



JASON E. MUMPOWER  
*Comptroller*

**TENNESSEE STATE FUNDING BOARD  
JANUARY 19, 2022  
AGENDA**

1. Call meeting to order
2. Consideration for approval of minutes from the December 20, 2021, meeting
3. Report from the Department of Economic and Community Development for approval of funding for the following FastTrack projects:
  - **Prospero Management Service, LLC – Memphis (Shelby Co.)**  
FastTrack Economic Development Grant \$ 843,000
  - **Recreational Equipment, Inc. – Lebanon (Wilson Co.)**  
FastTrack Economic Development Grant \$1,100,000
4. Adjourn

**TENNESSEE STATE FUNDING BOARD**  
**December 20, 2021**

The Tennessee State Funding Board (the “Board”) met on Monday, December 20, 2021, at approximately 12:00 p.m., which was immediately following the State Building Commission meeting at 11:00 a.m., in the House Hearing Room I, Cordell Hull Building, 1<sup>st</sup> Floor, Nashville, Tennessee. The Honorable Jason Mumpower, Comptroller of the Treasury, was present and presided over the meeting.

The following members were also present:

The Honorable Tre Hargett, Secretary of State  
The Honorable David Lillard, State Treasurer  
Commissioner Butch Eley, Department of Finance and Administration

The following member was absent:

The Honorable Bill Lee, Governor

Having established that a quorum was present, Mr. Mumpower called the meeting to order and presented the minutes from the meeting held on November 17, and 23, 2021, for consideration and approval. Mr. Hargett made a motion to approve the minutes, and Mr. Eley seconded the motion. The motion was unanimously approved.

Mr. Mumpower then recognized Mr. Bob Rolfe, Commissioner of the Tennessee Department of Economic and Community Development (“ECD”), to present FastTrack projects for consideration and Mr. Paul VanderMeer, Assistant Commissioner of Administration, ECD, to present the “FastTrack Report to State Funding Board” (the “Report”). Mr. VanderMeer reported that, as of the date of the November 23, 2021, Board meeting, the FastTrack balance was \$368,441,818.63. Since that time, \$6,822.84 in new funds had been appropriated from an interest penalty on funds returned due to a clawback provision; \$429,426.38 in funds had been deobligated; \$69,543,000.00 in new grants and loans had been approved; and \$183,067.35 in funds had been spent on FastTrack administrative expenses, which resulted in an adjusted FastTrack balance available for funding grants and loans of \$299,152,000.50 as of the date of the Report. Mr. VanderMeer reported that commitments had been made in the amount of \$255,584,413.45, resulting in an uncommitted FastTrack balance of \$43,567,587.05. Mr. VanderMeer reported that the projects to be considered at this meeting totaled \$7,942,500.00, and if these projects were approved, the uncommitted balance would be \$35,625,087.05 and the total committed balance would be \$263,526,913.45, which represented 88.1% of the FastTrack balance.

Mr. Mumpower requested, without objection, that the FastTrack projects on the agenda be presented together. Mr. Rolfe then presented the following FastTrack projects:

- **Sinova Silicon LLC – Tiptonville (Lake County)**  
FastTrack Economic Development Grant \$ 2,200,000
  
- **VP Racing Fuels, Inc., Plastic Product Formers, Inc. and VP Transportation Co. –  
Huntingdon and McKenzie (Carroll County)**  
FastTrack Economic Development Grant \$ 742,500

- **Capgemini America Inc. – Nashville (Davidson County)**

FastTrack Job Training Assistance

\$ 5,000,000

The Board member packets included letters and FastTrack checklists signed by Commissioner Rolfe, and incentive acceptance forms signed by company representatives. Mr. Mumpower inquired if the companies that had signed the incentive acceptance forms fully understood the agreements, and Mr. Rolfe responded affirmatively. Mr. Mumpower then inquired if the checklists had been completed for each project and Mr. Rolfe responded affirmatively. Mr. Mumpower then inquired if all the projects included accountability agreements which would provide protections for the state in the event the entity could not fulfill the agreement, and Mr. Rolfe responded affirmatively. Mr. Hargett made a motion to approve the projects. Commissioner Eley seconded the motion, and it was unanimously approved.

After requesting other business and hearing none, Mr. Mumpower made a motion to adjourn the meeting, and Mr. Hargett seconded the motion. The motion was unanimously approved, and the meeting was adjourned.

Approved on this \_\_\_\_\_ day of \_\_\_\_\_ 2022.

Respectfully submitted,

Sandra Thompson  
Assistant Secretary

## FastTrack Report to State Funding Board

1/14/2022

1. Previous FastTrack Balance, as of Last Report	299,152,000.50	
2. + New Appropriations:	5,378.46	
3. + Newly Deobligated Funds:	210,000.00	
4. + Funds Transferred to FastTrack:	0.00	
5. - Funds Transferred from FastTrack:	0.00	
6. - FastTrack Grants or Loans Approved Greater Than \$750,000:	(65,000,000.00)	
7. - FastTrack Grants or Loans Approved Less Than \$750,000:	(764,500.00)	
8. - FastTrack Administration	(102,037.41)	
9. Adjusted FastTrack Balance Available for Funding FastTrack Grants or Loans:	233,500,841.55	
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10. Total Amount of Commitments:	193,448,534.04	
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11. Uncommitted FastTrack:	40,052,307.51	
12. Percentage Committed:	82.8%	
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13. Amount of Proposed Grants or Loans:	1,943,000.00	
14. Uncommitted FastTrack Balance if Proposed Grants or Loans Approved:	38,109,307.51	
15. Percentage Committed:	83.7%	

See next page for explanations of the above questions.

I have reviewed the above and believe it to be correct:

Robert D. Rolf

Commissioner of Economic and Community Development

Date: 1/14/22



## Department of Economic and Community Development

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Bob Rolfe  
Commissioner

Bill Lee  
Governor

January 19, 2022

Comptroller Jason Mumpower  
First Floor, State Capitol  
Nashville, TN 37243

Dear Comptroller Mumpower:

The Department of Economic & Community Development (the "Department") seeks approval by the State Funding Board (the "Board") pursuant to T.C.A. § 4-3-717(a) authorizing FastTrack infrastructure, training, and economic development grants where there is a commitment by an eligible business to create or retain private sector jobs or engage in private investment or where the Commissioner of Economic and Community Development determines that such investment will have a direct impact on employment and investment opportunities in the future. The following projects meet the statutory requirements, and the Department presents these projects to the Board pursuant to the mandates of T.C.A. § 4-3-717(e), which requires approval of grants and loans under the FastTrack Infrastructure Development Program, the FastTrack Job Training Assistance Program, and the FastTrack Economic Development Program that exceed \$750,000 per eligible business within a three (3) year period.

**1. Prospero Management Service, LLC – Memphis (Shelby County)**

Prospero Health, a physician-led home-based medical care company, launched its home-based medical care services in January 2020, serving 1,700 patients facing serious illness in three Northeast states. Prospero's clinical care teams now serve over 17,000 patients in 26 states. Prospero's presence in Memphis includes a Care Support Center, as well as significant back-office operations that support teams of physicians, nurses, and social workers across those 26 markets.

Prospero will relocate its growing operational headquarters in early 2022 to South B.B. King Boulevard from their South Main Street location in downtown Memphis, where they have been located since September 2019. In just over two years, Prospero has realized 70% of its original pledge to create 249 jobs over five years.

In September 2019, Prospero Management Service, LLC committed to create 249 new jobs and to make a \$1,528,000 capital investment. The company will have an average wage of \$26.48 per hour for the new positions. At that time, ECD awarded the company with Economic Development Grant Funds in the amount of \$747,000 to offset the costs Prospero Management Service, LLC will incur in building improvements, and building expansion.

Prospero Management Service, LLC has committed to create 281 new full-time jobs above and beyond the originally committed 249 net new jobs for a total of 530 new full-time jobs and make a \$8,003,000



## Department of Economic and Community Development

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Bob Rolfe  
Commissioner

Bill Lee  
Governor

capital investment within five (5) years. The company will have an average hourly wage of \$25.72 for the new positions.

Today, we are asking the State Funding Board permission to increase the existing \$747,000 FastTrack Economic Development Grant funds \$843,000 to offset expenses such as building improvements, building expansion and lease payments for a total of \$1,590,000. The current request is to increase the FastTrack Economic Development Grant funds \$843,000. **(\$843,000)**

**Total FastTrack funds for this project - \$843,000**

### **2. Recreational Equipment, Inc. (REI) – Lebanon (Wilson County)**

Headquartered near Seattle, REI is a specialty outdoor retailer with 174 locations across 41 states and the District of Columbia. Since 1938, the company has provided quality gear and apparel and expert advice to consumers with a love of the outdoors. REI operates five stores in Tennessee that employ nearly 300 people across the state.

REI, the nation's largest consumer co-op, will build the company's fourth distribution center in the country. Once complete, it will serve more than 70 REI stores on the East Coast and in the Midwest and South. The 400,000-square-foot, state-of-the-art facility is expected to open fall 2023.

Recreational Equipment, Inc. (REI) has committed to create 288 net new jobs and make a \$108,550,000 capital investment within five (5) years. The company will have an average hourly wage of \$18.36 for the new positions.

FastTrack Economic Development Grant Funds will help offset expenses such as new construction for a total of \$1,100,000. **(\$1,100,000)**

**Total FastTrack funds for this project - \$1,100,000**

Sincerely,

A handwritten signature in blue ink that reads "Robert Rolfe".

Bob Rolfe

BR/js

**State Funding Board FastTrack Checklist**

FastTrack grants or loans exceeding seven hundred fifty thousand dollars (\$750,000) per eligible business within a three-year period require state funding board approval T.C.A. § 4-3-717(e).

Please identify the type of FastTrack funding requested and the grant or loan amount:

TYPE OF FUNDING	RECIPIENT ENTITY	GRANT AMOUNT	LOAN AMOUNT
INFRASTRUCTURE			
TRAINING*			
ECONOMIC DEVELOPMENT	The Economic Development Growth Engine Industrial Development Board of the City of Memphis & County of Shelby, Tennessee	\$843,000	
<b>TOTAL</b>		<b>\$843,000</b>	

(Recipient entity must be a local government, their economic development organization, a political subdivision of the state, or an eligible business beneficiary [for training only].)

\*ELIGIBLE BUSINESS BENEFICIARY (if different than Recipient Entity): Prospero Management Service, LLC

Complete the General Statutory Compliance section below and the section(s) that corresponds with the type of funding indicated above. General Statutory Compliance items apply to all types of funding represented above.

**GENERAL STATUTORY COMPLIANCE**

1. Will this new commitment cause the FastTrack appropriations to be over-committed T.C.A. § 4-3-716(g)?  Yes  No  
If "yes," state funding board concurrence is required. Attach the commissioner's rationale used to determine the amount of actual commitments unlikely to be accepted based on historical program trends (maximum allowed is 130% of the appropriations available for new grants).
2. Will this new commitment place in jeopardy compliance with the legislative intent that actual expenditures and obligations to be recognized at the end of the fiscal year not exceed available reserves and appropriations of the programs T.C.A. § 4-3-716(g)?  Yes  No
3. Does this grant or loan comply with the legislative intent to distribute FastTrack funds in all areas of the state to the extent practicable T.C.A. § 4-3-716(f)?  Yes  No
4. Has the commissioner of economic and community development provided to the commissioner of finance and administration (with copies transmitted to the speaker of the house of representatives, the speaker of the senate, the chairs of the finance, ways and means committees, the state treasurer, the state comptroller, the office of legislative budget analysis, and the secretary of state) the most recent quarterly report regarding the status of the appropriations for the FastTrack fund T.C.A. § 4-3-716(h)?  Yes  No

**Identify which of the following apply:**

5. a. Does the business export more than half of their products or services outside of Tennessee T.C.A. § 4-3-717(h)(1)(A)?
- b. Do more than half of the business' products or services enter into the production of exported products T.C.A. § 4-3-717(h)(1)(B)?
- c. Does the use of business' products primarily result in import substitution on the replacement of imported products or services with those produced in the state T.C.A. § 4-3-717(h)(1)(C)?
- d. Has the commissioner of economic and community development determined the business has other types of economic activity that contributes significantly to community development education and has a beneficial impact on the economy of the state T.C.A. § 4-3-717(h)(1)(D)? If "yes," attach the commissioner's rationale.

**Applicant must answer "Yes" to a or b.**

6. a. Is there a commitment by a responsible official in an eligible business for the creation or retention of private sector jobs and investment T.C.A. § 4-3-717(a)? If "yes," attach documentation.
- b. Has the commissioner of economic and community development determined that this investment will have a direct impact on employment and investment opportunities in the future T.C.A. § 4-3-717(a)? If "yes," attach the commissioner's rationale.

**TRAINING**

7. Will the grant support the training of new employees for locating or expanding industries T.C.A. § 4-3-717(c)(1)?  Yes  No
8. Will the grant support the retraining of existing employees where retraining is required by the installation of new machinery or production processes T.C.A. § 4-3-717(c)(2)?  Yes  No

**INFRASTRUCTURE**

9. Is the land to be improved publicly owned and not subject to a purchase option by a private entity where the purchase option covering the land may be exercised within a period of five (5) years following the date of the infrastructure grant? T.C.A. § 4-3-717(b)(2-3)?  Yes  No
10. Is this grant or loan made to a local government, a local government economic development organization or other political subdivision of the state T.C.A. § 4-3-717(d)(1)?  Yes  No
11. In determining the level of assistance for infrastructure and site preparation, was consideration given to local ability-to-pay with areas of lesser ability being eligible for higher grant rates T.C.A. § 4-3-717(f)?  Yes  No

**Applicant must answer "Yes" to a or b.**


12. a. Will the grant or loan address infrastructure, such as, water, wastewater, transportation systems, line extensions, industrial site preparation or similar items where it is demonstrated that such improvements are necessary for the location or expansion of business or industry T.C.A. § 4-3-717(h)(2)?
- b. Has the commissioner of economic and community development determined the funds make significant technological improvements such as digital switches or fiber optic cabling that would have a beneficial impact on the economy of this state T.C.A. § 4-3-717(h)(2)? If "yes," attach the commissioner's rationale.

**ECONOMIC DEVELOPMENT**

13. Is this grant or loan made to a local government, a local government economic development organization or other political subdivision of the state T.C.A. § 4-3-717(d)(1)?  Yes  No
14. Is this grant or loan eligible for FastTrack infrastructure development or job training assistance funds T.C.A. § 4-3-717(d)(1)?  Yes  No
15. Will this grant or loan be used to facilitate economic development activities that include, but are not limited to, retrofitting, relocating equipment, purchasing equipment, building repairs and improvements, temporary office space or other temporary equipment related to relocation or expansion of a business T.C.A. § 4-3-717(d)(1)?  Yes  No
16. Will the funds be used in exceptional circumstances wherein the funds will make a proportionally significant economic impact on the affected community T.C.A. § 4-3-717(d)(1)? If "yes," attach an explanation of the exceptional circumstances and the proportionally significant economic impact.  Yes  No
17. The department of economic and community development is required to notify and provide the state funding board a detailed written explanation of the purpose for which this economic development grant or loan is being awarded or used T.C.A. § 4-3-717(d)(2). Attach documentation.  Yes  No

I have reviewed this document and believe it to be correct.

  
Commissioner of Economic and Community Development

  
Date





Department of Economic and Community Development

Bob Rolfe  
Commissioner

Bill Lee  
Governor

November 17, 2021

INCENTIVE ACCEPTANCE FORM

This form serves as notice that Prospero Management Services, LLC intends, in good faith, to create 530 private sector jobs in Memphis, Shelby County and make a capital investment of \$8,003,000 in exchange for incentives that will be memorialized in a grant agreement between Prospero Management Services, LLC and the State of Tennessee. New jobs must be in addition to the company's baseline of 0 jobs at the project site in Tennessee.

ECD OFFER SUMMARY

FastTrack Economic Development Grant:	\$ 1,590,000
Total ECD Commitment:	\$ 1,590,000

Please sign your name in the space below to signify Prospero Management Services, LLC's acceptance of ECD's offer set forth above and return it by February 15, 2022 to:

Tennessee Department of Economic and Community Development  
Attn: Joey Viola  
312 Rosa Parks Avenue, 27th Floor  
Nashville, TN 37243  
Joey.Viola@tn.gov

Please note that this Incentive Acceptance Form does not give rise to any legal obligations on the part of the State of Tennessee, any department or instrumentality of the State of Tennessee (including ECD and the Department of Revenue) or the Company. The terms and conditions governing the award of the incentive package described herein will be set forth in a grant agreement, the form of which will be provided to the Company following the delivery of an executed copy of the Incentive Acceptance Form. The incentives described in this letter are based upon the representations made by the Company to ECD regarding the project. ECD reserves the right to revise the incentives described in this Incentive Acceptance Form if any aspect of the project changes after receipt of this form. Changes that could result in revision of incentives include, but are not limited to, number of jobs, amount of capital investment, composition of company vs. contract jobs, average wage, or location of the project. ECD reserves the right to recover funds for this project if grant contracts are not executed within one year of the date of signature below.

Signature:   
(Authorized Representative of Company)

Date: 11/23/21



## Department of Economic and Community Development

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Bob Rolfe  
Commissioner

Bill Lee  
Governor

January 19, 2022

Comptroller Jason Mumpower  
First Floor, State Capitol  
Nashville, TN 37243

Dear Comptroller Mumpower:

Pursuant to Tennessee Code Annotated §4-3-717 (d)(1)-(2), I am writing to inform you that the Department of Economic and Community Development is amending an existing \$747,000 FastTrack Economic Development Grant for The Economic Development Growth Engine Industrial Development Board of the City of Memphis & County of Shelby, Tennessee to benefit Prospero Management Service, LLC by increasing the amount \$843,000 to offset expenses such as building improvements, building expansion and lease payments for a total of \$1,590,000. The project activities would not be eligible for the FastTrack Infrastructure Development Program.

This project will yield a proportionately significant impact on this community due to the number of net new jobs. Prospero Management Service, LLC has committed to create 281 new full-time jobs above and beyond the originally committed 249 net new jobs for a total of 530 new full-time jobs and make a \$8,003,000 capital investment within five (5) years. The company will have an average hourly wage of \$25.72 for the new positions. This project will have an exceptional impact on this area of the state.

Sincerely,

A handwritten signature in blue ink that reads "Bob Rolfe". The signature is written in a cursive, flowing style.

Bob Rolfe

BR/js

**State Funding Board FastTrack Checklist**

FastTrack grants or loans exceeding seven hundred fifty thousand dollars (\$750,000) per eligible business within a three-year period require state funding board approval T.C.A. § 4-3-717(e).

Please identify the type of FastTrack funding requested and the grant or loan amount:

TYPE OF FUNDING	RECIPIENT ENTITY	GRANT AMOUNT	LOAN AMOUNT
INFRASTRUCTURE			
TRAINING*			
ECONOMIC DEVELOPMENT	Industrial Development Board of Wilson County	\$1,100,000	
<b>TOTAL</b>		<b>\$1,100,000</b>	

(Recipient entity must be a local government, their economic development organization, a political subdivision of the state, or an eligible business beneficiary [for training only].)

\*ELIGIBLE BUSINESS BENEFICIARY (if different than Recipient Entity): Recreational Equipment, Inc. (REI)

Complete the General Statutory Compliance section below and the section(s) that corresponds with the type of funding indicated above. General Statutory Compliance items apply to all types of funding represented above.

**GENERAL STATUTORY COMPLIANCE**

1. Will this new commitment cause the FastTrack appropriations to be over-committed T.C.A. § 4-3-716(g)?  
If "yes," state funding board concurrence is required. Attach the commissioner's rationale used to determine the amount of actual commitments unlikely to be accepted based on historical program trends (maximum allowed is 130% of the appropriations available for new grants).  Yes  No
2. Will this new commitment place in jeopardy compliance with the legislative intent that actual expenditures and obligations to be recognized at the end of the fiscal year not exceed available reserves and appropriations of the programs T.C.A. § 4-3-716(g)?  Yes  No
3. Does this grant or loan comply with the legislative intent to distribute FastTrack funds in all areas of the state to the extent practicable T.C.A. § 4-3-716(f)?  Yes  No
4. Has the commissioner of economic and community development provided to the commissioner of finance and administration (with copies transmitted to the speaker of the house of representatives, the speaker of the senate, the chairs of the finance, ways and means committees, the state treasurer, the state comptroller, the office of legislative budget analysis, and the secretary of state) the most recent quarterly report regarding the status of the appropriations for the FastTrack fund T.C.A. § 4-3-716(h)?  Yes  No

**Identify which of the following apply:**

5. a. Does the business export more than half of their products or services outside of Tennessee T.C.A. § 4-3-717(h)(1)(A)?
- b. Do more than half of the business' products or services enter into the production of exported products T.C.A. § 4-3-717(h)(1)(B)?
- c. Does the use of business' products primarily result in import substitution on the replacement of imported products or services with those produced in the state T.C.A. § 4-3-717(h)(1)(C)?
- d. Has the commissioner of economic and community development determined the business has other types of economic activity that contributes significantly to community development education and has a beneficial impact on the economy of the state T.C.A. § 4-3-717(h)(1)(D)? If "yes," attach the commissioner's rationale.

**Applicant must answer "Yes" to a or b.**

6. a. Is there a commitment by a responsible official in an eligible business for the creation or retention of private sector jobs and investment T.C.A. § 4-3-717(a)? If "yes," attach documentation.
- b. Has the commissioner of economic and community development determined that this investment will have a direct impact on employment and investment opportunities in the future T.C.A. § 4-3-717(a)? If "yes," attach the commissioner's rationale.

**TRAINING**

- 7. Will the grant support the training of new employees for locating or expanding industries T.C.A. § 4-3-717(c)(1)?  Yes  No
- 8. Will the grant support the retraining of existing employees where retraining is required by the installation of new machinery or production processes T.C.A. § 4-3-717(c)(2)?  Yes  No

**INFRASTRUCTURE**

- 9. Is the land to be improved publicly owned and not subject to a purchase option by a private entity where the purchase option covering the land may be exercised within a period of five (5) years following the date of the infrastructure grant? T.C.A. § 4-3-717(b)(2-3)?  Yes  No
- 10. Is this grant or loan made to a local government, a local government economic development organization or other political subdivision of the state T.C.A. § 4-3-717(d)(1)?  Yes  No
- 11. In determining the level of assistance for infrastructure and site preparation, was consideration given to local ability-to-pay with areas of lesser ability being eligible for higher grant rates T.C.A. § 4-3-717(f)?  Yes  No

**Applicant must answer "Yes" to a or b.**

- 12. a. Will the grant or loan address infrastructure, such as, water, wastewater, transportation systems, line extensions, industrial site preparation or similar items where it is demonstrated that such improvements are necessary for the location or expansion of business or industry T.C.A. § 4-3-717(h)(2)?
- b. Has the commissioner of economic and community development determined the funds make significant technological improvements such as digital switches or fiber optic cabling that would have a beneficial impact on the economy of this state T.C.A. § 4-3-717(h)(2)? If "yes," attach the commissioner's rationale.

**ECONOMIC DEVELOPMENT**

- 13. Is this grant or loan made to a local government, a local government economic development organization or other political subdivision of the state T.C.A. § 4-3-717(d)(1)?  Yes  No
- 14. Is this grant or loan eligible for FastTrack infrastructure development or job training assistance funds T.C.A. § 4-3-717(d)(1)?  Yes  No
- 15. Will this grant or loan be used to facilitate economic development activities that include, but are not limited to, retrofitting, relocating equipment, purchasing equipment, building repairs and improvements, temporary office space or other temporary equipment related to relocation or expansion of a business T.C.A. § 4-3-717(d)(1)?  Yes  No
- 16. Will the funds be used in exceptional circumstances wherein the funds will make a proportionally significant economic impact on the affected community T.C.A. § 4-3-717(d)(1)? If "yes," attach an explanation of the exceptional circumstances and the proportionally significant economic impact.  Yes  No
- 17. The department of economic and community development is required to notify and provide the state funding board a detailed written explanation of the purpose for which this economic development grant or loan is being awarded or used T.C.A. § 4-3-717(d)(2). Attach documentation.  Yes  No

I have reviewed this document and believe it to be correct.

Robert Rolfe  
Commissioner of Economic and Community Development

1/14/22  
Date



## Department of Economic and Community Development

Bob Rolfe  
Commissioner

Bill Lee  
Governor

December 13, 2021

### INCENTIVE ACCEPTANCE FORM

This form serves as notice that Recreational Equipment, Inc. (REI) intends, in good faith, to create 288 private sector jobs in Lebanon, Wilson County and make a capital investment of \$108,550,000 in exchange for incentives that will be memorialized in a grant agreement between Recreational Equipment, Inc. (REI) and the State of Tennessee. New jobs must be in addition to the company's baseline of 0 jobs at the project site in Tennessee.

#### ECD OFFER SUMMARY

FastTrack Economic Development Grant:	\$ 1,100,000
<b>Total ECD Commitment:</b>	<b>\$ 1,100,000</b>

Please sign your name in the space below to signify Recreational Equipment, Inc. (REI)'s acceptance of ECD's offer set forth above and return it by March 13, 2022 to:

Tennessee Department of Economic and Community Development  
Attn: Joey Viola  
312 Rosa Parks Avenue, 27th Floor  
Nashville, TN 37243  
Joey.Viola@tn.gov

**Please note that this Incentive Acceptance Form does not give rise to any legal obligations on the part of the State of Tennessee, any department or instrumentality of the State of Tennessee (including ECD and the Department of Revenue) or the Company. The terms and conditions governing the award of the incentive package described herein will be set forth in a grant agreement, the form of which will be provided to the Company following the delivery of an executed copy of the Incentive Acceptance Form. The incentives described in this letter are based upon the representations made by the Company to ECD regarding the project. ECD reserves the right to revise the incentives described in this Incentive Acceptance Form if any aspect of the project changes after receipt of this form. Changes that could result in revision of incentives include, but are not limited to, number of jobs, amount of capital investment, composition of company vs. contract jobs, average wage, or location of the project. ECD reserves the right to recover funds for this project if grant contracts are not executed within one year of the date of signature below.**

Signature: *Rick Palmer*  
(Authorized Representative of Company)

Date: 12/17/2021



## Department of Economic and Community Development

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Bob Rolfe  
Commissioner

Bill Lee  
Governor

January 19, 2022

Comptroller Jason Mumpower  
First Floor, State Capitol  
Nashville, TN 37243

Dear Comptroller Mumpower:

Pursuant to Tennessee Code Annotated §4-3-717 (d)(1)-(2), I am writing to inform you that the Department of Economic and Community Development is awarding a FastTrack Economic Development Grant to the Industrial Development Board of Wilson County for the benefit of Recreational Equipment, Inc. (REI) in the amount of \$1,100,000 to offset expenses such as new construction. The project activities would not be eligible for the FastTrack Infrastructure Development Program.

This project will yield a proportionately significant impact on this community due to the number of net new jobs and capital investment. Recreational Equipment, Inc. (REI) has committed to create 288 net new jobs and make a \$108,550,000 capital investment within five (5) years. The company will have an average hourly wage of \$18.36 for the new positions. This project will have an exceptional impact on this area of the state.

Sincerely,

A handwritten signature in blue ink that reads "Robert Rolfe".

Bob Rolfe

BR/js