BOARD OF ECONOMIC DEVELOPMENT GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD TUESDAY, JULY 9, 2019, 9:30 A.M., CT

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- I. Greater Huron Development Corporation
- J. Watertown Development Company/Comprehensive Logistics Co., Inc.
- K. Bill

Board <u>Members:</u>	BOARD OF ECONOMIC DEVELOPMENT GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD TUESDAY, JULY 9, 2019, 9:30 A.M. CT				
Jeff Erickson	,-		Please note times:		
Dale Clement		Motion Sheet RECOMMENDATIONS)	Call To Order:		
Matt Judson	Agenda Motion to approve the agenda as prese	Executive Session			
Sharon Casey	Motion made by and	seconded by	Regular Session Adjournment		
Mike Luken	Minutes		Aujouniment		
Ted Hustead	Motion to approve the minutes of the meetings held June 11, 2019 and June 26, 2019, as presented				
Don Kettering	Motion made by and	seconded by			
Tom Jones	Conflicts of Interest Disclosures				
Reed Kessler	Public Comments				
Joy Nelson					
Eric Yunag	Lending Cloud Memo Motion to approve the contract expens	e of \$12,500 plus implementation charge	es.		
Pat Burchill	Motion made by and	seconded by			
Kevin Tetzlaff	Commissioners Comments				
<u>Non-Voting</u>					
Lee Qualm	Executive Session Motion to enter into executive session to discuss contract matters and commercial and				
Justin Cronin	financial information relating to loan an				
Erin Healy	Motion made by and	seconded by			
Craig Kennedy	entered into executive session to di	cutive session. [a.m.]. Chairma scuss contract matters and commerci n and other assistance to applicants. N	al and		
	Motion to approve the chairman's re	eport from executive session.			
	Motion made by and	seconded by			
	Loan Review Summary Carl V. Carlson Company	recommendation or presented			
	Motion to approve the loan review and Motion made by and se	- -			

<u>Old Business</u>

Greater Huron Development Corporation

Motion to approve extending the grant agreement date to December 31, 2020.

Motion made by ______ and seconded by ______.

New Business

Watertown Development Company/Comprehensive Logistics Co., Inc.

Motion to approve the waiver for a loan over \$1,000,000 and a loan request from Watertown Development Company/Comprehensive Logistics Co., Inc. in the amount of \$2,050,560. Secured by a shared first position on the real estate.

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 ______.

<u>Bill</u>

Motion to approve the Moody's Analytic bill in the amount of \$3,982.

Motion made by ______ and seconded by ______.

<u>Adjourn</u>

Motion made by______ and seconded by ______.



BOARD OF ECONOMIC DEVELOPMENT GOED CONFERENCE ROOM, 711 E WELLS AVE, SD TUESDAY, JULY 9, 2019, 9:30 A.M. CT

REGULAR SESSION AGENDA

- 9:30 A.M. Call to Order, Chairman Jeff Erickson
- 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 June 11, 2019 and June 26, 2019, as presented.

Credit Committee Memo

RECOMMENDED ACTION: No action.

Lending Cloud Memo

RECOMMENDED ACTION: Motion to approve the contract expense of \$12,500 plus implementation charges.

Conflicts of Interest Disclosures

Public Comments

9:40 A.M. Commissioner's Comments

9:45 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.

10:15 A.M. Report from Executive Session

RECOMMENDED ACTION: Approve Chairman's report from Executive Session.

Other Motions

Loan Review Summary

Greater Huron Development Corporation

Watertown Development Company/Compressive Logistics Co., Inc

Bills 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.



BOARD OF ECONOMIC DEVELOPMENT GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD TUESDAY, JUNE 11, 2019, 9:30 A.M. CT

Members Present

Chairman Jeff Erickson, Matt Judson, Sharon Casey, Mike Luken, Don Kettering, Tom Jones, Reed Kessler, Joy Nelson, Eric Yunag and Pat Burchill

Staff Present

Cassie Stoeser, LaJena Gruis, Ashley Moore, Cassidy Kulesa, Terri LaBrie, Dale Knapp, Jessica Falk and Joe Fiala

Other Staff Present

Andrew Coppersmith and Mike Bietz - BankWest, Inc.

Call to Order

Chairman Erickson called the meeting to order at 9:32 a.m.

<u>Agenda</u>

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

Motion passed by a roll call vote.

<u>Minutes</u>

A motion was made by Joy Nelson and seconded by Reed Kessler to approve the minutes of the meetings held May 21, 2019 and May 30, 2019, as presented. 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 Don Kettering and seconded by Matt Judson to enter into executive session at 9:40 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 9:54 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 Matt Judson and seconded by Sharon Casey to approve the Chairman's report from executive session.

Motion passed by a roll call vote.

Grant Reviews

Local Infrastructure Improvement Program (Brown County), Reinvestment Payment Program (Otter Tail Power Company and Farmer's Union Industries, LLC) and South Dakota Jobs Program (TrueNorth Steel, Inc.)

A motion was made by Joy Nelson and seconded by Don Kettering to approve the grant reviews as recommended by staff and Grant Committee.

Motion passed by a roll call vote.

Old Business

Brown County

A motion was made by Pat Burchill and seconded by Matt Judson to approve an extension of the grant agreement to September 30, 2019.

Motion passed by a roll call vote.

Edmunds County

A motion was made by Sharon Casey and seconded by Mike Luken to approve an extension of the grant agreement to December 12, 2019. Motion passed by a roll call vote.

New Business

Economic Development Partnership Program

North Sioux City Economic Development Corporation

A motion was made by Tom Jones and seconded by Reed Kessler to approve an Economic Development Partnership grant award to North Sioux City Economic Development Corporation in the amount of \$625, not to exceed 50% of costs, to be granted in accordance with the board's Economic Development Award Policy for Training Only. Motion passed by a roll call vote.

Local Infrastructure Improvement Program

City of Hartford

A motion was made by Pat Burchill and seconded by Mike Luken to approve tabling as recommended by staff and Grant Committee. Motion passed by a roll call vote.

Turner County

A motion was made by Don Kettering and seconded by Joy Nelson to approve as recommended by staff and Grant Committee.

Turner County

Approve a Local Infrastructure Improvement grant award to Turner County in the amount of \$243,386 not to exceed 50% of the total project costs, to be granted in accordance with the board's Local Infrastructure Improvement Award Policy. Motion passed by a roll call vote.

Reinvestment Payment Program

Ag Processing, Inc a cooperative

A motion was made by Reed Kessler and seconded by Tom Jones to approve the Reinvestment Payment Application to Ag Processing, Inc a cooperative 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 \$306,000 but not to exceed 50% percent of State Sales/Use

Tax paid on eligible project costs, is approved for AG Processing, Inc. 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.

<u>Adjourn</u>

The Chairman declared the meeting adjourned at 10:04 a.m. Motion passed by a roll call vote.

Dale Clement, Secretary or Matt Judson, Treasurer

CREDIT COMMITTEE GOED CONFERENCE ROOM, 711 E WELLS AVE, PIERRE, SD WEDNESDAY, JUNE 26, 2019, 1:00 P.M. CT

Members Present

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

Staff Present

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

Other Staff Present

Mike Bietz and Andrew Coppersmith - BankWest, Inc.

Call to Order

Chairman Erickson called the meeting to order at 1:04 p.m.

Agenda

A motion was made by Matt Judson and seconded by Don Kettering 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 Matt Judson to enter into executive session at 1:05 p.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 1:20 p.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 Reed Kessler and seconded by Don Kettering to approve the chairman's report from executive session.

Motion passed by a roll call vote.

Loan Review

Carl V. Carlson Company

Credit Committee recommends to the Board to approve the loan review and recommendation as presented.

A motion was made by Matt Judson and seconded by Don Kettering. Motion passed by a roll call vote. New Business

Watertown Development Company/Comprehensive Logistics Co., Inc. Credit Committee recommends to the Board to approve the application as presented. A motion was made by Don Kettering and seconded by Reed Kessler Motion passed by a roll call vote.

<u>Adjourn</u>

The Chairman declared the meeting adjourned at 1:24 p.m.

Dale Clement, Secretary or Matt Judson, Treasurer



Memorandum

Date:July 9, 2019To:Board of Economic DevelopmentFrom:Cassie Stoeser, Finance DirectorRe:Credit Committee Appointments

Persuant to administrative rule 68:02:01:56, "the chair shall appoint and may remove the members of the credit committee," Chairman Jeff Erickson has appointed Matt Judson and Pat Burchill to Credit Committee effective immediately.

Recommendation

No action needed; for information only.



Memorandum

Date:July 9, 2019To:Board of Economic DevelopmentFrom:Cassie StoeserRe:Moody's Analytics Products

For the past 20 plus years, GOED staff has been utilizing the Moody's Analytics Risk Analyst product for spreading financials. The software is being retired over the next year as it runs on Adobe Flash, which is also set to sunset in 2020. As a result, staff has been exploring other options within the Moody's family, and have found a good match in the product "Lending Cloud."

The product Lending Cloud was previously known as Web Equity but was purchased by Moody's several years ago and has had some changes implemented along the way. The new product will not only allow staff to provide a more detailed and easier to read financial spread, but will also streamline some of the internal processes by incorporating the financials into a credit memo, and provide a uniform product for Board review. Many banks in South Dakota utilize Lending Cloud currently

There will be a substantial cost increase with this new product. The Risk Analyst product currently has an ongoing cost of approximately \$4,000, whereas the Lending Cloud product has an annual fee for the first year of \$12,500 with a 6% escalator in the following years. However, the product is far superior than what was being used previously. There will also be one-time fees of up to \$6,000 for data conversion and product implementation. Moody's will credit the current Risk Analyst fees to the first year of Lending Cloud, and both products will be available for use until the conversion is complete.

The master service agreement is currently under review by legal counsel and the Bureau of Information and Telecommunications.

Recommendation

Staff recommends continuing to work with Moody's Analytics to procure services for fees as outlined above.



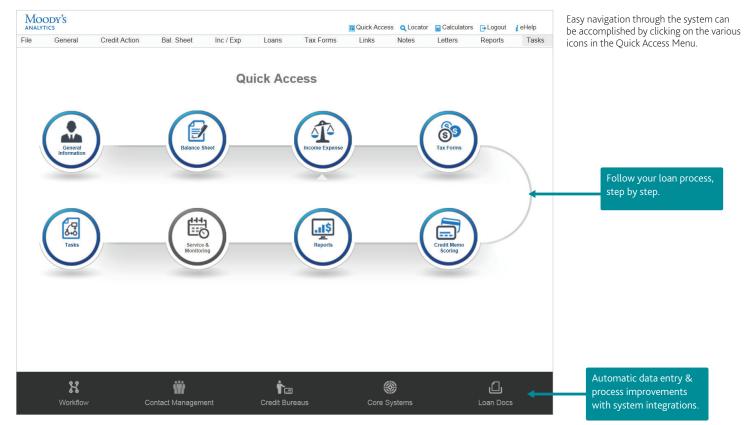
Lending Cloud for Community Banks

Improve operating efficiencies and credit decision quality to support regulatory compliance and increased profits. Lending Cloud provides you with an industry-leading cloud-based platform to streamline your credit management process – from origination throughout the life of the loan.

The Challenge: Comprehensive credit and risk management solution for all types of complex credits.

Easily manage all your commercial, commercial real estate, small business, and agriculture loans with a single, comprehensive lending platform. Our cloud solution manages and automatically deploys software installations and needed upgrades or maintenance, significantly reducing your IT hassles and costs. Our ongoing product enhancements are quickly deployed and ensure that you'll always have the latest technology.

Configure and Manage Your Entire Lending Process

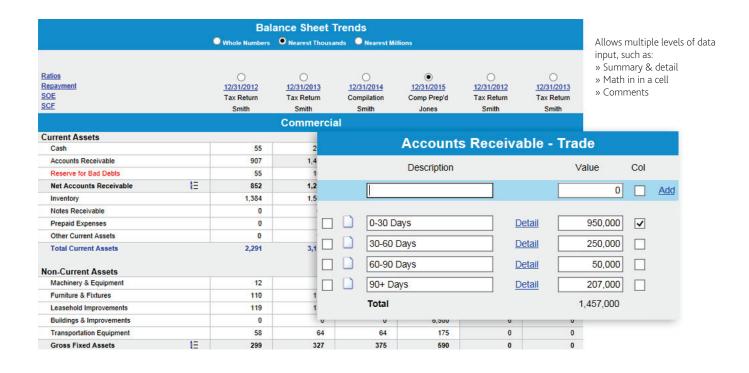


The Solution: Loan Lifecycle Management in one Consolidated Solution

Making sound credit decisions fast is increasingly important given today's lending landscape. Automate and consolidate your lending processes for better efficiencies and sound credit decisions with Lending Cloud.

Credit Analysis

Lending Cloud is easily configurable to meet your lending policies and procedures, providing you with an automated process to effectively manage your portfolios. This uniform lending practice allows you to: Automate data calculation and analysis throughout the entire platform, save valuable time and resources, mitigate risk and help improve bottom-line profitability.



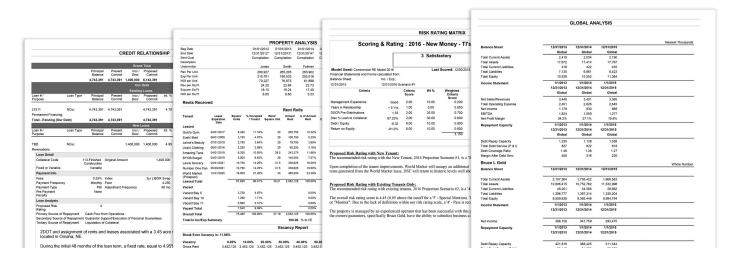
Scoring and Rating

Configurable risk rating allows you to utilize both objective and subjective criteria, as well as the ability to pull in data from credit bureaus (Experian, TransUnion, Equifax, Dun & Bradstreet, Experian Business) and/or FICO. This ability, coupled with your internal risk rating models, provides you with the ability to make sound lending decisions fast.

Loan Decisioning

Gain access to consistent and reliable decisioning tools for each type of customer within your financial institution. You can establish standardized credit presentations that can be configured to fit each type of credit request you process. This information can then be easily accessed across your entire organization. You can also modify your models as requirements evolve, easily amending components such as credit applications, scoring and rating models, and credit presentation forms.

Configurable Credit Presentation



Loan Administration

Manage the ongoing health of your lending portfolios by automating the steps from loan origination to loan servicing. As a result, you'll no longer need to maintain separate fragmented systems – or rely on a manual process and lots of papers. Once your loan is booked, you can rely on Tickler notification alerts to track and monitor covenant and borrow base schedules.

Stress Testing

Ensure you have the visibility and tools needed to measure and manage your institution's risk exposure – for commercial, commercial real estate, small business and agriculture credits you spread in Lending Cloud. You can conduct shock and stress testing, identify concentrations of credit, and then take the proactive measures needed to minimize your risk exposure.

» Standardized & documented processes

VALUABLE BENEFITS FOR ALL TYPES OF LOANS

- » Increased profitability
- » Improved risk management
- » Improved efficiency

- » Cost effective compliance
- » Service improvements

Better Credit Quality

Make profitable credit decisions and proactively manage problem loans. Robust financial analysis and flexible risk rating models and scorecards help evaluate complex borrower requests. This enables you to easily identify if a loan is in jeopardy, so you can control exposure at the earliest opportunity and identify potential growth opportunities.

Uniform lending processes

Standardize the way you assess and approve your complex loan requests. Following your procedures and guiding users through every step, the platform manages your processes. This ensures you obtain the proper approvals and track exceptions.

Portfolio risk management

Have the visibility and tools needed to measure and manage your institution's risk exposure – at a single loan level and in a portfolio segment. Powerful reporting makes it easy to measure risk, arming you with the intelligence to head off potential problems before they harm your loan portfolio.

Complete Documentation

Increased regulatory expectations make it a necessity to document your decisioning process, including key data points and associated collateral. Lending Cloud automates the loan process and creates an electronic audit trail of how your institution conducts its lending decisioning and rationale. You can digitally store pertinent information considered for a loan request, eliminating paper storage and allowing easy access for auditors and examiners.

Improved regulatory exams

Staying on top of the latest lending regulations can be a full-time job. Utilizing a comprehensive lending platform that offers more than credit decisioning is key to supporting quick and positive regulatory exams. The ability to submit bulk data in an appropriate format, helps to decrease the need for additional resources and tedious tasks. Our cloud-based platform will serve as your single lending system of record for smoother exams for both the lenders and examiners. Data is also easily identified and accessed – resulting in faster, less expensive exams.

Lending Cloud platform delivered as a service

Our cloud-based lending platform combines all of our most valuable assets—financial services expertise, technology solutions and collaborative services. With Moody's on-demand solution you always have access to the latest technology through automatic and rapid enhancements, saving you time and money.

ROBUST AND RESILIENT SaaS MODEL

- » Regulator examined platform & operations
- » SOC1/SSAE16 audited

- » Top tier data center
- » Encrypted data connections
- » Data encryption at rest
- » Real time data replication
- » Disaster recovery plan

About Moody's Analytics

Moody's Analytics, a unit of Moody's Corporation, helps capital markets and credit risk management professionals worldwide respond to an evolving marketplace with confidence. The company offers unique tools and best practices for measuring and managing risk through expertise and experience in credit analysis, economic research and financial risk management. By offering leading-edge software and advisory services, as well as the proprietary credit research produced by Moody's Investors Service, Moody's Analytics integrates and customizes its offerings to address specific business challenges.

contact us

Visit us at **moodysanalytics.com/lendingcloud** or contact us at a location below:

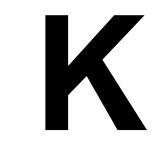
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Board of Economic Development July 9, 2019

BILLS REQUIRING APPROVAL FOR PAYMENT

Moody's Analytics \$3,982.00 Annual Maintenance

MOODY'S

Taxpayer ID: 13-3851829

Page: 1 of 2

Bill to Customer: Governor's Office of Economic Developmen Cassie Stoeser 711 E Wells Ave Pierre, 57501-3398

Reference Number: 2019000637656 PO Number: Not Applicable Customer Number: 2000002241 94105 Phone: 415 874 6000 Fax:415 874 6799

405 Howard Street

San Francisco, CA

USD

3,982.00

Ship To Customer: Governor's Office of Economic Developmen Cassie Stoeser 711 E Wells Ave Pierre, 57501-3398

Invoice No: US00026490 Invoice Date: 06/26/2019 Terms: Due in 30 days

Description	Effective Date	Amount
Products / Service Total	Jun 30 2019 through Jun 29 2020	3,982.00

Invoice

TOTAL AMOUNT DUE:

Notes: Moody's Agreement No. 00022453.5

For billing questions, please contact Collections Team at 212/553-3994 Email: MACollections@moodys.com

Keep this portion for your records

Return this portion with your remittance

Invoice Number: US00026490 Reference Number: 2019000637656 PO Number: Not Applicable Customer Number: 2000002241

Make check payable to: Moody's Analytics, Inc. P.O. Box 116714 Atlanta, GA 30368-0597 AMOUNT DUE: USD 3,982.00

Wire payment with invoice number: SunTrust Bank 245 Peachtree Center Avenue, Atlanta GA 30303 Transmit Routing#: 061000104 Swift Code: SNTRUS3A Account Name: Moody's Analytics, Inc. Account Number: 8800745328

Please disregard if payment has already been made.



405 Howard Street San Francisco, CA 94105 Phone: 415 874 6000 Fax:415 874 6799

Page: 2 of 2

Invoice Detail

Governor's Office of Economic Developmen

Reference Number: 2019000637656 PO Number: Not Applicable Customer Number: 2000002241 Invoice No: US00026490 Invoice Date: 06/26/2019 Terms: Due in 30 days

QTY	# of Users	Product	Delivery Method	State/Country Code	Amount	Tax Rate	Tax
1	5	RiskAnalyst (SAM)	SUP-SPE	SD	3,982.00	0%	0.00

	110D 2 002 00	0.00
TOTAL:	USD 3,982.00	0.00
TOTIO		

Use Remittance Stub on Page 1 for payment.