fan accessibility and amenities on game day. This included wider access points from Phillip Fulmer Way, an expanded concourse with improved lighting, new restrooms and concession stands. In addition, a mezzanine level was constructed above the main lower concourse which provides additional and more convenient restrooms and concessions stands as well as new higher entry points into the upper west sideline seats.



Fans in Sections R-W enjoyed a renovated concourse for the 2008 season.

PEYTON MANNING LOCKER COMPLEX

The renovation of the team locker room at Neyland Stadium provides the Tennessee football team with one of the finest

game day locker rooms in the nation. The new layout improves the ability of the coaches and players to interact before and during games and also serves as an important tool in recruiting the next generation of Volunteer football greats. The facility is now named the "Peyton Manning Locker Complex" in recognition of the leadership support shown by the former Vol quarterback during the Campaign for Neyland Stadium.



Master Plan Renovations - Phase II

LAURICELLA CENTER FOR LETTER WINNERS

The Lauricella Center for Letter Winners sits adjacent to the team locker room in the north end of Neyland Stadium and serves as a destination for all Volunteer and Lady Vol letter winners and their families to gather before football games. This two-level room features a field level view of Neyland Stadium with a capacity of 300 people and is a source of pride for all men and women that have worn the orange and white. After games, it allows current team members and their parents to have a convenient and secure

destination to spend time together.

The room is named for former Vol great Hank Lauricella and his wife Betty in recognition of their leadership support of the Campaign for Neyland Stadium. The Lauricellas are both graduates of the

University of Tennessee. Hank was a running back on the 1951 national championship team and runner-up for the Heisman Trophy that year.



Betty & Hank Lauricella

STOKELY FAMILY MEDIA ROOM

The Stokely Family Media Room is adjacent to the Wolf-Kaplan Hospitality Center. The media center connects to the Peyton Manning Locker Room Complex and provides a convenient and professional setting for the football team's post-game press conference as well as coach and student-athlete interviews. The Media Center is named in honor of long-time Tennessee athletic supporters, the William B. Stokely Jr. family, who continued their tradition of generosity by making a leadership gift to the Campaign for Neyland Stadium.

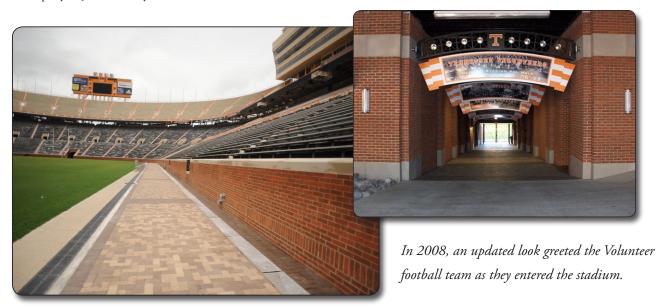




The Stokely Family Media Room has allowed the athletic department to better service local and national media that provide valuable publicity to the Volunteer football program.

SHIELDS-WATKINS FIELD LEVEL IMPROVEMENTS

A new look was seen at Shields-Watkins Field during the 2008 season with the addition of brick façade along the inner bowl of Neyland Stadium. This brick work provides a collegiate look for the stadium and will complement the brick and iron façade work that is scheduled to take place on the outside of the stadium in Phase III. All brick for the Neyland Stadium Master Plan renovations has been generously donated to the athletic department by the General Shale Brick Company of Johnson City, Tennessee.



The new brick work around Shields-Watkins field has quickly become a fan favorite and signature look for the stadium.

Master Plan Renovations - Phase III

PHASE III

The largest and most expensive phase of the Neyland Stadium Master Plan renovations began after the 2008 football season and is projected to be finished for the 2010 season. It will feature several exciting changes including:

Completed for the 2009 Season

- Renovation of the top level concourse of the west lower sideline.
- Removal of the scissor ramps leading to the west upper deck.
- Addition of elevators and stairwells on the west side to increase fan accessibility and improve traffic flow.
- Improvements to the west tower, including sky box and press center updates.
- Construction of the West Club, a primary funding source for renovations.

Completed for the 2010 Season

- Creation of a Gate 21 Plaza.
- Renovation of northeast lower concourse.
- A brick and wrought iron façade along the north and west outside of Neyland Stadium.
- Statue of General Neyland added to west side entrance.
- Addition of the Tennessee Terrace on the west upperdeck sideline, a primary funding source for the renovations.

FUTURE PHASES OF THE MASTER PLAN

Phases IV and V will address the south and east sides of Neyland Stadium and are planned for future years based on the university's master plan schedule for existing academic and administrative offices in the stadium and available funding. Proposed improvements include

- Renovation of the south and east concourses, restrooms and concession stands.
- Replacement of Gate 10 ramp with stair towers and additional elevator service.
- Creation of Gate 10 entry plaza.





A new Gate 21 Plaza will greet fans for the 2010 season. One of the highlights will be a new amphitheater next to Alumni Gym which will serve as the new home of the pre-game radio show and be a year-round benefit to all students.



The west side of Neyland Stadium will be the new signature view of the venue featuring a collegiate gothic brick, steel and glass facade and statue of General Neyland on street level.

Master Plan Renovations - Phase III



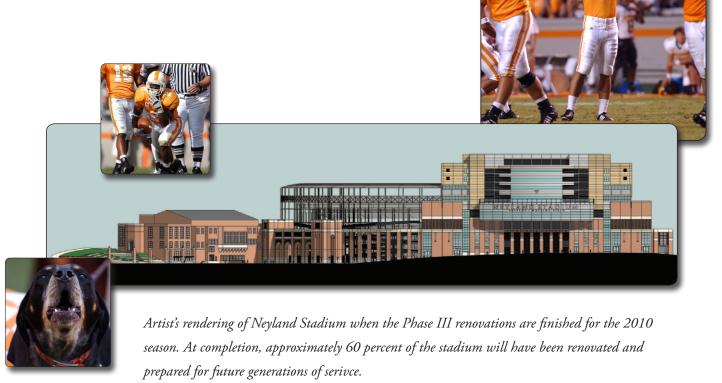
One of the highlights of the Gate 21 Plaza will be a new formal entrance into Neyland Stadium. This will include a new box office and improved cueing areas.



The west sideline will feature a 32 foot cantilever that will extend the stadium over Phillip Fulmer Way. This expanded space will provide the indoor concourse for the new Tennessee Terrace section that will open in 2010.



Plans for the Gate 21 Plaza call for new trees and greenery to enhance the look of the stadium and the Knoxville campus. This will serve to create a popular year-round destination for all students, faculty and Vol fans!



West Club - Opening 2009

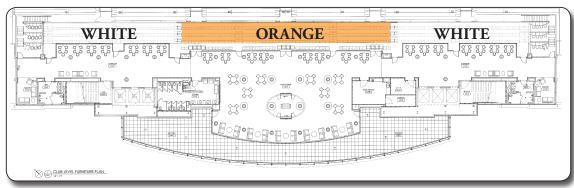
To help fund the Neyland Stadium Master Plan renovations, the University of Tennessee Athletic Department will be adding 422 new club seats to the west side of Neyland Stadium for the 2009 season. The West Club will be located on the current broadcast floor and provide a tremendous sideline view of Shields-Watkins Field. The West Club will closely resemble the East Club that opened for the 2006 season as part of the Phase I Master Plan renovations. Featuring outdoor undercover seating with an adjoining upscale club room, it will be one of the finest ways to enjoy a Volunteer football game.

Donors can qualify for West Club seating by making a one-time capital gift to the Campaign for Neyland Stadium (payable up to over a five-year period) which will enable them to acquire seats in the West Club on an annual basis. The location and quantity of the seats desired determines the required campaign gift.



Orange Section – Seats between the 30 yard line markers \$100,000 campaign gift per pair

White Section – Seats between the 10 and 30 yard line markers \$70,000 campaign gift per pair



Highlights of the West Club include:

- Opens two-and-a-half hours before kickoff and remains open an hour after the game concludes.
- Large padded seats outdoors and undercover.
- Elevator access.
- Private restrooms.
- Large patio overlooking campus and the Vol Walk.
- Over 40 flat screen televisions showing college football games from across the SEC and nation.
- Ability to watch the game from the club room or your seats.

WEST CLUB ANNUAL DONATION

A pair of West Club seats requires an annual donation and ticket/licensing fee of \$10,000 due each March 1.

The breakdown per pair is:

- \$8,600 annual donation to the Volunteer Athletics & Scholarship Fund (VASF)
- \$1,400 ticket/licensing fee which includes:
 - ° Tickets for all home games.
 - ° Parking pass adjacent to the stadium.
 - ° All food, non-alcoholic beverages and game programs.

West club donors also have the ability to purchase away game, SEC Championship and bowl game tickets when available, as well as, season men's basketball season tickets and parking.



With the 2009 season upcoming, the athletic department has already received commitments for over two-third of the seats in the West Club. Additional information about the West Club is available online at neylandclubseats.com or by contacting the VASF staff at 865-974-1218.

All donors who commit to the West Club by March 1, 2009, will be able to select their seats in VASF rank order!

Tennessee Terrace - Opening 2010

Tennessee Terrace will provide donors with chairback seating, cup holders and expanded leg room replacing the current RR-WW sections of the west upper deck. The area will feature 1,782 seats and offer an incredible west sideline view of Shields-Watkins Field. Tennessee Terrace members will have exclusive access to a large climate controlled indoor concourse directly behind their seats. This area will feature an expanded concession menu, restrooms, and televisions with games from across the SEC and the nation as well as a panoramic view of the university of Tennessee campus. Opening two-and-a-half hours before every home game so fans can enjoy the pageantry of the Vol walk, it is a great destination for anyone that loves the Vols and college football. For more information on Tennessee Terrace please contact the VASF office at (865) 974-1218 or visit tennesseeterrace.com.



HOW DO I RESERVE MY SEATS IN TENNESSEE TERRACE?

- Step 1: Complete your Letter of Intent and return it with the \$1,000 per seat initial capital gift to the Campaign for Neyland Stadium and return it to the VASF office. An additional capital gift of \$1,000 per seat is required and is given over a four-year period.
- Step 2: Make your annual Tennessee Terrace donation and ticket/licensing fee of \$3,000 per seat by March 1, 2010. All commitments made by March 1, 2010, will be able select their seats in order of their VASF rank. Commitments made after March 1, 2010, will be seated on a first-come, first-assigned basis after all commitments received by the priority deadline.
- **Step 3:** In August 2010, personally select available seats in Tennessee Terrace. You will receive your season tickets for the area when you select your seats.



CUT OUT AND RETURN __

YES! I WANT TO SUPPORT THE HISTORIC NEYLAND STADIUM MASTER PLAN RENOVATIONS!

□ Please contact me about seats in: WEST CLUB – ORANGE SECTION:				
□ 2 Seats		☐ 6 Seats	■ 8 Seats	□ Other
WEST CLUB – V □ 2 Seats	WHITE SECTION ☐ 4 Seats	N: □ 6 Seats	□ 8 Seats	□ Other
TENNESSEE TE	ERRACE 4 Seats	☐ 6 Seats	■ 8 Seats	□ Other
 □ I am not interested in enhanced seating opportunities, but would like to discuss supporting the Neyland Stadium Master Plan renovations. □ I have included Neyland Stadium in my estate plans. 				
NAME				
ADDRESS				
CITY	STA	TE ZIP		
PHONE				
E-MAIL				

I understand this Statement of Interest is non-binding to the interested party, the University of Tennessee and the University of Tennessee Athletic Department. There are no obligations to the interested party or guarantees by the University for specific seating. Terms of agreement will be determined as the Neyland Stadium renovations are completed. Under section 170(1) of the Internal Revenue Code, eighty percent (80%) of an amount paid to an institution of higher education is eligible for treatment as a charitable contribution if, as a result of the payment, the donor receives the right to purchase tickets for seating in an athletic stadium. Please consult your tax advisor prior to taking a deduction.

CUT OUT AND RETURN 🛌



The University of Tennessee Athletic Development Office Post Office Box 15016 Knoxville, Tennessee 37901-5016