



MICHIGAN STRATEGIC FUND

BOARD MEETING AGENDA

January 23, 2024

10:00am

- I. CALL TO ORDER & ROLL CALL**
- II. PUBLIC COMMENT – PLEASE LIMIT PUBLIC COMMENT TO THREE (3) MINUTES**
- III. COMMUNICATIONS**
 - a. Chief Compliance Officer Quarterly Report 3
- IV. CONSENT AGENDA**
 - a. Approval of December 12, 2023, Meeting Minutes 5
 - b. Dairy Distillery Alliance, LLC: MBDP Reauthorization..... 23
 - c. 351 W. Western: MCRP Amendment 30
 - d. Bogan Developments, LLC: MCRP Amendment 36
 - e. SAPA Transmission, Inc.: MBDP Amendment..... 41
 - f. Business Incubator Program: FY24 Gateway Grant Amendments 48
 - g. SSBCI 2.0 Small Business Venture Capital Program: Guidelines Amendment..... 95
 - h. SHPO MOU: Michigan Office of Administrative Hearings and Rules106
 - i. SHPO MOA: Kalamazoo/Battle Creek International Airport.....119
 - j. SHPO MOA: Jerry Tyler Memorial Airport..... 126
 - k. SHPO MOA: Saint Mary’s Falls Canal Historic District of the Soo Locks 133
 - l. SHPO MOA: Southfield Road Improvement Project 140
 - m. Travel Marketing: Approval of Accessibility Grant Award Recommendations..... 147
- V. ATTRACT RETAIN AND GROW BUSINESS**
 - a. USA Fortescue Piquette, LLC: Resolutions to approve state tax capture for Act 381 eligible activities capped at \$2,374,413, a Michigan Business Development Program performance-based Grant in the amount of up to \$9,000,000, a State Essential Services Assessment Exemption (15 Years/100%) with an estimated value of \$1,300,950, and a waiver of the State Essential Services Assessment Exemption guidelines requiring the project to invest more than \$100,000,000.160
Location: City of Detroit
 - b. B&L Systems LLC dba Fifth Wheel Freight: A resolution to approve a Michigan Business Development Program grant in the amount of up to \$2,000,000.....180
Location: City of Kentwood
 - c. EcoG, Inc.: A resolution to approve a Michigan Business Development Program grant in the amount of up to \$1,500,000. 187
Location: City of Detroit
 - d. Global Life Sciences Solutions USA, LLC: A resolution to approve a Michigan Business Development Program performance-based grant in the amount of \$3,000,000. 193
Location: Muskegon Charter Township

VI. INFORMATIONAL

a. Delegation of Authority Report 201

**NOTE:* Hyperlinked bookmarks are included on this page to aid document navigation - click on the project title to access the project memo.



GRETCHEN WHITMER
GOVERNOR

STATE OF MICHIGAN
OFFICE OF THE CHIEF COMPLIANCE OFFICER
LANSING

KEVIN FRAN CART, ESQ.
CHIEF COMPLIANCE OFFICER

MEMORANDUM

January 9, 2024

TO: Honorable Gretchen Whitmer
Governor and Chairperson of the State Administrative Board.

Quentin L. Messer Jr.
President
Michigan Strategic Fund Board

FROM: Kevin L. Francart
Chief Compliance Officer

RE: FY2024 Q1 Report of the Chief Compliance Officer. October 1, 2023 – December 31, 2023)

The Chief Compliance Officer is required to report quarterly to the State Administrative Board and the Michigan Strategic Fund Board regarding compliance with internal policies and procedures as well as applicable laws related to 21st century jobs fund programs. I am pleased to report that all compliance matters addressed during the first quarter of the 2024 fiscal year were either successfully resolved, are being appropriately addressed, or are undergoing review and are currently being evaluated.

With respect to the Michigan Strategic Fund Board, the Michigan Strategic Fund Act requires the Chief Compliance Officer to review and evaluate compliance with internal policies and procedures along with applicable state and federal law. The Chief Compliance Officer (CCO), along with the AG and MEDC Legal, assisted with the Finance and Investment Subcommittee and the Policy and Planning Subcommittee. The review of the relationship with and the economic incentives provided to Michigan Community Capitol as reported previously continued. The CCO continued to assist the Department of Technology, Management, and Budget with the workgroup to implement the requirements of the Economic Development Incentive Evaluation Act, MCL 18.1751 *et seq.* The Evaluation for MSF's Capital Access programs is ongoing.

As reported previously, the CCO advised the MSF Fund Manager and Associate Fund Manager to implement the recommendation in the MSF E&I Program Evaluation to collect the tax identification number/employer identification numbers (TIN/EIN) for all of the participants in the program. In response to this advice this office was informed that: the E&I program is working with a consulting firm to assist with implementing the recommendations from the Economic Development Incentive Evaluation Act report; implementation would begin after the review is completed; and, this office will be consulted on proposed program changes to make sure that all relevant laws and regulations are being followed. The CCO assisted the MSF and AG with amending the Consent Agenda Policy. As reported previously, the CCO was advised by the AG that an analysis of Board delegations and guidelines was being conducted, in addition the AG requested that the CCO assist the MSF Board with the creation, implementation,

monitoring, and enforcement of an Investment Policy. These issues are being address by this office, the AG, MEDC, and the MSF Board through a workgroup established by Board Member Warner to address multiple topics including investments, delegations, and program guidelines. This office will assist with the drafting, monitoring, and enforcement of any policies adopted. The question previously referred to the AG regarding MCL 423.321 *et sec.*, and *Wisconsin Dept of Indus, Labor & Human Relations v Gould Inc*, 475 US 282; 106 S Ct 1057; 89 L Ed 2d 223 (1986), remains outstanding. As reported previously, the site visit guidelines were changed by the MEDC compliance section to no longer require a minimum number of site visits, thus, site visits are being performed pursuant to the site visit guidelines.

The Chief Compliance Officer provided informal advice regarding various issues arising this quarter concerning such topics as the conflict of interest determination, authorized use of 21st century job fund funds, and compliance with established Board policy and limitations.

MICHIGAN STRATEGIC FUND
APPROVED MEETING MINUTES
December 12, 2023

Member Present

Quentin L. Messer, Jr.

Members Joined Remotely

Britany L. Affolter-Caine

Wesley Eklund

John Groen (on behalf of Director Corbin)

Dimitrius Hutcherson

Michael B. Kapp (on behalf of Director Wieferich)

Andrew Lockwood (on behalf of Treasurer Eubanks)

Dan Meyering

Leon Richardson

Charles P. Rothstein

Susan Tellier

Cindy Warner

I. CALL TO ORDER & ROLL CALL

Mr. Messer called the meeting to order at 10:05 a.m. The meeting was held in person in the Lake Michigan Conference Room at the MEDC headquarters building in Lansing with optional participation remotely.

Mr. Messer introduced Katelyn Wilcox Surmann, MSF Board Liaison, who conducted the attendance roll call.

II. PUBLIC COMMENT

Ms. Wilcox Surmann explained the process for members of the public to participate. Public comment was had.

III. COMMUNICATIONS

There were four communications shared with the MSF Board on Monday, December 11, 2023. Ms. Wilcox Surmann reported no new communications.

MSF Subcommittee Reports

Dimitrius Hutcherson, Chair of the MSF Finance and Investment Subcommittee, and Cindy Warner, Chair of the MSF Policy and Planning Subcommittee, provided updates on subcommittee activity.

Britany L. Affolter-Caine left the meeting at 9:35 a.m.

IV. CONSENT AGENDA

Resolution 2023-193, Approval of Consent Agenda Items

Quentin L. Messer Jr. asked if there were any questions from Board members regarding items under the Consent Agenda. There being none, Dimitrius Hutcherson motioned for the approval of the following:

- a. Proposed Meeting Minutes: October 24, 2023
- b. Transformational Brownfield Plan Program: Guidelines Amendment **2023-194**
- c. GLC Northern Michigan Pine, LLC: MCRP Amendment **2023-195**
- d. Contractual Small Business Solutions/Services: FY24 Funding Allocations **2023-196; 2023-197; 2023-198; 2023-199**
- e. American Rheinmetall Vehicles, LLC: MBDP Amendment **2023-200**
- f. UL, LLC: MBDP Reauthorization and Amendment **2023-201**
- g. Peterson Farms: CDBG Amendment **2023-202**
- h. 311 Grand River, LLC: Act 381 WP Amendment **2023-203**
- i. State Historic Preservation Office (SHPO): USDA PA **2023-204**
- j. 2024 Funding Allocations for the Statewide University Technology Programs **2023-205; 2023-206; 2023-207; 2023-208; 2023-209; 2023-210; 2023-211**
- k. City Modern 440 Alfred Street LLC and Brush Park Development Company Phase I, LLC: MCRP Amendment **2023-212**

Dimitrius Hutcherson motioned for the approval of Resolution 2023-193 to approve the consent agenda; Sue Tellier seconded the motion. **The motion carried: 11 ayes; 0 nays; 1 recused.**

ROLL CALL VOTE: Ayes: Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: Britany L. Affolter-Caine

Britany L. Affolter-Caine rejoined the meeting at 9:39 a.m.

V. DEVELOP ATTRACTIVE PLACES

a. **Resolutions 2023-213 and 2023-214, Woodworth Investments, LLC, City of Owosso Brownfield Redevelopment Authority: Michigan Community Revitalization Program performance-based grant and Brownfield Act 381 Work Plan.** Bryan Dryer, Community Development Manager for Region 6, Nathan Henne, City of Owosso City Manager, and James Woodworth of Woodworth Investments, LLC, provided the Board with information regarding this action item. This action involves the approval of a Michigan Community Revitalization Program performance-based grant in the amount of up to \$1,480,000 for Woodworth Investments, LLC. This action also involves a Brownfield Act 381 Work Plan with state tax capture for eligible activities capped in the amount of \$248,139, utilizing the current state-to-local capture ratio, in the City of Owosso. Britany Affolter-Caine moved for the approval of Resolution 2023-213 for the Michigan Community Revitalization Program performance-based grant. Leon Richardson seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

Cindy Warner then moved for the approval of Resolution 2023-214 for the Brownfield Act 381 Work Plan. Britany L. Affolter-Caine seconded the item. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

b. **Resolutions 2023-215 and 2023-216, Oxford Perennial Corktown: Michigan Community Revitalization Program Other Economic Assistance Loan and a Brownfield Act 381 Work Plan.** Dominic Romano, Senior Community Development Manager for Region 10, Seth Berkowitz, Oxford Perennial/Hunter Pasteur Homes, and Cora Capler, Detroit Economic Growth Corporation, provided the Board with information regarding these action items. These actions involve approval of a Michigan Community Revitalization Program Other Economic Assistance Loan Participation in the amount of up to \$2,222,585 and a Brownfield Act 381 Work Plan with state tax capture for eligible activities capped in the amount of up to \$464,643. Dimitrius Hutcherson moved for the approval of Resolution 2023-215 for the Michigan Community Revitalization Program Other Economic Assistance Loan Participation. Quentin L. Messer, Jr. seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp ((on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

Charles P. Rothstein moved for the approval of Resolution 2023-216 for the Brownfield Act 381 Work Plan. Quentin L. Messer, Jr. seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

Quentin L. Messer, Jr. announced that agenda items V.c. “Left Field II, LLC” and V.d. “The

Community Builders, Preserve on Ash I” will be reordered.

c. **Resolution 2023-217, The Community Builders, Inc. and Preserve on Ash I LHDA LLC: A resolution to approve a Michigan Community Revitalization Program Performance-Based Direct Loan.** Dominic Romano, Senior Community Development Manager for Region 10, Meghan Kaple of The Community Builders, Inc., and Ayasha Boston with the City of Detroit, provided the Board with information regarding this action item. This action involves the approval of a Michigan Community Revitalization Performance-Based Direct Loan in the amount of up to \$2,393,771 for The Community Builders, Inc. and Preserve on Ash I LHDA LLC. Quentin L. Messer, Jr. moved for the approval of Resolution 2023-217. Britany L. Affolter-Caine seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

d. **Resolution 2023-218: Left Field II 2022, LLC: Michigan Community Revitalization Program Performance-Based Direct Loan.** Joe Frost, Community Development Manager for Region 5, Aysha Boston, Choice Neighborhood Housing Specialist at the City of Detroit, and Mike Essian, Vice President of American Community Developers, provided the Board with information regarding this action item. This action involves the approval of a Michigan Community Revitalization Program Performance-Based Direct Loan Award in the amount of up to \$2,717,248 for Left Field II 2022, LLC. Dimitrius Hutcherson moved for the approval of Resolution 2023-218. Quentin L. Messer, Jr. seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

VI. ATTRACT, RETAIN, AND GROW BUSINESS.

a. **Resolutions 2023-219 and 2023-220, Norm Fasteners Company: Strategic Site Readiness Program Grant and Michigan Business Development Program Grant.** Sara Bishop, Senior Business Development Project Manager, Koray Gurbuz of Norm Fasteners Company, Karen Hildebrant of Bath Charter Township Superintendent, and Bob Trezie of the Lansing Economic Area Partnership provided the Board with information regarding these action items. These actions involve the approval of a Strategic Site Readiness Program grant in the amount of \$3,860,000 and a Michigan Business Development Program grant in the amount of up to \$1,600,000. Leon Richardson moved for the approval of Resolution 2023-219 for the Strategic Site Readiness Program award. Quentin L. Messer, Jr., seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf

of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

Quentin L. Messer, Jr., moved for the approval of Resolution 2023-220 for the Michigan Business Development Program Grant award. Britany L. Affolter-Caine seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

b. Resolutions 2023-221 and 2023-222, HG Medical USA, LLC: Michigan Business Development Program Grant and State Essential Services Assessment Exemption. Sara Bishop, Senior Business Development Project Manager, Amanda Murray of Lakeshore Advantage, and Craig Bluett of HG Medical USA LLC provided the Board with information regarding these action items. These actions involve approval of a Michigan Business Development Program Performance-Based Grant in the amount of up to \$1,800,000. The other action item involves the approval of a 5-year 100% State Essential Services Assessment Exemption with an estimated value of up to \$237,840 for its \$30,000,000 eligible investment in Eligible Personal Property, including a waiver of the SESA and Alternative SESA Program Guidelines, to allow investments made within five years of the commencement of the project. Dimitrius Hutcherson moved for the approval of Resolution 2023-221 for the Michigan Business Development Program grant award. Quentin L. Messer, Jr., seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

Quentin L. Messer, Jr., moved for the approval of Resolution 2023-222 for the State Essential Services Assessment Exemption. Britany L. Affolter-Caine seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

c. Resolutions 2023-223 and 2023-224, WK Kellogg Company: Michigan Business Development Program Grant and a Michigan Strategic Fund Designated Renaissance Zone.

Erik Wilford, Strategic Project Advisor, Stacy Flathau of WK Kellogg, and Joe Sobieralski of Battle Creek Unlimited provided the Board with information regarding these action items. These actions involve the approval of a Michigan Business Development Program Grant in the amount of up to \$5,000,000 and a Michigan Strategic Fund designated Renaissance Zone for a period of 15 years. Following discussion, Wesley Eklund moved to approve Resolution 2023-223 for the Michigan Business Development Program Grant award. Quentin L. Messer, Jr., seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

Quentin L. Messer, Jr., moved for the approval of Resolution 2023-224 for the Michigan Strategic Fund Designated Renaissance Zone request. Britany L. Affolter-Caine seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

d. **Resolution 2023-225, ATC Drivetrain: Michigan Business Development Program Grant.** Sean Kammer, Business Development Project Manager, George Kostopoulos, ATC Drivetrain Inc., Jane Orlin, Cushman Wakefield on behalf of ATC Drivetrain Inc., and Amanda Murray, Lakeshore Advantage, provided the Board with information regarding this action item, which involves the approval of a Michigan Business Development Program Grant in the amount of up to \$2,000,000 for ATC Drivetrain, Inc. Quentin L. Messer moved to approve Resolution 2023-225. Dimitrius Hutcherson seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

e. **Resolution 2023-226, Scout Motors, Inc.: Michigan Business Development Program Grant.** Vlatko Tomic-Bobas, Investment Promotion Director, Jeremy Webb, Managing Director of Business Development Projects, and Chris Cordon, Scout Motors, Inc., provided the Board with information regarding this action item, which involves the approval of a Michigan Business Development Program Grant in the amount of up to \$10,000,000. Britany L. Affolter-Caine moved to approve Resolution 2023-226. Dimitrius Hutcherson seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: Ayes: Britany L. Affolter-Caine, Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: None

VII. SUPPORT AND GROW OUR TALENT

Britany L. Affolter-Caine dropped the call at 11:12 a.m.

a. Resolutions 2023-227, 2023-228, and 2023-229, Michigander Scholars Program: A resolution to approve amendments to the EV Scholars Pilot Program. Kerry Ebersole Singh, Chief Talent Solutions and Engagement Officer, provided the Board with an overview of these action items. These actions include amending the EV Scholars Pilot Program to the Michigander Scholars Program, amending the existing grants with the University of Michigan, Michigan State University, and Michigan Technological University by extending the term for one year and incorporating the revised Michigander Scholars Program Guidelines, and awarding new grants in the amount of \$400,000 each to Wayne State University and Kettering University. Michael B. Kapp moved to approve Resolution 2023-227 to rename the program from the ‘EV Scholars Pilot Program’ to the ‘Michigander Scholars Program’ and amend the existing guidelines. Cindy Warner seconded the motion. **The motion carried: 11 ayes, 0 nays, 1 recused.**

ROLL CALL VOTE: Ayes: Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Dimitrius Hutcherson, Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: Britany L. Affolter-Caine

Dimitrius Hutcherson was dropped from the call due to technical difficulties and was marked as abstaining from the remaining votes pursuant to the bylaws.

Quentin L. Messer, Jr., moved to approve Resolution 2023-228 to award the Michigander Scholars Program grants to Wayne State University and Kettering University. Cindy Warner seconded the motion. **The motion carried: 10 ayes, 0 nays, 1 recused, 1 abstained.**

ROLL CALL VOTE: Ayes: Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: Britany L. Affolter-Caine; Abstained: Dimitrius Hutcherson

Cindy Warner moved to approve Resolution 2023-229 to amend the existing grants with the University of Michigan, Michigan State University, and Michigan Technological University by extending the term for one year and incorporating the revised Michigander Scholars Program Guidelines. Quentin L. Messer, Jr. seconded the motion. **The motion carried: 10 ayes, 0 nays, 1**

recused, 1 abstained.

ROLL CALL VOTE: Ayes: Wesley Eklund, John Groen (on behalf of Director Corbin, designation attached), Michael B. Kapp (on behalf of Director Wieferich, designation attached), Andrew Lockwood (on behalf of Treasurer Eubanks, designation attached), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner; Nays: None; Recused: Britany L. Affolter-Caine; Abstained: Dimitrius Hutcherson

VIII. INFORMATIONAL

a. Quentin L. Messer, Jr., noted the Michigan Strategic Fund Delegation of Authority Report for the period October 1, 2023, to November 30, 2023, was included in the meeting packet. He asked if there were any questions from Board members regarding the information. There were no questions regarding the Delegation of Authority Report.

Quentin L. Messer, Jr. adjourned the meeting at 11:20 a.m.



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File



GRETCHEN WHITMER
GOVERNOR

STATE OF MICHIGAN
DEPARTMENT OF LABOR AND ECONOMIC OPPORTUNITY
LANSING

SUSAN CORBIN
DIRECTOR

January 21, 2022

Ms. Katelyn Wilcox
Board Relations Liaison
Michigan Strategic Fund
300 N. Washington Square
Lansing, MI 48913

Re: Michigan Strategic Fund Board Meeting Designees

Dear Ms. Wilcox:

Pursuant to MCLA 16.51, I hereby confirm my designation of John Groen and Jonathan Smith as the persons authorized and empowered to act in my stead as a member of the Michigan Strategic Fund Board for scheduled meetings or portions thereof that I am unable to attend.

If you need anything additional, please contact Diane Burton at (517) 230-5454. Thank you.

Sincerely,

A handwritten signature in blue ink that reads "Susan R. Corbin".

Susan R. Corbin
Director



STATE OF MICHIGAN
DEPARTMENT OF TREASURY
LANSING

GRETCHEN WHITMER
GOVERNOR

RACHAEL EUBANKS
STATE TREASURER

January 6, 2023

Valerie Hoag
MSF Fund Manager
Michigan Economic Development Corporation
300 N. Washington Square
Lansing, MI 48913

Re: Michigan Strategic Fund Board Meeting and Michigan Strategic Fund Finance
and Investment Subcommittee Designee for Treasurer Eubanks

Dear Ms. Hoag:

I hereby designate Andrew Lockwood to attend all Michigan Strategic Fund Board Meetings and Michigan Strategic Fund Finance and Investment Subcommittee meetings that I am unable to attend in 2023.

If you need anything additional, please contact Kara Kabia at (517) 241-2624.

Sincerely,

A handwritten signature in cursive script that reads "Rachael Eubanks".

Rachael Eubanks
State Treasurer

Cc: Eric Bussis
Andrew Lockwood



December 1, 2023

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, December 12, 2023.

- 2024 Funding Allocations for the Statewide University Technology Programs
- The EV Scholars Pilot Program

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for MSU.

Sincerely,

A handwritten signature in cursive script that reads 'Britany Affolter-Caine'.

Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

From: [Holly Harnden](#)
To: [MEDC MSF Comments](#)
Subject: 65 Million Fiasco
Date: Tuesday, September 26, 2023 11:17:08 AM

TOTALLY AGAINST YOU GIVING ONE MORE CENT TO THIS CORRUPT PROJECT YOU NEED TO LISTEN TO THE PEOPLE NOT MONEY HUNGRY POLITICIANS WHO DESTROY PEOPLES LIVES AND THE ENVIRONMENT

WE WILL NEVER STOP FIGHTING THIS..NEVER
YOU KNOW IN YOUR HEART THIS IS WRONG
DO THE RIGHT THING

Sent from my iPhone

From: [Gretchen Hyman](#)
To: [MEDC MSF Comments](#)
Subject: Board Meeting 9/26/23 NO to the Megasite in Marshall!!!!
Date: Tuesday, September 26, 2023 11:50:37 AM

Good Morning,

I am writing in to let you know that I am, and have been from the day I first found out in January, against the Megasite in Marshall.

Our family moved to this town 5 years ago due to its small town charm and the fact that it is a farming community. I am extremely angry, frustrated, and disappointed that we the people (citizens, taxpayers and voters) have not been allowed a say in this decision via a vote. It has been a back-door, shady business since we first found out about it and continues to be such.

It's sad that this state we love to explore seems to do nothing but exploit-from the land, the people, from anything it can, all in the name of the almighty dollar.

I can assure you of this...we will NOT stop fighting this. This is not YOUR town, it is OURS. If you really care about representing "WE THE PEOPLE", then you'll stop this deceit and let us VOTE!

Sincerely,

Gretchen Esser
219 N. Eagle St.
Marshall, MI 49068



Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 908
Detroit, Michigan 48226

Phone: 313.224.6380
Fax: 313.224.1629
www.detroitmi.gov

November 17, 2023

Michigan Strategic Fund Board
Michigan Economic Development Corporation
300 N. Washington Square Lansing, MI 48913

RE: Left Field 2 MEDC CRP Funding Commitment

Michigan Strategic Fund Board

The City of Detroit has worked closely with American Community Developers, as a Housing Implementation Entity of the Choice Neighborhood’s Implementation grant the city received in 2021. Left Field 2 represents the second building of the first phase of CNI housing developments within the Historic Corktown neighborhood, and it is central to the city’s commitment to bring high quality, mixed income housing in strategic neighborhoods through transformative developments and preservation of existing affordability.

The City of Detroit recognizes that economically sustainable urban neighborhoods are often built around a commercial main street and that the best main streets are walkable areas that include a mix of building uses and a healthy mix of housing options. The City’s Planning and Development Department is actively engaged with the Michigan Department of Transportation on redesigning Michigan Ave to upgrade the streetscape and redevelop underutilized spaces, as an outcome of the Greater Corktown Neighborhood Planning Framework. The goal of this effort will be to support private sector developments and to re-establish it as the connector to Ford’s new campus at Michigan Central Station. Guiding principles of the plan include:

- Corktown For Everyone – Create an inclusive neighborhood that is accessible and affordable to residents of all incomes
- History and Heritage – Preserve uphold and respect the neighborhood’s rich heritage and historical significance
- Sustainable and Resilient – Build resilience through a mix of sustainable new and existing development
- Safe streets – Build safe communities by integrating pedestrian and bike infrastructure, community amenities, lighting infrastructure and “eyes on the street”

Project's Alignment with City Goals

The neighborhood-level planning study for Greater Corktown provides a framework for sound urban design principles and neighborhood development strategies that align with broader city planning and advance the City's efforts to produce equitable, sustainable, resilient and healthy communities. Left Field 2 is located in the City’s Historic Corktown Neighborhood, which secured a FY2020 Choice Neighborhoods Implementation Grant of \$30 million and a supplemental FY2022 Supplemental Choice Neighborhoods grant of \$5 million to contribute toward a Transformation Plan that will ensure Greater



Corktown is a community for residents of all incomes. The project is in line with the City's efforts in providing affordable housing opportunities in areas experiencing rapidly rising rents.

This development will create 53 new mixed income housing units ranging from 80% AMI to market rate, providing quality, safe housing for residents of all incomes, including 12 workforce housing units supported through MSHDA's Missing Middle Housing Program. Left Field 2 represents the second building in the first phase of a multi-year housing strategy that will bring 113 new mixed-income rental housing units just north of Michigan Ave in the heart of Historic Corktown. The project was designed specifically to meet the needs of current and future residents of Clement Kern Gardens and Greater Corktown, bringing a diversity of unit types based on resident preferences and feedback and the Historic Corktown neighborhood context. This project is a critical piece of the vision for a mixed-income, inclusive and interconnected Greater Corktown developed jointly with residents through the Choice Neighborhoods planning process and is directly aligned with the City's goals. The Greater Corktown area within one mile of the Project has accumulated over \$1 billion in leverage commitments for planned investments towards the Choice Neighborhoods Transformation Plan. Additionally, the City has seen completed projects with well over \$900 million in public and private investment within the last five years, and significant planned investment exceeding \$100 million within one mile of Left Field 2. The City's Choice Neighborhoods grant will contribute toward future community and economic development by promoting infrastructure and public space improvements, district planning, mixed-income housing, commercial activity and small business development.

We believe that Left Field 2 will further promote the ongoing redevelopment in the Greater Corktown neighborhood. As a Choice Neighborhoods housing phase, the project is critical to achieving the vision of an inclusive, vibrant Greater Corktown neighborhood with high quality housing options affordable for a range of household incomes. The Housing & Revitalization Department is working closely with American Community Developers to ensure this project supports the City's efforts to develop affordable housing, and to promote a more equitable landscape for new developments in Detroit. Please contact me with any questions.

Sincerely,

DocuSigned by:

Rebecca Labov

927E06ED6B004F9...

Rebecca Labov

Chief Development & Investment Officer,
Housing and Revitalization Department



City of Flint

Office of the Mayor

October 23, 2023

Mr. Quentin L. Messer, Jr.,
Chair
Michigan Strategic Fund
300 N. Washington Sq.
Lansing, MI 48913

Subject: Letter of Support for Michigan Strategic Fund Performance Based-Grant

Dear Mr. Messer, Jr.,

On behalf of the City of Flint, I am writing in support of Uptown Reinvestment Corporation's (URC) request for \$3.4 million in funding through the Michigan Strategic Fund's performance-based grant. I understand the funding will be used to support the construction of a new three-story building that will support the expansion of Michigan State University's Charles Stewart Mott Foundation Department of Public Health in Flint, Michigan. URC has shared with me the project will bring up to 129 additional jobs in Flint and result in total investment of approximately \$24.5 million.

The MSU Department of Public Health has led a collaborative and innovative approach to improve the public health process for Flint residents. The participatory approach has led to greater levels of community engagement and ownership of health outcomes, and improved levels of trust with the medical community. As I understand it, the building is designed to serve the community in an ongoing communication about their public health concerns and solutions. The new building sits adjacent to the Flint Mass Transportation Authority bus station, the Flint Farmers Market, and the Hurley Pediatric Clinic.

Below are examples that demonstrate the value of the MSU Department of Public Health's work to improve the public health of Flint residents:

- **Economic development:** More than \$115 million in external funding has been brought to Flint for community research. Funding success is the result of a strong relationship among community advocates. Partners in the community help fuel the efforts with

resources and a shared commitment to improving lives with more than 30 organizations collaborating on Flint research.

- **Flint Water Crisis:** Dr. Mona Hanna-Attisha's discovery in 2015 of elevated blood lead levels in Flint's children was tied to a switch in the city's water source and improper treatment of the water. The work of Rick Sadler, PhD was instrumental in linking the lead levels in children with the age of water in the system, and his maps were used by the National Guard to distribute water to Flint residents during the crisis. The Flint Registry is a resource to see how residents are doing and provide support for those impacted by the water crisis. After completing a survey, individuals are referred to services that promote health and development such as education, health, and nutrition programs.
- **MSU-Hurley Children's Pediatric Public Health Initiative:** A leading edge model of health equity, with the mission to improve health outcomes for Flint kids and kids everywhere. A multidisciplinary team of experts works in partnership with a parent and youth to increase access to fruits and vegetables, reading materials, and parenting support.

Uptown Reinvestment Corporation has led many successful real estate projects in the City of Flint working with other non-profits and higher education institutions. This project is another example of the type of collaboration that will lead to a healthier and more vibrant community.

For The Love of the Community,



Sheldon A. Neeley
Mayor, City of Flint



MEMORANDUM

Date: January 23, 2024

To: Michigan Strategic Fund (“MSF”) Board Members

From: Erik Wilford, Strategic Project Advisor

Subject: Reauthorization of Performance-based Grant Request
Michigan Business Development Program (“MBDP”)
Dairy Distillery Alliance, LLC (“Company” or “Applicant”)

Background

On May 23, 2023, the MSF approved a MBDP performance-based grant in the amount of \$2,000,000 for the Company. The MBDP approval required that an Agreement be entered into within 120 days of the date of the approval, and may be extended for an additional 60 days with approval from the MSF Fund Manager.

Due to administrative limitations, all parties have been unable to enter into the Agreement within the allowable 180 days. The Company is a newly formed joint venture. Due to required reviews from all parties, it has taken longer than expected to execute the agreement. At this time, the Company does not anticipate it will be able to come to an agreement by the expiration of the reauthorization and has requested additional time to execute its Agreement. It is anticipated the Company will be in a position to execute the agreement within the allotted reauthorization timeline.

Recommendation

MEDC Staff recommends the following (collectively, “Recommendation”):

- a) Reauthorization of the MBDP award as outlined in the attached term sheet (collectively, “MBDP Proposal”);
- b) Closing the MBDP Proposal, subject to available funding under the MBDP at the time of closing (“Available Funding”), satisfactory completion of due diligence, (collectively, “Due Diligence”), finalization of all MBDP transaction documents; and
- c) Commitment will remain valid for 120 days with approval for the MSF Fund Manager to extend the commitment an additional 60 days.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-002

REAUTHORIZATION OF A MICHIGAN BUSINESS DEVELOPMENT PROGRAM GRANT TO DAIRY DISTILLERY ALLIANCE, LLC

WHEREAS, the Michigan legislature passed legislation establishing the 21st Century Jobs Trust Fund initiative that was signed into law;

WHEREAS, the Michigan Economic Development Corporation (the “MEDC”) provides administrative services to the Michigan Strategic Fund (the “MSF”) for 21st Century Jobs Trust Fund programs;

WHEREAS, pursuant to MCL 125.2088r, the MSF shall create and operate the Michigan Business Development Program (the “MBDP”) to provide grants, loans and other economic assistance to qualified businesses that make qualified investments or provide qualified new jobs in Michigan;

WHEREAS, on December 21, 2011, by Resolution 2011-184, the MSF Board (i) created the MBDP, and (ii) adopted the guidelines for the MBDP, as later amended on December 8, 2020 by Resolution 2020-146 (the “Guidelines”);

WHEREAS, pursuant to SFCR 125.2088r-1 (the “Delegation”), the MSF Board approved the MSF Fund Manager or the MSF President to negotiate the terms and conditions and execute all final documents necessary to effectuate awards and decisions approved under the MBDP in accordance with the Guidelines (the “Transaction Documents”);

WHEREAS, the MSF Act, MCL 125.2001 et seq. and the Delegation require that MBDP awards over \$1 million must be approved by the MSF Board;

WHEREAS, the MSF Board approved a \$2,000,000 MBDP performance-based grant to Dairy Distillery Alliance, LLC (the “Company”) on May 23, 2023 by Resolution 2023-092 to establish the proposed milk ethanol plant and with the creation of up to 12 new jobs and Qualified Investment of \$30,000,000 in the Village of Constantine, St. Joseph County;

WHEREAS, pursuant to the Guidelines, the Company is a Qualified Business and the Project is eligible because the Company has committed to making Qualified Investment;

WHEREAS, the Company requests that the MSF Board approve a reauthorization of the \$2,000,000 MBDP performance-based grant (the “MBDP Grant Request”) as outlined in the term sheet attached as Exhibit A (the “Term Sheet”); and

WHEREAS, the MEDC recommends that the MSF Board approve the MBDP Grant Request in accordance with the Term Sheet, subject to: (i) available funding; (ii) final due diligence performed to the satisfaction of the MEDC; and (iii) execution of the Transaction Documents, within 120 days of the date of this Resolution (“Time Period”), or this Resolution shall have no effect; provided however, at the sole discretion of the MSF Fund Manager, the Time Period may be extended for up to an additional 60 days (collectively, the “MBDP Award Recommendation”).

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the MBDP Award Recommendation.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



EXHIBIT A
MICHIGAN BUSINESS DEVELOPMENT PROGRAM
Performance Based Incentive - Term Sheet - Summary

The following is a summary of the highlights of the project and basic terms for which the Company desires grant support from the Michigan Strategic Fund (“MSF”) under the Michigan Business Development Program (“MBDP”).

Date: May 4, 2023

Company Name:	Dairy Distillery Alliance and/or its affiliates and subsidiaries.
Project Location:	455 East Water Street Constantine, Michigan 49042
MBDP Incentive Type:	Performance Based Grant
Maximum Amount of MBDP Incentive:	Up to \$2,000,000
Qualified Investment (if necessary):	At least \$30,000,000
Municipality Supporting Project:	Village of Constantine has agreed to provide staff, financial or economic assistance in support of the project.
Start Date for Measurement of Creation of Qualified Investment:	March 31, 2023 (Offer letter acceptance)
Term of the Agreement:	November 30, 2025
Milestone Based Incentive:	Disbursements will be made over a 2 year period and each are contingent upon compliance with the Agreement and performance based on job creation, as follows: \$1,000,000 for the Qualified Investment of a minimum of \$10,000,000 \$1,000,000 for the Qualified Investment of a minimum of \$30,000,000

The detailed numbers, and statutorily required repayment and reporting provisions, will be reflected in the subsequent transaction documents.



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Thelen". The signature is written in a cursive style with a long horizontal stroke at the end.

Randy Thelen

MEMORANDUM

Date: January 23, 2024

To: Michigan Strategic Fund Board

From: Simon Verghese, Underwriting Analyst

Subject: Request for Approval of a Michigan Community Revitalization Program Other Economic Assistance - Loan Participation Agreement Amendment #2
351 W Western, LLC and Great Lakes Development Investments, Inc.

Request

351 W Western, LLC and Great Lakes Development Investments, Inc (the “Companies”) are requesting approval of an amendment to the Michigan Community Revitalization Program Other Economic Assistance Loan Participation Agreement and any related ancillary agreements (the “Agreement”). The amendment request dated November 27, 2023, includes a request to extend the maturity date of the MCRP Loan Participation by 18 months from November 3, 2023. All other terms of the current Agreement will remain the same.

Background

The Michigan Strategic Fund Board approved a \$1,500,000 Other Economic Assistance Loan Participation of which \$750,000 was forgivable on May 22, 2018, to the Companies for the purpose of construction of a six-story, mixed-use building on 0.17 acres located at 351 West Western Avenue in the City of Muskegon.

The project was completed successfully, and in October 2023 the first-floor commercial space was leased to Muskegon Axe Throwing, LLC.

An amendment to the project was approved on October 24, 2023, to extend the Maturity Date to match the senior lender for up to 180 days from August 3, 2023. The previous commercial tenant went out of business in 2022. Due to the negative impact the commercial vacancy has had on cash flow for an extended period, the lender was working with the Company to underwrite a transitional loan. Amendment #1 provided time for the senior lender to complete the underwriting for this transitional loan as well as provide time to obtain approval from the MSF for a possible short-term refinancing of the incentive.

Due to a new tenant in the commercial space, the Company is working to refinance both the senior and MEDC notes with a new HUD loan. The estimated timeline to get the new loan for the project is 12 months. As a result, the senior lender has approved a renewal of the existing loan for 18 months. An approval of this amendment and maturity date extension will match the renewal of the senior lender and provide sufficient time for the Company to refinance the property and secure funding for Phase II of the project.

All Milestones have been met and the company is current with reporting requirements.

Recommendation

The MEDC staff recommends approval of an amendment to the Agreement to extend the maturity date by 18 months from November 3, 2023 per the Company’s request dated November 27, 2023.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-003

APPROVAL OF AN AMENDMENT TO A MICHIGAN COMMUNITY REVITALIZATION PROGRAM LOAN PARTICIPATION AWARD FOR 351 W. WESTERN, LLC AND GREAT LAKES DEVELOPMENT INVESTMENTS, INC.

WHEREAS, the Michigan legislature amended the Michigan Strategic Fund Act, MCL 125.2001 et. seq. (the “Act”), to add Chapter 8C (being MCL 125.2090 – MCL 125.2090d) to enable the Michigan Strategic Fund (the “MSF”) to create and operate the Michigan Community Revitalization Program (the “MCRP”) to provide incentives in the form of grants, loans and other economic assistance for redevelopment of communities in Michigan;

WHEREAS, the Michigan Economic Development Corporation (the “MEDC”) provides administrative services to the MSF for the MCRP;

WHEREAS, on December 21, 2011, by Resolution 2011-185, the MSF (i) created the MCRP, (ii) adopted the guidelines for the MCRP, as later amended on January 25, 2022 (the “Guidelines”);

WHEREAS, pursuant to SFCR 125.2090-1, (the “Delegation”) the MSF approved the MSF Fund Manager or the MSF President to negotiate the terms and conditions and execute all final documents necessary to effectuate awards and decisions approved under the MCRP; (the “Transactional Documents”);

WHEREAS, the Act and the Delegation require that MCRP awards over \$1 million must be approved by the MSF Board;

WHEREAS, by Resolution 2018-077 on May 22, 2018, the MSF Board awarded a MCRP Other Economic Assistance award to 351 W. Western and Great Lakes Development Investments, Inc. (the “Companies”), in furtherance of the project of up to \$1,500,000 (the “Award”);

WHEREAS, by Resolution 2023-180 on October 24, 2023, the MSF Board approved an amendment to the Award to allow for an extension to the Maturity Date to match the senior lender for up to 180 days, with all other requirements remaining in place for the Award

WHEREAS, the Companies are requesting an amendment to the Award to allow for an extension of the Maturity Date, and MEDC is recommending that the MSF Board amend the Award to allow an extension of the Maturity Date to match the senior lender for up to 18 months from November 3, 2023, with all other requirements remaining in place for the Award (collectively, the “MCRP Amendment Recommendation”).

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the MCRP Amendment Recommendation.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Thelen". The signature is written in a cursive, flowing style.

Randy Thelen

MEMORANDUM

Date: January 23, 2024

To: Michigan Strategic Fund Board

From: Simon Verghese, Underwriting Analyst

Subject: Request for Approval of a Michigan Community Revitalization Program Grant Agreement Amendment #1
Bogan Developments, LLC

Request

Bogan Developments, LLC (the “Company”) is requesting approval of an amendment to the Michigan Community Revitalization Program Grant Agreement and any related ancillary agreements (the “Agreement”). The amendment request dated September 27, 2023 includes a request to change the evidence of funding in Milestone One from \$3,330,000 to \$3,136,000 and MEDC staff is also recommending a change to the Milestone One due date from September 27, 2023 to April 30, 2024. All other terms of the current Agreement will remain the same.

Background

The Michigan Strategic Fund (“MSF”) Board approved a \$1,080,000 MCRP Grant award on March 28, 2023 by Resolution 2023-054, to the Company for the purpose of assisting in the construction of a two-story building located at 315 E. Frank Street, Kalamazoo, Michigan, consisting of approximately 2,000 square feet of commercial space and at least 13 residential apartments.

The emerging developer project is under construction with both the new building construction and site improvements nearly complete.

The existing Milestone One minimum evidence of construction financing from the Company’s lender Local Initiative Support Corporation (“LISC”) is \$3,330,000. The Company has secured a construction loan with LISC who underwrote a loan of \$3,136,000. This lesser amount is a result of the Company receiving grant funding from its other sources earlier than anticipated. An amendment to the Milestone One amount will enable the project to maintain compliance with the Agreement based upon the early grant disbursement and secured loan from the senior lender.

MEDC staff is also requesting an amendment to the Milestone One terms to extend its due date of September 27, 2023. As a result, Staff believes an amendment to the Milestone One due date to April 30, 2024 will provide the Company sufficient time to satisfy Milestone One.

The company is current with other reporting requirements.

Recommendation

The MEDC staff recommends approval of amendments to the Agreement to change the evidence of funding in Milestone One to \$3,136,000 and to also change the Milestone One due date to April 30, 2024.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-004

APPROVAL OF AN AMENDMENT TO A MICHIGAN COMMUNITY REVITALIZATION PROGRAM GRANT AWARD FOR BOGAN DEVELOPMENTS LLC

WHEREAS, the Michigan legislature amended the Michigan Strategic Fund Act, MCL 125.2001 et. seq. (the “Act”), to add Chapter 8C (being MCL 125.2090 – MCL 125.2090d) to enable the Michigan Strategic Fund (the “MSF”) to create and operate the Michigan Community Revitalization Program (the “MCRP”) to provide incentives in the form of grants, loans and other economic assistance for redevelopment of communities in Michigan;

WHEREAS, the Michigan Economic Development Corporation (the “MEDC”) provides administrative services to the MSF for the MCRP;

WHEREAS, on December 21, 2011, by Resolution 2011-185, the MSF (i) created the MCRP, (ii) adopted the guidelines for the MCRP, as later amended on January 25, 2022 (the “Guidelines”);

WHEREAS, pursuant to SFCR 125.2090-1, (the “Delegation”) the MSF approved the MSF Fund Manager or the MSF President to negotiate the terms and conditions and execute all final documents necessary to effectuate awards and decisions approved under the MCRP; (the “Transactional Documents”);

WHEREAS, the Act and the Delegation require that MCRP awards over \$1 million must be approved by the MSF Board;

WHEREAS, by Resolution 2023-054 on March 28, 2023 the MSF Board awarded a MCRP Grant award to Bogan Developments, LLC (the “Company”), in furtherance of the project of up to \$1,080,000 (the “Award”);

WHEREAS, the Company is requesting an amendment to the Award to change the minimum evidence of financing through a federally insured lender, and MEDC is recommending that the MSF Board amend the Award to allow a change in the minimum evidence of financing through a federally insured lender to \$3,136,000 and extend the due date of Milestone One to April 30, 2024, with all other requirements remaining in place for the Award (collectively, the “MCRP Amendment Recommendation”).

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the MCRP Amendment Recommendation.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson,
Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan
Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy
Warner
Nays:
None
Recused:
Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

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Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Thelen". The signature is written in a cursive, flowing style.

Randy Thelen



MEMORANDUM

Date: January 23, 2024
To: Michigan Strategic Fund (“MSF”) Board
From: Colleen Horton – Director-Business Compliance
Subject: SAPA Transmission Inc. – Michigan Business Development Program Grant Amendment

Request Summary

SAPA Transmission Inc., (“SAPA” or “Company”) is requesting an amendment to its Michigan Business Development Program (“MBDP”) grant to reduce the award amount from \$2,676,000 to \$600,000, reduce required Qualified New Jobs (“QNJ”) from 223 to 50, extend the Milestone Two due date from April 30, 2023 to October 30, 2024, eliminate Milestones Three and Four in their entirety and revise the grant term date from November 30, 2025 to April 30, 2025. (the aforementioned, collectively, the “Request”).

Background

On July 24, 2018 the MSF Board approved an incentive for the Company in the amount of up to \$2,676,000 in the form of a performance-based grant under the Business Development Program. This grant was for the creation of 223 Qualified New Jobs (“QNJ”) and a capital investment of up to \$40,100,000 in Shelby Township, Macomb County.

On September 24, 2019 the MSF Board approved an amendment to the Company's existing MBDP Performance Based Grant, extending all Key Milestone due dates by one year and extending the Term of the Agreement from November 30, 2023 to November 30, 2024.

On December 21, 2021, the MSF President and the MSF Fund Manager, pursuant to the MSF Awardee Relief Initiative and the related delegation of authority, approved an amendment to the Company's existing MBDP Performance Based Grant, extending Key Milestones due dates by one year and extending the Term of the Agreement from November 30, 2024 to November 30, 2025.

The MBDP Agreement executed on August 7, 2018 as amended, includes the following key milestones:

- Key Milestone One: disbursement of \$60,000 for the creation of five QNJ by April 30, 2020.
- Key Milestone Two: disbursement of \$540,000 for the creation of an additional 45 QNJ (for a cumulative total of 50 QNJ) by April 30, 2023.
- Key Milestone Three: disbursement of \$600,000 for the creation of an additional 50 QNJ (for a cumulative total of 100 QNJ) by April 30, 2024.
- Key Milestone Four: disbursement of \$1,476,000 for the creation of an additional 123 QNJ (for a cumulative total of 223 QNJ) by April 30, 2025

The Company successfully met Key Milestone One and received a disbursement in the amount of \$60,000. The Company is currently in default for failing to meet Key Milestone Two. If the MSF Board declines to approve the Request is not approved the grant will be terminated. The Company has made significant investment in the project located in Shelby Township. Delays in defense related contracts has forced the

Company to scale back production levels and revise hiring plans. The Company fully expects to be able to fulfill the grant requirements and create 50 Qualified New Jobs in the State if the Request is approved.

Recommendation

MEDC staff recommends that the MSF Board approve the Request.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-005

APPROVAL OF A MICHIGAN BUSINESS DEVELOPMENT PROGRAM GRANT AMENDMENT TO SAPA TRANSMISSION INC.

WHEREAS, the Michigan legislature passed legislation establishing the 21st Century Jobs Trust Fund initiative that was signed into law;

WHEREAS, the Michigan Economic Development Corporation (“MEDC”) provides administrative services to the Michigan Strategic Fund (“MSF”) for 21st Century Jobs Trust Fund programs;

WHEREAS, pursuant to MCL 125.2088r, the MSF shall create and operate the Michigan Business Development Program (“MBDP”) to provide grants, loans and other economic assistance to qualified businesses that make qualified investments or provide qualified new jobs in Michigan;

WHEREAS, on December 21, 2011, the MSF Board (i) created the MBDP, and (ii) adopted the guidelines for the MBDP (“Guidelines”);

WHEREAS, pursuant to SFCR 125.2088r-1 (the “Delegation”), the MSF authorized the MSF Fund Manager or the MSF President to negotiate the terms and conditions and execute all final documents necessary to effectuate awards and decisions approved under the MBDP in accordance with the Guidelines (“Transaction Documents”);

WHEREAS, the Act, the Guidelines, and the Delegation require that MBDP awards over \$1,000,000 must be approved by the MSF Board;

WHEREAS, on April 14, 2020 the MSF Board approved the MSF Awardee Relief Initiative and associated Guidelines (the “Awardee Relief Guidelines”) due to COVID-19 and delegated to the MSF Fund Manager, the MSF President, and State Treasurer (with any two required to act) the authority to amend any award consistent with the Awardee Guidelines;

WHEREAS, the MSF Board approved a \$2,676,000 MBDP performance-based grant to SAPA Transmission Inc. (the “Company”) on July 24, 2018 for the creation of 223 Qualified New Jobs and capital investment of up to \$40,100,000 in Shelby Township, Macomb County (the “BDP Grant”);

WHEREAS, on September 24, 2019, the MSF Board approved an amendment to the BDP Grant to extend the due dates of all the key milestones and the term of the agreement by one year;

WHEREAS, the Company satisfied the requirements of its first key milestone and received a disbursement of \$60,000;

WHEREAS, on December 21, 2021 and in accordance with the Awardee Relief Guidelines and related delegation of authority, the MSF President and the MSF Fund Manager approved an amendment to the BDP Grant to extend the due dates for the remaining key milestones and the term of the agreement by one year;

WHEREAS, the Company requests that the MSF Board approve an amendment to the BDP Grant as follows:

- 1) Reduce the BDP Grant amount from \$2,676,000 to \$600,000;
- 2) Reduce the required Qualified New Jobs from 223 to 50;
- 3) Extend the Milestone Two due date from April 30, 2023 to October 30, 2024;
- 4) Eliminate Milestones Three and Four; and
- 5) Reduce the BDP Grant term from November 30, 2025 to April 30, 2025.

(the aforementioned, collectively, the “Amendment Request”);

WHEREAS, the MEDC recommends approval of the Amendment Request; and

WHEREAS, the MSF Board wishes to approve the Amendment Request.

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the Amendment Request;
and

BE IT FURTHER RESOLVED, that the MSF Fund Manager is authorized to negotiate final terms and conditions of the Amendment Request and to execute all documents necessary to effectuate the Amendment Request in accordance with this Resolution.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson,
Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan
Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy
Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Thelen". The signature is written in a cursive, flowing style.

Randy Thelen



MEMORANDUM

Date: January 23, 2024

To: Michigan Strategic Fund Board

From: Margaret McCammon, Senior Entrepreneurial Technology Program Manager

Subject: Business Incubator Program (Gateway Representative) Amendments

Request

The Michigan Economic Development Corporation (“MEDC”) requests that the Michigan Strategic Fund (“MSF”) Board 1) exercise options to extend and allocate additional funding for Gateway Representative (“GWR”) awards for the 21 existing nonprofit/university SmartZone (“SZ”) administrating organizations set forth in the Amendments table below, totaling \$1,600,000 and 2) make new grant awards totaling \$500,000 set forth in the New Grant Awards table, for an initial term of one year, with the option to extend for an additional four years at the discretion of the MSF (the aforementioned, collectively, the “Request”).

Amendments to Existing Awards:

SmartZone Location	Grantee (SmartZone Administrator)	Amount of Increase	New End Date	Status
Mt. Pleasant	Central Michigan University Research Corporation (“CMURC”)	\$100,000	3/31/25	Contract Extension
Lansing	Lansing Economic Area Partnership (“LEAP”)	\$100,000	3/31/25	Contract Extension
Muskegon	Muskegon Innovation Hub at GVSU	\$100,000	3/31/25	Contract Extension
Midland	Midland Business Alliance	\$100,000	3/31/25	Contract Extension
Kalamazoo	Western Michigan University Homer Stryker M.D. School of Medicine (“WMed”)	\$100,000	3/31/25	Contract Extension
Southfield	Lawrence Technological University	\$100,000	3/31/25	Contract Extension
Marquette	Innovate Marquette Enterprise Corporation	\$100,000	3/31/25	Contract Extension
Holland	Lakeshore Advantage	\$100,000	3/31/25	Contract Extension
Adrian/Tecumseh	Lenawee Now	\$100,000	3/31/25	Contract Extension

Houghton/Hancock	Michigan Tech Enterprise Corporation (MTEC)	\$100,000	3/31/25	Contract Extension
Sault Ste. Marie	City of Sault Ste. Marie	\$100,000	3/31/25	Contract Extension
Rochester Hills	Oakland University Incubator (“OUInc”)	\$100,000	3/31/25	Contract Extension
Port Huron	Economic Development Alliance of St. Clair County	\$100,000	3/31/25	Contract Extension
Battle Creek	Battle Creek Unlimited	\$100,000	3/31/25	Contract Extension
Traverse City	20Fathoms	\$100,000	3/31/25	Contract Extension
Sterling Heights	City of Sterling Heights	\$100,000	3/31/25	Contract Extension
	Total	\$1,600,000		

New Grant Awards:

SmartZone Location	Grantee (SmartZone Administrator)	Initial Award Amount	Initial Term
Ann Arbor/Ypsilanti	Ann Arbor SPARK	\$100,000	4/1/24-3/31/25
Troy	Automation Alley	\$100,000	4/1/24-3/31/25
Detroit	TechTown Detroit	\$100,000	4/1/24-3/31/25
Grand Rapids	The City of Grand Rapids SmartZone LDFA	\$100,000	4/1/24-3/31/25
Jackson	Lean Rocket Lab	\$100,000	4/1/24-3/31/25
	Total	\$500,000	

Background

Since 2009 the MSF has provided funding to business incubators to stimulate the creation and continued growth of technology-based businesses and jobs by capitalizing on the State of Michigan's growing base of high technology industry, its skilled labor force, its nationally recognized university system, and MEDC-designated SmartZones, and business incubators.

In 2015, the GWR (formerly Gatekeeper) Business Incubator grant program (“Business Incubator Grant”) was established. The Business Incubator Grant is designed to support the SmartZones spread across Michigan. Only SmartZones or those organizations associated with a SmartZone or SmartZone satellite

are eligible to receive the Business Incubator Grant. The program was developed in response to the need for a key point of contact at the SmartZones experienced in working with high tech start-ups and with an understanding of the statewide high-tech entrepreneurial ecosystem. The goal of the Business Incubator Grant is to support a GWR at each SmartZone. The Business Incubator Grant pays a portion of the salary, expenses and travel of the GWR for one or two support staff and requires a 1:1 match.

Gateway Representative Responsibilities

The GWR is responsible for all local SmartZone client services, including: welcoming and introducing the tech company to the local ecosystem, providing an overview of the MSF funded Michigan statewide tech ecosystem, recruitment and development of other tech companies in the local SmartZone, local SmartZone business development activities, vetting of local tech companies, providing strategic business guidance, helping companies with fundraising efforts and connecting local tech companies to the various MSF funded entrepreneurial resources available to innovative companies across the State of Michigan. Examples of MSF funded resources are the Small Business Development Center (SBDC Tech team) and BBCEtc for SBIR/STTR federal grant application support. The GWR is also responsible for supporting the companies' applications to other MSF funded tech entrepreneurial programs such as the Business Accelerator Fund (BAF), and Pre-Seed III Fund. Lastly, the GWR is responsible for the semi-annual performance metric reports due to the MEDC. This performance metric data is then used in the annual Legislative report. The geographic distribution of the SmartZones across both peninsulas of the state allows for easier access to MSF funded programs by all tech and innovative entrepreneurs regardless of company location.

There are currently twenty-one funded GWRs statewide, all with Business Incubator Grants ending March 31, 2024. 16 of these GWRs are eligible to have their current Business Incubator Grants extended.

The funding requested will support services in 21 regional SmartZones spread across Michigan through March 31, 2025.

Results

In FY 2023, the GWRs reported the following performance metrics:

High tech companies served	1,399
High tech companies created	170
New jobs created	1,099
Retained jobs	3,995
Follow-on-Funding	\$623,906,410
New Sales/increase in revenue	\$291,976,675

Diversity data (reported since April 2020) tracks percentage assistance to a) businesses located in an SBA designated HubZone or an Opportunity Zone and b) diverse businesses (minority-, women-, socially/economically disadvantaged- or veteran-owned) with at least 51% ownership.

Detailed are individual results for each of the current 21 Business Incubator Grants by initial grant date. Civil and criminal background checks for all 21 GWRs have been completed in accordance with the MSF Background Review Policy.

Results:

FY20 Business Incubator Gateway Representative Grants

On February 25, 2020 the MSF Board selected Central Michigan University Research Corporation (CMURC), Lansing Economic Area Partnership (LEAP), Muskegon Innovation Hub (MIH), Midland Business Alliance (MBA), Western Michigan University Homer Stryker M.D. School of Medicine (WMed) and Lawrence Technological University (LTU) for a one-year GWR award with subsequent one-year re-funding.

- **Central Michigan University Research Corporation (CMURC), Mt. Pleasant SmartZone (\$100,000 over 12 months):** CMURC was awarded \$100,000 on February 25, 2020 with a subsequent award of \$100,000 on February 23, 2021 extending the grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, CMURC has achieved the following metrics:

- New companies formed: 3
- New jobs created: 39
- Traditional companies served: 588
- Tech companies served: 79
- Follow on funding: \$3,742,000 with an additional \$1,148,440 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	21%
Assistance to diverse businesses	51%

Below is a testimonial from one of their clients:

"CMURC guided us to get a succinct business brief deliverable to convey our messaging and business plan, which helped us to land a number of pilot projects and partners to confirm validity and efficacy from a technical and diagnostic level." **Jeffery Williamson, CEO of Vision Solutions Rx**

- **Lansing Economic Area Partnership (LEAP), Lansing SmartZone (\$100,000 over 12 months):** LEAP was awarded \$100,000 on February 25, 2020 with a subsequent award of \$100,000 on February 23, 2021 extending the grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, LEAP has achieved the following metrics:

- New companies formed: 12
- New jobs created: 13
- Traditional companies served: 0
- Tech companies served: 124

- Follow on funding: \$1,504,500 with an additional \$2,768,500 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	31%
Assistance to diverse businesses	51%

Below is a testimonial from one of their clients:

"LEAP empowers the business community by making connections and providing guidance and assistance to businesses of all sizes. It's an asset to our community, but more importantly its people are dedicated to making the Lansing area economy better for all. They have been helpful in assisting our startup and we look forward to further engagements with them." **Craig Tucker, CEO VERN AI**

- **Muskegon Innovation Hub (MIH), Muskegon SmartZone (\$100,000 over 12 months):** MIH was awarded \$60,000 on February 25, 2020 with a subsequent award of \$61,000 on February 23, 2021 extending the grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, MIH has achieved the following metrics:

- New companies formed: 3
- New jobs created: 10
- Traditional companies served: 135
- Tech companies served: 20
- Follow on funding: \$595,400 with an additional \$1,565,000 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	30%
Assistance to diverse businesses	35%

Below is a testimonial from one of their clients:

"I would like to say that we appreciate the opportunity to work with you and your team at the Muskegon Innovation Hub. We believe that the services you offer, not just in grant options, but the connections with other businesses in the region have been very helpful with our ability to launch new products. We have also recommended your group to other companies similar to us. Please pass this 'thank you' to the rest of the team." **Greg Miedema CSE Marine Products**

- **Midland Business Alliance, Midland SmartZone (\$100,000 over 12 months):** MBA subcontracts with CMURC, with 1/3 of the funding going to MBA and 2/3 going to CMURC. MBA was awarded \$100,000 on February 25, 2020 with a subsequent award of \$100,000 on February 23, 2021 extending the grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, MBA has achieved the following metrics:

- New companies formed: 3

- New jobs created: 37
- Traditional companies served: 40
- Tech companies served: 73
- Follow on funding: \$3,323,000 with an additional \$228,923 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	8%
Assistance to diverse businesses	34%

Below is a testimonial from one of their clients:

*"As the drive for reduction on the Carbon footprint of our manufacturing product and processes continues, CF SPAN LLC has set out to help small and medium businesses innovate with newer lighter weight and higher performing Carbon Fiber composites in a variety of applications. From our very first interaction with Midland Business Alliance/CMURC was able to see our vision and has helped us immensely with making connections with local companies that offer services we were looking for as well as provide us additional support for our growth such as a BAF application. We greatly and sincerely appreciate their active support in growing our company." **Ravi Shanker, CEO of CF Span LLC***

- **Western Michigan University Homer Stryker M.D. School of Medicine (WMed), Kalamazoo SmartZone (\$100,000 over 12 months):** WMed was awarded \$100,000 on February 25, 2020 with a subsequent award of \$100,000 on February 23, 2021 extending the grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, WMed has achieved the following metrics:

- New companies formed: 0
- New jobs created: 39
- Traditional companies served: 0
- Tech companies served: 42
- Follow on funding: \$1,124,000 with an additional \$153,286,207 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	8%
Assistance to diverse businesses	61%

Below is a testimonial from one of their clients:

*"You will never find a more courteous and client-focused group to go that extra mile for you than the team at the Innovation Center. To have them is like finding rare gold. Business gold!" **Paul Blackwood, President and Chief Executive Officer, MoneySprinter, Inc.***

- **Lawrence Technological University Centrepolis Accelerator (LTU), Southfield SmartZone (\$100,000 over 12 months):** LTU was awarded \$100,000 on February 25, 2020 with a subsequent award of \$100,000 on February 23, 2021 extending the grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2023

From October 1, 2022 through September 30, 2023, LTU has achieved the following metrics:

- New companies formed: 4
- New jobs created: 339
- Traditional companies served: 34
- Tech companies served: 103
- Follow on funding: \$293,349,676 with an additional \$23,979,236 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	39%
Assistance to diverse businesses	50%

Below is a testimonial from one of their clients:

"Our experience has been excellent. The team at Centropolis has been extremely supportive, providing significant resources, networking connections, and grant and procurement opportunities for Dunamis Charge." Natalie King, CEO

FY21 Business Incubator Gateway Representative Grants

On February 23, 2021 the MSF Board approved new award agreements for the following GWRs whose original contracts had run full term: Innovate Marquette Enterprise Corporation (IMQT), Lakeshore Advantage, Lenawee Now, Michigan Tech Enterprise Corporation (MTEC) and the Sault Sainte Marie Economic Development Corporation (SSM).

- **Innovate Marquette Enterprise Corporation (IMQT), Marquette SmartZone (\$100,000 over 12 months):** IMQT was awarded \$100,000 for a one-year grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, IMQT has achieved the following metrics:

- New companies formed: 7
- New jobs created: 30
- Traditional companies served: 19
- Tech companies served: 52
- Follow on funding: \$6,123,500 with an additional \$801,089 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	47%
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Assistance to diverse businesses	22%
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Below is a testimonial from one of their clients:

"Innovate has been nothing short of exceptional in assisting me take my idea and turning it into a business. A year ago, nearly to- date my co-founder and I were struggling to figure out how to take a really cool idea and bring it to reality. Then we applied and went through the discovery process. Innovate is full of compassionate, caring people who are a mix of experts and generalists in different subject matter and cross subject matter expertise. Through their refined model I was able to take my idea through the various stages of turning an idea into a business. Without Innovate, I truly don't know where I'd be and what I'd be doing. If you're on the fence, let this review be your North Star guiding you to success." Dhruv C. Patel, Syncurrent

- **Lakeshore Advantage, Holland SmartZone (\$100,000 over 12 months):** Lakeshore Advantage was awarded \$100,000 for a one-year grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, Lakeshore Advantage has achieved the following metrics:

- New companies formed: 2
- New jobs created: 31
- Traditional companies served: 16
- Tech companies served: 62
- Follow on funding: \$2,437,500 with an additional \$2,114,000 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	5%
Assistance to diverse businesses	25%

Below is a testimonial from one of their clients:

"Lakeshore Advantage has been a pivotal partner in Rebel Cultures' journey towards market validation and commercial success. Access to the Business Accelerator Fund has not only empowered us to enhance our prototype to the point of securing a paid pilot but has also enabled the pursuit of our non-provisional patent. Beyond financial support, the team at Lakeshore Advantage has connected us with seasoned business mentors, a network of entrepreneurial support organizations, other founders, and startup-friendly service providers. Through these connections, my startup is growing smarter, and has gained exposure to potential partners and collaborators at trade shows, on podcasts, at pitch competitions, and on the TEDx stage. Lakeshore Advantage's tailored guidance and reliable support have been critical to our growth and momentum in the industry. I recommend a relationship with Lakeshore Advantage to every aspiring local founder I meet because they're often who I call when my startup is facing a new challenge." Della Fetzer, Founder Rebel Cultures

- **Lenawee Now, Adrian and Tecumseh SmartZone (\$100,000 over 12 months):** Lenawee Now was awarded \$100,000 for a one-year grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, Lenawee Now has achieved the following metrics:

- New companies formed: 2
- New jobs created: 4
- Traditional companies served: 17
- Tech companies served: 12
- Follow on funding: \$165,000 with an additional \$1,080,000 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	0%
Assistance to diverse businesses	63%

Below is a testimonial from one of their clients:

“I have been working with Gary and Tim from Lenawee Now since starting my business in 2016. Both these gentlemen have been very helpful and their attributes I appreciate most are that they both seem to care about helping me and Vision Marine Products. This has never appeared to be anything other than a genuine expression of help and there has never been any hint of doing anything short of their very best. To be honest, as good as they both are, I'm somewhat surprised to still have them to work with as they are both very talented. 5 stars from me!” **Bruce Jones, Vision Marine Products, LLC**

- **Michigan Tech Enterprise Corporation (MTEC), Houghton/Hancock SmartZone (\$100,000 over 12 months):** MTEC was awarded \$100,000 for a one-year grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, MTEC has achieved the following metrics:

- New companies formed: 8
- New jobs created: 25
- Traditional companies served: 18
- Tech companies served: 42
- Follow on funding: \$14,362,406 with an additional \$10,297,076 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	33%
Assistance to diverse businesses	18%

Below is a testimonial from one of their clients:

*“As a serial entrepreneur, there is still a lot to learn and MTEC is providing our new product company with a clear path towards commercialization and fund-raising.” **Jake Northey, Creative Mines (Runway)***

- **City of Sault Ste. Marie, Sault Ste. Marie SmartZone, (\$100,000 over 12 months):** Sault Ste. Marie Economic Development Corporation (SSM EDC) was awarded \$100,000 for a one-year grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024. In July, 2022 the MSF approved the transfer of the Gateway grant from the SSM EDC to the City of Sault Ste. Marie.

From October 1, 2022 through September 30, 2023, SSM has achieved the following metrics:

- New companies formed: 0
- New jobs created: 0
- Traditional companies served: 2
- Tech companies served: 1
- Follow on funding: \$0

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	100%
Assistance to diverse businesses	100%

Below is a testimonial from one of their clients:

*“As an electronics recycling startup with the extra responsibilities of establishing ourselves as a non-profit organization, we sometimes feel overwhelmed by the work involved in getting up and running. Gaining access to MEDC funding from MI Talent and having local business coaching from experts will make a huge difference to us as we go forward.” **Sherry Kruch, Executive Director, Reina Recycling and Resource Recovery***

FY22 Business Incubator Gateway Representative Grants

On April 27, 2017 the MSF Board issued a request for proposals for the purpose of awarding grants to business incubators to stimulate the creation and continued growth of technology-based businesses and jobs and on June 27, 2017, the MSF selected OUInc (Rochester Hill SZ) and EDA of St. Clair County (Port Huron SmartZone) for 2-year grants. The MSF subsequently approved their refunding December 18, 2018 with an end date of March 31, 2020. The MSF subsequently approved their refunding on February 25, 2020 for an additional year ending March 31, 2021. Lastly the MSF approved the final extension to the grants, which expire March 31, 2022. This exhausts the amendments allowed under the current agreements. In order to continue GWR activities at these SmartZones, new one-year grants are requested, with the option to extend for an additional four years and allocate additional funding, at the sole discretion of the MSF.

- **Oakland University Incubator (OUInc), Rochester Hills SmartZone (\$100,000 over 12 months):** OUInc was initially awarded \$199,625 over a two-year period (July 1, 2017- June 30,

2019). They were re-funded for an additional 9 months at \$74,860 extending the grant to March 31, 2020, then awarded \$99,813 extending the grant to March 31, 2021, then awarded \$100,000 extending the grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, OUInc has achieved the following metrics:

- New companies formed: 4
- New jobs created: 18
- Traditional companies served: 1
- Tech companies served: 71
- Follow on funding: \$2,763,197 with an additional \$2,191,418 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	11%
Assistance to diverse businesses	32%

- **Economic Development Alliance of St. Clair County, Port Huron SmartZone (\$100,000 over 12 months):** EDA of St. Clair County was initially awarded \$121,800 over 2 years (July 1, 2017- June 30, 2019). They were re-funded for an additional 9 months at \$45,675 extending the grant to March 31, 2020, then awarded \$60,900 extending the grant through March 31, 2021, then awarded \$70,000 extending the grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, EDA has achieved the following metrics:

- New companies formed: 3
- New jobs created: 31
- Traditional companies served: 77
- Tech companies served: 34
- Follow on funding: \$675,000 with an additional \$1,151,060 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	30%
Assistance to diverse businesses	55%

Below is a testimonial from one of their clients:

“The Underground’s Business Incubator Program, has helped me tremendously! I am in the process of patenting a product. They have helped me with developing everything from the early stages of the idea to building a prototype. Now they are assisting with business planning, funding and more. There’s simply no way I would’ve had the resources or knowledge to do this effectively on my own.” Aaron Hulett - Founder of P39 Outdoor

- **Battle Creek Unlimited Inc. (BCU), Battle Creek SmartZone (\$100,000 over 12 months):** BCU was initially awarded \$100,000 from April 1, 2022 through March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From April 1, 2022 through December 20, 2022, BCU has achieved the following metrics:

- New companies formed: 0
- New jobs created: 0
- Traditional companies served: 7
- Tech companies served: 1
- Follow on funding: \$10,000

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	29%
Assistance to diverse businesses	86%

Note: Battle Creek is one of the original SZ’s with its initial approval date back in 2002. They have pivoted their local objectives with a new focus on Food-Tech. They are new to the SZ GWR Program as of April 2022 and are still building their programming and team. They recently received a federal grant for \$522,750 which will allow them to ramp up their Food-Tech incubator/accelerator. They leveraged the current MSF Gateway grant in their federal grant application.

- **20Fathoms, Traverse City (\$100,000 over 12 months):** 20Fathoms was initially awarded \$50,000 from October 1, 2022 through March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, 20Fathoms has achieved the following metrics:

- New companies formed: 3
- New jobs created: 37
- Traditional companies served: 199
- Tech companies served: 24
- Follow on funding: \$3,929,000 with an additional \$1,597,150.00 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	19%
Assistance to diverse businesses	23%

Below is a testimonial from one of their clients:

“Our company wouldn’t be where we are today if it weren’t for 20Fathoms and all of the support and motivation we’ve received. We’re so grateful to be part of the Traverse City startup community!” *Ryan Mater, Co-founder & Operations Manager, Hybrid Robotics*

- **City of Sterling Heights, Sterling Heights SmartZone (\$100,000 over 12 months):** Sterling Heights was initially awarded \$100,000 from April 1, 2023 through March 31, 2024.

From April 1, 2023 through September 30, 2023, Sterling Heights SmartZone has achieved the following metrics:

- New companies formed: 3
- New jobs created: 1
- Traditional companies served: 16
- Tech companies served: 29
- Follow on funding: \$1,935,000 with an additional \$355,000 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	0%
Assistance to diverse businesses	5%

Below is a testimonial from one of their clients:

“The leadership and access to vital business development resources made my journey as an entrepreneur less lonely. I can’t even begin to measure the quantity of the impact Velocity has had on my startup.” **Chinaka Njoku Founder/CEO, TANSEN INC**

FY19 Business Incubator Gateway Representative Grants

On February 26, 2019, the MSF Board selected Ann Arbor SPARK (SPARK), Automation Alley, Techtown Detroit, the City of Grand Rapids SmartZone LDFA and The Enterprise Group of Jackson for a one-year GWR award with subsequent re-funding. The MSF Board subsequently approved their refunding on February 25, 2020 with an end date of March 31, 2021. The MSF subsequently approved their refunding on February 21, 2021 for an additional year ending March 31, 2022. The award to The Enterprise Group of Jackson was approved on February 23, 2021 to be transferred to Lean Rocket Lab (LRL) in Jackson. The MSF subsequently approved their refunding on February 22, 2022 for an additional year ending March 31, 2023. Lastly, on March 28, 2023, the MSF Board approved the final extension to the grants, which expire March 31, 2024. This exhausts the amendments allowed under the current agreements. In order to continue GWR activities at these SmartZones, new one-year grants are requested, with the option to extend for an additional four years and allocate additional funding, at the sole discretion of the MSF.

- **Ann Arbor SPARK (SPARK), Ann Arbor/Ypsilanti SmartZone (New Contract: \$100,000 over 12 months):** SPARK was initially awarded \$150,000 for a GWR based at the SPARK East Innovation Center with primary focus on eastern Washtenaw County and a portion of the salary and expenses of a GWR based at the SPARK Central Innovation Center. They were awarded an additional \$150,000 to extend the grant through March 31, 2021, then \$100,000 to extend the grant to March 31, 2022, then \$100,000 to extend the grant to March 31, 2023, and then \$100,000 to extend the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, SPARK has achieved the following metrics:

- New companies formed: 42
- New jobs created: 163
- Traditional companies served: 0
- Tech companies served: 298
- Follow on funding: \$145,487,541 with an additional \$47,880,796 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	10%
Assistance to diverse businesses	61%

Below is a testimonial from one of their clients:

"I cannot stress enough the value SPARK has provided to both me and my company. While in Austin, I simply could not find an organization that would support me as a first-time entrepreneur. Upon joining SPARK, you immediately welcomed me and worked with me to assess my needs and develop a "game plan" to help me succeed. Your support continues to this day as I begin to scale my company. I would not have been successful if I had not become a SPARK client and engaged with your programs." **Brandon Martin, Reaction Technologies**

- **Automation Alley, Troy SmartZone (New Contract: \$100,000 over 12 months):** Automation Alley was initially awarded \$100,000 to cover the salary of the GWR in 2019. They were awarded an additional \$100,000 to extend the grant through March 31, 2021, then awarded \$100,000 extending the grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, Automation Alley has achieved the following metrics:

- New companies formed: 4
- New jobs created: 86
- Traditional companies served: 86
- Tech companies served: 54
- Follow on funding: \$52,186,500 with an additional \$10,898,677 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	24%
Assistance to diverse businesses	33%

Below is a testimonial from one of their clients:

"Automation Alley has been a great resource to Berry Clean Brands, Inc. since 2020. They are very welcoming and helpful to brand new startups. John Bedz, Manager of Special Programs has thoroughly and patiently assisted me in the development of my pitch deck. This has prepared me to pitch at events and communicate with investors and potential partners. John has also assisted me with my executive summary that led me to get a BAF grant to bridge my patent pending status to a utility patent. This grant is allowing Berry Clean Brands to secure our technology patent,

one of the most important parts of our business. By doing this, our Hardtech & Consumer Product Goods startup has become more attractive to potential investor & partners opening doors to new opportunities." Jessica Black, Founder/CEO Berry Clean Brands, Inc.

- **Techtown Detroit, Detroit SmartZone (New Contract: \$100,000 over 12 months):** TechTown Detroit was initially awarded \$100,000 to pay part of the salary of a Tech-based Programs Director to act as the GWR. They were awarded an additional \$100,000 to extend the grant through March 31 2021, then awarded \$100,000 extending the grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, TechTown has achieved the following metrics:

- New companies formed: 21
- New jobs created: 61
- Traditional companies served: 392
- Tech companies served: 84
- Follow on funding: \$929,600 with an additional \$53,267 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	59%
Assistance to diverse businesses	79%

Below is a testimonial from one of their clients:

“Being an alum of so many different TechTown programs and just being ensconced in that community has been a game changer. The training that you get, the relationships that you build, and then the services, the support that you get, the different opportunities that exist when you're just following through and doing the work has been unbelievable. And it really has established a foundation for Trip Slip. Without TechTown, Trip Slip wouldn't exist” Asha Jones, CEO/Founder Trip Slip

- **The City of Grand Rapids SmartZone LDFA, Grand Rapids SmartZone (New Contract: \$100,000 over 12 months):** The City of Grand Rapids was initially awarded \$100,000 with MSU as the service provider and the GWR based at MSU Innovations. They were re-funded at \$55,000 through March 31, 2021, then awarded \$100,000 extending the grant to March 31, 2022, then awarded \$100,000 extending the grant to March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, GR has achieved the following metrics:

- New companies formed: 10
- New jobs created: 53
- Traditional companies served: 0
- Tech companies served: 80
- Follow on funding: \$3,499,479 with an additional \$14,206,328 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	54%
Assistance to diverse businesses	54%

Below is a testimonial from one of their clients:

“The Grand Rapids SmartZone introduced us to the Business Accelerator Fund program that allowed our company to access legal services which helped us reach the milestone of the first public demonstration of our product, PEDCan.” **Laura Rampersad, On It Solutions, LLC**

- Lean Rocket Lab (LRL) Jackson SmartZone (New Contract: \$100,000 over 12 months):** The Enterprise Group of Jackson was initially awarded \$150,000 and re-funded at \$150,000 through March 31, 2021. On February 29, 2019, the MSF Board approved transfer of the remainder of the grant to LRL with an additional \$100,000 for GWR activities through March 31, 2022, with an additional \$100,000 for GWR activities through March 31, 2023, and then awarded \$100,000 extending the grant to March 31, 2024.

From October 1, 2022 through September 30, 2023, LRL has achieved the following metrics:

- New companies formed: 6
- New jobs created: 117
- Traditional companies served: 36
- Tech companies served: 66
- Follow on funding: \$84,911,897 with an additional \$15,472,326 in new sales

They also reported the following diversity data for FY 2023:

Assistance to businesses located in an SBA designated HubZone /Opportunity Zone	36%
Assistance to diverse businesses	39%

Below is a testimonial from one of their clients:

“Lean Rocket Lab has been an indispensable resource in starting Zeleny, LLC. Their insight and experience in sales, marketing and finance, in particular raising capital, have proven to be the difference maker in successfully launching Zeleny. I can’t say enough good things about the folks at Lean Rocket Lab!” **Charles Krupka.**

Recommendation

MEDC Staff recommends that the MSF Board approve the Request.

**MICHIGAN STRATEGIC FUND
RESOLUTION**

2024-006

**20FATHOMS BUSINESS INCUBATOR GATEWAY REPRESENTATIVE
GRANT AMENDMENT**

WHEREAS, the Michigan Legislature enacted the Michigan Strategic Fund Act, MCL 125.2001 et. seq., (the “MSF Act”) to authorize the Michigan Strategic Fund (“MSF”) to provide incentives in the form of grants, loans, and other economic assistance for the development and improvement of Michigan’s economy;

WHEREAS, the Michigan Economic Development Corporation (“MEDC”) provides administrative services to the MSF;

WHEREAS, pursuant to Section 88b(2)(c) of the MSF Act, MCL 125.2088b(2)(c), funds appropriated to the MSF for purposes of carrying out the MSF Act shall be expended or invested for activities authorized under the MSF Act as long as those activities provide for repayment for breach of the written agreement or the failure to meet measurable outcomes;

WHEREAS, pursuant to Section 7(c) of the MSF Act, MCL 125.2007(c), the MSF has the power to make grants;

WHEREAS, on September 27, 2022, the MSF Board authorized a grant of \$50,000 to 20Fathoms, with an initial term of six months, with the option to extend the term for up to an additional four years and allocate additional funding at the sole discretion of the MSF Board for the purpose of performing regional business incubator Gateway Representative activities (the “20Fathoms Grant”);

WHEREAS, on March 28, 2023, the MSF Board exercised its first option to extend the 20Fathoms Grant to March 31, 2024 and allocated \$100,000 in additional funding (the “20Fathoms Grant”);

WHEREAS, the MEDC recommends that the MSF Board exercise its second option to extend the 20Fathoms Grant by one year and allocate \$100,000 in additional funding (the “20Fathoms Grant Amendment Request”); and

WHEREAS, the MSF Board wishes to approve the 20Fathoms Grant Amendment Request.

NOW, THEREFORE, BE IT RESOLVED, that the MSF Board approves the 20Fathoms Grant Amendment Request; and

BE IT FURTHER RESOLVED, that the MSF Fund Manager is authorized to negotiate final terms and conditions of the 20Fathoms Grant Amendment Request and to execute all documents necessary to effectuate the 20Fathoms Grant Amendment Request.

Ayes: Director Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Thelen". The signature is written in a cursive style with a long horizontal stroke at the end.

Randy Thelen

**MICHIGAN STRATEGIC FUND
RESOLUTION**

2024-007

2020 BUSINESS INCUBATOR GRANT AMENDMENTS

WHEREAS, the Michigan Legislature enacted the Michigan Strategic Fund Act, MCL 125.2001 et. seq., (the “MSF Act”) to authorize the Michigan Strategic Fund (“MSF”) to provide incentives in the form of grants, loans, and other economic assistance for the development and improvement of Michigan’s economy;

WHEREAS, the Michigan Economic Development Corporation (“MEDC”) provides administrative services to the MSF;

WHEREAS, pursuant to Section 88b(2)(c) of the MSF Act, MCL 125.2088b(2)(c), funds appropriated to the MSF for purposes of carrying out the MSF Act shall be expended or invested for activities authorized under the MSF Act as long as those activities provide for repayment for breach of the written agreement or the failure to meet measurable outcomes;

WHEREAS, pursuant to Section 7(c) of the MSF Act, the MSF Board has the power to make grants;

WHEREAS, on February 25, 2020, the MSF Board authorized grants to the following entities for the initial terms and in the initial amounts listed, with the option to extend for an additional four years and allocate additional funding at the sole discretion of the MSF:

Grantee	Initial Term	Initial Award Amount
Central Michigan University Research Corporation	4/1/20-3/31/21	\$100,000
Lansing Economic Area Partnership	4/1/20-3/31/21	\$100,000
Lawrence Technological University	4/1/20-3/31/21	\$100,000
Macomb-Oakland University Incubator	4/1/20-3/31/21	\$100,000
Midland Business Alliance	4/1/20-3/31/21	\$100,000
Muskegon Innovation Hub	4/1/20-3/31/21	\$60,000
WMU Homer Stryker M.D. School of Medicine	4/1/20-3/31/21	\$100,000

(the aforementioned, collectively, the “2020 Business Incubator Grants”); and

WHEREAS, on February 23, 2021, the MSF Board exercised its first option to extend and allocate additional funds to the 2020 Business Incubator Grants for the terms and amounts listed below:

Grantee	Extension	Amount of Increase
Central Michigan University Research Corporation	4/1/20-3/31/22	\$100,000
Lansing Economic Area Partnership	4/1/20-3/31/22	\$100,000
Lawrence Technological University	4/1/20-3/31/22	\$100,000
Midland Business Alliance	4/1/20-3/31/22	\$100,000
Muskegon Innovation Hub	4/1/20-3/31/22	\$61,000
WMU Homer Stryker M.D. School of Medicine	4/1/20-3/31/22	\$100,000

WHEREAS, on February 22, 2022, the MSF Board exercised its second option to extend and allocate additional funds to the 2020 Business Incubator Grants for the terms and amounts listed below:

Grantee	Extension	Amount of Increase
Central Michigan University Research Corporation	4/1/20-3/31/23	\$100,000
Lansing Economic Area Partnership	4/1/20-3/31/23	\$100,000
Lawrence Technological University	4/1/20-3/31/23	\$100,000
Midland Business Alliance	4/1/20-3/31/23	\$100,000
Muskegon Innovation Hub	4/1/20-3/31/23	\$100,000
WMU Homer Stryker M.D. School of Medicine	4/1/20-3/31/23	\$100,000

WHEREAS, on March 28, 2023, the MSF Board exercised its third option to extend and allocate additional funds to the 2020 Business Incubator Grants for the terms and amounts listed below:

Grantee	Extension	Amount of Increase
Central Michigan University Research Corporation	4/1/20-3/31/24	\$100,000
Lansing Economic Area Partnership	4/1/20-3/31/24	\$100,000
Lawrence Technological University	4/1/20-3/31/24	\$100,000
Midland Business Alliance	4/1/20-3/31/24	\$100,000
Muskegon Innovation Hub	4/1/20-3/31/24	\$100,000
WMU Homer Stryker M.D. School of Medicine	4/1/20-3/31/24	\$100,000

WHEREAS, the MEDC recommends that the MSF Board exercise its fourth option to extend and allocate additional funds to the 2020 Business Incubator Grants for the terms and amounts listed below:

Grantee	Extension	Amount of Increase
Central Michigan University Research Corporation	4/1/20-3/31/25	\$100,000
Lansing Economic Area Partnership	4/1/20-3/31/25	\$100,000
Lawrence Technological University	4/1/20-3/31/25	\$100,000
Midland Business Alliance	4/1/20-3/31/25	\$100,000
Muskegon Innovation Hub	4/1/20-3/31/25	\$100,000
WMU Homer Stryker M.D. School of Medicine	4/1/20-3/31/25	\$100,000

(the aforementioned, collectively, the “2020 Business Incubator Grants Amendment Request”); and

WHEREAS, the MSF Board wishes to approve the 2020 Business Incubator Grants Amendment Request.

NOW, THEREFORE, BE IT RESOLVED, that the MSF Board approves the 2020 Business Incubator Grants Amendment Request; and

BE IT FURTHER RESOLVED, the MSF authorizes the MSF Fund Manager to negotiate the final terms and conditions and execute all final documents necessary to effectuate the 2020 Business Incubator Grants Amendment Request.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Thelen". The signature is written in a cursive, flowing style.

Randy Thelen

**MICHIGAN STRATEGIC FUND
RESOLUTION**

2024-008

2021 BUSINESS INCUBATOR GRANT AMENDMENTS

WHEREAS, the Michigan Legislature enacted the Michigan Strategic Fund Act, MCL 125.2001 et. seq., (the “MSF Act”) to authorize the Michigan Strategic Fund (“MSF”) to provide incentives in the form of grants, loans, and other economic assistance for the development and improvement of Michigan’s economy;

WHEREAS, the Michigan Economic Development Corporation (“MEDC”) provides administrative services to the MSF;

WHEREAS, pursuant to Section 88b(2)(c) of the MSF Act, MCL 125.2088b(2)(c), funds appropriated to the MSF for purposes of carrying out the MSF Act shall be expended or invested for activities authorized under the MSF Act as long as those activities provide for repayment for breach of the written agreement or the failure to meet measurable outcomes;

WHEREAS, pursuant to Section 7(c) of the MSF Act, the MSF Board has the power to make grants;

WHEREAS, on February 23, 2021, the MSF Board authorized grants to the following entities for the initial terms and in the initial amounts listed, with the option to extend for an additional four years and allocate additional funding at the sole discretion of the MSF:

Grantee	Initial Term	Initial Award Amount
Economic Development Corporation of the City of Sault Ste. Marie	4/1/21-3/31/22	\$100,000
Innovation Marquette Enterprise Corporation	4/1/21-3/31/22	\$100,000
Lakeshore Advantage	4/1/21-3/31/22	\$100,000
Lenawee Now	4/1/21-3/31/22	\$100,000
Michigan Tech Enterprise Corporation	4/1/21-3/31/22	\$100,000

(the aforementioned, collectively, the “2021 Business Incubator Grants”);

WHEREAS, on February 22, 2022, the MSF Board exercised its first option to extend and allocate additional funds to the 2021 Business Incubator Grants for the terms and amounts listed below:

Grantee	Extension	Amount of Increase
Economic Development Corporation of the City of Sault Ste. Marie	4/1/21-3/31/23	\$100,000
Innovation Marquette Enterprise Corporation	4/1/21-3/31/23	\$100,000
Lakeshore Advantage	4/1/21-3/31/23	\$100,000
Lenawee Now	4/1/21-3/31/23	\$100,000
Michigan Tech Enterprise Corporation	4/1/21-3/31/23	\$100,000

WHEREAS, on July 26, 2022, the MSF Board approved assignment of the 2021 Business Incubator Grant with the Economic Development Corporation of the City of Sault Ste. Marie to the City of Sault Ste. Marie;

WHEREAS, on March 28, 2023, the MSF Board exercised its second option to extend and allocate additional funds to the 2021 Business Incubator Grants for the terms and amounts listed below:

Grantee	Extension	Amount of Increase
City of Sault Ste. Marie	4/1/21-3/31/24	\$100,000
Innovation Marquette Enterprise Corporation	4/1/21-3/31/24	\$100,000
Lakeshore Advantage	4/1/21-3/31/24	\$100,000
Lenawee Now	4/1/21-3/31/24	\$100,000
Michigan Tech Enterprise Corporation	4/1/21-3/31/24	\$100,000

WHEREAS, the MEDC recommends that the MSF Board exercise its third option to extend and allocate additional funds to the 2021 Business Incubator Grants for the terms and amounts listed below:

Grantee	Extension	Amount of Increase
City of Sault Ste. Marie	4/1/21-3/31/25	\$100,000
Innovation Marquette Enterprise Corporation	4/1/21-3/31/25	\$100,000
Lakeshore Advantage	4/1/21-3/31/25	\$100,000
Lenawee Now	4/1/21-3/31/25	\$100,000
Michigan Tech Enterprise Corporation	4/1/21-3/31/25	\$100,000

(the aforementioned, collectively, the “2021 Business Incubator Grants Amendment Request”); and

WHEREAS, the MSF Board wishes to approve the 2021 Business Incubator Grants Amendment Request.

NOW, THEREFORE, BE IT RESOLVED, that the MSF Board approves the 2021 Business Incubator Grants Amendment Request; and

BE IT FURTHER RESOLVED, the MSF authorizes the MSF Fund Manager to negotiate the final terms and conditions and execute all final documents necessary to effectuate the 2021 Business Incubator Grants Amendment Request.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

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Sincerely,

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Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Thelen". The signature is written in a cursive, flowing style.

Randy Thelen

MICHIGAN STRATEGIC FUND

**RESOLUTION
2024-009**

2022 BUSINESS INCUBATOR GRANT AMENDMENTS

WHEREAS, the Michigan Legislature enacted the Michigan Strategic Fund Act, MCL 125.2001 et. seq., (the “MSF Act”) to authorize the Michigan Strategic Fund (“MSF”) to provide incentives in the form of grants, loans, and other economic assistance for the development and improvement of Michigan’s economy;

WHEREAS, the Michigan Economic Development Corporation (“MEDC”) provides administrative services to the MSF;

WHEREAS, pursuant to Section 88b(2)(c) of the MSF Act, MCL 125.2088b(2)(c), funds appropriated to the MSF for purposes of carrying out the MSF Act shall be expended or invested for activities authorized under the MSF Act as long as those activities provide for repayment for breach of the written agreement or the failure to meet measurable outcomes;

WHEREAS, pursuant to Section 7(c) of the MSF Act, the MSF Board has the power to make grants;

WHEREAS, on February 22, 2022, the MSF Board authorized grants to the following entities for the initial terms and in the initial amounts listed, with the option to extend for an additional four years and allocate additional funding at the sole discretion of the MSF:

Grantee	Initial Term	Initial Award Amount
Battle Creek Unlimited	4/1/22-3/31/23	\$100,000
Economic Development Alliance of St. Clair County	4/1/22-3/31/23	\$100,000
Oakland University Incubator	4/1/22-3/31/23	\$100,000

(the aforementioned, collectively, the “2022 Business Incubator Grants”);

WHEREAS, on March 28, 2023, the MSF Board exercised its first option to extend and allocate additional funds to the 2022 Business Incubator Grants for the terms and amounts listed below:

Grantee	Extension	Amount of Increase
Battle Creek Unlimited	4/1/22-3/31/24	\$100,000
Economic Development Alliance of St. Clair County	4/1/22-3/31/24	\$100,000
Oakland University Incubator	4/1/22-3/31/24	\$100,000

WHEREAS, the MEDC recommends that the MSF Board exercise its second option to extend and allocate additional funds to the 2022 Business Incubator Grants for the terms and amounts listed below:

Grantee	Extension	Amount of Increase
Battle Creek Unlimited	4/1/22-3/31/25	\$100,000
Economic Development Alliance of St. Clair County	4/1/22-3/31/25	\$100,000
Oakland University Incubator	4/1/22-3/31/25	\$100,000

(the aforementioned, collectively, the “2022 Business Incubator Grants Amendment Request”); and

WHEREAS, the MSF Board wishes to approve the 2022 Business Incubator Grants Amendment Request.

NOW, THEREFORE, BE IT RESOLVED, that the MSF Board approves the 2022 Business Incubator Grants Amendment Request; and

BE IT FURTHER RESOLVED, the MSF authorizes the MSF Fund Manager to negotiate the final terms and conditions and execute all final documents necessary to effectuate the 2022 Business Incubator Grants Amendment Request.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

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Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
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Sincerely,

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Randy Thelen

**MICHIGAN STRATEGIC FUND
RESOLUTION**

2024-010

2024 BUSINESS INCUBATOR GRANT AWARDS

WHEREAS, the Michigan Legislature enacted the Michigan Strategic Fund Act, MCL 125.2001 et. seq., (the “MSF Act”) to authorize the Michigan Strategic Fund (“MSF”) to provide incentives in the form of grants, loans, and other economic assistance for the development and improvement of Michigan’s economy;

WHEREAS, the Michigan Economic Development Corporation (“MEDC”) provides administrative services to the Michigan Strategic Fund (“MSF”);

WHEREAS, pursuant to Section 88b(2)(c) of the MSF Act, MCL 125.2088b(2)(c), funds appropriated to the MSF for purposes of carrying out the MSF Act shall be expended or invested for activities authorized under the MSF Act as long as those activities provide for repayment for breach of the written agreement or the failure to meet measurable outcomes;

WHEREAS, the MEDC recommends that the MSF Board approve grants for the purpose of performing regional business incubator Gateway Representative activities to the following entities for the initial terms and in the initial amounts set forth in the table below, with the option to extend for an additional four years and allocate additional funding at the sole discretion of the MSF:

Grantee	Initial Term	Initial Award Amount
Ann Arbor SPARK	4/1/24-3/31/25	\$100,000
Automation Alley	4/1/24-3/31/25	\$100,000
The City of Grand Rapids SmartZone Local Development Finance Authority	4/1/24-3/31/25	\$100,000
Lean Rocket Lab	4/1/24-3/31/25	\$100,000
The Wayne State University Research and Technology Park in City of Detroit dba TechTown Detroit	4/1/24-3/31/25	\$100,000

(the aforementioned, collectively, the “2024 Business Incubator Grants”); and

WHEREAS, the MSF Board wishes to approve the 2024 Business Incubator Grants.

NOW, THEREFORE, BE IT RESOLVED, that the MSF Board approves the 2024 Business Incubator Grants; and

BE IT FURTHER RESOLVED, the MSF authorizes the MSF Fund Manager to negotiate the final terms and conditions and execute all final documents necessary to effectuate the 2024 Business Incubator Grants.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
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**MICHIGAN STRATEGIC FUND
RESOLUTION**

2024-011

BUSINESS INCUBATOR GRANT AMENDMENT TO THE CITY OF STERLING HEIGHTS

WHEREAS, the Michigan Legislature enacted the Michigan Strategic Fund Act, MCL 125.2001 et. seq., (the “MSF Act”) to authorize the Michigan Strategic Fund (“MSF”) to provide incentives in the form of grants, loans, and other economic assistance for the development and improvement of Michigan’s economy;

WHEREAS, the Michigan Economic Development Corporation (“MEDC”) provides administrative services to the MSF;

WHEREAS, pursuant to Section 88b(2)(c) of the MSF Act, MCL 125.2088b(2)(c), funds appropriated to the MSF for purposes of carrying out the MSF Act shall be expended or invested for activities authorized under the MSF Act as long as those activities provide for repayment for breach of the written agreement or the failure to meet measurable outcomes;

WHEREAS, pursuant to Section 7(c) of the MSF Act, MCL 125.2007(c), the MSF has the power to make grants;

WHEREAS, on March 28, 2023 the MSF Board authorized a grant of \$100,000 the City of Sterling Heights, which an initial term of 12 months, with the option to extend the term for up to an additional four one-year terms and allocate funding at the sole discretion of the MSF Board for the purpose of performing regional business incubator Gateway Representative activities (the “City of Sterling Heights Grant”);

WHEREAS, the MEDC recommends that the MSF Board exercise its first option to extend the City of Sterling Heights Grant and allocate \$100,000 in additional funding (the “City of Sterling Heights Grant Amendment Request”); and

WHEREAS, the MSF Board wishes to approve the City of Sterling Heights Grant Amendment Request.

NOW, THEREFORE, BE IT RESOLVED, that the MSF Board approves the City of Sterling Heights Grant Amendment Request; and

BE IT FURTHER RESOLVED, that the MSF Fund Manager is authorized to negotiate final terms and conditions of the City of Sterling Heights Grant Amendment Request and to execute all documents necessary to effectuate the City of Sterling Heights Grant Amendment Request.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

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Sincerely,



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Executive Director
Michigan's University Research Corridor

January 17, 2024

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Randy Thelen

MEMORANDUM

To: Michigan Strategic Fund Board

From: Chris Cook, Managing Director – Capital Access

Date: January 23, 2024

Subject: SSBCI 2.0 – MBGF Small Business Venture Capital Program – Amendment to Guidelines

Request

To amend the program guidelines to the SSBCI 2.0 – MBGF Small Business Venture Capital Program (“SBVCP”) guidelines.

Background

On January 25, 2022 the MSF Board approved the creation of the SBVCP and adoption of its program guidelines. The approved program guidelines include a limitation of not more than 49% investment of SSBCI capital to a fund. While this requirement is anticipated to be effective in making investments of SSBCI capital into funds which operate exclusively in Michigan, it has created an issue for regional and national funds. A 49% limitation at the fund level narrows the field of private sector limited partner investors for these larger funds. It has been determined that for these funds to invest MSF controlled SSBCI capital exclusively in Michigan companies will require a Michigan only sidecar structure. Using this approach, the MSF would serve as the only investor in a Michigan based fund. When the general partner of the regional fund identifies an investment opportunity in Michigan, the result would be two investments closed and funded concurrently. The investment would be sourced at least 51% from the regional fund, with the remaining investment of not more than 49% sourced from the Michigan sidecar. This approach will maintain the anticipated private sector leverage that was contemplated when the program was approved by allowing the 49% cap to be achieved at either the fund or portfolio company level.

The approved language in the MSF approved guidelines is as follows:

- The maximum limited partner investment will represent no more than 49% of a fund’s total investible assets.

The proposed change amends this the guidelines to the following:

- The maximum investment in a portfolio company will include not more than 49% SSBCI capital. This may be accomplished by either:
 - The MSF investing not more than 49% of a fund’s total investible assets, with this fund investing exclusively in Michigan companies.
 - The MSF investing the entirety of a fund’s investible assets, less the required general partner investment, into a fund which will invest exclusively in Michigan companies.

This fund will provide portfolio company investments concurrent to an associated regional or national fund, with the combined investment to the portfolio company including not more than a 49% investment from the fund which includes the MSF investment. The regional or national fund may also invest in non-Michigan companies, with no concurrent investment from the fund which includes the MSF investment.

Recommendation

Approval of the amended program guidelines as included in Exhibit A of the resolution.

SSBCI 2.0 - MBGF Small Business Venture Capital Program

Program Guidelines

Program Purpose

The intent of the SSBCI 2.0 - MBGF Small Business Venture Capital Program (“SBVCP” or “Program”) is to increase the availability of capital to early-stage small businesses. The Program seeks to leverage private sector capital by making investments in funding sources, generally loan or equity funds, by investing public sector funding. The Program will support funding availability for qualified for-profit small businesses through one or more of the following structures:

- Investing as a limited partner in a loan or investment fund operating in the State of Michigan.
- Investing in a fund which has a primary function of making limited partnership investments in one or more loan or investment funds operating in the State of Michigan.
- Co-investment, with an equity provider through a purchase or participation structure, in a new investment

Program Operations

- SBVCP will focus of support of small business operating primarily in the following industries: automotive and mobility, medical and medical device, high tech, aerospace, advanced manufacturing, and design and development, and other key industries as determined by staff. The Program may also act as a limited partner in a fund that is focused on social impact investing for small businesses regardless of the industries in which the small businesses operate.

- The maximum investment in a portfolio company limited partner investment will include represent not more than 49% of a fund's total investible assets SSBCI capital. This may be accomplished by either:

- The MSF investing not more than 49% of a fund's total investible assets, with this fund investing exclusively in Michigan companies.
- The MSF investing the entirety of a fund's investible assets, less the required general partner investment, into a fund which will invest exclusively in Michigan companies. This fund will provide portfolio company investments concurrent to an associated regional or national fund, with the combined investment to the portfolio company including not more than a 49% investment from the fund which includes the MSF investment. The regional or national fund may also invest in non-Michigan companies, with no concurrent investment from the fund which includes the MSF investment.

- The maximum purchase or participation will represent no more than 49% of the total loan or investment.
- The maximum loan or investment to an eligible small business may not exceed \$20 million and may not include more than \$5 million in Program funding per investment.

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Exhibit A

- Generally the Program shall target firms with 500 employees or less and shall not provide support for companies with more than 750 employees.
- The Program may limit its returns to benefit both the borrower and the private supplier of the capital with which the SBVCP is cooperating. Such limitations shall be negotiated on a transaction-by-transaction basis. However, in no event will the potential for a return to the MSF under the SBVCP be eliminated. Opportunities that provide additional benefit to SEDI businesses, as defined by US Treasury, will be provided additional consideration.
- SBVCP capital will be contributed exclusively to opportunities for small businesses that have its headquarters facilities located in Michigan and for which Michigan is its principal place of operation.
- SBVCP will cooperate in supplying capital alongside private sector professionally managed investment organizations or funds. Such organizations will provide sufficient verification of its history and track record that the MSF Board and/or its delegate(s) may have reasonable comfort in the organization or fund's ability to properly make investments and manage risk.
- The review of all projects or limited partner investments will include due diligence to the satisfaction of the SBVCP, including without limitation and as applicable to the particular character of the investment: description of the opportunity, ownership of the company, financial standing, prospects for job retention and/or growth, leverage including non-SBVCP debt and/or investment as well as senior lender debt and any new equity being contributed at the time of the capital contribution, description of the organization or fund and its historical performance, including historical financial performance and social impact of prior transactions supported by the fund, ability of the fund or organization to provide funding in an equitable manner, and any other criteria deemed relevant by staff in conducting due diligence for participation or investment on a transaction-by-transaction basis.
- The Program shall further comply with any other laws, rules, provisions, guidelines or regulations as prescribed by the federal SSBCI program or state or other federal law.

MICHIGAN STRATEGIC FUND

**RESOLUTION
2024-012**

**APPROVAL OF GUIDELINE AMENDMENT TO THE STATE SMALL BUSINESS
CREDIT INITIATIVE 2.0 - MBGF SMALL BUSINESS VENTURE CAPITAL
PROGRAM**

WHEREAS, under the State Small Business Credit Initiative Act of 2010 (title III of the Small Business Jobs Act of 2010, Public Law 111-240, 124 Stat. 2568, 2582 (the “SSBCI”), the United States Congress appropriated funds to the United States Department of Treasury (“US Treasury”) to be allocated and disbursed to states that have applied for and created programs in accordance with the SSBCI to increase the amount of capital made available by private lenders to small businesses;

WHEREAS, on March 11, 2021, the American Rescue Plan Act reauthorized and expanded SSBCI to provide \$10 billion to state, the District of Columbia, territories, and Tribal governments to expand access to capital for small businesses, to support opportunity and entrepreneurship, and to create high-quality jobs (the “SSBCI 2.0”);

WHEREAS, under the SSBCI 2.0, authorized SSBCI 2.0 Programs include the operation of a state small business capital access program, and other state credit support programs, including state collateral support programs, state loan participation programs, state loan guarantee programs and state venture capital fund programs, in accordance with SSBCI 2.0 requirements;

WHEREAS, the State of Michigan (“State”) submitted a Notice of Intent to Apply to receive SSBCI 2.0 funding on May 4, 2021;

WHEREAS, the SSBCI 2.0 requires the State to designate a department, agency or political subdivision of the State to implement and participate in the SSBCI 2.0;

WHEREAS, in accordance with Michigan Strategic Fund Act, MCL 125.2001, et. seq. (“MSF Act”), and in particular, MCL 125.2005 and MCL 125.2007, the MSF is a public body corporate and politic within the Michigan Department of Labor and Economic Opportunity and has the authority to solicit SSBCI 2.0 funds from the US Treasury to participate in SSBCI 2.0;

WHEREAS, by letter dated May 10, 2021, to the US Treasury, Governor Whitmer designated the MSF as the State agency to apply for and receive funds from the SSBCI 2.0;

WHEREAS, subject to the control and direction of the MSF Board, the Michigan Economic Development Corporation provides administrative services to the MSF;

WHEREAS, on January 25th, 2022, the MSF Board approved the creation of the SSBCI 2.0-MBGF-Venture Capital Program (the “SSBCI 2.0-MBGF-VCP”) and adoption of its program guidelines;

WHEREAS, all principal returns and program income received under the SSBCI 2.0 Programs shall be recycled back into the SSBCI 2.0 Programs until the funding is de-federalized under the SSBCI 2.0 federal guidelines.

WHEREAS, the MSF Board wishes to amend the SSBCI 2.0-MBGF-VCP program guidelines as outlined in Exhibit A;

NOW, THEREFORE, BE IT RESOLVED, the MSF hereby approves the amendment to the SSBCI 2.0-MBGF-VCP program guidelines;

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024

SSBCI 2.0 - MGBF Small Business Venture Capital Program

Guidelines

Program Purpose

The intent of the SSBCI 2.0 - MGBF Small Business Venture Capital Program (“SBVCP” or “Program”) is to increase the availability of capital to early-stage small businesses. The Program seeks to leverage private sector capital by making investments in funding sources, generally loan or equity funds, by investing public sector funding. The Program will support funding availability for qualified for-profit small businesses through one or more of the following structures:

- Investing as a limited partner in a loan or investment fund operating in the State of Michigan.
- Investing in a fund which has a primary function of making limited partnership investments in one or more loan or investment funds operating in the State of Michigan.
- Co-investment, with an equity provider through a purchase or participation structure, in a new investment

Program Operations

- SBVCP will focus of support of small business operating primarily in the following industries: automotive and mobility, medical and medical device, high tech, aerospace, advanced manufacturing, and design and development, and other key industries as determined by staff. The Program may also act as a limited partner in a fund that is focused on social impact investing for small businesses regardless of the industries in which the small businesses operate.
- The maximum investment in a portfolio company will include not more than 49% SSBCI capital. This may be accomplished by either:
 - The MSF investing not more than 49% of a fund’s total investible assets, with this fund investing exclusively in Michigan companies.
 - The MSF investing the entirety of a fund’s investible assets, less the required general partner investment, into a fund which will invest exclusively in Michigan companies. This fund will provide portfolio company investments concurrent to an associated regional or national fund, with the combined investment to the portfolio company including not more than a 49% investment from the fund which includes the MSF investment. The regional or national fund may also invest in non-Michigan companies, with no concurrent investment from the fund which includes the MSF investment.
- The maximum purchase or participation will represent no more than 49% of the total loan or investment.
- The maximum loan or investment to an eligible small business may not exceed \$20 million and may not include more than \$5 million in Program funding per investment.
- Generally the Program shall target firms with 500 employees or less and shall not provide support for companies with more than 750 employees.
- The Program may limit its returns to benefit both the borrower and the private supplier of the capital with which the SBVCP is cooperating. Such limitations shall be negotiated on a transaction-by-transaction basis. However, in no event will the potential for a return to the MSF under the SBVCP be eliminated. Opportunities that provide additional benefit to SEDI businesses, as defined by US Treasury, will be provided additional consideration.

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- The review of all projects or limited partner investments will include due diligence to the satisfaction of the SBVCP, including without limitation and as applicable to the particular character of the investment: description of the opportunity, ownership of the company, financial standing, prospects for job retention and/or growth, leverage including non-SBVCP debt and/or investment as well as senior lender debt and any new equity being contributed at the time of the capital contribution, description of the organization or fund and its historical performance, including historical financial performance and social impact of prior transactions supported by the fund, ability of the fund or organization to provide funding in an equitable manner, and any other criteria deemed relevant by staff in conducting due diligence for participation or investment on a transaction-by-transaction basis.
- The Program shall further comply with any other laws, rules, provisions, guidelines or regulations as prescribed by the federal SSBCI program or state or other federal law.



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
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BRADLEY C. WIEFERICH, P.E.
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January 12, 2024

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MEMORANDUM

Date: January 23, 2024

To: Michigan Strategic Fund Board

From: Jon Stuckey, Assistant Attorney General

Subject: Authorization to enter into a Memorandum of Understanding

REQUEST

In collaboration with the Department of Attorney General, the State Historic Preservation Review Board (the “SHPRB”) and the State Historic Preservation Office (the “SHPO”), we are requesting that the Michigan Strategic Fund (the “MSF”) Board authorize the MSF Fund Manager to enter into a memorandum of understanding (the “2024 MOU”) with the Michigan Office of Administrative Hearings and Rules (the “MOAHR”) to conduct hearings for (1) appeals of decisions of local historic districts under the Local Historic Districts Act, MCL 399.201 et seq. (the “HDC Appeals”) and (2) appeals of historic tax credit application denials under the Income Tax Act of 1967, MCL 206.1 et seq. (the “Tax Credit Appeals”) (collectively, the “Request”).

BACKGROUND

Executive Order 2019-13 transferred the SHPRB and the SHPO to the MSF. In February 2020, the MSF entered into a memorandum of understanding (the “2020 MOU”) with the MOAHR to conduct all hearings for the HDC Appeals. The 2020 MOU had an initial term of one year which automatically renewed for an additional one-year term unless terminated by either party.

The MOAHR approached our office in September and requested that the parties enter into the 2024 MOU. Specifically, the MOAHR was seeking to eliminate “evergreen documents” (i.e. documents with automatic renewals) and go forward with a standard two-year term.

In 2020, the legislature re-established the Michigan historic tax credit program (the “HTC Program”) with the addition of Sections 266a and 676 to the Income Tax Act of 1967. SHPO was tasked with the implementation and operation of the HTC Program. Sections 266a and 676 both provide an applicant with the ability to file an appeal with the SHPO for any application that is denied.

The SHPO has requested that the Tax Credit Appeals be added to the 2024 MOU scope of work and the MOAHR has agreed to the addition. Other than the addition of the Tax Credit Appeals to the scope of work and the two-year term, the 2024 MOU is identical to the 2020 MOU.

RECOMMENDATION

The Department of Attorney General, together with the SHPRB and the SHPO recommends that the MSF Board approve the Request.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-013

AUTHORIZATION TO ENTER INTO A MEMORANDUM OF UNDERSTANDING WITH THE MICHIGAN OFFICE OF ADMINISTRATIVE HEARINGS AND RULES

WHEREAS, Executive Order 2019-13 transferred the State Historic Preservation Review Board (the “SHPRB”) and the State Historic Preservation Office (the “SHPO”) to the Michigan Strategic Fund (the “MSF”);

WHEREAS, Section 5 of the Local Historic Districts Act, MCL 399.201 et seq., provides that any party aggrieved by the decision of a local historic district commission may file an appeal with the SHPRB (the “HDC Appeal”);

WHEREAS, Sections 266a and 676 of the Income Act of 1967, MCL 206.1 et seq., provide that a person whose historic tax credit application has been denied may file an appeal with the SHPO (the “Tax Credit Appeals”);

WHEREAS, on February 14, 2020, the MSF entered into a Memorandum of Understanding (the “2020 MOU”) with the Michigan Office of Administrative Hearings and Rules (the “MOAHR”) whereby MOAHR would conduct hearings relating to the HDC Appeals;

WHEREAS, MOAHR has requested the parties enter into an updated MOU with a maximum term of two (2) years (the “2024 MOU”);

WHEREAS, the SHPO has requested that the Tax Credit Appeals be added to 2024 MOU’s scope of work;

WHEREAS, the MOAHR has agreed to add the Tax Credit Appeals to the 2024 MOU’s scope of work;

WHEREAS, the Department of Attorney General, together with the SHPRB, and the SHPO, recommend that the MSF Board authorize the MSF Fund Manager to enter into the 2024 MOU, a substantially final copy of which is attached hereto as Exhibit A (the “Request”); and

WHEREAS, the MSF Board wishes to approve and adopt the Request.

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves and adopts the Request.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan

January 23, 2024

**MEMORANDUM OF UNDERSTANDING
BETWEEN
THE MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
MICHIGAN OFFICE OF ADMINISTRATIVE HEARINGS AND RULES
AND
THE MICHIGAN DEPARTMENT OF LABOR AND ECONOMIC OPPORTUNITY
MICHIGAN STRATEGIC FUND
AND
STATE HISTORIC PRESERVATION OFFICE**

Purpose

This Memorandum of Understanding (“MOU”) is entered into between the Michigan Department of Licensing and Regulatory Affairs (the “LARA”) and the Michigan Strategic Fund (the “MSF”), on behalf of its State Historic Preservation Review Board (the “SHPRB”) and State Historic Preservation Office (the “SHPO”) which are located within the Michigan Department of Labor and Economic Opportunity (the “LEO”) to establish the responsibilities and procedures to conduct certain hearings and provide administrative law services pertaining to the SHPO under the jurisdiction granted by statute, rule and applicable Executive Order. The MSF and the LARA may be individually referred to as a “Party” and collectively referred to as the “Parties”.

This MOU provides for: the submission of administrative law cases by the Department of Attorney General (the “AG”), on behalf of the MSF, to the Michigan Office of Administrative Hearings and Rules (the “MOAHR”), a Type I Agency established by Executive Order 2019-06 within the LARA; the scheduling of prehearing conferences and contested case hearings; the issuance of proposals for decision by Administrative Law Judges (the “ALJs”); the return of case records to the AG on behalf of the MSF; and the establishment of a billing procedure.

Period of MOU

This MOU is effective when signed by the Parties and expires on September 30, 2025.

Work Statement of Each Party

1. Responsibilities — MOAHR

A. Timelines

Tasks relating to hearings will be completed by the MOAHR within an expeditious time and in compliance with all applicable statutory, regulatory, and court-ordered requirements and timetables.

B. Case Opening

The MOAHR will assign the ALJs to preside over hearings referred by the AG. Designated MOAHR staff will issue a Notice of Hearing based upon information provided by the AG in a completed Request for Hearing form approved by MOAHR. The Notice of Hearing will be provided within thirty (30) calendar days from the receipt of the Request for Hearing from the AG.

C. Case Conduct

In accordance with MOAHR's Administrative Hearing Standard No. 2023-1, proceedings, including prehearing conferences and hearings, will, by default, be conducted remotely via video conference or telephone conference, unless: (i) an ALJ determines, in their discretion, that all or part of the proceeding should be in person, or (ii) a party submits a written request demonstrating good cause for why all or part of the proceeding should be in person, and the ALJ finds the request should be granted because of accessibility limitations, specific evidentiary issues, or other unique circumstances.

If an ALJ determines there is good cause for an in-person hearing, and unless otherwise requested by the MSF or a party to the hearing, all hearings will be conducted at MOAHR's hearing rooms in Lansing or Detroit. Upon request of the MSF or a party to the hearing, an ALJ may consider and approve an alternative location (the "Approved Location"). If ALJ travel is required to conduct a hearing at the Approved Location, LARA travel policies and cost reimbursement will be applied. Taxable travel expenses may be stated as a direct cost in the quarterly billing statement.

At the outset of each hearing, the assigned ALJ will clearly explain the hearing process to the parties. That explanation will include as appropriate: the order of presentation of testimony and other evidence; an opportunity for opening statements and closing arguments; the right to question and cross-examine witnesses; the burden of proof; and the opportunity to ask questions about the hearing process. The ALJ may explain, if deemed necessary, that the right to confrontation does not include a right to be confrontational and set forth expectations of respectful conduct by all who participate in the hearing. The above language does not limit an ALJ from setting other guidelines before or during a hearing, so long as the guidelines are not contrary to applicable law, rule or policy.

Hearings will be conducted and recorded in accordance with uniform Administrative Rules of MOAHR, R 792.10101 *et seq.*, and the Administrative Procedures Act (the "APA"), MCL 24.201 *et seq.*

D. Decision-making and Quality

The ALJ will issue a written Proposal for Decision (the "PFD") that is a clear, concise, well-reasoned, and factually supported document that correctly identifies and applies the law. The PFD will: comport with requirements of statutes, common law, if applicable, and administrative rules; recognize the interpretation of statutes and rules previously made by the SHPRB or its predecessor; and conform with declaratory rulings issued by the SHPRB, as identified by one or both parties in the case. If the ALJ concludes that an existing policy, statutory or rule interpretation, or declaratory ruling is contrary to law, the ALJ shall prepare a PFD stating such conclusions as a proposal only for review by the SHPRB. The PFD will set forth findings of fact and conclusions of law, with a recommendation as to

final decision to the SHPRB. The SHPRB will thereafter issue a final order that accepts, rejects, or modifies the ALJ's proposed findings of fact and conclusions of law, and sets forth a final decision in the matter.

E. Case Closing

- 1) Dockets referred by the AG to MOAHR will be closed by MOAHR in the manner required by the statute or rule granting jurisdiction.
- 2) The PFD will be issued within sixty (60) calendar days from the date of closure of the hearing record unless an extension is necessary for good cause. MSF's copy of the PFD will be forwarded to the AG.
- 3) Exceptions to the PFD must be filed with MOAHR within twenty-one (21) calendar days from the date of issuance of the PFD, unless a different timeframe is set by the ALJ in a given case (the "Exceptions Time Limit").
- 4) Responses to Exceptions must be filed with MOAHR within fourteen (14) calendar days from the date of the filing of the Exceptions, unless a different timeframe is set by the ALJ in a given case (the "Response to Exceptions Time Limit").
- 5) The MOAHR will return docket files to the AG on behalf of the MSF as soon as reasonably possible following the issuance of the PFD and the expiration of the Exceptions Time Limit and the Response to Exceptions Time Limit.
- 6) Prior to the return of the file to the AG, the MOAHR will complete a Certification of Record and attach said Certification to the closed docket file.
- 7) Upon return of the file to the AG, the MOAHR will have completed its jurisdiction and shall consider the case closed.

2. Responsibilities — MSF:

A. Case Referral

The AG, on behalf of MSF, will refer all administrative hearings pertaining to the SHPRB to the MOAHR for any appeal governed by Executive Order 2019-13, the Local Historic Districts Act, 1970 PA 169, as amended, MCL 399.201 *et seq.*, and the Income Tax Act of 1967, 1967 PA 281, as amended, specifically MCL 206.266a and MCL 206.676.

B. Request for Hearing

The AG will refer all dockets using the Request for Hearing form provided by the MOAHR. The AG will include all associated documents, determinations, complaints, appeals, and notices necessary to open the case to the Request for Hearing form.

C. Annual Meeting

At the discretion of the MSF and the MOAHR, an annual meeting may be conducted which will include any ALJs assigned to dockets regarding the SHPRB. The meeting will cover policy and

programmatic updates, procedural updates from the MOAHR, and an open discussion on any areas of concern as identified by the MSF or the MOAHR. The annual meeting, if held, will be arranged at a date and time that meets the schedules for the MSF and the MOAHR representatives.

D. Final Decision

The AG will send a copy of each final decision and order of the SHPRB to the attention of the MOAHR designated staff, which is currently the MOAHR Administrative Law Manager and the secretarial supervisor for MOAHR-General Adjudication.

Costs, Method of Payments, and Financial Reports

The MSF will reimburse the MOAHR for appropriate costs for services provided under this MOU. Costs for services will be comprised of the actual salaries and fringe benefits based upon reported ALJ timesheets and other direct expenditures charged against the MSF assigned SIGMA coding, and a proportionate share of pooled CCS & M and overhead costs based upon the cost allocation proposal submitted to the LARA federal cognizant agency.

The MOAHR will submit quarterly billings to the MSF within 45 days after the end of each quarter, except for the year end quarter which shall be submitted within year end closing deadlines. The MSF is responsible for processing the payment, in the manner indicated in the billing, within 30 days of the receipt of billing, and within year-end closing deadlines.

Amount and Source of Financing

MOAHR will submit invoices detailing the services provided, with supporting documentation, on a quarterly basis to the MSF manager contact identified in the Administration of Agreement section of this MOU. The quarterly invoices will include relevant LARA billing information, such as Agency Code, Accounting Event Code, Accounting Template, and Department Object Code.

Quarterly Reports

The MOAHR will provide quarterly reports to the MSF identifying the number of cases opened, cases closed, hearings scheduled, and held hearings per quarter, if any.

Administration of Agreement

The MSF manager for this MOU, including all matters relating to payments and financial reports is Alan Higgins. Any correspondence other than quarterly reports shall also be sent to Assistant Attorney General Jon Stuckey.

The MSF point of contact for the scheduling of hearings and receiving MOAHR documentation throughout the hearing process is Assistant Attorney General Jon Stuckey.

The MOAHR manager for this MOU is Suzanne Sonneborn, Executive Director of MOAHR.

The MOAHR point of contact for the scheduling of hearings and receiving MSF documentation throughout the hearing process is the General Adjudication Scheduler within the MOAHR.

The MOAHR point of contact for all matters relating to payments and financial reports is Penny Johnson, Departmental Supervisor within the MOAHR.

Any Party may change these points of contact by providing written notice to the other Parties.

Prior Agreements

This MOU supersedes all prior written and oral agreements between the Parties.

Termination and Amendments

Any Party may terminate this MOU at any time by giving ninety (90) calendar days prior written notice to the other Parties. Should this MOU conclude or be terminated, the applicable Party shall provide the other Party with all financial, performance, and other reports required as a condition of this MOU.

This MOU may only be amended upon written approval of all Parties.

This MOU contains all terms and conditions agreed upon by the Parties. No other understanding, oral or otherwise, regarding the subject matter of this MOU shall be deemed to exist or bind the Parties.

Confidentiality Clause

- 1) Information disclosed for the purposes described above will not be used for any other purpose, except as otherwise required by law.
- 2) Records retained for evidentiary purposes will be retained only to the extent and for the period required by law.
- 3) The parties agree that shared data shall not be released to any third party unless required to do so by either court order or in response to a request made under the Michigan Freedom of Information Act, MCL 15.231 *et seq.*, as amended.
- 4) Unless otherwise required by law, information will be restricted to those employees and authorized independent contractors who require that information in the official performance of their job or contract duties under this MOU.
- 5) All personnel and authorized independent contractors will be instructed as to the confidential nature of the information, the safeguards required to protect the information, and civil, criminal, and internal penalties for noncompliance with the confidentiality requirements pertaining to this information.
- 6) Each Administrative Manager identified above must promptly notify the other Party's Administrative Manager in writing of any suspected abuse or misuse of information received under this MOU.

Compliance, Monitoring and Performance Review

The MSF may, upon providing reasonable notice to MOAHR, review with MOAHR the quality and timeliness of its services provided under this MOU. If the MSF has documented concerns regarding the performance of the MOAHR under this MOU, the MSF shall notify the MOAHR of these concerns and the MOAHR shall have a reasonable opportunity to respond and institute any corrective action as necessary. The MOAHR shall cooperate with the MSF during the performance review and shall produce records and documentation that verify compliance with the requirements of this MOU.

Scope of Agreement

This MOU is for the sole benefit of the MOAHR and the MSF and does not confer any express or implied rights on any other entities or individuals.

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS

_____ Date: _____

By: Marlon I. Brown
Its: Acting Director

MICHIGAN STRATEGIC FUND

_____ Date: _____

By: Matthew Casby
Its: Fund Manager

STATE HISTORIC PRESERVATION OFFICE

_____ Date: _____

By: Ryan Schumaker,
Its: State Historic Preservation Officer



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Thelen". The signature is written in a cursive, flowing style.

Randy Thelen

MEMORANDUM

Date: January 23, 2024

To: Michigan Strategic Fund Board

From: Ryan Schumaker, State Historic Preservation Officer

Subject: Memorandum Of Agreement between The Federal Aviation Administration, the Kalamazoo/Battle Creek International Airport, and the Michigan State Historic Preservation Officer regarding Kalamazoo/Battle Creek International Airport Runway 17/35 Extension Kalamazoo And Portage, Kalamazoo County.

REQUEST

The State Historic Preservation Office (the “SHPO”) is requesting that the Michigan Strategic Fund (the “MSF”) Board authorize the State Historic Preservation Officer to execute a Memorandum of Agreement (the “MOA”) between the SHPO and the Federal Aviation Administration (the “FAA”) relating to the removal of trees on a historic district as part of a runway obstruction clearance project (the “Undertaking”). A draft of the MOA is attached to the resolution as Exhibit A (the “Request”).

BACKGROUND

The SHPO is authorized by Executive Order 2019-13 (the “EO”) to administer the state's historic preservation program and cooperate with federal agencies as needed to carry out its enumerated functions.

The EO transferred the SHPO to the MSF. This transfer was effective August 11, 2019, and has the force and effect of law.

The EO provides in pertinent part that “The governor shall appoint and designate a state historic preservation officer to administer the State Historic Preservation Office and Michigan's historic preservation program in compliance with 36 CFR § 61.4, including the employment of a professionally qualified staff.” The governor has appointed Ryan Schumaker to serve as the State Historic Preservation Officer.

A core function of the SHPO is consultation with federal agencies under Section 106 of the National Historic Preservation Act, which requires federal agencies to consider the effects of their undertakings on historic properties. When those undertakings result in an adverse effect to historic properties, an agreement is reached between Consulting Parties for how to mitigate the effects, and a MOA is executed.

The FAA and the SHPO have been working collaboratively on the Undertaking since 2022.

Several Federal agencies are now requiring that the State Historic Preservation Officer be the sole signatory on grants and agreements. The Request will allow the State Historic Preservation Officer to perform his statutory functions in compliance with state and federal law.

RECOMMENDATION

The SHPO recommends that the MSF Board approve the Request.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-014

**AUTHORIZATION OF THE STATE HISTORIC PRESERVATION OFFICER TO SIGN
MEMORANDUM OF AGREEMENT**

WHEREAS, the State Historic Preservation Office (the “SHPO”) was transferred to the Michigan Strategic Fund (the “MSF”) by Executive Order 2019-13;

WHEREAS, the State Historic Preservation Officer (the “SHPOfficer”) leads the SHPO;

WHEREAS, Section 106 of the National Historic Preservation Act, 54 U.S.C. § 306108, requires Federal agencies to take into account the effects of their undertakings on historic properties (the “Section 106 Process”);

WHEREAS, pursuant to 36 C.F.R. § 800.6(b)(1), a Federal agency may develop a memorandum of agreement to govern how to avoid, minimize or mitigate adverse effects on historic properties identified in the Section 106 Process];

WHEREAS, the Federal Aviation Administration (the “FAA”) has requested that the SHPOfficer enter into a memorandum of agreement regarding the implementation of FAA’s extension of Runway 1/35 and shift the intersection of the Runway 17/35 and Taxiway C at the Kalamazoo/Battle Creek International Airport in Kalamazoo, Kalamazoo County, Michigan (the “MOA”) (a draft is attached hereto as Exhibit A) to improve consistency, consultation, and accountability in fulfilling its responsibilities to comply with the Section 106 Process;

WHEREAS, the SHPO and the SHPOfficer desire to enter into the MOA to fulfill their duties in the Section 106 Process; and

WHEREAS, the SHPOfficer is requesting authority to enter into the MOA on behalf of the MSF in substantially the form of Exhibit A with such changes as are considered necessary, after consultation with the AG’s Office, and not materially adverse to the MSF (the “Request”).

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the Request.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024

Exhibit A

Draft Memorandum of Agreement Between the Federal Aviation Administration, the Kalamazoo/Battle Creek International Airport, the Michigan Strategic Fund and the Michigan State Historic Preservation Officer Regarding Kalamazoo/Battle Creek International Airport Runway 17/35 Extension Kalamazoo and Portage, Kalamazoo County

(Follows under this cover)



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

MSF Fund Manager
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300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Thelen". The signature is written in a cursive, slightly slanted style.

Randy Thelen

MEMORANDUM

Date: January 23, 2024

To: Michigan Strategic Fund Board

From: Ryan Schumaker, State Historic Preservation Officer

Subject: Memorandum Of Agreement between the Michigan Department of Transportation, Aeronautics Division, and the Michigan State Historic Preservation Officer Regarding the Jerry Tyler Memorial Airport Runway 15/33 Approach Clearing, Howard Township, Cass County, Michigan.

REQUEST

The State Historic Preservation Office (the “SHPO”) is requesting that the Michigan Strategic Fund (the “MSF”) Board authorize the State Historic Preservation Officer to execute a Memorandum of Agreement (the “MOA”) between the SHPO and the Michigan Department of Transportation, Aeronautics Division (the “MDOT”) on behalf of the Federal Aviation Administration for removal of trees on a historic property as part of a runway obstruction clearance project (the “Undertaking”). A draft of the MOA is attached to the resolution as Exhibit A (the “Request”).

BACKGROUND

The SHPO is authorized by Executive Order 2019-13 (the “EO”) to administer the state's historic preservation program and cooperate with federal agencies as needed to carry out its enumerated functions.

The EO transferred the SHPO to the MSF. This transfer was effective August 11, 2019, and has the force and effect of law.

The EO provides in pertinent part that “The governor shall appoint and designate a state historic preservation officer to administer the State Historic Preservation Office and Michigan's historic preservation program in compliance with 36 CFR § 61.4, including the employment of a professionally qualified staff.” The governor has appointed Ryan Schumaker to serve as the State Historic Preservation Officer.

A core function of the SHPO is consultation with federal agencies under Section 106 of the National Historic Preservation Act, which requires federal agencies to consider the effects of their undertakings on historic properties. When those undertakings result in an adverse effect to historic properties, an agreement is reached between Consulting Parties for how to mitigate the effects, and a MOA is executed.

The MDOT and the SHPO have been working collaboratively on the Undertaking since 2020.

Several Federal agencies are now requiring that the State Historic Preservation Officer be the sole signatory on grants and agreements. The Request will allow the State Historic Preservation Officer to perform his statutory functions in compliance with state and federal law.

RECOMMENDATION

The SHPO recommends that the MSF Board approve the Request.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-015

**AUTHORIZATION OF THE STATE HISTORIC PRESERVATION OFFICER TO SIGN
MEMORANDUM OF AGREEMENT**

WHEREAS, the State Historic Preservation Office (the “SHPO”) was transferred to the Michigan Strategic Fund (the “MSF”) by Executive Order 2019-13;

WHEREAS, the State Historic Preservation Officer (the “SHPOfficer”) leads the SHPO;

WHEREAS, Section 106 of the National Historic Preservation Act, 54 U.S.C. § 306108, requires Federal agencies to take into account the effects of their undertakings on historic properties (the “Section 106 Process”);

WHEREAS, pursuant to 36 C.F.R. § 800.6(b)(1), a Federal agency, or a State agency working on behalf of a Federal agency, may develop a memorandum of agreement to govern how to avoid, minimize or mitigate adverse effects on historic properties identified in the Section 106 Process;

WHEREAS, the Michigan Department of Transportation Office of Aeronautics (the “MDOT AERO”) administers projects under the Federal Aviation Administration (the “FAA”) State Block Grant Program, authorized under 49 U.S.C. § 47128 and 14 C.F.R. Part 156, and is acting on behalf of the FAA.

WHEREAS, the MDOT AERO has requested that the SHPOfficer enter into a memorandum of agreement regarding the implementation of MDOT AERO’s plans to fund Runway 15/33 approach clearing which includes the removal of obstructions (i.e. trees) in the approach to Runway 33 at the Jerry Tyler Memorial Airport in Howard Township, Cass County, Michigan (the “MOA”) (a draft is attached hereto as Exhibit A) to improve consistency, consultation, and accountability in fulfilling its responsibilities to comply with the Section 106 Process;

WHEREAS, the SHPO and the SHPOfficer desire to enter into the MOA to fulfill their duties in the Section 106 Process; and

WHEREAS, the SHPOfficer is requesting authority to enter into the MOA on behalf of the MSF in substantially the form of Exhibit A with such changes as are considered necessary, after consultation with the AG’s Office, and not materially adverse to the MSF (the “Request”).

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the Request.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024

Exhibit A

**Draft Memorandum of Agreement Between the Michigan Department of
Transportation Office of Aeronautics and the Michigan State Historic
Preservation Officer Regarding Jerry Tyler Memorial Airport Runway 15/33
Approach Clearing Howard, Township, Cass County**

(Follows under this cover)



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

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Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

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Sincerely,

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Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

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MEDC
300 N. Washington Square
Lansing, Michigan

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- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

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The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Thelen". The signature is written in a cursive style with a long horizontal stroke at the end.

Randy Thelen

MEMORANDUM

Date: January 23, 2024

To: Michigan Strategic Fund Board

From: Ryan Schumaker, State Historic Preservation Officer Subject: Memorandum Of Agreement between the United States Army Corps of Engineers, Detroit District, the Bay Mills Indian Community, the Michigan State Historic Preservation Office Regarding the Storage Yard At The United States Army Corps Of Engineers' St. Marys Falls Canal (Soo Locks), Sault Ste. Marie, Chippewa County, Michigan.

REQUEST

The State Historic Preservation Office (the "SHPO") is requesting that the Michigan Strategic Fund (the "MSF") Board authorize the State Historic Preservation Officer to execute a Memorandum of Agreement (the "MOA") between the SHPO, United States Army Corps of Engineers (the "USACE"), and the Bay Mills Indian Community relating to the removal of storage buildings at the Saint Mary's Falls Canal Historic District of the Soo Locks (the "Undertaking"). A draft of the MOA attached to the resolution as Exhibit A (the "Request").

BACKGROUND

The SHPO is authorized by Executive Order 2019-13 (the "EO") to administer the state's historic preservation program and cooperate with federal agencies as needed to carry out its enumerated functions.

The EO transferred SHPO to the MSF. This transfer was effective August 11, 2019, and has the force and effect of law.

The EO provides in pertinent part that "The governor shall appoint and designate a state historic preservation officer to administer the State Historic Preservation Office and Michigan's historic preservation program in compliance with 36 CFR § 61.4, including the employment of a professionally qualified staff." The governor has appointed Ryan Schumaker to serve as the State Historic Preservation Officer.

A core function of the SHPO is consultation with federal agencies under Section 106 of the National Historic Preservation Act, which requires federal agencies to consider the effects of their undertakings on historic properties. When those undertakings result in an Adverse Effect to Historic Properties, an agreement is reached between Consulting Parties for how to mitigate the effects, and a MOA is executed.

The USACE and the SHPO have been working collaboratively on the Undertaking since 2020.

Several Federal agencies are now requiring that the State Historic Preservation Officer be the sole signatory on grants and agreements. This Request will allow the State Historic Preservation Officer to perform his statutory functions in compliance with state and federal law.

RECOMMENDATION

The SHPO recommends that the MSF Board approve the Request.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-016

**AUTHORIZATION OF THE STATE HISTORIC PRESERVATION OFFICER TO SIGN
MEMORANDUM OF AGREEMENT**

WHEREAS, the State Historic Preservation Office (the “SHPO”) was transferred to the Michigan Strategic Fund (the “MSF”) by Executive Order 2019-13;

WHEREAS, the State Historic Preservation Officer (the “SHPOfficer”) leads the SHPO;

WHEREAS, Section 106 of the National Historic Preservation Act, 54 U.S.C. § 306108, requires Federal agencies to take into account the effects of their undertakings on historic properties (the “Section 106 Process”);

WHEREAS, pursuant to 36 C.F.R. § 800.6(b)(1), a Federal agency may develop a memorandum of agreement to govern how to avoid, minimize or mitigate adverse effects on historic properties identified in the Section 106 Process;

WHEREAS, the United States Army Corps of Engineers, Detroit District (the “USACE”) has requested that the SHPOfficer enter into a memorandum of agreement regarding the implementation of USACE’s demolition of the West Wing Building, a contributing structure to the Soo Locks National Historic Landmark and the Soo Locks, and construction of a new storage building at the Storage Yard (the “MOA”) (a draft is attached hereto as Exhibit A) to improve consistency, consultation, and accountability in fulfilling its responsibilities to comply with the Section 106 Process;

WHEREAS, the SHPO and the SHPOfficer desire to enter into the MOA to fulfill their duties in the Section 106 Process; and

WHEREAS, the SHPOfficer is requesting authority to enter into the MOA on behalf of the MSF in substantially the form of Exhibit A with such changes as are considered necessary, after consultation with the AG’s Office, and not materially adverse to the MSF (the “Request”).

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the Request.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024

Exhibit A

Draft Memorandum of Agreement Between The United States Army Corps of Engineers, Detroit District, the Bay Mills Indian Community, the Michigan State Historic Preservation Office and the Michigan Strategic Fund Regarding the Storage Yard at the United States Army Corps of Engineers' St. Marys Falls Canal (Soo Locks), Sault Ste. Marie, Chippewa County, Michigan

(Follows under this cover)



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

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Randy Thelen

MEMORANDUM

Date: January 23, 2024

To: Michigan Strategic Fund Board

From: Ryan Schumaker, State Historic Preservation Officer

Subject: Memorandum Of Agreement between the Federal Highway Administration and the Michigan State Historic Preservation Office Regarding the Southfield Road Improvement Project, in the City of Lathrup Village, Oakland County, Michigan.

REQUEST

The State Historic Preservation Office (the “SHPO”) is requesting that the Michigan Strategic Fund (the “MSF”) Board authorize the State Historic Preservation Officer to execute a Memorandum of Agreement (the “MOA”) between the SHPO, and Federal Highway Administration (the “FHWA”) for changes to the Southfield Road corridor within Lathrup Village (the “Undertaking”). A draft of the MOA is attached to the resolution as Exhibit A (the “Request”).

BACKGROUND

The SHPO is authorized by Executive Order 2019-13 (the “EO”) to administer the state's historic preservation program and cooperate with federal agencies as needed to carry out its enumerated functions.

The EO transferred SHPO to the MSF. This transfer was effective August 11, 2019, and has the force and effect of law.

The EO provides in pertinent part that “The governor shall appoint and designate a state historic preservation officer to administer the State Historic Preservation Office and Michigan's historic preservation program in compliance with 36 CFR § 61.4, including the employment of a professionally qualified staff.” The governor has appointed Ryan Schumaker to serve as the State Historic Preservation Officer.

A core function of the SHPO is consultation with federal agencies under Section 106 of the National Historic Preservation Act, which requires federal agencies to consider the effects of their undertakings on historic properties. When those undertakings result in an adverse effect to historic properties, an agreement is reached between Consulting Parties for how to mitigate the effects, and a MOA is executed.

The Road Commission of Oakland County and SHPO have been working collaboratively on the Undertaking since 2021.

Several Federal agencies are now requiring that the State Historic Preservation Officer be the sole signatory on grants and agreements. The Request will allow the State Historic Preservation Officer to perform his statutory functions in compliance with state and federal law.

RECOMMENDATION

The SHPO recommends that the MSF Board approve the Request.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-017

**AUTHORIZATION OF THE STATE HISTORIC PRESERVATION OFFICER TO SIGN
MEMORANDUM OF AGREEMENT**

WHEREAS, the State Historic Preservation Office (the “SHPO”) was transferred to the Michigan Strategic Fund (the “MSF”) by Executive Order 2019-13;

WHEREAS, the State Historic Preservation Officer (the “SHPOfficer”) leads the SHPO;

WHEREAS, Section 106 of the National Historic Preservation Act, 54 U.S.C. § 306108, requires Federal agencies to take into account the effects of their undertakings on historic properties (the “Section 106 Process”);

WHEREAS, pursuant to 36 C.F.R. § 800.6(b)(1), a Federal agency may develop a memorandum of agreement to govern how to avoid, minimize or mitigate adverse effects on historic properties identified in the Section 106 Process;

WHEREAS, the Federal Highway Administration (the “FHWA”) has requested that the SHPOfficer enter into a memorandum of agreement regarding the implementation of FHWA’s Southfield Road Improvement Project in the City of Lathrup Village, Oakland County, Michigan (the “MOA”) (a draft is attached hereto as Exhibit A) to improve consistency, consultation, and accountability in fulfilling its responsibilities to comply with the Section 106 Process;

WHEREAS, the SHPO and the SHPOfficer desire to enter into the MOA to fulfill their duties in the Section 106 Process; and

WHEREAS, the SHPOfficer is requesting authority to enter into the MOA on behalf of the MSF in substantially the form of Exhibit A with such changes as are considered necessary, after consultation with the AG’s Office, and not materially adverse to the MSF (the “Request”).

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the Request.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024

Exhibit A

**Draft Memorandum of Agreement Between the Federal Highway
Administration and the Michigan State Historic Preservation Officer
Regarding the Southfield Road Improvement Project in the City of Lathrup
Village, Oakland County, Michigan Pursuant to 36 C.F.R. § 800.6(b)(1)**

(Follows under this cover)



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

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Board Relations Liaison
Michigan Strategic Fund Office
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Bradley C. Wieferich, P.E.
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Executive File

January 12, 2024

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Lansing, Michigan

Dear Fund Manager,

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- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

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Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

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Sincerely,

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Randy Thelen

MEMORANDUM

Date: January 23, 2024
To: MSF Board Members
From: Michelle Grinnell, Senior Vice President, Marketing & Communications
Subject: Accessible Traveler Grant Recommendations

REQUEST

The Michigan Economic Development Corporation (“MEDC”) requests the Michigan Strategic Fund (“MSF”) Board to approve the 16 recommended grant awards to Destination Marketing Organizations (“DMO”) requesting a total of \$624,993 in accessible travel grants.

BACKGROUND

On November 10, 2021, the U.S. Department of Commerce’s Economic Development Administration (“EDA”) awarded Travel Michigan a \$10,307,393 EDA State Travel, Tourism, and Outdoor Recreation Grant (the “EDA Grant”) for statewide travel and tourism marketing and advertising efforts which will help the travel industry rebound from the effects of COVID. This federal investment is administered as a reimbursement of funds expended. Therefore, \$10,307,393 in supplemental funding was appropriated to the MSF, which will be reimbursed by EDA as it is expended through the term of the agreement.

On March 22, 2022, the MSF Board ratified actions taken by the MSF Fund Manager to accept the EDA Grant award of \$10,307,393. On July 26, 2022, MEDC requested approval to allocate \$9,307,393 of the EDA Grant to MMGY Global, to supplement statewide Pure Michigan marketing efforts and to support the continued recovery of the tourism industry statewide.

On August 22, 2023, the MSF Board approved (1) eligibility and scoring criteria & evaluation criteria for the Accessible Grants Program, (2) approved members to the Joint Evaluation Program and (3) the release of the remaining \$1 million in (EDA) funds from this EDA grant award of \$10.3 million to address a critical need for the development of fully accessible local DMO websites to meet the needs of the visually impaired and to conduct community accessibility audits. The goal of the accessible traveler grant is to allow Michigan’s DMOs the ability to provide a more accessible experience to all users.

Applicants could apply for up to \$100,000 per project and must provide a 100 percent financial match based on the project’s total cost. Recipients must also provide a communication plan supporting how they will execute their plan and recognize the EDA and MEDC/Travel Michigan as supporting partners.

All proposals were evaluated by a 5-person committee (see below) made up of MEDC staff and outside accessibility specialists.

Ed Timke, PhD, Assistant Professor, Department of Advertising & Public Relations, MSU
 Scott Norris, Manager, Braille and Talking Book Library, Bureau of Services for Blind Persons,
 Michigan Labor and Economic Opportunity (LEO)
 Sue DeVries, Senior Community Development Manager, MEDC
 Brian K Krantz, Managing Director, Business Application Services, MEDC
 Robin Peebles, Publications Specialist, Travel Michigan, MEDC

The committee objectively evaluated all applications, and collaboratively made sound recommendations considering statement of work, the applicant’s communication plan, the applicant’s preferred vender’s ability to handle the proposed work and the applicant’s financial stability as it pertains to its capacity to provide 100 percent of the project’s cost.

Travel Michigan received 16 applications, of which all scored above the threshold required to be eligible for grant funding.

After deliberation, the evaluation committee reached a consensus recommendation to award all the applicants according to the detail below:

Michigan CVB/DMO Grant Applicants	Type of Grant	Grant Request	Committee Recommended
Great Lakes Bay Regional Convention & Visitors Bureau, Inc.	Community Audit	\$100,000	\$100,000
Frankenmuth Convention & Visitors Bureau, Inc.	Community Audit	\$93,500	\$93,500
Kalamazoo County Convention and Visitors Bureau, Inc.	Community Audit	\$57,500	\$57,500
Destination Ann Arbor	Community Audit	\$57,500	\$57,500
Choose Lansing	Community Audit	\$15,000	\$15,000
Travel Marquette	Community Audit	\$2,700	\$2,700
Total		\$326,200	\$326,200

Michigan CVB/DMO Grant Applicants	Type of Grant	Grant Request	Committee Recommended
Experience Grand Rapids	Website Development	\$100,000	\$100,000
West Michigan Tourist Association	Website Development	\$43,126	\$43,126
Livingston County Convention & Visitors Bureau	Website Development	\$31,625	\$31,625

Grand Haven/Spring Lake Area Visitors Bureau, Inc.	Website Development	\$30,000	\$30,000
Ludington Area Convention & Visitors Bureau	Website Development	\$25,000	\$25,000
Flint & Genesee Chamber Foundation	Website Development	\$20,000	\$20,000
Calhoun County Visitors Bureau	Website Development	\$17,000	\$17,000
Cadillac Area Visitors Bureau, Inc.	Website Development	\$16,202	\$16,202
Houghton Lake Area Tourism and Convention Bureau, Inc.	Website Development	\$11,000	\$11,000
Charlevoix Area Convention & Visitors Bureau, Inc.	Website Development	\$4,840	\$4,840
Total		\$298,793	\$298,793

The scoring criteria for the Accessible Traveler Grant Application was:

	Application Scoring Criteria for Accessible Community Audit	Points (maximum)
1	Statement of Proposed Work	50
2	Applicant's Communication Plan	20
3	Itemized Quote from Firm Recognized for Conducting Accessible Audits	20
4	Financial Stability	10
	TOTAL	100

	Application Scoring Criteria for Accessible Website Development	Points (maximum)
1	Statement of Proposed Work	50
2	Applicant's Communication Plan	20
3	Itemized Quote from Firm Recognized for Building Accessible Websites	20
4	Financial Stability	10
	TOTAL	100

Applicant Background / Qualifications

The background review was completed for all applicants on December 12, 2023, in accordance with the MSF Background Review Policy.

RECOMMENDATION

Staff recommends approval of these 16 EDA Grant funds in the amount of \$624,993 for accessible website upgrades and community audits. After the board's approval, MEDC will seek final approval from the EDA to award the funds as outlined.

MICHIGAN STRATEGIC FUND

RESOLUTION

2024-018

ACCESSIBILITY GRANTS PROGRAM

WHEREAS, the Michigan Legislature enacted the Michigan Strategic Fund Act, MCL 125.2001 et. seq., (the “MSF Act”) to authorize the Michigan Strategic Fund (“MSF”) to provide incentives in the form of grants, loans, and other economic assistance for the development and improvement of Michigan’s economy;

WHEREAS, the Michigan Economic Development Corporation (“MEDC”) provides administrative services to the MSF;

WHEREAS, under Section 5 of the MSF Act, MCL 125.2005(2), the purposes, powers and duties of the MSF are vested in and shall be exercised by the MSF Board;

WHEREAS, pursuant to Section 7(c) of the MSF Act, MCL 125.2007(c), the MSF has the power to make grants;

WHEREAS, the federal Economic Development Administration (“EDA”) invited Michigan to apply to the Economic Adjustment Assistance-ARPA State Tourism Grant to support the long-term recovery of the tourism industry in Michigan (the “EDA Funding Opportunity”);

WHEREAS, on September 21, 2021, the Department of Labor and Economic Opportunity submitted an Application for Economic Adjustment Assistance-ARPA State Tourism Grant to the EDA on behalf of the MSF, seeking \$10,307,393 in grant funds (the “Application”);

WHEREAS, the EDA has approved the Application and awarded the MSF \$10,307,393 in federal funding for the EDA Funding Opportunity (the “EDA Grant Award”);

WHEREAS, on March 22, 2022, the MSF Board ratified actions taken by the MSF Fund Manager to accept the EDA Grant Award on behalf of the MSF and authorized the MSF Fund Manager to execute all documents necessary to effectuate the EDA Grant Award;

WHEREAS, on July 26, 2022, the MSF Board allocated \$9,307,393 of the EDA Grant Award to MMGY Global to augment the Pure Michigan marketing efforts and to support the continued recovery of the statewide tourism industry;

WHEREAS, on August 22, 2023, MSF Board allocated the remaining \$1,000,000 of the EDA Grant Award to a grant program to make awards to Michigan destination marketing organizations (“DMOs”) for the purpose of conducting accessibility audits and developing fully

accessible DMO websites to meet the needs of visually impaired individuals (the “Accessibility Grants Program”);

WHEREAS, on August 22, 2023, the MSF Board approved 1) adopted eligibility criteria and scoring and evaluation criteria for the Accessibility Grants Program and 2) appointed a joint evaluation committee (“JEC”) to review applications received in response to the Accessibility Grants Program;

WHEREAS, sixteen (16) applications were submitted by eligible applicants under the Accessibility Grants Program;

WHEREAS, the JEC determined that all sixteen (16) applications earned sufficient scores under the evaluation and scoring criteria for the Accessibility Grants Program to warrant funding;

WHEREAS, the JEC and the MEDC recommend that the MSF Board authorize the following grants under the Accessibility Grants Program in the amounts listed below and for a term of two years:

Entity	Grant Use	Award Amount
Great Lakes Bay Regional Convention & Visitors Bureau, Inc.	Community Audit	\$100,000
Frankenmuth Convention & Visitors Bureau, Inc.	Community Audit	\$93,500
Kalamazoo County Convention and Visitors Bureau, Inc.	Community Audit	\$57,500
Destination Ann Arbor	Community Audit	\$57,500
Choose Lansing	Community Audit	\$15,000
Travel Marquette	Community Audit	\$2,700
Experience Grand Rapids	Website Development	\$100,000
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Flint & Genessee Chamber Foundation	Website Development	\$20,000
Calhoun County Visitors Bureau	Website Development	\$17,000
Cadillac Area Visitors Bureau, Inc.	Website Development	\$16,202
Houghton Lake Area Tourism and Convention Bureau, Inc.	Website Development	\$11,000
Charlevoix Area Convention & Visitors Bureau, Inc.	Website Development	\$4,840

(the aforementioned, collectively, the “Accessibility Grants Program Awards”);

WHEREAS, the MEDC has completed the background checks on each awardee in accordance with the MSF policy; and

WHEREAS, the MSF Board wishes to approve the Accessibility Grants Program Awards.

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the Accessibility Grants Program Awards; and

BE IT FURTHER RESOLVED, that the MSF Board authorizes the MSF Fund Manager

to negotiate the final terms and conditions and execute all final documents necessary to effectuate the Accessibility Grants Program Awards.

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy Warner

Nays: None

Recused: Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

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Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 12, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following item on the Michigan Strategic Fund Board Meeting Agenda on Tuesday, January 23, 2024.

- Business Incubator Program (Gateway Representative) Amendments

The reason for my recusal is that I have a potential conflict of interest with respect to the proposed funding projects for TechTown, which is affiliated with Wayne State University.

Sincerely,



Britany Affolter-Caine
Executive Director
Michigan's University Research Corridor

January 17, 2024

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- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

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Sincerely,

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Randy Thelen

**MICHIGAN STRATEGIC FUND
RESOLUTION**

2024-001

**APPROVAL OF THE JANUARY 23, 2024 CONSENT
AGENDA FOR THE MICHIGAN STRATEGIC FUND
BOARD**

WHEREAS, on November 20, 2013, Michigan Strategic Fund (“MSF”) approved use of consent agendas at MSF Board meetings, pursuant to defined consent agenda guidelines (the “Consent Agenda”);

WHEREAS, on February 25, 2014, the MSF Board approved Guidelines for Preparation and Approval of Consent Agendas for the MSF, which were subsequently amended and restated by the MSF Board on October 24, 2023,

WHEREAS, the Michigan Economic Development Corporation (the “MEDC”) provides administrative services to the MSF and

WHEREAS, pursuant to the recommendation of the MEDC, the MSF Board wishes to approve the Consent Agenda items listed below.

NOW, THEREFORE, BE IT RESOLVED, the MSF approves the Consent Agenda items listed below and identified in the final Consent Agenda for this MSF Board meeting:

Consent Agenda Items:

- a. Approval of December 12, 2023, Meeting Minutes
- b. Dairy Distillery Alliance, LLC: MBDP Reauthorization
- c. 351 W. Western: MCRP Amendment
- d. Bogan Developments, LLC: MCRP Amendment
- e. SAPA Transmission, Inc.: MBDP Amendment
- f. Business Incubator Program: FY24 Gateway Grant Amendments
- g. SSBCI 2.0 Small Business Venture Capital Program: Guidelines Amendment
- h. SHPO MOU: Michigan Office of Administrative Hearings and Rules
- i. SHPO MOA: Kalamazoo/Battle Creek International Airport
- j. SHPO MOA: Jerry Tyler Memorial Airport
- k. SHPO MOA: Saint Mary’s Falls Canal Historic District of the Soo Locks
- l. SHPO MOA: Southfield Road Improvement Project
- m. Travel Marketing: Approval of Accessibility Grant Award Recommendations

Ayes: Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson,
Michael B. Kapp (in lieu of Director Wieferrich), Quentin L. Messer, Jr., Dan
Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Cindy
Warner

Nays:

None

Recused:

Britany L. Affolter-Caine, Randy Thelen

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
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Acting Director

cc: M. Kapp
Executive File

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Randy Thelen



MEMORANDUM

Date: January 23, 2024

To: Michigan Strategic Fund Board

From: Matt Chasnis, Senior Business Development Project Manager
Rachel Donaldson, Director, Global Business Attraction
Rob Garza, Director, Statutory Analysis

Subject: Request for A Michigan Business Development (MDBP). State Essential Services Assessment Exemption, and an Approval of an Act 381 Work Plan USA Fortescue Piquette, LLC (Company) and City of Detroit Brownfield Redevelopment Authority (BRA) 601 Piquette Redevelopment Project

Project Summary & Request

The Company began evaluating sites for the future home of its U.S. Advanced Manufacturing Center, and purchased the property at 530 and 601 Piquette Street in Detroit on October 27, 2023, with the intention of revitalizing the existing facility. There is 280,000 square feet of manufacturing space on the first floor, with another 80,000 square feet of manufacturing space on the upper floors, and 50,000 square feet of office space. The project will include finishing renovations on the first floor, including constructing a lobby and office areas. For floors two to six, the Company will hire an industrial hygiene firm to strip all paint, replace windows, remove wooden floors, and remediate asbestos. This work will prepare the floors for future manufacturing and engineering workspace. The first battery assembly line is anticipated to be installed during the first half of 2025. The production in the facility will initially be focused on customers across North America, with high potential for international sales based on expected economic and technical competitiveness, along with international customer requirements. The project will result in the creation of 560 new jobs and up to an estimated \$210 million of private investment upon full activation of the entire facility. The total investment involves the purchase price of the building at \$20 million, \$84 million in real property improvements, and \$106 million in personal property, the majority of which being machinery and equipment.

In order to secure the project, the Applicant is requesting a \$9,000,000 MDBP performance-based grant, a 15-year 100% State Essential Services Assessment (SESA) valued at \$1,300,950, and state tax capture through a Brownfield Act 381 Work Plan valued at \$2,374,413. A waiver of the SESA guidelines requiring the project to invest more than \$100,000,000 is being requested. The waiver is required because the \$100 million threshold is for 5 years, and while the personal property investment is \$106 million over 7 years, only \$63 million will be invested in the first 5 years. The incentives request will help address the up-front cost disadvantage of locating the project in Michigan when compared to the competing sites outside of Michigan, including North Carolina and South Carolina. The support will help offset the cost of renovating the facility and allow the Company to establish the Advanced Manufacturing Center.

This project aligns with the MEDC's strategic focus area of supporting a business in the target industry of mobility. The project fits within the MEDC's guiding principles of sustainable, long-term growth by

building on the state's work to position itself as the global leader in the future of mobility and vehicle electrification.

PROJECT SUMMARY	
Project Eligibility	Facility
Total Approximate Square Feet Revitalized	410,000
Total Approximate Acres Activated	13.57
Estimated Manufacturing/Office Square Footage	410,000
Current Taxable Value	\$1,555,799
Projected Taxable Value at Completion	\$9,279,886
Total Anticipated Capital Investment	\$210,000,000
Brownfield TIF / MSF Eligible Activities or State Capture Request	\$2,374,413
MBDP Grant Request	\$9,000,000

The Company plans to implement a number of strategic elements to integrate the Advanced Manufacturing Center (AMC) into the surrounding community. The Company plans to develop a comprehensive North American supply base that will provide Michigan suppliers with the opportunity to grow across multiple green energy industries. The Company plans to focus their assembly staff, support staff, and professional hiring with workers from the City of Detroit and surrounding communities. As a fully invested and committed Detroit partner, the AMC will work with local organizations to train, support, and employ a world-class workforce. Lastly, the products being produced in the facility will initially be focused on customers across North America, with high potential for international sales. As sales grow, additional production facilities may be necessary in the region and would create new synergies with the AMC serving as the Company's North American center of expertise.

Act 381 of 1996 (the "Act"), as amended, authorizes the MSF to approve Work Plans that include the capture of the School Operating Millage and State Education Tax millages for the purpose of supporting projects statewide. On March 23, 2021, the MSF Board approved the Brownfield Tax Increment Financing MSF Program Guidelines ("Guidelines"). As required under the Act, all statutory criteria for the project have been considered when making the recommendations in this memo. The project meets the Brownfield TIF Guidelines and programmatic requirements, and a financial review has been completed. An MSF Eligible Activities and Tax Capture Summary are included in Appendix C.

Demonstrated Needs

As part of the Company's site selection process, 99 sites across 12 states were reviewed. Factors being considered included labor cost and availability, cost of doing business, and speed to come to market. In addition to competing with better corporate income tax rates and better business climates, many of the sites being considered didn't need the extensive remediation that will be required by the site in Detroit. Lastly, the Company received competitive offers from a number of other states, including North Carolina and South Carolina.

Local Support

Local support consists of the local portion of the Brownfield TIF, valued at \$4,246,411 and an Industrial Facilities Tax abatement ("PA 198") valued at \$7,684,208.

Applicant Background / Qualifications

The Company's ultimate parent was founded in 2003 as an iron ore mining company in Western Australia. The Company is a manufacturer, developer, and operator of zero emission resources to produce renewable energy at a scale equal to oil and gas producers. The Company operates in over 25 countries and is traded on the Australian Securities Exchange. Since beginning its operations, the Company has been at the forefront of innovation in the mining industry, and in 2020, recognized the need to eliminate emissions from heavy industry. This target led the company to expanding into the green technology and energy industry, and the beginning of project development in the United States. Through renewable energy projects and mining technology developments, the company is rapidly diversifying its business to become an integrated, global green energy and metals company.

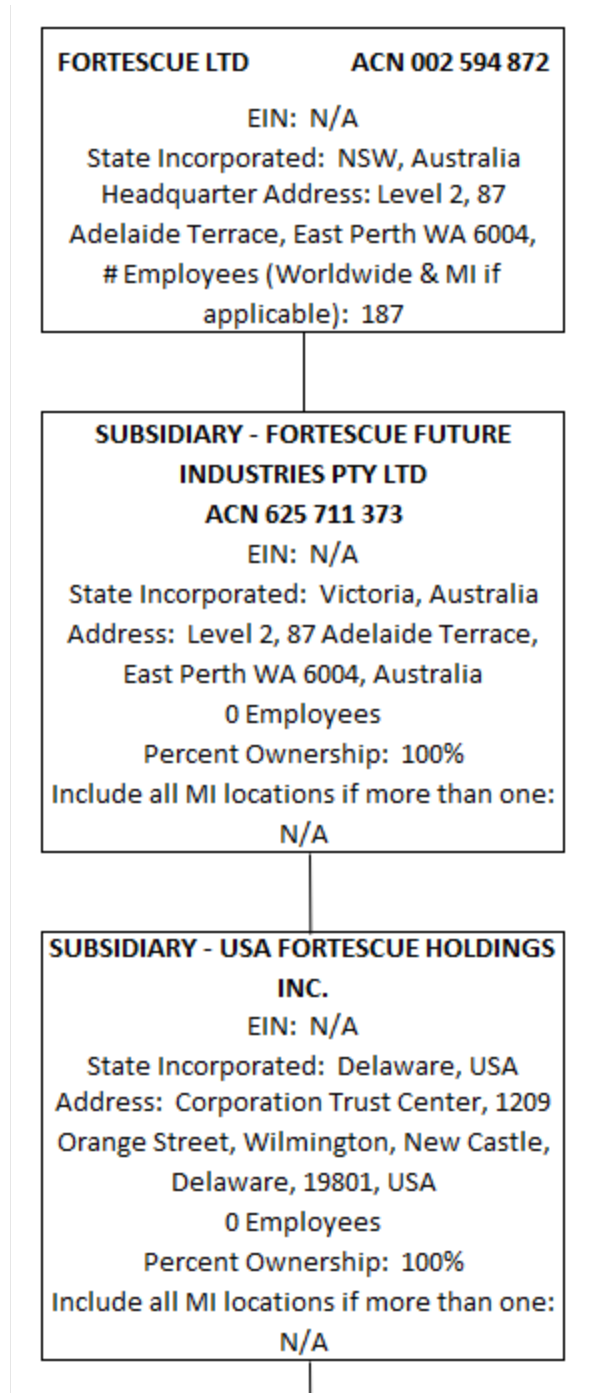
An Organizational Chart for USA Fortescue Piquette, LLC is provided in Appendix A. The background review process was completed in accordance with the MSF Background Review Policy on December 12, 2023.

Recommendation

MEDC staff recommends approval of the following (the "Recommendation"):

- a) State tax capture for Act 381 eligible activities capped at \$2,374,413, utilizing the current state to local capture ratio.
- b) An MBDP performance-based Grant in the amount of up to \$9,000,000 for USA Fortescue Piquette, LLC (the Company).
- c) A State Essential Services Assessment Exemption (15 Years/100%) with an estimated value of \$1,300,950.
- d) A waiver of the SESA guidelines requiring the project to invest more than \$100,000,000.

APPENDIX A – Organizational Chart



**SUBSIDIARY - USA FORTESCUE
MANUFACTURING HOLDINGS LLC**
EIN: N/A
State Incorporated: Delaware, USA
Address: Corporation Trust Center, 1209
Orange Street, Wilmington, New Castle,
Delaware, 19801, USA
0 Employees
Percent Ownership: 100%
Include all MI locations if more than one:
N/A

**SUBSIDIARY - USA FORTESCUE FACILITIES
LLC**
EIN: N/A
State Incorporated: Delaware, USA
Address: Corporation Trust Center, 1209
Orange Street, Wilmington, New Castle,
Delaware, 19801, USA
0 Employees
Percent Ownership: 100%
Include all MI locations if more than one:
N/A

**SUBSIDIARY - USA FORTESCUE PIQUETTE
LLC**
EIN: N/A
State Incorporated: Delaware, USA
Address: Corporation Trust Center, 1209
Orange Street, Wilmington, New Castle,
Delaware, 19801, USA
0 Employees
Percent Ownership: 100%
Include all MI locations if more than one:
40600 Ann Arbor Rd. E, STE. #201,
Plymouth, Michigan, 48170, USA

APPENDIX B – Project Map and Renderings





APPENDIX C – MSF Eligible Activities Summary

In order to alleviate brownfield conditions and prepare the site for redevelopment, the City of Detroit, a Qualified Local Governmental Unit, has duly approved a brownfield plan for this property on October 10, 2023. The property has been determined to be a facility as verified by the Michigan Department of Environment, Great Lakes, and Energy (EGLE) on November 29, 2023.

There are 64.2532 non-homestead mills available for capture, with State mills from school operating and SET millages equaling 23.0430 mills (35.86%) and local millage equaling 41.2102 mills (64.14%). Tax increment capture will begin in 2024 and is estimated to continue for 30 years. The state tax capture is recommended to be capped at \$2,374,413, which is the amount of tax increment revenue anticipated to be generated in 30 years. Total MSF eligible activities are estimated at \$6,620,824. MSF eligible activities breaks down as follows:

Tax Capture Summary:

State tax capture	(35.86%)	\$	2,374,413
Local tax capture	(64.14%)	\$	4,246,411
TOTAL		\$	6,620,824

Cost of MSF Eligible Activities

Demolition		\$	1,154,821
Lead and Asbestos Abatement			2,810,000
Infrastructure Improvements			89,701
Sub-Total		\$	4,054,522
Contingency (15%)		+	608,178
Sub-Total		\$	4,662,700
Interest (5%)		+	1,928,124

Sub-Total	\$	6,590,824
Brownfield/Work Plan Preparation	+	15,000
Brownfield/Work Plan Implementation	+	15,000
TOTAL	\$	6,620,824

In addition, the project is requesting \$5,247,422 in TIF from EGLE to assist with environmental eligible activities.

Key Statutory Criteria

Per section 15 of Act 381, the Michigan Strategic Fund shall consider the following criteria to the extent reasonably applicable to the type of activities proposed as part of that work plan when approving or denying a work plan:

a) Overall Benefit to the Public:

The proposed redevelopment will bring an international company to the City of Detroit, fostering economic growth and the creation of high paying manufacturing and engineering jobs. The project also will include significant private investment and reactivate an existing contaminated Brownfield site.

b) Jobs Created (Excluding Construction and other Indirect Jobs):

This project is expected to create approximately 560 new, full-time equivalent jobs in engineering and manufacturing with an average hourly wage of \$22.

c) Area of High Unemployment:

The City of Detroit seasonally unadjusted jobless rate was 7.9% in September 2023.

d) Level and Extent of Contamination Alleviated:

The subject property will be prepared to make it suitable for development and appropriate EGLE specific activities will be performed to prevent exposure to materials hazardous to human health, safety, and the environment.

e) Reuse of Functionally Obsolete Buildings and/or Redevelopment of Blighted Property:

The project is not qualifying as functionally obsolete or blighted.

f) Whether Project will Create a New Brownfield Property in the State:

No new Brownfields will be created by this project.

g) Whether the Project is Financially and Economically Sound:

From the materials received, the MEDC infers that the project is financially and economically sound.

h) Other Factors Considered:

No additional factors need to be considered for this project.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-019

**APPROVAL OF A BROWNFIELD ACT 381 WORK PLAN
CITY OF DETROIT BROWNFIELD REDEVELOPMENT AUTHORITY
601 PIQUETTE REDEVELOPMENT PROJECT**

WHEREAS, the Michigan Economic Growth Authority (“MEGA”) has been established by 1995 PA 24, as amended (the “Act”);

WHEREAS, 2002 PA 727 amended 1996 PA 381, MCL 125.2651 et seq, to empower local brownfield redevelopment authorities to request the MEGA Board to approve a brownfield project work plan and, thereby, capture taxes levied for school operating purposes for the project;

WHEREAS, Executive Order 2012-9 transferred all the authority, powers, duties, functions, responsibilities, records, personnel, property, unexpended balances of appropriations, allocations or other funds of the MEGA to the Michigan Strategic Fund (“MSF”);

WHEREAS, captured school operating tax revenues may be used under 1996 PA 381 as amended, for infrastructure improvements that directly benefit eligible property, for lead, asbestos, or mold abatement, and for demolition and site preparation that are not response activities under the Natural Resources and Environmental Protection Act, 1994 PA 451;

WHEREAS, the City of Detroit Brownfield Redevelopment Authority (the “Authority”) has submitted a work plan (the “Brownfield Work Plan”) dated November 29, 2023, for property located at 601 and 530 Piquette Street within the City of Detroit, known as 601 Piquette Redevelopment Project (the “Project”);

WHEREAS, the City of Detroit is a “qualified local governmental unit” and is eligible to provide for a) demolition; b) lead, asbestos, or mold abatement; c) public infrastructure improvements; d) site preparation; e) brownfield and work plan preparation; f) brownfield and work plan implementation and g) interest as provided under 2007 PA 204; and

WHEREAS, the Authority is requesting MSF approval to capture additional taxes levied for school operating purposes to provide for the reimbursement of the cost of eligible activities on an eligible property; and

WHEREAS, the Michigan Economic Development Corporation (“MEDC”) provides administrative services to the MSF, and has reviewed the application and recommends approval of the Brownfield Work Plan by the MSF Board.

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the Brownfield Work Plan and authorizes the Authority to capture taxes levied for school operating purposes in substantially the same proportion as 35.86% to 64.14% ratio currently existing between school and local taxes for non-homestead properties, to reimburse the cost of demolition, lead and asbestos abatement and infrastructure improvements as presented in the Brownfield Work Plan. Any change in millage that increases the capture percentage of school taxes in the ratio above by more than 5 percentage points must be approved by the MSF Board. The authorization is based on the Authority capturing all available local operating mills for the term of the capture period. The authorization

for the capture of taxes levied for school operating purposes is based on costs of MSF eligible activities with a maximum of \$4,662,700 for the principal activity costs of non-environmental activities and a contingency, a maximum of \$1,928,124 in interest, a maximum of \$15,000 for brownfield and work plan preparation, and a maximum of \$15,000 for brownfield and work plan implementation, and with the total capture of state school taxes capped at a maximum of \$2,374,413.

BE IT FURTHER RESOLVED, that the MSF Board authorizes the MSF Fund Manager, to provide written notification to the Authority, in the form of a letter which incorporates the terms set forth in this Resolution and consistent with the limitations of the Act, and that this approval is further conditioned upon the Authority, or the City, as appropriate, maintaining adequate records regarding: a) all taxes captured for the project; and b) receipts or other appropriate documentation of the cost of eligible activities. The records shall be made available for review upon request by MSF or MEDC staff.

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-020

**APPROVAL OF A MICHIGAN BUSINESS DEVELOPMENT PROGRAM GRANT TO
USA FORTESCUE PIQUETTE, LLC**

WHEREAS, the Michigan legislature passed legislation establishing the 21st Century Jobs Trust Fund initiative that was signed into law;

WHEREAS, the Michigan Economic Development Corporation (the “MEDC”) provides administrative services to the Michigan Strategic Fund (the “MSF”) for 21st Century Jobs Trust Fund programs;

WHEREAS, pursuant to MCL 125.2088r, the MSF shall create and operate the Michigan Business Development Program (the “MBDP”) to provide grants, loans and other economic assistance to qualified businesses that make qualified investments or provide qualified new jobs in Michigan;

WHEREAS, on December 21, 2011, by Resolution 2011-184, the MSF Board (i) created the MBDP, and (ii) adopted the guidelines for the MBDP, as later amended on December 8, 2020 by Resolution 2020-146 (the “Guidelines”);

WHEREAS, pursuant to SFCR 125.2088r-1 (the “Delegation”), the MSF Board approved the MSF Fund Manager or the MSF President to negotiate the terms and conditions and execute all final documents necessary to effectuate awards and decisions approved under the MBDP in accordance with the Guidelines (the “Transaction Documents”);

WHEREAS, the MSF Act, MCL 125.2001 et seq. and the Delegation require that MBDP awards over \$1 million must be approved by the MSF Board;

WHEREAS, USA Fortescue Piquette, LLC (the “Company”) has requested a performance based MBDP grant of up to \$9,000,000 (the “Request”), along with other general terms and conditions which are outlined in the term sheet attached (the “Term Sheet”), to establish the Company’s North American Renewable Energy Center of Expertise (the “Project”);

WHEREAS, pursuant to the Guidelines, the Company is a Qualified Business and the Project is eligible as an Innovation MBDP because the Company committed to the creation of at least 25 Qualified New Jobs and the project falls within Other Electrical Equipment and Components, an innovation industry;

WHEREAS, the MEDC has completed the background check in accordance with the MSF policy, and the Project may proceed for MSF consideration; and

WHEREAS, the MEDC recommends that the MSF Board approve the Request in accordance with the Term Sheet, subject to: (i) available funding; (ii) final due diligence performed to the satisfaction of the MEDC; and (iii) execution of the Transaction Documents, within 120 days of the date of this Resolution (“Time Period”), or this Resolution shall have no effect; provided however, at the sole discretion of the MSF Fund Manager, the Time Period may be extended for up to an additional 60 days (collectively, the “MBDP Award Recommendation”).

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the MBDP Award Recommendation.

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
January 23, 2024

Michigan Business Development Program (“MBDP”) Grant Term Sheet

This term sheet (the “Term Sheet”) sets forth key terms of a potential grant by the Michigan Strategic Fund (the “MSF”) in favor of USA Fortescue Piquette, LLC (the “Company”). The proposed terms and conditions herein will not be construed as binding upon either party until the mutual execution of a written grant agreement. Any obligations that may be deemed to arise under this Term Sheet are contingent on the approval of the MSF Board.

PROJECT SUMMARY

Scope of the Project: The Company intends to establish an Advanced Manufacturing Center in the City of Detroit, Wayne County (the “Project Site”). The Company expects to ramp up over the course of the next eight (8) years resulting in an expected creation of at least 560 new jobs at the Project Site and a projected investment of \$210,000,000 by December 31, 2030 at the Project Site (collectively, the “Project”).

Award Amount: A maximum grant of \$9,000,000 (the “Award”), all or a portion of which is also referred to as the “Grant”).

Term of the Agreement: Effective Date of the Grant Agreement through April 30, 2031 (the “Term”).

Overall Jobs Commitment: Creation of a minimum of 420 Qualified New Jobs (the “Overall Jobs Minimum”) at the Project Site, above a Statewide Base of 3 employees (the “Overall Base”), on January 31, 2031 the “Jobs Performance Deadline”) (collectively, the “Overall Jobs Commitment”).

- A “Qualified New Job” or “QNJ” is defined as a new, full-time job created by the Company for the Project at the Project Site on or after October 13, 2023 (Date of Signed Offer Letter), and maintained continuously for the previous six (6) months, and performed for the Company by an individual who is either (i) a resident of the State of Michigan whose Michigan income taxes are withheld by the Company, or by an employee leasing company or professional employer organization on behalf of the qualified business; or (ii) a nonresident of the State of Michigan who is employed by the Company at the Project Site, provided that the Company certifies in writing at the time of the MSF disbursement that not less than 75 percent of the employees of that Company are residents of Michigan. In both cases, the QNJs must be in excess of the Overall Base.

GRANT DISBURSEMENTS

Grant funds will be disbursed for Eligible Expenses (defined below) and in accordance with the requirements set forth below. Requests for reimbursement will be verified by the MEDC Compliance Unit of the Legal and Compliance division of the MEDC prior to release of any funds.

“Eligible Expenses” means the actual expenditure by the Company on or after October 13, 2023, (Date of Signed Offer Letter) for the Project, at the Project Site, in Hard Costs for construction related to the Project, and infrastructure, machinery, equipment, tooling, computers, furniture, fixtures, lease payments, costs related to talent recruitment and job training including, but not limited to, employee recruitment expenses, development of customized training development plans, instructor and training materials costs. Certain costs, to be more particularly described in the grant agreement, such as administrative costs, debt payments, meals and entertainment expense and on-the-job training, are not eligible for reimbursement.

The Company may request disbursements on a reimbursement basis for 50 percent of Eligible Expenses, related to the Project and paid by the Company. The Company shall submit one or more reimbursement requests, at its discretion, but no more frequently than quarterly, no later than October 31, 2030, together with a certification of the Company's compliance with the grant agreement.

In the event that all Grant funds have been disbursed and the Overall Jobs Commitment and Overall Investment Commitment have been achieved, the MSF Fund Manager may, at its discretion, terminate the Agreement ahead of the Term.

CLAWBACK PROVISIONS AND REPAYMENT EVENTS

The Company may be required to repay all or a portion of the Grant disbursements made under the Award upon the occurrence of one or more of the following events (each resulting in a "Repayment Amount"), and repayment is subject to the highest applicable Repayment Amount if one or more of the same circumstances give rise to such events.

- **Failure to Meet Overall Jobs Commitment:** The Company's failure to satisfy the Overall Jobs Commitment on the Jobs Performance Deadline will result in Company's obligation to repay to the MSF a proportionate amount of the Grant funds received by Company.
- **Default of Project Contracts:** The fully executed written agreement will include repayment and remedy language for events of default in other contracts with the MSF, MEDC, or State of Michigan arising out of the Project.
- **Failure to Submit Commitment Documentation:** If the Company fails to submit, when due, required documentation described in the Agreement to verify achievement of the Overall Jobs Commitment, it will be required to repay all of the Grant funds received by the Company.
- **Mass Relocation:** If the Company transfers to another State more than 50% of the total number of jobs at the Project on or before the end of the Term, it will be required to repay all or a portion of Grant disbursements made under the Award.
- **Project Abandonment:** If the Company abandons Eligible Expense activities or production at the Project at one or more of the Project Sites for a period of one hundred twenty (120) consecutive days after the Award is disbursed and on or before the end of the Term it will be required to repay the amount of Grant disbursements made under the Award.
- **Company Bankruptcy or Insolvency:** If the Company files for bankruptcy or otherwise becomes insolvent on or before the end of the Term, with any such proceedings against the Company not being set aside within sixty (60) calendar days from the date of institution thereof and results in the material reduction to the Company's operations at the Project, it will be required to repay 100% of Grant disbursements made under the Award. The MSF would be entitled to foreclose on any security interest and, in the case of bankruptcy, submit a proof of claim in any such bankruptcy proceedings and seek recovery of the Award.
- **Material Misrepresentation:** If the Company makes any material misrepresentation under the grant agreement, any required submissions thereunder, or any reimbursement request to the MSF on or before the end of the Term, it will be required to repay 100% of grant disbursements made under the Award.
- **Misuse of Funds:** If the Company uses the Award for a prohibited purpose during the Term it will be required to repay 100% of grant disbursements made under the Award.

ADDITIONAL STATE REQUIRED TERMS

- **Annual Progress Report:** During the Term, the Company will be required to submit annual progress reports, which shall include the total number of Qualified New Jobs created at the Project, the average annual salary of both the Base Jobs and the new Qualified New Jobs, and the total investment into the Project. This information will be transmitted to the Legislature as required under Section 9 of the MSF Act, MCL 125.2009.
- **Access to Records & Audit Rights:** During the Term and for a period of three years after the Term, and upon reasonable advance notice, the Company is required to permit the MSF, MEDC, the Office of the Auditor General, the Department of Technology, Management and Budget, and the MSF Chief Compliance Officer to visit the Company, and any other location where books and records of the Company are normally kept, to inspect the books and records, including financial records and all other information and data relevant to the terms of the grant, all at times and locations mutually agreed upon by the parties.
- **Other Provisions:** The grant agreement will include standard representations, covenants, and other provisions required by the MSF, including without limitation, indemnification, non-discrimination and unfair labor practices, termination of funding, any other requirements of the Business Development Program Guidelines, as approved by the MSF, and any requirements of the Michigan Strategic Fund Act.



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-021

**APPROVAL OF A STATE ESSENTIAL SERVICES ASSESSMENT EXEMPTION TO
USA FORTESCUE PIQUETTE, LLC**

WHEREAS, the Michigan Legislature passed legislation, 2014 PA 80, to revise the personal property tax system so as to allow individuals, small businesses, and large businesses to thrive and create jobs in the State of Michigan, but which needed to be approved by the qualified electors of the State of Michigan;

WHEREAS, on August 5, 2014, the qualified electors of the State of Michigan approved the legislation to revise the personal property tax system. The approval enacted 2014 PA 92 and 2014 PA 93, the State Essential Services Assessment Act (the “SESA”) and the Alternative State Essential Services Assessment Act (the “Alternative SESA”);

WHEREAS, the SESA and the Alternative SESA authorized the creation and operation of the SESA Exemption and the Alternative SESA Exemption Program by the Michigan Strategic Fund (the “MSF”) pursuant to MCL 211.1059;

WHEREAS, on October 28, 2014, by Resolution 2014-176, the MSF Board approved (i) the SESA Exemption (the “SESA Program”) and Alternative SESA Exemption Program (the “Alt SESA Program”) (“collectively, the “SESA Exemption Program”) and (ii) program guidelines for the SESA Exemption Program (the “Program Guidelines”);

WHEREAS, on October 28, 2014, by Resolution 2014-177, the MSF Board approved the MSF Fund Manager or the MSF President to negotiate the terms and conditions and execute all final documents necessary to effectuate awards and decisions approved under the SESA Exemption Program;

WHEREAS, the Michigan Economic Development Corporation (the “MEDC”) provides administrative services to the MSF for the SESA Exemption Program;

WHEREAS, USA Fortescue Piquette, LLC (the “Company”) is an Eligible Claimant, as defined in MCL 211.1053(d), which will claim an exemption for Eligible Personal Property, as defined in MCL 211.1053(e);

WHEREAS, the Program Guidelines require that qualifying investments be greater than \$100 million in order to qualify for the SESA Program of up to 15 years (the “Investment Requirement”);

WHEREAS, the Company is requesting a waiver to the Investment Requirement (the “Investment Requirement Waiver”);

WHEREAS, the Company has requested that the MSF Board approve a fifteen-year SESA exemption estimated to be worth \$1,300,950 for up to \$63,000,000 in qualifying investment in Eligible Personal Property, as defined in the Program Guidelines, in Battle Creek, Calhoun County (“SESA Exemption Recommendation”);

WHEREAS, the MEDC recommends the MSF Board approve the SESA Exemption Recommendation, the Investment Requirement Waiver, and require a one-time administrative fee in the

amount of \$10,000 payable to the MSF upon completion of the first performance milestone (collectively, the “Request”);

NOW, THEREFORE, BE IT RESOLVED, that the MSF Board approves the Request.

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
January 23, 2024



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

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Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File



MEMORANDUM

Date: January 23, 2024
To: Michigan Strategic Fund (“MSF”) Board Members
From: Sam Sedlecky, Senior Business Development Manager
Erik Wilford, Strategic Project Advisor
Subject: Grant Request
Michigan Business Development Program (“MBDP”)
B & L Systems LLC dba Fifth Wheel Freight (“Company” or “Applicant”)

Request Summary

- This is a request from the Applicant for a \$2,000,000 MBDP Grant, as outlined in the attached Term Sheet (“MBDP Request”).
- This project involves the creation of up to 352 Qualified New Jobs and a capital investment of at least \$1,500,000 with a potential of up to \$40,000,000 in Michigan. Additional investment will be made upon location decision.

Applicant History

The Company, originally founded in 2012 in Lansing, MI is a third-party logistics and transportation provider (3PL) that offers full-service logistics solutions to its clientele. As a 3PL, the Company has the unique ability to offer less than truckload (LTL) and full truckload (TL) shipping, intermodal, drayage, domestic and international ground/air freight services. Today, the Company is headquartered in the City of Kentwood, Kent County and employs approximately 157 full-time employees.

A background check has been completed in accordance with the MSF Background Review Policy, and the project may proceed for MSF consideration.

Project Description

The Company is currently considering opportunities for its future growth. Among the company’s options moving forward are plans to open new “satellite” offices in various locations throughout the Midwest and South and/or the potential to create a new flagship headquarters location in West Michigan. The Company’s current location offers a limited opportunity for additional growth and due diligence began in 2022 for a potential location.

The Company anticipates that over the first three years of its plan, it would create up to 352 new full-time positions, but the company’s long-term vision incorporating a flagship “HQ” and consolidated site could eventually house more than 1,000 FTEs. The planned positions would include logistics consultants with opportunities for growth within the organization as well as operational and leadership roles to support its business. The Company takes pride in building skillsets that establish the foundation for long-term success and career growth. The Company team members receive competitive pay, insurance options, 401(k) with company match, work flexibility, and more. The vast majority of the Company’s employees are logistics brokers who earn a base salary of \$40,000 and can increase their income by earning commissions, with an average estimated wage of about \$36/hr. including base pay and commissions.

At this point of its real estate search, the Company has not identified a final location for this potential project but continues to review opportunities and undergo studies on existing availabilities and new construction alternatives. This could include traditional office spaces as well as unique renovation and repurposes of

industrial and/or retail sites. Total investments for this project – particularly real property investments – are still being determined.

The Company is considering Michigan for the project and anticipates the project will result in capital investment of at least \$1,500,000 with a potential of up to \$40,000,000. The project will also result in the creation of up to 352 new jobs paying an average wage of \$1,440 per week plus benefits.

Demonstrated Need

The ‘satellite’ approach is alternatively being considered by FWF. This would include opening a group of offices in different regions/communities. These offices would intend to commence operations at 25-50 FTE’s, and ultimately cap near FWF’s current headcount. It’s believed that targeting different geographies will offer access to alternative clientele, diverse workforce and continue to build on the brand name of FWF in those markets. This also creates opportunities to identify smaller, Plug-n-Play’ spaces for sublet, that would allow for shorter time commitments for ‘trial-period’ in new markets. These spaces are likely to reduce initial investment costs and more immediate project launches. Locations currently being considered for these opportunities include Indianapolis and South Bend, Indiana, Dayton and Columbus, Ohio and Pittsburgh, Pennsylvania. Additionally, the Detroit Metropolitan area is also under review for such an opportunity.

At this point of its real estate search, the Company has not identified a final office location for the full growth of its potential project but continues to review opportunities and undergo studies on existing availabilities and new construction alternatives. This could include traditional office spaces as well as unique renovation and repurposes of industrial and/or retail sites. Total investment of this project is currently to be determined. The current office space will allow for short-term growth, but a larger solution is yet to be determined.

Request

In order to secure the project, the Applicant is requesting a \$2,000,000 MBDP performance-based grant. The MBDP request will help address the cost disadvantage of locating the project in Michigan when compared to the competing sites outside of Michigan. The MBDP funds will help offset the cost of constructing a new facility allowing the Company establish its manufacturing facility and become a strong employer in the region.

Incentive support will help drive a decision forward. The Company is considering satellite offices in Indianapolis, South Bend, Dayton, Columbus, Atlanta, Charlotte and Metro Detroit. Incentive support would encourage the Company to consider a large headquarters which would firmly establish its presence in Michigan. The project aligns with the strategic focus area of attract, retain and support businesses in the regional impact industry of logistics.

Recommendation

MEDC Staff recommends approval of the MBDP Request, as outlined in the attached resolution.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-022

**APPROVAL OF A MICHIGAN BUSINESS DEVELOPMENT PROGRAM GRANT TO
B & L SYSTEMS LLC dba FIFTH WHEEL FREIGHT**

WHEREAS, the Michigan legislature passed legislation establishing the 21st Century Jobs Trust Fund initiative that was signed into law;

WHEREAS, the Michigan Economic Development Corporation (the “MEDC”) provides administrative services to the Michigan Strategic Fund (the “MSF”) for 21st Century Jobs Trust Fund programs;

WHEREAS, pursuant to MCL 125.2088r, the MSF shall create and operate the Michigan Business Development Program (the “MBDP”) to provide grants, loans and other economic assistance to qualified businesses that make qualified investments or provide qualified new jobs in Michigan;

WHEREAS, on December 21, 2011, by Resolution 2011-184, the MSF Board (i) created the MBDP, and (ii) adopted the guidelines for the MBDP, as later amended on December 8, 2020 by Resolution 2020-146 (the “Guidelines”);

WHEREAS, pursuant to SFCR 125.2088r-1 (the “Delegation”), the MSF Board approved the MSF Fund Manager or the MSF President to negotiate the terms and conditions and execute all final documents necessary to effectuate awards and decisions approved under the MBDP in accordance with the Guidelines (the “Transaction Documents”);

WHEREAS, the MSF Act, MCL 125.2001 et seq. and the Delegation require that MBDP awards over \$1 million must be approved by the MSF Board;

WHEREAS, B & L Systems LLC dba Fifth Wheel Freight (the “Company”) has requested a performance based MBDP grant of up to \$2,000,000 (the “Request”), along with other general terms and conditions which are outlined in the term sheet attached (the “Term Sheet”) to establish a flagship headquarters facility in Michigan (the “Project”);

WHEREAS, pursuant to the Guidelines, the Company is a Qualified Business and the Project is eligible as an Standard MBDP because the Company committed to the creation of at least 50 Qualified New Jobs;

WHEREAS, the MEDC has completed the background check in accordance with the MSF policy, and the Project may proceed for MSF consideration; and

WHEREAS, the MEDC recommends that the MSF Board approve the Request in accordance with the Term Sheet, subject to: (i) available funding; (ii) final due diligence performed to the satisfaction of the MEDC; and (iii) execution of the Transaction Documents, within 120 days of the date of this Resolution (“Time Period”), or this Resolution shall have no effect; provided however, at the sole discretion of the MSF Fund Manager, the Time Period may be extended for up to an additional 60 days (collectively, the “MBDP Award Recommendation”).

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the MBDP Award Recommendation.

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks,
Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin
L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier,
Cindy Warner

Nays: None

Recused: Randy Thelen

Lansing, Michigan
January 23, 2024



EXHIBIT A
MICHIGAN BUSINESS DEVELOPMENT PROGRAM
Performance Based Incentive - Term Sheet - Summary

The following is a summary of the highlights of the project and basic terms for which the Company desires grant support from the Michigan Strategic Fund (“MSF”) under the Michigan Business Development Program (“MBDP”).

Date: December 15, 2023

Company Name:	B & L Systems LLC dba Fifth Wheel Freight and/or its affiliates and subsidiaries.
Project Location:	4460 44 th Street, Suite D Kentwood, Michigan 49512 An additional location to be determined
MBDP Incentive Type:	Performance Based Grant
Maximum Amount of MBDP Incentive:	Up to \$2,000,000
Base Employment Level:	At least 157, at the time of first disbursement of funds and thereafter
Maximum Number of Qualified New Jobs (“QNJ”):	Up to 352 Full-Time Jobs in Michigan
Municipality Supporting Project:	The Right Place has agreed to provide staff, financial or economic assistance in support of the project.
Start Date for Measurement of Creation of Qualified New Jobs:	August 16, 2023 (Date of offer acceptance)
Term of the Agreement:	March 31, 2027
Milestone Based Incentive:	Disbursements will be made over a 3 year period and each are contingent upon compliance with the Agreement and performance based on job creation, as follows: \$5,681 per QNJ for the creation of a minimum of 75 jobs up to a maximum of 125 jobs. \$5,681 per QNJ for the creation of a minimum of 170 jobs up to a maximum of 250 jobs. \$5,681 per QNJ for the creation of a minimum of 290 jobs up to a maximum of 352 jobs.

The detailed numbers, and statutorily required repayment and reporting provisions, will be reflected in the subsequent transaction documents.



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File

January 17, 2024

MSF Fund Manager
MEDC
300 N. Washington Square
Lansing, Michigan

Dear Fund Manager,

This is to advise that I am recusing myself from voting and excuse myself during the discussion of the following items on the Michigan Strategic Fund Board Meeting Agenda on January 23, 2024.

- Business Incubator Program: FY24 Gateway Grant Amendments
- B&L Systems LLC

The reason for my recusal is I have a potential conflict with these items due to a potential MSF grant to RPI related to this project.

Sincerely,

A handwritten signature in black ink, appearing to read "Randy Thelen". The signature is written in a cursive, flowing style.

Randy Thelen



MEMORANDUM

Date: January 23, 2024
To: Michigan Strategic Fund (“MSF”) Board Members
From: Vlatko Tomic-Bobas, MEDC Representative
Dan Neebes, Business Development Project Manager
Subject: Grant Request
Michigan Business Development Program (“MBDP”)
EcoG, Inc. (“Company” or “Applicant”)

Request Summary

- This is a request from the Applicant for a \$1,500,000 MBDP Grant, as outlined in the attached Term Sheet (“MBDP Request”).
- This project involves the creation of up to 45 Qualified New Jobs and a capital investment of up to \$14,400,000 in the City of Detroit, Wayne County.

Applicant History

The Company’s parent, EcoG GmbH, established operations in July of 2017 in Munich, Germany and is a provider of electric vehicle direct current charging technology. This technology is a catalyst to manufacturers for a fast launch of EV DC charging products. Eco GmbH has partnered with more than 30 car manufacturing partners, including the big three automotive companies based in Michigan. EcoG charging stations represent a 15% market share in the European Union as of the end of 2022. As such, the parent company wishes to establish a U.S. Headquarters in Corktown, Detroit to enable expansion of its business into the American market. There are currently no employees based in Michigan, but the parent company has 42 employees in Germany.

The background review process was completed in accordance with the MSF Background Review Policy on December 18, 2023, and the project may proceed for MSF consideration.

Project Description

The Project will establish a North American forward operating base for the Company, enabling a local set up, with local employees and local customers. The project site is to be located at the historic Book Depository Building in the Corktown neighborhood of Detroit. This location, a leased space adjacent to the newly renovated Michigan Central Station, will enable the company to be at the center of the mobility ecosystem. The Project is part of a strategy that expands the EV fast-charging capability to North America and serves to promote Detroit as the hub of this innovative technology. The project will create 45 jobs over five years, with positions in sales and marketing, research and development, as well as administrative. The wages for the project are very attractive, with the average being \$69.43 per hour year over the life of the project.

The Company is considering Detroit for the project and anticipates the project will result in capital investment of up to \$14,400,000. The project will also result in the creation of up to 45 new jobs paying an average wage of \$2,777 per week plus benefits.

Demonstrated Need

The Company is also considering facilities in Georgia and Ohio. The Company has an existing customer base in Georgia and noted a favorable network of OEMs and suppliers. Ohio has a strong EV battery production capacity and has shown strong funding support for business attraction. For these reasons, the other locations are considered viable options for the project. The Company is attracted to locating this facility in Michigan due to the synergy and ease of collaboration it would create with the mobility innovation ecosystem in Corktown. Incentive assistance is necessary to ensure the project moves forward in Michigan due to the highly favorable wages and the catalytic technology that this project represents.

In addition to MSF support, the City of Detroit has offered additional assistance with talent recruitment and training support through Detroit at Work, a Michigan Works! Agency.

Request

In order to secure the project, the Applicant is requesting a \$1,500,000 MBDP performance-based grant. The MBDP Request will help address the cost disadvantage of locating the project in Michigan when compared to the competing sites outside of Michigan. The MBDP funds will help offset the cost of standing up a new headquarters, allowing the Company to establish its North American presence and become a strong employer in the region.

This project aligns with the MEDC's strategic focus area of supporting a business in the target industry of mobility and builds on the state's work to position itself as the global leader in the future of mobility and vehicle electrification. The proposed project will also impact the local region with high wages from an emerging EV technology provider. This facility will result in the creation of up to 45 new jobs and up to \$14,400,000 in capital investment in the City of Detroit, Wayne County. Creating 45 high-paying jobs in a geographically disadvantaged area would establish the Company's presence in Michigan and position the state for potential future business growth.

Recommendation

MEDC staff recommends approval of the MBDP Request, as outlined in the attached resolution.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-023

**APPROVAL OF A MICHIGAN BUSINESS DEVELOPMENT PROGRAM GRANT TO
ECOG, INC.**

WHEREAS, the Michigan legislature passed legislation establishing the 21st Century Jobs Trust Fund initiative that was signed into law;

WHEREAS, the Michigan Economic Development Corporation (the “MEDC”) provides administrative services to the Michigan Strategic Fund (the “MSF”) for 21st Century Jobs Trust Fund programs;

WHEREAS, pursuant to MCL 125.2088r, the MSF shall create and operate the Michigan Business Development Program (the “MBDP”) to provide grants, loans and other economic assistance to qualified businesses that make qualified investments or provide qualified new jobs in Michigan;

WHEREAS, on December 21, 2011, by Resolution 2011-184, the MSF Board (i) created the MBDP, and (ii) adopted the guidelines for the MBDP, as later amended on December 8, 2020 by Resolution 2020-146 (the “Guidelines”);

WHEREAS, pursuant to SFCR 125.2088r-1 (the “Delegation”), the MSF Board approved the MSF Fund Manager or the MSF President to negotiate the terms and conditions and execute all final documents necessary to effectuate awards and decisions approved under the MBDP in accordance with the Guidelines (the “Transaction Documents”);

WHEREAS, the MSF Act, MCL 125.2001 et seq. and the Delegation require that MBDP awards over \$1 million must be approved by the MSF Board;

WHEREAS, EcoG, Inc. (the “Company”) has requested a performance based MBDP grant of up to \$1,500,000 (the “Request”), along with other general terms and conditions which are outlined in the term sheet attached as Exhibit A (the “Term Sheet”) to establish its North American headquarters in the City of Detroit (the “Project”);

WHEREAS, pursuant to the Guidelines, the Company is a Qualified Business and the Project is eligible as an Innovation MBDP because the Company committed to the creation of at least 25 Qualified New Jobs and the Project falls within motor vehicle parts, an innovation industry and;

WHEREAS, the MEDC has completed the background check in accordance with the MSF policy, and the Project may proceed for MSF consideration; and

WHEREAS, the MEDC recommends that the MSF Board approve the Request in accordance with the Term Sheet, subject to: (i) available funding; (ii) final due diligence performed to the satisfaction of the MEDC; and (iii) execution of the Transaction Documents, within 120 days of the date of this Resolution (“Time Period”), or this Resolution shall have no effect; provided however, at the sole discretion of the MSF Fund Manager, the Time Period may be extended for up to an additional 60 days (collectively, the “MBDP Award Recommendation”).

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the MBDP Award Recommendation.

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
January 23, 2024



EXHIBIT A
MICHIGAN BUSINESS DEVELOPMENT PROGRAM
Performance Based Incentive - Term Sheet - Summary

The following is a summary of the highlights of the project and basic terms for which the Company desires grant support from the Michigan Strategic Fund (“MSF”) under the Michigan Business Development Program (“MBDP”).

Date: January 23, 2024

Company Name:	EcoG, Inc. and/or its affiliates and subsidiaries.
Project Location:	2050 15 th Street, Detroit, MI 48216
MBDP Incentive Type:	Performance Based Grant
Maximum Amount of MBDP Incentive:	Up to \$1,500,000
Base Employment Level:	At least zero (0), at the time of first disbursement of funds and thereafter
Qualified New Jobs (“QNJ”):	Up to 45 Full-Time Jobs in Michigan
Municipality Supporting Project:	DEGC has agreed to provide staff, financial or economic assistance in support of the project.
Start Date for Measurement of Creation of Qualified New Jobs:	January 23, 2024
Term of the Agreement:	March 31, 2029
Milestone Based Incentive:	Disbursements will be made over a five-year period and each are contingent upon compliance with the Agreement and performance based on job creation, as follows: \$33,333.33 per QNJ for the creation of a minimum of at least 4 up to 6 . \$33,333.33 per QNJ for the creation of a minimum of at least 7 up to 10 . \$33,333.33 per QNJ for the creation of a minimum of at least 15 up to 18 . \$33,333.33 per QNJ for the creation of a minimum of at least 25 up to 30 . \$33,333.33 per QNJ for the creation of a minimum of at least 40 up to 45 .

The detailed numbers, and statutorily required repayment and reporting provisions, will be reflected in the subsequent transaction documents.



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File



MEMORANDUM

Date: January 23, 2024

To: Michigan Strategic Fund (“MSF”) Board Members

From: Sara Bishop, Senior Business Development Project Manager

Subject: Grant Amendment Request and Reapproval
Michigan Business Development Program (“MBDP”)
Global Life Sciences Solutions USA LLC (“Company”)

Request

This is a request from the Company to amend the previous incentive approval to combine the Michigan Business Development Program (MBDP) and Jobs Ready Michigan Program (JRMP) under one \$3,000,000 MBDP grant agreement. The previous approval included \$1,500,000 from the MBDP and \$1,500,000 from the JRMP. Since the project was previously approved, the MBDP agreement and structure has been updated to include many of the aspects specific to the JRMP. The purpose of this MBDP Amendment Request is to combine the incentives and reduce the administrative burden from both the Company and the MEDC (the “MBDP Amendment Request”).

Background

On June 28, 2022, the MSF approved a \$1,500,000 award for the Company under the MBDP, a \$1,500,000 award for the Company under the JRMP, and a five-year SESA valued at \$2,707,884. In addition to MSF support, Muskegon Charter Township anticipates approval of a real property tax abatement in support of the project. The MSF also authorized a State Education Tax abatement to be used in conjunction with the locally approved abatement. The Company proposed to acquire a 168,000 square foot development and retrofit it to meet the standards of the Company’s life sciences equipment manufacturing operations. This facility would manufacture resins for use in biological, pharmaceutical, and diagnostic and medical products. This project involved the creation of up to 200 Qualified New Jobs and a capital investment of up to \$430,000,000 in Muskegon Charter Township, Muskegon County.

In terms of the project status, the Company has completed design and is in the middle of construction with the plan to start operations at the site in 2025, which will expand through 2026. Due to administrative limitations, all parties have been unable to enter into the Agreement within the 180 days; requiring reapproval by the MSF.

The Company is requesting the amendment as it will reduce the administration that will be required by the Company and MEDC staff. Combining the MBDP and JRMP under one MBDP reduces the number of incentive agreements and the reporting that would be required if the two programs were just reapproved. Additionally, the updated MBDP structure allows for many of the qualified investments that were listed under the JRMP. Lastly, the expected job creation and investment figures remain consistent with the previous approval; however, the Company did request a one-year extension on “Overall Jobs Commitment.” The previous MBDP term sheet had a final milestone date of December 31, 2025, and a “Term of the Agreement” date of June 30, 2026. The amended term sheet attached has an “Overall Jobs Commitment” date of December 31, 2026, and a “Term of the Agreement” date of March 31, 2027.

Company Background

The Company is a global provider of technologies and services that advance and accelerate the development and manufacture of therapeutics. The Company has a rich heritage tracing back hundreds of years, and a fresh beginning since 2020. Its customers undertake life-saving activities ranging from fundamental biological research to developing innovative vaccines, biologic drugs, and novel cell and gene therapies. The Company supplies the tools and services its customers need to work better, faster, and safer, leading to better patient outcomes. The Company has nearly 8,000 associates across 40 countries and is part of the Danaher family of companies, a global science and technology innovator committed to helping customers solve complex challenges and improving quality of life around the world.

Recommendation

MEDC Staff recommends approval of the MBDP Amendment Request, as outlined in the attached resolution.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-024

**APPROVAL OF A MICHIGAN BUSINESS DEVELOPMENT PROGRAM
GRANT AMENDMENT FOR
GLOBAL LIFE SCIENCES SOLUTIONS USA LLC**

WHEREAS, the Michigan legislature passed legislation establishing the 21st Century Jobs Trust Fund initiative that was signed into law;

WHEREAS, the Michigan Economic Development Corporation (“MEDC”) provides administrative services to the Michigan Strategic Fund (“MSF”) for 21st Century Jobs Trust Fund programs;

WHEREAS, pursuant to MCL 125.2088r, the MSF shall create and operate the Michigan Business Development Program (“MBDP”) to provide grants, loans and other economic assistance to qualified businesses that make qualified investments or provide qualified new jobs in Michigan;

WHEREAS, on December 21, 2011, by Resolution 2011-184, the MSF (i) created the MBDP, and (ii) adopted the guidelines for the MBDP as later amended on December 8, 2020, by Resolution 2020-146 (“Guidelines”);

WHEREAS, pursuant to SFCR 125.2088r-1 (the “Delegation”), the MSF approved the MSF Fund Manager or the MSF President to negotiate the terms and conditions and execute all final documents necessary to effectuate awards and decisions approved under the MBDP in accordance with the Guidelines;

WHEREAS, the MSF Act, MCL 125.2001 et seq. and the Delegation require that MBDP awards over \$1 million must be approved by the MSF Board;

WHEREAS, on June 28, 2022, the MSF Board approved (1) a \$1,500,000 MBDP performance-based grant, (2) a \$1,500,000 Jobs Ready Michigan (the “JRM”) performance-based grant, and (3) a State Essential Services Assessment Exemption for the acquisition of a facility to manufacture resins for use in biological, pharmaceutical and diagnostic, and medical products for Global Life Sciences Solutions USA LLC (the “Company”) in Muskegon Charter Township, Michigan (the “Project”);

WHEREAS, the Company has requested that the MSF Board approve its request to increase the MBDP performance-based grant to \$3,000,000 and revoke its approval of the JRM performance-based grant in accordance with the amended term sheet attached (the “MBDP Amendment Request”);

WHEREAS, the MEDC recommends approval of the MBDP Amendment Request; and

WHEREAS, the MSF Board wishes to approve the MBDP Amendment Request.

NOW, THEREFORE, BE IT RESOLVED, the MSF Board approves the MBDP Amendment Request.

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Michael B. Kapp (in lieu of Director Wieferrich), Quentin L. Messer, Jr., Dan Meyering, Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
January 23, 2024

Michigan Business Development Program (“MBDP”) Grant Term Sheet

This term sheet (the “Term Sheet”) sets forth key terms of a potential grant by the Michigan Strategic Fund (the “MSF”) in favor of Global Life Sciences Solutions USA LLC (the “Company”). The proposed terms and conditions herein will not be construed as binding upon either party until the mutual execution of a written grant agreement. Any obligations that may be deemed to arise under this Term Sheet are contingent on the approval of the MSF Board.

PROJECT SUMMARY

Scope of the Project: The Company intends to acquire a 168,000 square foot development and retrofit it to meet the standards of the Company’s life sciences equipment manufacturing operations in Muskegon County (the “Project Site”). The Company expects to ramp up over the course of the next three (3) years resulting in an expected creation of at least 200 new jobs at the Project Site and a projected investment of \$430,000,000 by December 31, 2026, at the Project Site (collectively, the “Project”).

Award Amount: A maximum grant of \$3,000,000 (the “Award”), all or a portion of which is also referred to as the “Grant”).

Term of the Agreement: Effective Date of the Grant Agreement through March 31, 2027 (the “Term”).

Overall Jobs Commitment: Creation of a minimum of 200 Qualified New Jobs (the “Overall Jobs Minimum”) at the Project Site, above a Statewide Base of zero (0) employees (the “Overall Base”), on December, 31, 2026, (the “Jobs Performance Deadline”) (collectively, the “Overall Jobs Commitment”).

- A “Qualified New Job” or “QNJ” is defined as a new, full-time job created by the Company for the Project at the Project Site on or after June 28, 2022 (Original MSF Approval Date), and maintained continuously for the previous six (6) months, and performed for the Company by an individual who is either (i) a resident of the State of Michigan whose Michigan income taxes are withheld by the Company, or by an employee leasing company or professional employer organization on behalf of the qualified business; or (ii) a nonresident of the State of Michigan who is employed by the Company at the Project Site, provided that the Company certifies in writing at the time of the MSF disbursement that not less than 75 percent of the employees of that Company are residents of Michigan. In both cases, the QNJs must be in excess of the Overall Base.

GRANT DISBURSEMENTS

Grant funds will be disbursed for Eligible Expenses (defined below) and in accordance with the requirements set forth below. Requests for reimbursement will be verified by the MEDC Compliance Unit of the Legal and Compliance division of the MEDC prior to release of any funds.

“Eligible Expenses” means the actual expenditure by the Company on or after June 28, 2022 (Original MSF Approval Date) for the Project, at the Project Site, in Hard Costs for construction related to the Project, and infrastructure, machinery, equipment, tooling, computers, furniture, fixtures, lease payments, costs related to talent recruitment and job training including, but not limited to, employee recruitment expenses, development of customized training development plans, instructor and training materials costs. Certain costs, to be more particularly described in the grant agreement, such as administrative costs, debt payments, meals and entertainment expense and on-the-job training, are not eligible for reimbursement.

The Company may request disbursements on a reimbursement basis for 50 percent of Eligible Expenses, related to the Project and paid by the Company. The Company shall submit one or more reimbursement requests, at its discretion, but no more frequently than quarterly, no later than September 30, 2026, together with a certification of the Company's compliance with the grant agreement.

In the event that all Grant funds have been disbursed and the Overall Jobs Commitment have been achieved, the MSF Fund Manager may, at its discretion, terminate the Agreement ahead of the Term.

CLAWBACK PROVISIONS AND REPAYMENT EVENTS

The Company may be required to repay all or a portion of the Grant disbursements made under the Award upon the occurrence of one or more of the following events (each resulting in a "Repayment Amount"), and repayment is subject to the highest applicable Repayment Amount if one or more of the same circumstances give rise to such events.

- **Failure to Meet Overall Jobs Commitment:** The Company's failure to satisfy the Overall Jobs Commitment on the Jobs Performance Deadline will result in Company's obligation to repay to the MSF a proportionate amount of the Grant funds received by Company.
- **Default of Project Contracts:** The fully executed written agreement will include repayment and remedy language for events of default in other contracts with the MSF, MEDC, or State of Michigan arising out of the Project.
- **Failure to Submit Commitment Documentation:** If the Company fails to submit, when due, required documentation described in the Agreement to verify achievement of the Overall Jobs Commitment, it will be required to repay all of the Grant funds received by the Company.
- **Mass Relocation:** If the Company transfers to another State more than 50% of the total number of jobs at the Project on or before the end of the Term, it will be required to repay all or a portion of Grant disbursements made under the Award.
- **Project Abandonment:** If the Company abandons Eligible Expense activities or production at the Project at one or more of the Project Sites for a period of one hundred twenty (120) consecutive days after the Award is disbursed and on or before the end of the Term it will be required to repay the amount of Grant disbursements made under the Award.
- **Company Bankruptcy or Insolvency:** If the Company files for bankruptcy or otherwise becomes insolvent on or before the end of the Term, with any such proceedings against the Company not being set aside within sixty (60) calendar days from the date of institution thereof and results in the material reduction to the Company's operations at the Project, it will be required to repay 100% of Grant disbursements made under the Award. The MSF would be entitled to foreclose on any security interest and, in the case of bankruptcy, submit a proof of claim in any such bankruptcy proceedings and seek recovery of the Award.
- **Material Misrepresentation:** If the Company makes any material misrepresentation under the grant agreement, any required submissions thereunder, or any reimbursement request to the MSF on or before the end of the Term, it will be required to repay 100% of grant disbursements made under the Award.
- **Misuse of Funds:** If the Company uses the Award for a prohibited purpose during the Term it will be required to repay 100% of grant disbursements made under the Award.

ADDITIONAL STATE REQUIRED TERMS

- **Annual Progress Report:** During the Term, the Company will be required to submit annual progress reports, which shall include the total number of Qualified New Jobs created at the Project, the average annual salary of both the Base Jobs and the new Qualified New Jobs, and the total investment into the Project. This information will be transmitted to the Legislature as required under Section 9 of the MSF Act, MCL 125.2009.
- **Access to Records & Audit Rights:** During the Term and for a period of three years after the Term, and upon reasonable advance notice, the Company is required to permit the MSF, MEDC, the Office of the Auditor General, the Department of Technology, Management and Budget, and the MSF Chief Compliance Officer to visit the Company, and any other location where books and records of the Company are normally kept, to inspect the books and records, including financial records and all other information and data relevant to the terms of the grant, all at times and locations mutually agreed upon by the parties.
- **Other Provisions:** The grant agreement will include standard representations, covenants, and other provisions required by the MSF, including without limitation, indemnification, non-discrimination and unfair labor practices, termination of funding, any other requirements of the Business Development Program Guidelines, as approved by the MSF, and any requirements of the Michigan Strategic Fund Act.



STATE OF MICHIGAN
DEPARTMENT OF TRANSPORTATION
LANSING

GRETCHEN WHITMER
GOVERNOR

BRADLEY C. WIEFERICH, P.E.
ACTING DIRECTOR

January 3, 2023

Ms. Rhonda Bishop
Board Relations Liaison
Michigan Strategic Fund Office
300 N. Washington Square
Lansing, Michigan 48913

Dear Ms. Bishop:

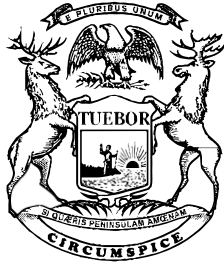
I hereby confirm and ratify my designation of Michael B. Kapp, Administrator, Michigan Department of Transportation, as the person authorized and empowered to act in my stead for Michigan Strategic Fund meetings that I am unable to attend.

Sincerely,

A handwritten signature in blue ink, appearing to read "Bradley C. Wieferich".

Bradley C. Wieferich, P.E.
Acting Director

cc: M. Kapp
Executive File



MICHIGAN STRATEGIC FUND

MEMORANDUM

Date: January 23, 2024
To: Michigan Strategic Fund ("MSF") Board Members
From: Quentin Messer, Jr., Chief Executive Officer
Subject: Monthly MSF Delegated Authority and Activities Report

We are pleased to present our monthly report to the MSF Board, featuring a review of our delegated authority activity over the previous month. The following pages provide a narrative centered around the types of projects supported through delegated approval from December 1, 2023, to December 31, 2023, as well as information about the impact that those projects have had on communities across the state.

We remain committed to maintaining transparency in our efforts to communicate with you all about our work to create equitable opportunities throughout the state. Over time, we will continue identifying ways to evolve and grow this report based on the feedback and requests we receive from Board members.

As always, we are committed to evaluating the ways in which we can continue to ensure we are transparent and accountable to Board members moving forward. Please let me or Matt Casby know if you have any questions or comments about the content of these reports.

Monthly Impacts



To continue providing transparent, intentional, and impactful reporting to the MSF Board members on delegated project approvals and activities, the following report details delegated approval updates from December 1, 2023, to December 31, 2023.

Throughout the Fiscal Year, MSF delegates – with authority granted by the MSF Board – approve various projects within MSF programs in accordance with each program’s guidelines, as approved by the MSF Board. Under no circumstances will MSF delegates approve a project that does not meet the Board- approved guidelines for the program. Furthermore, each project approved through delegated authority must undergo the same rigorous vetting and verification process as do projects that come before the MSF Board for approval. By ensuring consistent safeguards are in place for both delegate-approved and Board-approved projects, we are ensuring fairness and uniformity in our process, as we work to enable long-term economic prosperity for the people of our state.

MONTHLY IMPACTS

We are pleased to share December delegate-approved projects continue to represent our emphasis on supporting underserved populations in geographically disadvantaged areas. Throughout December 2023, 26% of the projects approved through delegated authority are in geographically disadvantaged areas. Additionally, all December approved projects through delegated authority have committed to creating just over 480 jobs and over \$89 million in private investment.

MSF Report

Delegate Approvals



Under the authority delegated by the MSF Board, the MSF delegates approved the following projects during December 2023, which satisfy Board-approved guidelines for each program and have been vetted and approved through the same safeguards as those projects that come before the Board for consideration.

Michigan Business Development Program (MBDP)

The Michigan Business Development Program is available from the MSF, in cooperation with MEDC. The program is designed to provide grants, loans, or other economic assistance to businesses for highly competitive projects in Michigan that create jobs and/or provide investment.

Project Name	Approval Date	Location	Incentive Amount	Project Highlights
Aspen Surgical Products, Inc.	12/8/2023	Caledonia	\$600,000	Aspen Surgical Products is a leading manufacturer of surgical disposables. The Company's portfolio of products includes surgical tools, labor and delivery products, personal protective equipment, orthopedic positioners, wound care products, and more. The Company employs 228 workers in Michigan. Due to a recent acquisition, Aspen has two identical product distribution centers in Michigan and Tennessee and is consolidating the facilities. This project involves the creation of up to 75 Qualified New Jobs and a capital investment of up to \$5,051,480 in Caledonia Township with the support of a \$600,000 Michigan Business Development Program performance-based grant. The company chose Michigan for the expansion over a competing site in Florida due to the strong employee base in West Michigan.
Koops, Inc.	12/8/2023	Holland	\$250,000	Koops, Inc. offers customers special machine design and engineering services, specializing in factory automation systems for leading manufacturers across industries. The company currently employs 244 workers in Michigan and has outgrown the existing facility due to increased automation. The project is expected to generate a total capital investment of \$3,007,000 and create 24 jobs with the support of a \$250,000 Michigan Business Development Program performance-based grant. The company chose Michigan for the expansion over a competing site in South Carolina.
Trinity Truck & Trailer Service, L.L.C.	12/11/2023	Ithaca	\$192,500	Trinity Truck & Trailer Service is a tank truck manufacturing company. The Company has 45 employees and is considering a two-phased expansion. The first phase will allow the Company to pursue opportunities in the production of milk storage silo manufacturing, pasteurization, and other hygienically designed equipment. The second phase will result in better utilization of the Company's existing facilities for repair services. The project is expected to generate a total capital investment of \$6,750,000 and create 55 jobs with the support of a \$192,500 Michigan Business Development Program performance-based grant.

Michigan Business Development Program (MBDP) Continued

Project Name	Approval Date	Location	Incentive Amount	Project Highlights
Gielow Pickles, Inc.	12/12/2023	Lexington	\$1,000,000	Founded in 1970, the Company is a fifth-generation manufacturer of refrigerated and shelf stable products. The Company is one of the leaders in manufacturing pickles, peppers, and various types of relish products for customers in the food service industry and employs 193 residents of Michigan. The Company is looking to invest \$12 million in a three-phase expansion plan over three years. The expansion will include constructing an additional 40,000 square foot facility for production, refrigeration, fermentation, grading, and packaging at its Village of Lexington location. The expansion will also allow the Company to focus on leaner operations by transferring its fermentation tanks and equipment from its Croswell facility to the new space so the operations take place at one facility. The Company is considering the Village of Lexington for the project and anticipates the project will result in capital investment of up to \$10,000,000 and 100 new jobs, paying an average wage of \$21/hr.
Attwood Corporation	12/14/2023	Lowell	\$480,000	Attwood Corporation was founded in 1893 and is a business segment of Brunswick Corporation. The Company manufactures a wide range of consumer products, with a focus on marine accessories, water systems, boat seats, and trolling motors. The Company and its affiliates employ approximately 281 full-time employees in Michigan, within Brunswick's global employment of more than 19,000 individuals. To meet growing demand in this industry, the Company is upgrading its facility and investing in its engineering, product design/development, and manufacturing operations. This project involves the creation of up to 80 Qualified New Jobs and a capital investment of up to \$32,700,000 in the City of Lowell with the support of a \$480,000 Michigan Business Development Program performance-based grant. Michigan was chosen for the project over competing sites throughout the U.S. and around the world, due to the company's presence and strong employee base in the state.
Magline, Incorporated	12/19/23	Standish	\$100,000	The Company established its headquarters in the city of Standish in 1947. It is a family-owned, top-ranked manufacturer of durable, heavy duty hand trucks, carts, and dollies used in the automotive, logistics, packaging, and food and beverage industries. The Company employs 115 residents of Michigan. It is looking to renovate 70,000 sq. ft. of space to add manufacturing. The Company is considering the city of Standish for the project and anticipates the project will result in a capital investment of up to \$875,000. The project will also result in the creation of up to ten new jobs paying an average wage of \$20 per hour plus benefits which is above the \$19.09 an hour regional median wage for Arenac County.

Build Michigan Community Grant Initiative

The Build MI Community Grant is an initiative designed to promote private investment in Michigan communities. This tool provides access to real estate development gap financing for small scale, incremental redevelopment projects.

Project Name	Approval Date	Location	Incentive Amount	Project Highlights
Elder Piper LLC	12/11/2023	Petoskey	\$250,000	This project is supporting an emerging developer in a key neighborhood in Petoskey by renovating an approximately 4,245 square foot warehouse built in the 1920's from a storage facility into a craft brewery and taproom.
Purpose8 Real Estate LLC	12/18/2023	Detroit	\$250,000	Rehabilitation and development of a vacant two-story brick building totaling approximately 1,556 square feet located in Detroit. The project will result in approximately 816 square feet of commercial space on the first floor and approximately 750 square feet of residential space on the second floor.

Capital Access

The Capital Access team partners with lenders to assist in helping small businesses obtain financing that would otherwise not be available.

State Small Business Credit Initiative (SSBCI) 2.0 – Collateral Support Program (CSP)

Project Name	Approval Date	Location	Incentive Amount	Project Highlights
Socks Construction, LLC	12/12/2023	Traverse City	\$249,500	MSU Federal Credit Union is adding to Socks Construction on a new line of credit. Due to a collateral shortfall, the lender is asking for collateral support.
Fifty-Five Broad Street Tavern, LLC	12/15/2023	Hillsdale	\$49,900	The Company is working with Bank Michigan to fund a new commercial building and working capital. Due to collateral shortfall on the working capital line, the bank is requesting assistance from the SSBCI 2.0 CSP.
Innotec	12/16/2023	Zeeland	\$5,000,000	Innotec is working with Pathward to refinance and increase their line of credit currently held with CIBC. Due to collateral shortfall, Pathward is requesting assistance from the SSBCI 2.0 CSP.
Buell Motorcycles	12/22/2023	Cascade Township	\$3,992,000	Buell Motorcycles is working with Lake Michigan Credit Union to secure financing to assist them with the development, production, tooling, and equipment for the company's new super cruiser motorcycle line. Due to collateral shortfall on the working capital line the credit union is seeking assistance from the SSBCI 2.0 CSP.

State Small Business Credit Initiative (SSBCI) 2.0 – Loan Guaranty Program (LGP)

Project Name	Approval Date	Location	Incentive Amount	Project Highlights
Venture North Funding & Development	12/19/2023	Traverse City	\$125,000	Partnering with Venture North on the SSBCI 2.0 LGP.

Michigan State Trade Expansion Program (MI-STEP)

The MI-STEP program is designed to spur job creation by empowering Michigan small businesses that meet U.S. Small Business Administration guidelines and size standards to export their products.

Project Name	Approval Date	Location	Incentive Amount
Cardinal Rule Press Bologna Children's Book Fair	12/5/2023	Novi	\$3,783
Lomar Machine & Tool Company Queretaro Automotive Meetings	12/6/2023	Horton	\$7,100
Curriculum Crafter Innovation Africa	12/8/2023	Grand Rapids	\$5,758
VS Aviation LLC Dubai Airshow	12/8/2023	Grand Rapids	\$3,665
Fortech Products Queretaro Automotive Meetings	12/11/2023	Brighton	\$8,161
KNITit Toronto Baby Show	12/11/2023	Holland	\$5,400
LOK Grips, LLC SHOT Show	12/11/2023	Dorr	\$15,000
P.J. Wallbank Springs Incorporated Sales Trip to Germany & Poland	12/11/2023	Port Huron	\$2,142
Q-Sage, Incorporated ASTA Field Crop Seed Expo	12/11/2023	Mt. Pleasant	\$4,325
Unist, Inc Translation Services Multiple Languages	12/11/2023	Grand Rapids	\$15,000
Innotec e-Mark International Certification (Europe)	12/12/2023	Zeeland	\$12,200
Nautical Specialties Int'l Work Boat Show	12/12/2023	Manistee	\$3,748
Snow Machines, Incorporated Mountain Planet Trade Show	12/12/2023	Midland	\$15,000
Turn One Performance Racing Industry (PRI)	12/12/2023	Saginaw	\$9,908
Precision Global Systems Madrid Automotive Meetings	12/18/2023	Troy	\$4,763
ITB Packaging, LLC Automotive Meetings Queretaro	12/20/2023	Holland	\$3,130
Advanced Avionics Inc., dba LaserBlast DEAL Expo, Dubai	12/21/2023	Plymouth	\$4,472
Boswell Creative Inc Pitti Uomo - Florence Italy	12/21/2023	Oak Park	\$2,527
Getman Corporation Annual CE Certification	12/21/2023	Bangor	\$1,652
The North Pole Gnomes Gold Key Services Department of Commerce	12/21/2023	Saginaw	\$650

Program Amendments



For a variety of reasons, projects may return to the MSF requesting an amendment to their previous approvals, at which point the Economic Development Incentives teams evaluate whether those projects would qualify for those amendments. These amendments include, but are not limited to, changes of scope for projects; adjusted milestones; extended or contracted timelines; redefined project sites; and modified award amounts. See below for a list of program amendments that received delegated approval from December 1, 2023, to December 31, 2023.

Michigan Business Development Program (MBDP)

Project Name	MSF Delegate Amended Date	Project Location	Type of Request
Truck-Lite - Project Arc - FY2019	12/6/2023	Southfield	Reduced grant award from \$855,000 to 675,000; reduced number of employees to be trained from 95 to 75; extended M3 due date from 7/31/23 to 12/31/24; eliminated M4 and extended grant term date from 1/31/25 to 7/31/25.

Community Development Block Grant (CDBG)

Project Name	MSF Delegate Amended Date	Project Location	Type of Request
City of Manistique - CDBG Infrastructure and Resiliency - 2019	12/2/2023	Manistique	Extended Grant Agreement.

Financial Data Overview and Terminations



Michigan Business Development Program - Terminations

From December 1, 2023, to December 31, 2023, the Business Development Program had no terminations.