

# KENTUCKY ECONOMIC DEVELOPMENT FINANCE AUTHORITY

## BOARD MEETING

December 7, 2023

### MINUTES

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#### Call to Order

The Kentucky Economic Development Finance Authority (KEDFA) convened in person and virtually at 10:03 a.m. EST on December 7, 2023, at the Cabinet for Economic Development (CED), 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, Geri Grigsby (Proxy for Secretary Holly Johnson), Tucker Ballinger, Chad Miller, Mike Cowles and Naashom Marx

**Staff Present:** Raven Aiken, Tim Back, Tim Bates, John Buchanan, Sarah Butler, Ashlee Chilton, Brandon Combs, Michael Crabtree, Stephanie Cullen, Rachael Dever, Colin Dodd, Michelle Elder, Ellen Felix, Joseph Gearon, Gage Greer, Charity Hedges, Malcolm Jollie, Matt Jordan, Craig Kelly, Andy Luttner, Brandon Mattingly, Gabrielle McGee, Craig McKinney, Danielle Milbern, Amy Mills, Sydney Montgomery, Scott Moseley, Nasim Moula, Jeff Noel, Kylee Palmer, Corky Peek, Dawn Powers, Cate Prather, Jennifer Schenkenfelder, Kristina Slattery, Katie Smith, Christopher Snyder, Connor Wall, Dan Wood, Colin Wright, and Michael Yoder

**Others Present:** Michael Kalinyak, Hurt, Deckard & May; Mike Herrington, Stites & Harbison; Jamie Brodsky, Stoll Keenon Ogden; Dan Kanabroski, ClearPoint IT; Matt Zoellner, Scott Murphy & Daniel; Mark F. Sommer & Elizabeth Ethington, Frost Brown Todd; James Reagan & Allen Vaughn, Monticello City Council; Edwin King & Matt Grever, City of Fort Mitchell; James Parsons, KMK Law; Gary Blank, St. Elizabeth Healthcare; Casey Bolton, Commonwealth Economics; Leslie Lester, Kenny Catron, & Dwight Gregory, City of Monticello; Anne-Tyler Morgan, McBrayer; Alex Mercer, Lockett & Farley; Derek Phillips, Monticello-Wayne County Chamber of Commerce; Scott Gehring, Wayne County Fiscal Court; Brad Thomas, Kentucky Touchstone; Christine Russell & Jeremy Worley; BE NKY; Priscilla Wise, Always Sunny & 68 LLC.; Tammy Costellow & Brooke Waldrup, Logan Economic Alliance for Development; Haley McCoy, Kentucky Association for Economic Development; Chuck Beal, American Welding & Gas, Inc.; Will Myers & Michael King, Kentucky Oak Capital LLC; Dillon Gilman, AECOM; Jay Hall, RedTag; Kenton Hornback, LINK nky; Miles Leach, Kanabol; Mark Wilson, Midea; Will Ruzic, Optomi; Falon McFarland & Cheryl Klever, Commerce Lexington; Tony Reinhart, Ford Motor Company; Melissa Perry, Office of Financial Management; Larry Walker, Columbia-Adair Economic Development Authority; Soozie Eastman, 502Film; Chris Schwinden and Andrew Ratchford, Site Selection Group; Ron Burse & Gabriella Ratliff, Economic Development for Louisville; Michael N. Fine, Wyatt, Tarrant & Combs; Ursula Madden, BlueOval SK, LLC.; Frank V. Phillips, Phillips & Phillips Attorneys, PSC; Representative Ken Upchurch, Robert Shearer, Jeff Hodges, Frank Ervin III, Katie Vandergift, Laura Theilman and Matt Meunier

## **Approval of Minutes**

Chairman Hale entertained a motion to approve the minutes from the October 26, 2023 regular KEDFA board meeting and closed session.

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

## **Approved/Undisbursed Report**

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

## **Financial Statements and Monitoring Reports**

Chairman Hale called on Katie Smith 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.

### **Toyota Boshoku America, Inc. Christian County**

### **Brandon Combs**

Brandon Combs stated the City of Hopkinsville requested the use of \$750,000 in EDF program funds for the benefit of Toyota Boshoku America, Inc. and affiliate Toyota Boshoku Western Kentucky, LLC. The project investment is \$225,991,240, and the proposed EDF grant funds will be used to offset the costs associated with this project.

Mr. Combs stated Toyota Boshoku America, Inc. is opening a new automotive parts stamping plant in Christian County. The facility will be the company's first ever "Smart Plant" which will employ innovative technology to enhance and maximize efficiency and operations.

Over the five annual compliance dates, the company will be required to create 157 new, permanent, full-time, Kentucky resident jobs paying an average hourly wage of \$40.00, including benefits.

Repayment provisions will be included in the grant agreement and will apply if the company fails to make the required investment and create and maintain the jobs and wages by the required compliance dates. In addition, the company will be required to provide a letter of credit, certificate of deposit or other collateral satisfactory to the Cabinet as security for the EDF grant funds.

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. Mr. Combs 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; Mike Cowles seconded the motion. Motion passed; unanimous.

**Stellar Snacks LLC  
Jefferson County**

**Michelle Elder**

Michelle Elder stated Louisville/Jefferson County Metro Government requested the use of \$2,250,000 in EDF program funds for the benefit of Stellar Snacks LLC. The project investment is \$86,246,859, and the proposed EDF grant funds will be used to offset the costs associated with this project.

Ms. Elder stated Stellar Snacks, LLC is a woman and family-owned food manufacturing company. The company's pretzel category has shown great retail strength and is considering expanding its operations into Kentucky. Stellar hopes to make Kentucky the new Pretzel Capital of the USA.

Up to \$1,000,000 may be used to reimburse actual expenditures incurred for rail installation and improvements. The remaining \$1,250,000 may be disbursed upfront. A job credit to reduce the balance will be measured at \$4,000 per full-time job created at each compliance date with an additional \$300 eligible per job for employees residing in the West End Opportunity Partnership. Any remaining funds from the \$1,000,000 rail installation and improvements may be disbursed to the company requiring a corresponding increase in the grant balance and letter of credit. This increase will be available for the job creation credit outlined above.

The company is required to achieve at least 100 full-time jobs by December 31, 2025, and \$60 million investment by December 31, 2028. Failure to achieve both the investment and jobs will result in non-compliance with the ability to remedy by June 30, 2026, and June 30, 2029, respectively. A one-time extension of each requirement may be approved if the company provides evidence of reasonable effort and progress with both the investment and job creation.

Payment provisions will be included in the grant agreement and will apply if the company fails to make the required investment and create and maintain the jobs and wages by the required compliance dates. In addition, the company will be required to provide a letter of credit, certificate of deposit or other collateral satisfactory to the Cabinet as security for the EDF grant funds.

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 Finance and Administration Cabinet's concurrence to CED's use of the EDF funds for this project. Ms. 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; Naashom Marx seconded the motion. Motion passed; unanimous.

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

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

**Fulton County Industrial Development Authority  
Fulton County**

**Corky Peek  
Michelle Elder**

Corky Peek stated the Fulton County Fiscal Court on behalf of the Fulton County Industrial Development Authority is seeking to develop the Enterprise Park for site development and rail-readiness. 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 the Fulton County Fiscal Court requested the use of \$158,348 in KPDI-EDF program funds for the benefit of the Fulton County Industrial Development Authority. The project investment is \$1,897,939 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 Kentucky Finance and Administration Cabinet's concurrence to CED's use of the funds for this project. Ms. Elder 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.

**Kenton County Airport Board  
Boone County**

**Colin Dodd  
Michelle Elder**

Colin Dodd stated Boone County Fiscal Court on behalf of the Kenton County Airport Board, is seeking to construct an air cargo warehouse facility with airside access on airport property. This is a regional project with support from Boone, Campbell, and Kenton counties. 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 the Boone County Fiscal Court requested the use of \$3,666,925 in KPDI-EDF program funds for the benefit of the Kenton County Airport Board. The project investment is \$14,728,788 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 Kentucky Finance and Administration Cabinet's concurrence to CED's use of the funds for this project. Ms. Elder stated the Secretary's concurrence had been received.

Staff recommended approval of the KPDI-EDF request.

Naashom Marx abstained from the vote.

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

**Inter-Modal Transportation Authority, Inc  
Warren County**

**Malcolm Jollie  
Brandon Combs**

Malcolm Jollie stated the City of Bowling Green on behalf of the Inter-Modal Transportation Authority, Inc. is seeking to extend infrastructure in the Kentucky Transpark. Funds will be provided by the Inter-Modal Transportation Authority, Inc. The project was identified by an independent site selection consultant as having the potential for future investment/location of an economic development project.

Brandon Combs stated the City of Bowling Green requested the use of \$415,201 in KPDI-EDF program funds for the benefit of the Inter-Modal Transportation Authority, Inc. The project investment is \$830,402 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 Kentucky Finance and Administration Cabinet's concurrence to CED's use of the funds for this project. Mr. Combs 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.

**Powell County Industrial Development Authority, Inc.  
Powell County**

**Malcolm Jollie  
Brandon Combs**

Malcolm Jollie stated the Powell County Fiscal Court on behalf of the Powell County Industrial Development Authority, Inc. is seeking to extend water and sewer utilities into the Clay City Business Park. The project was identified by an independent site selection consultant as having the potential for future investment/location of an economic development project.

Brandon Combs stated Powell County Fiscal Court requested the use of \$319,012 in KPDI-EDF program funds for the benefit of the Powell County Industrial Development Authority, Inc. The project investment is \$780,000 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 Kentucky Finance and Administration Cabinet's concurrence to CED's use of the funds for this project. Mr. Combs stated the Secretary's concurrence had been received.

Staff recommended approval of the KPDI-EDF request.

Geri Grigsby moved to approve the staff recommendation, as presented; Naashom Marx seconded the motion. Motion passed; unanimous.

**Owen County Industrial Development Corporation  
Owen County**

**Malcolm Jollie  
Brandon Combs**

Malcolm Jollie stated the Owen County Fiscal Court on behalf of the Owen County Industrial Development Corporation is seeking to construct a new build-ready pad in Owen County. Funds for the project will be provided by Owen County and a grant. The project was identified by an independent site selection consultant as having the potential for future investment/location of an economic development project.

Brandon Combs stated the Owen County Fiscal Court requested the use of \$93,250 in KPDI-EDF program funds for the benefit of the Owen County Industrial Development Corporation. The project investment is \$186,500 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 Kentucky Finance and Administration Cabinet's concurrence to CED's use of the funds for this project. Mr. Combs stated the Secretary's concurrence had been received.

Staff recommended approval of the KPDI-EDF request.

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

**City of Morgantown Industrial Holding Corporation  
Butler County**

**Malcolm Jollie  
Brandon Combs**

Malcolm Jollie stated the City of Morgantown on behalf of the City of Morgantown Industrial Holding Corporation is seeking to do road improvements in the Morgantown 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.

Brandon Combs stated the City of Morgantown requested the use of \$300,679 in KPDI-EDF program funds for the benefit of the City of Morgantown Industrial Holding Corporation. The project investment is \$601,358 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 Kentucky Finance and Administration Cabinet's concurrence to CED's use of the funds for this project. Mr. Combs 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; Mike Cowles seconded the motion. Motion passed; unanimous.

**Local Industrial Revenue Bond (IRB) Projects**

Chairman Hale called on staff to present the Local IRB projects to the Authority.

**AESC Bowling Green, LLC  
Warren County**

**Michelle Elder**

Michelle Elder stated in accordance with KRS 103.210, Warren County Fiscal Court requested KEDFA review and approve a one hundred percent (100%) reduction in the state ad valorem tax rate for years 1 through 5, 75% reduction for years 6 through 10, and 50% reduction for years 11 through 32 on the new location which AESC Bowling Green, LLC proposes to be financed through the issuance of industrial revenue bonds by Warren County Fiscal Court. The principal amount of the IRB authorization is up to \$2,027,195,000 for a term of 32 years. A Payment in Lieu of Tax Agreement will be required with the school district.

The KEDFA board did not make any type of determination as to the legality of the bonds to be issued by Warren County Fiscal Court, but only approved the reduction on the ad valorem tax rate as provided by KRS 103.200 and KRS 132.020.

Staff recommended approval of the requested percentage reduction in the state ad valorem tax rate on the industrial building and equipment proposed to be financed through the issuance of the industrial revenue bonds.

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

**BlueOval SK, LLC  
Hardin County**

**Michelle Elder**

Michelle Elder stated in accordance with KRS 103.210, the County of Hardin requested KEDFA review and approve a one hundred percent (100%) reduction in the state ad valorem tax rate for years 1 through 15 and 90% reduction for years 16 through 30 on the new location which BlueOval SK, LLC proposes to be financed through the issuance of industrial revenue bonds by the City of Hardin. The principal amount of the IRB authorization is up to \$5,800,000,000 for a term of 30 years. A Payment in Lieu of Tax Agreement will be required with the school district.

The KEDFA board did not make any type of determination as to the legality of the bonds to be issued by the City of Hardin, but only approved the reduction on the ad valorem tax rate as provided by KRS 103.200 and KRS 132.020.

Staff recommended approval of the requested percentage reduction in the state ad valorem tax rate on the industrial building and equipment proposed to be financed through the issuance of the industrial revenue bonds.

Tucker Ballinger 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.

**Wilderness Trace Distillery, LLC  
Boyle County**

Colin Wright stated on September 26, 2019, Wilderness Trace Distillery, LLC received final approval for its manufacturing project in Danville, Boyle County under the Kentucky Business Investment (KBI) program. The project included the expansion of the distillery operations and added an approved affiliate, Ferm Solutions, Inc. Wilderness Trace Distillery, LLC reports more than the job target of 25 and does not require the affiliate for job creation above the base. The company is requesting a First Amendment to the Tax Incentive Agreement to remove the approved affiliate from the terms of the KBI Tax Incentive Agreement, retroactive to December 7, 2022. All other aspects of the project remain the same.

Staff recommended approval of the KBI amendment request.

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

**NeuStar, Inc.  
Jefferson County**

Rachael Dever stated NeuStar, Inc. received Final Approval on February 28, 2013 for a KBI project to provide technology and service support services in Louisville. The project activated on January 1, 2015. On December 1, 2021, the Company was acquired by Trans Union LLC and the Project employees of the Company were transferred to Trans Union LLC, which is being added as an Approved Affiliate to the project effective January 1, 2022. Effective January 1, 2023, the company wishes to adopt the revised definition of full-time job as approved by KEDFA Resolution 2021-0624. These changes have been incorporated into the Amended and Restated Tax Incentive Agreement. All other aspects of the project remain the same.

Staff recommended approval of the KBI amendment request.

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

### **Setco Sales Company**

#### **Boone County**

Brandon Combs stated Setco Sales Company received final approval of a KBI project at the October 26, 2023 KEDFA board meeting. Upon execution of the Tax Incentive Agreement, it was determined that due to a ministerial error, the state portion of the Wage Assessment should be increased from 2.4% to 2.7%, for a total Wage Assessment of 3.5%.

Staff recommended approval of the KBI amendment request.

Tucker Ballinger 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 staff to present the KEIA extension requests to the Authority.

Craig Kelly stated 17 companies requested additional time to complete the projects and asked that all 17 be presented as one motion.

<u>Company</u>	<u>County</u>	<u>Extension</u>
Flottweg Separation Technology, Inc.	Boone	3 months
Ashland Inc. dba ISP Chemicals, LLC	Marshall	12 months
Automotive Service Products, Inc.	Boone	12 months
The Bardstown Bourbon Company #24104	Nelson	12 months
The Bardstown Bourbon Company #23821	Nelson	12 months
Danimer Scientific Kentucky, Inc.	Clark	12 months
Double D Group, LLC	Muhlenburg	12 months
F&E Aircraft Maintenance (Miami) LLC	Boone	12 months
Global Mail, Inc. dba DHL eCommerce Solutions	Boone	12 months
Green Bomber Spirits Company	Garrard	12 months
Kentuckiana Curb Company, Inc.	Shelby	12 months
Kentucky Owl, LLC	Nelson	12 months
Martin County Solar, LLC	Martin	12 months
Michter's Distillery LLC	Washington	12 months
Nucor Corporation	Meade	12 months
Rick and Still, LLC	Woodford	12 months
Verst Group Logistics, Inc	Grant	12 months

Staff recommended approval of the KEIA extension requests.

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

### **KEIA Projects**

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



**Four Roses Distillery LLC  
Bullitt County**

**Ashlee Chilton  
Brandon Combs**

Ashlee Chilton stated Four Roses Distillery LLC has a long history back to the mid 1800's, starting in Georgia and eventually moving to Kentucky around 1885. The company is considering the construction of a new warehouse capacity to meet customer demand.

Brandon Combs stated the project investment is \$59,784,693 of which \$51,882,298 qualifies as KEIA eligible costs.

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

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

**Chaney's Dairy Barn  
Warren County**

**Danielle Milbern  
Raven Aiken**

Danielle Milbern stated Chaney's Dairy Barn, Inc. produces and sells milk and ice cream products. The company is considering expanding its operations in Warren County to include an additional square footage for the purpose of ice cream production.

Raven Aiken stated the project investment is \$2,622,275 of which \$1,245,024 qualifies as KEIA eligible costs.

Staff recommended the KEIA approved recovery amount of \$60,000 for construction materials and building fixtures.

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

**KBI (Preliminary) and KEIA Projects**

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

**American Welding & Gas, Inc.  
Scott County**

**Colin Dodd  
Raven Aiken**

Colin Dodd stated American Welding & Gas, Inc. manufactures and distributes industrial, medical, specialty, and beverage gases and associated welding and safety supplies. The company is considering expanding operations to add a new manufacturing and fill plant facility to its current location in Scott County.

Raven Aiken stated the project investment is \$9,636,646 of which \$7,981,475 qualifies as KBI eligible costs and \$5,877,265 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 10 with an average hourly wage of \$29.17 including benefits. The state wage assessment participation is 1.5% and Scott County will participate at 0.5%.

The company will be required to maintain a base employment equal to the number of full-time employees subject to KY 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 \$125,000 and the KEIA approved recovery amount of \$75,000 for construction materials and building fixtures.

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

**Midea America Corp  
Jefferson County**

**Malcolm Jollie  
Brandon Combs**

Malcolm Jollie stated Midea America Corp is the U.S. subsidiary of Midea. Midea's products touch the lives of millions of people and families through air treatment, refrigeration, laundry, small and large kitchen appliances, water appliances, floor care, and lighting. Business has grown rapidly due to the success of products and innovations created in Louisville. Building on this success, Midea America Corp seeks to expand research and development activities and add additional resources to support US product introductions.

Brandon Combs stated the project investment is \$35,615,949 of which \$33,105,223 qualifies as KBI eligible costs and \$13,254,681 qualifies as KEIA eligible costs. The highest job target over the term of the agreement is 110 with an average hourly wage of \$65.00 including benefits. The state wage assessment participation is 2.7% 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 KY income tax as of the date of preliminary approval.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$3,300,000 and the KEIA approved recovery amount of \$200,000 for construction materials and building fixtures, research and development and/or electronic processing equipment.

Naashom Marx moved to approve the staff recommendation, as presented; Geri Grigsby seconded the motion. Motion passed; unanimous.

**KBI Projects (Preliminary)**

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

**P.L. Marketing, Inc.  
Campbell County**

**Scott Moseley  
Michelle Elder**

Scott Moseley stated P. L. Marketing, Inc. was founded in 1989 due to the need for the Kroger Company to have dedicated resources focused on growing its private label grocery sales and market share. The company has evolved into a Kroger-dedicated service provider responsible multitude of merchandising and operational services for its General Office, divisions and stores. The P.L. Marketing headquarters location moved to Kentucky in 2013. Remodeled office space is needed to adapt to revamped post-COVID employee and business needs while accommodating future growth plans.

Michelle Elder stated the project investment is \$1,040,000, all of which qualifies as KBI eligible costs. The highest job target over the term of the agreement is 180 with an average hourly wage

of \$29.42 including benefits. The state wage assessment participation is 2.7% and the City of Newport will participate at 1.0%.

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

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

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

**Optomi LLC  
Wayne County**

**Scott Moseley  
Michelle Elder**

Scott Moseley stated Optomi LLC, founded in 2012 in Atlanta, GA, is a prominent information technology consulting firm. The company is considering a building in Monticello to serve Fortune 2000 and larger clients in various domains, including cybersecurity, network operations, quality assurance, security, application development, and back-office operations.

Michelle Elder stated the project investment is \$3,000,000 of which \$2,100,000 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 200 with an average hourly wage of \$24.00 including benefits. The state wage assessment participation is 4.5%.

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

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

**Kentucky Oak Capital LLC  
Ohio County**

**Ashlee Chilton  
Brandon Combs**

Ashlee Chilton stated Kentucky Oak Capital LLC is a new startup cooperative that is considering a plan to locate in the Bluegrass Crossings Industrial Park in Ohio County. The cooperative will be a B2B contract producer, selling customized new barrels to distilleries across the US.

Brandon Combs stated the project investment is \$6,190,000, all of which qualifies as KBI eligible costs. The highest job target over the term of the agreement is 30 with an average hourly wage of \$22.69 including benefits. The state wage assessment participation is 4.5%.

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

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

**LB Manufacturing, LLC  
Washington County**

**Ashlee Chilton  
Brandon Combs**

Ashlee Chilton stated LB Manufacturing, LLC manufactures assemblies for the automotive and other industries in Washington County. The company is considering an investment that will increase manufacturing resources and technology at the facility.

Brandon Combs stated the project investment is \$3,190,000 of which \$430,000 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 20 with an average hourly wage of \$40.80 including benefits. The state wage assessment participation is 2.625%, the City of Springfield will participate at 0.5% and Washington County will participate at 0.375%.

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

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

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

**Marksbury Farm Foods, LLC**  
**Garrad County**

**Danielle Milbern**  
**Raven Aiken**

Danielle Milbern stated Marksbury Farm Foods, LLC promotes sustainable agriculture by supporting local farms that are committed to practices that result in healthy animals, healthy lands, and healthy foods. The company is considering expanding operations to add slaughter and grinding machinery as well as create an additional carcass cooler.

Raven Aiken stated the project investment is \$3,302,211, all of which qualifies as KBI eligible costs. The highest job target over the term of the agreement is 30 with an average hourly wage of \$20.00 including benefits. The state wage assessment participation is 4.5%.

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

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

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

**Kanbol, Inc.**  
**Logan County**

**Danielle Milbern**  
**Raven Aiken**

Danielle Milben stated Kanbol, Inc. is a provider in corn-based, eco-friendly food containers. The company is considering expanding operations to set up an integrated facility with pulp production and paper products to meet the need for sustainable packaging in the food industry.

Raven Aiken stated the project investment is \$10,003,387, all of which qualifies as KBI eligible costs. The highest job target over the term of the agreement is 40 with an average hourly wage of \$38.00 including benefits. The state wage assessment participation is 4.5%.

Staff recommended preliminary approval of the KBI negotiated tax incentive amount of \$700,000.

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

**Webasto Roof Systems, Inc.  
Fayette County**

**Colin Dodd  
Raven Aiken**

Colin Dodd stated Webasto Roof Systems, Inc. is a global market manufacturer of panoramic roofs, sunroofs, and convertible roofs. To meet increased market demand, the company is considering expanding operations at the Fayette County location.

Raven Aiken stated the project investment is \$25,615,744 of which \$10,183,863 qualifies as KBI eligible costs. The highest job target over the term of the agreement is 120 with an average hourly wage of \$31.74 including benefits. The state wage assessment participation is 2.7% and Fayette County will participate at 1%.

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

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

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

**KBI Projects (Extension)**

Chairman Hale called on staff 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.

<u>Company</u>	<u>County</u>	<u>Extension</u>
American Freedom Distillery, LLC	Pulaski	12 months
Best Sanitizers, Inc.	Boone	12 months
Diversey, Inc.	Kenton	12 months
Ellie Diagnostics, LLC	Jefferson	12 months
Fresh Bourbon Inc. dba Edwards Spirit Company	Fayette	12 months
Southern Star Central Gas Pipeline, Inc.	Daviess	12 months
Span Tech LLC	Barren	12 months

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 staff to present the KBI final projects to the Authority.

Brandon Combs stated 5 companies requested KBI final approval, all of which have modifications since preliminary approval. Mr. Combs asked that all 5 be presented as one motion.

**Modifications:**

**Ahlstrom Filtration LLC****Hopkins****Manufacturing**

The Company name has changed from Ahlstrom-Munksjo Filtration LLC to Ahlstrom Filtration 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.

**Infrastructure Precast, Inc.****Ohio****Manufacturing**

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.

**iwis-Daido LLC****Calloway****Manufacturing**

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

**United Parcel Service Co. (Air)****Jefferson****Service or Technology**

The company name changed from United Parcel Service Co. to United Parcel Service Co. (Air). Total investment and eligible costs have been updated based on the current projections. Statewide maintenance of 90% has been added. State wage assessment has been updated to reflect the current rate. All other aspects of the project remain the same.

**Precision of Iowa, Inc.****Mason****Manufacturing**

The Company name has changed from Precision, Inc. to Precision of Iowa, Inc. 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 of the KBI resolutions and tax incentive agreements and the authorization to execute and deliver the documents.

Naashom Marx 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.

**Ant Productions LLC****Joseph Gearon****The Puppeteer**

Joseph Gearon stated that Ant Productions LLC plans to produce a Feature-Length Film, The Puppeteer, in Boone, Campbell, Grant and Kenton Counties. Production is set to begin as early as December 8, 2023 and is anticipated to end by May 31, 2024. The Company anticipates \$1,544,365 in qualifying payroll expenditures and \$461,604 in qualifying non-payroll expenditures for a total of \$2,005,969. The company also anticipates employing 134 Kentucky resident crew members and 36 non-Kentucky resident crew members for a total production crew of 170.

Staff recommended a total negotiated tax incentive amount of \$ 638,402.

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

**HDFS 3 LLC****Joseph Gearon****Haunted Discoveries – Family Spirits (Season 3)**

Joseph Gearon stated that HDFS 3 LLC plans to produce a Television Program, Haunted Discoveries – Family Spirits (Season 3), in Oldham and Trimble Counties. Production is set to begin as early as January 15, 2024 and is anticipated to end by June 30, 2024. The Company anticipates \$2,784,350 in qualifying payroll expenditures and \$5,991,060 in qualifying nonpayroll expenditures for a total of \$8,775,410. The company also anticipates employing 28 Kentucky resident crew members and 50 non-Kentucky resident crew members for a total production crew of 78.

Staff recommended a total negotiated tax incentive amount of \$3,067,094.

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

**HDFS4 LLC****Joseph Gearon****Haunted Discoveries – Family Spirits (Season 4)**

Joseph Gearon stated that HDFS4 LLC plans to produce a Television Program, Haunted Discoveries – Family Spirits (Season 4), in Oldham and Trimble Counties. Production is set to begin as early as February 15, 2024 and is anticipated to end by June 30, 2024. The Company anticipates \$2,790,155 in qualifying payroll expenditures and \$5,994,658 in qualifying nonpayroll expenditures for a total of \$8,784,813. The company also anticipates employing 28 Kentucky resident crew members and 52 non-Kentucky resident crew members for a total production crew of 80.

Staff recommended a total negotiated tax incentive amount of \$3,070,412.

Naashom Marx moved to approve the staff recommendation, as presented. Geri Grigsby seconded the motion. Motion passed; unanimous.

**Sassy Maids 3 LLC****Joseph Gearon****Sassy Maids (Season 3)**

Joseph Gearon stated that Sassy Maids 3 LLC plans to produce a Television Program, Sassy Maids (Season 3), in Oldham, Shelby and Trimble Counties. Production is set to begin as early as January 8, 2024 and is anticipated to end by June 30, 2024. The Company anticipates \$3,368,468 in qualifying payroll expenditures and \$6,310,241 in qualifying non-payroll expenditures for a total of \$9,678,709. The company also anticipates employing 70 Kentucky resident crew members and 72 non-Kentucky resident crew members for a total production crew of 142.

Staff recommended a total negotiated tax incentive amount of \$3,386,223.

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

**Praus Films LLC****Raven Aiken****Commodity**

Raven Aiken stated that Praus Films LLC plans to produce a Feature-length Film, Commodity, in Russell County. Production is set to begin as early as December 7, 2023 and is anticipated to end by December 23, 2023. The Company anticipates \$205,000 in qualifying payroll expenditures and \$30,000 in qualifying non-payroll expenditures for a total of \$235,000. The

company also anticipates employing 8 Kentucky resident crew members and 11 non-Kentucky resident crew members for a total production crew of 19.

Staff recommended a total negotiated tax incentive amount of \$82,250.

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

**GGC Training Co.**

**Raven Aiken**

**GGC Masterclass Style Training Videos**

Raven Aiken stated that GGC Training Co. plans to produce an Industrial Film, GGC Masterclass Style Training Videos, in Jefferson County. Production is set to begin as early as December 10, 2023 and is anticipated to end by May 31, 2024. The Company anticipates \$64,300 in qualifying payroll expenditures and \$100,700 in qualifying non-payroll expenditures for a total of \$165,000. The company also anticipates employing 12 Kentucky resident crew members and 1 non-Kentucky resident crew members for a total production crew of 13.

Staff recommended a total negotiated tax incentive amount of \$52,415.

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

**Longshot Records LLC**

**Raven Aiken**

**Longshot Records**

Raven Aiken stated that Longshot Records LLC plans to produce a Television Program, Longshot Records, in Fayette, Jessamine, and Woodford Counties. Production is set to begin as early as January 2, 2024 and is anticipated to end by March 1, 2024. The Company anticipates \$1,644,000 in qualifying payroll expenditures and \$876,000 in qualifying non-payroll expenditures for a total of \$2,520,000. The company also anticipates employing 45 Kentucky resident crew members and 2 non-Kentucky resident crew members for a total production crew of 47.

Staff recommended a total negotiated tax incentive amount of \$837,200.

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

**Red Tag, LLC**

**Matt Jordan**

**Kentucky Derby Series**

Matt Jordan stated that Red Tag, LLC plans to produce a Television Program, Kentucky Derby Series, in Fayette, Jefferson and Woodford Counties. Production is set to begin as early as December 8, 2023 and is anticipated to end by June 1, 2024. The Company anticipates \$400,000 in qualifying payroll expenditures and \$250,000 in qualifying non-payroll expenditures for a total of \$650,000. The company also anticipates employing 17 Kentucky resident crew members and 1 non-Kentucky resident crew members for a total production crew of 18.

Staff recommended a total negotiated tax incentive amount of \$212,500.

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



**Red Tag, LLC****Matt Jordan****American Trail Series**

Matt Jordan stated that Red Tag, LLC plans to produce a Television Program, American Trail Series, in Jefferson, Marion, and Nelson Counties. Production is set to begin as early as December 8, 2023 and is anticipated to end by June 1, 2025. The Company anticipates \$500,000 in qualifying payroll expenditures and \$300,000 in qualifying non-payroll expenditures for a total of \$800,000. The company also anticipates employing 17 Kentucky resident crew members and 1 non-Kentucky resident crew members for a total production crew of 18.

Staff recommended a total negotiated tax incentive amount of \$269,375.

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

**SUNSHINE FILMS FLORIDA LLC****Matt Jordan****The Replacement Daughter**

Matt Jordan stated that SUNSHINE FILMS FLORIDA LLC plans to produce a Feature-length Film, The Replacement Daughter, in Jefferson County. Production is set to begin as early as January 8, 2024 and is anticipated to end by March 15, 2024. The Company anticipates \$376,000 in qualifying payroll expenditures and \$151,000 in qualifying non-payroll expenditures for a total of \$527,000. The company also anticipates employing 16 Kentucky resident crew members and 15 non-Kentucky resident crew members for a total production crew of 31.

Staff recommended a total negotiated tax incentive amount of \$163,100.

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

**Always Sunny & 68 LLC****Tim Bates****The Arthur Street Hotel**

Tim Bates stated that Always Sunny & 68 LLC plans to produce a Documentary, The Arthur Street Hotel, in Jefferson County. Production is set to begin as early as January 3, 2024 and is anticipated to end by February 29, 2024. The Company anticipates \$70,000 in qualifying payroll expenditures and \$23,100 in qualifying non-payroll expenditures for a total of \$93,100. The company also anticipates employing 12 Kentucky resident crew members and 10 non-Kentucky resident crew members for a total production crew of 22.

Staff recommended a total negotiated tax incentive amount of \$28,080.

Naashom Marx moved to approve the staff recommendation, as presented. Geri Grigsby seconded the motion. Motion passed; unanimous.

**Plan Zero, LLC****Tim Bates****Plan Zero**

Tim Bates stated that Plan Zero, LLC plans to produce a Documentary, Plan Zero, in Jefferson County. Production is set to begin as early as December 10, 2023 and is anticipated to end by December 10, 2024. The Company anticipates \$812,100 in qualifying payroll expenditures and \$106,700 in qualifying non-payroll expenditures for a total of \$918,800. The company also anticipates employing 15 Kentucky resident crew members and 3 non-Kentucky resident crew members for a total production crew of 18.

Staff recommended a total negotiated tax incentive amount of \$299,535.

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

**Post Time Audiovisual Services, Inc. d/b/a Wrigley Media Group** **Tim Bates**  
**House Hunters: Wrecks on the Beach**

Tim Bates stated that Post Time Audiovisual Services, Inc. d/b/a Wrigley Media Group plans to produce a Television Program, House Hunters: Wrecks on the Beach, in Fayette County. Production is set to begin as early as January 8, 2024 and is anticipated to end by August 31, 2024. The Company anticipates \$275,000 in qualifying payroll expenditures and \$187,500 in qualifying non-payroll expenditures for a total of \$462,500. 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 \$152,500.

Mike Cowles moved to approve the staff recommendation, as presented. Geri Grigsby 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 61 Kentucky small businesses, from 26 counties with qualifying tax credits of \$548,900. The 61 businesses created 158 jobs and invested \$1,606,146 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>
ACE Consulting Company LLC	Jessamine	30	5	\$41.16	\$41,626	\$17,500
ALMcare, LLC	Madison	13	2	\$13.00	\$7,321	\$7,000
AlmCare of Southeastern Kentucky LLC	Madison	1	1	\$12.00	\$5,377	\$3,500
Atomic Cowgirl, Inc	Jefferson	22	3	\$21.00	\$118,500	\$10,500
Best Pets Animal Clinic, LLC	Scott	2	1	\$15.00	\$5,038	\$3,500
Bishop's Small Engine Repair, Inc.	Madison	10	2	\$15.00	\$8,827	\$7,000
Bluegrass Accounting Firm, LLC	Daviess	1	1	\$25.00	\$6,073	\$3,500

Bluegrass Dumpster Rental & Hauling, LLC	Nelson	0	1	\$21.00	\$13,624	\$3,500
Bougie Baby LLC	Jefferson	3	5	\$15.40	\$16,400	\$16,400
Bourke Accounting, LLC	Jefferson	5	3	\$27.02	\$13,065	\$10,500
Brass Key Title Group Inc.	Jackson	0	1	\$16.34	\$14,775	\$3,500
Brent's Electrical Solutions, LLC	Fayette	0	1	\$42.62	\$5,481	\$3,500
Brimstone Consulting LLC	Letcher	0	6	\$36.83	\$184,564	\$21,000
Building Blocks Academy LLC	Campbell	0	6	\$15.49	\$23,451	\$21,000
Butts Golf, LLC	Livingston	4	2	\$12.50	\$16,000	\$7,000
C-Forward, Inc.	Kenton	17	1	\$18.00	\$5,237	\$3,500
Childers Oil Co.	Letcher	33	2	\$30.53	\$46,280	\$7,000
Cornerstone Engineering, Inc.	Jefferson	10	7	\$27.49	\$104,440	\$24,500
Creative Stitches of Frankfort LLC	Franklin	0	1	\$17.00	\$25,000	\$3,500
CureTech USA, Inc.	Jefferson	4	3	\$37.17	\$11,302	\$10,500
Dan Hardt Financial Services, LLC	Jefferson	4	1	\$19.62	\$5,157	\$3,500
Darling State of Mind LLC	Jefferson	2	2	\$18.54	\$7,954	\$7,000
Derby City DPC, PLLC	Jefferson	0	2	\$21.63	\$7,162	\$7,000
Diamond Landscapes, Inc.	Fayette	24	7	\$22.26	\$26,760	\$24,500
Donahue Mechanical, Inc.	Rowan	18	5	\$24.93	\$34,500	\$17,500
E & L Electric LLC	Nicholas	19	6	\$21.92	\$39,693	\$21,000
Eezy LLC	Warren	13	1	\$57.69	\$5,166	\$3,500
Emergency Systems, LLC	Boone	2	1	\$25.25	\$16,400	\$3,500
Fletcher, Collins & Associates, PLLC	Russell	3	1	\$14.00	\$5,600	\$3,500

Fleur de Lis Communications, LLC	Jefferson	2	1	\$28.85	\$5,111	\$3,500
Haymaker Construction LLC	Fayette	0	1	\$23.00	\$28,990	\$3,500
Hensley & Throneberry, PLLC	Warren	9	5	\$28.35	\$21,091	\$17,500
JQ Financial Solutions LLC	Fayette	0	2	\$25.00	\$8,756	\$7,000
Kentucky Welding Tool & Die, Inc.	Anderson	13	3	\$18.00	\$50,000	\$10,500
Legacy Senior Care, LLC	Christian	5	8	\$11.82	\$31,148	\$25,000
Little John's Derby Jewelry, Inc.	Jefferson	3	1	\$17.00	\$8,194	\$3,500
Luxkor Manufacturing, Ltd. Co.	Pulaski	0	2	\$28.50	\$7,244	\$7,000
Matt Harrod Electric, LLC	Jefferson	3	1	\$16.83	\$67,191	\$3,500
McCain Bros. Excavating, LLC	Washington	27	1	\$18.00	\$37,000	\$3,500
Mills Excavating, LLC	Mason	0	1	\$25.00	\$75,000	\$3,500
Noble View Veterinary Clinic, LLC	Scott	6	1	\$17.00	\$5,867	\$3,500
Phoenix America Ltd.	Woodford	0	1	\$25.84	\$6,594	\$3,500
Phoenix Preferred Care Incorporated	Pulaski	15	4	\$21.69	\$14,170	\$14,000
Play Mart, Inc.	Pulaski	21	4	\$21.50	\$76,429	\$14,000
Premier Powder Coating, LLC	Fayette	4	4	\$16.91	\$22,734	\$14,000
Quantum Ink Company	Jefferson	35	3	\$21.33	\$19,365	\$10,500
R. L. Craig Company, Inc.	Jefferson	17	4	\$31.64	\$15,912	\$14,000
Rainmaker Corporation	Daviess	14	2	\$64.91	\$7,093	\$7,000
RPJ Real Estate LLC	Fayette	0	1	\$16.83	\$47,000	\$3,500

Samba Hotel Group LLC	Scott	6	2	\$12.50	\$16,445	\$7,000
Shiny Nickel, LLC	Jefferson	2	1	\$14.00	\$9,328	\$3,500
SKW CPAs & Advisors PLLC	Fayette	6	1	\$23.22	\$5,004	\$3,500
Soie Hair LLC	Jefferson	5	5	\$16.60	\$19,000	\$17,500
Teegarden Properties, LLC	Bracken	0	1	\$13.50	\$48,692	\$3,500
The Ramage Company, LLC	Jefferson	11	1	\$21.15	\$33,600	\$3,500
TLT Sir, LLC	Fayette	8	5	\$18.01	\$25,579	\$17,500
Todd Roll Services LLC	Boyle	0	3	\$38.16	\$20,000	\$10,500
Twin Spires Remodeling LLC	Jefferson	6	2	\$32.26	\$13,609	\$7,000
Victory Industrial Company, LLC	Fayette	20	2	\$16.00	\$12,126	\$7,000
Wake Cumberland Watersports LLC	Pulaski	6	2	\$13.77	\$7,101	\$7,000
Wings Flight Enterprises Inc	Boyle	0	3	\$25.83	\$20,000	\$10,500

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 8 Kentucky Angel Investment Act projects representing 5 Kentucky businesses and 7 investors for a total projected investment of \$730,000 with eligible tax credits of \$257,500. 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.

Qualified Investor	Qualified Small Business	County	Projected Investment	Potential Tax Credit
Roy T. Toutant	Hogshead, LLC	Jefferson	\$50,000	\$12,500

Michael L Burrell	Kanbol, Inc.	Logan	\$250,000	\$100,000
Alexandria Lee Burrell	Kanbol, Inc.	Logan	\$250,000	\$100,000
Roy T. Toutant	Thynk Health, LLC	Fayette	\$25,000	\$6,250
Timothy M. Ruge	ToddCares, Inc	Kenton	\$20,000	\$5,000
Anthony J. Ales	ToddCares, Inc	Kenton	\$10,000	\$2,500
Daniel Jacob Hofmeister	ToddCares, Inc	Kenton	\$25,000	\$6,250
David P. Heidrich	Wendal Inc	Kenton	\$100,000	\$25,000

### **KEDFA Loan (Modification)**

Chairman Hale called on staff to present the KEDFA Loan (Modification).

Dan Wood stated on December 15, 1999, KEDFA closed a loan with this industrial foundation to help finance the purchase of 254 acres for an industrial park. The original loan was \$1,800,000 at 3.5% interest paid quarterly and a maturity date of December 15, 2006. Loan terms also included principal repayment through net proceeds from land sales. Collateral for the loan was irrevocable stand-by letters of credit.

In December of 2006, KEDFA approved a request to extend the maturity date to December 15, 2013, and a subsequent extension to December 15, 2018. The Foundation has been making \$2,000 monthly principal payments plus 2% interest.

After the sale of 2.25 acres, approximately 192 acres remain in the Crossroads Industrial Park. The Foundation requested to extend the loan maturity to reduce the letters of credit to the principal balance of \$1,284,769.50, plus six months interest. Repayment will continue to require principal reductions from all net proceeds of all land sales.

Staff recommends extending the loan maturity to December 15, 2025, increase the principal payments to \$3,000 per month plus 2% interest and reduce the letters of credit to the principal amount plus six months interest. All other aspects of the project remain the same.

Staff recommends approval.

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

### **Closed Session**

Pursuant to KRS Section 61.810 (1) (c) and (g), Chairman Hale entertained a motion to go into closed session to discuss proposed or pending litigation against or on behalf of the public agency and also to discuss a specific business proposal relating to a Grant, the open discussion of which would jeopardize the site, retention, expansion or upgrade of the business.

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

The board entered into executive session at 11:40 a.m.

### **Regular Session**

Chairman Hale entertained a motion to return to Regular Session.

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

The board returned to regular session at 12:32 p.m.

### **Tax Increment Financing (TIF) Project (Amendment)**

Chairman Hale called on Joseph Gearon to present the TIF project amendment to the Authority.

#### **Fort Mitchell Gateway Project**

##### **Kenton County**

Joseph Gearon stated on June 28, 2018, KEDFA gave final approval for the Fort Mitchell Gateway Project's Mixed-Use Tax Increment Financing (TIF) Tax Incentive Agreement (TIA). The development included medical office, restaurant, retail, multi-family residential units, and a hotel. The project is located next to I-75 in Fort Mitchell, Kentucky.

The City of Fort Mitchell Administration Department is requesting an amendment to the TIA. The City of Fort Mitchell requests a change in the applicant and scope of the project as presented in the board memo. All other project details as originally presented/approved remain the same and there is no requested change to the approved eligible tax incentive amount.

Staff recommended approval of the TIF amendment request.

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

#### **KEDFA Funding**

Chairman Hale called on Katie Smith to present the KEDFA Grant request to the Authority.

#### **Resolution to Authorize Transfer of Repaid Kentucky Small Business Credit Initiative (KSBCI) funds to the KEDFA Grant Program**

Katie Smith stated The Cabinet for Economic Development ("Cabinet") was previously approved by the United States Department of Treasury to receive the Commonwealth's allocation of State Small Business Credit Initiative funds for implementation of the Kentucky Small Business Credit Initiative ("KSBCI") Program in the amount of \$15,558,050. On August 25, 2011, the Kentucky Economic Development Finance Authority ("Authority") approved guidelines for the KSBCI Program. Additionally, in April 2017, the Authority granted approval to transfer \$5,000,000 in KEDFA Loan Pool funds in to further assist with KSBCI projects.

The KSBCI Program has been successful in assisting small businesses since its creation in 2011. Since the inception of the program, over \$14.8 million in funds have been repaid to the KSBCI Program. Staff is requesting approval to utilize \$2,000,000 of these unrestricted KSBCI replenished payments to fund projects under the KEDFA Grant Program for the completion of due diligence on potential site acquisitions by a public entity that are optioned for purchase or slated for significant investment in the site by a public entity where the due diligence expected does not exist.

The Secretary of the Cabinet and staff recommend approval of the attached resolution authorizing \$2,000,000 of repaid KSBCI Program funds for approved projects under the KEDFA Grant Program and transferring the funds to the appropriate accounts.

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

## **Other Business**

### **Kentucky Angel Investment Act Guidelines Proposed Changes**

Chairman Hale called on Tim Back to present the Kentucky Angel Investment Act Guidelines Proposed Changes.

Starting with the upcoming 2024 calendar year, staff is seeking to increase efficiencies by combining the two current application forms (Qualified Investor and Qualified Investment) into a single merged Qualified Investment/Investor application. The combined application will be simpler and more efficient for both applicant investors and Cabinet staff.

A draft revised Kentucky Angel Investment Act Guidelines document with proposed changes was presented. The changes include removal of references to the separate Qualified Investor application and its nominal \$25 application fee, and insertion of references to the new combined Qualified investment/investor application.

Staff recommends approval of these changes to the Kentucky Angel Investment Act Guidelines.

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

### **Resolution of Recognition**

Chairman Hale read the Resolution of Recognition for Donald McDowell.

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

### **2024 KEDFA Board Meeting Dates**

Katie Smith stated the 2024 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 12:46 p.m.

**APPROVED  
PRESIDING OFFICER:**



\_\_\_\_\_  
Jean R. Hale, Chairman