

# KENTUCKY ECONOMIC DEVELOPMENT FINANCE AUTHORITY

## BOARD MEETING DECEMBER 12, 2024

### MINUTES

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#### Call to Order

The Kentucky Economic Development Finance Authority (KEDFA) convened in person and virtually at 10:06 a.m. on December 12, 2024, at the Cabinet for Economic Development, Mayo Underwood Building, Hearing Room 1<sup>st</sup> floor, 500 Mero Street 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, Executive Director Shandeep Dutta (proxy for Secretary Holly Johnson), Chad Miller, Mike Cowles

**Staff Present:** Raven Aiken, Tim Back, Tim Bates, Joie Bieger, Casadi Bramer, David Brock, Phyllis Bruning, Ashlee Chilton, Stephanie Cullen, Rachael Dever, Colin Dodd, Breanna Dolan, Danielle Dunmire, Michelle Elder, Ellen Felix, Joseph Gearon, Krista Harrod, Malcolm Jollie, Matt Jordan, Craig Kelly, Molly Lancaster, Marilyn Lebourveau, Jacob Leigh, Andy Luttner, Shannon MacDonald, Brandon Mattingly, Gabrielle McGee, Camryn McManis, Amy Mills, Scott Moseley, Nasim Moula, Jeff Noel, Andrew Osborne, Kylee Palmer, Cody Pennington, Corky Peek, Brittany Petty, Dawn Powers, Cate Prather, Jennifer Schenkenfelder, Kristina Slattery, Katie Smith, Christopher Snyder, Beth Sturm, Brennan Tucker, Maurice Walker, Connor Wall, Matthew Wingate, Dan Wood, Tori Wood, Colin Wright, Ashiq Zaman and Chad Zimlich

**Others Present:** Mike Herrington and Nicholas Lococo, Stites and Harbison; Alex Staffieri, Frost Brown Todd; Mike Kalinyak, Embry Merritt Womack Nance, PLLC; Matt Zoellner, Scott Murphy & Daniel, LLC; Sierra Enlow and Drew Jenkins, Cornerstone Strategies; Brad Thomas, Kentucky's Touchstone Energy Cooperatives; Abigail Fletcher and Clark Welch, Greater Louisville Inc.; Jeremy Worley and Riley McLaren, BE NKY; Falon McFarland and Cheryl Klever, Commerce Lexington; Naomi Sutton, Kentucky Education & Labor Cabinet; Audrey Hacker, MWM Consulting; Ron Burse and Grace Ghorbanian, Louisville Economic Development Alliance; Elizabeth Griffith Mudd, Kentucky Lake Economic Development; Matthew Glowicki, Courier Journal; Michael Sullivan and Mark Lebovitz, L2 Aviation Solutions, LLC; William Downey and John Cooper, Toyota Motor Manufacturing, Kentucky, Inc.; Sarah Fontaine, 502 Film; Anne-Tyler Morgan and Kara Legg, McBrayer PLLC; Rodney Wisecarver, HBF Development; Karen Robinson, Muhlenberg Economic Growth Alliance; Ron McMahan, Team Taylor County; Jamie Goldsmith and Bryan Houston

#### Approval of Minutes

Chairman Hale entertained a motion to approve the minutes from October 31, 2024 regular

KEDFA board meeting.

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

### **Approved/Undisbursed Report**

Chairman Hale called on Krista Harrod 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.

### **Kentucky Product Development Initiative (KPDI-EDF) Projects**

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

#### **Bell County Economic Development Foundation, Inc. Bell County**

#### **Malcolm Jollie Raven Aiken**

Malcolm Jollie stated the Bell County Fiscal Court on behalf of the Bell County Economic Development Foundation, Inc. is seeking to engage in site preparation and earthwork for the Flash SteelWorks site in Middlesboro. This project was a potential infrastructure project identified by an independent site selection consultant as having the potential for future investment/location of an economic development project.

Raven Aiken stated Bell County Fiscal Court requested the use of \$2,000,000 in KPDI-EDF program funds for the benefit of the Bell County Economic Development Foundation, Inc. The project investment is \$6,131,127 and the proposed KPDI-EDF funds will be used to offset costs associated with this project.

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

Staff recommended approval of the KPDI-EDF request.

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

#### **Shelby County Industrial and Development Foundation Shelby County**

#### **Andy Luttner Joseph Gearon**

Andy Luttner stated the Shelby County Fiscal Court on behalf of the Shelby County Industrial and Development Foundation is acquiring 65 acres, extending infrastructure, and building an access road at 1198 Joyes Station Road. The project was identified by an independent site selection consultant as having the potential for future investment/location of an economic development project.

Joseph Gearon stated the Shelby County Fiscal Court requested the use of \$2,000,000 in KPDI-EDF program funds for the benefit of the Shelby County Industrial and Development

Foundation. The project investment is \$11,460,000 and the proposed KPDI-EDF funds will be used to offset costs associated with this project.

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

Staff recommended approval of the KPDI-EDF request.

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

**Keaton Lane Industrial Development Authority, Inc.  
Franklin and Anderson Counties**

**Colin Dodd  
Raven Aiken**

Colin Dodd stated the Franklin County Fiscal Court on behalf of Keaton Lane Industrial Development Authority, Inc. is seeking to acquire the site and perform due diligence and road and infrastructure improvements for the creation of the Keaton Lane Industrial Park. This is a regional project with support from Franklin and Anderson counties. This project was identified by an independent site selection consultant as having the potential for future investment/location of an economic development project.

Raven Aiken stated the Franklin County Fiscal Court requested the use of \$4,000,000 in KPDI-EDF program funds for the benefit of the Keaton Lane Industrial Development Authority, Inc. The project investment is \$8,000,000 and the proposed KPDI-EDF funds will be used to offset costs associated with this project.

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

Staff recommended approval of the KPDI-EDF request.

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

**KPDI Grant Modification**

Chairman Hale called on staff to present the KPDI Grant Modification request to the Authority.

**Southeast Kentucky Industrial Development Authority  
Knox County**

**Casadi Bramer**

On April 27, 2023, KEDFA approved a KPDI grant for Southeast Kentucky Industrial Development Authority, Inc. The grant is to be used to construct a 105,000 square foot speculative building on Lot #7 in the Southeast Kentucky Business Park. The original grant is \$1,892,000. No disbursement requests on this grant are permitted after September 30, 2024.

Due to a delay in procurement of materials and unforeseen delays with the contractor, Southeast Kentucky Industrial Development Authority is requesting a one-year extension of the allowable draw period, from September 30, 2024, to September 30, 2025. This will allow grant

proceeds to be used to continue work on the project. All other terms and conditions remain the same.

Staff recommends approval.

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

### **KJRA Project (Supplemental)**

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

#### **Toyota Motor Manufacturing, Kentucky, Inc. Scott County**

**Andy Luttner  
Michelle Elder**

Andy Luttner stated Toyota Motor Manufacturing, Kentucky, Inc., known as TMMK, in Georgetown represents Toyota's first wholly-owned manufacturing facility, first hybrid production facility and the first Lexus production facility in the United States. Additionally, the manufacturing facility is the company's largest plant in the world, which includes 9.2 million square feet with a production capacity of 550,000 vehicles, 600,000+ engines and assembles the Hydrogen Fuel-Cell stacks for the Class 8 trucks annually. TMMK currently builds the Camry Hybrid, RAV4 Hybrid and Lexus ES, and the facility also machines and assembles four-cylinder & V-6 engines. The proposed project is to construct a new and expansive paint shop featuring the latest in Toyota Paint Technologies, which will reduce the energy and water used and expand the ability to produce variations and options for colors. The proposed updates further advance the company's competitiveness and progress towards their CO2 reduction goals.

Michelle Elder stated the fourth supplemental project investment is \$922,644,000 of which \$691,983,000 qualifies as KJRA eligible costs. The highest job target over the term of the agreement is 8,950. The state wage assessment is 3.2% (80% of the individual income tax rate imposed by KRS 141.020). The City of Georgetown and Scott County Fiscal Court support the project and will contribute a combined 1 % (0.5% each) of its local occupational tax.

Total cumulative investment of \$3,718,569,000 to be achieved by March 31, 2028. If the investment is less than \$3,718,569,000, the Total Negotiated Tax Incentive Amount will be reduced to equal the sum of \$240,000,000 (original, first, second and third supplemental incentive amount) plus 3.0% of the investment above \$2,795,925,000 (original, first, second and third supplemental projected investment). The term of the Agreement matures on March 31, 2034. TMMK will be subject to automatic reduction of available incentives for the succeeding fiscal year upon failure to achieve ninety percent (90%) of the job target in any year of the agreement term. The maximum annual incentive for the fiscal year following the year in which TMMK achieves less than 90% of the job target shall be reduced pro rata to the percentage of job target achieved for the prior fiscal year. The company will also be subject to suspension of claiming incentives for the succeeding fiscal year upon failure to achieve a job target of 7,750 full-time, Kentucky resident employees in any year of the agreement term after March 31, 2023. The amount not claimed during the suspension may be used as a carryforward amount in future years once compliance is confirmed.

Staff recommended approval of an increase in the KJRA negotiated tax incentive amount to \$267,500,000.

Mike Cowles moved to approve the staff recommendation as presented; Chad Miller seconded

the motion. Motion passed; unanimous.

**KBI Project (Amendment)**

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

**INOAC Group North America, LLC  
Washington County**

**Rachael Dever**

INOAC Group North America, LLC received final approval on October 30, 2014, for a KBI project to expand the manufacturing facility located at 70 East Industry Drive in Springfield, Kentucky which provides parts to Toyota. The project activated on January 1, 2016. Effective January 1, 2023, the company assigned its employees to its affiliate, INOAC Holdings LLC, a Kentucky limited liability company. The Company is requesting that INOAC Holdings LLC be added as an Approved Affiliate to the Tax Incentive Agreement so that the employees qualify for wage assessments and count toward the job creation requirements of the program. All other aspects of the project remain the same.

Staff recommended approval.

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

**KRA Project (Amendment)**

Chairman Hale called on staff to present the KRA project amendment request to the Authority.

**Brown-Forman Distillery, Inc.  
Jefferson County**

**Danielle Dunmire**

Brown-Forman Distillery, Inc. received final approval for a KRA project on October 26, 2023. Subsequent to the execution and delivery of the Reinvestment Agreement, the Company notified the Authority that the number of Full-Time Employees at the time of Preliminary Approval was reported incorrectly, as non-Kentucky residents were included in error. The Company had 21 Full-Time Employees at the time of Preliminary Approval rather than 35 as originally reported. Since the original agreement defines an Eligible Company as an entity that employs or intends to employ a minimum of 25 Full-Time Employees, which the Company achieved as of final approval, the Job Retention Requirement is being amended to an annual average of 25 Full-Time Employees. All other aspects of the project remain the same.

Staff recommended approval.

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 on staff to present the KEIA extension requests to the Authority.

Craig Kelly stated 18 companies requested additional time to complete the projects and asked that all 18 be presented as one motion.

<b>Company</b>	<b>County</b>	<b>Extension</b>
Automotive Service Products, Inc.	Boone	6 months
J & D Distilling Company, LLC	Washington	6 months
Maker's Mark Distillery, Inc.	Marion	6 months
Martin County Solar, LLC	Martin	6 months
Toyota Boshoku America, Inc.	Christian	6 months
Brothers Wright Distilling Co LLC	Pike	12 months
Danimer Scientific Kentucky, Inc.	Clark	12 months
Heaven Hill Distilleries, Inc. - 23662	Nelson	12 months
Heaven Hill Distilleries, Inc. - 22373	Nelson	12 months
Heaven Hill Distilleries, Inc. - 117655	Nelson	12 months
Hyster-Yale Group, Inc.	Madison	12 months
Kentuckiana Curb Company, Inc.	Shelby	12 months
Kentucky Aluminum Processors, LLC	Logan	12 months
McKesson Corporation	Bullitt	12 months
Michelin North America, Inc.	Jefferson	12 months
Nucor Corporation	Meade	12 months
Southern Coil Solutions, LLC	Warren	12 months
Verst Group Logistics, Inc.	Grant	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.

#### **UniFirst Corporation Daviess County**

**Brittany Petty  
Michelle Elder**

Brittany Petty stated UniFirst is one of North America's largest workwear company that services over 200 facilities across the US, Canada, and Europe. With operating facilities already in Fayette and Jefferson County, UniFirst is looking to expand its operation in Daviess County.

Michelle Elder stated the project investment is \$27,685,000 of which \$16,500,000 qualifies as KEIA eligible costs. The approved recovery amount is \$250,000, of which \$160,000 is for construction material and building fixtures and \$90,000 is for R&D and/or electronic processing equipment.

Staff recommended the KEIA approved recovery amount of \$250,000.

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

#### **Ingersoll-Rand Industrial U.S., Inc. Taylor County**

**Ashlee Chilton  
Michelle Elder**

Ashlee Chilton stated Ingersoll-Rand Company has operated in Campbellsville for 55 years. The site assembles Reciprocating and Rotary compressor packages sold through various channel partners including retail outlets, national accounts, online, catalog, distribution and company owned customer centers. The company is looking to improve and expand its operations in

Campbellsville to meet future potential growth opportunities.

Michelle Elder stated the project investment is \$5,083,009 of which \$3,304,173 qualifies as KEIA eligible costs. The approved recovery amount is \$175,000 for construction materials and building fixtures.

Staff recommended the KEIA approved recovery amount of \$175,000.

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

**Pendleton Hills Inc.  
Pendleton County**

**Cate Prather  
Raven Aiken**

Cate Prather stated Pendleton Hills is considering building a Glamping/RV Destination Resort with golf, entertainment, restaurant, and activities as a tourism attraction in northern Kentucky. Several indoor and outdoor amenities will be available along with a wedding venue. The tourism development will serve as a catalyst for economic growth in the area.

Raven Aiken stated the project investment is \$19,570,760 of which \$18,285,760 qualifies as KEIA eligible costs. The approved recovery amount is \$450,000 for construction materials and building fixtures.

Staff recommended the KEIA approved recovery amount of \$450,000.

Mike Cowles moved to approve the staff recommendation, as presented; Don Goodin 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 Authority.

**Flex Films (USA) Inc.  
Hardin County**

**Malcolm Jollie  
Raven Aiken**

Malcolm Jollie stated Flex Films (USA) Inc., a wholly owned subsidiary of Uflex Ltd., is an advanced engineered plastic film manufacturing facility. The company is considering an expansion of the Hardin County facility.

Raven Aiken stated the project investment is \$18,715,350 of which \$7,650,000 qualifies as KBI eligible costs and \$4,182,000 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 34 with an average hourly wage of \$31.00 including benefits. The state wage assessment participation is 2.4% and the City of Elizabethtown will participate at 1%.

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.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$400,000 and 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.

**ISCO Industries, Inc.  
Jefferson County**

**Malcolm Jollie  
Raven Aiken**

Malcolm Jollie stated that ISCO Industries, Inc. was founded in 1962 and has become a leading provider of HDPE pipes, fittings, and custom fabrication. The company is considering locating in a Jefferson County facility.

Raven Aiken stated the project investment is \$12,750,000 of which \$8,950,000 qualifies as KBI eligible costs and \$7,000,000 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 50 with an average hourly wage of \$27.25 including benefits. The state wage assessment participation is 2.4% and Louisville Metro will participate at 1%.

The project will include multiple locations within Louisville/Jefferson County. Only investment costs incurred at 5821 Johnsontown 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. 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 131 full-time employees.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$450,000 and the KEIA approved recovery amount of \$150,000 for construction materials and building fixtures.

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

**Cinis Fertilizer LLC  
Christian County**

**Corky Peek  
Michelle Elder**

Corky Peek stated Cinis Fertilizer LLC is considering the construction of a green, fertilizer production plant to be located adjacent to Ascend Elements. The company will produce environmentally friendly mineral fertilizer from a byproduct of Ascend Elements.

Michelle Elder stated the project investment is \$109,200,000 of which all qualifies as KBI eligible costs and \$25,000,000 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 65 with an average hourly wage of \$38.00 including benefits. The state wage assessment participation is 4%.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$1,500,000 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; Mike Cowles seconded the motion. Motion passed, unanimous.

**KBI Projects (Preliminary)**

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

**Nexigen Communications, L.L.C.  
Campbell County**

**Scott Moseley  
Raven Aiken**

Scott Moseley stated Nexigen Communications, L.L.C. was founded in 2003 and is a privately

managed IT firm headquartered in Newport, KY that specializes in cybersecurity, cloud services, outsourced IT solutions, and managed network support for businesses nationwide. Due to continued growth, Nexigen is looking to expand its operations.

Raven Aiken stated the project investment is \$4,350,000 of which all qualifies as KBI eligible costs. The highest job target over the term of the agreement is 43 with an average hourly wage of \$49.61 including benefits. The state wage assessment participation is 2.4% and the City of Newport will participate at 1%.

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.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$900,000.

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

**Toyo Seat USA Corporation  
Fleming County**

**Brittany Petty  
Michelle Elder**

Brittany Petty stated Toyo Seat USA Corp was founded in Imlay City, MI in 1989 to manufacture automotive seating for Ford. Since inception Toyo Seat USA Corp has expanded its USA business to include manufacturing in Kentucky. The company is considering the Fleming County location to help support the production of multiple supporting OEM's.

Michelle Elder stated the project investment is \$1,015,625 of which all qualifies as KBI eligible costs. The highest job target over the term of the agreement is 73 with an average hourly wage of \$21.10 including benefits. The state wage assessment participation is 4%.

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.

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; Chad Miller seconded the motion. Motion passed, unanimous.

**Greenville Manufacturing Kentucky, LLC  
Muhlenberg County**

**Ashlee Chilton  
Michelle Elder**

Ashlee Chilton stated Greenville Manufacturing Kentucky, LLC is a manufacturer of machinery and provider of support services to many processing industries, including biomass. The company is looking to expand and consolidate its facility in Muhlenberg County.

Michelle Elder stated the project investment is \$16,204,920 of which \$11,102,460 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 250 with an average hourly wage of \$26.07 including benefits. The state wage assessment participation is 4%.

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.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$7,000,000.

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

**L2 Aviation Solutions, LLC  
Boone County**

**Cate Prather  
Raven Aiken**

Cate Prather stated L2 Aviation was established in 1997 and specializes in comprehensive avionics with design, consulting, manufacturing, modifications, and installation services. The company is considering locating in Boone County to expand its operations.

Raven Aiken stated the project investment is \$6,621,510 of which \$4,010,755 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 250 with an average hourly wage of \$37.55 including benefits. The state wage assessment participation is 1.2% and Boone County will participate at 0.4%.

The project will include multiple locations within Erlanger/Boone County. Only investment costs incurred at 82 Comair Boulevard 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 \$3,500,000.

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

**Danos Seasoning LLC dba Dan-O's Seasoning LLC  
Jefferson County**

**Malcolm Jollie  
Raven Aiken**

Malcolm Jollie stated Danos Seasoning LLC was founded in 2015 and is a consumer-packaged goods company specializing in retail and e-commerce sales of seasoning products. The company is considering an expansion of its Jefferson County facility.

Raven Aiken stated the project investment is \$4,726,872 of which \$3,166,872 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 30 with an average hourly wage of \$33.74 including benefits. The state wage assessment participation is 2.4% and Louisville Metro will participate at 1%.

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.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$420,000.

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

**HBF Grading LLC  
Bullitt County**

**Scott Moseley  
Raven Aiken**

Scott Moseley stated HBF Grading LLC believes in the power of room to roam and regenerative farming to produce high-quality chicken eggs. The company is considering locating in Bullitt County to create an egg grading facility.

Raven Aiken stated the project investment is \$23,200,000 of which all qualifies as KBI eligible costs. The highest job target over the term of the agreement is 100 with an average hourly wage of \$35.00 including benefits. The state wage assessment participation is 4%.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$2,650,000.

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

**M-D Building Products Inc  
Jefferson County**

**Cate Prather  
Raven Aiken**

Cate Prather stated M-D Building Products Inc is a leader in domestic manufacturing of building products. The company is considering expanding operations in Jefferson County.

Raven Aiken stated the project investment is \$6,504,530 of which \$300,000 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 15 with an average hourly wage of \$25.61 including benefits. The state wage assessment participation is 2.4% and Louisville Metro will participate at 1%.

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 city of Louisville. Only investment costs incurred at 6910 Preston Hwy 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 \$200,000.

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 staff to present the KBI extension requests to the Authority.

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

<u>Company</u>	<u>County</u>	<u>Extension</u>
Southern Star Central Gas Pipeline, Inc	Daviess	3 months
INOAC Group North America, LLC Retroactive to 10/31/2024	Washington	12 months
XPO Logistics Freight, Inc.	Jefferson	12 months

The Fechheimer Brothers Company	LaRue	12 months
Kentucky Bourbon Distillers, LTD	Washington	12 months
Lakeshore Learning Materials, LLC	Woodford	12 months
Universal Piping Industries, Inc.	Scott	12 months

Staff recommended approval of the KBI extension requests.

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

**KBI Projects (Final)**

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

Michelle Elder stated 5 companies requested KBI final approval, 4 of the 5 have modifications since preliminary approval. Ms. Elder asked that all 5 be presented as on motion.

**Modifications:**

<b>Company</b>	<b>County</b>	<b>Activity</b>
<b>Rip Technologies LLC</b>	<b>Montgomery</b>	<b>Manufacturing</b>

No modifications since preliminary approval.

<b>Commonwealth Rolled Products, Inc.</b>	<b>Hancock</b>	<b>Manufacturing</b>
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Total investment and eligible costs have been updated based on the current projections. State wage assessment has been updated to reflect the current rate. All other aspects of the project remain the same.

<b>Convenance Manufacturing LLC</b>	<b>Owen</b>	<b>Manufacturing</b>
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Total investment and eligible costs have been updated based on the current projections. State wage assessment has been updated to reflect the current rate. All other aspects of the project remain the same.

<b>Horse Soldier Farms LLC</b>	<b>Pulaski</b>	<b>Manufacturing</b>
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Company name has changed from American Freedom Distillery, LLC to Horse Soldier Farms LLC. Total investment and eligible costs have been updated based on the current projections. State wage assessment has been updated to reflect the current rate. All other aspects of the project remain the same.

<b>Joe Leasure &amp; Sons, Inc.</b>	<b>Hopkins</b>	<b>Manufacturing</b>
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Total investment and eligible costs have been updated based on the current projections. State wage assessment has been updated to reflect the current rate. All other aspects of the project remain the same.

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

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

## **Kentucky Entertainment Incentive (KEI) Projects (Final)**

Chairman Hale called on staff to present KEI projects to the authority.

### **Keystone Productions, LLC**

**Tim Bates**

#### **Reunion Impossible**

Tim Bates stated that Keystone Productions, LLC plans to produce a Television Program, Reunion Impossible, in Fayette County. Production is set to begin as early as December 16, 2024 and is anticipated to end by July 31, 2025. The company anticipates \$316,850 in qualifying payroll expenditures and \$337,000 in qualifying non-payroll expenditures for a total of \$653,850. The company also anticipates employing 20 Kentucky resident crew members and 12 non-Kentucky resident crew members for a total production crew of 32.

Staff recommended a total eligible tax incentive amount of \$209,368.

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

### **Bachelor Santa Movie LLC**

**Brennan Tucker**

#### **Bachelor Santa**

Brennan Tucker stated that Bachelor Santa Movie LLC plans to produce a Feature-Length Film, Bachelor Santa, in Bullitt and Daviess counties. Production is set to begin as early as December 12, 2024, and is anticipated to end by February 28, 2025. The company anticipates \$842,027 in qualifying payroll expenditures and \$495,713 in qualifying non-payroll expenditures for a total of \$1,337,740. The company also anticipates employing 45 Kentucky resident crew members and 63 non-Kentucky resident crew members for a total production crew of 108.

Staff recommended a total eligible tax incentive amount of \$435,290.

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

### **Christmas Pitch LLC**

**Matt Jordan**

#### **The Christmas Pitch**

Matt Jordan stated that Christmas Pitch LLC plans to produce a Feature-Length Film, The Christmas Pitch, in Bullitt and Hopkins counties. Production is set to begin as early as December 12, 2024 and is anticipated to end by February 28, 2025. The company anticipates \$628,813 in qualifying payroll expenditures and \$302,079 in qualifying non-payroll expenditures for a total of \$930,892. The company also anticipates employing 32 Kentucky resident crew members and 57 non-Kentucky resident crew members for a total production crew of 89.

Staff recommended a total eligible tax incentive amount of \$325,812.

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

## **Kentucky Small Business Tax Credit (KSBTC) Projects**

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

Tim Back stated there are 75 Kentucky small businesses, from 36 counties with qualifying tax credits of \$723,200. The 75 businesses created 212 jobs and invested \$3,434,104 in qualifying

equipment and/or technology.

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

<b>Small Business</b>	<b>County</b>	<b>Beginning Employment</b>	<b>Eligible Positions</b>	<b>Average Hourly Wage</b>	<b>Qualifying Equipment/Technology</b>	<b>Tax Credit Amount</b>
270 Air LLC	Graves	0	1	\$67.31	\$38,500	\$3,500
Accounting & Tax Professionals, LLC	Hardin	2	1	\$21.00	\$6,277	\$3,500
ACE Consulting Company LLC	Jessamine	35	6	\$33.43	\$41,495	\$21,000
Affordable Overhead Garage Doors LLC	Hardin	9	3	\$19.50	\$14,538	\$10,500
Apostoli Coffee Inc.	Hardin	0	1	\$15.39	\$5,800	\$3,500
AU Associates, Inc.	Fayette	24	6	\$20.31	\$23,910	\$21,000
BEH Physical Therapy, LLC	Madison	2	2	\$32.96	\$7,074	\$7,000
Bethany Hicks Agency, LLC	Fayette	10	1	\$28.64	\$5,445	\$3,500
Bison Services, LLC	Bracken	8	3	\$24.25	\$66,357	\$10,500
BK Designs & Blanks LLC	Washington	7	8	\$17.90	\$31,645	\$25,000
Bluegrass Bean Counter, PLLC	Scott	4	1	\$19.23	\$5,052	\$3,500
BMI Pallets, LLC	Marshall	7	2	\$20.00	\$36,183	\$7,000

Bostick Management Company LLC	Boyle	1	1	\$21.29	\$50,974	\$3,500
Bradley's Body Shop, Inc.	Ohio	3	1	\$15.00	\$17,983	\$3,500
Busche Industries Co	Grayson	11	3	\$17.72	\$55,160	\$10,500
Carpet Specialists, Inc.	Jefferson	35	1	\$22.05	\$17,000	\$3,500
Cascade Wheel Weights Inc.	Logan	0	8	\$29.54	\$26,188	\$25,000
CC Auto, LLC	Mercer	15	1	\$21.00	\$6,263	\$3,500
Clays Mill Veterinary Clinic, Inc.	Fayette	6	2	\$42.50	\$9,090	\$7,000
CMC Electric LLC	McCracken	0	1	\$24.85	\$28,900	\$3,500
CMec LLC	Jefferson	1	2	\$22.38	\$46,374	\$7,000
Cornerstone Engineering, Inc.	Jefferson	17	7	\$26.08	\$34,969	\$24,500
Cornerstone Geotech Services LLC	Jefferson	0	8	\$28.92	\$62,345	\$25,000
D-Crane Rental, LLC	Boone	12	3	\$40.24	\$50,797	\$10,500
Design Comfort Heating & Air, LLC	Kenton	17	3	\$21.86	\$39,489	\$10,500
Diamond Landscapes, Inc.	Fayette	31	2	\$27.54	\$9,948	\$7,000

Donahue Mechanical, Inc.	Rowan	23	3	\$18.33	\$14,000	\$10,500
E & L Electric LLC	Nicholas	25	4	\$20.63	\$40,877	\$14,000
Essential Glow Aesthetics LLC	Muhlenberg	2	1	\$17.75	\$28,900	\$3,500
First Financial ATMs, LLC	Oldham	0	2	\$22.68	\$8,940	\$7,000
FWK & Associates PLLC	Fayette	12	1	\$28.61	\$5,803	\$3,500
Garnet Gazelle Inc	Laurel	1	1	\$16.34	\$6,285	\$3,500
Hargis & Associates, LLC	Logan	17	1	\$20.00	\$6,577	\$3,500
Hayes Contracting, LLC	Jefferson	2	2	\$27.00	\$63,839	\$7,000
Hogan Real Estate Company	Jefferson	17	3	\$51.39	\$14,987	\$10,500
Holley Homes and Construction, LLC	Hardin	2	1	\$16.00	\$171,497	\$3,500
IPGREALKY, LLC	Jefferson	2	1	\$25.00	\$45,529	\$3,500
Jobe Publishing, Inc.	Hart	42	4	\$13.38	\$14,880	\$14,000
Kentucky Machinery Company, LLC	Madison	10	2	\$85.11	\$679,169	\$7,000
KNW Services, Inc.	Jefferson	2	2	\$16.50	\$5,227	\$5,200

Landscapers Corner, Inc.	Fayette	4	1	\$34.81	\$25,140	\$3,500
Leap Group Network, LLC	Jefferson	24	7	\$37.78	\$92,522	\$24,500
Legacy Senior Care, LLC	Christian	13	5	\$12.68	\$15,644	\$15,600
LexTro Inc	Fayette	3	2	\$17.00	\$26,000	\$7,000
Lighthouse Electric LLC	Jefferson	7	1	\$19.00	\$37,488	\$3,500
Long Building Systems LLC	Fayette	2	5	\$31.91	\$32,500	\$17,500
Matly Digital Solutions, LLC	Jefferson	0	2	\$26.43	\$17,807	\$7,000
MILA International, Inc.	Boone	21	1	\$16.50	\$359,663	\$3,500
Morse Hydraulics & Machine, LLC	Hopkins	4	2	\$25.00	\$110,249	\$7,000
Munson Business Interiors, Inc.	Jefferson	14	3	\$36.89	\$26,790	\$10,500
Murray Mold & Die, Inc.	Calloway	13	2	\$20.81	\$64,301	\$7,000
Noble Senior Care, LLC	McCracken	5	5	\$11.70	\$16,372	\$16,300
Phoenix Preferred Care Incorporated	Pulaski	19	3	\$43.04	\$9,414	\$9,400
Quantum Ink Company	Jefferson	38	6	\$23.51	\$36,431	\$21,000

Reliable Residential Guttering and Roofing, Inc.	Fayette	11	1	\$17.00	\$90,825	\$3,500
Rowland Insurance Agency, Inc.	Monroe	7	2	\$25.00	\$13,742	\$7,000
Rudler, Professional Service Corporation	Kenton	33	1	\$53.99	\$6,086	\$3,500
Russell County Farm Store, LLC	Russell	13	1	\$18.00	\$5,381	\$3,500
Saito Japanese Steakhouse Corp.	Christian	0	7	\$15.61	\$20,771	\$20,700
Scearce Lawncare LLC	Jefferson	3	3	\$22.04	\$13,428	\$10,500
Shrout Tate Wilson Consulting Engineers, PLLC	Fayette	24	6	\$35.58	\$97,209	\$21,000
Shyco Wood Products, LLC	Franklin	40	4	\$19.63	\$58,000	\$14,000
Sims Counseling & Consulting, LLC	Jefferson	0	1	\$35.00	\$7,429	\$3,500
Spine Stop, PLLC	Allen	13	1	\$22.00	\$29,940	\$3,500
St. Matthews Electric L.L.C.	Jefferson	2	2	\$37.50	\$29,500	\$7,000
St. Matthews Plumbing LLC	Jefferson	5	1	\$19.00	\$5,056	\$3,500
Synergy Electrical Services, LLC	Boone	22	7	\$21.97	\$26,688	\$24,500
The Reading Company LLC	Warren	6	3	\$26.33	\$11,028	\$10,500

Tri A Solutions LLC	Pendleton	10	4	\$26.25	\$21,000	\$14,000
United Electrical Contractors, LLC	Marshall	9	2	\$16.77	\$25,763	\$7,000
Universal Compressor Solutions, LLC	Graves	10	3	\$23.33	\$44,500	\$10,500
Vincent Electric, LLC	Daviess	6	2	\$21.50	\$42,916	\$7,000
Visumatic Industrial Products, Inc.	Woodford	32	2	\$29.00	\$53,140	\$7,000
Wake Cumberland Watersports LLC	Pulaski	8	1	\$15.58	\$5,115	\$3,500
Wither's Industrial Services, Inc.	Scott	0	7	\$20.86	\$112,000	\$24,500

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 staff to present the Kentucky Angel Investment Act projects to the Authority.

Tim Back stated there are 18 Kentucky Angel Investment Act projects representing 8 Kentucky businesses and 15 investors for a total projected investment of \$1,511,167 with eligible tax credits of \$415,291. The investor will have 80 calendar days or until December 31, whichever comes first, 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.

<b>Qualified Investor</b>	<b>Qualified Small Business</b>	<b>County</b>	<b>Projected Investment</b>	<b>Potential Tax Credit</b>
Stuart J. Ferguson	BlackBox Energy Systems, LLC	Bath	\$250,000	\$100,000
Theresa N. Lenhardt	Cornbread CBD, PBC	Jefferson	\$112,500	\$28,125

Joseph L. Mackin III	Cornbread CBD, PBC	Jefferson	\$112,500	\$28,125
Noah L. Mackin	Cornbread CBD, PBC	Jefferson	\$112,500	\$28,125
Colin N. Mackin	Cornbread CBD, PBC	Jefferson	\$112,500	\$28,125
Robert S. Saunders	DesiCorp Inc	Jefferson	\$25,000	\$6,250
Edward D. Bullard	Gun Media Holdings, Inc.	Fayette	\$29,750	\$7,437
Andrew Shain Mays	IribaMaps Inc.	Jefferson	\$100,000	\$25,000
Matthew L. Jones	IribaMaps Inc.	Jefferson	\$100,000	\$25,000
Robert S. Saunders	IribaMaps Inc.	Jefferson	\$25,000	\$6,250
Gregory E. Fischer	IribaMaps Inc.	Jefferson	\$150,000	\$37,500
Rebecca Jean Beanblossom	IribaMaps Inc.	Jefferson	\$50,000	\$12,500
Edward D. Bullard	PowerTech Water, Inc.	Fayette	\$16,812	\$4,203
James Robert Boyd	PowerTech Water, Inc.	Fayette	\$134,605	\$33,651
Christopher H. Young	PowerTech Water, Inc.	Fayette	\$100,000	\$25,000
Roy T. Toutant	PowerTech Water, Inc.	Fayette	\$50,000	\$12,500
Timothy Michael State	Sage Health Labs, Inc	Jefferson	\$20,000	\$5,000
Timothy Michael State	Wicked Sheets, LLC	Jefferson	\$10,000	\$2,500

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 Small Business Credit Initiative**

Chairman Hale called on staff to present the Kentucky Small Business Credit Initiative Proposed Guideline Changes to the Authority.

Matt Jordan stated the Kentucky Small Business Credit Initiative (KSBCI) continues to be a successful program for the Cabinet, being used as a tool to help induce lenders to make loans to Kentucky small businesses that may otherwise not have been made without the program. The Cabinet entered into an allocation agreement with Treasury in February 2023 to deploy the KSBCI 2.0 program. To date, the KEDFA Board and staff have approved over \$3.7 million in credit support to help leverage over \$16.7 million in small business loans in Kentucky. All funds have been in the Kentucky Collateral Support Program (KYCSP).

Staff has been marketing both the KYCSP and the Kentucky Loan Participation Program (KYLPP) across the state to eligible lenders, which includes federally insured financial institution, minority-serving institutions, as well as federally insured credit unions and Community Development Financial Institutions (CDFIs). We currently have 56 participating lenders enrolled in the KSBCI program.

To assist in the continued efforts of implementing the KSBCI 2.0, staff requests approval to waive the closing fees associated with the KYCSP and KYLPP programs through December 31, 2025. This would assist in the promotion of the program by getting new banks enrolled in the program, as well as the positive support from banks already enrolled in the program.

The structure of the closing fees for the KYCSP and KYLPP programs are tied to the amount of the support and the term in which the support is provided:

- 1 % of the initial deposit into the cash collateral account for a support of less than 3 years;
- 2 % for a support from 3 years to less than 5 years;
- 3% for a support of 5 years or greater, with maximum support of 10 years.

Staff recommended approval of the fee waiver through December 31, 2025.

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

## **Other Business**

### **2025 KEDFA Board Meeting Dates**

Katie Smith stated the 2025 KEDFA board meeting dates were included in the board material.

The Authority accepted the dates as presented.

### **Adjournment**

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

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

The meeting adjourned at 11:11 a.m.

**APPROVED  
PRESIDING OFFICER:**

A handwritten signature in black ink, appearing to read "Jean R. Hale", written over a horizontal line.

Jean R. Hale, Chairman