



MICHIGAN STRATEGIC FUND

BOARD MEETING AGENDA

February 27, 2024

10:00am

I. CALL TO ORDER & ROLL CALL

II. PUBLIC COMMENT – PLEASE LIMIT PUBLIC COMMENT TO THREE (3) MINUTES

III. COMMUNICATIONS

IV. CONSENT AGENDA

- a. Approval of January 30, 2024, Special Meeting Minutes3
- b. Designation of Fund Manager73
- c. GT Housing, LLC: MCRP Amendment.....75
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- g. SHPO MOAs90
- h. MSF Designees to the American Center for Mobility’s Board of Directors136
- i. SSRP Awardee Amendment: Economic Development Organization Allocation138

V. ATTRACT RETAIN AND GROW BUSINESS

- a. Corning Incorporated: Resolutions to approve a Critical Industry Program performance-based grant in the amount of \$68,000,000, a Strategic Site Readiness Program performance-based grant in the amount of \$29,000,000, and a State Essential Services Assessment exemption estimated to be worth \$12,281,500..143
Location: Townships of Richland, Thomas, and Saginaw; City of Saginaw
- b. Lucid USA, Inc.: A resolution to approve a Michigan Business Development Program performance-based grant in the amount of \$6,000,000.168
Location: City of Southfield

VI. DEVELOP ATTRACTIVE PLACES

- a. Detroit Crosswinds Runway Project: A resolution to approve an amendment to a Strategic Site Readiness Program grant award to increase funding from \$510,000 to \$12,963,038 for the Detroit Brownfield Redevelopment Authority.....175

VII. SUPPORT SMALL BUSINESS

- a. Small Business Services Program: Match on Main: A resolution to approve the creation of the Match on Main Program and corresponding Program

Guidelines and allocate \$750,000 from the MSHDA Housing Development Fund to select grantees and implement the program.184

VIII. INFORMATIONAL

a. Delegation of Authority Report192

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**MICHIGAN STRATEGIC FUND
APPROVED MEETING MINUTES
January 30, 2024**

Member Present

Quentin L. Messer, Jr.

Members Joined Remotely

Britany L. Affolter-Caine
Susan Corbin (Joined remotely at 10:05 a.m.)
Wesley Eklund
Rachael Eubanks
Dimitrius Hutcherson
Michael B. Kapp (in lieu of Director Wieferich)
Dan Meyering
Leon Richardson
Charles P. Rothstein
Susan Tellier
Cindy Warner

Members Absent

Randy Thelen

I. CALL TO ORDER & ROLL CALL

Mr. Messer called the meeting to order at 10:03 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 Natalie Davenport, MSF Board Liaison, who conducted the attendance roll call.

Susan Corbin joined the meeting at 10:05 a.m. after the roll call vote.

II. PUBLIC COMMENT

Ms. Natalie Davenport explained the process for members of the public to participate. Public comment was had.

III. COMMUNICATIONS

Ms. Davenport stated that communications were shared with the MSF Board on Friday, January 26th.

MSF Subcommittee Reports

Dimitrius Hutcherson, Chair of the MSF Finance and Investment Subcommittee, did not have any updates to report.

Cindy Warner, Chair of the MSF Policy and Planning Subcommittee, did not have any updates to report.

IV. CONSENT AGENDA

Resolution 2024-025, 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. Approval of January 23, 2024, Meeting Minutes

Dimitrius Hutcherson motioned for the approval of Resolution 2024-025 to approve the consent agenda; Quentin L. Messer, Jr. seconded the motion. **The motion carried: 12 ayes; 0 nays; 0 recused.**

ROLL CALL VOTE: 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: None.

V. DEVELOP ATTRACTIVE PLACES

- a. **Resolution 2024-026 Strategic Site Readiness Program Grant Awards.** Terri Fitzpatrick, Chief Real Estate and Global Attraction Officer, supported by Paul O’Connell, Vice President of Real Estate Development, and Nicole Whitehead, Director of Business Operations, provided the Board with information regarding this action item. This action involves the consideration of a resolution to approve eighteen (18) Strategic Site Readiness Program grants totaling \$87,546,962 for various sites around the State of Michigan. After discussion, Quentin L. Messer, Jr., motioned for the approval of Resolution 2024-026 for the Strategic Site Readiness Program grant awards. Wesley Eklund seconded the motion. **The motion carried: 12 ayes, 0 nays, 0 recused.**

ROLL CALL VOTE: 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: None.

VI. ATTRACT, RETAIN, AND GROW BUSINESS

- a. **Copperwood, Inc. Strategic Site Readiness Program Performance-Based Grant for Highland Copper Company, Inc.** Erik Wilford, Strategic Project Advisor, supported by Vicki Schwab, Managing Director of Regional Prosperity, Barry O’ Shea of Highland Copper Company, Inc., and Marty Fittante of InvestUP, provided the Board with information regarding this action item. This action involves the consideration of a resolution to approve a

Strategic Site Readiness Program performance-based grant for Highland Copper Company, Inc. Following discussion, Quentin L. Messer, Jr. motioned to refer the project to the Michigan Strategic Fund Finance and Investment Subcommittee for expedited review. Charles P. Rothstein seconded the motion. **The motion carried: 11 ayes, 0 nays, 0 recused, 1 abstained.**

ROLL CALL VOTE: 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: None; Abstained: Britany L. Affolter-Caine.

Quentin L. Messer, Jr. adjourned the meeting at 11:59 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

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 Special Board Meeting Agenda on January 30, 2024.

— Strategic Site Readiness Program(SSRP): Program Grant Awards

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

Thank you miss Davenport and Board Members of Michigan's Strategic Fund.

You are charged with what is a difficult job having been chosen because of your remarkable Accomplishments throughout your career. Many can credit their success to the team of people they surround themselves with.

I have no doubt That there is a shortlist of individuals that you to would credit your success. These are the people I refer to as 10s, they are the few who show up early and stay late that carry the conviction and initiative to perform the needed tasks that lead to our success.

These are extraordinary individuals who are hard to come by, and for some are unfortunately out of reach. The success of their business and the quality of their services rely directly on the staff that are ever so increasingly difficult to find.

I have spent some time now developing relationships and acquiring the information needed to best position the leaders that work within the community that I live.

The incredible opportunity That this community has to offer, is because of our brightest & gifted talent who can be found working together as a collective to overcome the challenges of today and foster the environment needed to create the solutions for tomorrow.

I have found that my time is best spent assisting those who are working to improve the medical infrastructure that we rely on here in Michigan. The incentive to retain skilled labor in our state is of growing concern to me.

However, I have been blessed to find myself working with the teams that solve problems exist today in public health.

The work we perform is with some of the most resourceful and thrifty of anybody I've met in this industry. It is evident to me that their success lies with-in the leadership as the people that they surround themselves with work tirelessly to accomplish more with less as the demand ever increases for their services and attention.

The research and recommended solutions within my colleague's proposal are what many consider to be the "Best Next Steps" for our community. Your careful consideration and attention on this matter will no doubt save lives.

The future that we will face together is full of challenges and opportunity and the human resources available in our communities hold the solutions to the success that we will inevitably Inherit. I ask that you consider investing in our research and strategies.

I would like to Thank You for your time, your service, and your continued support.

October 26, 2023

RE: Community Support for Copperwood Project

The Copperwood Project team has reached out to local community stakeholders to demonstrate the level of support the project has in the area and has been receiving letters and adopted resolutions over the past few weeks.

At the time of writing, the following documents are in hand and can be provided as required. More are expected in the days to come.

Resolutions of support

1. Bergland Township
2. City of Bessemer
3. City of Ironwood
4. Erwin Township
5. Gogebic County Road Commission
6. Gogebic County Board of Commissioners
7. Gogebic County Forestry and Parks
8. Ironwood Township
9. Ontonagon County Road Commission
10. Ontonagon Township
11. Village of Ontonagon
12. Western Upper Peninsula Planning and Development Region Commission (WUPPDR)

Letters of support

1. Aspirus Ironwood Hospital
2. Aspirus Ontonagon Hospital
3. Coleman Engineering
4. Gogebic Community College
5. Keweenaw Land Association
6. Silvercreek Excavating
7. U.P. Michigan Works

Videos of support

1. Village of Ontonagon
2. Gogebic Community College
3. Western Upper Peninsula Planning and Development Region Commission (WUPPDR)

If you require copies or would like more information, we will be happy to provide what is needed.

Sincerely,

The Copperwood Project Team

BERGLAND TOWNSHIP

**A RESOLUTION IN SUPPORT OF THE COPPERWOOD MINE PROJECT OF HIGHLAND COPPER COMPANY
GOGEBIC COUNTY, MICHIGAN**

At its scheduled meeting on October 19, 2023, at Bergland Township Hall, the Bergland Township Board of Trustees adopted the following resolution:

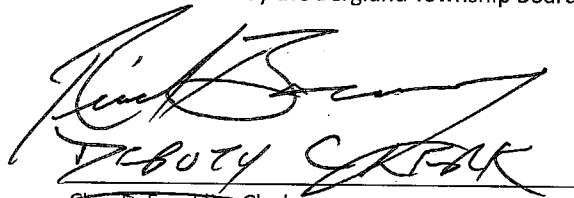
WHEREAS, Bergland Township supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS, Bergland Township acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS, Bergland Township recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, BE IT RESOLVED that Bergland Township fully supports the development of Highland Copper Company's Copperwood Mine Project.

I hereby certify that the foregoing is a true and exact copy of the resolution enacted by the Bergland Township Board of Trustees at a regular meeting held October 19, 2023.



Christy Franklin, Clerk
Bergland Township

RESOLUTION 2021-27

**SUPPORT FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY
IN GOGEBIC COUNTY, MICHIGAN**

At the Regular Meeting of the City Council of the City of Bessemer, duly held on October 9th, 2023, duly held in the Council Chambers in City Hall, the following Resolution was offered by Kryshak, supported by Tirpik.

PRESENT: Zak, Kryshak, Nelson, Tirpik, Coleman

ABSENT: None

WHEREAS the City of Bessemer supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the City of Bessemer acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the City of Bessemer recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the City of Bessemer fully supports the development of Highland Copper Company's Copperwood Mine Project.

The forgoing resolution offered by Board Member Kryshak, second offered by Board Member Tirpik.

Upon roll call vote the following voted

AYES: Tirpik, Coleman, Zak, Kryshak, Nelson

NAYS: None

ABSENT: None

RESOLUTION DECLARED ADOPTED.



Mandy Lake
City Clerk
City of Bessemer

I hereby certify the foregoing is a true and complete copy of a resolution adopted by the City Council of the City of Bessemer, County of Gogebic, State of Michigan, at a regular meeting held September 11, 2023, and that said meeting was conducted and public notice of said meeting was given pursuant to and in full compliance with the Open Meetings Act, being Act 267, Public Acts of Michigan, 1976, and that the minutes of said meeting were kept and will be or have been made available as required by said Act



Mandy Lake
City Clerk
City of Bessemer

RESOLUTION #023-034

**RESOLUTION OF SUPPORT
FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY
IN GOGEBIC COUNTY, MICHIGAN**

At a Regular Meeting of the City Commission of the City of Ironwood held on the 23rd day of October 2023, in the Commission Chambers of the Memorial Building in the City of Ironwood, Michigan, the following Resolution was offered by Commissioner Semo and supported by Commissioner Andresen.

WHEREAS the City of Ironwood supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the City of Ironwood acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the City of Ironwood recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the City of Ironwood fully supports the development of Highland Copper Company's Copperwood Mine Project.

Upon roll call vote, the following votes were recorded:

AYES: Commissioners Semo, Andresen, Korpela, Mildren, and Mayor Corcoran.

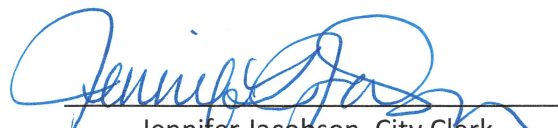
NAYES: None

ABSENT: None

RESOLUTION DECLARED ADOPTED


Kim Corcoran, Mayor

I, Jennifer Jacobson, the duly appointed City Clerk of the City of Ironwood, Michigan, do hereby certify that the foregoing is a true copy of a Resolution adopted by the City Commission of the City of Ironwood at its Regular Meeting on October 23, 2023.


Jennifer Jacobson, City Clerk

Resolution Number: 10 11 2023

RESOLUTION OF SUPPORT FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY IN GOGEBIC COUNTY, MICHIGAN

At the Regular Board Meeting of the Township Board of Erwin Township, duly held on October 11, 2023, duly held in the Erwin Township Hall, the following Resolution was offered by Trustee Jim Anderson, supported by Treasurer Roberta Nuce.

PRESENT: James Anderson, Larry Grimsby, William Hellen, Roberta Nuce, and Betty Perkis.

ABSENT: none

WHEREAS the Township of Erwin supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Township of Erwin acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Township of Erwin recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the Township of Erwin fully supports the development of Highland Copper Company's Copperwood Mine Project.

The forgoing resolution offered by Board Member James Anderson second offered by Board Member Roberta Nuce.]

Upon roll call vote the following voted

YEAS: Anderson, Grimsby, Hellen, Nuce, Perkis

NAYS: none

Respectfully submitted by ,

Betty Perkis

Erwin Township Clerk

**RESOLUTION OF SUPPORT
FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY
IN GOGEBIC COUNTY, MICHIGAN**

At the Regular Meeting of the Board of County Road Commissioners of the Gogebic County Road Commission, duly held on October 23, 2023, duly held in the board room, the following Resolution was offered by Commissioner Matonich, supported by Commissioner Estola.

PRESENT: D'Antonio, Skinner, Matonich, Zorich, Estola

ABSENT: None

WHEREAS the Gogebic County Road Commission supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Gogebic County Road Commission acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Gogebic County Road Commission recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the Gogebic County Road Commission fully supports the development of Highland Copper Company's Copperwood Mine Project.

The forgoing resolution offered by Board Member John Matonich second offered by Board Member James Estola.

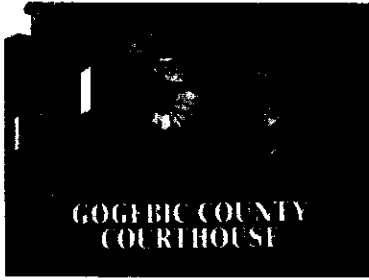
Upon roll call vote the following voted

YEAS: Estola, Matonich, Zorich, Skinner & D'Antonio

NAYS: None

This is to certify that the above Resolution was passed by the Board of County Road Commissioners at a regular meeting held on Monday, October 23, 2023.


Patricia J. Hagstrom, Secretary to the Board



BOARD OF COUNTY COMMISSIONERS

Gogebic County

200 N. Moore St.

Bessemer, Michigan 49911

RESOLUTION OF SUPPORT FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY IN GOGEBIC COUNTY, MICHIGAN RESOLUTION 2023-16

At the Regular Meeting of the Gogebic County Board of Commissioners, duly held on October 25, 2023, duly held in the following Resolution was offered;

WHEREAS the Gogebic County supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS Gogebic County acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS Gogebic County recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that Gogebic County fully supports the development of Highland Copper Company's Copperwood Mine Project.

The foregoing resolution offered by Board Member Mr. Bonovetz offered by Board Member Mr. Orlich.

The vote being Ayes: 6 Nays: 0 Absent: 0

Resolution was adopted Oct 25 2023.

JAMES A. LORENSON
Chairman

District 1	District 2	District 3	District 4	District 5	District 6	District 7
Dan Siirila	Tom Laabs	Jim Byrns	Jim Lorensen	Joe Bonovetz	Bob Orlich	George Peterson III

STATE OF MICHIGAN)

) SS

COUNTY OF GOGEBIC)

I, Ramona L. Collins, Clerk of the County of Gogebic, and the Gogebic County Board of Commissioners, do hereby certify that the foregoing is a true and correct copy of the resolution adopted by the Board at a regular meeting on October 25, 2023.

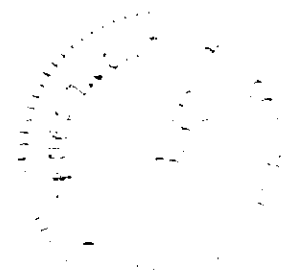
In witness whereof I have hereunto set my hand and affixed the Seal of the County of Gogebic, on this 25th day of October, 2023 at Bessemer, Michigan.



Ramona L. Collins



District 1	District 2	District 3	District 4	District 5	District 6	District 7
Dan Siirila	Tom Laabs	Jim Byrns	Jim Lorensen	Joe Bonovetz	Bob Orlich	George Peterson III



**RESOLUTION OF SUPPORT
FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY
IN GOGEBIC COUNTY, MICHIGAN**

At the Regular Meeting of the Gogebic County Forestry & Parks Commission of Gogebic County, duly held on October 19, 2023, duly held in the conference room at the Natural Resources Center at 500 North Moore Street, Bessemer Michigan, the following Resolution was offered by Commissioner Siirila, supported by Commissioner Charles .

PRESENT: Charles, Matonich, Orlich, Peterson, Siirila

ABSENT: None

WHEREAS the Gogebic County Forestry & Parks Commission supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Gogebic County Forestry & Parks Commission acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the [Gogebic County Forestry & Parks Commission recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the [Gogebic County Forestry & Parks Commission fully supports the development of Highland Copper Company's Copperwood Mine Project.

Upon roll call vote the following voted:

YEAS: Charles, Matonich, Orlich Peterson, Siirila

NAYS: None.

I, Amy Hamel, Administrative Secretary to the Gogebic County Forestry & Parks Commission, Gogebic County, Michigan, do hereby certify that the above resolution was adopted by the Gogebic County Forestry & Parks Commission at their regular meeting held October 19, 2023.

Amy Hamel

AMY HAMEL	
NOTARY PUBLIC - STATE OF MICHIGAN	
COUNTY OF GOGEBIC	
My Commission Expires	August 12, 2026
Acting in the County of	Gogebic

Charter Township of Ironwood

RESOLUTION OF SUPPORT FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY IN GOGEBIC COUNTY, MICHIGAN

Resolution # 2023-0013

At the Regular Meeting of the Charter Township of Ironwood, duly held on October 23, 2023, duly held in the board room, of Ironwood Township. The following Resolution was adopted in support of the Copperwood Mine Project.

PRESENT: Aili-Angus, Justinak, Simmons, Lyons, Graser, Segalin and Kangas
ABSENT: None

WHEREAS the Charter Township of Ironwood, supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Charter Township of Ironwood, acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Charter Township of Ironwood, recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the Charter Township of Ironwood, fully supports the development of Highland Copper Company's Copperwood Mine Project.

The forgoing resolution offered by, ___Lyons___ Supported by ___Aili-Angus___.
Upon roll call vote the following voted

YEAS: All
NAYS: None

CERTIFICATION

I, the undersigned duly qualified Clerk of Charter Township of Ironwood, Gogebic County, Michigan do hereby certify that the foregoing is a true and complete copy of a resolution duly adopted by the Township Board of Trustees of the Charter Township of Ironwood, County of Gogebic, Michigan at a regular meeting held on October 23, 2023 at 5:00 pm, and that said meeting was conducted and public notice of said meeting was given pursuant to and in full compliance with the Open Meetings Act, being Act 267, Public Acts of Michigan, 1976.

I further certify that the following members were present at said meeting:



Mary Segalin, Clerk

10-23-2023

Date

WALTER LANNET
Bruce Crossing, MI

DONALD BUSSIÈRE, CHAIRMAN
Ontonagon, MI

KEN TRUSCOTT
Greenland, MI

JACQUELINE JOHNS, BUSINESS MGR.
Ontonagon, MI

RYAN DEHUT, MANAGER
Ontonagon, MI

ONTONAGON BOARD OF COUNTY ROAD COMMISSIONERS

415 SPAR STREET
ONTONAGON, MICHIGAN 49953
PH. (906)884-2332 FAX (906)884-4719
ontoroads.org

RESOLUTION OF SUPPORT

Commissioner Bussiere offered the following resolution of support for the Copperwood Mine Project by Highland Copper Company in Gogebic County, Michigan.

WHEREAS the Ontonagon Board of County Road Commissioners supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Ontonagon Board of County Road Commissioners acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Ontonagon Board of County Road Commissioners recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

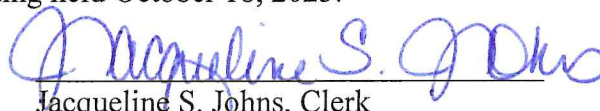
NOW, THEREFORE, be it resolved that the Ontonagon Board of County Road Commissioners fully supports the development of Highland Copper Company's Copperwood Mine Project.

Moved by Commissioner Truscott, seconded by Commissioner Lannet that this resolution of support is adopted.

AYES: Bussiere, Lannet, Truscott

NAYS: None

I, Jacqueline S. Johns, do hereby certify that I am duly appointed and qualified Clerk of the Ontonagon County Board of Road Commissioners and do further certify that the foregoing is a complete and accurate copy of the resolution adopted by the said Ontonagon County Board of Road Commissioners at their regular meeting held October 18, 2023.


Jacqueline S. Johns, Clerk

**RESOLUTION OF SUPPORT
FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY
IN GOGEBIC COUNTY, MICHIGAN**

At the regular Meeting of the Ontonagon Township Board, of the Township of Ontonagon, duly held on October 17, 2023, duly held in the board room, at the Memorial Building, 311 N Steel St, Ontonagon, MI, the following Resolution was offered by Maki, supported by Saari.

PRESENT: Supervisor Steve Store, Clerk Pam Chabot, Treasurer Penny Saari, Trustees Chuck Maki & Brenda Hamm

ABSENT:

WHEREAS the Township of Ontonagon supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Township of Ontonagon acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Township of Ontonagon recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the Township of Ontonagon fully supports the development of Highland Copper Company's Copperwood Mine Project.

The forgoing resolution offered by Board Member Chuck Maki second offered by Board Member Penny Saari.

Upon roll call vote the following voted

YEAS: HHH Supervisor Store, Treasurer Saari, Clerk Chabot, Trustees Chuck Maki & Brenda Hamm

NAYS: Ø

I, Pam Chabot, the duly elected and acting Clerk of Ontonagon Township, hereby certify that the foregoing resolution was adopted by the township board of said township at the regular meeting of said board held on Oct 17, 2023 at which meeting a quorum was present by a roll call vote of said members as hereinbefore set forth; that said resolution was ordered to take immediate effect.

Pam Chabot
Clerk

RESOLUTION 2023-16
RESOLUTION OF SUPPORT
FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY
IN GOGEBIC COUNTY, MICHIGAN

At the Regular Meeting of the Village Council of the Village of Ontonagon, duly held on October 9th, 2023, duly held in the offices at 315 Quartz Street, Ontonagon, Michigan, the following Resolution was offered by Trustee Chastan supported by Trustee Marks.

PRESENT: Chastan, Marks, Rebholz, Seid, Waldrop, Hopper & Coey

ABSENT: None

WHEREAS the Village of Ontonagon supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Village of Ontonagon acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Village of Ontonagon recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the Village of Ontonagon fully supports the development of Highland Copper Company's Copperwood Mine Project.

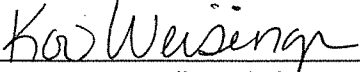
THIS RESOLUTION is hereby approved by roll call vote:

YEAS: Chastan, Marks, Rebholz, Seid & Coey

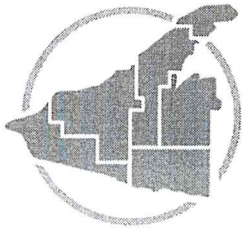
NAYS: Waldrop & Hopper

And, adopted by a 2/3rds vote of the Village Council of the Village of Ontonagon, this 9th day of October, 2023.

I hereby certify that the foregoing is a true and complete copy of a resolution adopted by the Village Council of the Village of Ontonagon, County of Ontonagon, State of Michigan, at a regular meeting held on Monday, October 9, 2023, that said meeting was conducted and public notice of said meeting was given pursuant to and in full compliance with the Open Meetings Act, being Act 267 of Public Acts of Michigan 1976, and that the minutes of said meeting were kept and will be or have been made available as required by said Act.



Kori Weisinger, Village Clerk



Western U.P.

PLANNING & DEVELOPMENT REGION

400 Quincy St, 8th Floor, Hancock, Michigan 49930
906-482-7205 Fax: 906-482-9032 e-mail: info@wuppdr.org

RESOLUTION 2023-03

Support for the Copperwood Mine of Highland Copper Company

WHEREAS, the Western Upper Peninsula Planning and Development Region Commission (hereinafter referred to as “WUPPDR”) supports the development of safe, modern and responsible mining as planned for Highland Copper Company’s Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan; and

WHEREAS, WUPPDR acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region; and

WHEREAS, WUPPDR recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy; and

WHEREAS, the 2022-2026 Western Upper Peninsula Comprehensive Economic Development Strategy, which WUPPDR maintains in its capacity as an economic development district organization of the United States Economic Development Administration, includes an objective to support and seek opportunities for the value-added use of commodities originating within the region; and

WHEREAS, WUPPDR’s mission is to foster stable and diversified economies in the Western Upper Peninsula.

NOW, THEREFORE, BE IT RESOLVED that the Western Upper Peninsula Planning and Development Region Commission strongly supports advancement and development of the Copperwood Mine Project.

Moved: Bob Niossainen Supported: William Menge

Aye: 5; Nay: 0 Motion carries.

I certify the above motion is a true copy of action taken by the Executive Committee of the Western Upper Peninsula Planning and Development Region Commission at its regular meeting on October 16, 2023.

William Menge
William Menge, Secretary

October 9, 2023

Marty Fittante
Chief Executive Officer
InvestUP
101 W. Washington, Suite 13
Marquette, MI 49855

RE: Highland Copper Company – Copperwood Mine Project

Dear M. Fittante,

The decline of our area's economy with the closure of White Pine Mine 30 years ago, Ontonagon Paper mill a few years later and more recently the closure of the prison in Marenisco, has left a significant gap in the ability of the residents to secure family sustaining jobs. This is evidenced by the decline of the population as well as the increase in the average age of residents. The Copperwood Mine Project will provide a wind of change and significant improvement to the economy of the area.

We are providing this letter to express our support for the Copperwood Mine Project. As the primary healthcare provider in the Western Upper Peninsula of Michigan we support the development of a safe, modern and environmentally and socially responsible mine in our region. We understand the need for copper in this age of transition to a lower carbon economy and hope that Michigan, through its support of the Copperwood Mine Project, can become a leader in this area by locally extracting copper, a metal critical to the manufacturing of technologies supporting this transition.

In conclusion, we support Highland Copper Company's Copperwood Mine Project that will be transformative to our local and regional economy and accelerate our return to a thriving area.

Please do not hesitate to contact me at 906-932-6215 to discuss this matter or to answer any questions you may have.

Sincerely,

A handwritten signature in black ink that reads "Paula Chermide".

Paula Chermide, CAO
Aspirus Ironwood Hospital and Clinics, Inc.



Passion for excellence.
Compassion for people.

ONTONAGON HOSPITAL

601 S. 7th St., Ontonagon, MI 49953
P 906.884.8000 | F 906.884.4384 | aspirus.org

October 11, 2023

Marty Fittante
Chief Executive Officer
InvestUP
101 W. Washington, Suite 13
Marquette, MI 49855

RE: Highland Copper Company – Copperwood Mine Project

Dear M. Fittante,

The decline of our area's economy with the closure of White Pine Mine 30 years ago, Ontonagon Paper mill a few years later, and more recently the closure of the prison in Marenisco, has left a significant gap in the ability of the residents to secure family sustaining jobs. This is evidenced by the decline of the population as well as the increase in the average age of residents. The Copperwood Mine Project will provide a wind of change and significant improvement to the economy of the area.

We are providing this letter to express our support for the Copperwood Mine Project. As an active business in the Western Upper Peninsula of Michigan we support the development of a safe, modern and environmentally and socially responsible mine in our region. We understand the need for copper in this age of transition to a lower carbon economy and hope that Michigan, through its support of the Copperwood Mine Project, can become a leader in this area by locally extracting copper, a metal critical to the manufacturing of technologies supporting this transition.

In conclusion, we support Highland Copper Company's Copperwood Mine Project that will be transformative to our local and regional economy and accelerate our return to a thriving area.

Please do not hesitate to contact me at 906-884-8111 to discuss this matter or to answer any questions you may have.

Sincerely,

Rae Kaare
Chief Administrative Officer
Aspirus Ontonagon Hospital



COLEMAN ENGINEERING COMPANY

CIVIL ENGINEERING • GEOTECHNICAL ENGINEERING • SURVEYING

200 EAST AYER STREET • IRONWOOD, MI 49938 • PHONE: 906-932-5048

October 10, 2023

Marty Fittante
Chief Executive Officer
InvestUP
101 W. Washington, Suite 13
Marquette, MI 49855

Re: Highland Copper Company
Copperwood Mine Project

Mr. Fittante:

Coleman Engineering Company has been a proud employer of professional and technical residents of the western Upper Peninsula for over 50 years. The decline of our area's economy with the closure of White Pine Mine 30 years ago, Ontonagon Paper mill a few years later and more recently the closure of the prison in Marenisco, has left a significant gap in the ability of the residents to secure family sustaining jobs. This is evidenced by the decline of the population, as well as the increase in the average age of residents. The Copperwood Mine Project will provide a wind of change and significant improvement to the economy of the area.

We are providing this letter to express our support for the Copperwood Mine Project. As an active full services consulting firm in the Western Upper Peninsula of Michigan we support the development of a safe, modern and environmentally and socially responsible mine in our region. We understand the need for copper in this age of transition to a lower carbon economy and hope that Michigan, through its support of the Copperwood Mine Project, can become a leader in this area by locally extracting copper, a metal critical to the manufacturing of technologies supporting this transition.

In conclusion, we support Highland Copper Company's Copperwood Mine Project which will be transformative to our local and regional economy and accelerate our return to a thriving area.

Please do not hesitate to contact me at (906)774-3440 to discuss this matter or to answer any questions you may have.

Sincerely,

Kevin W. Trevillian, P.E, Principal
Coleman Engineering Company



E4946 Jackson Road
Ironwood, Michigan 49938

(906) 932-4231 or (800) 682-5910
gogebic.edu

October 06, 2023

Marty Fittante
Chief Executive Officer
InvestUP
101 W. Washington, Suite 13
Marquette, MI 49855

RE: Highland Copper Company – Copperwood Mine Project

Dear M. Fittante,

The decline of our area's economy with the closure of White Pine Mine 30 years ago, Ontonagon Paper mill a few years later and more recently the closure of the prison in Marenisco, has left a significant gap in the ability of the residents to secure family sustaining jobs. This is evidenced by the decline of the population as well as the increase in the average age of residents. The Copperwood Mine Project will provide a wind of change and significant improvement to the economy of the area.

We are providing this letter to express our support for the Copperwood Mine Project. As an institution of higher education in the Western Upper Peninsula of Michigan we support the development of a safe, modern and environmentally and socially responsible mine in our region. We understand the need for copper in this age of transition to a lower carbon economy and hope that Michigan, through its support of the Copperwood Mine Project, can become a leader in this area by locally extracting copper, a metal critical to the manufacturing of technologies supporting this transition.

In conclusion, we support Highland Copper Company's Copperwood Mine Project that will be transformative to our local and regional economy and accelerate our return to a thriving area.

Please do not hesitate to contact me at jennifers@gogebic.edu or 906-307-1210, to discuss this matter or to answer any questions you may have.

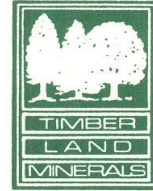
Sincerely,

A handwritten signature in black ink, appearing to read 'Jennifer Sabourin', with a long horizontal flourish extending to the right.

Jennifer Sabourin, PhD
Interim President/
Vice President of Student Services and Athletics
Gogebic Community College



1801 E. Cloverland Dr.
P.O. Box 188
Ironwood, MI 49938
Phone: (906) 932-3410
Fax: (906) 932-5823
Email: investors@Keweenaw.com



KEWEENAW
LAND ASSOCIATION, LIMITED

& IRONWOOD MINES CORPORATION
a subsidiary of Keweenaw Land Association, Limited

October 19, 2023

Marty Fittante
Chief Executive Officer
InvestUP
101 W. Washington, Suite 13
Marquette, MI 49855

RE: Highland Copper Company – Copperwood Mine Project

Dear M. Fittante,

My name is Tim Lynott, President and CEO of Keweenaw Land Association, Ltd. a Michigan corporation based in Ironwood, Michigan. We have operated here for over 150 years as a mineral and timber management company and currently manage about 429,000 acres of minerals across upper Michigan and at the Copperwood project. Not only do we work here in Michigan, we live here and we are from here, we have always been here.

A Pure Michigan and clean energy future starts with responsible and sustainable mining. Mining of those minerals can be done in Michigan as demonstrated by the Eagle mine.

For too long, the western end of the UP has seen a decline in population and economic growth, since the White Pine mine closed in the 90's followed by the Ontonagon paper mill in the 2000's and then the Ojibway correctional facility in the 2010's. Our greatest export has been our youth and our families that can no longer afford to live here. This is an opportunity to change all of that!

I call it a Friday night fish fry and an F-150 in the driveway. Back when the mines were in operation, life was good. People remember those times and want to see them return. Family sustaining jobs, filling our schools and our stores, and once again contributing to a Michigan economy.

The opportunity is not only for families but also for Michigan. During the pandemic we heard about supply chain challenges. This opportunity before us can help eliminate that challenge by mining and refining the necessary minerals to supply the manufacturers of products that are made in Michigan. Can you imagine an F-150 rolling off the assembly line in Detroit utilizing minerals and copper mined from Upper Michigan?

It is not only the supply chain but also the value chain. Michigan is home to the Big 3 auto manufacturers that will be consuming ever more amounts of these critical and strategic metals.

The value proposition for Michigan is capturing the value across the product life cycle including mining severance taxes, local, and state corporate taxes as well as income taxes for the numerous jobs this investment will support.

Pure Michigan is not about choosing recreation or the environment over industry. It is about pursuing both in a responsible and sustainable manner.

They can coexist in Michigan, and in Upper Michigan they have always coexisted. Some of the most beautiful areas we have are former mines, across the UP, that have recovered from the sins of the past long before environmental standards existed. In the 21st century, new standards exist. And Michigan has some of the best which will guarantee we protect all of our precious resources.

An investment of this magnitude will keep the people here in Upper Michigan that want to stay here, it will bring back those people that want to return here, and it will ensure that Pure Michigan will carry on for those people that visit and recreate here!

Mined in Michigan, Made in Michigan!

Sincerely,

A handwritten signature in black ink that reads "Timothy Lynott". The signature is written in a cursive, flowing style.

Tim Lynott
President and CEO
Keweenaw Land Association, Ltd.

October 20, 2023

To Whom it May Concern:

I have been involved with the Copperwood Project since 2008 and have seen the site progress from just a couple of road projects involving graveling and fixing culverts to property development and improvements. My wife and I have been strong supporters of the mine project throughout the years. We have attended public hearings to support the many different permits necessary for a responsibly safe and permitted mine, spoke with legislators and community leaders, and plain old put boots on the ground to perform work on the site to make this project a reality for our area. This past year has been the most impressive and exciting year with the progress that has been made.

Gogebic and Ontonagon County's economy has lost many large employers in the area such as Connor Forest Industries, Norco Window, Steiger's Lumber Mill, Ojibway Correctional Facility, White Pine Mine, just to name a few. Many of those employees have since retired or moved out of the area. Our younger population has dropped significantly because of this and many wish they could come home, but just can't find a good job to come home to. Our population consists mainly of the Baby Boomer generation since there are very few "good" job opportunities available for the younger working force. Because of this, our schools are especially hurting because families must move out of the area to seek better employment. Relocation of families results in smaller class sizes, less State funding for the schools, and school administrations making hard decisions on what classes to keep and which ones to eliminate. School curriculums are at a bare minimum compared to what they were even 20 years ago. The trade's have been lost and many extracurricular activities must be combined with neighboring schools just to continue with those programs. Local and County Governments struggle to fix roads and maintain buildings and infrastructure because of the continuously decreasing population. Without a promise of a major employer in the area, we all know what will happen to our communities: no schools, terrible roads, no hospitals for important healthcare, delapidated homes and buildings, and closed small businesses.

A mine project at Copperwood would provide those "good" jobs for people to move back home to and ensure that our communities don't turn into ghost towns. It holds a promise of good paying jobs for both me and my wife, our friends and families, and also to our children, who we hope are able to at least have a choice if they want to stay here or move elsewhere. Currently, there is no option for them but to move. Building a mine would provide many different job opportunities to the whole region and stimulate our economy, make our schools strong again, provide a good tax base for our local and county governments, and bring good and hardworking people back to our area. We fully support the Copperwood Mine Project!

Sincerely,
Chris and Mandy Lake
Silver Creek Excavating and Trucking, LLC
Wakefield Township, Michigan

October 18, 2023

Marty Fittante
Chief Executive Officer
InvestUP
101 W. Washington, Suite 13
Marquette, MI 49855

RE: Highland Copper Company – Copperwood Mine Project

Dear Mr. Fittante,

The decline of our area's economy with the closure of White Pine Mine 30 years ago, Ontonagon Paper mill a few years later, and more recently the closure of the prison in Marenisco, has left a significant gap in the ability of the residents to secure family-sustaining jobs. This is evidenced by the population decline and the increase in the average age of residents. The Copperwood Mine Project will provide a wind of change and significant improvement to the economy of the area.

We are providing this letter to express our support for the Copperwood Mine Project. As an active workforce development entity that serves the entire Upper Peninsula of Michigan, we support the development of a safe, modern, and environmentally and socially responsible mine in our region. We understand the need for copper in this age of transition to a lower carbon economy and hope that Michigan, through its support of the Copperwood Mine Project, can become a leader in this area by locally extracting copper, a metal critical to the manufacturing of technologies supporting this transition.

In conclusion, we support Highland Copper Company's Copperwood Mine Project that will be transformative to our local and regional economy and accelerate our return to a thriving area.

Please do not hesitate to contact me to discuss this matter or to answer any questions you may have.

Sincerely,



Debb Brunell, CEO
Upper Peninsula Michigan Works!
906-482-6916
dbrunell@upmichiganworks.org

A Proud Partner of the  American Job Center Network

Equal Opportunity Employer Michigan Relay Center 711 - Auxiliary Aids & Services Available to Individuals with Disabilities
- Affiliated with the Department of Labor and Economic Opportunity, State of Michigan - Supported by the State of Michigan
- A Proud Partner of the American Job Center Network - **1-800-285-WORK (9675)**

This program is funded with federal dollars.

October 23, 2023

Marty Fittante
Chief Executive Officer
InvestUP
101 W. Washington, Suite 13
Marquette, MI 49855

RE: Highland Copper Company – Copperwood Mine Project

Dear Mr. Fittante,

The decline of our area's economy with the closure of White Pine Mine 30 years ago, Ontonagon Paper mill a few years later, and more recently, the closure of the prison in Marenisco has left a significant gap in the ability of the residents to secure family-sustaining jobs. This is evidenced by the decline in the population as well as the increase in the average age of residents. The Copperwood Mine Project will provide a wind of change and significant improvement to the economy of the area.

We are providing this letter to express our support for the Copperwood Mine Project. As an educational service agency that works with families and schools in the Western Upper Peninsula of Michigan, we support the development of a safe, modern, environmentally and socially responsible mine in our region. We understand the need for copper in this age of transition to a lower carbon economy and hope that Michigan, through its support of the Copperwood Mine Project, can become a leader in this area by locally extracting copper, a metal critical to the manufacturing of technologies supporting this transition.

In conclusion, we support Highland Copper Company's Copperwood Mine Project, which will be transformative to our local and regional economy and accelerate our return to a thriving area. Please do not hesitate to contact me at 906-575-3438 to discuss this matter or answer any questions.

Sincerely,



Alan R. Tulppo, Ed.S.
Superintendent
Gogebic-Ontonagon Intermediate School District



OFFICE OF THE PRESIDENT
1401 Presque Isle Avenue
Marquette, MI 49855-5301
906-227-2242 | FAX: 906-227-2249
NMUPres@nmu.edu | nmu.edu/president

November 22, 2023

InvestUP
Attn: Marty Fittante, Chief Executive Officer
101 West Washington Street, Suite 13
Marquette, MI 49855

RE: Highland Copper Company – Copperwood Mine Project

Dear Mr. Fittante,

Please accept this letter of support for the Copperwood Project in Gogebic County. Northern Michigan University is a rural-serving comprehensive institution based in Marquette in Michigan's Upper Peninsula with approximately 7,000 students and over 170 degree programs. Northern values the important responsibility of partnership in support of our region's prosperity. Through collaboration with industry and economic development partners like InvestUP, we are preparing students for success in high-wage, in-demand careers that are also enabling new economic development throughout the region. Consistent with its commitment to access and lifelong learning, Northern also takes great pride in supporting non-degree programs that support skill development and workforce training in partnership with Upper Peninsula employers.

We are encouraged by new opportunities presented for sustainable mineral production in the western Upper Peninsula. This region has faced severe challenges over the past three decades with the closure of the White Pine Mine, the former Smurfit Stone paper mill in Ontonagon, and former state Ojibwa Correctional Facility in Marenisco, resulting in record unemployment, population decline, and shrinking K-12 enrollment.

The Copperwood Project is projected to support 380 full-time operational jobs and 273 indirect jobs annually through 2037, in addition to 300 construction jobs for the project development. The projected \$77.3 million in annual labor income and \$13.7 million in state and local taxes from this project will have a profound impact in this community and throughout our region, while also supporting responsible production of minerals that are necessary to fuel our growing mobility economy in Michigan.

Thank you for the opportunity to support this monumental investment in the Upper Peninsula.

Sincerely,

Brock Tessman, Ph.D.
President



MICHIGAN TECHNOLOGICAL UNIVERSITY

OFFICE OF THE PRESIDENT

November 14, 2023

Marty Fittante
Chief Executive Officer
InvestUP
101 W. Washington, Suite 13
Marquette, MI 49855

RE: Highland Copper Company – Copperwood Mine Project

Dear Mr. Fittante,

As Michigan's university chartered to serve the industrial needs of the state and originally named the Michigan Mining School, we provide this letter of support for the Copperwood Mine Project. We understand the need for copper in this age of transition to a lower carbon economy and hope that Michigan, through its support of the Copperwood Mine Project, can become a leader in this area by locally extracting copper, a metal critical to the manufacturing of technologies supporting this transition.

The Copperwood Mine Project aligns with our commitment to fostering responsible industrial practices that prioritize safety, environmental stewardship, and community well-being. We believe that the development of this mine will not only contribute to meeting the increasing demand for copper but will also serve as a model for sustainable mining practices.

Furthermore, we recognize the economic benefits that the Copperwood Mine Project can bring to our region, creating job opportunities and fostering economic growth. We anticipate that this program can contribute to the prosperity of the Western Upper Peninsula and strengthen Michigan's position as a hub for responsible resource extraction.

We endorse the Copperwood Mine Project and express our enthusiasm for the positive contributions it can make to our region and the state of Michigan as a whole.

Sincerely,

Rick Koubek
President

CARP LAKE TOWNSHIP
OF ONTONAGON COUNTY
PO Box 397
White Pine, MI 49971
Phone (906) 885-5884
Fax (906) 885-5236



**RESOLUTION 2023-11 - CARP LAKE TOWNSHIP
SUPPORT FOR COPPERWOOD MINE PROJECT
HIGHLAND COPPER CO IN GOGEBIC COUNTY, MI**

WHEREAS the Carp Lake Township Board supports the development of safe, modern, and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Carp Lake Township Board acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Carp Lake Township Board recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW THEREFORE, BE IT RESOLVED, the Carp Lake Township Board fully supports the development of Highland Copper Company's Copperwood Mine Project.

At the Regular Board Meeting of the Township of Carp Lake, Ontonagon County, MI, duly held on October 18, 2023, at the Carp Lake Town Hall, 17 Main Street, White Pine, MI, the forgoing Resolution 2023-11 was offered by:

Board member Gustafson and supported by board member Reath.

Upon a roll call vote, the following voted: Monville, Weiner, Gustafson, Reath Ayes
Colclasure

0 Nays 0 Absent

The supervisor declared the resolution adopted.

Nancy J. Reath, Clerk

I, Nancy Reath, the duly elected and acting Clerk of Carp Lake Township, hereby certify that the foregoing resolution was adopted by the Township Board of said Township at the regular meeting of said Board held on October 18, 2023, at which meeting a quorum was present by a roll call vote of said members as hereinbefore set forth; that said Resolution 2023-11 was ordered to take immediate effect.

Nancy J. Reath, Clerk

Carp Lake Township is an Equal Opportunity Provider and Employer

**RESOLUTION OF SUPPORT
FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY
IN GOGEBIC COUNTY, MICHIGAN**

At a Regular Meeting of the Township Board of Wakefield Township, duly held on November 7, 2023, duly held in the board room at Wakefield Township Hall, 414 N. County Rd. 519, the following Resolution was offered by Robert Drier supported by Michael Heikkila

PRESENT: Jennife Ahonen, Denise Laessig, Robert Drier, Michael Heikkila

ABSENT: mandy Lake

WHEREAS the Township of Wakefield supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Township of Wakefield acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Township of Wakefield recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the Township of Wakefield fully supports the development of Highland Copper Company's Copperwood Mine Project.

The forgoing resolution offered by Board Member Robert Drier second offered by Board Member Michael Heikkila.

Upon roll call vote the following voted

YEAS: Michael Heikkila, Denise Laessig, Robert Drier, Jennife Ahonen

NAYS: none

The Wakefield Township Clerk declared the Resolution adopted.

Jennife Ahonen

Jennife Ahonen, Wakefield Township Clerk

Date: 11/7/23



**RESOLUTION OF SUPPORT
FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY
IN GOGEBIC COUNTY, MICHIGAN**

At the Regular Meeting of the Marenisco Township Board, duly held on November 20, 2023, the following Resolution was offered by Clerk Kenney supported by Treasurer Leonard.

PRESENT: Supervisor Mahler, Clerk Kenney, Treasurer Leonard, Trustee Hagen, Trustee Dunbar
ABSENT: None

WHEREAS the Township of Marenisco supports the development of safe, modern and responsible mining as planned for Highland Copper Company’s Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Township of Marenisco acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Township of Marenisco recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the Township of Marenisco fully supports the development of Highland Copper Company’s Copperwood Mine Project.

The forgoing resolution offered by Board Member Kenney, second offered by Board Member Leonard.

Upon roll call vote the following voted

YEAS: Supervisor Mahler, Clerk Kenney, Treasurer Leonard, Trustee Hagen, Trustee Dunbar

NAYS: None

This Resolution declared adopted on Monday, November 20, 2023 at a regular meeting of the Marenisco Township Board.


Donna Kenney, Clerk

Iron County Board of Commissioners
RESOLUTION
In Support of the Copperwood Mine Project
by Highland Copper Company

WHEREAS, the Iron County Board of Commissioners supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS, the Iron County Board of Commissioners acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Iron County Board of Commissioners recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, BE IT RESOLVED, that Iron County Board of Commissioners fully supports the development of Highland Copper Company's Copperwood Mine Project.

Commissioner JACOB CONERY offered the resolution that was supported by

Commissioner FAN BRUETTE and the resolution were adopted by the following vote:


Yeas: PERETTO, STAFFORD, STAUBER, CONERY, BRUETTE


Nays: NONE

Absent: NONE

I hereby certify the foregoing is a true and correct copy of the resolution adopted at a meeting of the Board of the County Commissioners of the County of Iron on November 14, 2023.

**BOARD OF COUNTY COMMISSIONERS
OF THE COUNTY OF IRON**

By  _____
Mark Stauer
It's Chair

By  _____
Julie Kezerle
It's Clerk



**RESOLUTION OF SUPPORT
FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY
IN GOGEBIC COUNTY, MICHIGAN**

#23-22

WHEREAS the Houghton County Board of Commissioners supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Houghton County Board of Commissioners acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Houghton County Board of Commissioners recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the Houghton County Board of Commissioners fully supports the development of Highland Copper Company's Copperwood Mine Project.

Moved by Commissioner: Janssen

Supported by Commissioner: Britz

Roll Call Vote:

Yes: Janssen, Britz, Tikkanen, Anderson

No: None

Motion Carried.

RESOLUTION DECLARED ADOPTED.

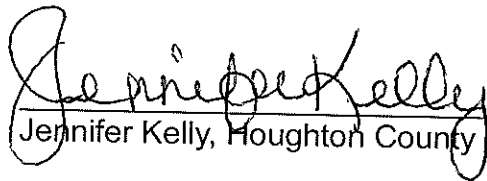


Tom Tikkanen, Chairman
Houghton County Board of Commission

11/14/23

Date

I, Jennifer Kelly, County Clerk of Houghton County, do hereby certify and set my seal to the above Resolution as adopted November 14, 2023, at the Houghton County Courthouse, 401 East Houghton Avenue, Houghton, MI 49931.



Jennifer Kelly, Houghton County Clerk

RESOLUTION
SUPPORT FOR THE COPPERWOOD MINE PROJECT OF
HIGHLAND COPPER COMPANY

WHEREAS the BARAGA COUNTY supports the development of safe, modern and responsible mining as planned for Highland Copper Company’s Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the BARAGA COUNTY acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;


WHEREAS the BARAGA COUNTY recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

NOW, THEREFORE, be it resolved that the BARAGA COUNTY fully supports the development of Highland Copper Company’s Copperwood Mine Project.

STATE OF MICHIGAN)
) SS
COUNTY OF BARAGA)

I, WENDY J. GOODREAU, Clerk of the Baraga County Board of Commissioners and Clerk of the County of Baraga, do hereby certify that the above Resolution was duly adopted by the said Board on November 13, 2023.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of said County and Circuit Court at L’Anse, Michigan this 15th day of November 2023.



Wendy J. Goodreau, Clerk

Ontonagon County Board of Commissioners

Courthouse, 725 Greenland Road

Ontonagon, MI 49953

Telephone (906) 884-4255

Fax (906) 884-6796

Chairperson: Carl Nykanen
Vice Chairperson: John Cane

Commissioners: Richard Bourdeau
Robert Nousiainen
Ron Store

RESOLUTION 2023-17

SUPPORT FOR THE COPPERWOOD MINE PROJECT BY HIGHLAND COPPER COMPANY IN GOGEBIC COUNTY, MICHIGAN

WHEREAS the Ontonagon County Board of Commissioners supports the development of safe, modern and responsible mining as planned for Highland Copper Company's Copperwood Mine Project located in Ironwood and Wakefield Townships of Gogebic County, Michigan, and;

WHEREAS the Ontonagon County Board of Commissioners acknowledges the commitment of Highland Copper Company to maintain their transparent and regular engagement with local and regional communities and remain a positive partner for the region, and;

WHEREAS the Ontonagon County Board of Commissioners recognizes the commitment of Highland Copper Company to develop an environmentally sound copper mine that will maximize local employment and will provide expansive economic benefits to the Western Upper Peninsula, contributing to the revitalization of the local and regional economy.

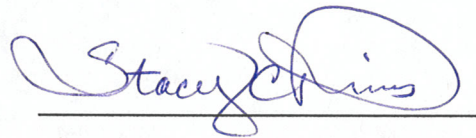
NOW, THEREFORE, be it resolved that the Ontonagon County Board of Commissioners fully supports the development of Highland Copper Company's Copperwood Mine Project.

The forgoing resolution offered by Commissioner Bourdeau second offered by Commissioner Nousiainen_ is declared adopted.

YEAS: Bourdeau, Nousiainen, Cane, Store & Nykanen

NAYS: None

ABSTENTIONS: None



Stacy C. Preiss, County Clerk

Ontonagon County is an Equal Opportunity Employer



THE SENATE
STATE OF MICHIGAN

ED McBROOM
38TH DISTRICT
P.O. BOX 30036
LANSING, MI 48909-7536
PHONE: (517) 373-7840
FAX: (517) 373-3932
senmcbroom@senate.michigan.gov

Dear Michigan Strategic Fund Board,

Thank you for your consideration of the Highland Copper – Copperwood Mine Project at your next meeting. This is a tremendous opportunity for the state of Michigan to make an enormous impact in one of the most economically challenged areas in all of the Upper Peninsula and the state of Michigan as a whole.

Following the closure of White Pine Copper Mine, the area has suffered from high unemployment, population decline, a loss of many community members, and a limitation on services they were once able to provide, among others. Most recently, the 2018 closure of the prison in Marenisco has devastated families, schools, churches, civic groups, and other business in the same area of the UP. The state pledged significant financial support to help the area deal with the closure, but it has struggled to find avenues to accomplish that goal outside of a few opportunities with local economic development agencies and some worker retraining.

As you are likely aware, this project has the power to both bring prosperity to an economically struggling region of our state, and also place Michigan at the forefront of the resource side of the electrical advancements currently occurring around the world. The project is expected to generate a total capital investment of \$425 million, and create roughly 380 high wage, family sustaining jobs in the Western UP.

The people of the area remember the opportunities and success mining brought to the area. They are confident in their ability to be partners with Highland Copper to bring prosperity to the area, the Upper Peninsula, and the state of Michigan.

Again, we thank you for consideration and ask that you move forward with the support for the project, helping to launch this great opportunity for our state.

Sincerely,

Handwritten signature of Senator Ed McBroom in black ink.

Senator Ed McBroom

38th Senate District

Handwritten signature of Representative Greg Markkanen in black ink.

Representative Greg Markkanen

110th House District



Alcona County Board of Commissioners

Alcona County Building
P.O. Box 308
Harrisville, MI 48740

Voice: (989) 724-9410
Facsimile: (989) 724-9419

January 17, 2024

Nicole Whitehead, EDFP
Business Operations Director
Michigan Economic Development Corporation (MEDC)
300 N. Washington Square
Lansing, MI 48913

Re: Letter of Support: Strategic Site Readiness Program (SSRP)
Oscoda-Wurtsmith Airport Authority Grant Request

Dear Ms. Whitehead,

On behalf of Alcona County we are very pleased to submit this letter of support for Oscoda-Wurtsmith Airport Authority. Specifically, we enthusiastically encourage the award of the SSRP grant funds, and understand what it will mean to our surrounding communities. The Alcona County Board of Commissioners, at their meeting of January 17, 2024, approved this communication.

Oscoda-Wurtsmith Airport Authority is critical for the continuing development of the area in northeast Michigan. As the OWAA grows, so does the community. Job activity on the former base are related to businesses and growth in Oscoda Township and Alcona County.

The airport's success since the base closing includes hosting Northeastern Michigan's largest employer, Kalitta Air, and multiple employers operating on the national stage, USA Jet, Phoenix Composite and Instacoat to name a few. The airport collectively employs approximately 2,200 workers and two dozen businesses. They are a leader locally and nationally in aviation related maintenance, repair, and overhaul.

The Airport's impact on our area, and more specifically Alcona County is of great value to the residents of this area, and for the businesses growth and job opportunities both on the airport and in the surrounding area which includes Alcona County

If additional discussion might be helpful, please feel free to contact me by calling 989 590 2137 or via email at abrege@alcona-county.net.

Sincerely,
Adam Brege, Chairman
Alcona Count Board of Commissioners



COUNTY OF BERRIEN
COMMUNITY DEVELOPMENT

Daniel Fette, Director
Berrien County Administration Building
701 Main Street, St. Joseph, MI 49085
Phone: 269-983-7111 ext. 8617
Email: dfette@berriencounty.org

October 20, 2023

Michigan Economic Development Corporation
Ms. Terri Fitzpatrick, Executive Vice President, Chief Real Estate and Global Attraction Officer
300 N Washington Square
Lansing, MI 48913

RE: Cornerstone Alliance Application – Strategic Site Readiness Program

Ms. Fitzpatrick,

Please accept this letter of support for the Cornerstone Alliance application for MEDC's Strategic Site Readiness Program (SSRP).

As a border county, and the closest Michigan location to the Chicago metro, no County better understands the importance of site readiness and site development more than Berrien County. We have a long history of investing in industrial sites that has created high-wage, high-skill jobs for generations of Michiganders. Berrien County has successfully partnered with the MEDC, EGLE, MDOT and many other state entities on projects that can be replicated across the state, and are viewed as best-in-class developments.

The Cornerstone Alliance SSRP application includes specific eligible activities, on strategic sites, located in traditionally underserved areas. Investment in these sites will lead to significant capital investment, job creation, and provide the State of Michigan with desirable, shovel-ready sites.

In many cases, Berrien County is the first impression most people receive when visiting the State of Michigan. Having the MEDC invest SSRP funding into our community will provide new business opportunities that will grow Michigan's population, tax base and quality of life.

If you have any questions, please contact me at dfette@berriencounty.org, or (269) 983-7111

Thank you,

Dan Fette – Director
Community Development Department
County of Berrien

DELHI CHARTER TOWNSHIP
TOWNSHIP MANAGER'S OFFICE



2074 Aurelius Road
Holt, MI 48842-6320

Phone (517) 694-2137
Fax (517) 694-3847

January 16, 2024

Nicole Whitehead
Michigan Economic Development Corporation
300 N. Washington Square
Lansing, MI 48913

RE: Local Support for Site Readiness Funding

Dear Ms. Whitehead:

On behalf of Delhi Charter Township, I am pleased to submit this letter to express our support for the Lansing Economic Area Partnership's (LEAP) grant application for the 1375 College Road site readiness funding. We understand the significance of this opportunity and firmly believe that the development of this site holds great promise for the economic growth and resilience of our township and the broader region. Delhi Charter Township is committed to fostering a vibrant and thriving business community, and we recognize the potential impact that developing this site further could have on our local economy.

Our team is ready to collaborate closely, providing the necessary resources and expertise to ensure the success of this venture. We believe that the strategic investment in site readiness is a pivotal step toward attracting and retaining businesses that will contribute to the growth and prosperity of our community. LEAP's commitment to advancing economic development aligns with our own goals, and we are excited about the positive impact that this collaboration can have on the Delhi Charter Township and the entire region.

If you have any questions, please feel free to contact me at tracy.miller@delhitownshipmi.gov.

Sincerely,

A handwritten signature in blue ink, appearing to read "Tracy Miller", with a long horizontal flourish extending to the right.

Tracy Miller
Township Manager



January 11, 2024

Nicole Whitehead, EDFP, Business Operations Director
Michigan Economic Development Corporation (MEDC)
300 N. Washington Square
Lansing, MI 48913

Re: Letter of Support: Strategic Site Readiness Program (SSRP) Oscoda-Wurtsmith Airport Authority Grant Request

Dear Ms. Whitehead:

On behalf of the Board of Directors of Develop Iosco, Inc., we offer this letter of support for Oscoda-Wurtsmith Airport Authority (OWAA)'s Strategic Site Readiness Program (SSRP) grant that will represent a significant economic investment in Iosco County.

Develop Iosco serves as the economic development organization in Iosco County by convening and facilitating economic development activities within Iosco County related to business development. We recognize that OWAA is critical to the success of the county's economic prosperity and applaud their leadership role not only in the region but nationally in the aviation industry with support services including maintenance, repair, and overhaul.

OWAA's impact on employment in Iosco County is significant. The county was home to 25,213 residents in 2020. Nearly fifteen percent (14.6%), or approximately 3,700, of county residents met the federal poverty guidelines. Between 2019 and 2020, median household income declined from \$43,678 to \$42,628, a -2.4% decrease. This data underscores the importance of why investments in job creation and business development are so important to the community.

OWAA's SSRP grant will have a positive impact on the economic development of the community. The airport is home to Iosco County's largest employer, Kalitta Air, which singularly represents 7% of the county's employed workforce according to 2022 data from the Michigan Labor Market and the Northeast Michigan Council of Government. Other nationwide employers such as USA Jet, Phoenix Composite and Instacoat are cornerstone businesses at OWAA. The airport campus collectively employs nearly one-quarter of all workers in Iosco County.

As an economic development organization, DI promotes Iosco County as a place for business growth to improve the quality of life for current and new residents. The SSRP project exemplifies an opportunity that Develop Iosco wholeheartedly supports. We look forward to supporting OWAA's efforts in the community.

Sincerely,

Gloria A. Brooks, MPA
President, Board of Directors
president@develop-iosco.org

Christopher Martin
Executive Director
executivedirector@develop-iosco.org



Detroit
Regional
Partnership

October 30, 2023

Terri Fitzpatrick
EVP|Chief Real estate and Global Attraction Officer
Executive Director, Office of Tribal Business Development
Michigan Economic Development Corporation
300 N. Washington Square
Lansing, MI 48913

RE: SSRP APPLICATION for Innovation Interchange Technology & Industrial Park
Latson Road Site, Howell, Michigan

Dear Terri,

The Detroit Regional Partnership (DRP) strongly supports the Innovation Technology & Industrial Park's request for SSRP funding support to the Michigan Economic Development Corporation (MEDC). Latson Partners LLC has committed hundreds of thousands of dollars to procure and develop the site. The 300 acre site is strategically located with direct access to the Latson Road Interchange at I-96. Sewer and water have been extended to the site. The site is located in the heart of Livingston County, just 6 miles from US23, 16 miles from Oakland County and 22 miles from Ann Arbor.

The site is currently in DRP's Verified Industrial Properties site readiness program (VIP BY DRP) and is a strategic site for our region. It has been submitted for numerous RFI's and was identified as the top Data Center site by Consultants Newmark. DRP anticipates spending VIP funding to further study the site and ready it for development.

We are ready and available to have follow up discussions with the MEDC and partners on why we believe this site should be considered for SSRP funding.

Warmest regards,

A handwritten signature in black ink that reads 'Maureen'. The signature is written in a cursive, flowing style.

Maureen Donohue Krauss
President and CEO



Detroit
Regional
Partnership



Detroit
Regional
Partnership

October 30, 2023

Terri Fitzpatrick
EVP|Chief Real estate and Global Attraction Officer
Executive Director, Office of Tribal Business Development
Michigan Economic Development Corporation
300 N. Washington Square
Lansing, MI 48913

RE: SSRP APPLICATION for Shiawassee Economic Development Partnership (SEDP)
Sites: Parmenter and Owosso

Dear Terri,

The Detroit Regional Partnership (DRP) strongly supports industrial sites Parmenter and Owosso in Shiawassee County and Shiawassee Economic Development Partnership's request for SSRP funding support to the Michigan Economic Development Corporation (MEDC). Both sites are in DRP's Verified Industrial Properties Program and have been vetted through our 3rd party engineers due diligence process. Both sites have been submitted for numerous RFI's on behalf of our region. There is a unique funding opportunity for shared utility resources to these sites with a significant amount of existing capacity.

We are ready and available to have follow up discussions with the MEDC and partners on why we believe both sites should be considered for SSRP funding.

Warmest regards,

A handwritten signature in black ink that reads 'Maureen'.

Maureen Donohue Krauss
President and CEO



Detroit
Regional
Partnership



SAM SINGH
MAJORITY FLOOR LEADER
MICHIGAN SENATE

28TH DISTRICT
P.O. BOX 30036
LANSING, MI 48909-7536
PHONE: (517) 373-3447
FAX: (517) 373-5849
senssingh@senate.michigan.gov

October 17, 2023
Michigan Economic Development Corporation
Strategic Site Readiness Program
300 N. Washington Square
Lansing, MI 48913

Subject: Letter of Support – Strategic Site Readiness Program

To Whom It May Concern:

I am writing to offer my support for the Lansing Economic Development Corporation’s Strategic Site Readiness Program (SSRP) application.

The City of Lansing is dedicated to revitalizing blighted properties and bringing new commercial business to the many vacant parcels that are available, with a priority on the Racer Trust Plant 6 site. This industrial property requires extensive predevelopment work to make it an attractive investment. Through the SSRP grant, Lansing intends to eliminate barriers to development on the site that have kept the property vacant for decades.

The Racer Trust Plant 6 site holds immense potential to enhance the economic landscape through the potential of the electric vehicle industry making its home in Lansing and its surrounding areas. The preparation of this site shows the City’s commitment to fostering a conducive environment for businesses, attracting investment, and ultimately bolstering the economic vitality of the region.

As a State Senator, advocating for the economic prosperity of my district is among my highest priorities and I recognize the significant impact that investments like the SSRP grant can have on our community. Collaboration and partnerships between local and state entities, as demonstrated here, are crucial to realizing these positive changes and advancing our common goals.

Thank you for your consideration. Should you have any questions, please do not hesitate to reach out to my office.

Sincerely,

A handwritten signature in black ink that reads 'Sam Singh'.

Majority Floor Leader
State Senator Sam Singh



76TH DISTRICT
STATE CAPITOL
P.O. BOX 30014
LANSING, MI 48909-7514

MICHIGAN HOUSE OF REPRESENTATIVES

ANGELA WITWER
APPROPRIATIONS CHAIR

PHONE: (517) 373-0822
FAX: (517) 373-5276
AngelaWitwer@house.mi.gov

October 16, 2023

Michigan Economic Development Corporation
Strategic Site Readiness Program
300 N. Washington Square
Lansing, MI 48913

Subject: Letter of Support – Strategic Site Readiness Program

To Whom It May Concern:

I am writing to offer my support for the Lansing Economic Development Corporation's Strategic Site Readiness Program (SSRP) application.

The City of Lansing is dedicated to revitalizing blighted properties and bringing new commercial business to the many vacant parcels that are available, with a priority on the Racer Trust Plant 6 site. This industrial property requires extensive predevelopment work to make it an attractive investment. Through the SSRP grant, Lansing intends to eliminate barriers to development on the site that have kept the property vacant for decades.

The Racer Trust Plant 6 site holds immense potential to enhance the economic landscape through the potential of the electric vehicle industry making its home in Lansing and its surrounding areas. The preparation of this site shows the City's commitment to fostering a conducive environment for businesses, attracting investment, and ultimately bolstering the economic vitality of the region.

As a state representative, advocating for the economic prosperity of my district is among my highest priorities and I recognize the significant impact that investments like the SSRP grant can have on our community. Collaboration and partnerships between local and state entities, as demonstrated here, are crucial to realizing these positive changes and advancing our common goals.

Thank you for your consideration. Should you have any questions, please do not hesitate to reach out to my office at 517-373-0822 or at AngelaWitwer@house.mi.gov.

Sincerely,

Angela Witwer
State Representative
House District 76



77TH DISTRICT
STATE CAPITOL
P.O. BOX 30014
LANSING, MI 48909-7514

MICHIGAN HOUSE OF REPRESENTATIVES
EMILY E. DIEVENDORF
STATE REPRESENTATIVE

PHONE: (517) 373-2277
FAX: (517) 373-8731
EmilyDievendorf@house.mi.gov

October 20, 2023

Michigan Economic Development Corporation
Strategic Site Readiness Program
300 N. Washington Square
Lansing, MI 48913

To Whom It May Concern:

I am writing to offer my support for the Lansing Economic Development Corporation's Strategic Site Readiness Program (SSRP) application.

The City of Lansing is dedicated to revitalizing blighted properties and bringing new commercial business to the many vacant parcels that are available, with a priority on the Racer Trust Plant 6 site. This industrial property requires extensive predevelopment work to make it an attractive investment. Through the SSRP grant, Lansing intends to eliminate barriers to development on the site that have kept the property vacant for decades.

The Racer Trust Plant 6 site holds immense potential to enhance the economic landscape through the potential of the electric vehicle industry making its home in Lansing and its surrounding areas. The preparation of this site shows the City's commitment to fostering a conducive environment for businesses, attracting investment, and ultimately bolstering the economic vitality of the region.

As a State Representative, advocating for the economic prosperity of my district is among my highest priorities and I recognize the significant impact that investments like the SSRP grant can have on our community. Collaboration and partnerships between local and state entities, as demonstrated here, are crucial to realizing these positive changes and advancing our common goals.

If you have any further questions or concerns, please do not hesitate to contact my office at (517) 373-2277 or at EmilyDievendorf@house.mi.gov.

In Solidarity,

Representative Emily E. Dievendorf

State Representative
77th District

Andy Schor
Mayor



City Hall - 9th Floor
124 W. Michigan Avenue
Lansing, MI 48933-1694
PH: 517.483.4141 – FAX: 517.483.6066
Lansing.Mayor@lansingmi.gov

Andy Schor, Mayor

OFFICE OF THE MAYOR
CITY OF LANSING, MICHIGAN

October 18, 2023

Michigan Economic Development Corporation
Strategic Site Readiness Program
300 N. Washington Square
Lansing, MI 48913

Subject: Letter of Support – Strategic Site Readiness Program

To Whom It May Concern:

I strongly support the Lansing Economic Development Corporation's (LEDC) Strategic Site Readiness Program (SSRP) application.

Lansing has a rich history of fostering economic development and attracting investments, and the LEDC has been instrumental in these efforts. The SSRP grant presents an opportunity to further enhance our community's economic landscape by preparing one of the city's priority sites in the Racer Trust Plant 6 site. This industrial property requires extensive predevelopment work.

Through the SSRP grant, Lansing intends to eliminate barriers to development on the Racer Trust Plant 6 site that have kept the property vacant for decades. The Racer Trust Plant 6 site has a substantial opportunity to transform the city's economic landscape, with the potential for the electric vehicle industry to establish a significant presence in Lansing and its neighboring areas.

I have complete confidence in the LEDC's ability to affectively utilize and implement the SSRP grant, leveraging its potential to benefit both the local economy and the residents of Lansing. The LEDC's commitment to economic development and their proven track record in successful project execution instills further confidence in the success of this initiative.

Thank you for your consideration. Should you have any questions, please do not hesitate to reach out to my office.

Sincerely,

Andy Schor
Mayor



October 17, 2023

Terri Fitzpatrick, Executive Vice President, Chief Real Estate and Global Attraction Officer
Michigan Economic Development Corporation
300 N Washington Square
Lansing, MI 48913

Dear Ms. Fitzpatrick,

Please accept this letter of support for the Strategic Site Readiness Program (“SSRP”) grant application for the Southwest Michigan Commerce Park that Franklin Partners (the Developer) is pursuing. Approximately 120 acres of this 265-acre development is located within Comstock Township and is zoned LM (Light Manufacturing), which includes many commercial and industrial uses.

This site is very close in proximity to the Midlink Business Park, one of the region’s most successful redevelopment projects, that was assisted by the Michigan Economic Development Corporation, which is now home to a diverse group of commercial and industrial users. This site is adjacent to an active industrial and commercial corridor with many jobs that make it prime for investment, but for the infrastructure improvements and site preparation challenges of the site.

Comstock Township has worked with Franklin Partners on rezoning requests and the creation of an Industrial Development District on the site, and they have been accommodating to the requests of the board in developing a site that benefits both the end users, and the community alike. The investment of State dollars on this site would have a dramatic impact on Comstock, its tax base, and its potential for

new jobs in the area. As the first township to be a Redevelopment Ready Community (RRC) Certified Community, Comstock Township has always been proactive in supporting development and the progress of the Township. The Township has already been engaged in discussions with the Developer about supporting the project through a Brownfield Plan to help move this project forward.

Thank you for your consideration of the Southwest Michigan Commerce Park for the Strategic Site Readiness Program ("SSRP"). Comstock Township is excited for the opportunity to see site readiness dollars go to work in our community. We have worked closely with the developer to help bring this site to fruition, and look forward to continuing our progress with the developer.

Sincerely,

A handwritten signature in black ink that reads "Randy Thompson". The signature is written in a cursive style with a long, sweeping tail on the letter "n".

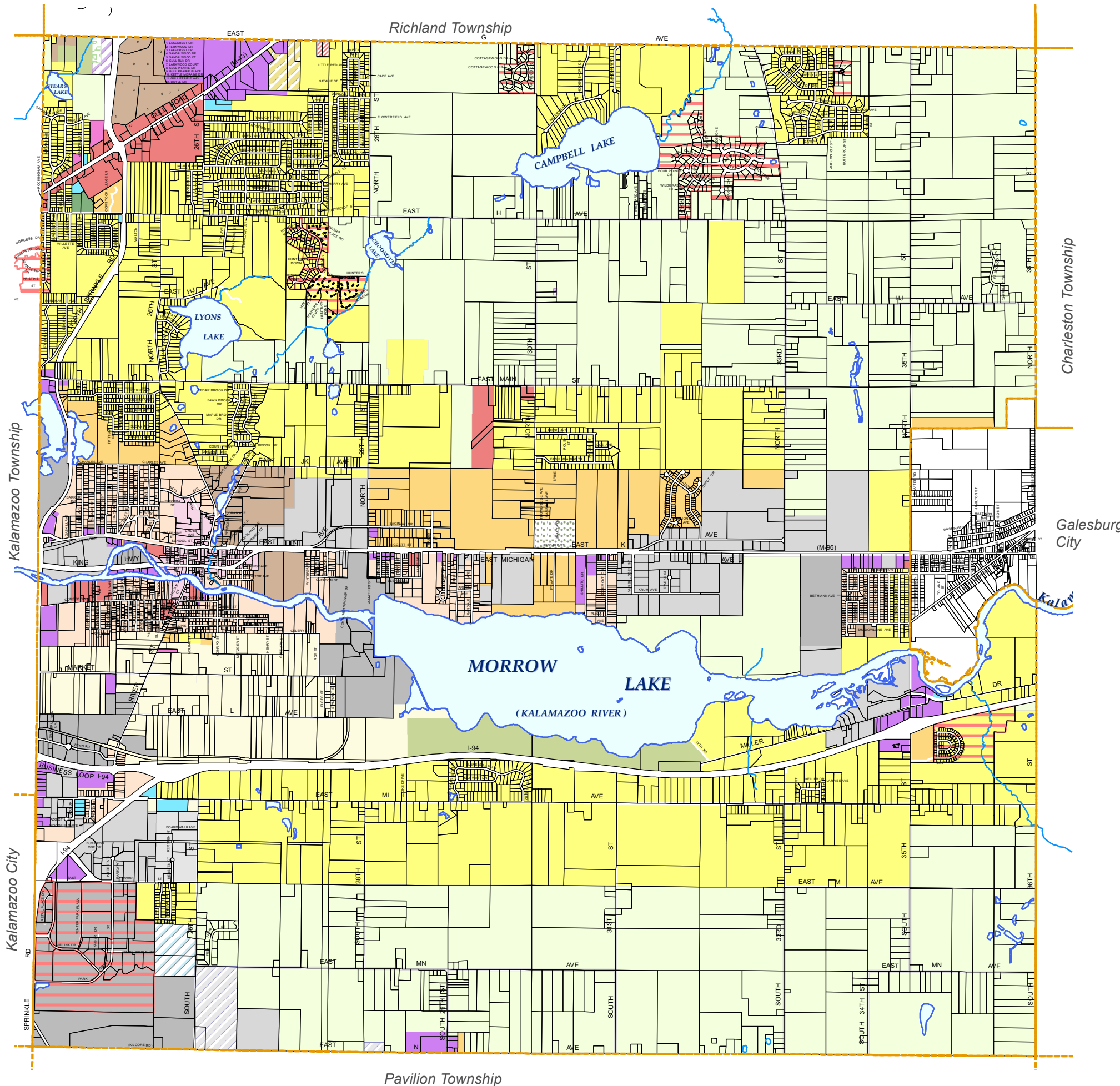
Randy Thompson, Township Supervisor

Comstock Township

269.381-2360

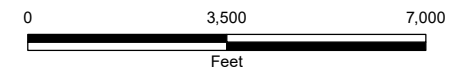
Comstock Charter Township ZONING MAP

Last Revision Per Ordinance 534 Adopted September 18, 2023



Legend

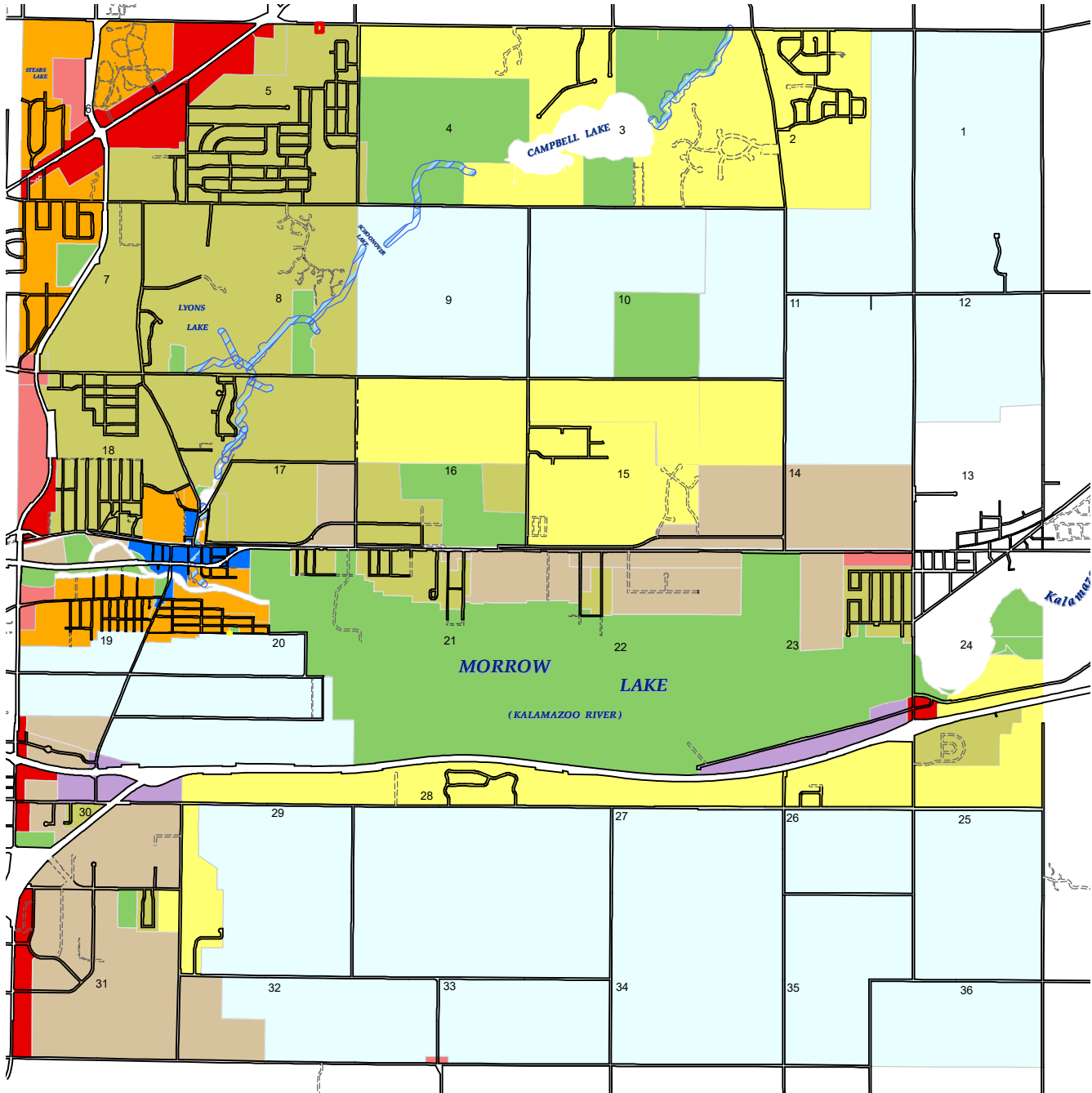
- AGR AGRICULTURAL RESIDENTIAL DISTRICT
- A-H AGRICULTURAL-HORTICULTURAL DISTRICT
- R-1A SINGLE FAMILY DISTRICT
- R-1B SINGLE FAMILY DISTRICT
- R-1C CLUSTER HOUSING DISTRICT
- RM MULTIPLE FAMILY RESIDENTIAL DISTRICT
- RM_C MULTIPLE FAMILY RESIDENTIAL_CONDITIONAL
- RMH MOBILE HOME PARK DISTRICT
- RSM SENIOR CITIZENS MULTIPLE STORY RESIDENTIAL DISTRICT
- O-1 OFFICE DISTRICT
- OW OPEN WETLANDS DISTRICT
- OW_C OPEN WETLANDS CONDITIONAL
- CC COMSTOCK CENTER
- B-1 NEIGHBORHOOD BUSINESS DISTRICT
- B-2 COMMUNITY BUSINESS DISTRICT
- B-2_C COMMUNITY BUSINESS_CONDITIONAL
- B-3 GENERAL BUSINESS DISTRICT
- B-3_C GENERAL BUSINESS_CONDITIONAL
- LD RESTRICTED INDUSTRIAL DISTRICT
- LM LIGHT MANUFACTURING DISTRICT
- M MANUFACTURING DISTRICT
- LM_C LIGHT MANUFACTURING_CONDITIONAL
- M_C MANUFACTURING_CONDITIONAL
- PUD - PLANNED UNIT DEVELOPMENTS



Map Prepared September 2023






FUTURE LAND USE MAP

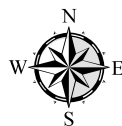
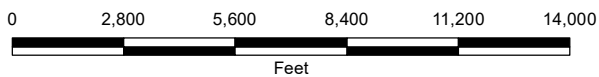
Charter Township of Comstock



Legend

Future Land Use

- | | | |
|--|---|--|
|  Agriculture |  Core Residential |  Transitional Industrial |
|  Suburban Residential |  Town Center |  General Industrial |
|  Compact Residential |  Corridor Commercial |  Parks and Open Space |
| | |  Comstock Creek Overlay |



Adopted July 18, 2016
Amended December 4, 2017; August 21, 2023



CHARTER TOWNSHIP OF PAVILION

Est. 1836

October 19, 2023

Terri Fitzpatrick, Executive Vice President, Chief Real Estate and Global Attraction Officer
Michigan Economic Development Corporation
300 N Washington Square
Lansing, MI 48913

Dear Ms. Fitzpatrick,

Please accept this letter of support for the Strategic Site Readiness Program (“SSRP”) grant application for the Southwest Michigan Commerce Park that Franklin Partners (the Developer) is pursuing. The majority of the 265-acre site is encompassed in Pavilion Township, offering over 150 contiguous acres for development.

The property was originally listed for sale a number of years ago and was subsequently purchased by the developer in December 2021. While the site is an excellent development opportunity for industrial uses, the infrastructure improvement requirements, such as extension of the 18” sewer main, and site preparation activities have been cost prohibitive and have not met the timeline demands of prospective purchasers and end users. The site is otherwise primed for development, including All-Season Class-A road access to I-94 in under 2 miles, located proximate to other large industrial companies, and a 6” gas main, 16” water main, and 138 kV electric at the property boundary.

The development of this site would have broad reaching benefits to the community at large and has been a priority for the Township. Development of this site will increase the tax base within Pavilion Township, increase job opportunities for our residents, and would extend the 18” sanitary sewer main further into Pavilion Township.

Franklin Partners has been a respectable developer throughout their process of acquiring the property, and have taken into consideration the needs and desires of the township and community that they are investing in.

Thank you for your consideration of the Southwest Michigan Commerce Park for the Strategic Site Readiness Program (“SSRP”). Pavilion Township is excited for the opportunity to see site readiness dollars go to work in our community. We have worked closely with the developer to help bring this site to fruition, and look forward to continuing our progress with the developer.

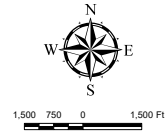
Sincerely,

John Speeter, Township Supervisor
Pavilion Township
269.327-0462

Pavilion Township

Kalamazoo County, Michigan

Zoning Map



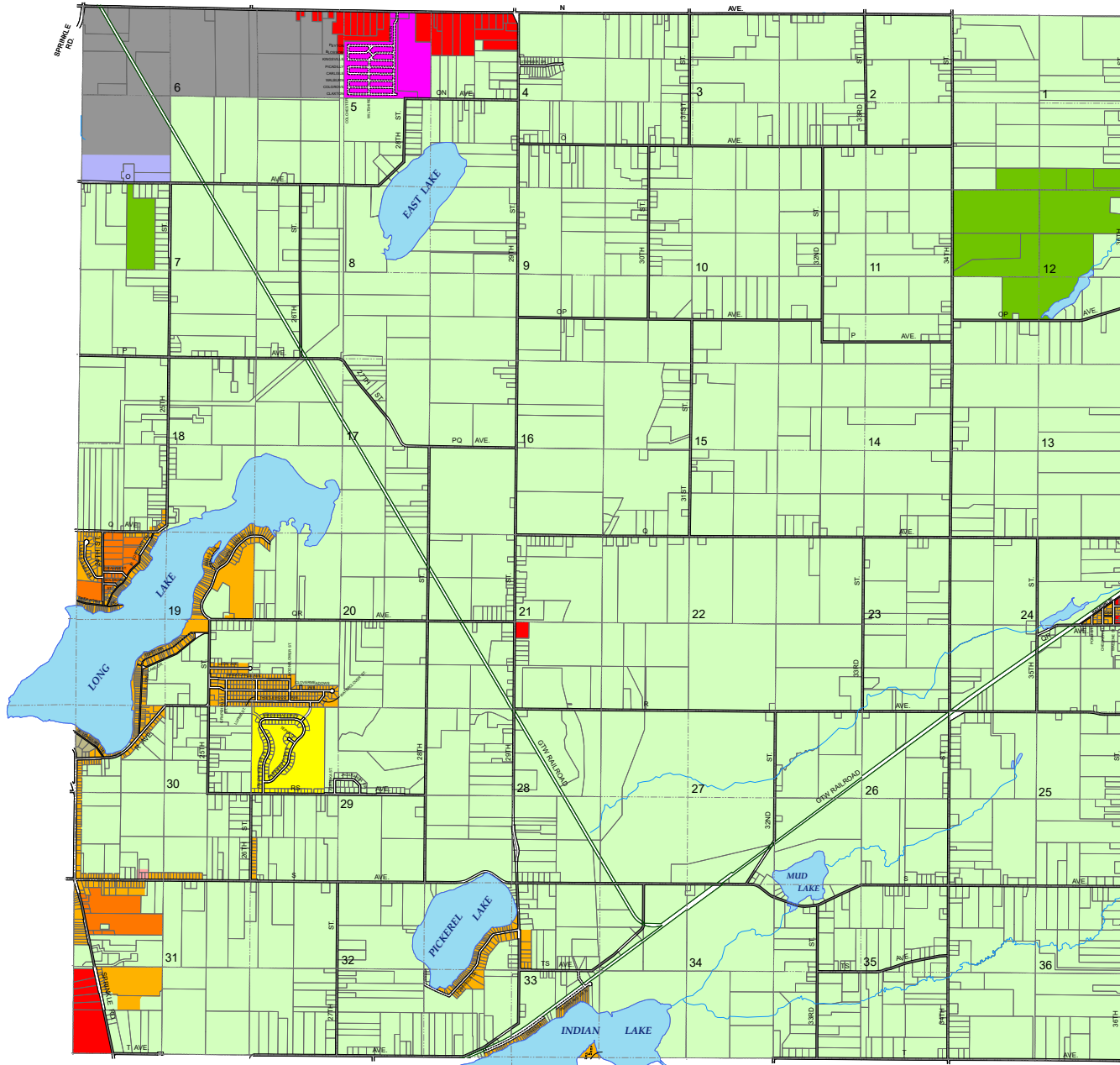
LEGEND

- A-1 Agriculture
- A-2 Agriculture
- R-1 Residential, Single Family
- R-2 Residential, Single Family
- R-3 Residential, Single & Two Family
- R-4 Residential, Multiple Family
- R-5 Residential, Multiple Family, High Density
- R-6 Mobile Home Park
- C-1 Commercial, Local
- C-2 Commercial, General
- I-1 Industrial, Restricted
- I-2 Industrial, Manufacturing
- I-3 Industrial, Service

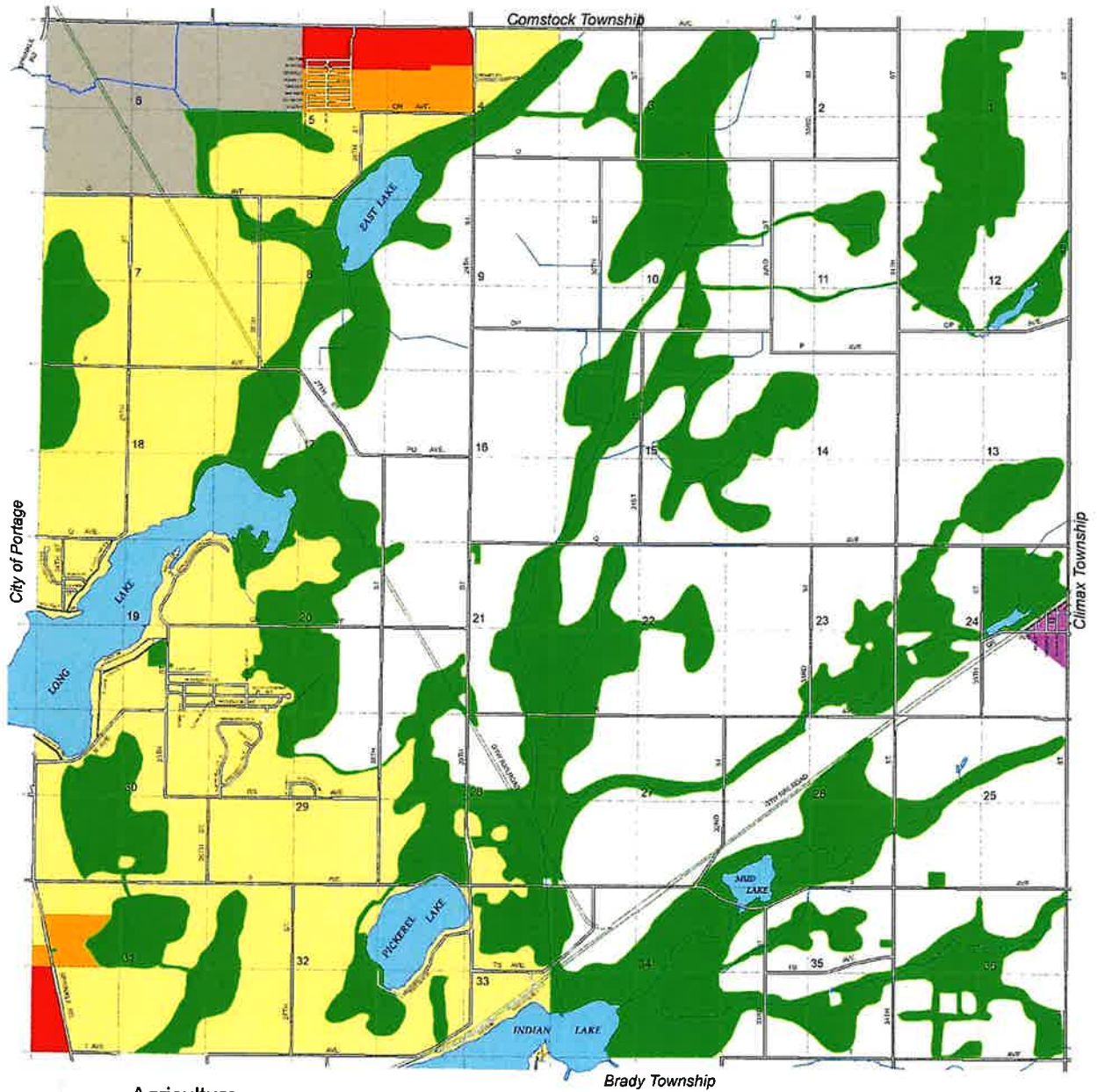
Revised as to Use District Amendments

Through Ordinance Number: 170
Effective: September 13, 2021

Printed: January 2023



Pavilion Township Future Land Use Map



- Agriculture
- Low Density Residential
- Medium Density Residential
- Scotts Mixed Use
- Commercial
- Industrial
- Open Space



Is the proposed Strategic Site or Mega-Strategic Site incorporated into a strategic plan of a political subdivision of Michigan?

Yes

Please explain

Project Link 2.0
DRP Verified Industrial Property (VIP)

ms lac report 1023.pdf

Provide any other additional criteria approved by the MSF Board that are specific to each individual project, and consistent with the purpose of the SSRP.

This property has one owner, it is zoned industrial, it is competitively priced, most utilities are in place with the exception of the sewer, and there is suitable power for developers/manufacturers that would consider this site.

Michigan Strategic Fund

To Whom it May Concern:

On behalf of the Board of Directors and staff of the Monroe County Business Alliance (MCBA), please accept this letter offering our support for LAC Real Estate Corporation application for the Strategic Site Readiness Program.

LAC Real Estate is a family trust that has slowly been selling off the family farm. A few years ago they sold acreage that is now home to a large megawatt solar farm. The 140 acre parcel we are seeking support is currently zoned light industrial and will make a great large site for an advanced manufacturing operation or an industrial park.

The above-mentioned parcel is incorporated as part of our soon to be released Link Plan 2.0, a second phase comprehensive economic development strategy with site readiness as a key component.

We ask that you give this site your consideration for financial support as it will be key in growing the area.

Should you have any questions related to this communication please do not hesitate to contact me.

Yours in a Successful Michigan

Tim C. Lake
CEO



2724 Peck Street
Muskegon Heights, Michigan 49444

Phone (231) 733-8870
Fax (231) 332-6624

January 9, 2024

Nicole Whitehead, EDFP
Business Operations Director
Michigan Economic Development Corporation
300 N. Washington Square
Lansing, MI 48913

Dear Ms. Whitehead,

On behalf of the City of Muskegon Heights, I am writing in support of the recent SSRP grant submittal from Muskegon Area First d/b/a Greater Muskegon Economic Development (GMED), for the Muskegon Heights Industrial Park.

The City of Muskegon Heights worked in partnership with GMED and CIB Consultants on the completion of the Master Plan for both industrial parks in the City. The Master Plan was possible through a USEDA planning grant. The final Master Plan and Marketing Study was approved by the City Council on August 28, 2023.

Our next steps are to take action on the various parts of the Industrial Park Master Plan, including property assembly, marketing, wayfinding signage, infrastructure improvements, etc. The plan includes information on the various properties available for redevelopment and property assembly. Additional industrial land is needed throughout Muskegon County and Muskegon Heights has several properties that can be assembled and marketed for this use. New and expanded manufacturing will be a huge benefit to the City of Muskegon Heights and its residents, both for an increase in tax base and greater job opportunities within the City, requiring less commuting time. The addition of available industrial land will also benefit the entire County.

Please let me know if you have any questions in this regard. Thank you for your consideration of this grant request.

Sincerely,

Melvin C. Burns II
Interim City Manager

"City of Friendly People"



Charter Township of Monitor

2483 MIDLAND ROAD ≈ BAY CITY, MICHIGAN 48706 ≈ PHONE (989) 684-7203 ≈ FAX (989) 684-9234
www.monitortwp.org

DATE: 01/08/23
TO: Michigan Economic Development Corporation
FROM: Terry M. Spencer, Supervisor
RE: Re: SSRP Application

January 8, 2024

As the Supervisor for the Charter Township of Monitor, I would like to thank Bay Future, Inc. and the Michigan Economic Development Corporation (MEDC) for your support of the Strategic Site Readiness Program (SSRP) and your willingness to work with the Township to make this type of site improvement possible.

This program is valuable to Monitor Township both in terms of investment in our community and the creation of new employment opportunities for our residents. The Township is fully committed to the success of this program and as Township Supervisor it is my intention to ensure that the indicated parcels will receive the proper zoning designation as laid out in our Master Plan. In addition, the Township will work closely with Bay Future, Inc and the MEDC to facilitate site improvement in Monitor Township, including expediting all required permits as well as creating a positive network with MEDC Officials and Township Management personnel.

Monitor Township looks forward to a strong and prosperous relationship with MEDC. We are committed to working closely with our partner, Bay Future, Inc., and your organization to bring economic growth and stability to our community.

Finally, we believe that the site improvements will attract suitable business and prosperity in Monitor Township. We look forward to working closely together with you to make our Township, County, and Region a great place to live, work, worship, and play.

Sincerely,



Terry M. Spencer, Supervisor



Dated

Terry M. Spencer
Supervisor
Charter Township of Monitor



10TH DISTRICT
STATE CAPITOL
P.O. BOX 30014
LANSING, MI 48909-7514

MICHIGAN HOUSE OF REPRESENTATIVES

PHONE: (517) 373-0857
FAX: (517) 373-5976
JoeTate@house.mi.gov

JOE TATE
SPEAKER OF THE HOUSE

October 27, 2023

To Whom it May Concern:

I am writing to share my full support of the Covenant Industrial Park (CIP) site development project in Lowell Charter Township along I-96 at Exit 52. I agree with the regional economic development agency – The Right Place – that this project is a priority for west and central Michigan.

The areas along I-96 east of Grand Rapids, including Lowell, are well-situated to be the next frontier in the economic development along the Grand Rapids-Lansing corridor. The Covenant Industrial Park is uniquely situated on a key east-west highway, near a north-south highway, and within minutes of the Gerald R. Ford International Airport. The CIP site-readiness project will allow the developer to build-to-suit for industrial and commercial users and attract needed businesses and jobs. The \$35 million investment will allow for the construction of the necessary water services and infrastructure to the site, along with related improvements to the City of Lowell wastewater facility.

Located between Lansing and the Grand Rapids metro area, the CIP will attract talent and business to central and west Michigan. Given its location between these two metro areas, the site will have access to a large skilled labor pool of approximately 900,000 people. This project is needed for the further economic growth of the area. Currently, the Greater Grand Rapids area has an industrial vacancy rate of under 1.7%. Experts argue that the CIP project will help spur the growth of up to 3,000 jobs in west and central Michigan, meaning the investment is at \$11,667 per job created. That is a worthwhile project for jobs in the central and west Michigan community. There is also significant potential for further residential, retail, commercial and industrial development areas to the south, east, and west of the CIP site.

It is my understanding that The Right Place will be submit an application to the MEDC for funds to accomplish the wastewater system upgrade at the site. I fully support the CIP investment and appreciate your consideration of this letter. If you have any further questions, please do not hesitate to contact my office.

Sincerely,

Joe Tate
Speaker of the House



76TH DISTRICT
STATE CAPITOL
P.O. BOX 30014
LANSING, MI 48909-7514

MICHIGAN HOUSE OF REPRESENTATIVES

ANGELA WITWER
APPROPRIATIONS CHAIR

PHONE: (517) 373-0822
FAX: (517) 373-5276
AngelaWitwer@house.mi.gov

To Whom it May Concern:

We are writing you to express our full support of the Covenant Industrial Park (CIP) site development project in Lowell Charter Township along I-96 at Exit 52. We agree with our regional economic development agency – The Right Place – that this project is a priority for west and central Michigan.

The areas along I-96 east of Grand Rapids, including Lowell, are well-situated to be the next frontier in the economic development along the Grand Rapids-Lansing corridor. The Covenant Industrial Park is uniquely situated on a key east-west highway, near a north-south highway, and within minutes of the Gerald R. Ford International Airport. The CIP site-readiness project will allow the developer to build-to-suit for industrial and commercial users and attract needed businesses and jobs. The \$35 million investment allow for the construction of the necessary water services and infrastructure to the site, along with related improvements to the City of Lowell wastewater facility.

Located between Lansing and the Grand Rapids metro area, the CIP will attract talent and business to central and west Michigan. Given its location between these two metro areas, the site will have access to a large skilled labor pool of approximately 900,000 people. This project is needed for the further economic growth of the area. Currently, the Greater Grand Rapids area has an industrial vacancy rate of under 1.7%. Experts argue that the CIP project will help spur the growth of up to 3,000 jobs in west and central Michigan, meaning the investment is at \$11,667 per job created. That is a worthwhile project for jobs in the central and west Michigan community. There is also significant potential for further residential, retail, commercial and industrial development areas to the south, east, and west of the CIP site.

This September, we anticipate that The Right Place will be submit its application to the MEDC for funds to accomplish the wastewater system upgrade at the site. We fully support this investment for our communities.

If you have any further questions, please do not hesitate to contact our offices at GinaJohansen@house.mi.gov, PhilSkaggs@house.mi.gov, or AngelaWitwer@house.mi.gov.

Sincerely,

Angela Witwer
State Representative
District 76

Gina Johansen
State Representative
District 78

Phil Skaggs
State Representative
District 80



78TH DISTRICT
STATE CAPITOL
P.O. BOX 30014
LANSING, MI 48909-7514

MICHIGAN HOUSE OF REPRESENTATIVES

GINA JOHNSEN
STATE REPRESENTATIVE

PHONE: (517) 373-1796
FAX: (517) 373-5918
GinaJohnsen@house.mi.gov

To Whom it May Concern:

We are writing you to express our full support of the Covenant Industrial Park (CIP) site development project in Lowell Charter Township along I-96 at Exit 52. We agree with our regional economic development agency – The Right Place – that this project is a priority for west and central Michigan.

The areas along I-96 east of Grand Rapids, including Lowell, are well-situated to be the next frontier in the economic development along the Grand Rapids-Lansing corridor. The Covenant Industrial Park is uniquely situated on a key east-west highway, near a north-south highway, and within minutes of the Gerald R. Ford International Airport. The CIP site-readiness project will allow the developer to build-to-suit for industrial and commercial users and attract needed businesses and jobs. The \$35 million investment allow for the construction of the necessary water services and infrastructure to the site, along with related improvements to the City of Lowell wastewater facility.

Located between Lansing and the Grand Rapids metro area, the CIP will attract talent and business to central and west Michigan. Given its location between these two metro areas, the site will have access to a large skilled labor pool of approximately 900,000 people. This project is needed for the further economic growth of the area. Currently, the Greater Grand Rapids area has an industrial vacancy rate of under 1.7%. Experts argue that the CIP project will help spur the growth of up to 3,000 jobs in west and central Michigan, meaning the investment is at \$11,667 per job created. That is a worthwhile project for jobs in the central and west Michigan community. There is also significant potential for further residential, retail, commercial and industrial development areas to the south, east, and west of the CIP site.

This September, we anticipate that The Right Place will be submit its application to the MEDC for funds to accomplish the wastewater system upgrade at the site. We fully support this investment for our communities.

If you have any further questions, please do not hesitate to contact our offices at GinaJohnsen@house.mi.gov or PhilSkaggs@house.mi.gov.

Sincerely,

Gina Johnsen, State Representative, District 78

Phil Skaggs, State Representative, District 80

October 16, 2023

Paul O'Connell
Vice President Real Estate Development
Michigan Economic Development Corporation
300 N. Washington Square | Lansing, MI 48913

Dear Paul O'Connell

I am writing today to express support for the proposed Covenant Industrial Park sewer and water project located in Lowell Township.

Lowell Township and the City of Lowell are working together to plan and expand services and build capacity for future development by the I-96 interchange. Once the utilities are in place, the Covenant Industrial Park will be developed and provide much needed employment and industrial opportunities by creating an estimated 3500 jobs and \$150 million annually in new payroll. A \$35 million investment to bring the necessary wastewater service to the site and the related expansion to the City of Lowell's plant is only \$11,667 per job created.

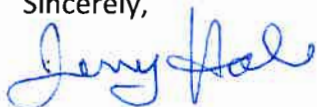
This project will allow Lowell Township to have a better plan for future residential development in the township and help us to preserve our farmland.

The Kent County Youth Agricultural Association is developing property in that area for a new fairgrounds and expo center campus and this project would help them in planning for their long-term water and sewer needs.

The Township would be willing to be creative in working with the developer to explore supplementary funding avenues to make this project possible.

Lowell Township urges the State of Michigan to support this project. Thank you for your consideration.

Sincerely,

A handwritten signature in blue ink that reads "Jerry Hale".

Jerry Hale
Lowell Township Supervisor



301 East Main Street
Lowell, Michigan 49331
Phone (616) 897-8457
Fax (616) 897-4085

January 21, 2022

To Whom It May Concern:

On January 18, 2022, the City of Lowell City Council approved a motion stating the following in regards to property totaling approximately 240 acres in the south part of Lowell Charter Township and located adjacent to I-96 that has the potential for significant industrial development:

1. To facilitate development and encourage grant funding, the City Attorney and City Manager are authorized to work with the Township to negotiate a letter of understanding which may include consideration of a 425 agreement and establishment of a joint authority for sewer and water serving both the City and Township.
2. That the City investigate and support further joint efforts with the Township that may be in the best interests of both.

If you have any questions, please contact me.

Sincerely,

Michael Burns
City Manager



MEMORANDUM

Date: February 27, 2024
To: Michigan Strategic Fund Board
From: Matthew Casby, MSF Assistant Director & Associate Fund Manager
Subject: Designation of MSF Fund Manager

Request

The Michigan Economic Development Corporation (“MEDC”) recommends that the Michigan Strategic Fund (“MSF”) Board designate Matthew Casby as the MSF Fund Manager, effective January 1, 2024 (the “Request”).

Background

On May 23, 2023 the MSF Board designated Mr. Casby as the Associate Fund Manager in order to provide cross-training and succession planning for the position of MSF Fund Manager, which a critical role and function within the organization. The position was previously held by Val Hoag, who retired at the end of December.

Mr. Casby and Ms. Hoag worked closely together and with members of the board for over seven months on training in the various duties and functions performed by the MSF Fund Manager. Additionally, Mr. Casby is a licensed attorney (Illinois, 2008 and Michigan, 2018) with extensive experience working in state and local government in a variety of leadership roles. At this time and in light of Ms. Hoag’s retirement, the MEDC recommends designating Mr. Casby as the MSF Fund Manager retroactively effective January 1, 2024.

Recommendation

MEDC staff recommends approval of the Request.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-032

DESIGNATION OF MSF FUND MANAGER

WHEREAS, it is the responsibility of the Michigan Strategic Fund (“MSF”) Board to provide for the management and control of the affairs of the MSF;

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

WHEREAS, the MSF Fund Manager serves as a delegate of the Board and is a necessary position for effectuating the Board’s decisions and;

WHEREAS, the MEDC recommends that the MSF Board designate Matthew Casby as the MSF Fund Manager, effective retroactively as of January 1, 2024;

NOW, THEREFORE, BE IT HEREBY RESOLVED, retroactively effective as of January 1, 2024, the MSF Board designates Matthew Casby as the MSF Fund Manager authorized to act on behalf of the Fund and to carry out all properly delegated functions and duties of the MSF board; and

BE IT FURTHER RESOLVED, that previous designations for the position of MSF Fund Manager are hereby rescinded.

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024



MEMORANDUM

Date: February 27, 2024

To: Michigan Strategic Fund Board

From: Simon Verghese, Underwriting Analyst

Subject: Request for Approval of a Michigan Community Revitalization Program Performance Based Direct Loan Approval Amendment #2
GT Housing, LLC and Related Entities

Request

GT Housing, LLC and related entities (“Company”) is requesting approval of an amendment to the Michigan Community Revitalization Program (“MCRP”) Performance Based Direct Loan Agreement (“Agreement”) and any related ancillary agreements. The amendment request dated January 4, 2024 is to extend the Milestone Three Construction Completion due date. Staff is requesting a change to the due date from December 31, 2023 to October 31, 2024. All other terms of the current approval will remain the same.

Background

On May 24, 2022, the MSF Board approved a \$4,100,000 MCRP Performance Based Direct Loan to the Company for the purpose of demolishing three existing buildings and constructing a new five-story 25,310 square foot mixed-use building with 11,862 square feet of residential space, 4,762 square feet of commercial space, and 8,686 square feet of common area, amenity space and rooftop patio space for apartment residents.

On June 28, 2022 the MSF Board approved Amendment #1 clarifying the MSF’s security interest for its loan. The MSF’s loan was contributed to the project through the New Market Tax Credit (NMTC) structure. As part of that structure the MSF was not able to take a direct security in the property during the NMTC compliance period of approximately 84 months. Therefore, the MSF’s security interest is subject to the NMTC structure.

The current amendment request is to extend the due date for Milestone Three to October 31, 2024. The development has faced construction delays due to additional foundation and structure repair work, leading to a \$1.4 million increase in development costs covered by the Company. Construction is underway with the shell of the structure installed and utilities partially complete. The expected completion date of construction is Summer 2024.

The Company is in compliance with all other reporting requirements.

Recommendation

The MEDC staff recommends approval of an amendment to the Agreement to extend the Milestone Three Construction Completion due date to October 31, 2024, per the amendment request dated January 4, 2024.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-033

**APPROVAL OF AN AMENDMENT TO A MICHIGAN COMMUNITY
REVITALIZATION PROGRAM PERFORMANCE BASED DIRECT LOAN
AWARD FOR
GT HOUSING, LLC AND RELATED ENTITIES**

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;

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

WHEREAS, by Resolution 2022-078 on May 24, 2022, MSF Board awarded a MCRP Performance Based Direct Loan award to GT Housing, LLC and Related Entities (the “Company”), in furtherance of the project of up to \$4,100,000 (the “Award”);

WHEREAS, by Resolution 2022-090 on June 28, 2022, MSF Board approved Amendment 1 to the Award to clarify the MSF’s security interest in the project.

WHEREAS, the Company is requesting and MEDC staff is recommending that the MSF Board amend the Award to extend the Milestone Three Construction Completion due date to October 31, 2024, with all other requirements remaining in place for the Award (the “MCRP Amendment Recommendation”).

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

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024



MEMORANDUM

Date: February 27, 2024

To: Michigan Strategic Fund Board

From: Simon Verghese, Underwriting Analyst

Subject: Request for Approval of a Michigan Community Revitalization Program Performance Based Direct Loan Agreement Amendment #2
7303 West McNichols, LLC and 7303 West McNichols A, LLC

Request

7303 West McNichols, LLC and 7303 West McNichols A, LLC (collectively, the “Company”) is requesting approval of an amendment to the Michigan Community Revitalization Program (“MCRP”) Loan Agreement and any related ancillary agreements (“Agreement”). The request dated December 13, 2023, includes a request to extend the Milestone Four due date from October 1, 2023 to September 30, 2025. All other terms of the current Agreement will remain the same.

Project Background

The Michigan Strategic Fund Board approved a \$1,250,000 Performance-based Direct Loan on May 25, 2021, to the Company for the purpose of demolishing three existing structures and constructing a new, mixed-use, mixed-income building in the Bagley Fitzgerald neighborhood of Detroit that will result in 5,862 square feet of commercial space on the ground floor and 38 naturally occurring affordable residential units on the second and third floors.

On August 16, 2022, Amendment #1 was approved through the MSF Awardee Relief Initiative to change the Milestone Three due date for the project from May 31, 2022, to December 1, 2023, due to supply chain delays that have persisted since the onset of the COVID-19 pandemic, as well as change the requirement of a copy of the NEZ Tax Abatement Certificate from Milestone Three to Milestone Four.

Amendment #2 includes a request to extend the due date of Milestone Four from October 1, 2023, to September 30, 2025. This request is due to a change in the general contractor used for the project and material delays resulting from the COVID-19 Pandemic. Demolition has been completed for the development with earth work currently underway. The project is estimated to be completed in Summer 2025.

The Company is current with all other reporting requirements.

Recommendation

The MEDC staff recommends approval of Amendment #2 to the MCRP Loan Agreement and any related ancillary agreements to extend the Milestone Four deadline to September 30, 2025, per the Company’s request dated December 13, 2023.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-034

**APPROVAL OF AN AMENDMENT TO A MICHIGAN COMMUNITY
REVITALIZATION PROGRAM
PERFORMANCE BASED DIRECT LOAN AWARD FOR
7303 WEST MCNICHOLS, LLC AND 7303 WEST MCNICHOLS A, 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;

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

WHEREAS, by Resolution 2021-75 on May 25, 2021, MSF Board awarded a MCRP Performance Based Direct Loan award to 7303 West McNichols, LLC (the “Company”), in furtherance of the project of up to \$1,250,000 (the “Award”);

WHEREAS, by Resolution 2020-039 on April 14, 2020, the MSF Board approved the MSF Awardee Relief Initiative and associated Guidelines (the “Awardee Guidelines”) due to COVID-19, and by Resolution 2020-040 on April 14, 2020, delegated to the MSF President, MSF Fund Manager, and State Treasurer (with any two required to act) the authority to amend any award consistent with the Awardee Guidelines (the “MSF Board Delegates”);

WHEREAS, by MSF Awardee Relief Initiative approval on August 16, 2022, the MSF Board Delegates approved Amendment 1 to the Award to extend the due date of Milestone Three to December 1, 2023, and moved a milestone task to provide a copy of the NEZ Tax Abatement Certificate from Milestone Three to Milestone Four;

WHEREAS, the Company is requesting and MEDC staff is recommending that the MSF Board amend the Award to extend the Milestone Four due date to September 30, 2025 with all other requirements remaining in place for the Award (the “MCRP Amendment Recommendation”).

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

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024



MEMORANDUM

Date: February 27, 2024

To: Michigan Strategic Fund Board

From: Simon Verghese, Underwriting Analyst

Subject: Request for Approval of a Michigan Community Revitalization Program Grant Agreement Amendment #2
Detroit Food Commons, LLC and DFC QALIB, Inc.

Request

Detroit Food Commons, LLC and DFC QALIB, Inc. (collectively, the “Company”) is requesting approval of an amendment to the Michigan Community Revitalization Program Grant Agreement (“Agreement”) and any related ancillary agreements. The amendment includes a request to extend the due date of Milestone Two Completion of the Project from December 31, 2023, to July 31, 2024, and to extend the Pre Disbursement Due Diligence Conditions due date from March 31, 2024, to 90 days after completion. All other terms of the current Agreement will remain the same.

Background

The Michigan Strategic Fund Board approved a \$1,500,000 Grant on October 26, 2021, to the Company for the purpose of constructing a 31,140 square foot, two-story mixed-use building containing a community owned store, kitchen incubator space, community event and banquet space, and office space.

On January 25, 2022, the MSF approved Amendment #1 which included the addition of a co-applicant to the Agreement and provide the bank bridging the MCRP grant the ability to take an assignment of the rights and obligations under the grant. The Company had identified a different entity that incurred project costs and was added as a co-applicant to ensure access to the Grant.

The Company has requested Amendment #2 which includes an extension of the Milestone Two due date to July 31, 2024. The request is due to the project’s local utility supplier experiencing delays in obtaining materials and labor relating to the electrification of the project. The project is anticipated to be completed by Spring 2024.

The company is current with all other reporting requirements.

Recommendation

The MEDC staff recommends approval of an amendment to the MCRP Grant Agreement and any related ancillary agreements to extend the Milestone Two due date to July 31, 2024, and the Pre Disbursement Due Diligence Conditions due date from March 31, 2024, to 90 days after completion.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-035

**APPROVAL OF AN AMENDMENT TO A MICHIGAN COMMUNITY
REVITALIZATION PROGRAM GRANT AWARD FOR
DETROIT FOOD COMMONS, LLC AND DFC QALIB, 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 2021-140 on October 26, 2021, the MSF Board awarded a MCRP Grant award to Detroit Food Commons, LLC (the “Company”), in furtherance of the project of up to \$1,500,000 (“Award”);

WHEREAS, by Resolution 2022-007 on January 25, 2022, the MSF Board amended the Award to add DFC QALIB, Inc. as a co-applicant and acknowledge the assignment of rights and obligations under the grant to the lender bridging the Award.

WHEREAS, the Company is requesting and MEDC is recommending that the MSF Board amend the Award to extend the Milestone Two due date to July 31, 2024, and to extend the Pre Disbursement Due Diligence Conditions due date from March 31, 2024, to 90 days after completion, with all other requirements remaining in place for the Award (the “MCRP Amendment Recommendation”).

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

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024



MEMORANDUM

Date: February 27, 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”)
Fuel Cell System Manufacturing LLC (“Company” or “Applicant”)

Background

On January 24, 2017, 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 was a newly formed joint venture. Due to project delays, difficulties posed by the Covid-19 pandemic and reviews from all parties, it has taken longer than expected to execute the agreement. The Company could not execute the Agreement by the expiration of the Authorization Period and has requested additional time to execute the Agreement. It is anticipated the Company will be in a position to execute the agreement within the allotted reauthorization timeline.

On February 28, 2023, the MSF Board approved an amended reauthorization which included an extension of the milestone due dates and the term of the Agreement from June 30, 2024 to June 30, 2025. However, the Agreement was not executed before the approval expired. Other than the following, the terms of this reauthorization request match the terms of the February 28, 2023 approval by the MSF Board: (1) the start date for job creation measurement has been added to reflect the original MSF Approval date of January 24, 2017 and (2) the \$48,905,000 in Company investment, which was cited for informational purposes, was removed from the proposed term sheet because the Company has not only met, but exceeded, this investment amount.

Summary

This is a reauthorization request from the Applicant for a \$2,000,000 performance-based grant. This project involves the creation of 64 Qualified New Jobs, with the potential for up to 70 total jobs as a result of the project, and a capital investment of up to \$48,905,000 in Brownstown Charter Township, Wayne County, Michigan.

The Applicant has demonstrated a need for the funding. The Company also considered various locations throughout the United States, including one existing site in an adjacent state. The Company also considered a greenfield development for this project. The Company evaluated implementation costs, long-term cost of doing business, and incentives available in other states when determining where to locate. Further explanation of need will also be included in considerations section.

Company Background

The Applicant, developed in 2016, is a joint venture project between two existing automotive companies: General Motors (“GM”) and Honda Motor Company (“Honda”). The creation of the Company represents a first ever joint venture between the two Automotive OEMs. The Company is a newly created entity and therefore does not have any existing employees.

The Applicant has not received any incentives from the MSF in the past. However, GM has two active MEGA Tax Credits in Michigan as well as two Critical Industry Program (CIP) grants. Language will be included in the final agreement that job creation as a result of this project will not count toward the GM MEGA Tax Credit or CIP grants.

GM and Honda have collaborated since 2013 on a next-generation advanced propulsion system. This project will represent the fruition of this partnership with the creation of an assembly operation in Brownstown Charter Township. The project will include renovation within an existing facility, including installation of machinery and equipment for assemble of advanced automotive technology.

The MEDC legal unit has completed a civil and criminal background check for the entity and individuals related to this project.

Considerations

- a) The Applicant is a “Qualified Business”, as defined in MCL 125.2088r(9)(b), that will locate and operate in Michigan.
- b) The project will be located in Brownstown Charter Township. Brownstown Charter Township has offered a “staff, financial, or economic commitment to the project” in the form of expedited permit processing.
- c) The Applicant has demonstrated a need for the funding. The Applicant has demonstrated a need for the funding. When determining where to locate, the Company evaluated sites outside of Michigan, including one existing site in an adjacent state. The Company also considered a greenfield development for this project. In addition to implementation costs and long-term cost of doing business, the Company also took incentives into consideration when determining where to locate the project. The grant assistance will help offset some of the upfront implementation and training costs. The training assistance will help ensure the Company has the ability to train its workforce in safety as well as the new processes needed to assemble the advanced propulsion technology.
- d) The Applicant plans to create 64 Qualified New Jobs above a statewide base employment level of 0.
- e) Pursuant to the program guidelines, the following was taken into consideration for the proposed project: project is not a retail project; project is not a retention project; involves out-of-state competition; product diversification; has a net positive return to Michigan; and level of investment.

Recommendation

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

- a) Approval of the MBDP Proposal 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 2024-036

**REAUTHORIZATION OF A MICHIGAN BUSINESS DEVELOPMENT PROGRAM
GRANT TO FUEL CELL SYSTEM MANUFACTURING 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 (the “Award”) to Fuel Cell System Manufacturing LLC (the “Company”) on February 28, 2023 to establish a next generation propulsion system facility and the creation of 25 Qualified New Jobs (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 Project falls within motor vehicle parts, 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 Reauthorization 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, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024



**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: 1/31/2024

Company Name:	Fuel Cell System Manufacturing LLC and/or its affiliates and subsidiaries.
Project Location:	20001 Brownstown Center Drive Brownstown Township, Michigan 48183
MBDP Incentive Type:	Performance Based Grant
Maximum Amount of MBDP Incentive:	Up to \$2,000,000
Base Employment Level:	At least 0, at the time of first disbursement of funds and thereafter
Maximum Number of Qualified New Jobs (“QNJ”):	Up to 64 Full-Time Jobs in Michigan
Municipality Supporting Project:	Brownstown Charter Township 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 24, 2017 (Date of MSF Approval)
Term of the Agreement:	June 30, 2026
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: \$1,550,000 for the creation of 48 Qualified New Jobs and at least 20 employees are enrolled in or completed at least one community college or Training Vendor certificate. \$450,000 for the creation of 16 additional Qualified New Jobs.

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



MICHIGAN STRATEGIC FUND

MEMORANDUM

Date: February 27, 2024

To: Michigan Strategic Fund Board

From: Ryan Schumaker, State Historic Preservation Officer

Subject: Four Memorandum of Agreement: 1) Between the USDA Forest Service and the Michigan State Historic Preservation Officer, Regarding the J. W. Toumey Nursery Modernization Project in Watersmeet, Gogebic County; 2) the US Fish and Wildlife Service and the Michigan State Historic Preservation Officer regarding the Show Pool Shelter, Seney National Wildlife Refuge, Schoolcraft County; 3) the City of Grand Rapids, the Grand Rapids Housing Commission, the Wyoming Housing Commission and the Michigan State Historic Preservation Officer Regarding the Leonard Apartments Project, Grand Rapids, Kent County; and 4) Washtenaw County, Michigan and the Michigan State Historic Preservation Officer regarding the 206-210 N. Washington Redevelopment Project in Ypsilanti.

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 the four Memorandum of Agreement noted above; substantially final drafts of which are hereby attached to this memo as Exhibit A (the "Request").

BACKGROUND

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

Executive Order 2019-13 transferred SHPO to the MSF. This transfer was effective August 11, 2019, and has the force and effect of law.

This Executive Order 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 C.F.R. §61.4, including the employment of a professionally qualified staff." The governor has appointed and designated 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 an undertaking results in an Adverse Effect that cannot be avoided, the consulting parties must mitigate through a Memorandum of Agreement.



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 State Historic Preservation Office recommends that the MSF Board approve the Request.



EXHIBIT A

Substantially Final Forms of the 4 Memorandum of Agreement

[Follows under this cover]

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-037

AUTHORIZATION OF THE STATE HISTORIC PRESERVATION OFFICER TO ENTER INTO A MEMORANDUM OF AGREEMENT ON BEHALF OF THE MICHIGAN STRATEGIC FUND

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 Department of Agriculture, Forest Service (the “FS”) has requested that the SHPOfficer enter into a memorandum of agreement regarding the implementation of the J. W. Toumey Nursery Modernization Project in Watersmeet, Gogebic County (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: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024

Exhibit A

**Memorandum of Agreement
Between
USDA Forest Service and
the Michigan State Historic Preservation Officer
Regarding the
J. W. Toumey Nursery Modernization Project
in Watersmeet, Gogebic County**

(Follows under this cover)

**MEMORANDUM OF AGREEMENT
BETWEEN
USDA FOREST SERVICE AND
THE MICHIGAN STATE HISTORIC PRESERVATION OFFICER
REGARDING THE
J. W. TOUMEY NURSERY MODERNIZATION PROJECT
IN WATERSMEET, GOGEBIC COUNTY**

WHEREAS, the USDA Forest Service (the “FS”) plans to construct a new nursery facility on a contributing Seed Bed and remove part of the cedar break to meet safety and efficiency guidelines and place the new building(s) (the “Project”);

WHEREAS, the Project consists of the FS constructing a new nursery facility within Seed Bed A, and removing portions of the cedar break, both contributing components to the J.W. Toumey Nursery Historic District (the “Toumey Nursery”);

WHEREAS, pursuant to 36 C.F.R. Part 800, the regulations implementing Section 106 of the National Historic Preservation Act (54 U.S.C. § 306108), the FS has determined, and the Michigan State Historic Preservation Officer (the “SHPOfficer”) has concurred that the Project is an undertaking (the “Undertaking”) and the Undertaking will have an adverse effect on Toumey Nursery, which is eligible as a district for listing in the National Register of Historic Places;

WHEREAS, the FS has defined the Undertaking’s area of potential effects as the historic district boundary of the Toumey Nursery; and incorporates the administrative buildings, nursery facilities, and seedbeds;

WHEREAS, the SHPOfficer is part of the Michigan State Historic Preservation Office (the “SHPO”);

WHEREAS, the SHPO was transferred to the Michigan Strategic Fund pursuant to Executive Order 2019-13;

WHEREAS, as used in this Memorandum of Agreement (the “MOA”), the FS and the SHPOfficer are sometimes referred to individually as a “Signatory” and collectively as the “Signatories”;

WHEREAS, the FS has invited the Lac Vieux Desert Band of Lake Superior Chippewa Indians and the Keweenaw Bay Indian Community (collectively, the “Tribes”) to consult and has received [with no response/ or responses from [Tribe(s)]; and

WHEREAS, in accordance with 36 C.F.R. § 800.6(a)(1), the FS has notified the Advisory Council on Historic Preservation (the “ACHP”) of its adverse effect determination with specified documentation, and the ACHP has chosen not to participate in the consultation in a letter dated December 1, 2023, pursuant to 36 C.F.R. § 800.6(a)(1)(iii).

NOW, THEREFORE, the FS and the SHPOfficer agree that the Undertaking shall be implemented in accordance with the following stipulations in order to take into account the effect of the Undertaking on historic properties.

STIPULATIONS

The changes to Seed Bed A and the cedar breaks, as contributing resources within the Toumey Nursery, will result in a complete loss of integrity of Seed Bed A and partial loss of integrity of the cedar breaks with direct effects to the entrance of the site, and indirect effects on the visuals of the other seed beds.

The FS shall ensure that the following measures are carried out:

I. DESIGN REVIEW

- i. The FS shall make a good faith effort to ensure that the design plans for the Undertaking (the “Design Plans”) meet the Secretary of Interior’s Standards for Rehabilitation.
- ii. When the Design Plans are at least 60% completed, the FS shall submit the Design Plans to the SHPO for review.
- iii. The SHPO will have thirty (30) calendar days from its receipt of the draft Design Plans to review and comment.
- iv. All timely input from the SHPO will be considered in developing the final version of the Design Plans. If no comments are received within the thirty (30) calendar day period in Stipulation I.(iii.), the FS will proceed to finalize the Design Plan.

II. FUTURE USE PLAN FOR THE TOUMEY NURSERY

- i. The FS shall develop a future use plan (the “Future Use Plan”) which shall identify appropriate preservation and/or rehabilitation approaches to the Toumey Nursery resources in relation to the needs of the FS and Toumey Nursery.
- ii. The FS shall consult with the SHPO, Tribes, and other parties in development of the Future Use Plan (including the use of the buildings on site) and may invite parties to consultation meetings and site visits.
- iii. The draft Future Use Plan will be submitted within 5 years from the date of execution of this MOA and the SHPO will have thirty (30) days from its receipt of the draft Future Use Plan to review and comment.
- iv. The FS shall revise the Future Use Plan accordingly based on timely comments from the SHPO. Once the Future Use Plan has been finalized, the FS shall distribute the final version of the Future Use Plan to the SHPO.

III. DEVELOP INTERPRETIVE PLAN

- i. The FS shall create an Interpretive Plan (the “Interpretive Plan”) that identifies historic themes for the Toumey Nursery and the best methods and locations to convey the information to the public.
- ii. Upon completion of the draft Interpretive Plan, the FS shall submit the draft Interpretive Plan to the SHPO who will have thirty (30) days from its receipt to review and comment.
- iii. The FS shall implement the Interpretive Plan and notify the SHPO upon completion of each of the Interpretive Plan’s components.
- iv. As a component of the Interpretive Plan, the FS shall provide interpretation of the Toumey Nursery on the Ottawa National Forest website.
- v. The FS shall create a digital archive of historical materials related to the Toumey Nursery at the Ottawa National Forest, which can be used for future research.

IV. DURATION

This MOA will expire if its terms are not carried out within five (5) years from the date of its execution both all Signatories. Prior to such time, the FS may consult with the other Signatories to reconsider the terms of the MOA and amend it in accordance with Stipulation VII below.

V. POST REVIEW DISCOVERIES

In the event that unanticipated effects occur on historic properties or other potential historic properties are discovered during the Undertaking, the FS shall follow procedures specified in 36 CFR § 800.13. When applicable, the FS will follow the principles within the ACHP's Policy Statement on Burial Sites, Human Remains, and Funerary Objects, dated March 1, 2023

VI. DISPUTE RESOLUTION

Should any Signatory to the MOA object (the "Objection") at any time to any action proposed or the manner in which the terms of the MOA are implemented, the FS shall consult with such Signatory to resolve the Objection.

If the FS determines that the Objection cannot be resolved, the FS will:

- A. Forward all documentation relevant to the Objection, including the FS's proposed resolution, to the ACHP. The ACHP shall provide the FS with its advice on the resolution of the Objection within thirty (30) days of receiving adequate documentation. Prior to reaching a final decision on the Objection, the FS shall prepare a written response that considers any timely advice or comments regarding the Objection from the ACHP and the Signatories and provide them with a copy of this written response. The FS will then proceed according to its final decision.
- B. If the ACHP does not provide its advice regarding the Objection within the thirty (30) day period, the FS may make a final decision on the Objection and proceed accordingly. Prior to reaching such a final decision, the FS shall prepare a written response that takes into account any timely comments regarding the Objection from the Signatories and provide them and the ACHP with a copy of such written response.
- C. The FS's responsibility to carry out all other actions subject to the terms of the MOA that are not the subject of the Objections remain unchanged.

VII. AMENDMENTS

This MOA may be amended when such an amendment is agreed to in writing by all of the Signatories. The amendment will be effective on the date a copy signed by all of the Signatories is filed with the ACHP.

VIII. TERMINATION

If any Signatory determines that the terms of the MOA will not or cannot be carried out, that Signatory shall immediately consult with the other Signatories to attempt to develop an

amendment pursuant to Stipulation VII. If within thirty (30) days (or another time period agreed to by all of the Signatories) an amendment cannot be reached, any Signatory may terminate the MOA upon written notification to the other Signatories.

Once the MOA is terminated, and prior to work continuing on the Undertaking, the FS must either (a) execute a new MOA pursuant to 36 CRF § 800.6 or (b) request, take into account, and respond to the comments of the ACHP under 36 CFR § 800.7. The FS shall notify the Signatories as to the course of action it will pursue.

IX. EXECUTION

Execution of this MOA by the FS and the SHPOfficer and implementation of its terms evidence that the FS has considered the effects of the Undertaking on historic properties and afforded the ACHP an opportunity to comment.

DRAFT

SIGNATORIES:

USDA FOREST SERVICE:

By: Darla Lenz
Its: Forest Supervisor, Ottawa National Forest

Date

DRAFT

MICHIGAN STATE HISTORIC PRESERVATION OFFICE:

By: Ryan Schumaker
Its: State Historic Preservation Officer

Date

DRAFT

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-038

AUTHORIZATION OF THE STATE HISTORIC PRESERVATION OFFICER TO ENTER INTO A MEMORANDUM OF AGREEMENT ON BEHALF OF THE MICHIGAN STRATEGIC FUND

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 Fish and Wildlife Service (the “FWS”) has requested that the SHPOfficer enter into a memorandum of agreement regarding the implementation of the Show Pool Shelter Rehabilitation at Seney National Wildlife Refuge in Schoolcraft County (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: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024

Exhibit A

**Draft Memorandum of Agreement
Between
The U.S. Fish and Wildlife Service and
the Michigan State Historic Preservation Officer,
regarding
the Show Pool Shelter,
Seney National Wildlife Refuge,
Schoolcraft County, Michigan**

(Follows under this cover)

MEMORANDUM OF AGREEMENT
between
THE U.S. FISH AND WILDLIFE SERVICE and
THE MICHIGAN STATE HISTORIC PRESERVATION OFFICER
regarding
THE SHOW POOL SHELTER,
SENEY NATIONAL WILDLIFE REFUGE,
SCHOOLCRAFT COUNTY, MICHIGAN

WHEREAS, the U.S. Department of the Interior, Fish and Wildlife Service (the “USFWS”) proposes improvements to the Show Pool Shelter at the Seney National Wildlife Refuge (the “NWR”) in Schoolcraft County, Michigan (the “Project”);

WHEREAS, the Show Pool Shelter (RPI#10010344) in the SE ¼ of Section 16, T45N, R13W within the Seney NWR has been determined to be eligible for listing on the National Register of Historic Places (the “NRHP”);

WHEREAS, the USFWS, in consultation with the Michigan State Historic Preservation Officer (the “SHPOfficer”) (ER22-993), has determined that the Project is an undertaking (the “Undertaking”) and that the Undertaking constitutes an Adverse Effect pursuant to 36 CFR Part 800, the regulations implementing Section 106 of the National Historic Preservation Act (the “NHPA”) of 1966, as amended (54 U.S.C. § 306108);

WHEREAS, the USFWS has defined the Undertaking's area of potential effect (the “APE”) as [description of the APE];

WHEREAS, the SHPOfficer is part of the Michigan State Historic Preservation Office (the “SHPO”);

WHEREAS, the SHPO was transferred to the Michigan Strategic Fund (the “MSF”) pursuant to Executive Order 2019-13;

WHEREAS, in conjunction with the National Environmental Policy Act Environmental Assessment process, the USFWS notified and asked for comment from all historic preservation representatives of Federally Recognized Tribes within the 1836 ceded territory on the proposed Show Pool Shelter Improvement Project. No formal comments were received. However, staff comments from the Bay Mills Indian Community and the Sault Ste. Marie Tribe of the Chippewa Indians indicated that they approved of the project's preference to remove any Native American inspired design elements from the structure;

WHEREAS, in accordance with 36 CFR § 800.6(a)(1), the USFWS has notified the Advisory Council on Historic Preservation (the “ACHP”) of its Adverse Effect determination with specified

documentation and the ACHP has chosen not to participate in the consultation pursuant to 36 CFR § 800.6(a)(1)(iii); and

WHEREAS, as used in this Memorandum of Agreement (the “MOA”), the USFWS and the SHPOfficer are sometimes referred to individually as a “Signatory” and collectively as the “Signatories.”

NOW, THEREFORE, it is mutually agreed by the USFWS and the SHPOfficer that the Undertaking shall be implemented in accordance with the following stipulations in order to take into account the effect of the Undertaking on the historic properties.

STIPULATIONS

The USFWS shall ensure that Stipulations I and II are carried out:

I. THE RECORDATION PACKAGE.

- a. Prior to commencement of the Undertaking, an architectural professional, meeting the professional qualification standards in 36 C.F.R. Part 61, shall document the Show Pool Shelter by preparing a recordation package (the “Recordation Package”) according to the SHPO’s Recordation Standards attached hereto as Attachment A.
- b. Digital photos provided on a compact disc or digital video disc may supplement digital materials for printed photographs.
- c. The SHPO shall have thirty (30) days from its receipt of the draft Recordation Package for its review and approval. The USFWS shall revise the Recordation Package accordingly based on timely comments received from the SHPO. Once the Recordation Package has been reviewed and approved, hard copies and pdfs of the final photographs and documentation shall be provided to the USFWS, the SHPO and the ACHP.
- d. The SHPO will submit a hard copy of the Recordation Package to the Archives of Michigan.
- e. A hard copy of the Recordation Package will be provided by the USFWS to a local archive or repository.

II. THE INTERPRETIVE SIGN.

- a. The USFWS shall install onsite interpretation with a sign or panel(s) (the “Sign”) that interprets the significance of the Show Pool Shelter in the context of the Seney NWR.
- b. The Sign will be located near the Show Pool Shelter, on a site agreed upon by the USFWS and SHPO.
- c. The Sign will be constructed on a durable outdoor product.
- d. The content of the Sign, including text and images, will be developed by the USFWS in consultation with the SHPO. The USFWS will provide the SHPO with a draft of the content of the Sign and the SHPO shall have thirty (30) days from its receipt to review and provide comments to the USFWS. The USFWS will consider all timely comments made by the SHPO in developing final designs and text for the content of the Sign.
- e. The Sign may be updated by the USFWS as needed.

- ### **III. PERFORMANCE STANDARDS.**
- The USFWS shall ensure that all cultural resources work carried out under Stipulation I pursuant to this MOA will be carried out by or under the direct

supervision in the field and office of individual(s) that meet the *Secretary of the Interior's Professional Qualification Standards* for an Architectural Historian or Historic Architect.

- IV. **DURATION.** This MOA will be null and void if its terms are not carried out within five years from the date of its execution by all the Signatories. Prior to such time, the USFWS may consult with the other Signatory to reconsider the terms of the MOA and amend it in accordance with the Stipulation VI below.
- V. **DISPUTE RESOLUTION.** Should the SHPOfficer object in writing (the "Objection") to the USFWS regarding any actions taken pursuant to this MOA, the USFWS will consult with the SHPOfficer to resolve the Objection. If the USFWS determines, within thirty (30) days of receiving the Objection, that the Objection cannot be resolved, the USFWS will forward all documentation relevant to the Objection to the ACHP, including the USFWS's proposed resolution to the Objection. Within thirty (30) days after receipt of all pertinent documentation, the ACHP will:
- a. provide the USFWS with recommendations pursuant to 36 C.F.R. § 800.2(b)(2), which the USFWS will take into account in reaching a final decision regarding the Objection; or
 - b. notify the USFWS that it will comment pursuant to 36 C.F.R. § 800.7(c), and proceed to comment. Any comment provided by the ACHP will be taken into account by the USFWS in accordance with 36 C.F.R. § 800.7(c)(4) and Section 110(1) of the NHPA; or
 - c. not provide comments.

The USFWS may then render a decision regarding the Objection. In reaching its decision, the USFWS will take into account all comments regarding the Objection from the SHPOfficer and the ACHP.

Any recommendation or comment provided by the ACHP will be understood to pertain only to the subject of the Objection; the responsibility of the USFWS and the SHPOfficer to carry out other actions pursuant to this MOA that are not the subject of the Objection will remain unchanged. The USFWS will notify the SHPOfficer and the ACHP of its decision in writing before implementing that portion of the Undertaking that is the subject of the Objection under this Stipulation. The USFWS' decision on the Objection will be final.

- VI. **AMENDMENTS AND NONCOMPLIANCE.** If any Signatory to this MOA determines that its terms cannot be fulfilled, or that an amendment to the terms of this MOA must be made, that Signatory shall immediately consult with the other Signatory to develop an amendment to this MOA pursuant to 36 C.F.R. § 800.6(c)(7) and 800.6(c)(8). The amendment will be effective on the date a copy signed by both Signatories is filed with the ACHP. If the Signatories cannot agree to appropriate terms to amend the MOA, any Signatory may terminate this MOA in accordance with Stipulation VII below.

- VII. **TERMINATION.** If the MOA cannot be amended following the consultation set out in the Stipulation VI above, it may be terminated by any Signatory. Within 30 days following this MOA's termination, the USFWS shall notify the Signatories if it will initiate consultation to execute a new memorandum of agreement with the Signatories under 36 C.F.R. § 800.6(c)(1) or request the comments of the ACHP under 36 C.F.R. § 800.7(a) and proceed accordingly.
- VIII. **POST REVIEW DISCOVERY.** In the event that one or more historic properties—other than the Show Pool Shelter—are discovered or that unanticipated effects on historic properties are found during implementation of this MOA, the USFWS shall follow the procedure specified in 36 C.F.R. § 800.13 by stopping work in the immediate area and notifying the SHPOfficer of such unanticipated discoveries or effects within two (2) business days of the USFWS's discovery. Any necessary archaeological investigations will be conducted according to USFWS guidelines.
- IX. **EXECUTION.** Execution of this MOA by all Signatories, the submission of the documentation and filing of this MOA with the ACHP pursuant to 36 C.F.R. § 800.6(b)(iv) prior to the USFWS' approval of the Undertaking, and implementation of its terms is evidence that the USFWS has taken into account the effects of the Undertaking on the historic properties and has afforded the ACHP a reasonable and good faith opportunity to comment.

SIGNATORY:

U.S. Fish and Wildlife Service

By: Shauna Marquardt

Date

Its: Acting Midwest Regional NWRS Chief

SIGNATORY:

Michigan State Historic Preservation Office

By: Ryan M. Schumaker

Date

Its: State Historic Preservation Officer

ATTACHMENT A

SHPO Documentation Guidelines

[Follows under this cover]

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-039

AUTHORIZATION OF THE STATE HISTORIC PRESERVATION OFFICER TO ENTER INTO A MEMORANDUM OF AGREEMENT ON BEHALF OF THE MICHIGAN STRATEGIC FUND

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 City of Grand Rapids, the Grand Rapids Housing Commission, and the Wyoming Housing Commission have requested that the SHPOfficer enter into a memorandum of agreement regarding the implementation of the Leonard Apartments Project in Grand Rapids, Kent County (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: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024

Exhibit A

**Draft Memorandum of Agreement Among
the City of Grand Rapids,
the Grand Rapids Housing Commission,
the Wyoming Housing Commission, and
the Michigan State Historic Preservation Officer
Regarding
the Leonard Apartments Project,
Grand Rapids, Kent County, Michigan**

(Follows under this cover)

**MEMORANDUM OF AGREEMENT AMONG
THE CITY OF GRAND RAPIDS,
THE GRAND RAPIDS HOUSING COMMISSION,
THE WYOMING HOUSING COMMISSION, AND
THE MICHIGAN STATE HISTORIC PRESERVATION OFFICER
REGARDING
THE LEONARD APARTMENTS PROJECT,
GRAND RAPIDS, KENT COUNTY, MICHIGAN
SUBMITTED TO THE ADVISORY COUNCIL ON HISTORIC PRESERVATION
PURSUANT TO 36 CFR § 800.6(b)(1)**

WHEREAS, the U.S. Department of Housing and Urban Development (“HUD”), through the Grand Rapids Housing Commission (the “GRHC”) and the Wyoming Housing Commission (the “WHC”), has committed to issue Project Based Vouchers (the “PBVs”) to Leonard Apartments Limited Dividend Housing Association, Limited Liability Company, (the “Developer”) who will demolish existing structures (the “Buildings”) and construct a new multi-unit affordable housing project known as the Leonard Apartments, on the Parcel (defined below) (the “Project”);

WHEREAS, the issuance of PBVs is authorized under Section 1437f of the U.S. Housing Act of 1937 (the “USHA”) (42 U.S.C. §1437f(o)(13)), making it an undertaking (the “Undertaking”) subject to review under Section 106 of the National Historic Preservation Act of 1966, as amended, 54 U.S.C. § 300101 *et seq.*, and its implementing regulations, 36 C.F.R. §800 (the “NHPA”);

WHEREAS, the Area for Potential Effects (the “APE”) for the Undertaking includes a roughly 475,800 square foot area around 851 Leonard Street NW in the West Grand neighborhood;

WHEREAS, the Project involves the demolition of the Van’t Hof Funeral Home, along with its additions and garages, which is located at 851 Leonard Street NW, Grand Rapids, Michigan 49504 (the “Parcel”) and which appears to meet the criteria for listing in the National Register of Historic Places under both Criteria A and C, and involves the redevelopment of the Parcel;

WHEREAS, the City of Grand Rapids (the “City”) serves as the Responsible Entity for programs under Title 1 of the USHA and has assumed environmental review responsibilities in accordance with HUD’s Environmental Review procedures at 24 C.F.R. Part 58, including its responsibilities under the NHPA;

WHEREAS, the City, the GRHC, and the WHC have consulted with the SHPO in accordance with Section 106 of the NHPA to resolve the adverse effects of the Project on the APE;

WHEREAS, notification was sent to the eight Native American tribes identified in HUD’s Tribal Directory Assessment Tool (“TDAT”) as having some cultural interest or affiliation in Kent County, and one tribe responded, the Miami Tribe of Oklahoma, offering no objection to the Project but requesting to be consulted if artifacts or items falling under the Native American Graves Protection and Repatriation Act, 25 U.S.C. § 3001 *et seq.*, 104 Stat. 3048 (the “NAGPRA”) are discovered;

WHEREAS, the SHP Officer, the City, the GRHC, and the WHC are signatory parties (collectively, the “Signatory Parties”) in this Memorandum of Agreement (the “MOA”);

WHEREAS, other consulting parties engaged during Project planning included the Grand Rapids Historic Preservation Specialist, the Grand Rapids Planning Commission, and the West Grand Neighborhood Organization;

WHEREAS, the Developer is a concurring party (the “Concurring Party”) to this MOA;

WHEREAS, in accordance with 36 C.F.R. § 800.6(a)(1), the City notified the Advisory Council on Historic Preservation (the “Council”) on November 6, 2023 with specified documentation of its adverse effect determination and the Council chose not to participate in the consultation pursuant to 36 C.F.R. § 800.6(a)(1)(iii) on December 14, 2023;

WHEREAS, the SHP Officer is part of the State Historic Preservation Office (the “SHPO”); and

WHEREAS, the SHPO was transferred to the Michigan Strategic Fund (the “MSF”) pursuant to Executive Order 2019-13.

NOW, THEREFORE, the Signatory Parties agree that the Project shall be implemented in accordance with the following stipulations to account for the effect of the Project on the APE.

STIPULATIONS

The City, the GRHC, and the WHC, in conjunction with the Developer, shall ensure the stipulations detailed below are carried out. The Developer shall be responsible for all financial costs involved in fulfilling the terms of this MOA. If the Developer fails to carry out any of the stipulations outlined within this MOA, the GRHC and the WHC will withhold the issuance of PBVs until such time that said stipulations are carried out.

I. MITIGATION

A. Historic Documentation: Within 12 months of the execution of this MOA, the Developer shall contract with a historic preservation consultant that meets the Secretary of the Interior’s Professional Qualifications Standards for architectural history (see 36 C.F.R. § 61) to prepare a recordation package (the “Recordation Package”) for the Buildings on the Parcel which will be demolished as part of the Project. The Developer will provide the SHPO with an opportunity to view the Recordation Package prior to publication. The SHPO shall have thirty (30) days from its receipt of the draft Recordation Package to review and provide comments. The Recordation Package will follow the SHPO Documentation Standards (the “SHPO Doc Standards”), attached hereto and incorporated into this MOA as Attachment A, and will include the following components:

1. Narrative Report: A written record of the Parcel that includes the following (see SHPO Doc Standards, Section II):
 - a. Date of construction.
 - b. Name of architect and/or builder, if known.
 - c. Architectural description of the Buildings, including their building materials, overall dimensions, and architectural features. Any alterations to the

Buildings that have occurred should be clearly described in the Recordation Package.

- d. A history of the Parcel.
 - e. An ownership timeline of the Buildings from inception to present day.
2. Maps: One or more maps that encompass the whole Parcel shall be included (see SHPO Doc Standards, Section III).
3. Photographic Documentation: All exterior elevations, the interiors, the setting, and any significant or unusual architectural features of the Buildings shall be documented with digital photographs conforming to the best practices outlined in the National Park Service's *National Register Photo Policy Fact Sheet* Bulletin 16 ("Bulletin 16"); specifically the National Park Service's *Photo Policy Fact Sheet* which is also summarized in Attachment A, section V. Images shall be Tagged Image File Format ("TIFF") or Joint Photographic Experts Group ("JPEG").
- a. The Developer may submit the photographs with photo log required above to the SHPO in TIFF or JPEG format on a CR-R or DVD-R via standard mail for review and approval at any time.
 - i. The SHPO shall have thirty (30) days from receipt of the photographs to approve them for inclusion in the Recordation Package or request additional images.
 - ii. If SHPO does not respond within thirty (30) days of receipt of the photographs, the Developer may assume the SHPO's approval of them for use in the Recordation Package.
 - b. The Recordation Package shall include at least 5" x 7" prints (8" x 10" prints preferred) of all photo images and be labeled in accordance with Bulletin 16 and placed in archival sleeves (i.e. acid free envelopes).
 - c. The Recordation Package shall include an archival CD or DVD containing all digital photographs created and be renamed in accordance with Bulletin 16.
 - d. The Recordation Package shall include a photo log created in accordance with Bulletin 16.
4. Historic Photograph Search: Available historic photographs of the Buildings shall be reproduced by creating high quality digital images in TIFF or JPEG format at a resolution of at least 300 dpi.
- a. Prints of all reproduced historic photographs that replicate their original dimensions as closely as possible without distorting their aspect ratio shall be prepared and included in the Recordation Package as outlined in Stipulation I(A)(3)(b) above.

- b. The TIFF or JPEG files created by photographing or scanning the historic photographs shall be included in the archival CD or DVD required by Stipulation I(A)(3)(c) above.
 - c. Reproduced historic photographs shall be included in the photo log required by Stipulation I(A)(3)(d). above.
5. Supplemental Archival Document Search: Copies of any existing historic documents of the Buildings such as maps, drawings, floor plans, and property cards shall also be included in the Recordation Package. This archival material and the required photographic documentation outlined in Stipulation I(A)(3) may take the place of the drawings described in SHPO Doc Standards, Section IV.
 6. SHPO Submission and Approval. The SHPO must approve the archival documents and photographic recordation prior to the demolition of the Buildings. The historical narrative may be completed after the Buildings are demolished, but must be submitted to the SHPO within six (6) months following completion of the Buildings' demolition. The SHPO will complete its review within thirty (30) days of receipt of the historical narrative. The Developer shall submit one archival copy of the Recordation Package, approved by the SHPO, to the Grand Rapids Public Library, Grand Rapids City Archives, and the SHPO for deposit in the Archives of Michigan.
- B. Survey of Funeral Homes: Within 12 months of the execution of this MOA, the Developer shall contract with a historic preservation consultant that meets the Secretary of the Interior's Professional Qualifications Standards for architectural history (see 36 C.F.R. § 61) to prepare a survey of existing pre-World War II purpose-built funeral homes in Grand Rapids (the "Survey"). SHPO defines purpose-built funeral homes as those constructed to be a funeral home prior to 1941. The Survey must include a historic context that covers the development of funerary practices and funeral homes. The Developer will provide the SHPO with an opportunity to view the Survey prior to publication. The SHPO shall have thirty (30) days from its receipt of the draft Survey to review and provide comments. The Survey will include the following components:
1. Survey Forms: Michigan SHPO Architectural Properties Identification forms for individual buildings will be used to identify and survey up to 30 extant funeral homes.
 2. Maps: One or more maps showing the location of each funeral home.
 3. The Survey will follow the format of the current *Michigan Above-Ground Survey Manual* (2018)
- C. Historical Photographic Displays: The Developer shall obtain any available historic photographs of the Van't Hof Funeral Home from the building's previous owner and/or from residents of the neighborhood. The historic photographs will be used for two purposes:

1. The Developer shall make the historic photographs available to West Grand Neighborhood Organization leadership and shall print and frame a photograph of the organization's choosing for display within the office of the West Grand Neighborhood Organization.
2. The Developer shall use multiple historic photographs to create a permanent display in an accessible, public location within the Leonard Apartments building upon completion of construction and before occupancy.

II. NOTIFICATION

Any notice or other communication made pursuant to this MOA shall be sent to the following points of contact (or such point of contact as may be hereafter specified by notice pursuant to this paragraph):

Michigan State Historic Preservation Office

Ryan M. Schumaker
State Historic Preservation Officer
300 North Washington Square
Lansing, MI 48913
Phone: 888-522-0103
Email: schumakerr1@michigan.gov

City of Grand Rapids Community Development Department

Connie M. Bohatch
Senior Managing Director of Community Services
300 Monroe Avenue, NW, Suite 460
Grand Rapids, MI 49503
Phone: 616-456-3677
Email: cbohatch@grcity.us

Grand Rapids Housing Commission

Lindsey Reames
Executive Director
1420 Fuller Avenue SE
Grand Rapids, MI 49507
Phone: 616-235-2656
Email: lindsey.reames@grhousing.org

Wyoming Housing Commission

Rebeca Venema
Executive Director
2450 36th Street SW
Wyoming, MI 49519
Phone: 616-534-5471
Email: rebeca.venema@wyomingmi.gov

Leonard Apartments Limited Dividend Housing Association LLC

John Wynbeek
Executive Director of Genesis Nonprofit Housing Corporation
851 Leonard Street NW
Grand Rapids, MI 49504

III. DURATION

This MOA will expire if its stipulations are not carried out within four (4) years from the date it is executed by all of the Signatory Parties and the Concurring Party (the “Term”). If the Stipulations have not been completed prior to the expiration of the Term, prior to any additional work continuing on the Project, the City shall either (a) execute a new MOA pursuant to 36 C.F.R. § 800.6, or (b) request, take into account, and respond to the comments of the Council under 36 C.F.R. § 800.7. Prior to the expiration of the Term, the City may consult with the Signatory Parties and the Concurring Party to reconsider the terms of the MOA and amend it in accordance with Stipulation VI below. The City shall notify the Signatory Parties and the Concurring Party as to the course of action it will pursue.

IV. POST-REVIEW DISCOVERIES

If historic properties (including historic archaeological resources) or human remains are discovered during the implementation of the Project, the City shall (1) follow the Unanticipated Discoveries Plan, attached hereto and incorporated into this MOA as Attachment B, and (2) consult with the SHPO to evaluate, minimize, mitigate, and resolve any adverse effects to such properties, pursuant to 36 C.F.R. § 800.13. The Signatory Parties will consult on a treatment plan for the historic properties or resolution of the unanticipated effects. If the Signatory Parties do not agree on the treatment plan, they shall follow the Dispute Resolution outlined in Stipulation V below.

V. DISPUTE RESOLUTION

Should any Signatory Party object (the “Objecting Signatory Party”) at any time to any actions proposed or the manner in which the terms of this MOA are implemented (the “Dispute”), the City shall consult with such Objecting Signatory Party to resolve the Dispute. If the City determines that such Dispute cannot be resolved, the City will:

- A. Forward all documentation relevant to the Dispute, including the City’s proposed resolution to the Dispute (the “Proposed Resolution”), to the Council. The Council shall provide the City with its advice on the Dispute and the Proposed Resolution within thirty (30) days of receiving adequate documentation (the “Comment Period”).
 - a. If the Council provides its advice regarding the Dispute within the Comment Period, the City shall prepare a written response (the “Comment Letter”) that takes into account any timely advice or comments regarding the dispute from the Council, the Signatory Parties, and the Concurring Party, and provide them with a copy of the Comment Letter. The City will then make a final determination to resolve the Dispute (the “Final Determination”) and proceed according to the Final Determination.

- b. If the Council does not provide its advice regarding the Dispute within the Comment Period, the City is not required to consider comments from the Council. The City shall prepare a Comment Letter that takes into account any timely comments regarding the Dispute from the Signatory Parties and the Concurring Party and provide them and the Council with a copy of the Comment Letter. The City will then make a Final Determination and proceed according to the Final Determination.

All other obligations of the City under this MOA that are not the subject of the Dispute remain unchanged.

VI. AMENDMENTS

This MOA may be amended when such an amendment is agreed to in writing by all Signatory Parties. The amendment will be effective on the date a copy of the fully executed MOA amendment is filed with the Council.

VII. TERMINATION

If any Signatory Party to this MOA determines that its terms will not or cannot be carried out, that Signatory Party shall immediately consult with the other Signatory Parties to attempt to develop an amendment pursuant to Stipulation VI above. If within thirty (30) days (or another time period agreed to by all Signatory Parties) an amendment cannot be reached, any Signatory Party may terminate the MOA upon written notification to the other Signatory Parties.

Once the MOA is terminated, and prior to work continuing on the Project, the City must either: (a) execute an MOA pursuant to 36 C.F.R. § 800.6; or (b) request, take into account, and respond to the comments of the Council under 36 C.F.R. § 800.7. The City shall notify the Signatory Parties as to the course of action it will pursue.

Execution of this MOA by the Signatory Parties and implementation of its terms is evidence that the City has taken into account the effects of this Undertaking on historic properties and afforded the Council an opportunity to comment.

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SIGNATORY PARTY

State Historic Preservation Officer

By: Ryan M. Schumaker
Its: State Historic Preservation Officer

Date: _____

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NEXT PAGE**

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SIGNATORY PARTY

City of Grand Rapids

By: Rosalynn Bliss
Its: Mayor

Date: _____

Attest: _____
By: Joel H. Hondorp
Its: City Clerk

Date: _____

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SIGNATORY PARTY

Grand Rapids Housing Commission

By: Lindsey S. Reame
Its: Executive Director

Date: _____

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NEXT PAGE**

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SIGNATORY PARTY

City of Wyoming Housing Commission

By: Rebecca Venema
Its: Executive Director

Date: _____

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CONCURRING PARTY

Leonard Apartments LDHA LLC

By: Leonard Apartments MM LLC
Its: Manager

By: Genesis Non-Profit Housing Corporation
Its: Majority Owner

By: John Wynbeek
Its: Executive Director

Date: _____

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ATTACHMENT A

SHPO DOCUMENTATION STANDARDS

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ATTACHMENT B

UNANTICIPATED DISCOVERY PLAN

[Follows under this cover]

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MICHIGAN STRATEGIC FUND

RESOLUTION 2024-040

AUTHORIZATION OF THE STATE HISTORIC PRESERVATION OFFICER TO ENTER INTO A MEMORANDUM OF AGREEMENT ON BEHALF OF THE MICHIGAN STRATEGIC FUND

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, Washtenaw County has requested that the SHPOfficer enter into a memorandum of agreement regarding the implementation of the 206-210 N. Washington Redevelopment Project in Ypsilanti (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: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024

Exhibit A

**Draft Memorandum of Agreement
Between
Washtenaw County, Michigan
and the
Michigan State Historic Preservation Officer
Regarding the
206-210 N. Washington Redevelopment Project
in Ypsilanti, Michigan**

(Follows under this cover)



**MEMORANDUM OF AGREEMENT
BETWEEN
WASHTENAW COUNTY, MICHIGAN
AND THE
MICHIGAN STATE HISTORIC PRESERVATION OFFICER
REGARDING THE
206-210 N. WASHINGTON REDEVELOPMENT PROJECT
IN YPSILANTI, MICHIGAN**

WHEREAS, Washtenaw County through its County Office of Community and Economic Development (the “County”) proposes to assist the 206-210 N. Washington Redevelopment Project (the “Project” through the Home Investment Partnerships Program (HOME) under Title II of the National Affordable Housing Act of 1990, a program subject to HUD’s environmental regulations at 24 C.F.R. Part 58;

WHEREAS, the Project consists of demolition of the main 3-story tower and 1-story ell located at 206-210 N. Washington Street in the City of Ypsilanti, Washtenaw County (the “Property”), with subsequent construction of a multi-family rental building;

WHEREAS, the County has determined that the Project would constitute an undertaking (the “Undertaking”) since it may have an adverse effect on 206-210 N. Washington Street which is eligible for listing in the National Register of Historic Places (the “NRHP”).

WHEREAS, the County has consulted with the Michigan State Historic Preservation Officer (the “SHPOfficer”) pursuant to 36 C.F.R. part 800, of the regulations implementing Section 106 of the National Historic Preservation Act (“Section 106”) (54 U.S.C. § 306108);

WHEREAS, the SHPOfficer is part of the Michigan State Historic Preservation Office (the “SHPO”);

WHEREAS, the SHPO was transferred to the Michigan Strategic Fund (the “MSF”) pursuant to Executive Order 2019-13;

WHEREAS, the County has a responsibility for carrying out the provisions of 36 C.F.R. Part 800 pursuant to 24 C.F.R. Part 50 and 24 C.F.R. Part 58 respectively of HUD’s environmental regulations and has participated in Section 106 consultation for the Project;

WHEREAS, the County has assumed the lead agency role for purposes of developing this Memorandum of Agreement (the “MOA”) and ensuring implementation of its stipulations, in coordination with the SHPO;

WHEREAS, the County has defined the Undertaking’s area of potential effects (the “APE”) to include the Property and 21 surrounding properties of 50 years of age or older that are located within the City of Ypsilanti Historic District (the “Historic District”);

WHEREAS, the County has consulted with the Forest County Potawatomi Community of Wisconsin, Hannahville Indian Community, Lac Vieux Desert Band of Lake Superior Chippewa Indians of Michigan, the Little Traverse Bay Bands of Odawa Indians, the Menominee Indian Tribe of Wisconsin, the Miami Tribe of Oklahoma, the Pokagon Band of Potawatomi Indians, the Saginaw Chippewa Indian Tribe of Michigan, the Sault Ste. Marie Tribe



of Chippewa Indians, and the Seneca-Cayuga Nation for which 206-210 N. Washington has known or potential religious and cultural significance,

WHEREAS, the County has consulted with the City of Ypsilanti (the “City”) regarding the effects of the Undertaking on historic properties within the Historic District and has invited them to sign this MOA as an invited signatory;

WHEREAS, in accordance with 36 C.F.R. § 800.6(a)(1), the County has notified the Advisory Council on Historic Preservation (the “ACHP”) of its adverse effect determination with specified documentation, and the ACHP has chosen not to participate in the consultation pursuant to 36 C.F.R. §800.6(a)(1)(iii);

WHEREAS, as used in this MOA, the County, the SHPOfficer, and the City are sometimes referred to individually as a “Signatory” and collectively as the “Signatories.”

NOW, THEREFORE, the County and the SHPOfficer agree that the Undertaking shall be implemented in accordance with the following stipulations in order to take into account the effect of the Undertaking on historic properties.

STIPULATIONS

The County as lead agency, in consultation with SHPO will ensure that the following measures are carried out:

- I. MINIMIZATION AND MITIGATION OF THE PROPERTY
 - a) Minimization
 - 1) The two outbuildings located on the Property, the North Hen/Carriage House and the South Carriage House (collectively, the “Outbuildings”), must be preserved on site from demolition.
 - 2) The Outbuildings must be stabilized and repaired in accordance with the Michigan Rehabilitation Code for Existing Buildings, Chapter 12- Historic Buildings, and the Secretary of the Interior’s Standards for Rehabilitation. The Outbuildings are to be secured, structurally sound, and painted, with windows, roofing, and siding maintained in good repair, pending City of Ypsilanti Historic District Commission (the “HDC”) approvals. The Outbuildings will be subject to the City’s codes and ordinances and will be inspected as part of the City’s property maintenance inspection program. The owner will need to maintain a Certificate of Compliance for the property.
 - 3) Future development at the property must include, when applicable, a Certificate of Appropriateness application to the HDC as outlined in the City’s Code of Ordinances (Chapter 54 Division 4 Sec. 54-81)
 - 4) Photo documentation, along with proof of obtaining a COA will be provided to SHPO upon completion.
 - b) Mitigation



- 1) By completion of the Project, an interpretive panel (the “Panel”) must be placed at the Property which documents the historic significance of the site as it relates to its NRHP eligibility under Criterion B, for architect /R. S. Gerganoff. The Panel must also include information about the Outbuildings. The design, content, and proposed location of the Panel must be presented to and receive final approval by the HDC.
 - i. Panel materials, including posts and fasteners, must be constructed with durable outdoor materials. Panel materials and installation must be paid for by project developers. A sign permit from the City must be acquired prior to installation.
 - ii. Content, including text and images, for the Panel will be developed by the County, in consultation with the SHPO. The County will provide SHPO with a draft of the content and the SHPO will have thirty (30) days from receipt to review and provide comments. SHPO comments will be incorporated into the final version by the County.
 - iii. Following edits, the County will send the interpretive panel text and images to the project developer for design, and proposed location. The project developer must present the Panel (including text, images, design, materials, and proposed location) to the HDC for review and approval.
- 2) Utilizing the information provided in the Section 106 application submitted for this Project, an expanded Report (the “Report”) must be completed by the County on the Property which includes: images of the structure to be demolished from each elevation, an expanded narrative on R.S. Gerganoff, a list of known Gerganoff architectural works to date, and sources for learning more about Gerganoff, as well as a brief narrative about the Project and why this report was prepared.
 - i. The Report will be developed by the County in consultation with SHPO. The County will provide SHPO with a draft of the Report and the SHPO will have thirty (30) days from receipt to review and provide comments, which will be incorporated into the final version by the County
 - ii. The completed Report must be provided by Project completion and bound in three (3) copies: one (1) must be sent to SHPO, one (1) must be stored by the County and one (1) sent to a local repository as identified by SHPO and the County. A digital copy of the Report must be made available on the County website and send to SHPO.

II. DURATION

This MOA will expire if its terms are not carried out within five (5) years from the date of its execution by all of the Signatories. Prior to such time, the County may consult with the other Signatories to reconsider the terms of the MOA and amend it in accordance with Stipulation V below.

III. MONITORING AND REPORTING



Every six (6) months following the execution of this MOA until it expires pursuant to Stipulation II or is terminated pursuant to Stipulation VI, the County shall provide all Signatories with a summary report detailing work undertaken pursuant to its terms. The summary shall include any scheduling changes proposed, any problems encountered, and any disputes and objections received in the County's efforts to carry out the terms of this MOA.

IV. DISPUTE RESOLUTION

Should any Signatory to this MOA object (the "Objection") at any time to any actions proposed or the manner in which the terms of this MOA are implemented, the County shall consult with such Signatory to resolve the Objection. If the County determines that such Objection cannot be resolved, the County will:

A. Forward all documentation relevant to the Objection, including the County's proposed resolution, to the ACHP. The ACHP shall provide the County with its advice on the resolution of the Objection within thirty (30) days of receiving adequate documentation. Prior to reaching a final decision on the Objection, the County shall prepare a written response that takes into account any timely advice or comments regarding the Objection from the ACHP and the Signatories, and provide them with a copy of this written response. The County will then proceed according to its final decision.

B. If the ACHP does not provide its advice regarding the Objection within the thirty (30)-day time period, the County may make a final decision on the Objection and proceed accordingly. Prior to reaching such a final decision, the County shall prepare a written response that takes into account any timely comments regarding the Objection from the Signatories, and provide them and the ACHP with a copy of such written response.

C. The County's responsibility to carry out all other actions subject to the terms of this MOA that are not the subject of the Objection remain unchanged.

V. AMENDMENTS

This MOA may be amended when such an amendment is agreed to in writing by all Signatories. The amendment will be effective on the date a copy signed by all of the Signatories is filed with the ACHP.

VI. TERMINATION

If any Signatory to this MOA determines that its terms will not or cannot be carried out, that Signatory shall immediately consult with the other Signatories to attempt to develop an amendment per Stipulation V. If within thirty (30) days (or another time period agreed to by all Signatories) an amendment cannot be reached, any Signatory may terminate the MOA upon written notification to the other Signatories.

Once the MOA is terminated, and prior to work continuing on the Undertaking, the County must either (a) execute another MOA pursuant to 36 C.F.R. § 800.6 or (b) respond to the ACHP comments in accordance with 36 C.F.R. § 800.7. The County shall notify the Signatories as to the course of action it will pursue.

VII. EXECUTION



Execution of this MOA by the County and SHPOfficer and implementation of its terms evidence that the County has taken into account the effects of the Undertaking on historic properties and afforded the ACHP an opportunity to comment.

DRAFT



**MEMORANDUM OF AGREEMENT
BETWEEN,
WASHTENAW COUNTY, MICHIGAN
AND THE
MICHIGAN STATE HISTORIC PRESERVATION OFFICER
REGARDING THE
206-210 N. WASHINGTON REDEVELOPMENT PROJECT
IN YPSILANTI, MICHIGAN**

REQUIRED SIGNATORY:

WASHTENAW COUNTY

_____ Date _____

By: Toni Kayumi

Its: Director, Office of Community and Economic Development

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REQUIRED SIGNATORY:

MICHIGAN STATE HISTORIC PRESERVATION OFFICE

_____ Date _____
By: Ryan Schumaker
Its: State Historic Preservation Officer

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DRAFT



**MEMORANDUM OF AGREEMENT
BETWEEN,
WASHTENAW COUNTY, MICHIGAN
AND THE
MICHIGAN STATE HISTORIC PRESERVATION OFFICER
REGARDING THE
206-210 N. WASHINGTON REDEVELOPMENT PROJECT
IN YPSILANTI, MICHIGAN**

**MEMORANDUM OF AGREEMENT
BETWEEN,
WASHTENAW COUNTY, MICHIGAN
AND THE
MICHIGAN STATE HISTORIC PRESERVATION OFFICER
REGARDING THE
206-210 N. WASHINGTON REDEVELOPMENT PROJECT
IN YPSILANTI, MICHIGAN**

INVITED SIGNATORY:

CITY OF YPSILANTI

Date _____

**By: Andrew Helleng
Its: Interim City Manager**



MEMORANDUM

Date: February 27, 2024

To: Michigan Strategic Fund Board

From: Justine Johnson, Chief Mobility Officer and Senior Vice President, MEDC, State of Michigan

Subject: MSF Designees to the American Center for Mobility’s Board of Directors

Request

This is a request for the MSF Board to designate Justine Johnson, Michigan’s Chief Mobility Officer and SVP, MEDC to replace Eric Shreffler to the American Center for Mobility’s (“ACM”) Board of Directors.

Background

In 2016, the Willow Run Arsenal of Democracy Landholdings Limited Partnership (“LP”) purchased the former Willow Run Powertrain Plant real estate parcels in Ypsilanti, Michigan to facilitate the ultimate re-development and operation of the connected and automated vehicle technology, research, validation, and testing facilities located thereon by ACM (collectively, the “Project”). The MSF’s investment in the Project is \$35 million.

As provided by the by-laws of ACM, the MSF is entitled to designate two individuals to serve as directors on the ACM Board of Directors.

Recommendation

The MEDC recommends the MSF Board designate Justine Johnson to the ACM Board of Directors to replace Eric Shreffler as one of the MSF’s two entitled designees.

**MICHIGAN STRATEGIC FUND
RESOLUTION 2024-041**

**APPROVAL OF MSF DESIGNEES TO THE
AMERICAN CENTER FOR MOBILITY BOARD OF DIRECTORS**

WHEREAS, the Michigan legislature enacted the Michigan Strategic Fund Act, MCL 125.2001 et. seq., to enable 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, on March 22, 2016, by Resolution 2016-026, the MSF approved the MSF’s participation as a senior Class A limited partner in the Willow Run Arsenal of Democracy Landholdings Limited Partnership (“LP”);

WHEREAS, in 2016, the LP purchased of the former Willow Run Powertrain Plant real estate parcels in Ypsilanti, Michigan to facilitate the ultimate re-development and operation of the connected and automated vehicle technology, research, validation and testing facilities located thereon by the American Center for Mobility, a Michigan non-profit corporation (“ACM”) (collectively, the “Project”);

WHEREAS, the MSF has invested an aggregate of \$35 million into the LP for the Project (by Resolution 2016-026 on March 22, 2016, Resolution 2016-122 on July 26, 2016, and Resolution 2017-058 on April 25, 2017, collectively);

WHEREAS, pursuant to the By-laws of ACM, the MSF Board has the right to designate two directors to the ACM Board of Directors; and

WHEREAS, the MEDC recommends the MSF designate Justine Johnson to replace Eric Shreffler on the ACM Board of Directors.

NOW, THEREFORE, BE IT RESOLVED, the MSF designates Justine Johnson to the ACM Board of Directors.

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024



MEMORANDUM

Date: February 27, 2024
To: Michigan Strategic Fund Board
From: Paul O’Connell, Vice President Real Estate Development
Subject: Update to a Grant Recipient for \$25M Strategic Site Readiness Program (SSRP) Economic Development Organization Allocation

Request

The Michigan Economic Development Corporation (the “MEDC”) would like to correct a grant recipient’s entity name that was included in the Michigan Strategic Fund (the “MSF”) board memo on September 26, 2023. The entity receiving the grant is Flint and Genesee Group Foundation. This entity will need to replace Flint & Genesee Chamber of Commerce in the material.

Background

On September 26, 2023, the MSF Board approved SSRP grants to 11 economic development organizations located within the 10 prosperity regions. The total amount of the 11 SSRP grants equaled \$25,000,000. This request has exhausted the funds allocated to the MSF in Section 408(2) of Public Act 194 of 2022 (“PA 194 of 2022”). The MEDC was made aware of an error to one of the entities receiving SSRP funds, the Flint & Genesee Chamber of Commerce, the entity will need to be updated to the Flint and Genesee Group Foundation. This error was communicated during the creation of the MSF Board materials and the update was not made to the material prior to being presented to the MSF Board in September. Please note the updated chart below that corrects this clerical error. The background review process was completed in accordance with the MSF Background Review Policy on September 8, 2023, on the correct entity.

Region	Grant Recipient	Population	% State Population	Funding Allocation
1	InvestUP	300,111	3%	\$752,244
2	Northwest Michigan Council of Governments	334,614	3.4%	\$838,728
3	Northeast Michigan Council of Governments	173,812	1.7%	\$435,669
4	The Right Place	1,604,427	16.1%	\$4,021,581
5	Saginaw Future	560,152	5.6%	\$1,404,050
6	Flint and Genesee Group Foundation	847,173	8.5%	\$2,123,484
7	Lansing Economic Area Partnership	479,610	4.8%	\$1,202,168
8	Southwest Michigan First	501,755	5.0%	\$1,257,674
8	Cornerstone Alliance	281,504	2.8%	\$705,605
9	Ann Arbor Spark	1,011,408	10.1%	\$2,535,147
10	Detroit Regional Partnership	3,879,292	38.9%	\$9,723,650
	Total			\$25,000,000

Program Summary

Under Section 408(2) of PA 194 of 2022 and Section 88t(11), the MSF is authorized to make grants and provide technical assistance to local economic development organizations for the purposes of creating an inventory of development-ready sites, provided that the inventory shall utilize nationally recognized criteria to identify the readiness of those sites for improvement.

As provided by the SSRP Guidelines, grant awards under Section 88t(11) will be distributed by prosperity region using a population-based formula. The table set forth above reflects these requirements. Each site receiving funding under Section 88t(11) shall be submitted to the MEDC for inclusion in a statewide inventory of large strategic sites.

Recommendation

The MEDC recommends the MSF Board:

- Approve the corrected information as referenced above.

**MICHIGAN STRATEGIC FUND
RESOLUTION 2024-042**

**AWARDEE CORRECTION TO
MICHIGAN STRATEGIC SITE READINESS PROGRAM
GRANTS TO REGIONAL AND LOCAL
ECONOMIC DEVELOPMENT CORPORATIONS**

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 88t of the MSF Act, MCL 125.2088t, the MSF shall create and operate the Michigan strategic site readiness program to provide grants, loans, and other economic assistance for eligible applicants to conduct eligible activities for the purpose of creating investment-ready sites to attract and promote investment in this state for eligible activities on, or related to, strategic sites and mega-strategic sites (the “Strategic Site Readiness Program”);

WHEREAS, on January 11, 2022, the MSF Board created the Strategic Site Readiness Program and approved the guidelines, which have been updated from time to time, for the implementation and operation of the Strategic Site Readiness Program (the “Strategic Site Readiness Program Guidelines”);

WHEREAS, under Section 408(2) of Public Act 194 of 2022, \$25 million was appropriated to be used for Strategic Site Readiness Program activities by regional and local economic development corporations pursuant to the Strategic Site Readiness Program Guidelines (the “EDO SSRP Grants”);

WHEREAS, on September 26, 2023, via Resolution 2023-150, the MSF Board approved 11 EDO SSRP Grants, including one for \$2,123,484 to Flint & Genesee Chamber of Commerce (the “Flint EDO SSRP Grant Award”);

WHEREAS, the MEDC recommends the grant recipient of the Flint EDO SSRP Grant Award be amended to Flint and Genesee Group Foundation (the “SSRP Awardee Amendment”); and

WHEREAS, the MSF Board wishes to approve the SSRP Awardee Amendment.

NOW THEREFORE, BE IT RESOLVED, the MSF Board approves the SSRP Awardee Amendment.

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks,
Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan
Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024

**MICHIGAN STRATEGIC FUND
RESOLUTION**

2024-031

**APPROVAL OF THE FEBRUARY 27, 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 January 30, 2024, Special Meeting Minutes
- b. Designation of Fund Manager
- c. GT Housing, LLC: MCRP Amendment
- d. 7303 West McNichols, LLC: MCRP Amendment
- e. Detroit Food Commons: MCRP Amendment
- f. Fuel Cell System Manufacturing LLC: MBDP Reauthorization
- g. SHPO MOAs
- h. MSF Designees to the American Center for Mobility’s Board of Directors
- i. SSRP Awardee Amendment: Economic Development Organization Allocation

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks,
 Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier,
 Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024



MEMORANDUM

Date: February 27, 2024

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

From: Josh Hundt, EVP, Strategic Accounts & Chief Projects Officer
Stacy Bowerman, Senior Project Executive
Elizabeth Payne, Senior Account Executive

Subject: Incentive Request

Corning Incorporated (“Corning” or the “Company”) Request – Critical Industry Program (CIP) Grant Request and State Essential Services Assessment Exemption
Thomas Township (“Township”) Request– Strategic Site Readiness Program (SSRP) Grant Request

Request Summary

This is a request from the above-named entities (collectively the “Applicants”) for incentive assistance for a new solar component manufacturing facility. The project is expected to create up to 1,151 new jobs and a capital investment of up to \$900 million in Saginaw County, Michigan.

To support this project, the Applicants are requesting the following (collectively, the “Incentives Request”):

- **Corning Request:** \$68 million CIP Grant (“CIP Request”) and a 15-year State Essential Services Assessment Exemption estimated to be worth \$12,281,500 (“SESA Request”)
 - The Company is requesting a waiver of the SESA Program Guidelines (“Program Guidelines”) requiring that the project be located in an Eligible Distressed Area, as defined in the Program Guidelines;
- **Thomas Township Request:** \$29 million SSRP Grant for public infrastructure, road improvements, and related expenses (“SSRP Request”).

Company History

Corning is one of the world’s leading innovators in materials science. For over 170 years, Corning has applied its unparalleled expertise in glass science, ceramic science, and optical physics to develop products that transform industries and enhance people’s lives. Its innovations include the first glass bulbs for Thomas Edison’s electric light, the first low-loss optical fiber, the cellular substrates that enable catalytic converters, and the first damage-resistant cover glass for mobile devices. Corning is proud of its long track record, and believes the best innovations are still ahead.

Corning has a proud history in Michigan, in particular. That history dates to WWII when Corning and Dow Chemical came together to quickly launch a business to support the US war effort. The Dow Corning partnership eventually led to the establishment of Hemlock Semiconductor (HSC), a Michigan based company that is now the leader in domestic production of polysilicon.

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 demand for solar power in the U.S. is at a peak and continues to grow, but current domestic solar capacity cannot meet the demand. The Company, through its wholly-owned subsidiary Solar Technology, LLC, is considering building a new facility in Richland Township (Saginaw County), Michigan to respond to this demand. With the planned facility, Corning will unlock opportunities to manufacture a broad range of solar components here in the U.S. while simultaneously boosting the local labor force by creating high-skilled jobs in Michigan. The project is expected to result in the creation of 1,151 new jobs and \$900 million in private investment.

The planned facility would be adjacent to HSC's operations in Thomas Township, (Saginaw County) Michigan. HSC is a leader in the domestic production of hyper-pure polysilicon, a key material used in solar components and semiconductor chips. By co-locating with HSC, the Solar Technologies facility will leverage HSC's leading position in low-carbon, domestic, hyper-pure polysilicon production and will build on Corning's deep global business expertise and world-leading capabilities in materials science. Through this new project, Corning intends to deepen its longstanding commitment to the Great Lakes Bay Region and the state of Michigan through both this new facility, and the opportunity for continued growth at HSC.

Thomas Township Infrastructure Assistance:

To properly service the new assembly plant, Thomas Township, the City of Saginaw, and Saginaw Township must expand the infrastructure capacity supporting the site in Richland Township. Thomas Township is applying for SSRP incentive assistance in the amount of \$29 million, which includes water, sewer and wastewater upgrades. The four municipalities will play a key role in securing this project, by providing the following: 1) the City of Saginaw will increase water service and extend water beyond its current service area; 2) Saginaw Township will provide wastewater treatment services; 3) Thomas Township will extend its water and sewer lines into Richland Township; and 4) Richland Township has rezoned the property and established an Industrial Development District to support the project.

In addition to the infrastructure upgrades, the project will include several road improvements that will more broadly benefit residents and businesses in both Thomas Township and Richland Township and provide a safe route for trucks and employees.

The project is consistent with the current Richland Township Master Plan and has received unanimous approval from both the Richland and Thomas Townships.

Project Impact:

With this project, Corning has identified an opportunity to fill a critical gap in the U.S.'s solar supply chain. Through HSC, Corning is already a leader in domestic hyper-pure polysilicon production, a key material used to manufacture solar components. Hemlock's polysilicon is the vital first step in the supply chain necessary to produce domestic photovoltaic modules. Corning's new facility will build the capabilities necessary for post-processing of HSC's solar-grade polysilicon essential for a variety of solar components, creating a clean, transparent solar supply chain. By quickly ramping up this production capacity, Corning will advance U.S. energy security in renewables at speed and scale.

This investment will also drive momentum in making Michigan a Top 5 state in clean energy and support MI Healthy Climate Plan objectives. This will help Michigan achieve 100% economy-wide carbon neutrality, spurring economic development and creating good-paying clean energy jobs, positioning Michigan as a leader in climate action.

Employment Impact

The project will lead to the creation of 1,151 new, high-skilled, domestic jobs in Michigan. The wages for the newly created positions will exceed the median wage for the region, which is \$19.09/hr, with a starting wage of over \$21/hr and an overall average hourly wage of over \$28/hr. In addition to the base salary, the Company also provides its employees with a comprehensive benefit package. The facility will be located close to a geographically disadvantaged area and will provide residents with employment opportunities. Corning intends to develop local hiring programs along with extensive training pipelines to create the kind of generational careers that allow a region to thrive.

It is anticipated the influx of jobs will result in spin-off investments and redevelopment opportunities. Over \$5.6 billion in new personal income is expected to be generated by the direct, indirect, and induced jobs that this opportunity will create over 20 years.

Demonstrated Need

Corning has explored building this facility in other states around the mid-west and northeast United States, while the company received attractive incentive offers from these locations they believe Michigan is the right place to achieve the larger U.S. goal of bridging the gap in the domestic solar supply chain by leveraging the experienced local workforce and close access to HSC as a supplier of hyper-pure polysilicon.

MSF support also facilitates necessary infrastructure improvements that make it possible for the facility to be built. This support is vital in securing the project. Corning's planned investment in the post-processing of solar-grade polysilicon will boost the local economy in Saginaw County, further solidify Michigan as a state at the forefront of a domestic technology and manufacturing resurgence, and benefit US energy independence. Planned infrastructure improvements also lay the groundwork for future capacity expansions.

In addition to MSF support, Richland Township anticipates approval of a PA 198 real property tax abatements. The MEDC also authorized a State Education Tax abatement to be used with the locally approved PA 198 abatement to support the project. Saginaw County Road Commission is seeking support from the Michigan Department of Transportation TEDF Category A grant program for necessary road improvements.

The collective incentive package is necessary to ensure this project moves forward, and secures these supply chains in Michigan, particularly in a highly competitive environment.

Request

In order to secure the project in Michigan, the Applicants are requesting the following incentives:

- A \$68,000,000 CIP performance-based grant
- A \$29,000,000 SSRP performance-based grant
- A State Essential Services Assessment Exemption estimated to be worth \$12,281,500

The project aligns with the organization's strategic focus areas to **attract, retain and support businesses** and **foster high-wage skills growth** in the focus industries of **technology** and **advanced manufacturing**. The proposed project will impact the Bay region with immediate job growth and significant and continued investment by a global company. In total, the project would result in the creation of up to 1,151 new jobs and a capital investment of up to \$900 million in Richland Township, Saginaw County.

Appendixes A-C address programmatic considerations.

Recommendation

MEDC Staff recommends approval of the Incentives Request as outlined in the attached resolutions

APPENDIX A – CIP Programmatic Considerations

Key Statutory Criteria

Per section 88s of Act 270, the MSF shall consider at a minimum all of the following criteria to the extent reasonably applicable as reasonably determined by the MSF to the type of project proposed before entering into a written agreement for a qualified investment:

- a) **The importance of the Project to the Community where it is located:**
The proposed project will impact the regions around Hemlock, Michigan, with immediate job growth and significant investment. This project will benefit Michigan in total and the surrounding area, through economic development and secondary job creation. And, in turn, the community and residents can support a highly valued project which allows them to identify with global trends in advanced technology, the domestic clean energy transition, and a Michigan state manufacturing resurgence.
- b) **If the Project will act as a Catalyst for Additional Revitalization of the Community and in Michigan:**
The project will result in significant job creation and capital investment. It is anticipated the influx of jobs will result in spin-off investments and redevelopment opportunities. Over \$5.6 billion new personal income is expected to be generated by the direct, indirect, and induced jobs that this opportunity will create over 20 years. This personal income will be utilized to not only support the many small businesses in the community, but will also spur demand to redevelop underutilized and blighted properties in the community and the state for commercial and residential purposes.
- c) **The amount of local financial and Community Support of the Project:**
In addition to MSF support, Richland Township anticipates approval of a PA 198 real property tax abatement.
- d) **The Applicant's Financial Need for a Qualified Investment from the CIP:**
The Company has been involved in a multi-state site selection to determine where to locate the new facility and investment. Consideration on placement includes costs of implementation and ongoing operations, availability of talent, utility and labor costs. Incentive assistance is necessary to defray additional costs incurred in Michigan compared to other locations.
- e) **The extent of reuse of Public or Private Vacant Buildings, Reuse of Historic Resources, and Redevelopment of Blighted Property:**
Not applicable
- f) **The Creation or Retention of Qualified Jobs as a Result of a Technological Shift in Product or Production at the Project Location and Michigan:**
All new jobs will be the result of a fundamental technological shift in production as this project will introduce an entirely new manufacturing process to the state.
- g) **The level of other public funds, including but not limited to, the appropriation of federal or Michigan funds and any federal or Michigan tax credits:**
In addition to the state incentive offer enumerated above, the Company expects the project will be eligible for the Section 45X Advanced Manufacturing Production Credit from the Inflation Reduction Act for domestic solar manufacturing production. The Company also received support for a State Education Tax Abatement estimated to be worth \$13 million, subject to approval of the PA198 Abatement. Saginaw County Road Commission is also seeking support from the Michigan Department of Transportation TEDF Category A grant program for necessary road improvements.
- h) **The level of any private funds, investments, or contributions into the project, including but not limited to, the Qualified Business's own investments in the project:**

Private capital investment is estimated to reach \$900 million and will support new building construction, machinery and equipment and other personal property.

i) Whether and How the Project is Financially and Economically Sound:

A financial review of the Company was completed and confirmed the Company's ability to finance the project. The project is in response to an effort to onshore the production of solar components which has been identified as the Company's future business plan.

j) Whether and How the Project Promotes Sustainable Development:

This industrial development project provides for a long-term usage of the land. The facility will also serve demand for solar products manufactured at a domestic facility, thus furthering the transition to renewable energy using domestic production and creating a more resilient supply chain. Lastly, the primary material input will be HSC hyper-pure, low-carbon, solar-grade polysilicon, thus lowering the embodied carbon of any solar module made using products made by the new Corning facility.

k) Whether and How the Project Involves the Rehabilitation of a Historic Resource:

Not applicable

l) Whether and How the Project Addresses Areawide Redevelopment and its Overall Economic Benefit to the Existing Supply Chain:

Based on an economic impact analysis of this project using REMI (Regional Economic Models Inc), this opportunity has an employment multiplier of 1.91. This means that an additional 1 job in Michigan's economy is anticipated to be created for every new direct job. In addition, these new jobs are generating new income, much of which is spent at local small businesses throughout the community and the state. Over 20 years, the total direct, indirect, and induced jobs will generate over \$5.6 billion in new personal income in Michigan.

m) The Extent and Level of Environmental Contamination:

Corning conducted a Phase I and Phase II Environmental site assessment (ESA) on the property using a 3rd party engineer of record. Minor recognized environmental conditions (RECs) were identified from previous farming operations and are either closed or in the process of closure. No soil contamination impacts were identified.

Corning will comply with all permitting efforts at the site, including but not limited to: storm water management, wastewater management and air emissions. Corning will conduct on-site wastewater pre-treatment prior to discharge to the local sanitary sewer (in accordance with local sewer ordinance). The project team has internally assessed that a minor air permit will likely be required. All permitting is going through applicable state and local agencies, including EGLE.

n) Whether and How the Project will Compete with or effect Existing Michigan Businesses Within the Same Industry:

The proposed facility will produce a product for the Company which is not currently available from other Michigan businesses and would not pose any competition. To the contrary, the project will source its primary raw material from HSC, creating a long-term, U.S. based customer for HSC's solar-grade polysilicon.

o) Whether and How the Project's Proximity to Rail and Utility will Impact Performance of the Project and Maximize Energy and Logistics needs in Michigan and in the Community Where the Project is Located:

Final logistics plan still is under development. However, the Applicants do not anticipate a negative impact. The project will take advantage of existing electrical infrastructure provided by Consumers Energy to support HSC. The project will invest in expanding power distribution to the site.

p) The Risk of Obsolescence of the Project, Products, and Investments in the Future:

The renewable energy industry is a growth industry. Research & development and innovation are central to a renewable energy facility. Corning aims to innovate and fill a critical gap in the U.S.

solar supply chain. While Corning cannot predict what will happen in the future, it is believed this project will create products that will deliver value to its customers into the foreseeable future.

q) The Overall Return on Investment to Michigan:

In total, the project will result in over \$5.6 billion in new personal income generated for the state of Michigan over a period of 20 years. This calculation was completed using a Regional Economic Modeling Inc (REMI) model.

r) How the Project Addresses Food Supply Challenges:

Not applicable

s) Other Factors Considered:

In addition to the direct benefits of this investment, there will also be positive supply chain impacts.

APPENDIX B – SSRP Programmatic Considerations

Key Statutory Criteria

Per section 88t of the MSF Act, to the extent reasonably applicable as reasonably determined by the MSF board to the type of project proposed, the MSF shall consider and document at least all of the following criteria for all SSRP awards before entering into a written agreement:

- **The importance of the project or Eligible Activities to the community in which is located and Michigan;**

The proposed project will impact the regions around Hemlock, Michigan, with immediate job growth and significant investment. This project will benefit Michigan in total and the surrounding area, through economic development and secondary job creation. And, in turn, the community and residents can support a highly valued project which allows them to identify with global trends in advanced technology, the domestic clean energy transition, and a Michigan state manufacturing resurgence.

- **If the project will act as a catalyst for additional revitalization of the community where it is located and Michigan;**

The project will result in significant job creation and capital investment. It is anticipated the influx of jobs will result in spin-off investments and redevelopment opportunities. Over \$5.6 billion in new personal income is expected to be generated by the direct, indirect, and induced jobs that this opportunity will create over 20 years. This personal income will be utilized to not only support the many small businesses in the community but will also spur demand to redevelop underutilized and blighted properties in the community and the state for commercial and residential purposes.

- **The amount of local community and financial support for the project;**

In addition to MSF support, Richland Township anticipates approval of a PA 198 real property tax abatement estimated to be worth \$51 million.

- **The amount of any other economic assistance or support provided by Michigan for the project;**

Additional incentive support includes the following: a Critical Industry Grant of up to \$68 million; a State Essential Services Assessment Exemption estimated to be worth \$12,281,500, and a State Education Tax Abatement estimated to be worth \$13 million. Saginaw County Road Commission is seeking support from the Michigan Department of Transportation TEDF Category A grant program for necessary road improvements.

- **The amount of any other economic assistance or support provided by the federal government for the project, including without limitation, federal appropriations or tax credits;**

In addition to the state incentive offer enumerated above, the Company expects the project will be eligible for the Section 45X Advanced Manufacturing Production Credit from the Inflation Reduction Act for domestic solar manufacturing production.

- **The amount of any private funds or investments for the project, including the Eligible Applicant's own investments in the project;**

Private capital investment is estimated to reach over \$900M and will support new building construction, machinery and equipment and other personal property.

- **The Eligible Applicant's financial need for a grant, loan, or other economic assistance under the SSRP;**

The size and scope of the project will result in significant infrastructure upgrades to service the site. Incentive assistance is necessary to offset the public infrastructure costs ensuring the project locate in Michigan.

- **The extent of reuse of vacant buildings, public or private, reuse of historic resources and redevelopment of blighted property;**

Not applicable

- **Creation or retention of Qualified Jobs as a result of a technological shift in product or production at the project location and within Michigan;**
All new jobs will be the result of a fundamental technological shift in production as this project will introduce an entirely new manufacturing process to the state.
 - **Whether and how the project is financially and economically sound;**
A financial review of the Company was completed and confirmed the Company's ability to finance the project.
 - **Whether and how the project converts abandoned public buildings to private use;**
Not applicable
 - **Whether and how the project promotes sustainable development;**
This industrial development project provides for a long-term usage of the land. The facility will also serve demand for solar products manufactured at a domestic facility, thus furthering the transition to renewable energy using domestic production and creating a more resilient supply chain. Lastly, the primary material input will be HSC hyper-pure, low-carbon, solar-grade polysilicon, thus lowering the embodied carbon of any solar module made using products made by the new Corning facility.
 - **Whether and how the project involves the rehabilitation of a historic resource;**
Not applicable
 - **Whether and how the project addresses areawide redevelopment;**
Based on an economic impact analysis of this project using REMI (Regional Economic Models Inc), this opportunity has an employment multiplier of 1.9. This means that an additional 1 job in Michigan's economy are anticipated to be created for every new direct job. In addition, these new jobs are generating new income, much of which is spent at local small businesses throughout the community and the state. Over 20 years, the total direct, indirect, and induced jobs will generate over \$5.6 billion in new personal income in Michigan.
 - **Whether and how the project addresses underserved markets of commerce;**
The proposed facility will produce a product for the Company which is not currently available.
 - **The level and extent of environmental contamination;**
Corning conducted a Phase I and Phase II Environmental site assessment (ESA) on the property using a 3rd party engineer of record. Minor recognized environmental conditions (RECs) were identified from previous farming operations and are either closed or in the process of closure. No soil contamination impacts were identified.
- Corning will comply with all permitting efforts at the site, including but not limited to: storm water management, wastewater management and air emissions. Corning will conduct on-site wastewater pre-treatment prior to discharge to the local sanitary sewer (in accordance with local sewer ordinance). The project team has internally assessed that a minor air permit will likely be required. All permitting is going through applicable state and local agencies, including EGLE.
- **Whether and how the project will compete with or affect existing Michigan businesses within the same industry;**
The renewable energy industry is a growth industry. Research & development and innovation are central to a renewable energy facility. Corning aims to innovate and fill a critical gap in the U.S. solar supply chain. While Corning cannot predict what will happen in the future, it is believed this project will create products that will deliver value to its customers into the foreseeable future.
 - **Whether and how the project's proximity to rail and utility will impact the performance of the project and will maximize energy and logistics needs in the community in which it is located, and in Michigan;**

Final logistics plan still is under development. However, the Applicants do not anticipate a negative impact. The project will take advantage of existing electrical infrastructure provided by Consumers Energy to support HSC. The project will invest in expanding power distribution to the site.

- **The risk of obsolescence that the project, products, and investments in the future;**
While Applicants cannot predict what will happen in the future, it is believed this project will create products that will deliver value to our customers into the foreseeable future.
- **The overall return on investment to Michigan;**
In total, the project will result in over \$5.6 billion in new personal income generated for the state of Michigan over a period of 20 years. This calculation was completed using a Regional Economic Modeling Inc (REMI) model.
- **Whether the proposed Strategic Site is incorporated into a strategic plan of a political subdivision of Michigan;**
The project is consistent with the current Richland Township Master Plan and has received unanimous approval from both the Richland and Thomas Townships.

Additionally, under Section 88t of the MSF Act, since the end user of the Strategic Site is identified, the MSF Board shall also consider:

- **The strategic economic importance of the project to the community where it is located and Michigan;**
The proposed project will impact the regions around Hemlock, Michigan, with immediate job growth and significant investment. This project will benefit Michigan in total and the surrounding area, through economic development and secondary job creation. And, in turn, the community and residents can support a highly valued project which allows them to identify with global trends in advanced technology, the domestic clean energy transition, and a Michigan state manufacturing resurgence.
- **Whether the financial assistance is needed to secure the project in Michigan;**
The Company has been involved in a multi-state site selection to determine where to locate the new facility and investment. Consideration on placement includes costs of implementation and ongoing operations, availability of talent, utility and labor costs. The size and scope of the project will result in significant infrastructure upgrades to service the site. Incentive assistance is necessary to offset the public infrastructure costs ensuring the project locate in Michigan.
- **The degree to which the project is a priority for the local governmental unit or local economic development corporation in the jurisdiction of which the site is located;**
This is the number one priority of Saginaw Future, Inc., the countywide economic development organization and convener for Region 5's economic development organizations.
- **The level of creation or retention of Qualified Jobs as a result of a technological shift in product;**
Due to the new manufacture of a new product, all new jobs will be the result of a fundamental technological shift in production.
- **Whether the Qualified Jobs created or retained as a result of a technological shift in product or production equal or exceed the average wage for the county in which the project is located;**
The average wage of the Qualified Jobs created will exceed the median wage for the region. The wages for the newly created positions will exceed the median wage for the region, which is \$19.09/hr, with a starting wage of over \$21/hr and an overall average hourly wage of over \$28/hr. In addition to the base salary, the Company also provides its employees with a comprehensive benefit package.
- **The level of capital investment;**
The project is anticipated to result in up to \$900 million in capital investment.
- **The evidence of the End User's commitment to the site;**

The Company has committed to expanding at the site.

APPENDIX C – State Essential Services Assessment Exemption Considerations

Considerations for SESA Exemption

- a) The Applicant 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).
- b) The eligible investments will be made after MSF approval and completed within three years of execution of the agreement (“Commencement of the Project”).
- c) The Company has agreed to pay a SESA Exemption administrative fee of \$10,000 payable to the MSF for the State Essential Services Assessment Exemption upon completion of the first performance milestone.
- d) The Company will invest at least \$100 million up to \$544 million in Qualified Investments in Eligible Manufacturing Personal Property.
- e) Per Program Guidelines, the MSF board will consider projects that are site specific within a municipality, with preference given to projects in Eligible Distressed Areas or projects that are transformational in nature. Projects located in an Eligible Distressed Area qualify for a 100 percent SESA Exemption, and projects not located in an Eligible Distressed Area qualify for a 50 percent Alternative SESA Exemption. The project is located in Richland Township, which is not an Eligible Distressed Area. However, due to this Project's impactful and competitive nature, staff is seeking a waiver of the Program Guidelines to allow a 15-year 100 percent SESA.
- f) The 15-year SESA Exemption is estimated to be worth \$12,281,500. The requested exemption breaks down as follows:

	Years 1 – 5 (2.4 mills)	Years 6 – 10 (1.25 mills)	Years 11-15 (0.9 mills)	Total
State ESA Exemption Amount	\$6,276,000	\$3,520,750	\$2,484,750	\$12,281,500

**MICHIGAN STRATEGIC FUND
RESOLUTION 2024-028**

**CRITICAL INDUSTRY PROGRAM GRANT TO
CORNING INCORPORATED**

WHEREAS, the Michigan Legislature enacted the Michigan Strategic Fund Act, MCL 125.2001 et. seq., (the “MSF Act”) to authorize the Michigan Strategic Fund (the “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 (the “MEDC”) provides administrative services to the MSF;

WHEREAS, pursuant to Section 88s of the MSF Act, MCL 125.2088s, the MSF shall create and operate the critical industry program to provide qualified investments to qualified businesses for deal-closing, gap financing, or other economic assistance to create or retain qualified jobs as a result of a technological shift in product or production or make capital investments (the “Critical Industry Program”);

WHEREAS, the Critical Industry Program will be funded through the Strategic Outreach and Attraction Reserve (“SOAR”) Fund created by Public Act 137 of 2021, upon transfer of SOAR funds to the MSF;

WHEREAS, on January 11, 2022, the MSF Board created the Critical Industry Program and approved the guidelines for the implementation and operation of the Critical Industry Program;

WHEREAS, Corning Incorporated submitted an application seeking a Critical Industry Program grant in the amount of \$68,000,000, in order to support a capital investment of a projected \$900,000,000 and a minimum of 1,151 Qualified Jobs at a site in Richland Township, in accordance with the terms and conditions outlined in the term sheet attached as Exhibit A to this Resolution (the “Grant Request”);

WHEREAS, the MEDC recommends the MSF approve the Grant Request, subject to the transfer of SOAR funds to the MSF necessary to fund the Grant Request;

WHEREAS, subject to the transfer of SOAR funds to the MSF necessary to fund the Grant Request, the MSF wishes to approve the Grant Request.

NOW, THEREFORE, BE IT RESOLVED, subject to the transfer of SOAR funds to the MSF necessary to fund the Grant Request, the MSF Board approves the Grant Request;

BE FURTHER RESOLVED, the MSF President and the MSF Financial Officer are authorized to take all actions necessary to request transfer of SOAR funds to the MSF to fund the Grant Request; and

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

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024

Critical Industry Program (“CIP”) Grant Term Sheet

This term sheet (“Term Sheet”) sets forth key terms of a potential grant by the Michigan Strategic Fund (the “MSF”) in favor of Corning Incorporated and its Subsidiaries (collectively, the “Company”). “Subsidiaries” means an entity that is wholly owned by Corning Incorporated.

The proposed terms and conditions herein will not be construed as binding upon either party until the mutual execution of a written grant agreement (the “Grant Agreement”). Any obligations that may be deemed to arise under this Term Sheet are contingent on the Company obtaining all necessary corporate approvals, and the Michigan Economic Development Corporation (the “MEDC”) obtaining all necessary MSF Board and State of Michigan Legislature approvals.

PROJECT SUMMARY

Scope of the Project: The Company intends to build a new facility in Hemlock, Michigan to manufacture a broad range of solar components in Richland Township, Michigan (the “Project Site”). The Company expects to ramp up over the course of the next three years, resulting in an expected creation of at least 1,151 new jobs and a projected investment of \$900,000,000 by December 31, 2027 (the aforementioned, collectively, the “Project”).

CIP Award Amount: A maximum grant of Sixty-Eight Million and 00/100 Dollars (\$68,000,000.00) (the “CIP Award” or “Grant”).

Term of the Agreement: From the effective date of the Grant Agreement through June 31, 2028 (the “Term”).

Overall Investment Commitment: Investment by the Company of no less than a total of Nine Hundred Million and 00/100 Dollars (\$900,000,000.00) in Eligible Expenses (the “Investment Commitment”) by December 31, 2027 (the “Investment Performance Deadline”) at the Project Site.

Overall Jobs Commitment: Creation of a minimum of 1,150 Qualified Jobs (the “Overall Jobs Minimum”) at the Project, above a base of zero existing jobs (the “Overall Base”), on or before December 31, 2027 (the “Jobs Performance Deadline”), which Qualified Jobs must have been maintained for the previous 12 months (collectively, the “Overall Jobs Commitment”).

- A “Qualified Job” means a job that the Company creates at the Project Site on or after February 27, 2024, and is performed by either: (i) a Michigan resident whose state income taxes are withheld by the Company, or by an employee leasing company or professional employer organization on behalf of the Company; or (ii) a nonresident who is employed by the Company at the Project Site, as determined and verified by the MSF.

Security Interest and Other Interests: Security interests and other interests in favor of the MSF must comply with the requirements of Section 88s(4) of the MSF Act, MCL 125.2088s(4), and, notwithstanding anything to contrary, may include, but is not limited to, real and/or personal property at the Project Site, such as transfer and reconveyance rights, a mortgage, right of first offer, reverter rights, collateral in equipment, fixtures, deposit account control, intangibles, inventory, or other personal property interests. Such interests will be used to secure repayment of any amounts owed to the MSF under the Grant Agreement and exercise other MSF rights through the end of the Term.

GRANT DISBURSEMENTS

Investment Disbursements – up to \$50,000,000

- Up to Fifty Million and 00/100 Dollars (\$50,000,000.00) of the CIP Award will be disbursed on a reimbursement basis for fifty percent (50%) of the Eligible Expenses (defined below) in accordance with the requirements set forth below and as more particularly set forth in the Grant Agreement. The Company shall submit one or more reimbursement requests, but no more frequently than quarterly, together with a certification of the Company's compliance with the Grant Agreement. Requests for reimbursement will be verified by the Compliance Unit of the Legal and Compliance Division of the MEDC prior to release of any funds. The failure to satisfy the Investment Commitment and/or the Overall Jobs Commitment may result in the Company's obligation to repay all or a portion of the Investment Disbursement.

"Eligible Expenses" means hard costs for site preparation, construction, infrastructure, development, machinery, equipment, tooling, computers, furniture, fixtures, and other such capital expenditures for the Project beginning on or after November 6, 2023. Certain costs, to be more particularly described in the Grant Agreement, such as administrative costs, debt and lease payments, meals, and entertainment expense, are not eligible for reimbursement.

Project Completion Disbursement due December 31, 2027 – up to \$18,000,000

- Up to Eighteen Million and 00/100 Dollars (\$18,000,000.00) of the CIP Award will be disbursed upon achievement of the Investment Commitment and the Overall Jobs Commitment (the "Project Completion Amount"). In the event that the Investment Commitment and/or the Overall Jobs Commitment have not been met, the amount of funds to be disbursed will be prorated based on the actual amount of demonstrated investment and the Peak Overall Jobs Attained as set forth below. "Peak Overall Jobs Attained" is the peak number of Qualified Jobs above the Overall Base at any point within one year prior to the Jobs Performance Deadline.

CLAWBACK PROVISIONS AND REPAYMENT/FORFEITURE EVENTS

Grant disbursements made under the CIP Award are subject to repayment upon the occurrence of one or more events of default, unless otherwise cured or waived as permitted under the Grant Agreement, which shall include, without limitation: project abandonment, bankruptcy or insolvency (with any such proceedings against the Company not being set aside within sixty (60) calendar days from the date of institution thereof), material misrepresentation, misuse of funds, and material failure to comply with the terms of the Grant Agreement. Any Repayment Amount not paid within 90 days is subject to a penalty of 1% per month, prorated on a daily basis. Provided, however, that the CIP Award is subject to adjustment as follows:

- **Failure to Meet Investment Commitment** – The Company's failure to satisfy the Investment Commitment will result in a reduction in the maximum CIP Award. The amount of any such reduction will be calculated as follows:
 - First, the "Investment Performance Percentage" shall be calculated by dividing: (A) the actual amount of demonstrated investment by the Company for the Project by (B) the Investment Commitment.

- Next, the “Adjusted CIP Award” shall be calculated by multiplying the CIP Award by the Investment Performance Percentage. If the Company has satisfied the Overall Jobs Commitment by the Jobs Performance Deadline, then the Adjusted CIP Award will also be the Final CIP Award for purposes of calculating the Repayment Amount.
- **Failure to Meet Overall Jobs Commitment** – The Company’s failure to satisfy the Overall Jobs Commitment by the Jobs Performance Deadline will result in the reduction in the maximum CIP Award or, if applicable, a reduction in the Adjusted CIP Award as follows:
 - First, the “Jobs Performance Percentage” is calculated by dividing (A) the Peak Overall Jobs Attained by (B) the Overall Jobs Minimum;
 - The “Final CIP Award” is calculated by multiplying (A) the CIP Award or, if applicable, the Adjusted CIP Award by (B) the Jobs Performance Percentage.
- **Adjustments to the Project Completion Disbursement** – In the event that the Investment Commitment and/or the Overall Jobs Commitment have not been met, the Project Completion Amount shall be adjusted as follows:
 - The “Repayment Amount” is the difference between (A) the CIP Award and (B) the Final CIP Award.
 - If the Repayment Amount is less than the Project Completion Amount, then the Company shall be entitled to a final disbursement equal to the difference between (A) the Project Completion Amount and (B) the Repayment Amount.
 - If the Repayment Amount is greater than the Project Completion Amount, then the Company shall (A) forfeit the Project Completion Amount, and (B) repay a portion of the CIP Award actually received, which portion shall be calculated as the difference between (i) the Repayment Amount and (ii) the Project Completion Amount.
- **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 CIP Award.

Suspension of Disbursements: The MSF may immediately suspend making disbursements of the CIP Award to the Company upon the occurrence of: (i) an event of default, which shall be defined in the Grant Agreement, but shall include, without limitation, material noncompliance with the terms of the Grant Agreement,, (ii) default in any other grant, loan, or other economic assistance agreement with the State of Michigan or (iii) the occurrence of an event which, with the giving notice or the passage of time, or both, would constitute an event of default.

ADDITIONAL STATE REQUIRED TERMS

- **Amendments** – As required under Section 88s(5) of the MSF Act, MCL 125.2088s(5), the MSF will provide written notice to the Legislature of any requests to modify the fully executed written Grant Agreement and will otherwise comply with requirements of Section 88s(5) prior to taking any action on such amendment request.
- **Annual Compliance Certificate** – During the Term the Company will be required to sign and submit an Annual Compliance Certificate certifying that the Company is in compliance with the terms and conditions of the Grant Agreement.
- **Annual Progress Report** – During the Term the Company will be required to submit annual progress reports, which shall include the total number of Qualified Jobs created at the Project, the average annual salary of both the Base Jobs and the new Qualified 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 Critical Industry Program Guidelines, as approved by the MSF, and any requirements of the Michigan Strategic Fund Act, including without limitation, cross default, and any other provisions of Section 88s.

**MICHIGAN STRATEGIC FUND
RESOLUTION 2024-029**

**APPROVAL OF MICHIGAN STRATEGIC SITE READINESS PROGRAM
GRANT TO THOMAS TOWNSHIP**

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 88t of the MSF Act, MCL 125.2088t, the MSF shall create and operate the Michigan strategic site readiness program to provide grants, loans, and other economic assistance for eligible applicants to conduct eligible activities for the purpose of creating investment-ready sites to attract and promote investment in this state for eligible activities on, or related to, strategic sites and mega-strategic sites (the “Strategic Site Readiness Program”);

WHEREAS, the Strategic Site Readiness Program will be funded through the Strategic Outreach and Attraction Reserve (“SOAR”) Fund created by Public Act 137 of 2021, upon transfer of SOAR funds to the MSF;

WHEREAS, on January 11, 2022, the MSF Board created the Strategic Site Readiness Program and approved the guidelines which have been updated from time to time for the implementation and operation of the Strategic Site Readiness Program (the “Strategic Site Readiness Program Guidelines”);

WHEREAS, Thomas Township submitted an application seeking a Strategic Site Readiness Program grant in the amount of \$29,000,000 and in accordance with the terms and conditions outlined in the term sheet attached as Exhibit A to this Resolution (the “Grant Request”);

WHEREAS, subject to transfer of SOAR funds to the MSF necessary to fund the Grant Request, the MEDC recommends the MSF approve the Grant Request; and

WHEREAS, subject to the transfer of SOAR funds to the MSF necessary to fund the Grant Request, the MSF Board wishes to approve the Grant Request.

NOW THEREFORE, BE IT RESOLVED, subject to the transfer of SOAR funds to the MSF necessary to fund the Grant Request, the MSF Board approves the Grant Request;

BE IT FURTHER RESOLVED, the MSF President and the MSF Financial Officer are authorized to take all actions necessary to request transfer of SOAR funds to the MSF to fund the Grant Request; and

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

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024

Strategic Site Readiness Program Grant

Summary of Terms

This document summarizes the key terms and conditions of the potential Strategic Site Readiness Program (“SSRP”) Award for Thomas Township (the “Applicant”). The proposed terms and conditions herein will not be construed as binding upon either party until the mutual execution of a written grant agreement (the “Grant Agreement”). Any obligations that may be deemed to arise under this Term Sheet are contingent on the Applicant obtaining all necessary approvals, and the Michigan Economic Development Corporation (“MEDC”) obtaining all necessary Michigan Strategic Fund (“MSF”) Board and State of Michigan Legislature approvals.

SSRP Award Amount: Up to Twenty-Nine Million and 00/100 Dollars (\$29,000,000.00) to the Applicant for Eligible Activities (defined below) for substantial upgrades to the water and wastewater treatment system and necessary road improvements to support Corning Incorporated’s and its Subsidiaries (collectively, the “Company”) new manufacturing facility in Richland Township (the “Project”). Subsidiaries means an entity that is wholly owned by Corning Incorporated.

Term of the Agreement: From the effective date of the Grant Agreement through the earlier of: (i) June 30, 2029; (ii) the grant manager’s approval of the Project Completion Milestone; (iii) when the Parties agree in writing; or (iv) if terminated in accordance with the Grant Agreement.

Disbursement of Grant Funds: Grant funds will be disbursed based on the Applicant’s achievement of the following key milestones and, except as to Key Milestone One, only after the Applicant has expended, encumbered, or committed at least seventy-five percent (75%) of the grant funds previously disbursed in accordance with the Project budget.

- **Key Milestone One:** Not to exceed \$14,500,000. The Applicant shall submit the following to the satisfaction of the grant manager:
 - Disbursement request in the form determined by the MEDC;
 - Memorandum of understanding or other written agreement between the Applicant and the Company;
 - Copies of currently executed memorandum of understanding or other written agreements between the Applicant and Saginaw Township, the City of Saginaw, Richland Township, and Saginaw County Road Commission, if applicable.
 - Copies of currently executed written agreements between the Applicant and any engineer, designer, consultant, contractor or entity, or vendor to perform the Eligible Activities for the Project; and
 - A spreadsheet describing in detail the projected Eligible Activities to be completed with the grant disbursement received under Key Milestone One, in accordance with the budget.

- **Future Key Milestones:** The Applicant shall submit one or more additional disbursement requests, but no more frequently than monthly, to the satisfaction of the grant manager. The actual disbursement amount must be based on projected Eligible Activities to be completed during the subsequent milestone period, and all such additional disbursement requests, in the aggregate, cannot exceed \$14,500,000. Additionally, any such disbursement request must be submitted at least one month prior to the expected expenditure of funds and shall include the following:
 - Disbursement request in the form determined by the MEDC;
 - A spreadsheet describing and itemizing the actual expenditure for Eligible Activities of grant disbursements received under the preceding Key Milestone. The spreadsheet shall include the corresponding category of the budget, identify the

- name of actual vendor or recipient of each expenditure, and be accompanied by supporting documentation;
 - Copies of those agreements not previously provided between the Applicant and Saginaw Township, the City of Saginaw, Richland Township, and Saginaw County Road Commission, if applicable;
 - Copies of those agreements not previously provided between the Applicant and the Company or the Applicant and any engineer, designer, consultant, contractor, vendor or municipality engaged to perform the Eligible Activities for the Project; and
 - A spreadsheet describing in detail the Eligible Activities to be completed with each grant disbursement being requested, in accordance with the budget.
- **Project Completion Milestone:** On or before December 31, 2028, the Applicant shall submit the following to the satisfaction of the grant manager:
 - A final milestone certificate in the form determined by the MEDC;
 - A spreadsheet describing and itemizing the actual expenditure of grant disbursements for all Eligible Activities completed during the Term. The spreadsheet shall include the corresponding reference category of the budget, identify the name of actual vendor or recipient of each expenditure, and be accompanied by supporting documentation;
 - Copies all agreements not previously provided between the Applicant and Saginaw Township, the City of Saginaw, Richland Township, and Saginaw County Road Commission, if applicable;
 - Copies of all executed written agreements between the Applicant and any engineer, designer, consultant, contractor, vendor or municipal entity engaged to perform the Eligible Activities;
 - Demonstrated verification that 100 percent of the funds disbursed have been expended for Eligible Activities; and
 - Documentation satisfactory to the grant manager that the Project is complete.

Eligible Activities: “Eligible Activities” includes the following activities related to the Project, for which costs are incurred after November 6, 2023: (i) road, water, and wastewater infrastructure improvements, including the purchase of real property, rights-of-way, and easements, and legal expenses related thereto; (ii) any demolition or construction; (iii) environmental remediation; (iv) architectural, engineering, surveying, similar professional fees, and other work required to commence construction on the infrastructure improvements; and (v) any activities outlined in the SSRP Guidelines, as amended, necessary to support the Project. The Applicant and the Michigan Strategic Fund (“MSF”) will develop a detailed budget for the Project that includes budget categories for the Eligible Activities. Provided, however, that none of the Eligible Activities shall include any activities that have been or are projected to be paid for by another state, local, or federal funding source.

Project Status Report: Means reports provided to the MEDC that may be required from time to time following the execution of the agreement and continuing until completion of the Project Completion Milestone. Project Status Reports shall include a narrative on the status of the Project and updates on the Eligible Activities.

Security Interest and Other Interests: As required under Section 88t(4) of the MSF Act, MCL 125.2088t(4), the MSF shall have a security interest as defined in section 1201(2)(ii) of the uniform commercial code, 1962 PA 174, MCL 440.1201, to the extent of the Grant funds disbursed, and to the extent applicable to the security interest, the Company will sign all ancillary security instruments acceptable to the Company and the MSF.

Suspension of Disbursements: The MSF may immediately suspend making disbursements of the SSRP Award upon the occurrence of: (i) an event of default, which shall be defined in the Grant Agreement, but shall include, without limitation, material noncompliance with the terms of the Grant Agreement, (ii) default in any other agreement with the State of Michigan, or (iii) the occurrence of an event which, with the giving notice or the passage of time, or both, would constitute an event of default.

Clawback Provisions: The Applicant shall repay all or a portion of the grant disbursements made under the SSRP Award upon the occurrence of one or more of events of default, which shall include, without limitation: project abandonment, bankruptcy or insolvency, material misrepresentation, misuse of funds, default of contracts arising out of the Project, and material failure to comply with the terms of the Grant Agreement.

All repayment amounts must be paid within 90 days of written notification by the MSF. Any repayment amount not paid within 90 days is subject to a penalty of one percent (1%) per month, prorated on a daily basis.

In the event there is any remaining balance in the Project Funds Account upon the earlier of: (i) ninety days (90) days after the Applicant's submission of the Final Milestone Certificate or (ii) December 31, 2028, the Applicant may be required to repay the MSF the balance of funds in the Project Funds Account.

Additional State Required Terms:

- **Amendments** – As required under Section 88t(8) of the MSF Act, MCL 125.2088t(8) (“Section 88t”), the MSF will provide written notice to the Legislature of any requests to modify the fully executed written Grant Agreement and will otherwise comply with requirements of Section 88t(8) prior to taking any action on such amendment request.
- **Annual Compliance Certificate** – During the Term, in addition to the Project Status Reports, the Applicant will be required to sign and submit an annual compliance certificate certifying that the Applicant is in compliance with the terms and conditions of the Grant Agreement.
- **Annual Progress Report** – During the Term, the Applicant will be required to submit annual progress reports. This information will be transmitted by the MSF 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 expiration of the Term, and upon reasonable advance notice, the Applicant 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 Applicant, and any other location where books and records of the Applicant 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, requiring that Applicant purchase and transfer parcels on specified timelines and that Applicants rights in the parcels that are necessary for the Project may only be sold or otherwise transferred to any entity designated by the MSF, non-discrimination and unfair labor practices, termination of funding, any other requirements of the SSRP Guidelines, as approved by the MSF, and any requirements of the Michigan Strategic Fund Act, including without limitation, cross default, and any other provisions of Section 88t.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-030

APPROVAL OF A STATE ESSENTIAL SERVICES ASSESSMENT EXEMPTION TO CORNING INCORPORATED

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 (“SESA”) and the Alternative State Essential Services Assessment Act (“Alternative SESA”);

WHEREAS, SESA and Alternative SESA authorized the creation and operation of the SESA Exemption and the Alternative SESA Program by the Michigan Strategic Fund (“MSF”) pursuant to MCL 211.1059;

WHEREAS, on October 28, 2014, by Resolution 2014-176, the MSF Board approved (i) the SESA and the Alternative SESA Exemption Program (the “SESA Program”); and (ii) program guidelines for the SESA Program (“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 Program;

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

WHEREAS, Corning Incorporated and/or its wholly owned subsidiary (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 projects be located in Eligible Distressed Areas to qualify for a SESA Exemption (the “EDA Requirement”);

WHEREAS, the Company is requesting a waiver to the EDA Requirement (the “EDA Requirement Waiver”);

WHEREAS, the Company has requested that the MSF Board approve a 100% exemption under the SESA Program for up to fifteen (15) years valued at up to \$12,281,500 for a qualifying investment of at least \$100 million, and up to \$544 million, in Eligible Personal Property, as defined in the Program Guidelines, in Richland Township (the “SESA Exemption Request”);

WHEREAS, the MEDC recommends that the MSF Board approve the SESA Exemption Request, the EDA 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 “Recommendation”).

NOW, THEREFORE, BE IT RESOLVED, that the MSF Board approves the Recommendation; and

BE IT FURTHER RESOLVED, that the MSF Fund Manager is authorized to negotiate the final terms and conditions of the Recommendation and to execute a SESA agreement and any other related documents necessary to effectuate the terms of this Resolution on behalf of the MSF.

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Dimitrius Hutcherson, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024



MEMORANDUM

Date: February 27, 2024
To: Michigan Strategic Fund (“MSF”) Board Members
From: Matt Chasnis, Senior Business Development Project Manager
Subject: Grant Request
Michigan Business Development Program (“MBDP”)
Lucid USA, Inc. (“Company” or “Applicant”)

Request Summary

- This is a request from the Applicant for a \$6,000,000 MBDP Grant, as outlined in the attached Term Sheet (“MBDP Request”).
- This project involves the creation of up to 262 Qualified New Jobs and a capital investment of up to \$10,000,000 in the City of Southfield, Oakland County.

Applicant History

The Company, headquartered in California, is an American Original Equipment Manufacturer (OEM) that was established in 2016 to manufacture all-electric vehicles. The Company has over 40 retail studio and service centers across the United States and advanced manufacturing plants in Arizona and the Kingdom of Saudi Arabia that employ over 6,600 employees across the globe, 27 of them located in Michigan. The Company's first vehicle, the Lucid Air, was the MotorTrend Car of the Year in 2021 and represents the first time an OEM automaker's first vehicle has ever received the illustrious award. The Company recently announced its highly anticipated "Gravity" Sport Utility Vehicle that will begin its production in Arizona in late 2024.

The background review process was completed in accordance with the MSF Background Review Policy on January 31, 2024 and the project may proceed for MSF consideration.

Project Description

The Company is evaluating locations for an engineering and research & development hub that will house sales and back-office staff. This location will represent the Company's first non-headquarter or manufacturing hub for the Company and being able to source talent for the Company's growth was critical. The Company has identified 30,000 square foot of office space in Southfield, Michigan that will house the initial group of staff. The space will require retrofitting the space to meet business needs and house the initial 200 engineering staff, which will require approximately \$2.2 million. As the Company ramps up employment, the Company anticipates needing an additional 50,000-75,000 square feet of commercial, high-bay, and laboratory space, requiring an additional \$7.8 million. At full capacity, the Company will employ 262 individuals at this location. Average wages for these positions will be over \$50 an hour and will consist mostly of engineering talent.

The Company is considering the City of Southfield for the project and anticipates the project will result in capital investment of up to \$10,000,000. The project will also result in the creation of up to 262 new jobs paying an average wage of \$2,048 per week plus benefits.

Demonstrated Need

The Company also considered Ohio and Texas for this facility. The Company evaluated talent availability and cost, proximity to existing suppliers, and proximity to the existing manufacturing facility as part of the site selection process. The Company went so far as to evaluate alternative project scopes in the different locations to ensure an optimal location for their expansion plans. The evaluation factors, along with offers of significant incentive support from the other locations, made for a very tough decision.

The Company is attracted to Michigan because of the state's workforce expertise and the number of suppliers in the region. Even though the Company would like to locate in Michigan, incentive assistance is necessary to ensure the project move forward in the state.

Request

In order to secure the project, the Applicant is requesting a \$6,000,000 MBDP performance-based grant. The MBDP request will help counter the strong incentive offers from competing states and address the higher cost of locating the project in Michigan.

This project aligns with the MEDC's strategic focus area of supporting a business in the target industry of mobility as well as engineering, design and development. The project builds on the state's work to position itself as the global leader in the future of mobility and vehicle electrification and brings high-paying automotive engineering positions to the state. This OEM research and development facility will impact the region with immediate job growth with a quickly growing automotive OEM that has already received prestigious awards for their product. This project is expected to result in the creation of up to 262 new jobs and up to \$10,000,000 in capital investment in the City of Southfield, Oakland County.

Recommendation

MEDC Staff recommends approval of the MBDP Request, as outlined in the attached resolution.

MICHIGAN STRATEGIC FUND

RESOLUTION 2024-027

**APPROVAL OF A MICHIGAN BUSINESS DEVELOPMENT PROGRAM GRANT TO
LUCID USA, 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, Lucid USA, Inc. (the “Company”) has requested a performance based MBDP grant of up to \$6,000,000 (the “Request”), along with other general terms and conditions which are outlined in the term sheet attached (the “Term Sheet”) to establish a new automotive engineering HUB (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 Vehicles, 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, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 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 Lucid USA Inc. (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 engineering hub in Southfield, Michigan and Oakland or Wayne 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 262 new jobs at the Project Site and a projected investment of \$10,000,000 by December 31, 2026 at the Project Site (collectively, the “Project”).

Award Amount: A maximum grant of \$6,000,000 (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 September 30, 2027 (the “Term”).

Overall Jobs Commitment: Creation of a minimum of 262 Qualified New Jobs (the “Overall Jobs Minimum”) at the Project Site, above the Company and/or Lucid Group USA, Inc. (collectively, the “Company Group”) Statewide Base of 27 employees (the “Overall Base”), on June 30, 2027 (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 Group for the Project at the Project Site on or after December 2, 2023 (Date of Offer Letter Acceptance), and maintained continuously for the previous six (6) months, and performed for the Company Group by an individual who is either (i) a resident of the State of Michigan whose Michigan income taxes are withheld by the Company Group, 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 Group at the Project Site, provided that the Company/Lucid Group USA, Inc. certifies in writing at the time of the MSF disbursement that not less than 75 percent of the employees of that Company Group 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 Group on or after December 2, 2023, (Date of Offer Letter Acceptance) 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 100 percent of Eligible Expenses, related to the Project and paid by the Company Group. The Company shall submit one or more reimbursement requests, at its discretion, but no more frequently than quarterly, no later than March 31, 2027 together with a certification of the Company Group'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 MEDC/State 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.
- **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.



MEMORANDUM

Date: February 27, 2024
To: Michigan Strategic Fund Board
From: Paul O’Connell, Vice President Real Estate Development
Subject: Request for Approval of Amended SSRP Grant Award Amount
Detroit Brownfield Redevelopment Authority – Detroit Crosswind Runway Project

Request

The Michigan Economic Development Corporation (the “MEDC”) requests that the Michigan Strategic Fund (“MSF”) Board approve an amendment to a Strategic Site Readiness Program (the “SSRP”) grant award amount for the Detroit Brownfield Redevelopment Authority (the “DBRA” or “Applicant”) to a total of \$12,963,038.

Background

On December 20, 2021, Governor Gretchen Whitmer, in collaboration with the Legislature, labor leaders, economic development agencies and various business groups, signed a package of economic incentives bills, including Public Act 134 of 2021 (“PA 134 of 2021”), that enhanced Michigan’s position to compete for, and win, transformational projects that will bring long-term economic opportunity by creating jobs and investment in regions and communities across the state.

Public Act 134 of 2021 established the Strategic Site Readiness Program and its purpose was to create a state-wide inventory of investment-ready sites of all sizes to attract and promote investment in Michigan for activities on, or related to, strategic sites. On January 11, 2022, the MSF Board established the SSRP pursuant to the requirements of PA 134 and approved the SSRP Guidelines (the “SSRP Guidelines”).

Public Act 194 of 2022 (“PA 194 of 2022”) directed funding to certain SSRP categories which included \$100 million to make grants to Eligible Applicants for strategic sites for which an end user has not been identified, in accordance with Section 88t(5) of the MSF Act. The MSF Board approved the amended SSRP Guidelines to reflect these additions on January 24, 2023. Legislative approval of the transfer of funds from SOAR to MSF was completed on June 28, 2023.

The MSF approved 18 SSRP grants totaling \$87,546,962 from this \$100 million allocation on January 30, 2024 (the “January SSRP Awards”), and the remainder of the funding was reserved for applications that had been received but required a longer processing period. As a part of the January SSRP Awards, the MSF approved an SSRP award to DBRA for \$510,000 at the January 30, 2024, MSF meeting (the “DBRA SSRP Award”). This request is to amend the DBRA SSRP Award amount to a total of \$12,963,038, which fully deploys the \$100M allocation into Michigan’s communities.

Program Summary

The SSRP was established to provide grants, loans, and other economic assistance for the purpose of creating investment-ready sites of all sizes across the state.

Sites and talent continue to dominate as the top two factors when considering a state for projects. While many competitor states have spent years, and even decades, developing sites as a core business attraction strategy, Michigan is playing catch up and must aggressively pursue site availability to compete for projects.

Site readiness is inherently proactive. The goal of this funding directive is to proactively create a robust site

inventory of all sizes across the state for business attraction and expansion purposes. In order to accomplish this, local and regional economic development organizations and communities identify sites that they believe present the greatest opportunity for business attraction and expansion projects in their communities. It is a collaborative process with the MEDC and in alignment with the over-arching state- wide site readiness strategy.

Project Overview

The Crosswinds Runway site is a brownfield site located within the City of Detroit. It is of high strategic importance to the City because 1) the location is one of the last remaining publicly owned large scale industrial sites in the City; and 2) the site is well suited to help bring advanced manufacturing, including global advancements in research, technology and mobility, to Michigan.

Subsequent to the January 30, 2024, MSF Board meeting, MEDC staff was able to review updated project details regarding the Crosswinds Runway site. These updated details brought additional clarity to the proposed project in both scope and intent. Because of this updated review, the MEDC staff is comfortable providing additional funding for this project.

The project entails conducting due diligence activities and various pre-development studies, including environmental, archeological, wetlands, endangered species investigations; engaging engineering and other professional services; site preparation, including any needed remediation and demolition of existing runway and hangars and new hangar construction; and public infrastructure improvements.

The site is properly zoned for intended use, the Runway Closure Plan has been approved, the project promotes sustainable development by repurposing a brownfield site, and it will have a catalytic impact on the redevelopment of the municipal airport and neighborhood, which is located in a severely distressed census tract.

The total project cost is estimated at \$27.2 million, with \$900,000 committed in public funding in addition to this request, and other sources being pursued by the Applicant. The Applicant has a well thought out plan of sequencing work to continue to evolve the site toward an investment ready state, and this funding is essential to beginning the work.

Over the past decade, the City of Detroit has made considerable progress redeveloping the City's publicly owned industrial sites. These efforts have directly resulted in the creation of thousands of jobs in the manufacturing sector and billions of dollars in new investment in formerly dilapidated and vacant industrial sites. Marquee projects such as the construction of Stellantis' new Jefferson North Assembly Plant, development of the I-94 Industrial Park, the former Cadillac Stamping Plant, and the ongoing transformation of the former AMC headquarters into a modern manufacturing facility demonstrate the City's commitment to establishing Detroit as a leading hub for advanced manufacturing in North America.

Recommendation

The MEDC recommends the MSF Board approve a request to amend the DBRA SSRP Award approved at the January 30, 2024, MSF meeting from \$510,000 to \$12,963,038 to be disbursed in accordance with the term sheet attached to the resolution.

MSF Briefing Memo - SSRP Grant - DET Crosswind Runway Project

Addendum A

125.1088t Michigan Strategic Site Readiness Program		Applicant
		Detroit Brownfield Redevelopment Authority
	(3) Before approving an application under this section, the fund shall consider and document, at a minimum, all of the following criteria to the extent reasonably applicable as reasonably determined by the fund board.	
1	(3)(a) The importance of the project or the eligible activities to the community in which it is located	Undertaking the necessary site preparedness activities and the development of this site will strengthen Detroit's competitiveness in the realm of mobility and advanced manufacturing, support the revitalization of City Airport, and ensure that Michigan remains competitive in terms of attracting manufacturing and aeronautics companies and its associated supply chains to locate within the state.
2	(3)(b) If the project will act as a catalyst for additional revitalization of the community in which it is located and this state	Yes, the project will have a catalytic impact on the redevelopment of the Coleman A. Young Municipal Airport by repurposing unused runway property and hangars to be used for business attraction opportunities in the City of Detroit. The site is uniquely located inside the airport fence (or can be moved outside) and will become an economic driver for the distressed neighborhood and City.
3	(3)(c) The amount of local community and financial support for the project	\$900,000
4	(3)(d) The amount of any other economic assistance or support provided by this state for the project	\$0
5	(3)(e) The amount of any other economic assistance or support provided by the federal government for this project including, but not limited to, federal appropriations or tax credits	\$0
6	(3)(f) The amount of any private funds or investments for the project including the applicant's own investments in the project	\$0 (applicant's funds are public funds)
7	(3)(g) The applicant's financial need for a grant, loan, or other economic assistance under this program	\$17,000,000
8	(3)(h) The extent of reuse of vacant buildings, public or private, reuse of historic resources, and redevelopment of blighted property	The redevelopment of the Crosswind Runway represents an opportunity to transform a brownfield site, including land and obsolete structures, into a viable manufacturing space that will result in bringing jobs and investment into Michigan.
9	(3)(i) Creation or retention of Qualified Jobs as a result of a technological shift in product or production at the project location and within this state	While creation or retention of jobs is unknown at this time, as this funding is for strategic sites with end user unknown, a recent corporate attraction project for which the DET Crosswinds Runway site was a national finalist projected up to 1,850 qualified new jobs.
10	(3)(j) Whether and how the project is financially and economically sound	Yes, the proposed project is both economically and financially sound
11	(3)(k) Whether and how the project converts abandoned public buildings to private use	The redevelopment of the Crosswind Runway represents an opportunity to transform a brownfield site, including land and obsolete structures, into a viable manufacturing space that will result in bringing jobs and investment into Michigan.
12	(3)(l) Whether and how the project promotes sustainable development	Yes, redevelopment of the Site promotes sustainable development by converting a brownfield site to productive reuse.
13	(3)(m) Whether and how the project involves the rehabilitation of a historic resource	N/A
14	(3)(n) Whether and how the project addresses areawide development	Over the past decade, the City of Detroit has made considerable progress redeveloping the City's publicly owned industrial sites. These efforts have directly resulted in the creation of thousands of jobs in the construction and manufacturing sector and billions of dollars in new investment in formerly dilapidated and vacant industrial sites. This project advances this transformational effort by the City of Detroit.
15	(3)(o) Whether and how the project addresses underserved markets of commerce	Yes, the DET Crosswinds Runway site is located in a "severely distressed census tract".
16	(3)(p) The level and extent of environmental contamination	Phase I identified recognized environmental conditions consistent with the site's historical use as an airport that warrant further investigation in a Phase II ESA.
17	(3)(q) Whether and how the project will compete with or affect existing Michigan businesses within the same industry	This project is anticipated to have a positive impact on helping Michigan continue to meet demand for industrial manufacturing sites. In short, the project should be additive to Michigan's manufacturing ecosystem and not competitive.
18	(3)(r) Whether and how the project's proximity to rail and utility will impact the performance of the project and maximize energy and logistics needs in the community in which it is located in this state	Should an end user require rail access, there is the potential to establish a rail spur into the property. DTE has estimated that it could provide initial electric service to the site of 2 MVAs within a six-month period.

19	(3)(s)	The risk of obsolescence that the project, products and investments in the future	N/A
20	(3)(t)	The overall return on investment to Michigan	A return on investment, using capital expenditure and job creation, cannot be calculated at this time as there is no known end-user.
21	(3)(u)	Whether the proposed strategic site or mega-strategic site is incorporated into the strategic plan of the political subdivision of this state	Yes, the redevelopment of the Site is part of the City of Detroit's Airport Layout Plan (ALP) approved by the FAA.
22	(3)(v)	Any other additional criteria approved by the fund board that are specific to each individual project and are consistent with the purpose of the program	N/A
	(5)	<i>In addition to the considerations under subsection (3), in determining whether to approve a grant, loan, or other economic assistance for a strategic site for which an end user has not been specifically identified, the fund shall consider and document, as reasonably determined by the fund board, at a minimum all of the following:</i>	
23	(a)	The degree to which the proposed site demonstrates a high level of competitiveness for future development, considering and documenting all of the following:	
24	(i)	Whether the proposed site is currently assembled.	Yes
25	(ii)	Whether the proposed site is under site control.	Yes
26	(iii)	Whether the proposed site is of a size, configuration, location and condition that makes the site substantially ready for marketing and competitive for development upon completion of the grant, loan, or other economic	Yes
27	(b)	Whether the proposed investment will result in the elimination of blight and the remediation of environmental contamination.	Yes
28	(c)	The degree of local matching contributions.	\$900,000
29	(d)	Whether the award will promote geographic equity in the distribution of funds between different areas of this state.	Yes
30	(e)	Whether the eligible applicant has pursued all available cost-containment measures.	It is too early in the process to make this determination, but will be part of the pre-development engineering and other work being funded with this grant.

**MICHIGAN STRATEGIC FUND
RESOLUTION 2024-043**

**AMENDMENT TO
MICHIGAN STRATEGIC SITE READINESS PROGRAM GRANTS TO DETROIT
BROWNFIELD REDEVELOPMENT AUTHORITY**

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 88t of the MSF Act, MCL 125.2088t, the MSF shall create and operate the Michigan strategic site readiness program to provide grants, loans, and other economic assistance for eligible applicants to conduct eligible activities for the purpose of creating investment-ready sites to attract and promote investment in this state for eligible activities on, or related to, strategic sites and mega-strategic sites (the “Strategic Site Readiness Program” or “SSRP”);

WHEREAS, on January 11, 2022, the MSF Board created the Strategic Site Readiness Program and approved the guidelines, which have been updated from time to time, for the implementation and operation of the Strategic Site Readiness Program (the “Strategic Site Readiness Program Guidelines”);

WHEREAS, pursuant to Public Act 194 of 2022 (the “2023 Supplemental”), among other things, funds were appropriated to the Strategic Outreach and Attraction Reserve (the “SOAR”) Fund created by Public Act 137 of 2021;

WHEREAS, under Section 408 of the 2023 Supplemental, an aggregate of \$350 million is to be used for the SSRP (the “350 million 2023 SSRP Supplemental”), subject to the transfer of SOAR funds by the legislature;

WHEREAS, on June 28, 2023, the legislature approved the transfer of \$250 million of the \$350 million 2023 SSRP Supplemental to the MSF for the SSRP;

WHEREAS, under Section 408(3) of 2023 Supplemental, \$100 million (the “Site Prep SSRP Supplemental”) is to be used for SSRP activities for strategic sites for which an end-user has not been identified, including as set forth under Section 88(t)(5), not less than \$75 million of which shall be allocated based on a site assessment and investment proposal pursuant to the SSRP;

WHEREAS, on January 30, 2024, via MSF Resolution 2024-026, the MSF Board awarded \$87,546,962 of the Site Prep SSRP Supplemental to 18 entities for eligible activities under the Strategic Site Readiness Program Guidelines, including \$510,000 to the Detroit Brownfield Redevelopment Authority (the “DBRA SSRP Grant”);

WHEREAS, the MEDC recommends the MSF Board approve a \$12,453,038 increase to the DBRA SSRP Grant, to \$12,963,038, from the remaining Site Prep SSRP Supplemental funds for eligible activities under the Strategic Site Readiness Program Guidelines, to be disbursed under terms and conditions outlined in the attached term sheet as Attachment A (the “DBRA SSRP Grant Amendment”);

WHEREAS, the MSF Board wishes to approve the DBRA SSRP Grant Amendment.

NOW THEREFORE, BE IT RESOLVED, the MSF Board approves the DBRA SSRP Grant Amendment;

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

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks,
 Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier,
 Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024

Strategic Site Readiness Program Grant

Pursuant to Public Act 194 of 2022 (\$100 Million Funding Allocation, End User Unknown)

Summary of Terms

This document summarizes the key terms and conditions of the potential Strategic Site Readiness Program (“SSRP”) Award to Applicant for activities on and related to strategic sites for which an end-user has not been identified.

SSRP Award. \$12,963,038.

Term of the Agreement. The term of each agreement is no more than five years and may be extended at the sole discretion of the MSF Board.

Disbursement of Grant Funds. The disbursement of grant funds will be performance-based and occur in two or more disbursements, not to exceed the respective award amount and based on the project scope as detailed in Exhibit A to Resolution 2024-026. Except as to the initial disbursement, only after the Applicant has expended or obligated at least seventy percent (70%) of the grant funds disbursed under the immediately preceding disbursement request, will additional disbursements be made.

Disbursement 1

Applicant’s detailed project budget and schedule with benchmarks to be completed, including decision points for MEDC and Applicant to jointly decide if project appears feasible for advancing to next stage and funding disbursement. Permitted activities may include site due diligence studies, professional service contracts, engineering work, other pre-development activities contemplated under this agreement; environmental remediation, demolition and construction; site preparation; infrastructure improvements or other Eligible Activities as defined in this Summary of Terms; and a narrative describing the activities to be completed with the grant disbursement.

Disbursement 2

Updated estimated project budget to actual, identifying the name of vendors or recipient of each expenditure under the previous disbursement and supporting documentation; proposed use of 2nd disbursement request and available agreements; narrative describing the activities to be completed with the grant disbursement. Permitted activities as detailed under disbursement 1.

Subsequent Disbursements

If applicable, updated estimated project budget to actual, identifying the name of vendors or recipient of each expenditure under the previous disbursement and supporting documentation; proposed use of subsequent disbursement request and available agreements; narrative describing the activities to be completed with the grant disbursement. Permitted activities as detailed under disbursement 1.

Final Report. Each Applicant shall submit a final report no later than six months prior to the end of the term. Each final report shall include the following:

- A final report in the form determined by the MEDC;
- A spreadsheet describing and itemizing the actual expenditure of grant disbursements for all Eligible Activities completed during the Term. The spreadsheet shall include the corresponding reference category of the budget, identify the name of actual vendor or recipient of each expenditure, and be accompanied by supporting documentation;
- Copies of written agreements not previously provided between the Applicant and any sub-grantee engaged to perform the Eligible Activities;

Attachment A

- Demonstrated verification that 100 percent of the funds disbursed have been expended for Eligible Activities or, if less than 100 percent of the funds disbursed have been expended, the amount of grant funds remaining; and
- If applicable, payment of the balance of unexpended grant funds.

Eligible Activities. The activities to be undertaken will vary by Applicant, but shall include one or more of the following undertaken after January 30, 2024, on and related to strategic sites for which an end-user has not been identified: (i) land acquisition and assembly; (ii) site preparation and improvement; (iii) infrastructure improvements that directly benefit the site, including, but not limited to, transportation infrastructure, water and wastewater infrastructure, and utilities necessary to service the site; (iv) any demolition, construction, alteration, rehabilitation, or improvement of buildings on the site; (v) environmental remediation; and (vi) architectural, engineering, surveying, and similar professional fees.

Administrative Fees. A portion of the SSRP Award may be used by the Applicant for costs and expenses incurred in administering the SSRP. Administrative fees are limited according to the following sliding scale:

Award Amount	Administrative Fee (%)
Up to \$2,000,000	5%
\$2,000,001-\$5,000,000	4%
\$5,000,001 or more	3%

Security Interest. Each Applicant will grant a security interest to the extent of the grant in favor of the MSF as required by Section 88(t)(4)(d) of the MSF Act, MCL 125.2088t(4)(d). MSF security interests may include an interest in a designated bank account into which the grant funds will be disbursed, security in real and/or personal property such as a mortgage, right of first offer, reverter rights, equipment, intangibles, inventory or other such personal property interests. Such security interests will be used to secure repayment, as applicable, of any amounts owed to the MSF under the written grant agreement.

Suspension of Disbursements. The MSF may immediately suspend making disbursements of any SSRP Award upon the occurrence of: (i) an event resulting in a Repayment Amount, (ii) an event of default, which shall be defined in the grant agreement, but shall include, without limitation, material noncompliance with the terms of the grant agreement, (iii) default in any other agreement with the State of Michigan or (iv) the occurrence of an event which, with the giving notice or the passage of time, or both, would constitute an event of default.

Clawback Provisions. Each Applicant will be required to repay all, or a portion of the grant disbursements made under the SSRP 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. The Applicant and the MSF agree to collaborate on any defaults by third parties under any of the Applicant's contracts for the Project for the purpose of recovery of SSRP Award funds and such may include assignments in favor of the MSF. All Repayment Amounts must be paid within 90 days of written notification by the MSF. Any Repayment Amount not paid within 90 days is subject to a penalty of 1% per month, prorated on a daily basis:

- **Bankruptcy or Insolvency.** If the Applicant files for bankruptcy or otherwise becomes insolvent on or before the end of the Term, with any such proceedings against the Applicant not being set aside within sixty (60) calendar days from the date of institution thereof and results in the material reduction to the Applicant's operations for the Project, it may be required to repay 100% of grant disbursements made under the SSRP Award. The MSF would be entitled to foreclose on any security interest and, in the case of

Attachment A

bankruptcy, submit proof of claim in any such bankruptcy proceedings and seek recovery of the SSRP Award.

- **Material Misrepresentation.** If the Applicant makes a 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 SSRP Award.
- **Misuse of Funds.** If the Applicant uses the SSRP Award for a prohibited purpose during the Term it will be required to repay 100% of grant disbursements made under the SSRP Award.
- **Material Failure to Comply.** If the Applicant fails to materially comply with its obligations under the grant agreement, including the failure submit materials required under the (i) disbursement requests, (ii) annual progress reports, or (iii) annual compliance certificates under the grant agreement, it may be required to repay up to 100% of grant disbursements made under the SSRP Award.
- **Project Funds Account Balance.** In the event that an Applicant has possession or control of any remaining grant funds upon the earlier of: (i) Applicant's submission of its final report or (ii) the end of the Term, Applicant shall immediately pay the MSF the balance of such funds.

Additional State Required Terms:

- **Amendments.** As required under Section 88t(8) of the MSF Act, MCL 125.2088t(8) ("Section 88t"), the MSF will provide written notice to the Legislature of any requests to modify the fully executed written grant agreement and will otherwise comply with requirements of Section 88t prior to taking any action on such amendment request.
- **Annual Compliance Certificate.** During the Term, the Applicant will be required to sign and submit an annual compliance certificate certifying that the Applicant is in compliance with the terms and conditions of the grant agreement.
- **Annual Progress Report.** During the Term, the Applicant will be required to submit annual progress reports. This information will be transmitted by the MSF 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 expiration of the Term, and upon reasonable advance notice, the Applicant 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 Applicant, and any other location where books and records of the Applicant 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, non-discrimination and unfair labor practices, termination of funding, any other requirements of the SSRP Guidelines, as approved by the MSF, and any requirements of the Michigan Strategic Fund Act, including without limitation, cross default, and any other provisions of Section 88t.



MEMORANDUM

Date: February 27, 2024

To: Michigan Strategic Fund Board

From: Chelsea Beckman, Senior Small Business Services Manager

Subject: Small Business Services Program – Match on Main

Request

The Michigan Economic Development Corporation (the “MEDC”) requests that the Michigan Strategic Fund (“MSF”) approve the creation of the Match on Main Program, corresponding Program Guidelines, and allocate \$750,000 from the MSHDA Housing Development Fund to select grantees and implement the program.

Background

Match on Main will serve as a tool to support new or expanding place-based businesses as they seek to launch and grow on main street, by providing up to \$25,000 in funding to support an eligible small business through a competitive application process. The program is administered and managed by local entities including municipalities, downtown development authorities, or other downtown management, business support, or community development organizations in eligible Redevelopment Ready Communities® or Michigan Main Street Communities. Local entities will identify eligible businesses and projects, will submit the program application, and will sub-grant program dollars to the business upon project completion.

In 2017, the Michigan Strategic Fund and the Michigan State Housing Development Authority entered into an amended and restated agreement to fund activities to promote community development including but not limited to infrastructure improvements, economic development projects, blight elimination, and community facilities. Additionally, fund activities and expenditures must support low to moderate-income housing and/or neighborhood conversation/renewal efforts including but not limited to the Michigan Main Street Program and the Redevelopment Ready Communities Program.

Small businesses are the cornerstone of what makes Michigan’s downtowns authentic. They bring vibrancy and contribute to a community’s sense of place. This program aims to support the creation and growth of place-based businesses located in Redevelopment Ready Communities® or Michigan Main Street districts across the state, provide needed capital to place-based businesses, create and retain jobs, leverage private investment, activate vacant or underutilized space, and provide eligible communities with a business recruitment and retention tool as they work to grow and support their local entrepreneurial ecosystem. This program aligns with MEDC’s strategic focus areas – supporting small business and developing attractive places.

Since 2019, MEDC has administered Match on Main to support the creation and growth of place-based business. To date, the Program has supported 165 businesses – 81% of which are in geographically disadvantaged areas (GDA), leveraged \$14,269,788 in private investment, activated nearly 400,000 square feet of vacant or underutilized space, and created 383 full-time jobs.

Recommendation

MEDC staff recommends approval of the following related to the creation of Match on Main:

- Creation of the Match on Main Program and approval and adoption of Program Guidelines as set forth in Exhibit A; and
- Approval of a funding allocation of \$750,000 from the MSHDA Housing Development Fund for the implementation of the Match on Main Grant Program.

**MICHIGAN STRATEGIC FUND
RESOLUTION 2024-044**

**APPROVAL OF THE
MATCH ON MAIN PROGRAM GUIDELINES,
AND FUNDING ALLOCATION**

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

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

WHEREAS, at its March 22, 2015 meeting, the MSF Board authorized the MSF Fund Manager to submit an application to the Michigan State Housing Development Authority (“MSHDA”) for a Housing Development Fund (“HDF”) grant to support community development activities (the “HDF Grant”);

WHEREAS, the MSF Fund Manager submitted an application to MSHDA for the HDF Grant and on January 25, 2017, MSHDA approved the HDF Grant to support community development activities;

WHEREAS, on January 30, 2017, the MSF accepted the HDF Grant and authorized the MSF Fund Manager to execute all documents necessary to effectuate the HDF Grant;

WHEREAS, the MSF and MSHDA executed the HDF Grant agreement on March 13, 2017

WHEREAS, on June 27, 2017, the MSF authorized an amendment to the HDF Grant to alter the disbursement schedule of the grant from annual payments to a single lump sum payment;

WHEREAS, on June 28, 2017, the MSF and MSHDA executed an amended and restated agreement for the HDF Grant;

WHEREAS, the MEDC recommends the MSF Board approve the creation of the Match on Main Program to support new or expanding place-based businesses as they seek to launch and grow on main street;

WHEREAS, the MEDC recommends the MSF approve the guidelines for the Match on Main Program, a copy of which are attached as Exhibit A to this Resolution (the “Match on Main Program Guidelines”);

WHEREAS, the MEDC recommends that MSF allocate \$750,000 from the HDF Grant to the Match on Main Program (the “Funding Allocation”); and

WHEREAS, the MSF wishes to create the Match on Main Program, approve the Match on Main Program Guidelines, and approve the Funding Allocation (collectively, the “Match on Main Program Requests”).

NOW THEREFORE, BE IT RESOLVED, the MSF Board approves the Match on Main Program Requests.

Ayes: Britany L. Affolter-Caine, Susan Corbin, Wesley Eklund, Rachael Eubanks, Quentin L. Messer, Jr., Leon Richardson, Charles P. Rothstein, Susan Tellier, Randy Thelen, Cindy Warner

Nays: None

Recused: None

Lansing, Michigan
February 27, 2024



Exhibit A

Match on Main Program Guidelines

Program Overview

- The Match on Main Program (the “Program”) serves as a tool to support new or expanding place-based businesses by providing up to \$25,000 in funding to support an Eligible Business through an application submitted, administered, and managed by an Eligible Applicant. The Eligible Business is required to provide a 10% cash match.
- The Eligible Applicant will select one Eligible Business, per application, located in their traditional downtown or other eligible business district to include for support – with a maximum of two applications submitted per funding round. The Eligible Applicant will submit the program application, monitor project implementation, and will sub-grant program dollars to the Eligible Business upon project completion.
- Eligible Applicants include municipalities, downtown development authorities, or other downtown management, business support, or community development organizations in eligible Redevelopment Ready Communities® or Michigan Main Street Communities that represent a traditional downtown district, historic neighborhood commercial corridor, or an area planned and zoned for concentrated commercial development. The Eligible Applicant must represent a community that is essential or certified in the Redevelopment Ready Communities® program or is a select or master level Michigan Main Street Community.

Program Goals

- Support the creation and growth of place-based businesses located in select or master Michigan Main Street districts or essential or certified Redevelopment Ready Communities® across the state
- Provide access to capital for place-based businesses, create and retain jobs, leverage private investment, and activate vacant or underutilized space
- Provide Eligible Applicants with a business recruitment and retention tool as they work to grow and support their local entrepreneurial ecosystem

Eligibility Requirements

- Eligible applicants include local units of government, downtown development authorities, Michigan Main Street programs, or other community or economic development organizations that represent a traditional downtown district, historic neighborhood commercial corridor, or an area planned and zoned for concentrated commercial development.

- The grant applicant must represent a community that is essential or certified in the Redevelopment Ready Communities® program or is a select or master Level Michigan Main Street Community.
- The applicant will select one eligible business, per application, located in their traditional downtown or other eligible business district to include for support – with a maximum of two applications submitted per funding round.
- An Eligible Business must:
 - Be located within the boundaries of the community the Eligible Applicant serves
 - Be located within a traditional downtown, historic neighborhood commercial corridor, or area planned and zoned for concentrated commercial development that contributes to a dense mixed-use area with multi-story elements
 - Sell products and/or services face to face AND have a permanent physical location within a traditional downtown, historic neighborhood commercial corridor, or area planned and zoned for concentrated commercial development (Ex. The business has a storefront location downtown.)
 - Have, or be in the process of obtaining, control over the site for which they are applying prior to Match on Main application
 - Be operating as a for profit or non-profit
 - Be headquartered in Michigan.
 - Be able to meet the ten percent (10%) cash match required as part of this program.
- Ineligible businesses include: Franchises (including independent contractor agreements), businesses located in strip malls (unless located in an area zoned and approved for future concentrated mixed-use development), “big box” retailers, businesses whose primary sales come from marijuana, CBD, or tobacco. In addition, the Business must not have previously received or been approved to receive support from the Program.
- To receive grant funds, the Eligible Applicant – in conjunction with the awarded Eligible Business must complete Program milestone(s) and submit required documentation as outlined in the formal grant agreement.
- Program projects must be completed within 12 months from the date that their the grant agreement is executed.

Eligible Use of Funds

- Eligible expenses may be reimbursed from the date that the Program application is submitted to the MEDC by the Eligible Applicant through 12 months after the grant agreement is executed. Expenses incurred must be paid by the Eligible Business to an independent third party. Any expense

incurred prior to award announcement and an executed grant agreement is incurred at the sole risk of the Eligible Business.

- Program funds may be used for expenses related to technical assistance, interior building renovation, permanent or semi-permanent activation of outdoor space, or for general marketing, technology, operational changes, or inventory expenses related to retail goods.
 - Examples of eligible expenses include:
 - Expenses for technical assistance items for design and layout of interior or exterior space, such as conceptual renderings of the interior or exterior floor plan, merchandise layout, other interior or exterior design concepts, and construction drawings, plans or specifications for interior or exterior space activation.
 - Expenses for interior building renovation items, including rehabilitation of floors, walls, ceiling, rooms, electrical improvements, lighting and lighting fixtures, furniture and display renovations, installation of permanent kitchen or other equipment, and/or fire suppression or other code compliance items.
 - Expenses for permanent or semi-permanent activation of an outdoor space, including a dining area, beer garden, or other place-based outdoor activation. Exterior signage, doors and windows may be permitted as an eligible expense if part of a larger outdoor space activation project.
 - Expenses for general marketing, technology to assist in connecting with customers (example: website upgrades or e-Commerce integration), operational changes (example: shifting from dine in to carry out), the purchase of a point-of-sale system, or inventory expenses for retail goods.
- Ineligible Expenses are exterior improvements that could be considered as general maintenance, repairs, landscaping; or other non-place-based outdoor activation; employee wages, salaries or benefits; rent, mortgage, land contract or building or land lease payments, utilities; leases for equipment, vehicle leases, vehicle payments; taxes, interest or insurance; professional fees; federal, state, or local application, licensing, permit or similar fees; bank or other lender financing, interest; inspection fees or costs; credit card processing fees; property acquisition; projects on residential property.

Program Operations

- Eligible Applicants select an Eligible Business to put forth in the application – with a maximum of two applications submitted per funding round.
- Eligible Applicants complete the Program application.
- MEDC staff reviews Program applications. Program applications are reviewed and scored using evaluation criteria.

- Evaluation considerations related to the Eligible Applicant may include:
 - History of supporting businesses within the district where the Eligible Business is located
 - Alignment of selected business and proposed project with mission, vision and/or strategic priorities of the Eligible Applicant
 - Demonstrated administrative capacity and plan for Program management
 - Transparency of process used to select the Eligible Business included in the Program application

- Evaluation considerations related to the Eligible Business and proposed project may include:
 - Clarity and completeness of project scope documentation, including cost estimates and budget
 - Private investment by the Eligible Business
 - Additional resources leveraged to support the Eligible Business and/or proposed project
 - Impact Program funds will have on the Eligible Business
 - Jobs created and/or retained as a result of the proposed project
 - Availability of private sources funding to implement project prior to Program reimbursement

- Additional factors may also be considered including the geographic distribution of funding across various regions of the state and the location of Eligible Businesses in geographically disadvantaged areas (as defined by either a State Opportunity Zone or a State HUBZone).

- Once Awardees are selected, all applicants are notified of their grant status. Awardees work with the MSF to enter into executed grant agreements.

- When programmatic milestones outlined in the executed grant agreement are met - the Awardee receives a financial disbursement from the MSF to then redistribute to the business selected in their application.



MICHIGAN STRATEGIC FUND

MEMORANDUM

Date: February 27, 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 January 1, 2024, to January 31, 2024, 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 January 1, 2024, to January 31, 2024.

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 January delegate-approved projects continue to represent our emphasis on supporting underserved populations in geographically disadvantaged areas. Throughout January 2024, 35% of the projects approved through delegated authority are in geographically disadvantaged areas. Additionally, all January approved projects through delegated authority have committed to creating just over 550 jobs and over \$5 million in private investment.

MSF Report

Delegate Approvals



Under the authority delegated by the MSF Board, the MSF delegates approved the following projects during January 2024, 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
G-M Wood Products, Inc.	1/26/2024	Newaygo	\$137,500	G-M Wood Products, Inc. was founded in 1987, and is based in Newaygo County with 139 employees. The Company manufactures small components around door handles, patented door frame components and wood door frames. The vast majority of the company's contracts are for composite frames, everything for which is made at a facility in Pennsylvania or is purchased from overseas. The Company is currently looking to bring this process in house. This will allow the Company more direct control over the quality and manufacturing process, while also bringing profits and job growth into the local community. This project involves the creation of up to 25 Qualified New Jobs and a capital investment of up to \$8,675,000 in the City of Newaygo, Newaygo County with the support of a \$137,500 Michigan Business Development Program performance-based grant. The company chose Michigan for the project over its current operations in Georgia because it was founded and is headquartered in the state.
Snack Craft	1/26/2024	Kentwood	\$400,000	In 2022, Snack Craft was established in the City of Kentwood as Greece-based Unismack's first North American manufacturing operations. The Company is a snack & salty food contract manufacturer and currently employs 70 people. The Company's products consist largely of baked or fried crackers, puffs, & chips. The Company previously received a \$1,000,000 Michigan Business Development Program grant in support of its original \$41,750,000 investment, which is anticipated to see 185 total jobs by the end of 2025. To meet growing demand, the Company is expanding its facility by 185,000 sf. This project involves the creation of up to 37 Qualified New Jobs & capital investment up to \$29,900,150 in the City of Kentwood, with the support of a \$400,000 Michigan Business Development Program performance-based grant. Michigan was chosen for the project over a competing site in New York due to the company's strong existing customer base in the state.

Michigan Business Development Program (MBDP) Continued

Project Name	Approval Date	Location	Incentive Amount	Project Highlights
MINO Automation USA INC.	1/31/2024	Auburn Hills	\$500,000	MINO Automation USA, INC., a global provider of manufacturing equipment for automated production systems and major electric vehicle OEMs, is expanding in the city of Auburn Hills. The company is a subsidiary of Guangzhou Mino Equipment Co., LTD. and was established in Auburn Hills in 2015, and currently employs 28 Michigan residents. MINO Automation plans to construct a 25,000-square-foot manufacturing facility at its existing operations in Auburn Hills, where it will add machinery and equipment as well as 6,000 square feet of office space. The project is expected to generate a total capital investment of \$10.4 million and create 30 jobs with the support of a \$500,000 Michigan Business Development Program performance-based grant. Michigan was chosen for the project over a competing site in Texas due to the strong OEM presence in the state.

Brownfield Tax Increment Financing (TIF)

Through the Brownfield Redevelopment Financing Act, Brownfield TIF allows applicable taxing jurisdictions to receive property taxes on the property at the current level and capture the incremental increase in tax revenue resulting from a redevelopment project.

Project Name	Approval Date	Location	Incentive Amount	Project Highlights
EBE Bethune LLC	1/9/2024	Detroit	\$359,717	An Act 381 Work Plan with state tax capture valued at \$359,717 was awarded to the City of Detroit Brownfield Redevelopment Authority to rehabilitate an approximately 9,067 square foot building for commercial use. The project is expected to create 20 full time equivalent jobs and generate \$2,745,483 in private investment.

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
Shilman Silk Shop LLC	1/27/2024	Hamtramck	\$275,000	The project will result in the redevelopment of a blighted property in downtown Hamtramck into a brewery and event space of over 2,792 square feet. This business will provide low-alcohol crafted beverages and schedule weekly non-alcoholic-beverage days to accommodate the vibrant Muslim community. Anticipated total capital investment is \$901,698.

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
Schug Counseling Services, PLLC	1/4/2024	Wayland	\$50,000	The company is working with United Bank to purchase new real estate in order to move the practice to a larger space and hire additional therapists. Due to collateral shortfall on the real estate, the bank is requesting assistance from the SSBCI 2.0 CSP.
Green Shield Home, LLC	1/10/2024	Kentwood	\$496,419	Green Shield is working with First Merchants Bank to establish a working capital line of credit and to finance new trucks and trailers. Due to a collateral shortfall on the working capital line, the bank is requesting assistance from the SSBCI 2.0 CSP.
18th Street Deli	1/22/2024	Hamtramck	\$199,500	First Merchants Bank is proposing an increase to the company's current line of credit for increased working capital needs along with a new equipment loan to allow the company to purchase new equipment. Due to collateral shortfall on both notes, the bank is requesting support from the collateral support program.
Global Retool Group	1/5/2024	Brighton	\$1,497,000	Citizens Bank is increasing the Line of Credit with Global Retool Group and is need of increased collateral support.
General Polymers Thermoplastic Materials LLC	1/16/2024	Rochester Hills	\$998,000	Oxford Bank is working with General Polymers Thermoplastic Materials LLC on a new line of credit for working capital. Due to a shortfall in collateral the bank is asking for SSBCI collateral support.

State Small Business Credit Initiative (SSBCI) 2.0 – Loan Guaranty Program (LGP)

Project Name	Approval Date	Location	Incentive Amount	Project Highlights
Ellie Mae Properties, LLC	1/3/2024	White Cloud	\$25,000	Northern Initiatives (NI) is working with Ellie Mae Properties LLC on a working capital loan. NI is enrolling the loan into the loan guarantee program.
See Three Investments LLC	1/3/2024	Saginaw	\$37,693	Northern Initiatives is working with See Three Investments LLC on a working capital Line of Credit. NI is enrolling this loan into the loan guarantee program.
Pique Earth LLC	1/29/2024	Detroit	\$100,000	Detroit Development Fund (DDF) is working with Pique Earth LLC on a new commercial loan. DDF is enrolling this loan into their loan guarantee program.
Roasting Plant First National, LLC	1/29/2024	Detroit	\$150,000	Detroit Development Fund is working with Roasting Plant First National, LLC on a new commercial loan. DDF is enrolling the loan into the loan guarantee program.
Samaritan Cafe' II, Inc.	1/29/2024	Detroit	\$100,000	Detroit Development Fund is working with Samaritan Cafe' II Inc on a new commercial loan. DDF is enrolling this loan into the loan guarantee program.

Michigan Supplier Diversification Fund – Collateral Support Participation (CSP)

Project Name	Approval Date	Location	Incentive Amount	Project Highlights
18th Street Deli	1/22/2024	Hamtramck	\$149,700	First Merchants Bank is proposing an increase to the company's current line of credit for increased working capital needs along with a new equipment loan to allow the company to purchase new equipment. Due to collateral shortfall on both notes, the bank is requesting support from the collateral support program.

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
Deviate Detroit Fashion - Pitti Uomo January Trade Mission	1/3/2024	Detroit	\$3,566
Altus Brands, LLC - SHOT Show 2024	1/4/2024	Traverse City	\$16,814
Fortech Products - China Plant Tour and Meetings	1/4/2024	Brighton	\$5,701
General Broach - Expo Manufactura Show in Monterrey Mexico	1/4/2024	Morenci	\$5,971
High's Adventure Gear LLC - Pitti Immage Uomo	1/4/2024	Mohawk	\$4,084
International Strategic Management - Egypt Sales Trip & B2B Matchmaking	1/4/2024	Bloomfield Hills	\$5,038
International Strategic Management - Saudi Sales Trip & B2B Matchmaking	1/4/2024	Bloomfield Hills	\$2,498
Jacquart Fabric Products, Inc. - Pitti Uomo	1/5/2024	Ironwood	\$4,116
B. May Inc. dba B. May Bags - Pitti Uomo, Florence Italy	1/9/2024	Petoskey	\$2,064
Danlaw, Inc. - Connected, Automated Electric Vehicle Expo (CAEV) Bengaluru, India	1/9/2024	Novi	\$5,054
Egan Food Technologies - Automation Alley Trip to India	1/9/2024	Grand Rapids	\$3,750
Redi-Rock International - Technology Internationalization + website buildout	1/9/2024	Charlevoix	\$9,000
Managed Programs, LLC - Germany and UK Sales Trip	1/10/2024	Auburn Hills	\$3,666
Precision Global Systems - IBT Website Localization	1/10/2024	Troy	\$10,750
Advanced Avionics Inc., dba LaserBlast - IAAP Amusement Expo in Mumbai, India	1/12/2024	Plymouth	\$878
Advanced Avionics Inc., dba LaserBlast - SEA Expo	1/12/2024	Plymouth	\$3,720
Devereaux Sawmill, Inc. - Australia & New Zealand Sale Trip	1/12/2024	Lyons Township	\$2,844
Enspired Solutions - World Water Innovation Summit & London Sales Trip	1/12/2024	Lansing	\$5,016
Laser Access - ITAR Registration	1/12/2024	Walker	\$1,125
Modern Athlete LLC - Pitti Uomo Trade Mission - Florence, Italy	1/12/2024	Birmingham	\$11,827
FoodTools Inc. - Sales trip to Australia	1/16/2024	South Haven	\$3,123
Workhorse Irons - Philadelphia Tattoo Arts Trade Show	1/17/2024	Grandville	\$1,603
Acromag, Incorporated - Embedded World Expo - Germany	1/18/2024	Wixom	\$8,830
Chrysan Industries, Inc. - Automation Alley Trade Mission: India 2024	1/18/2024	Plymouth	\$3,400

Michigan State Trade Expansion Program (MI-STEP) Continued

Project Name	Approval Date	Location	Incentive Amount
Terminal Supply Company - Automotive Meetings - Queretaro	1/18/2024	Troy	\$2,290
Winterpark Engineering LLC - Sales Trip/B2B Matchmaking - Netherlands	1/19/2024	Auburn Hills	\$2,840
Gibbs Machinery Company - IPTEX24 & Sales Trip	1/22/2024	Warren	\$8,489
Keenan Hand Dyed Yarn - h+h americas, Rosemont, IL	1/22/2024	Rudyard	\$1,007
ONLINE Engineering - Medlab Middle East - Dubai	1/22/2024	Manistique	\$13,064
Pisces Fish Machinery, Inc. - Seafood Processing Global - Barcelona, Spain	1/22/2024	Wells	\$15,000
R.A. Miller Industries, Inc. - dba RAMI - Automation Alley Trade Mission to India	1/22/2024	Grand Haven	\$4,500
Airflow Sciences Corporation - AHR Expo 2024 - Chicago, IL	1/23/2024	Livonia	\$4,344
Fluxtrol Inc - Trade Mission: India 2024. Chennai and New Delhi	1/23/2024	Auburn Hills	\$4,325
Hurley Marine, Inc. - International Marketing: Website, Google, Nautic Expo	1/23/2024	Escanaba	\$5,000
IMPCO Microfinishing - Sales Trip Turkey	1/23/2024	Lansing	\$2,788
Link Engineering Company - Automotive Testing Expo Europe	1/23/2024	Plymouth	\$12,500
Q-Sage, Incorporated - GEAPS (Grain Elevator And Processing Society) Expo	1/23/2024	Mt. Pleasant	\$4,304
RHK Technology, Inc. - 2024 European Exhibitions to meet Distributors and Sales Trip	1/23/2024	Troy	\$4,394
Singh Automation - Automation Alley - Trade Mission to India	1/23/2024	Portage	\$4,500
Wilson-Garner Co. - Aerospace and Defense Supplier Summit - Seattle WA	1/23/2024	Harrison Township	\$2,977
Winterpark Engineering LLC - Automotive Meetings Queretaro 2024	1/23/2024	Auburn Hills	\$5,020
Advanced Avionics Inc., dba LaserBlast - IAAPA Summit 2024 + Latin American Amusement Expo	1/24/2024	Plymouth	\$2,017
AMBE Engineering, LLC - India Sales Trip	1/24/2024	Farmington Hills	\$1,915
BETA CAE Systems USA., Inc. - Sales Trip to Australia and Philippines	1/24/2024	Farmington Hills	\$3,054
BETA CAE Systems USA., Inc. - Sales Trip to India	1/24/2024	Farmington Hills	\$1,598
Coventry Industries LLC - Israel USCS Gold Key Partner Search	1/24/2024	Holly	\$475
La Salonniere, LLC - Art Trade Show and Hong Kong Sales Meetings	1/24/2024	Detroit	\$3,875
National Research Company - PDAC Exploration & Mining Convention	1/24/2024	Chesterfield	\$1,975
P.J. Wallbank Springs Incorporated - IATF - Port Huron	1/24/2024	Port Huron	\$5,393
DYNA Products - ExporTech - Virtual	1/25/2024	Millington	\$600

Michigan State Trade Expansion Program (MI-STEP) Continued

Project Name	Approval Date	Location	Incentive Amount
RoboBuoy, Inc. dba MarkSetBot - SailGP Abu Dhabi	1/25/2024	Detroit	\$1,862
Ross Controls - Trade Mission with Automation Alley to India 2024	1/25/2024	Ferndale	\$3,350
SkyBlade Fan Company - 2024 AHR Show	1/25/2024	Warren	\$5,634
Airflow Sciences Corporation - G2 Marketing Campaign - Azore	1/29/2024	Livonia	\$3,750
Central Arms LLC - Shot Show 2024, Las Vegas	1/30/2024	Mount Pleasant	\$1,808
eLUXE3D - JCK International Trade Show	1/31/2024	Rochester Hills	\$9,987

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. From January 1, 2024, to January 31, 2024, no amendments were approved via delegate approval.

Financial Data Overview and Terminations



Michigan Business Development Program - Terminations

From January 1, 2024, to January 31, 2024, the Business Development Program had no terminations.

Project Name	Project Location	Incentive Type	Amount	Date	Reason for Termination	Repayment
Beet, Inc.	Plymouth	Grant	\$384,000	1/26/2024	Did not move forward with project.	\$0.00
International Extrusions	Livonia	Grant	\$189,000	1/26/2024	Did not move forward with project.	\$0.00