#### BOARD OF ECONOMIC DEVELOPMENT GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD WEDNESDAY, FEBRUARY 12, 2020, 9:00 A.M., CT

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## **BOARD OF ECONOMIC DEVELOPMENT**

GOED CONFERENCE ROOM, 711 E WELLS AVE. PIERRE, SD **Board** Members: WEDNESDAY, FEBRUARY 12, 2020, 9:00 A.M., CT Jeff Erickson Please note times: **Motion Sheet** Matt Judson Call To Order: (STAFF RECOMMENDATIONS) Sharon <u>Agenda</u> Executive Session Casey Motion to approve the agenda as presented. Regular Session Mike Luken Motion made by\_\_\_\_\_ and seconded by \_\_\_\_\_ Adjournment Ted Hustead **Minutes** Don Motion to approve the minutes of the meetings held January 15, 2020 and February 3, Kettering 2020, as presented **Tom Jones** Motion made by and seconded by . Reed Kessler **Conflicts of Interest Disclosures** Joy Nelson Eric Yunag **Public Comments** Pat Burchill **Commissioners Comments** Kevin Tetzlaff **Executive Session** Motion to enter into executive session to discuss contract matters and commercial and **David Emery** financial information relating to loan and other assistance to applicants. Non-Voting Motion made by\_\_\_\_\_ and seconded by \_\_\_\_\_. Lee Qualm Chairman: Declare board out of executive session. [ a.m.]. Chairman: The BED Erin Healy entered into executive session to discuss contract matters and commercial and financial information relating to loan and other assistance to applicants. No action Craig Kennedy was taken. Kris Langer Motion to approve the chairman's report from executive session. Motion made by\_\_\_\_\_ and seconded by \_\_\_\_\_. **New Business** Riley Roo, LLC Motion to approve a loan request from Riley Roo, LLC in the amount of \$300,000. Secured by a shared first position on the real estate, the personal guaranty of 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

Motion made by \_\_\_\_\_\_and seconded by \_\_\_\_\_.

Office of Economic Development or the Commissioner's designee.

### Reinvestment Payment Program Wild Springs Solar, LLC

Motion to approve the Reinvestment Payment Program grant application to Wild Springs Solar, LLC as recommended by staff.

Based on the representations and project description contained in the application for reinvestment payment, including but not limited to the representations concerning jobs created or retained and wages and benefits to be paid, a new or expanded facility reinvestment payment of \$2,820,250 but not to exceed 50% percent of State Sales/Use Tax paid on eligible project costs, is approved for Wild Springs Solar, LLC. The project as completed must be substantially similar to the project described in the application and must comply with the deadlines set out SDCL Ch. 1-16G and ARSD Ch. 68:02:07. The board has considered the factors set out in SDCL 1-16G-59 and ARSD 68:02:07:04 and the likelihood the project would not be located in South Dakota absent the reinvestment payment. Staff is authorized to issue a permit consistent with the application, this approval and the applicable provisions of SDCL Ch. 1-16G and ARSD Ch. 68:02:07.

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, SD WEDNESDAY, FEBRUARY 12, 2020, 9:00 A.M. CT

#### **REGULAR SESSION AGENDA**

9:00 A.M. Call to Order, Chairman Jeff Erickson

9:05 A.M. Rules Hearing

9:35 A.M. Agenda

RECOMMENDED ACTION: Motion to approve the agenda as

provided or amended.

**Minutes** 

RECOMMENDED ACTION: Motion to approve the minutes of January 15,

2020 and February 3, 2020, as presented.

**Conflicts of Interest Disclosures** 

**Public Comments** 

**Monthly Financials** 

RECOMMENDED ACTION: No action taken.

9:40 A.M. Commissioner's Comments

9:50 A.M. Executive Session

RECOMMENDED ACTION: Motion to enter into executive session to discuss contract matters and commercial and financial information relating to loan and other assistance applicants. SDCL 1-25-2(4) and 1-

16G-11

10:15 A.M. Report from Executive Session

RECOMMENDED ACTION: Approve Chairman's report from Executive

Session.

**Other Motions** 

Riley Roo, LLC Reinvestment Payment Program Wild Springs Solar, LLC

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.

Participation in the meeting can be at GOED at 711 E Wells Ave, Pierre, South Dakota, or the GOED office at the Zeal Center for Entrepreneurship at 2329 N. Career Avenue, Sioux Falls, South Dakota.

## B

#### BOARD OF ECONOMIC DEVELOPMENT GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD WEDNESDAY, JANUARY 15, 2020, 10:00 A.M. CT

#### Members Present

Chairman Jeff Erickson, Matt Judson, Sharon Casey, Mike Luken, Ted Hustead, Don Kettering, Tom Jones, Joy Nelson, Eric Yunag, David Emery, Craig Kennedy, Erin Healy and Kris Langer

#### Staff Present

Deputy Commissioner Mary Lehecka Nelson, Joe Fiala, Ashley Moore, LaJena Gruis, Cassidy Kulesa, Terri LaBrie and Jessica Falk

#### Other Staff Present

Andrew Coppersmith and Mike Bietz - BankWest, Inc.

#### Others Present

Bob Mercer - Keloland

#### Call to Order

Chairman Erickson called the meeting to order at 10:02 a.m.

#### <u>Agenda</u>

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

Motion passed by a roll call vote.

#### Minutes

A motion was made by Sharon Casey and seconded by Joy Nelson to approve the minutes of the meetings held December 11, 2019 and January 6, 2019, as presented. Motion passed by a roll call vote.

#### Authorization to commence rule-making

A motion was made by Don Kettering and seconded by Ted Hustead to authorize staff and legal counsel to start the rule-making process.

Motion passed by a roll call 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.

#### Public Comments - none

#### **Executive Session**

A motion was made by Mike Luken and seconded by Joy Nelson to enter into executive session at 10:18 a.m. to discuss contract matters and commercial and financial information relating to loan and other assistance to applicants.

Motion passed by a roll call vote.

#### **Executive Session Report**

The Chairman declared the board out of executive session at 10:51 a.m. The Chairman reported that the Board of Economic Development 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 Sharon Casey and seconded by Mike Luken to approve the Chairman's report from executive session.

Motion passed by a roll call vote.

#### **New Business**

#### Advanced Ag Products, LLC

A motion was made by David Emery and seconded by Don Kettering to approve a loan request from Advanced Ag Products, LLC in the amount of \$787,500. Secured by a shared first collateral position on real estate, shared first UCC on equipment and the personal guaranty of principals with 10% or more ownership.

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 roll call vote.

#### Reinvestment Payment Program

#### Crowned Ridge Wind, LLC

A motion was made by Mike Luken and seconded by Eric Yunag to approve the Reinvestment Payment Program grant application to Crowned Ridge Wind, LLC as recommended by staff.

Based on the representations and project description contained in the application for reinvestment payment, including but not limited to the representations concerning jobs created or retained and wages and benefits to be paid, a new or expanded facility reinvestment payment of \$4,234,777 but not to exceed 50% percent of State Sales/Use Tax paid on eligible project costs, is approved for Crowned Ridge Wind, LLC. The project as completed must be substantially similar to the project described in the application and must comply with the deadlines set out SDCL Ch. 1-16G and ARSD Ch. 68:02:07. The board has considered the factors set out in SDCL 1-16G-59 and ARSD 68:02:07:04 and the likelihood the project would not be located in South Dakota absent the reinvestment payment. Staff is authorized to issue a permit consistent with the application, this approval and the applicable provisions of SDCL Ch. 1-16G and ARSD Ch. 68:02:07. Motion passed by a roll call vote.

#### Dakota Range III, LLC

A motion was made by Ted Hustead and seconded by Joy Nelson to approve the Reinvestment Payment Program grant application to Dakota Range III, LLC as recommended by staff.

Based on the representations and project description contained in the application for reinvestment payment, including but not limited to the representations concerning jobs created or retained and wages and benefits to be paid, a new or expanded facility reinvestment payment of \$4,777,730 but not to exceed 50% percent of State Sales/Use Tax paid on eligible project costs, is approved for Dakota Range III, LLC. The project as completed must be substantially similar to the project described in the application and must comply with the deadlines set out SDCL Ch. 1-16G and ARSD Ch. 68:02:07. The

board has considered the factors set out in SDCL 1-16G-59 and ARSD 68:02:07:04 and the likelihood the project would not be located in South Dakota absent the reinvestment payment. Staff is authorized to issue a permit consistent with the application, this approval and the applicable provisions of SDCL Ch. 1-16G and ARSD Ch. 68:02:07. Motion passed by a roll call vote.

#### EnviroFarm SD1

A motion was made by Mike Luken and seconded by David Emery to approve the Reinvestment Payment Program grant application to EnviroFarm SD1 as recommended by staff.

Based on the representations and project description contained in the application for reinvestment payment, including but not limited to the representations concerning jobs created or retained and wages and benefits to be paid, a new or expanded facility reinvestment payment of \$941,962 but not to exceed the State Sales/Use Tax paid on eligible project costs, is approved for EnviroFarm SD1. The project as completed must be substantially similar to the project described in the application and must comply with the deadlines set out SDCL Ch. 1-16G and ARSD Ch. 68:02:07. The board has considered the factors set out in SDCL 1-16G-59 and ARSD 68:02:07:04 and the likelihood the project would not be located in South Dakota absent the reinvestment payment. Staff is authorized to issue a permit consistent with the application, this approval and the applicable provisions of SDCL Ch. 1-16G and ARSD Ch. 68:02:07. Motion passed by a roll call vote.

#### Sweetland Wind Farm, LLC

A motion was made by Sweetland Wind Farm, LLC and seconded by Sharon Casey to approve the Reinvestment Payment Program grant application to Sweetland Wind Farm, LLC as recommended by staff.

Based on the representations and project description contained in the application for reinvestment payment, including but not limited to the representations concerning jobs created or retained and wages and benefits to be paid, a new or expanded facility reinvestment payment of \$3,523,343 but not to exceed 50% percent of State Sales/Use Tax paid on eligible project costs, is approved for Sweetland Wind Farm, LLC. The project as completed must be substantially similar to the project described in the application and must comply with the deadlines set out SDCL Ch. 1-16G and ARSD Ch. 68:02:07. The board has considered the factors set out in SDCL 1-16G-59 and ARSD 68:02:07:04 and the likelihood the project would not be located in South Dakota absent the reinvestment payment. Staff is authorized to issue a permit consistent with the application, this approval and the applicable provisions of SDCL Ch. 1-16G and ARSD Ch. 68:02:07.

Motion passed by a roll call vote.

#### Wessington Springs Wind, LLC

A motion was made by Sharon Casey and seconded by Eric Yunag to approve the Reinvestment Payment Program grant application to Wessington Springs Wind, LLC as recommended by staff.

Based on the representations and project description contained in the application for reinvestment payment, including but not limited to the representations concerning jobs created or retained and wages and benefits to be paid, a new or expanded facility reinvestment payment of \$841,192 but not to exceed 50% percent of State Sales/Use

Tax paid on eligible project costs, is approved for Wessington Springs Wind, LLC. The project as completed must be substantially similar to the project described in the application and must comply with the deadlines set out SDCL Ch. 1-16G and ARSD Ch. 68:02:07. The board has considered the factors set out in SDCL 1-16G-59 and ARSD 68:02:07:04 and the likelihood the project would not be located in South Dakota absent the reinvestment payment. Staff is authorized to issue a permit consistent with the application, this approval and the applicable provisions of SDCL Ch. 1-16G and ARSD Ch. 68:02:07.

Motion passed by a roll call vote.

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The	Chairman	adjourned	the meeting	at	10:59	a.m.

Matt Judson, Treasurer

## CREDIT COMMITTEE GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD MONDAY, FEBRUARY 3, 2020, 11:00 A.M. CT

#### Members Present

Chairman Jeff Erickson, Don Kettering, Reed Kessler, Matt Judson and Pat Burchill

#### Staff Present

Cassie Stoeser, Ashley Moore, LaJena Gruis, Cassidy Kulesa and Terri LaBrie

#### Other Staff Present

Andrew Coppersmith - BankWest, Inc.

#### Call to Order

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

#### <u>Agenda</u>

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

Motion passed by a roll call vote.

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

Public Comment Period - none

#### **Executive Session**

A motion was made by Don Kettering and seconded by Reed Kessler to enter into executive session at 11:05 a.m. to discuss contract matters and commercial and financial information relating to loan and other assistance to applicants.

Motion passed by a roll call vote.

#### **Executive Session Report**

The Chairman declared the Credit Committee out of executive session at 11:44 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 Reed Kessler to approve the chairman's report from executive session.

Motion passed by a roll call vote.

#### **New Business**

B & G Welding, Inc. was discussed but no action was taken.

#### Riley Roo, LLC

Credit Committee recommends to the Board to approve the application as presented. A motion was made by Pat Burchill and seconded by Don Kettering. Motion passed by a roll call vote.

Adjourn
The Chairman declared the meeting adjourned at 11:48 a.m.

Matt Judson, Treasurer

## 

## SOUTH DAKOTA REVOLVING ECONOMIC DEVELOPMENT AND INITIATIVE FUND FINANCIAL REPORT

(Compiled)

**December 31, 2019** 

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### Clausen & Rice, Inc

Certified Public Accountants and Business Consultants

John E. Clausen, CPA johnclausen.cpa@midconetwork.com

Daniel T. Rice, CPA danrice.cpa@midconetwork.com

#### **Accountant's Compilation Report**

To the Board of Directors South Dakota Revolving Economic Development and Initiative Fund Pierre, South Dakota

Management is responsible for the accompanying financial statements of South Dakota Revolving Economic Development and Initiative Fund (an Enterprise Fund of the State of South Dakota) as of December 31, 2019, and the related statements of revenues, expenses and changes in net assets and cash flows for the six months then ended in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

Management has elected to omit substantially all of the disclosures required by accounting principles generally accepted in the United States of America. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the Entity's financial position, results of operations, and cash flows. Accordingly, the financial statements are not designed for those who are not informed about such matters.

The supplementary information contained on pages 5 through 7 is presented for purposes of additional analysis and is not a required part of the basic financial statements. This information is the representation of management. The information was subject to our compilation engagement, however, we have not audited or reviewed the supplementary information and, accordingly, do not express an opinion, a conclusion, nor provide any form of assurance on such supplementary information.

We are not independent with respect to South Dakota Revolving Economic Development and Initiative Fund.

Pierre, South Dakota January 25, 2020 Clausen & Rice

#### ECONOMIC DEVELOPMENT AND INITIATIVE FUND

#### STATEMENT OF NET ASSETS

#### **December 31, 2019**

ASSETS	
Cash and Investments-Unrestricted	\$57,255,612
Cash and Investments-Designated for Approved REDI Loans	18,867,198
Cash-SD Jobs	1,947,827
Total Cash and investments	\$78,070,637
Accounts Receivable-Bankwest	305,204
Loans Receivable - REDI, net of allowance of \$826,260	39,052,101
Loan Interest Receivable	80,091
Net Pension Asset	342
Due From Other Funds	020.440
Investment Income Receivable	939,110
TOTAL ASSETS	\$118,447,485
DEFERRED OUTFLOWS OF RESOURCES	·
Deferred Outflows of Resources Related to Pensions	118,690
TOTAL DEFERRED OUTFLOWS OF RESOURCES	118,690
LIABILITIES	
Accounts Payable	\$11,787
Wages and Benefits Payable	\$21,851
Accrued Leave Payable	\$25,290
Net Pension Liability	\$0
Due To Other Funds	\$6,594
TOTAL LIABILITIES	\$65,522
DEFERRED INFLOWS OF RESOURCES	
Deferred Inflows of Resources Related to Pensions	25,928
TOTAL DEFERRED INFLOWS OF RESOURCES	25,928
NET POSITION	
Investment in Capital Assets	0
Unrestricted	118,474,725
TOTAL NET POSITION	\$118,474,725
	_
TOTAL LIABILITIES AND NET POSITION	\$118,566,175

#### ECONOMIC DEVELOPMENT AND INITIATIVE FUND

#### STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS

#### For the Month Ending December 31, 2019

	Current Period	Year to Date
OPERATING REVENUE		
Interest Income on Loans - REDI	\$140,143	\$498,316
Ethanol Income - REDI	0	0
Other Income - REDI	7,984	35,484
Building South Dakota Income	0	0
LESS OPERATING EXPENSES		
Administrative Expenses	62,423	374,627
Bad Debt Expense	197	16,715
Other Expenses	1,807	5,203
Building South Dakota Grants	0	29,385
NET INCOME (LOSS) FROM OPERATIONS	\$83,700	\$107,870
NONOPERATING REVENUE		
Investment Income	158,777	978,515
CHANGE IN NET POSITION	\$242,477	\$1,086,385
NET POSITION, BEGINNING	118,232,248	117,388,340
Prior period Adjustment	0	0
NET POSITION, ENDING	\$118,474,725	\$118,474,725

#### **ECONOMIC DEVELOPMENT AND INITIATIVE FUND**

#### STATEMENT OF CASH FLOWS

#### For the Month Ending December 31, 2019

	Current Period	Year to Date
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in Net Position	\$242,477	\$1,086,385
Adjustments to Reconcile Net Income to		
Net Cash provided from (used in) Operating Activities:	0	0
(Increase) Decrease in Accounts Receivable - Bankwest	0 (157,212)	547,726
(Increase) Decrease in Loans Receivable - REDI (Increase) Decrease in Loan	(157,212)	547,720
Interest Receivable	(16,592)	(42,732)
(Increase) Decrease in Loans Receivable - LIIP	0	0
(Increase) Decrease in Equipment	0	0
(Increase) Decrease in VASF Fuel Tax		
Revenues Receivable	0	0
(Increase) Decrease in Investment		
Income Receivable	(158,777)	597,618
(Increase) Decrease in Due From Other Funds	0	0
(Increase) Decrease in Other Assets	0	0
Increase (Decrease) in Accounts Payable	0	0
Increase (Decrease) in Wages Payable	0	0
Increase (Decrease) in Accrued Leave Payable	0	0
Increase (Decrease) in Grants Payable	0	0
Increase (Decrease) in Due To Other Funds	0	0
Net Cash provided from (used in) Operating Activities	(\$90,104)	\$2,188,997
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES:		
Prior Period Adjustment	0	0
NET INCREASE IN CASH AND INVESTMENTS	(\$90,104)	\$2,188,997
CASH AND INVESTMENTS - BEGINNING	78,160,741	75,881,640
CASH AND INVESTMENTS - ENDING	\$78,070,637	\$78,070,637

#### **ECONOMIC DEVELOPMENT AND INITIATIVE FUND**

#### **ADDITIONAL LOAN INFORMATION - REDI**

#### For the Month Ending December 31, 2019

#### See Accountant's Compilation Report

#### REDI LOANS APPROVED, NOT ADVANCED

Company Name	Approval Date	 Loan Amount
JMo Holdings, Inc.	9/12/2017	\$ 3,600,000
Fiedler Holding, LLC	10/24/2017	\$ 1,152,338
K&M Tire, Inc.	8/14/2018	\$ 786,300
Terex South Dakota, Inc.	9/13/2018	\$ 10,000,000
R & R Holdings, LLC	2/12/2019	\$ 1,278,000
Watertown Development Company/Comprehensive Logisti	7/9/2019	\$ 2,050,560
Total		\$ 18,867,198

#### See Accountant's Compilation Report

REDI LOANS ADVANCED, DURING	December		
Company Name	<del></del>	Advanced <u>Date</u>	Loan Amount
Watertown Devp. Company/Dakota Tube		12/12/2019	\$798,432
REDI LOANS PAID OFF, DURING  Company Name	December	Pay-off Date	Original Loan Amount
MDS Manufacturing, Inc. Showplace Wood Products, Inc.	<del>-</del>	12/4/2019 12/3/2019	\$600,000 \$278,100 \$878,100
REDI LOANS WROTE OFF, DURING  Company Name	December	Wrote-off Date	Amount Wrote-off
None			
REDI LOANS WITHDRAWN, DURING  Company Name	December _	Withdrawal Date	Withdrawn Amount

None

#### ECONOMIC DEVELOPMENT AND INITIATIVE FUND

#### ADDITIONAL LOAN INFORMATION - SDJP

#### For the Month Ending December 31, 2019

#### See Accountant's Compilation Report

#### SOUTH DAKOTA JOBS PROGRAM CASH & INVESTMENTS BALANCE

Dedicated SOJP Fund Cash and Investments Balance Plus: Investment Council Interest South Dakota Jobs	11/30/2019	\$1,947,827 0 0 0
Less:		0
Dedicated SDJP Fund Cash and Investments Balance	12/31/2019	\$1,947,827

#### SOUTH DAKOTA JOBS PROGRAM CASH & INVESTMENTS BALANCE APPROVED, NOT ADVANCED

#### RESTRICTED

Company Name	ApprovalDate	Amount Remaining		
VRC Metal Systems, LLC	9/12/2017	0	\$45,000	Authorized
* Returned remaining balance of \$15,614.63.			\$29,385	Disbursed
Century Custom Molding, Inc.	10/24/2017	76,500	\$76,500	Authorized
•			\$0	Disbursed
True North Steel, Inc.	4/10/2018	26,257	\$26,257	
				Disbursed
MNY Group, LLC dba Life Floor	8/14/2018	17,674		Authorized
				Disbursed
Forest Products Distributors, Inc.	9/13/2018	21,937		Authorized
				Disbursed
Benaiah Management Company, Inc.	12/11/2018	100,000		Authorized
				Disbursed
Sonstegard Foods Company	8/13/2019	350,450		Authorized
		44.070		Disbursed
Joel Rempfer	8/13/2019	11,970		Authorized
	0//0/00/0	40.007		Disbursed
J & A Hog Company, LLC	9/10/2019	49,207		Authorized
	0/40/0040	00.400		Disbursed
Shannon Klumb and Ben Klumb	9/10/2019	28,496		Authorized
	4010410040	04.055		Disbursed Authorized
Diamond Five Feeders, LLC	10/24/2019	61,055		Disbursed
	4010410040	07 400		Authorized
J and K Feeders, LLC	10/24/2019	87,123		Disbursed
51 A 152-2-1-10	11/13/2019	46.277	\$46,277	
Firesteel Finishers, LLC	11/13/2019	40,277		Disbursed
t to Oak	12/11/2019	217,926		Authorized
Leaning Oak	12/11/2019	211,340	\$217,920	
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\$1,094,872

#### UNRESTRICTED

Total South Dakota Jobs Program Cash and Investments Less Cash and Investments-Restricted for Approved Loans/Grants	\$1,947,827 \$1,094,872
Total Unrestricted South Dakota Jobs Program Cash and Investments	\$852,955

## SOUTH DAKOTA ECONOMIC DEVELOPMENT PARTNERSHIP PROGRAM FINANCIAL REPORT

(Compiled)

**December 31, 2019** 

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### Clausen & Rice, Inc

Certified Public Accountants and Business Consultants

John E. Clausen, CPA johnclausen.cpa@midconetwork.com Daniel T. Rice, CPA danrice.cpa@midconetwork.com

#### **Accountant's Compilation Report**

To the Governor's Office of Economic Development South Dakota Economic Development Partnership Program Pierre, South Dakota

Management is responsible for the accompanying financial statements of South Dakota Economic Development Partnership Program as of December 31, 2019, and the related statements of revenues, expenses and changes in net assets and cash flows for the six months then ended in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

Management has elected to omit substantially all of the disclosures required by accounting principles generally accepted in the United States of America. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the Entity's financial position, results of operations, and cash flows. Accordingly, the financial statements are not designed for those who are not informed about such matters.

The supplementary information contained on pages 5 and 6 is presented for purposes of additional analysis and is not a required part of the basic financial statements. This information is the representation of management. The information was subject to our compilation engagement, however, we have not audited or reviewed the supplementary information and, accordingly, do not express an opinion, a conclusion, nor provide any form of assurance on such supplementary information.

We are not independent with respect to South Dakota Economic Development Partnership Program.

Pierre, South Dakota January 25, 2020 Clausen & Rice

#### **DEVELOPMENT PARTNERSHIP PROGRAM**

#### STATEMENT OF NET ASSETS

#### **December 31, 2019**

ASSETS	
Cash and Investments-Unrestricted	\$235,599
Cash and Investments-Designated for Approved Loans	284,470
Total Cash and Investments	\$520,069
Due From Other Funds	0_
TOTAL ASSETS	\$520,069
LIABILITIES  Due To Other Funds	\$0
TOTAL LIABILITIES	\$0
NET POSITION	
Unrestricted	520,069
TOTAL NET POSITION	\$520,069
TOTAL LIABILITIES AND NET POSITION	\$520,069

#### **DEVELOPMENT PARTNERSHIP PROGRAM**

#### STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS

#### For the Month Ending December 31, 2019

	Current Period	Year to Date
OPERATING REVENUE		
Investment Income	0	13,671
Transfer In - Building South Dakota	0	0
LESS OPERATING EXPENSES		
Administrative Expenses	0	0
Grants and Subsidies	0	26,403
NET INCOME (LOSS) FROM OPERATIONS	\$0	(\$12,732)
NONOPERATING REVENUE		
Reclamation of Grants	0	0
CHANGE IN NET POSITION	\$0	(\$12,732)
NET POSITION, BEGINNING	520,069	532,801
Prior period Adjustment	0	0
NET POSITION, ENDING	\$520,069	\$520,069

#### **DEVELOPMENT PARTNERSHIP PROGRAM**

#### STATEMENT OF CASH FLOWS

#### For the Month Ending December 31, 2019

	Current Period	Year to Date
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in Net Position Adjustments to Reconcile Net Income to Net Cash provided from (used in) Operating Activities: (Increase) Decrease in Investment	\$0	(\$12,732)
Income Receivable	0	0
(Increase) Decrease in Due From Other Funds	0	0
Increase (Decrease) in Due To Other Funds  Net Cash provided from (used in) Operating Activities	0 	(\$12,732)
Net Cash provided from (used in) Operating Activities	ΨΟ	(ψ12,702)
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES:		
Prior Period Adjustment	0	0
NET INCREASE IN CASH AND INVESTMENTS	\$0	(\$12,732)
CASH AND INVESTMENTS - BEGINNING	520,069	532,801
CASH AND INVESTMENTS - ENDING	\$520,069	\$520,069

#### **DEVELOPMENT PARTNERSHIP PROGRAM**

#### **LOAN INFORMATION - EDPP**

#### For the Month Ending December 31, 2019

#### See Accountant's Compilation Report

#### **CASH & INVESTMENTS BALANCE**

Fund Cash and Investments Balance 11/30/2019 \$520,068.54
Plus: Investment Council Interest \$0.00

Less:

\$0.00

Dedicated Fund Cash and Investments Balance

12/31/2019

\$520,068.54

#### CASH & INVESTMENTS BALANCE APPROVED, NOT ADVANCED

#### RESTRICTED

Company Name	Approval Date	Amount Remaining	
Arlington Community Development Corp.	10/8/2013	16,603.34	\$88,310 Authorized
*Approved \$33,310 increase on 12/9/14			\$71,707 Disbursed
Southern Hills Economic Development Corp.	9/11/2013	7,117.59	\$56,900 Authorized
			\$49,782 Disbursed
De Smet Development Corp.	10/8/2013	3,287.90	\$42,820 Authorized
*Moved \$9,941 to uncommitted balance on 12/9/14			\$29,592 Disbursed
Lake Francis Case Development Corp.	12/10/2013	1,584.00	\$62,275 Authorized
			\$60,691 Disbursed
Mitchell Area Dev. Corp.	6/10/2014	13,950.20	\$139,502 Authorized
·			\$125,552 Disbursed
Aberdeen Development Corporation	12/9/2014	9,692.32	\$150,542 Authorized
, ,			\$140,850 Disbursed
City of Kimball	12/9/2014	0.00	\$40,000 Authorized
			\$40,000 Disbursed
City of Wall	6/2/2015	38,767.22	\$125,496 Authorized
•			\$86,729 Disbursed
Zeal Center for Entreprenurship	6/2/2015	28,655.46	\$95,518 Authorized
(Prev. South Dakota Business Tech. Center)			\$66,863 Disbursed
	5		

Viborg Economic Development Corporation	12/8/2015	4,152.55	\$41,526 Authorized
•			\$37,373 Disbursed
Brookings Economic Development Corporation	3/8/2016	0.00	\$133,000 Authorized
			\$133,000 Disbursed
Centerville Economic Development Corporation	3/8/2016	3,902.00	\$13,006 Authorized
			\$9,104 Disbursed
Sioux Falls Development Foundation	6/14/2016	84,294.00	\$280,982 Authorized
·			\$196,688 Disbursed
Greater Rapid City Area EDC	6/14/2016	72,637.00	\$154,987 Authorized
• •			\$82,350 Disbursed
North Sioux City Economic Development Corp.	6/11/2019	-173.88	\$625 Authorized
•			\$799 Disbursed
		284,469.70	

#### UNRESTRICTED

Total Cash and Investments Less Cash and Investments-Restricted for Approved Loans/Grants	\$520,068.54 \$284,469.70
Total Unrestricted Cash and Investments	\$235,598.84

## SOUTH DAKOTA LOCAL INFRASTRUCTURE IMPROVEMENT PROGRAM FINANCIAL REPORT

(Compiled)

**December 31, 2019** 

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### Clausen & Rice, Inc

Certified Public Accountants and Business Consultants

John E. Clausen, CPA johnclausen.cpa@midconetwork.com Daniel T. Rice, CPA danrice.cpa@midconetwork.com

#### **Accountant's Compilation Report**

To the Governor's Office of Economic Development South Dakota Local Infrastructure Improvement Program Pierre, South Dakota

Management is responsible for the accompanying financial statements of South Dakota Local Infrastructure Improvement Program as of December 31, 2019, and the related statements of revenues, expenses and changes in net assets and cash flows for the six months then ended in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

Management has elected to omit substantially all of the disclosures required by accounting principles generally accepted in the United States of America. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the Entity's financial position, results of operations, and cash flows. Accordingly, the financial statements are not designed for those who are not informed about such matters.

The supplementary information contained on pages 5 and 6 is presented for purposes of additional analysis and is not a required part of the basic financial statements. This information is the representation of management. The information was subject to our compilation engagement, however, we have not audited or reviewed the supplementary information and, accordingly, do not express an opinion, a conclusion, nor provide any form of assurance on such supplementary information.

Clausen & Rice

We are not independent with respect to South Dakota Local Infrastructure Improvement Program.

Pierre, South Dakota January 25, 2020

#### **INFRASTRUCTURE IMPROVEMENT PROGRAM**

#### STATEMENT OF NET ASSETS

#### **December 31, 2019**

ASSETS		
Cash and Inv	estments-Unrestricted	\$2,518,728
Cash and Inv	estments-Designated for Approved Grants	3,179,877
	nd Investments come Receivable	\$5,698,605 0
1111001110111		<del></del>
	TOTAL ASSETS	\$5,698,605
LIABILITIES		
Due To Othe	Funds	\$0
	TOTAL LIABILITIES	\$0
NET POSITION Unrestricted		5,698,605
	TOTAL NET POSITION	\$5,698,605
	TOTAL LIABILITIES AND NET POSITION	\$5,698,605
	IOTAL FINDIFITIES VIEW INT. L. COLLIGIA	+-,,

#### INFRASTRUCTURE IMPROVEMENT PROGRAM

#### STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS

#### For the Month Ending December 31, 2019

	Current Period	Year to Date
OPERATING REVENUE		
Investment Income	0	128,228
Transfer In - Building South Dakota	0	1,470,000
LESS OPERATING EXPENSES		
Administrative Expenses	0	0
Other Expenses	0	0
Grants and Subsidies	12,500	900,893
NET INCOME (LOSS) FROM OPERATIONS	(\$12,500)	\$697,335
NONOPERATING REVENUE Reclamation of Grants	0	0
CHANGE IN NET POSITION	(\$12,500)	\$697,335
NET POSITION, BEGINNING	5,711,105	5,001,270
Prior period Adjustment	0_	0
NET POSITION, ENDING	\$5,698,605	\$5,698,605

#### INFRASTRUCTURE IMPROVEMENT PROGRAM

#### STATEMENT OF CASH FLOWS

#### For the Month Ending December 31, 2019

	Current Period	Year to Date
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in Net Position Adjustments to Reconcile Net Income to	(\$12,500)	\$697,335
Net Cash provided from (used in) Operating Activities:  (Increase) Decrease in Loans Receivable Increase (Decrease) in Due To Other Funds	0	0
Net Cash provided from (used in) Operating Activities	(\$12,500)	\$697,335
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES:		
Prior Period Adjustment	0	0
NET INCREASE IN CASH AND INVESTMENTS	(\$12,500)	\$697,335
CASH AND INVESTMENTS - BEGINNING	5,711,105	5,001,270
CASH AND INVESTMENTS - ENDING	\$5,698,605	\$5,698,605

#### **INFRASTRUCTURE IMPROVEMENT PROGRAM**

#### LOAN INFORMATION

#### For the Month Ending December 31, 2019

#### See Accountant's Compilation Report

#### **CASH & INVESTMENTS BALANCE**

Fund Cash and Investments Balance Plus: Investment Council Interest Building South Dakota Administrative Expenses	11/30/2019	\$5,711,105.46 \$0.00 \$0.00 \$0.00
Less: Central South Dakota Enhancement District First District Association of Local Governments		(\$6,250.00) (\$6,250.00)
Cash and Investments Balance	12/31/2019	\$5,698,605.46

#### CASH & INVESTMENTS BALANCE APPROVED, NOT ADVANCED

#### RESTRICTED

Company Name	Approval Date	Amount Remaining	
Rosebud Economic Development Corporation	3/8/2016	230,573	\$230,573 Authorized
,			\$0 Disbursed
Faulkton Area Economic Development Corporation	6/14/2016	0	\$384,000 Authorized
*Return remaining \$74,597			\$309,403 Disbursed
Lincoln County	12/13/2016	75,000	\$300,000 Authorized
Entoon County			\$225,000 Disbursed
Brown County	3/14/2017	0	\$308,500 Authorized
86,719 returned			\$221,781 Disbursed
Greater Huron Devp. Corp.	3/14/2017	150,000	\$600,000 Authorized
Ordator Haron Bark. Go.p.			\$450,000 Disbursed
City of Elk Piont	6/13/2017	0	\$200,000 Authorized
Only of Ent Front			\$200,000 Disbursed
City of Volga	6/13/2017	125,000	\$500,000 Authorized
			\$375,000 Disbursed

Four Bands Community Fund 6/13/2017 42,500 \$170,000 Authorize \$127,500 Disburse City of Box Elder 9/12/2017 94,750 \$379,000 Authorize \$284,250 Disburse
City of Box Elder         9/12/2017         94,750         \$379,000         Authorize           \$284,250         Disburse
\$284,250 Disburse
\$284,250 Disburse
City of Mitchell 12/12/2017 0 \$200,000 Authorize
130,041.36 returned \$69,959 Disburse
City of North Sioux City 3/13/2018 0 \$250,000 Authorize
\$250,000 Disburse
City of Aurora 3/13/2018 50,000 \$50,000 Authorize
\$0 Disburse
Edmunds County 6/12/2018 375,000 \$375,000 Authorize
\$0 Disburse
White Rock Township 6/12/2018 8,165 \$25,000 Authorize
\$16,835 Disburse
Bryant Area Improvement, Inc. 9/13/2018 66,750 \$267,000 Authorize
\$200,250 Disburse
City of Colman 9/13/2018 254,978 \$454,978 Authorize
\$200,000 Disburse
City of Garretson 9/13/2018 500,000 \$500,000 Authorize
\$0 Disburse
Edmunds County 12/11/2018 273,702 \$273,702 Authorize
\$0 Disburse
Turner County 12/11/2018 163,500 \$163,500 Authorize
\$0 Disburse
Sioux Falls Development Foundation 3/12/2019 65,612 \$65,612 Authorize
\$0 Disburse
Turner County 6/11/2019 243,386 \$243,386 Authorize
\$0 Disburse
City of Watertown 9/10/2019 75,000 \$75,000 Authorize
\$0 Disburse
Watertown Development Corp. 12/11/2019 385,961 \$385,961 Authorize
\$0 Disburse

\$3,179,877

#### <u>UNRESTRICTED</u>

Total Cash and Investments Less Cash and Investments-Restricted for Approved Grants

Total Unrestricted Cash and Investments

\$5,698,605.46 \$3,179,877.00

\$2,518,728.46

## SOUTH DAKOTA REINVESTMENT PAYMENT PROGRAM FINANCIAL REPORT

(Compiled)

**December 31, 2019** 

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### Clausen & Rice, Inc

Certified Public Accountants and Business Consultants

John E. Clausen, CPA johnclausen.cpa@midconetwork.com

Daniel T. Rice, CPA danrice.cpa@midconetwork.com

#### **Accountant's Compilation Report**

To the Governor's Office of Economic Development South Dakota Reinvestment Payment Program Pierre, South Dakota

Management is responsible for the accompanying financial statements of South Dakota Reinvestment Payment Program as of December 31, 2019, and the related statements of revenues, expenses and changes in net assets and cash flows for the six months then ended in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

Management has elected to omit substantially all of the disclosures required by accounting principles generally accepted in the United States of America. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the Entity's financial position, results of operations, and cash flows. Accordingly, the financial statements are not designed for those who are not informed about such matters.

The supplementary information contained on pages 5 and 6 is presented for purposes of additional analysis and is not a required part of the basic financial statements. This information is the representation of management. The information was subject to our compilation engagement, however, we have not audited or reviewed the supplementary information and, accordingly, do not express an opinion, a conclusion, nor provide any form of assurance on such supplementary information.

We are not independent with respect to South Dakota Reinvestment Payment Program.

Pierre, South Dakota January 25, 2020 Clausen & Rice

#### REINVESTMENT PAYMENT PROGRAM

#### STATEMENT OF NET ASSETS

#### **December 31, 2019**

ASSETS	
Cash and investments-Unrestricted	\$0
Cash and Investments-Designated for Approved Loans	0
Total Cash and Investments	<b>\$</b> 0
Investment Income Receivable	0
	0
TOTAL ASSETS	\$0
LIABILITIES	\$0_
TOTAL LIABILITIES	\$0
NET POSITION Unrestricted	0
TOTAL NET POSITION	<u>\$0</u>
TOTAL LIABILITIES AND NET POSITION	\$0

#### **REINVESTMENT PAYMENT PROGRAM**

#### STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET ASSETS

#### For the Month Ending December 31, 2019

	Current Period	Year to Date
OPERATING REVENUE		
Investment Income	\$0	\$0
Transfer in - RPP	0	2,034,152
LESS OPERATING EXPENSES		
Administrative Expenses	0	0
Other Expenses	0	0
Grants and Subsidies	0	2,304,152
NET INCOME (LOSS) FROM OPERATIONS	\$0	(\$270,000)
NONOPERATING REVENUE		
Reclamation of Grants	0	0
CHANGE IN NET POSITION	\$0	(\$270,000)
NET POSITION, BEGINNING	0	270,000
Prior period Adjustment	0	0
NET POSITION, ENDING	\$0	\$0

#### REINVESTMENT PAYMENT PROGRAM

#### STATEMENT OF CASH FLOWS

#### For the Month Ending December 31, 2019

	Current Period	Year to Date
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in Net Position Adjustments to Reconcile Net Income to Net Cash provided from (used in) Operating Activities:	\$0	(\$270,000)
(Increase) Decrease in Investment Income Receivable	0	0
Net Cash provided from (used in) Operating Activities	\$0	(\$270,000)
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES:		
Prior Period Adjustment	0	0
NET INCREASE IN CASH AND INVESTMENTS	\$0	(\$270,000)
CASH AND INVESTMENTS - BEGINNING	0	270,000
CASH AND INVESTMENTS - ENDING	\$0_	\$0

#### **REINVESTMENT PAYMENT PROGRAM**

#### **LOAN INFORMATION**

#### For the Month Ending December 31, 2019

#### See Accountant's Compilation Report

#### CASH & INVESTMENTS BALANCE

Fund Cash and Investments Balance Plus: Investment Council Interest Transfer from Department of Revenue	11/30/2019	\$0.00 \$0.00 \$0.00
Less:		\$0.00
Dedicated Fund Cash and Investments Balance	12/31/2019	\$0.00

### CASH & INVESTMENTS BALANCE APPROVED, NOT ADVANCED RESTRICTED

Company Name	Approval Date	Amount Remaining	
Day County Wind II, LLC	8/12/2014	4,419,600	\$4,419,600 Authorized
•			\$0 Disbursed
Ring-Neck Energy & Feed, LLC	10/13/2015	0	\$1,997,738 Authorized
*Approved \$813,893 increase on 4/12/16			\$1,997,738 Disbursed
GCC Dacotah, Inc.	3/8/2016	1,602,210	\$1,602,210 Authorized
			\$0 Disbursed
Royal Canin US	12/13/2016	1,000	\$638,500 Authorized
			\$0 Disbursed
Ag Processing Inc a Cooperative	12/13/2016	5,925,000	\$5,925,000 Authorized
-			\$0 Disbursed
Ottertail Power Company	2/14/2017	4,720,500	\$4,720,500 Authorized
			\$0 Disbursed
SD Sun, LLC	5/9/2017	742,797	\$742,797 Authorized
,			\$0 Disbursed
SD Sun II, LLC	5/9/2017	742,797	\$742,797 Authorized
			\$0 Disbursed
Agropur, Inc.	8/8/2017	7,254,497	\$7,254,497 Authorized
2F 1			\$0 Disbursed
Northern State Power Company	11/14/2017	8,187,266	\$8,187,266 Authorized
, ,			\$0 Disbursed
Poet biorefining, LLC	11/14/2017	0	\$78,500 Authorized
*Return remaining \$42,086			\$36,414 Disbursed
Farmers Union Industries, LLC	2/13/2018	400,000	\$400,000 Authorized
ramore emer mederner, ===			\$0 Disbursed
Hybrid Turkeys, LLC	2/13/2018	0	\$270,000 Authorized
TIJONA TAMOJO DEO			\$270,000 Disbursed
Prairie AquaTech Manufacturing, LLC	4/10/2018	748,935	\$748,935 Authorized
Traine riquation management,		·	\$0 Disbursed
Prevailing Wind Park, LLC	6/12/2018	6,193,646	\$6,193,646 Authorized
1 TOVAINING TVING T AIR, ELD	& 9/13/18	• •	\$0 Disbursed
Willow Creek Wind Power, LLC	6/12/2018	3,800,250	\$3,800,250 Authorized
VAIIIOM CICCI VAIII O 1 CHOI, EEC		-, ,	\$0 Disbursed
Crocker Wind Farm, LLC	7/10/2018	7,875,000	\$7,875,000 Authorized
Oldonol Williams, LEO			\$0 Disbursed
Graco Minnesota, Inc.	7/10/2018	337,500	\$337,500 Authorized
Oraco minicaota, mo.		÷ • · ,	\$0 Disbursed

Intrinsic Materials Corp.	8/14/2018	107,730	\$107,730	Authorized
,				Disbursed
3M Aberdeen	8/14/2018	123,480		Authorized
				Disbursed
Terex South Dakota, Inc.	9/13/2018	2,483,445	\$2,483,445	
				Disbursed
Phillip Wind Partners, LLC	10/25/2018	6,000,000	\$6,000,000	
		0.700.040	\$0	
Coyote Ridge Wind, LLC	12/11/2018	3,703,613	\$3,703,613	Disbursed
	40/44/0040	0 226 500	\$9,236,588	
Deuel Harvest Wind Energy, LLC	12/11/2018	9,236,588	\$9,230,360	
Ethanol Products, LLC	12/11/2018	45,000	\$45,000	
Ethanol Froducts, LEG	12/11/2010	10,000		Disbursed
Fall River Solar	12/11/2018	1,058,564	\$1,058,564	
Tall (Nec) Solal	· <b>-</b> ····		\$0	Disbursed
US Foods	12/11/2018	67,500	\$67,500	Authorized
				Disbursed
Ag Processing, Inc.	6/11/2019	306,000	\$306,000	
v v				Disbursed
Ratio, LLC	8/13/2019	477,585		Authorized
				Disbursed
Redstone Farms RE, LLC	8/13/2019	477,585	\$477,585	
		750.000	\$0	
Turner County Dairy	10/24/2019	756,000	\$756,000	Disbursed
<u> </u>	40/44/0040	1 202 270	\$1,302,278	
Riverview, LLP	12/11/2019	1,302,278		Disbursed
T-toples Didge Wind 11 C	12/11/2019	2,966,507	\$2,966,507	
Tatanka Ridge Wind, LLC	12/11/2019	2,000,007	· ·	Disbursed
Triple H Wind Project, LLC	12/11/2019	4,828,058	\$4,828,058	
Triple IT Willia Project, LLO	12////2010	.,0=0,000	\$0	

\$86,890,931