

KENTUCKY ECONOMIC DEVELOPMENT FINANCE AUTHORITY

BOARD MEETING

July 28, 2022

MINUTES

Call to Order

The Kentucky Economic Development Finance Authority (KEDFA) convened at 10:00 a.m. on July 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, Tucker Ballinger, Chad Miller, Mike Cowles, Geri Grigsby (Proxy for Secretary Holly Johnson)

Staff Present: Tim Back, Tim Bates, David Brock, Phyllis Bruning, Sarah Butler, Michael Crabtree, Stephanie Cullen, Rachael Dever, Billy Dickinson, Danielle Dunmire, Michelle Elder, Ellen Felix, Joseph Gearon, Krista Harrod, James Johnson, Malcolm Jollie, Craig Kelly, Jacob Leigh, Keaton Lowe, Andy Luttner, Brandon Mattingly, Gabrielle McGee, Craig McKinney, Kristine McNeil, Amy Mills, Jerod Metz, Jeff Noel, Kylee Palmer, Corky Peek, Debbie Phillips, Angelica Sanchez-Vega, Jenny Schenkenfelder, Foster Shrout, Kristina Slattery, Katie Smith, Danielle Tibbitts, Maurice Walker, Connor Wall, Matthew Wingate, Dan Wood, Ashiq Zaman

Others Present: Mike Herrington, Stites & Harbison; Andy Aberdale and Liam Lochhead, Ascend Elements, Inc.; Rose Davidson, Jones Lang LaSalle; Lisa Strevels, Bluegrass Bottling LLC; Christopher Thie and Seth Martindale, CBRE, Inc.; Cheryl Klever, Commerce Lexington; Tammy Costellow, Logan Economic Alliance for Development; Mark Welch, Fulton-Hickman Counties Economic Development Partnership; Chery Moore, Bluegrass Supply Chain Services, LLC; Brad Sowden, LGE-KU; Tim Corrigan, The Rotunda Group; Tim Hughes, Kentucky Department of Agriculture; Sean Orr, Kevin Smith, Jeremy Jarboe and Emily York, Jim Beam Brands; Sara Bowman, Louisville Forward; Greg Williams, CPA; Rich Boer, Forvis, LLP; Jay Hall, Wrigley Media Group; Matt Zoellner, Scott Muphy Daniel; Billy Aldridge, Office of Financial Management; Casey Bolton, Commonwealth Economics; Jeff Lee, Jody Warford, Kyle Lake, Rian Cahill, Casey Dunn, AJ Magner, Thomas Fray, Colleen Scheele, Adam Cobb, Devin Bundrant

Approval of Minutes

Chairman Hale entertained a motion to approve the minutes from the June 30, 2022 regular KEDFA board meeting and executive session.

Chad Miller moved to approve the minutes, as presented; Mike Cowles 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, Monitoring Reports and Auditor Communication

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

Economic Development Fund (EDF) Project

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

Winchester-Clark County Industrial Development Authority Clark County

**Andy Luttner
Debbie Phillips**

Andy Luttner stated the Winchester-Clark County Industrial Development Authority (IDA) was created through a joint venture between the City and the County in 1977. In the early 1980's, the City and the County began to jointly fund the IDA, and the partnership continues today. The EDF funds will be used for grading of a 70-acre site in the Winchester Industrial 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 City of Winchester requested use of \$500,000 in EDF program funds for the benefit of Winchester-Clark County Industrial Development Authority. The project investment is \$2,200,000, 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. Debbie Phillips 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.

Kentucky Enterprise Initiative Act (KEIA) Projects (Extension)

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

Craig Kelly stated 3 companies requested additional time to complete the projects and asked that all 3 be presented as one motion.

<u>Company</u>	<u>County</u>	<u>Extension</u>
T. Marzetti Company	Hart	5 Month
Heaven Hill Distilleries, Inc.	Jefferson	6 Month
Barrell Craft Spirits, LLC	Jefferson	12 Month

Staff recommended approval of the KEIA extension requests.

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

KEIA Projects

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

Logan Aluminum Inc. Logan County

**Corky Peek
Michelle Elder**

Corky Peek stated Logan Aluminum produces flat-rolled aluminum sheets for the beverage can and automotive industries. Logan produces approximately 45% of the aluminum found in the world's beverage cans. The company is a joint-venture and owned by Tri-Arrows Aluminum, Inc., and Novelis Corporation. The company is considering adding production capacity for both its can and automotive business.

Michelle Elder stated the project investment is \$249,800,000 of which \$65,300,000 qualifies as KEIA eligible costs.

Staff recommended the KEIA approved recovery amount of \$1,000,000 for construction materials and building fixtures.

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

Schupan & Sons Inc. Logan County

**Corky Peek
Michelle Elder**

Corky Peek stated Schupan & Sons Inc. began its operations in 1968 in Michigan as a scrap metal recycler. Today, the company processes beverage containers, produces aluminum and plastic parts, trades materials and manages electrical assets. The company is considering constructing a new aluminum processing facility in Logan County.

Michelle Elder stated the project investment is \$22,300,000 of which \$4,800,000 qualifies as KEIA eligible costs.

Staff recommended the KEIA approved recovery amount of \$200,000 for construction materials and building fixtures.

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

Campari America LLC dba Wild Turkey Distillery Anderson County

**Jerod Metz
Debbie Phillips**

Jerod Metz stated Campari America LLC dba Wild Turkey Distillery dates back to the late 1800's when a distillery was founded on the present site near the Kentucky River in Anderson County. For many years, the Wild Turkey Distillery and the bourbon it produces has played a very important role in the heritage, the success, and the notoriety of Kentucky Straight Bourbon Whiskey. The company is considering a new larger distillery to meet growing demands.

Debbie Phillips stated the project investment is \$8,812,810 of which \$3,620,000 qualifies as KEIA eligible costs.

Staff recommended 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.

KBI (Preliminary) and KEIA Projects

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

Owens-Brockway Glass Container Inc. Warren County

**Corky Peek
Michelle Elder**

Corky Peek stated Owens-Brockway Glass Container Inc. is a subsidiary of Owens-Illinois Glass, Inc. (OI). OI is a 90+ year old, Fortune 500 company specializing in the manufacturing of glass products. The company is the largest manufacturer in North America. Owens-Brockway Glass Container Inc. is considering locating a new glass bottle production facility in Bowling Green.

Michelle Elder stated the project investment is \$239,330,000 of which \$116,190,000 qualifies as KBI eligible costs and \$53,000,000 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 140 with an average hourly wage of \$43.00 including benefits. The state wage assessment participation is 3.0% and the City of Bowling Green will participate at 1.0%.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$4,000,000 and the KEIA approved recovery amount of \$1,000,000 for construction materials and building fixtures.

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

Atlas Machine and Supply, Inc. Breckinridge County

**Malcolm Jollie
Michelle Elder**

Malcolm Jollie stated Atlas Machine and Supply, Inc.(Atlas) is a fourth-generation family business founded in 1907 in Louisville, originally formed to focus on the design and manufacture of elevators. Atlas has evolved over time and is heavily engaged in compressed air systems. The company is considering a location in Breckinridge to help meet customer demand.

Michelle Elder stated the project investment is \$3,470,000 all of which qualifies as KBI eligible costs and \$2,000,000 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 78 with an average hourly wage of \$39.00 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 of the date of preliminary approval. 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 tax incentive amount of \$1,250,000 and the KEIA approved recovery amount of \$50,000 for construction materials and building fixtures.

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

**Jim Beam Brands Co.
Nelson County**

**Malcolm Jollie
Michelle Elder**

Malcolm Jollie stated Jim Beam Brands Co. has been producing bourbon since 1795 and has a passion for quality. The Bourbon volume has been steadily growing year over year and with this growth comes the need to expand production capacity. The expansion at the Nelson County facility will include many additions to help meet customer demands.

Michelle Elder stated the project investment is \$436,400,000 all of which qualifies as KBI eligible costs and \$283,860,000 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 51 with an average hourly wage of \$51.00 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 of the date of preliminary approval. 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

KRS 154.32-020 states the following: For any economic development project with an eligible investment of more than \$200 million, the authority may authorize approval to the economic development project based upon terms and incentives applicable to economic development projects locating in an enhanced incentive county. The project will be required to incur eligible costs of at least \$200 million prior to receiving final approval.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$3,000,000 and the KEIA approved recovery amount of \$550,000 for construction materials and building fixtures.

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

**Ascend Elements, Inc.
Nelson County**

**Corky Peek
Michelle Elder**

Corky Peek stated Ascend Elements, Inc. raises the value of the battery supply chain by manufacturing advanced battery materials using valuable elements reclaimed from discarded lithium-ion batteries, including cathode production. The company is considering purchasing land in the Commerce Park II Industrial Park to construct a processing facility.

Michelle Elder stated the project investment is \$310,000,000 all of which qualifies as KBI eligible costs and \$45,000,000 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 250 with an average hourly wage of \$34.00 including benefits. The state wage assessment participation is 5.0%.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$7,500,000 and the KEIA approved recovery amount of \$2,000,000 for construction materials and building fixtures.

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

KBI Projects (Preliminary)

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

**Skilcraft, LLC
Boone County**

**Billy Dickinson
Debbie Phillips**

Billy Dickinson stated Skilcraft, LLC, founded in Burlington Kentucky in 1965, has been a producer of high-quality precision sheet metal components for more than 57 years. In recent years, the company has expanded into the fabrication of components used in the aviation industry, primarily parts for jet engines. The proposed project would include an expansion to its existing facility to add production capacity as well as the purchase of equipment to meet growing demands.

Debbie Phillips stated the total project investment is \$8,440,980 of which \$2,925,490 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 14 with an average hourly wage of \$32.00 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 of the number of full-time employees subject to Kentucky income tax as of the date of preliminary approval or 103 full-time employees subject to Kentucky income tax, which number is based on the company's previous KBI project.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$350,000.

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

**Galls, LLC
Fayette County**

**Andy Luttner
Debbie Phillips**

Andy Luttner stated Galls, LLC is one of the largest distributors of equipment and uniforms to Law Enforcement, Fire, EMS, Corrections, USPS, Federal agencies, US Military, and private corporations. The proposed project would include the expansion of its existing operations to support continued growth.

Debbie Phillips stated the total project investment is \$2,674,000 of which \$1,547,000 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 80 with an average hourly wage of \$23.00 including benefits. The state wage assessment participation is 3.0% and Lexington-Fayette Urban County Government will participate at 1.0%.

The company will be required to maintain a base employment equal to the number of full-time employees subject to Kentucky income tax as of the date of preliminary approval. The project will include multiple locations within Fayette County, Lexington. Only investment costs incurred at 1340 Russell Cave Road will be considered towards calculating eligible costs. Employees and their respective wages at the locations included in the project definition will be eligible for compliance.

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

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

**Bluegrass Supply Chain Services, LLC
Warren County**

**Corky Peek
Michelle Elder**

Corky Peek stated Bluegrass Supply Chain Services, LLC is a third-party/contract logistics provider. The company serves primarily automotive and food manufacturing companies and adds value to customers with warehousing, cross docking, ecommerce fulfillment, light assembly, engineering, and quality support services. Bluegrass Supply Chain Services, LLC is considering a new location in Warren County to help meet customer demand.

Michelle Elder stated the total project investment is \$5,090,000 of which \$3,090,000 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 110 with an average hourly wage of \$26.00 including benefits. The state wage assessment participation is 3.0% and the City of Bowling Green will participate at 1.0%.

The company will be required to maintain a base employment equal to the number of full-time employees subject to Kentucky income tax as of the date of preliminary approval. The project will include multiple locations within Warren County/Bowling Green. Only investment costs incurred at Sunnyside Gott Road will be considered towards calculating eligible costs. Employees and their respective wages at the locations included in the project definition will be eligible for compliance.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$1,750,000.

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

**Italvibras USA, Inc.
Boone County**

**Foster ShROUT
Michelle Elder**

Foster ShROUT stated Italvibras USA, Inc. is a wholly owned subsidiary of Italvibras G. Silingardi S. p. A., who is the market leader in the design and manufacturing of rotary electric vibrators. The company is considering purchasing a new facility in Hebron to grow its business in Northern and Central America.

Michelle Elder stated the project investment is \$4,200,000 all of which qualifies as KBI eligible costs. The highest job target over the term of the agreement is 10 with an average hourly wage of \$29.30 including benefits. The state wage assessment participation is 1.5% and Boone County will participate at .40%.

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

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

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

**Bluegrass Bottling LLC
Garrard County**

**Foster ShROUT
Michelle Elder**

Foster ShROUT stated Bluegrass Bottling LLC is considering a new bottling facility in Garrard County. The company is currently very limited in space at its current location. Bluegrass Bottling is looking to add additional square footage, additional equipment and updating older equipment to be more productive while providing the highest quality work.

Michelle Elder stated the project investment is \$6,250,000 all of which qualifies as KBI eligible costs. The highest job target over the term of the agreement is 27 with an average hourly wage of \$23.00 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 the Kentucky income tax as of the date of preliminary approval.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$405,000.

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

**Poso Creek Family Dairy, LLC
Fulton County**

**Corky Peek
Michelle Elder**

Corky Peek stated Poso Creek Family Dairy, LLC is a dairy operation. The company is considering purchasing property in Fulton County to establish a new 5,000 head dairy operation. The facility could possibly be as large as 1.1 million SF under roof.

Michelle Elder stated the project investment is \$50,207,000 all of which qualifies as KBI eligible costs. The highest job target over the term of the agreement is 60 with an average hourly wage of \$30.00 including benefits. The state wage assessment participation is 5.0%.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$2,500,000.

Don Goodin moved to approve the staff recommendation, as presented; Mike Cowles 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 6 companies requested additional time to complete the projects and asked that all be presented as one motion.

<u>Company</u>	<u>County</u>	<u>Extension</u>
Atlas Air, Inc.	Kenton	12 Month
Audubon Metals LLC	Henderson	12 Month
PatienTech LLC	Mason	12 Month
Resonate Foods Limited Liability Company	Lyon	12 Month
TPB Services, LLC	Bullitt	12Month
Taz Trucking, Inc.	Warren	12Month

Staff recommended approval of the KBI extension requests.

Chad Miller moved to approve the staff recommendation, as presented; Mike Cowles 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 2 companies requested KBI final approval, all of which have modifications since preliminary approval. Ms. Phillips asked that both be presented as one motion.

Modifications:

Bed Wood and Parts, LLC

Christian

Manufacturing

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

Lakeshore Learning Materials, LLC

Woodford

Service or Technology

The company name has changed from Lakeshore Equipment Company dba Lakeshore Learning Materials to Lakeshore Learning Materials, LLC. The total investment and eligible costs have been updated based on 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.

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

Kentucky Reinvestment Act (KRA) Project (Preliminary)

Chairman Hale called on staff to present a KRA preliminary project to the Authority.

**Hydro Aluminum Metals USA, LLC
Henderson County**

**Andy Luttner
Debbie Phillips**

Andy Luttner stated Hydro Aluminum Metals USA, LLC, opened a recycling facility in Henderson Kentucky in 2000, to service the growing market for aluminum billet in the Midwest region of the United States. The facility utilizes clean process scrap, market scrap and a small amount of primary aluminum to produce aluminum alloy for extrusion customers.

The company states the proposed investment in the facility will enhance and expand the output and allow continued growth by increasing the capacity, efficiency and productivity and retain the existing full-time jobs. The company states the reinvestment would not be economically feasible if not for the KRA incentives.

Debbie Phillips stated the project investment is \$8,829,990 of which \$4,414,995 qualifies as KRA eligible costs. The job retention requirement over the term of the agreement is 85% of the number of full-time jobs at the project location as of preliminary approval.

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

Mike Cowles moved to approve the staff recommendation, as presented; Tucker Ballinger 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.

Tim Back stated there are 10 Kentucky small businesses, from 6 counties with qualifying tax credits of \$109,000. The 10 businesses created 32 jobs and invested \$368,528 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
Administrative Processing & Services, LLC	Fayette	15	8	\$20.53	\$30,395	\$25,000
Carey Sign Company, LLC	Nelson	2	2	\$19.26	\$69,538	\$7,000
CE Holdings, LLC	Marshall	1	1	\$13.50	\$84,990	\$3,500
Complete Restoration LLC	Henderson	4	2	\$18.60	\$24,846	\$7,000
Conners Flooring Solutions, Inc.	Jefferson	2	1	\$16.00	\$5,000	\$3,500
Engenesys, LLC	Boone	2	6	\$32.13	\$22,928	\$21,000
Farm to Bagel Lex, Inc.	Fayette	6	1	\$15.00	\$6,455	\$3,500
JDR LLC	Jefferson	10	1	\$21.40	\$7,252	\$3,500
Solar Energy Solutions LLC	Fayette	15	6	\$26.40	\$102,618	\$21,000
Team Wolf, Inc	Jefferson	3	4	\$21.53	\$14,506	\$14,000

Staff recommended approval of the tax credits.

Chad Miller moved to approve the staff recommendation, as presented; Don Goodin 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.

Tim Back stated there are 8 Kentucky Angel Investment Act projects representing 5 Kentucky businesses and 8 investors for a total projected investment of \$550,024 with eligible tax credits of \$137,506. 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
Herbert W. Perkins III	Goodmaps Inc.	Jefferson	\$100,000	\$25,000
Benjamin William Hager	Lepidext, Inc.	Fayette	\$10,000	\$2,500

Preetpal Singh Sidhu	Lepidext, Inc.	Fayette	\$100,000	\$25,000
Zachary Cole Aebersold	Lepidext, Inc.	Fayette	\$20,000	\$5,000
John Henderson Drury	Lepidext, Inc.	Fayette	\$20,000	\$5,000
David L. Goodnight	Parasight System Inc.	Fayette	\$50,000	\$12,500
John E Pappas	Rave On Sports, LLC	Fayette	\$50,000	\$12,500
Craig D. Sumerel	Wendal Inc	Kenton	\$200,024	\$50,006

Staff recommended approval of the proposed Angel Investment tax credits.

Don Goodin moved to approve the staff recommendation, as presented; Tucker Ballinger 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.

Love at the Lake House LLC Love at the Lake House

Tim Bates

Tim Bates stated that Love at the Lake House LLC plans to produce a Feature-Length Film, Love at the Lake House, in Jefferson and Oldham Counties. Production is set to begin as early as July 30, 2022 and is anticipated to end by October 30, 2022. The Company anticipates \$1,558,060 in qualifying payroll expenditures and \$1,462,700 in qualifying non-payroll expenditures for a total of \$3,020,760. The company also anticipates employing 73 Kentucky resident crew members and 39 Non-Kentucky resident crew members for a total production crew of 112.

Staff recommended a total negotiated tax incentive amount of \$938,004.

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

Sunshine Films Florida LLC Twisted Sister

Tim Bates

Tim Bates stated that Sunshine Films Florida LLC plans to produce a Feature-Length Film, Twisted Sister, in Jefferson County. Production is set to begin as early as September 1, 2022 and is anticipated to end by November 1, 2022. The Company anticipates \$387,000 in qualifying payroll expenditures and \$165,000 in qualifying non-payroll expenditures for a total of \$552,000. The company also anticipates employing 15 Kentucky resident crew members and 22 Non-Kentucky resident crew members for a total production crew of 37.

Staff recommended a total negotiated tax incentive amount of \$168,950.

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

**Sunshine Films Florida LLC
Dance for Me**

Tim Bates

Tim Bates stated that Sunshine Films Florida LLC plans to produce a Feature-Length Film, Dance for Me, in Jefferson County. Production is set to begin as early as September 1, 2022 and is anticipated to end by November 1, 2022. The Company anticipates \$622,000 in qualifying payroll expenditures and \$278,000 in qualifying non-payroll expenditures for a total of \$900,000. The company also anticipates employing 15 Kentucky resident crew members and 22 Non-Kentucky resident crew members for a total production crew of 37.

Staff recommended a total negotiated tax incentive amount of \$274,750.

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

**Dandelion LLC
Dandelion**

Tim Bates

Tim Bates stated that Dandelion LLC plans to produce a Feature-Length Film, Dandelion, in Boone, Campbell, and Kenton Counties. Production is set to begin as early as September 5, 2022 and is anticipated to end by November 4, 2022. The Company anticipates \$690,617 in qualifying payroll expenditures and \$413,767 in qualifying non-payroll expenditures for a total of \$1,104,384. The company also anticipates employing 150 Kentucky resident crew members and 14 Non-Kentucky resident crew members for a total production crew of 164.

Staff recommended a total negotiated tax incentive amount of \$353,813.

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

**Prosper Media Group, Inc.
Downstream: Bullitt, Marshall, & Mercer Counties 2022**

Tim Bates

Tim Bates stated that Prosper Media Group plans to produce a Documentary, Downstream: Bullitt, Marshall, & Mercer Counties 2022, in Bullitt, Marshall, and Mercer Counties. Production is set to begin as early as August 1, 2022 and is anticipated to end by December 31, 2022. The company anticipates \$19,108 in qualifying payroll expenditures and \$11,120 in qualifying non-payroll expenditures for a total of \$30,228. The company also anticipates employing 8 Kentucky resident crew members and 0 Non-Kentucky resident crew members for a total production crew of 8.

Staff recommended a total negotiated tax incentive amount of \$10,207.

Mike Cowles moved to approve the staff recommendation, as presented. Chad Miller 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 June 30, 2022. After review, the Authority accepted the report as presented

Chairman Hale read the Resolutions of Recognition for Brittany Cox and Steve Vest.

Mike Cowles moved to approve the resolutions as presented. Chad Miller seconded the motion. Motion passed unanimous.

Adjournment

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

Don Goodin moved to adjourn the July KEDFA board meeting; Tucker Ballinger seconded the motion. Motion passed; unanimous.

The meeting adjourned at 11:15 a.m.

**APPROVED
PRESIDING OFFICER:**



J. Don Goodin, Vice-Chair