

KENTUCKY ECONOMIC DEVELOPMENT FINANCE AUTHORITY

BOARD MEETING

April 28, 2022

MINUTES

Call to Order

The Kentucky Economic Development Finance Authority (KEDFA) convened at 10:00 a.m. ET on April 28, 2022 at the Cabinet for Economic Development, Old Capitol Annex, Board of Directors Conference Room, 300 West Broadway in Frankfort, Kentucky.

Notification of Press

Jean R. Hale, Chairman, received verification that the media had been notified of the KEDFA regular monthly board meeting.

Roll Call

Jean R. Hale, J. Don Goodin, Secretary Holly Johnson, Chad Miller, and Mike Cowles

Staff Present: Tim Back, Tim Bates, Amy Bowman, David Brock, Phyllis Bruning, Sarah Butler, Ashlee Chilton, Brittany Cox, Michael Crabtree, Stephanie Cullen, Martin David-Jacobs, Rachael Dever, Danielle Dunmire, Michelle Elder, Ellen Felix, Krista Harrod, James Johnson, Malcolm Jollie, Craig Kelly, Andy Luttner, Brandon Mattingly, Kate McCane, Gabrielle McGee, Conner McJunkin, Craig McKinney, Kristine McNeil, Amy Mills, Kylee Palmer, Corky Peek, Debbie Phillips, Monique Quarterman, Angelica Sanchez-Vega, Jenny Schenkenfelder, Foster Shrout, Kristina Slattery, Katie Smith, Christopher Snyder, Beth Sturm, Yuka Takahashi, Jeffrey Taylor, Steve Vest, Maurice Walker, Connor Wall, Matthew Wingate, Dan Wood and Tori Wood

Others Present: Michael Kalinyak, Hurt, Deckard & May; Mike Herrington, Stites & Harbison; Jamie Brodsky, Stoll Keenon Ogden; Scott McAllister, Summit Polymers, Inc.; Rondal Turner A2A Pharmaceuticals; Mark Donahue, EZ Way Movie LLC; Jay Hall, Wrigley Media; Owen McNeil, Mason County Judge Executive; Gregg Harris, ARC Development Services; Christopher Case, Greenfield Grain, LLC; Soozie Eastman, 502 Film; Jeff Lee, OEAS; Steven Gaydos and Ate de Jong, AMERICANA DREAM LLC; Emily Blevins, Louisville Film Commission; Joshua McKee, Economic Development Louisville; Sierra Enlow, McGuire Sponsel, LLC; Morgan Rivers and John Helton, Morehead Rowan County Economic Development Council; Matt Zoellner, Scott, Murphy and Daniel; David Mardell and John Hughes, KWH Venture, LLC; Ann-Tyler Morgan, McBryer, PLLC; Todd Lacy, Masonic Homes of Kentucky; Johnny Hodbyg; Jason Slone, Morehead County Chamber of Commerce; Mark Franklin, Dinsmore & Shohl LLP, Casey Dunn, Reid Pittard, Veronica Radaelli, Justin Brown

Approval of Minutes

Chairman Hale entertained a motion to approve the minutes from the March 31, 2022 regular KEDFA board meeting.

Don Goodin moved to approve the minutes, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

Approved/Undisbursed Report

Chairman Hale called on Kylee Palmer to review the approved/undisbursed report. After review, the Authority accepted the report as presented.

Financial Statements and Monitoring Reports

Chairman Hale called on Krista Harrod to review the financial statements and monitoring reports. After review, the Authority accepted the statements and reports as presented.

Economic Development Fund (EDF) Projects

Chairman Hale called on staff to present the EDF projects to the Authority.

Firestone Industrial Products Company, LLC Whitley County

**Brittany Cox
Michelle Elder**

Brittany Cox stated Firestone Industrial Products Company, LLC (FSIP) specializes in air spring manufacturing and technology. FSIP manufactures air spring and related products for commercial trucks and trailers, cars, sport utility vehicles, light trucks, mini vans, motor homes, buses, agricultural equipment, rail, and industrial applications. The company is considering expanding in the automotive vehicle market to help meet customer demand.

Michelle Elder stated the City of Williamsburg requested the use of \$150,000 in EDF program funds for the benefit of Firestone Industrial Products Company, LLC. The project investment is \$50,889,000, and the proposed EDF grant funds will be used to offset the costs associated with this project.

The company will be required to create 250 new, permanent full-time jobs paying an average hourly wage of \$29.00, including benefits as of the first compliance date of December 31, 2025 and maintain the 250 permanent full-time jobs through the fourth compliance date of December 31, 2028. Disbursement of grant funds will occur after the annual compliance has occurred. The amount of disbursements will be based on performance requirements achieved. Payment reduction provisions are included in the grant agreement and will apply if the company fails to create and maintain the jobs and wages by the required measurement dates.

In accordance with KRS 154.12-100, KEDFA's approval of this EDF grant is subject to CED's receipt of the Secretary of the Kentucky Finance and Administration Cabinet's concurrence to CED's use of the EDF for this project. Michelle Elder stated the Secretary's concurrence had been received.

Staff recommended approval of the EDF request.

Mike Cowles moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

Maysville-Mason County Industrial Development Authority, Inc. Whitley County

**Andy Luttner
Michelle Elder**

Andy Luttner stated Maysville-Mason County Industrial Development Authority, Inc. (MMCIDA) is considering building upgrades and renovations at 1151 Morton Lane in Maysville, Kentucky. MMCIDA has committed funds to match the Economic Development Fund. The project was identified by an independent site selection consultant as having the potential for future investment/location of an economic development project.

Michelle Elder stated Mason County Fiscal Court has requested the use of \$300,000 in EDF program funds for the benefit of Maysville-Mason County Industrial Development Authority,

Inc. The project investment is \$600,000, and the proposed EDF grant funds will be used to offset the costs associated with this project.

In accordance with KRS 154.12-100, KEDFA's approval of this EDF grant is subject to CED's receipt of the Secretary of the Kentucky Finance and Administration Cabinet's concurrence to CED's use of the EDF for this project. Michelle Elder stated the Secretary's concurrence had been received.

Staff recommended approval of the EDF request.

Don Goodin moved to approve the staff recommendation, as presented; Jean Hale seconded the motion. Motion passed; unanimous.

**MMRC Regional Industrial Development Authority, Inc.
Rowan County**

**Foster ShROUT
Debbie Phillips**

Foster ShROUT stated the MMRC Regional Development Authority, Inc. (MMRC) owns and operates MMRC Regional Industrial Park consisting of 500 acres of property within in Menefee, Morgan and Rowan Counties. The project will include a pad ready site measuring 150,000-sf on 22.4 acres of located on Lot 10 of the MMRC park. The project was identified by an independent site selection consultant as having the potential for future investment/location of an economic development project.

Debbie Phillips stated the Rowan County Fiscal Court requested the use of \$212,500 in EDF program funds for the benefit of MMRC Regional Industrial Development Authority, Inc. The project investment is \$425,000, and the proposed EDF funds will be used to offset the costs associated with this project.

In accordance with KRS 154.12-100, KEDFA's approval of this EDF grant is subject to CED's receipt of the Secretary of the Kentucky Finance and Administration Cabinet's concurrence to CED's use of the EDF for this project. Debbie Phillips stated the Secretary's concurrence had been received.

Staff recommended approval of the EDF request.

Chad Miller moved to approve the staff recommendation, as presented; Mike Cowles seconded the motion. Motion passed; unanimous.

KEDFA Industrial Revenue Bond (IRB) Project

Chairman Hale called on Debbie Phillips to present the KEDFA IRB Project for final approval to the Authority.

**Masonic Homes of Kentucky Obligated Group
Jefferson County**

Debbie Phillips

Debbie Phillips referenced in the board material, a KEDFA bond report relating to the issuance of healthcare facilities revenue refunding bonds in an amount not to exceed \$75,000,000 on behalf of Masonic Homes of Kentucky Obligated Group. The bond proceeds will be used to a) refund and retire all the outstanding Kentucky Economic Development Finance Authority Healthcare Facilities Revenue and Revenue Refunding Bonds, series 2012; b) refund and retire outstanding certain commercial credit facilities with First Midwest Bank; and c) pay costs of the 2022 Bonds and of the Refunding. The local jurisdictions of the City of St. Matthews, Shelbyville, and Kenton County adopted resolutions requesting KEDFA Issue these bonds.

A TEFRA hearing for the purpose of receiving public comment on the proposed bond issue was conducted at 9:00 a.m., April 28, 2022 at the Old Capitol Annex, Board of Directors Conference Room, 300 West Broadway in Frankfort, with no public comment.

KEDFA serves as the conduit issuer of the bonds. The bonds would not constitute a general obligation of KEDFA and KEDFA will not be obligated to pay principal or interest for the bonds from its own funds.

Staff recommended the adoption of the KEDFA final bond resolution.

Mike Cowles moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

Kentucky Business Investment (KBI) Projects (Amendment)

Chairman Hale called on staff to present the KBI project amendments to the Authority.

El Toro.com, LLC

Jefferson County

Beth Sturm

Beth Sturm stated El Toro.com, LLC is a developer of unique technology for delivering digital ads to users browsing the Internet. The company received final approval on October 26, 2017 for a project to expand its headquarters in Louisville. On July 25, 2019, KEDFA approved the First Amendment to Tax Incentive Agreement, which increased the size and scope of the project. The project activated on October 26, 2019.

Subsequently, the company requested the following modifications to the Tax Incentive Agreement: to add http Holdings, LLC, the company's majority owner and managing member, as an Approved Affiliate; to recognize the co-employment relationship which existed for a certain period of time between the http Holdings, LLC and ADP TotalSource, Inc., a professional employer organization company; and to adopt the revised definition of "Full-time job" as approved by KEDFA Resolution 2021-0624.

The above changes have been incorporated in the Amended and Restated Tax Incentive Agreement. All other aspects of the project remain the same.

Staff recommended approval of the KBI amendment request.

Secretary Holly Johnson moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

Software Information Systems, LLC

Fayette County

Rachael Dever

Rachael Dever stated Software Information Systems, LLC was approved January 26, 2012 for an expansion of a data center and consulting service in Lexington. Software Information Systems, LLC now requests KEDFA's approval of the addition of an approved affiliate to its KBI project along with adopting the revised definition of "Full-time job" as approved by KEDFA Resolution 2021-0624. Software Information Systems, LLC was acquired by Convergence Acquisition, LLC on January 1, 2019. Convergence Acquisition now employs the project employees who work at the company's Lexington facility effective January 1, 2021. The company requests the Authority's approval of Convergence Acquisition as an approved affiliate that may claim wage assessment for employees hired to work at the Lexington facility, and the execution of an Amended and Restated Tax Incentive Agreement that is retroactively effective January 1, 2021 to correspond with the addition of the approved affiliated project.

The above changes have been incorporated in the Amended and Restated Tax Incentive agreement. All other aspects remain the same.

Staff recommended approval of the KBI amendment request.

Don Goodin moved to approve the staff recommendation, as presented; Mike Cowles seconded the motion. Motion passed; unanimous.

Kentucky Enterprise Initiative Act (KEIA) Projects (Extension)

Chairman Hale called Craig Kelly to present the KEIA extension requests to the Authority.

Craig Kelly stated 6 companies requested additional time to complete the projects and asked that all 6 be presented as one motion.

Company	County	Extension
Ale-8-One Bottling Company	Clark	12 Months
Kentucky Downs, LLC	Simpson	12 Months
Post Glover Resistors Inc.	Boone	12 Months
RB Seelbach, LLC	Jefferson	12 Months
Water Tower Place, LLC	Jefferson	12 Months
White Rock Pigments, Inc.	Hancock	12 Months

Staff recommended approval of the KEIA extension requests.

Chad Miller moved to approve the staff recommendation, as presented; Mike Cowles seconded the motion. Motion passed; unanimous.

KEIA Projects

Chairman Hale called on staff to present the KEIA projects to the Authority.

Flex Films (USA) Inc. Hardin County

**Malcolm Jollie
Kate McCane**

Malcolm Jollie stated Felix Films (USA) Inc. was established in 2011 as a wholly owned subsidiary of UFlex, LTD and is the most advanced engineered plastic films manufacturing facility in the U.S. The company is considering an expansion with another film line to support business growth.

Kate McCane stated the project investment is \$7,416,440 of which \$3,210,000 qualifies as KEIA eligible costs.

Staff recommended the KEIA approved recovery amount of \$70,000 for construction materials and building fixtures.

Mike Cowles moved to approve the staff recommendation, as presented; Don Goodin seconded the motion. Motion passed; unanimous.

Hera Testing Laboratories Inc. Fayette County

**Brittany Cox
Kate McCane**

Brittany Cox stated Hera Testing Laboratories, Inc. dba Hera BioLabs, Inc. is a biotechnology laboratory founded in 2014. In order to have access in the marketplace, the company needs to expand and upgrade its laboratories to accommodate growth.

Kate McCane stated the project investment is \$6,630,000 of which \$750,000 qualifies as KEIA eligible costs.

Staff recommended the KEIA approved recovery amount of \$45,000 for research and development and/or electronic processing equipment.

Secretary Holly Johnson moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

**Greenfield Grain, LLC
Henderson County**

**Corky Peek
Michelle Elder**

Corky Peek stated Greenfield Grain, LLC is an integrated agriculture infrastructure company developing a world-class asset base that will help facilitate the growing international demand for grain and other U.S. agricultural products. The company is considering locating a processing and storage facility in the Henderson Riverport.

Michelle Elder stated the project investment is \$37,977,675 of which \$27,365,782 qualifies as KEIA eligible costs.

Staff recommended the KEIA approved recovery amount of \$300,000 for construction materials and building fixtures.

Don Goodin moved to approve the staff recommendation, as presented; Mike Cowles seconded the motion. Motion passed; unanimous.

**Mayfield Consumer Products, LLC
Graves County**

**Corky Peek
Michelle Elder**

Corky Peek stated Mayfield Consumer Products, LLC is a complete home fragrance company that designs, manufactures, and markets various label and branded candles and home fragrance products. The company is considering expanding and upfitting its existing location in the Hickory Industrial Park.

Michelle Elder stated the project investment is \$26,382,463 of which \$2,248,985 qualifies as KEIA eligible costs.

Staff recommended the KEIA approved recovery amount of \$100,000 for construction materials and building fixtures.

Chad Miller moved to approve the staff recommendation, as presented; Mike Cowles seconded the motion. Motion passed; unanimous.

KBI (Preliminary) and KEIA Projects

Chairman Hale called on staff to present the KBI preliminary and KEIA projects to the Authority.

**Columbia Brands USA, LLC
Henderson County**

**Corky Peek
Michelle Elder**

Corky Peek stated Columbia Brands USA, LLC, a U.S. subsidiary of Columbia sportswear Company was incorporated in 2003 in Oregon. The company sells and distributes Columbia, Sorel, Montrail, PrAna and Mountain Hardware branded apparel and footwear products throughout the United States. The company has many retail locations and owns two distribution centers, one of which is in Kentucky. Columbia Brands USA, LLC is considering

the relocation of a product line from Oregon to the Robards facility. This would require facility upgrades and new equipment.

Michelle Elder stated the project investment is \$3,700,000, all of which qualifies as KBI eligible costs and \$3,000,000 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 175 with an average hourly wage of \$24.00 including benefits. The state wage assessment participation is 3.0% with Henderson County contributing \$250,000 and West Kentucky Regional Industrial Development Authority contributing \$250,000 (\$2,857/per job).

The company will be required to maintain a base employment equal to the greater of the number of full-time employees subject to Kentucky income tax as of the date of preliminary approval or 127 full-time employees subject to Kentucky income tax.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$2,200,000 and the KEIA approved recovery amount of \$100,000 for construction materials and building fixtures.

Don Goodin moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

**Flottweg Separation Technology, Inc,
Boone County**

**Martin David-Jacobs
Debbie Phillips**

Martin David-Jacobs stated founded in Germany in 1932, Flottweg is one of the world's technology leaders in the production of solid bowl centrifuge and other liquid-solid separation equipment. Flottweg Separation Technology, Inc. established in 2007, constructed a second manufacturing facility in Boone County in early 2015. The proposed project will include 15,000-sf expansion at its current facility to meet growing demands.

Debbie Phillips stated the project investment is \$1,750,000 all of which qualifies as KBI eligible costs and \$945,000 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 12 with an average hourly wage of \$38.00 including benefits. The state wage assessment participation is 1.5% and Boone county will participate at 0.4%.

The company will be required to maintain a base employment equal to the greater number of full-time employees subject to Kentucky income tax as of the date of preliminary approval or 50 (base employment number required by previous project) full-time employees subject to Kentucky income tax.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$112,000 and the KEIA approved recovery amount of \$50,000 for construction materials and building fixtures.

Mike Cowles moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

**KWH Venture, LLC
Hardin County**

**Malcolm Jollie
Kate McCane**

Malcolm Jollie stated KWH Venture, LLC founded in March 2022, plans to be the top producer by volume of contract bourbon and American whiskey in the United States. The company is considering a distillery, office building and whiskey storage warehouses to support up to 175,000 barrels of whiskey annually with continuous and craft system production.

Kate McCane stated the project investment is \$71,931,000 of which \$50,506,000 qualifies as KBI eligible costs and \$35,375,000 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 60 with an average hourly wage of \$41.80 including benefits. The state wage assessment participation is 3.0% and the City of Elizabethtown will participate at 1.0%.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$1,000,000 and the KEIA approved recovery amount of \$150,000 for construction materials and building fixtures.

Mike Cowles moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

**Catalent Pharma Solutions, LLC
Clark County**

**Malcolm Jollie
Kate McCane**

Malcolm Jollie stated Catalent Pharma Solutions, LLC is a multinational corporation headquartered in New Jersey as a global provider of delivery technologies, development, drug manufacturing, biologics, gene therapies and consumer health products. The company is considering an expansion at its existing location in Winchester to increase its manufacturing capacity within its oral dose division.

Kate McCane stated the project investment is \$171,412,000 of which \$98,322,000 qualifies as KBI eligible costs and \$77,136,800 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 262 with an average hourly wage of \$37.62 including benefits. The state wage assessment participation is 3.0% and the City of Winchester will participate at 1.0%.

The company will be required to maintain a base employment equal to the greater of the number of full-time employees subject to Kentucky income tax as of the date of preliminary approval or 693 full-time employees subject to Kentucky income tax.

Staff recommended preliminary approval of the KBI negotiated tax incentive of \$4,300,000, and the KEIA approved recovery amount of \$250,000 for construction materials and building fixtures.

Don Goodin moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

**Catalent Pharma Solutions, LLC
Clark County**

**Malcolm Jollie
Kate McCane**

Malcolm Jollie stated Catalent Pharma Solutions, LLC is a multinational corporation headquartered in New Jersey as a global provider of delivery technologies, development, drug manufacturing, biologics, gene therapies, and consumer health products. The company is considering adding an additional location in Winchester to focus on R&D activities involving scaling production processes to improve the large commercialization of pharmaceuticals including shelf stabilization and manufacturing of products.

Kate McCane stated the project investment is \$3,550,000 of which \$1,750,000 qualifies as eligible KBI costs and \$2,000,000 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 15 with an average hourly wage of \$50.44 including benefits. The state wage assessment participation is 3.0% and Clark County will participate at 1.0%.

The company will be required to maintain 90% of the total countywide full-time employees subject to Kentucky income tax at all company locations except the site of the project as of the date of preliminary approval.

Staff recommended preliminary approval of the KBI negotiated tax incentive of \$200,000, and the KEIA approved recovery amount of \$25,000 for research and development and/or electronic processing equipment.

Mike Cowles moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

KBI Projects (Preliminary)

Chairman Hale called on staff to present the KBI preliminary projects to the Authority.

Stillworks, LLC dba Casey Jones Distillery Christian County

**Corky Peek
Michelle Elder**

Corky Peek stated Casey Jones Distillery is an independently owned micro-craft distillery in Hopkinsville that produces moonshine and Kentucky bourbon. The company is considering adding production and storage capacity. They would need to add new processing equipment, construct a new rickhouse, and add new bottling equipment.

Michelle Elder stated the project investment is \$1,933,599 all of which qualifies as eligible KBI costs. The highest job target over the term of the agreement is 15 with an average hourly wage of \$16.00 including benefits. The state wage assessment participation is 5.0%.

The company will be required to maintain a base employment equal to the number of full-time employees subject to Kentucky income tax as the date of preliminary approval.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$200,000.

Chad Miller moved to approve the staff recommendation, as presented; Don Goodin seconded the motion. Motion passed; unanimous.

Hollobus Technologies Inc. Calloway County

**Corky Peek
Michelle Elder**

Corky Peek stated Hollobus Technologies Inc. is a Canadian-based company that produces electrical power distribution connectors for a vast array of companies. The company purchased the former Briggs and Stratton building in Murray and is now considering upfitting the building and install new equipment.

Michelle Elder stated the project investment is \$2,250,000 of which \$1,450,000 qualifies as eligible KBI costs. The highest job target over the term of the agreement is 150 with an average hourly wage of \$22.00 including benefits. The state wage assessment participation is 3.0% and the City of Murray will participate at 1.0%.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$1,200,000.

Don Goodin moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

A2A Alliance Pharmaceuticals, LLC

Corky Peek

Allen County

Michelle Elder

Corky Peek stated A2A Alliance Pharmaceuticals, LLC produces FDA approved pharmaceuticals, specializing in both small and large molecule analysis, preclinical and clinical trials as well as manufacturing. The company is considering purchasing property to construct a new facility in the Allen Springs Industrial Park.

Michelle Elder stated the project investment is \$825,000 all of which qualifies as eligible KBI costs. The highest job target over the term of the agreement is 12 with an average hourly wage of \$26.00 including benefits. The state wage assessment participation is 3.0%, the City of Scottsville will participate at .50%, and Allen County will participate at .50%.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$125,000.

Don Goodin moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

**A2A Integrated Pharmaceuticals LLC
Allen County**

**Corky Peek
Michelle Elder**

Corky Peek stated A2A Integrated Pharmaceuticals LLC is a pharmaceutical warehousing and distribution company. The company is considering purchasing property to construct a new facility in the Allen Springs Industrial Park.

Michelle Elder stated the project investment is \$950,000 all of which qualifies as KBI eligible costs. The highest job target over the term of the agreement is 15 with an average hourly wage of \$26.00 including benefits. The state wage assessment participation is 3.0% and the City of Scottsville will participate at .50%, and Allen County will participate at .50%.

Staff recommended preliminary approval of the KBI negotiated tax incentive agreement of \$150,000.

Mike Cowles moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

**Whitehorse Freight, LLC
Boone County**

**Andy Luttner
Debbie Phillips**

Andy Luttner stated Whitehorse Freight, LLC is a logistics technology service company for the shipping and carrier trucking industry. The company is considering the purchase of an existing 25,200-sf building in Florence to increase its office space due to increasing growth.

Debbie Phillips stated the project investment is \$5,000,000 all of which qualifies as eligible KBI costs. The highest job target over the term of the agreement is 455 with an average hourly wage of \$36.30 including benefits. The state wage assessment participation is 3.0% and the City of Florence will participate at .7857% and Boone County will participate at .2143%.

The company will be required to maintain 90% of the total statewide full-time employees subject to Kentucky income tax at all company locations, excluding the site of the project, as of the date of preliminary approval.

Staff recommended preliminary approval of the KBI negotiated incentive amount of \$5,000,000.

Don Goodin moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

**Continental Mixers-Greensburg, LLC
Green County**

**Andy Luttner
Debbie Phillips**

Andy Luttner stated Continental Mixers-Greensburg, LLC, is a wholly owned subsidiary of Commercial Specialty Truck Holdings, LLC. The proposed project will include a manufacturing facility for fabricating and assembling mixer drums for use in building mixer bodies.

Debbie Phillips stated the project investment is \$5,250,000 of which \$3,750,000 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 50 with an average hourly wage of \$25.95 including benefits. The state wage assessment participation is 5.0%.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$1,200,000.

Don Goodin moved to approve the staff recommendation, as presented; Mike Cowles seconded the motion. Motion passed; unanimous.

**Harding Shymanski & Company, P.S.C.
Jefferson County**

**Martin David-Jacobs
Debbie Phillips**

Martin David-Jacobs stated Harding Shymanski & Company, P.S.C. is a public accounting firm with offices in Evansville, Indiana and Louisville, Kentucky. The company is considering the expansion of its current operations into a new facility due to rapid growth.

Debbie Phillips stated the project investment is \$3,067,670 of which \$2,547,835 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 20 with an average hourly wage of \$32.12 including benefits. The state wage assessment participation is 3.0% and Louisville Metro Government will participate at 1.0%.

The company is required to maintain a base employment equal to the number of full-time employees subject to Kentucky income tax as of the date of preliminary approval.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$300,000.

Mike Cowles moved to approve the staff recommendation, as presented; Don Goodin seconded the motion. Motion passed; unanimous.

**Summit Polymers, Inc.
Anderson County**

**Martin David-Jacobs
Debbie Phillips**

Martin David-Jacobs stated Summit Polymers Inc. is a family owned, tier one automotive supplier and certified women-owned business based in Portage, Michigan. The company designs and manufactures decorated and assembled automotive interior components. The proposed project would include construction of new a facility in Lawrenceburg, conduct plastic injection molding and assembly operations. The company plans to add paint applications in the future.

Debbie Phillips stated the total project investment is \$37,500,000 of which \$18,100,000 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 218 with an average hourly wage of \$23.50 including benefits. The state wage assessment

participation is 3.0% and the City of Lawrenceburg will participate with \$530,00 for infrastructure upgrades and Anderson County will participate with \$270,000 cash over 10 years.

The company will be required to maintain 90% of the total statewide full-time employees subject to Kentucky income tax at all company locations excluding the site of the project as of the date of preliminary approval.

Staff recommended preliminary approval of KBI negotiated tax incentive amount of \$2,800,000.

Mike Cowles moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

KBI Projects (Extension)

Chairman Hale called on Michelle Elder to present the KBI extension requests to the Authority.

Michelle Elder stated 7 companies requested additional time to complete the projects and asked that all 7 be presented as one motion.

Company	County	Extension
Amazon.com Services, Inc.	Boone	3 Month
Bendix Spicer Foundation Brake LLC	Warren	12 Month
Braidy Atlas, LLC	Boyd	12 Month
Greenfield World Trade, Inc.	Bourbon	12 Month
Mayfield Consumer Products, LLC	Graves	12 Month
Rainbow Design Services, Inc.	Jefferson	12 Month
Senture, LLC	Laurel	12 Month

Staff recommended approval of the KBI extension requests.

Chad Miller moved to approve the staff recommendation, as presented; Don Goodin seconded the motion. Motion passed; unanimous.

KBI Projects (Final)

Chairman Hale called on Debbie Phillips to present the KBI final projects to the Authority.

Debbie Phillips stated 4 companies requested KBI final approval, 4 of which have modifications since preliminary approval. Ms. Phillips asked that all 4 be presented as one motion.

Modifications:

Denso Air Systems Michigan Inc. Christian Manufacturing
Total investment and eligible cost have been update based on the current projections. All other aspects remain the same.

ShellTech LLC Pulaski Manufacturing
Total investment and eligible costs have been updated based on current projections. All other aspects of the project remain the same.

The Bardstown Bourbon Company, LLC Nelson Manufacturing

The statewide maintenance has been removed and a base requirement was added. Total investment and eligible costs have been updated based on the current projections. All other aspects remain the same.

Staff recommended final approval of the KBI resolutions and tax incentive agreements and the authorization to execute and deliver the documents.

Chad Miller moved to approve the staff recommendation, as presented; Don Goodin seconded the motion. Motion passed, unanimous.

Kentucky Rural Hospital Loan Program (KRHLP)

Chairman Hale called on Kylee Palmer to present the Kentucky Rural Hospital Loan Program project to the Authority.

**Trigg County Hospital Inc.
Trigg County**

**Kristina Slattery
Kylee Palmer**

Kylee Palmer stated Trigg County Hospital is a 25-bed critical access facility located near beautiful Lake Barkley and scenic Land Between the Lakes. The hospital opened its doors to the citizens and visitors of Trigg County and the surrounding area on April 22, 1952. With each passing year, Trigg County Hospital deepens its commitment to service by keeping abreast of advancements in healthcare, technological improvements as well expanded services to enable them to better serve the community. Their vision is to be the place of choice for healthcare and through unceasing diligence, they strive to make that vision a reality each and every day.

The Trigg County Hospital, Inc. is requesting loan proceeds from KRHLP in the amount of \$400,000, for building improvements to repair the roof. The term of the loan includes an interest rate of 1.0% and the retention of 126 full-time employees at the facility over the 20-year term of the loan. Collateral will be a CD. Monthly principal and interest payments via ACH will begin no later than April 28, 2023. All project costs must be incurred and all supporting documentation, including invoices and proof of payment, must be submitted no later than April 28, 2023.

Staff recommended approval.

Jean Hale moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

Kentucky Small Business Tax Credit (KSBTC) Projects

Chairman Hale called on Tim Back to present the KSBTC projects to the Authority.

Mr. Back stated there are 4 Kentucky small businesses from 4 counties with qualifying tax credits of \$49,000. The 4 businesses created 14 jobs and invested \$107,818 in qualifying equipment and/or technology.

Mr. Back requested the following tax credits be presented as one motion:

Small Business	County	Beginning Employment	Eligible Positions	Average Hourly Wage	Qualifying Equipment/Technology	Tax Credit Amount
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Blue Frame Technology LLC	Fayette	19	2	\$24.73	\$8,430	\$7,000
Diane Goetz Family Practice PLLC	Daviess	1	2	\$17.00	\$7,079	\$7,000
Hometown Concrete, LLC	Boone	12	7	\$25.50	\$81,800	\$24,500
The Speech Path PLLC	Madison	3	3	\$25.25	\$10,509	\$10,500
4	4		14	Total	\$107,818	\$49,000

Staff recommended approval of the tax credits.

Don Goodin moved to approve the staff recommendation, as presented; Chad Miller seconded the motion. Motion passed; unanimous.

Kentucky Angel Investment Act Projects

Chairman Hale called on Tim Back to present the Kentucky Angel Investment Act projects to the Authority.

Mr. Back stated there are 7 Kentucky Angel Investment Act projects representing 3 Kentucky businesses and 7 investors for a total projected investment of \$300,056 with eligible tax credits of \$75,014. The investor will have 80 calendar days in which to make the planned investment and submit proof of the investment before receiving the tax credit.

Tim Back requested the following proposed Kentucky Angel Investment tax credits be presented as one motion:

Qualified Investor	Qualified Small Business	County	Projected Investment	Potential Tax Credit
Roy T. Toutant	Lepidext, Inc.	Fayette	\$50,000	\$12,500
Brian Aaron Luftman	Thynk Health, LLC	Fayette	\$50,000	\$12,500
John Michael Schlotman	Wendal Inc	Kenton	\$50,028	\$12,507
Jerry Joseph Arrasmith, II	Wendal Inc	Kenton	\$30,008	\$7,502
Paul Thomas Verst	Wendal Inc	Kenton	\$50,000	\$12,500
Corey Paul Grace	Wendal Inc	Kenton	\$20,020	\$5,005

Robert W. Zapp	Wendal Inc	Kenton	\$50,000	\$12,500
7 Projects	3	2	\$300,056	\$75,014

7 Investors

Staff recommended approval of the proposed Angel Investment Tax Credits.

Chad Miller moved to approve the staff recommendation, as presented; Mike Cowles seconded the motion. Motion passed; unanimous.

Kentucky Entertainment Incentive (KEI) Projects (Final)

Chairman Hale called on Tim Bates to present KEI projects to the Authority.

EZ Way Movie LLC

Tim Bates

EZ Way

Tim Bates stated EZ Way Movie LLC plans to produce a Feature-Length Film, EZ Way, in Boone, Campbell and Kenton counties. Production is set to begin as early as April 30, 2022 and is anticipated to end by July 15, 2022. The Company anticipates \$2,398,647 in qualifying payroll expenditures and \$1,577,471 in qualifying non-payroll expenditures for a total of \$3,976,118. The company also anticipates employing 609 Kentucky resident crew members and 26 Non-Kentucky resident crew members for a total production crew of 635.

Staff recommended a total negotiated tax incentive amount of \$1,254,887.

Chad Miller moved to approve the staff recommendation, as presented. Mike Cowles seconded the motion. Motion passed; unanimous.

RTL Productions LLC

Tim Bates

1000-lb Sisters (Season 4)

Tim Bates stated that RTL Productions LLC plans to produce a Television Program, 1,000-lb Sisters, in Caldwell, Fayette, Henderson, Hopkins and Union counties. Production is set to begin as early as May 23, 2022 and is anticipated to end by August 4, 2023. The Company anticipates \$1,587,960 in qualifying payroll expenditures and \$865,165 in qualifying non-payroll expenditures for a total of \$2,453,125. The company also anticipates employing 3 Kentucky resident crew members and 13 Non-Kentucky resident crew members for a total production crew of 16.

Staff recommended a total negotiated tax incentive amount of \$828,121.

Secretary Holly Johnson moved to approve the staff recommendation, as presented. Mike Cowles seconded the motion. Motion passed; unanimous.

PYDO PRODUCTIONS LLC

Tim Bates

Saint Clare

Tim Bates stated that PYDO PRODUCTIONS LLC plans to produce a Feature-Length Film, Saint Clare, in Jefferson County. Production is set to begin as early as May 1, 2022 and is anticipated to end by May 1, 2023. The Company anticipates \$2,296,676 in qualifying payroll expenditures and \$643,303 in qualifying non-payroll expenditures for a total of

\$2,939,979. The company also anticipates employing 225 Kentucky resident crew members and 15 Non-Kentucky resident crew members for a total production crew of 240.

Staff recommended a total negotiated tax incentive amount of \$914,166.

Don Goodin moved to approve the staff recommendation, as presented. Chad Miller seconded the motion. Motion passed; unanimous.

**Americana Entertainment LLC operating as AMERICANA DREAM LLC Tim Bates
Americana Dream**

Tim Bates stated that Americana Entertainment LLC operating as AMERICANA DREAM LLC plans to produce a Feature-Length Film, Americana Dream, in Jefferson County. Production is set to begin as early as May 15, 2022 and is anticipated to end by March 30, 2023. The Company anticipates \$443,763 in qualifying payroll expenditures and \$293,800 in qualifying non-payroll expenditures for a total of \$737,563. The company also anticipates employing 57 Kentucky resident crew members and 18 Non-Kentucky resident crew members for a total production crew of 75.

Staff recommended a total negotiated tax incentive amount of \$233,236.

Chad Miller moved to approve the staff recommendation, as presented. Mike Cowles seconded the motion. Motion passed; unanimous.

Other Business

Quarterly Report - Kentucky Small Business Credit Initiative (KSBCI)

Chairman Hale called on Kylee Palmer to review the KSBCI Quarterly Funding Report for the period ending March 31, 2022. After review, the Authority accepted the report as presented.

Quarterly Amendments

Chairman Hale called on Matthew Wingate to review the Quarterly Amendment Report ending April 28, 2022.

Matthew Wingate stated the Bylaws of the Board of Directors of KEDFA grant authority to the Commissioner of the Department of Financial Services to effectuate minor changes or modifications to existing agreements with approved companies that do not substantively modify contract terms.

Matthew Wingate noted the following amendments has been executed.

KBI

East Bernstadt Cooperage, LLC

Letter Amendment to KBI agreement for company-name change

Staff recommended the authority accept the amendment report and adopt the resolution to ratify the amendment.

Don Goodin moved to approve the staff recommendation, as presented. Mike Cowles seconded the motion. Motion passed; unanimous.

Adjournment

There being no further business, Chairman Hale entertained a motion to adjourn.

Chad Miller moved to adjourn the April KEDFA board meeting; Don Goodin seconded the motion. Motion passed; unanimous.

The meeting adjourned at 11:20 a.m.

**APPROVED
PRESIDING OFFICER:**



J. Don Goodin, Vice-Chairman