

**BOARD OF ECONOMIC DEVELOPMENT
GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD
WEDNESDAY, NOVEMBER 13, 2024, 10:00 A.M., CT**

TABLE OF CONTENTS

- A. Regular Session Agenda
- B. Minutes
- C. Executive Session Agenda
- D. Monthly Status Report
- E. Watch List
- F. City of Viborg
- G. Engineered Concrete Products, LLC and TTL Holdings, LLC
- H. North Sioux City Economic Development Corporation
- I. TM Industries, LLC
- J. SWAT Properties, LLC
- K. CNF Enterprises, LLC
- L. Benedictine Sisters of Mother of God Monastery
- M. South Dakota Jobs Grant
 - 1. Smack Pet Food USA

**BOARD OF ECONOMIC DEVELOPMENT
GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD
WEDNESDAY, NOVEMBER 13, 2024, 10:00 A.M., CT**

Please note times:

Call To Order: _____

Executive Session _____

Regular Session _____

Adjournment _____

**Board
Members:**

Motion Sheet

Jeff Erickson

(STAFF RECOMMENDATIONS)

Matt Judson

Agenda

*Sharon
Casey*

Motion to approve the agenda as presented.

Mike Luken

Motion made by _____ and seconded by _____.

*Don
Kettering*

Minutes

Tom Jones

Motion to approve the minutes of the meeting held October 9, 2024, October 30, 2024 and November 4, 2024 as presented

Reed Kessler

Motion made by _____ and seconded by _____.

Joy Nelson

Conflicts of Interest Disclosures

Eric Yunag

Public Comments

*Kevin
Tetzlaff*

Commissioners Comments

David Emery

Executive Session

*Craig
Christianson*

Motion to enter into executive session to discuss contract matters and commercial and financial information relating to loan and other assistance to applicants. SDCL 1-16G-11

Brad Moore

Motion made by _____ and seconded by _____.

Non-Voting

*Senator
Reynold
Nesiba*

**Chairman: The Chairman declared the board out of executive session at [a.m.].
Chairman: The BED entered into executive session to discuss contract matters and commercial and financial information relating to loan and other assistance to applicants. No action was taken.**

*Senator
Casey
Crabtree*

Motion to approve the chairman's report from executive session.

*Representative
Kameron
Nelson*

Motion made by _____ and seconded by _____.

Old Business

*Representative
Neal Pinnow*

City of Viborg

Motion to approve the LIIP grant agreement expiration date to December 31, 2025.

Motion made by _____ and seconded by _____.

Engineered Concrete Products, LLC

Motion to approve the SD Works commitment extension to May 10, 2025.

Motion made by _____ and seconded by _____.

TTL Holdings, LLC

Motion to approve the REDI commitment extensions to May 10, 2025.

Motion made by _____ and seconded by _____.

TM Industries, LLC

Motion to approve the REDI commitment extension to January 11, 2025.

Motion made by _____ and seconded by _____.

SWAT Properties, LLC

Motion to approve the changes as presented.

Motion made by _____ and seconded by _____.

New Business

CNF Enterprises, LLC

Motion to approve a SD Works loan request from CNF Enterprises, LLC up to \$600,000. Secured by a second position on real estate, second position UCC, personal guaranties from principals with 10% or more ownership and a corporate guaranty.

The loan is approved according to the terms and conditions of the commitment letter; all documents may be executed on behalf of the Board by the Commissioner of the Governor’s Office of Economic Development or the Commissioner’s designee.

Motion made by _____ and seconded by _____.

Benedictine Sisters of Mother of God Monastery

Motion to approve a SD Works loan request from Benedictine Sisters of Mother of God Monastery in the amount of \$500,000. Secured by a sole second position on real estate, sole second UCC and a corporate guaranty.

The loan is approved according to the terms and conditions of the commitment letter; all documents may be executed on behalf of the Board by the Commissioner of the Governor’s Office of Economic Development or the Commissioner’s designee.

Motion made by _____ and seconded by _____.

South Dakota Jobs Program

Smack Pet Food USA

Motion to approve the South Dakota Jobs Program grant application to Smack Pet Food USA.

Having considered the applicable factors and the likelihood the project would not occur in South Dakota without a grant, a South Dakota Jobs grant of \$101,591 but not to exceed 75% of the actual sales and use taxes paid on eligible project costs not to exceed \$4,985,800, is approved for Smack Pet Food USA. The project as completed must be substantially similar to the project described in the application and must comply with the applicable deadlines and requirements set forth in statute and administrative rule.

Motion made by _____ and seconded by _____.

Adjourn

Motion made by _____ and seconded by _____.

A

**BOARD OF ECONOMIC DEVELOPMENT
GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD
WEDNESDAY, NOVEMBER 13, 2024, 10:00 A.M., CT**

The public may participate by the following:

Call In Number: (669) 900-9128 Meeting ID: 96677988449 Participant Id: # Passcode: 421401
www.zoom.com Meeting ID: 96677988449 Passcode: 421401

REGULAR SESSION AGENDA

10:00 A.M. Call to Order, Chairman Jeff Erickson

10:05 A.M. **Agenda**
RECOMMENDED ACTION: Motion to approve the agenda as provided or amended.

Minutes
RECOMMENDED ACTION: Motion to approve the minutes of October 9, 2024, October 30, 2024 and November 4, 2024, as presented.

Conflicts of Interest Disclosures

Public Comments

10:15 A.M. **Commissioner's Comments**

10:20 A.M. **Executive Session**
RECOMMENDED ACTION: Motion to enter into executive session to discuss contractual matters, and to discuss commercial and financial information relating to loan and other assistance applicants. SDCL 1-16G-11

11:00 A.M. **Report from Executive Session**
RECOMMENDED ACTION: Approve Chairman's report from Executive Session.

Other Motions

City of Viborg
Engineered Concrete Products, LLC and TTL Holdings, LLC
TM Industries, LLC
SWAT Properties, LLC
CNF Enterprises, LLC
Benedictine Sisters or Mother of God Monastery
South Dakota Jobs Grant
Smack Pet Food USA

Adjournment

Notice is further given to persons with disabilities that this meeting is being held in a physically accessible place. Please notify the above mentioned office within 48 hours of the public hearing if you have special needs for which this agency will make the necessary arrangements.

B

**BOARD OF ECONOMIC DEVELOPMENT
GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD
WEDNESDAY, OCTOBER 9, 2024, 10:00 A.M., CT**

Members Present

Chairman Jeff Erickson, Don Kettering, Sharon Casey, Mike Luken, Tom Jones, Reed Kessler, Joy Nelson, Kevin Tetzlaff, David Emery, Craig Christianson, Reynold Nesiba and Kameron Nelson

Staff Present

Commissioner Joe Fiala, Ashley Moore, Jack Valentine, Stephanie Deyo, Nick Rabern, Nadine Agneau, Tanner Beukelman, Katherine Kirby, Curtis Egan and Dale Knapp

Other Staff Present

Mike Bietz and Shawn Hofer – BankWest, Inc.

Others Present

Bob Mercer – Keloland News

Call to Order

Chairman Erickson called the meeting to order at 10:00 a.m.

Agenda

A motion was made by Joy Nelson and seconded by Don Kettering to approve the agenda as presented.

Motion passed by a voice vote.

Minutes

A motion was made by Mike Luken and seconded by Tom Jones to approve the minutes of the meeting held September 11, 2024 as presented.

Motion passed by a voice vote.

Reinvestment Payment Program Memo

A motion was made by Don Kettering and seconded by Reed Kessler to approve the revised Reinvestment Payment Program Grant Agreement as presented.

Motion passed by a voice vote.

Conflicts Disclosure

Chairman Erickson opened the floor for board members to identify potential conflicts under SDCL Chapter 3-23. Mike Luken declared a potential conflict with Borns Group, Inc. due to family relations and would not partake in the discussion or vote on the project. The Chairman opened up the floor for questions and discussion concerning the potential conflicts; there were none from the board members and no objection to proceeding with the agenda.

Public Comments – none

Executive Session

A motion was made by Sharon Casey and seconded by Mike Luken to enter into Executive Session at 10:14 a.m. to discuss contractual matters, and to discuss commercial and financial information relating to loan and other assistance applicants. SDCL 1-16G-11

Motion passed by a voice vote.

Executive Session Report

The Chairman declared the board out of Executive Session at 10:28 a.m. The Chairman reported that the Board of Economic Development entered into Executive Session to discuss contract matters, commercial and financial information relating to loan and other assistance to applicants. No action was taken.

A motion was made by Reed Kessler and seconded by Don Kettering to approve the Chairman's report from Executive Session.

Motion passed by a voice vote.

Old Business

Borns Group, Inc.

A motion was made by Joy Nelson and seconded by Craig Christianson to approve a REDI commitment extension to June 13, 2025.

Motion passed by a voice vote with Mike Luken abstaining.

CCLLA. LLC

A motion was made by Craig Christianson and seconded by Sharon Casey to approve the changes as presented.

Motion passed by a voice vote.

City of Hartford

A motion was made by Joy Nelson and seconded by Mike Luken to approve the LIIP grant agreement extension to December 31, 2024.

Motion passed by a voice vote.

New Business

Smack Holdings USA, LLC

A motion was made by Don Kettering and seconded by Reed Kessler to approve a SD Works loan request from Smack Holdings USA, LLC in the amount of \$1,500,000. Secured by a second position on real estate, second position UCC, personal guaranties from principals with 10% or more ownership and a corporate guaranty.

The loan is approved according to the terms and conditions of the commitment letter; all documents may be executed on behalf of the Board by the Commissioner of the Governor's Office of Economic Development or the Commissioner's designee.

Motion passed by a voice vote.

Smack Holdings USA, LLC

A motion was made by Reed Kessler and seconded by Craig Christianson to approve a REDI loan request from Smack Holdings USA, LLC in the amount of \$1,000,000. Secured by a pro rata shared first position on the real estate, pro rata shared first UCC, personal guaranties from principals with 10% or more ownership, a corporate guaranty and waive the 10% equity requirement.

The loan is approved according to the terms and conditions of the commitment letter; all documents may be executed on behalf of the Board by the Commissioner of the Governor's Office of Economic Development or the Commissioner's designee.
Motion passed by a voice vote.

Adjourn

A motion was made by Mike Luken and seconded by Reed Kessler to adjourn the meeting at 10:35 a.m.
Motion passed by a voice vote.

Matt Judson, Treasurer

**BOARD OF ECONOMIC DEVELOPMENT
GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD
WEDNESDAY, OCTOBER 30, 2024, 10:15 A.M., CT**

Members Present

Chairman Jeff Erickson, Don Kettering, Matt Judson, Sharon Casey, Mike Luken, Tom Jones, Reed Kessler, Joy Nelson, Kevin Tetzlaff, Craig Christianson, Brad Moore, Reynold Nesiba and Kameron Nelson

Staff Present

Commissioner Joe Fiala, Ashley Moore, Jack Valentine, Stephanie Deyo, Nick Rabern, Nadine Agneau, Lexxy Phillips, Alex Kahnke, Katherine Kirby, Adam Molseed and Alissa Sendelbach

Other Staff Present

Shawn Hofer – BankWest, Inc.

Others Present

Joshua Haiar – South Dakota Searchlight

Call to Order

Chairman Erickson called the meeting to order at 10:16 a.m.

Agenda

A motion was made by Matt Judson and seconded by Mike Luken to approve the agenda as presented.

Motion passed by a voice vote.

Conflicts Disclosure

Chairman Erickson opened the floor for board members to identify potential conflicts under SDCL Chapter 3-23. There were none from board members and no objection to proceeding with the agenda.

2024 Annual Report/Audit Report

A motion was made by Sharon Casey and seconded by Brad Moore to approve the 2024 Annual Report/Audit Report as presented.

Motion passed by a voice vote.

Bill

A motion was made by Joy Nelson and seconded by Don Kettering to approve the bill payable to PORTFOL Software in the amount of \$9,551.80.

Motion passed by a voice vote.

Public Comments – none

Adjourn

A motion was made by Mike Luken and seconded by Kevin Tetzlaff to adjourn the meeting at 10:24 a.m.

Motion passed by a voice vote.

Matt Judson, Treasurer

**CREDIT COMMITTEE
GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD
MONDAY, NOVEMBER 4, 2024, 11:00 A.M. CT**

Members Present

Chairman Jeff Erickson, Don Kettering, Reed Kessler, Matt Judson and Craig Christianson

Staff Present

Commissioner Joe Fiala, Deputy Commissioner Jesse Fonkert, Ashley Moore, Jack Valentine, Nick Rabern, Lexxy Phillips, Nadine Agneau, Adam Molseed and Alex Kahnke

Others Present

Shawn Hofer – BankWest, Inc.
Thomas Fitch – CNF Enterprises, LLC
Kenneth Charfauros – CNF Enterprises, LLC

Call to Order

Chairman Erickson called the meeting to order at 11:00 a.m.

Agenda

A motion was made by Don Kettering and seconded by Reed Kessler to approve the agenda as presented.

Motion passed by a voice vote.

Conflicts Disclosure

Chairman Erickson opened the floor for board members to identify potential conflicts under SDCL Chapter 3-23. Jeff Erickson declared a potential conflict with Benedictine Sisters of Mother of God Monastery due to banking relations and would not partake in the discussion or vote on the project. The Chairman opened up the floor for questions and discussion concerning the potential conflicts; there were none from the board members and no objection to proceeding with the agenda.

Public Comments- none

Executive Session

A motion was made by Matt Judson and seconded by Reed Kessler to enter into Executive Session at 11:02 a.m. to discuss contract matters and commercial and financial information relating to loan and other assistance to applicants. SDCL 1-16G-11.

Motion passed by a voice vote.

Executive Session Report

The Chairman declared the Credit Committee out of Executive Session at 11:50 a.m. The Chairman reported that the Board of Economic Development Credit Committee entered into Executive Session to discuss contract matters and commercial and financial information relating to loan and other assistance to applicants. No action was taken.

A motion was made by Matt Judson and seconded by Don Kettering to approve the Chairman's report from executive session.

Motion passed by a voice vote.

Old Business

Engineered Concrete Products, LLC

Credit Committee recommends to the board approving a SD Works commitment extension to May 10, 2025.

A motion was made by Craig Christianson and seconded by Reed Kessler.

Motion passed by a voice vote.

TTL Holdings, LLC

Credit Committee recommends to the board approving a REDI commitment extension to May 10, 2025.

A motion was made by Don Kettering and seconded by Reed Kessler.

Motion passed by a voice vote.

Maxwell Construction, LLC

Credit Committee recommends to the board approving a SD Works commitment extension to April 11, 2025.

A motion was made by Craig Christianson and seconded by Matt Judson.

Motion passed by a voice vote.

TM Industries, LLC

Credit Committee recommends to the board approving a REDI commitment extension to January 11, 2025.

A motion was made by Don Kettering and seconded by Craig Christianson.

Motion passed by a voice vote.

SWAT Properties, LLC

Credit Committee recommends to the board approving the changes as presented.

A motion was made by Mat Judson and seconded by Craig Christianson.

Motion passed by a voice vote.

New Business

CNF Enterprises, LLC

Credit Committee recommends to the board approving the SD Works application as presented.

A motion was made by Don Kettering and seconded by Reed Kessler.

Motion passed by a voice vote.

Benedictine Sisters or Mother of God Monastery

Credit Committee recommends to the board approving the SD Works application as presented.

A motion was made by Reed Kessler and seconded by Don Kettering.

Motion passed by a voice vote with Jeff Erickson abstaining.

Adjourn

A motion was made by Matt Judson and seconded by Reed Kessler to adjourn the meeting at 11:56 a.m.

Motion passed by a voice vote.

Matt Judson, Treasurer