CITY OF
LAKELAND
TENNESSEE

Industrial Development Board
Regular Meeting Agenda
Thursday, August 22, 2024, 5:30 PM
City Hall, Lakeland, Tennessee 38002

I. CALL TO ORDER:

II. ROLL CALL:

III. PUBLIC HEARING:

1. **Resolution** - approving an Economic Impact Plan and Tax Increment Financing Plan for Lakeland Safety TIF and authorizing the submission of said plan to the Board of Commissioners of the City of Lakeland, Tennessee and the County Commission of Shelby County, Tennessee.

IV. APPROVAL OF MINUTES OF PREVIOUS MEETING:

1. **Regular Meeting Minutes** - July 25, 2024

V. PUBLIC DISCUSSION:

VI. REPORTS OF OFFICERS AND COMMITTEES:

1. **President's Report** - Financial Statements

VII. OLD BUSINESS:

VIII. NEW BUSINESS:

1. **Resolution** - approving draw request 9 in connection with the tax increment financing for Ashmont Developer, LLC.

2. **Resolution** - approving an Economic Impact Plan and Tax Increment Financing Plan for Lakeland Safe City TIF and authorizing the submission of said plan to the Board of Commissioners of the City of Lakeland, Tennessee and the County Commission of Shelby County, Tennessee.

3. **Resolution** - approving a loan commitment letter with FirstBank for the development of Lakeland Gateway.

IX. ANNOUNCEMENTS:

X. ADJOURNMENT:

CITY OF
LAKELAND
TENNESSEE

Industrial Development Board
Regular Meeting Minutes
Thursday, July 25, 2024, 5:30 PM
City Hall, Lakeland, Tennessee 38002

I. CALL TO ORDER:
The meeting was called to order by Chair Alan Johnson 5:32 p.m. on Thursday, July 25, 2024.

II. ROLL CALL:

Alan Johnson	Present
Richard Justin	Present
Shaun Brannen	Present
Steve Laster	Present
Mayor Roman	Present
Richard Gonzales	Absent
Derek Johnston	Absent
Brian Sullivan	Absent

Staff personnel in attendance were Planning Director Paul Luker, City Planner Alex Barthol and City Recorder Cheyenne Carter.

III. APPROVAL OF MINUTES OF PREVIOUS MEETING:

1. **Regular Meeting Minutes** - June 27, 2024

Shaun Brannen moved to bring this item to the floor, seconded by Richard Justin.

Discussion ensued.

When the question was called the minutes passed as presented, voice vote, 4 in favor 0 against 0 abstain (4-0-0).

IV. PUBLIC DISCUSSION:
None.

V. REPORTS OF OFFICERS AND COMMITTEES:

1. Ashmont Developer, LLC. representative Vince Smith provided an update on the Lakeland Town Square and Ashmont projects.

VI. OLD BUSINESS:
None.

VII. NEW BUSINESS:

1. **<u>Resolution</u>** - approving draw request 8 in connection with the tax increment financing for Ashmont Developer, LLC.

   Steve Laster moved to bring this item to the floor, seconded by Richard Justin.

   Discussion ensued.

   When the question was called the resolution passed as presented, voice vote, 4 in favor 0 against 0 abstain (4-0-0).

VIII. ANNOUNCEMENTS:

1. Mayor Roman and other board members were in support of additional supporting documentation for the next pay request.

IX. ADJOURNMENT:
There being no other business on which to act, the meeting was adjourned without objection at 5:56pm on Thursday, July 25, 2024.

These minutes were approved on August 22, 2024.

____
Steve Laster
Secretary

ATTEST:

____
Cheyenne Carter
City Recorder

INDUSTRIAL DEVELOPMENT BOARD
OF THE CITY OF
LAKELAND
TENNESSEE

GENERAL FUND - BALANCE SHEET
AS OF JUNE 30, 2024

Unaudited

ASSETS		
Current Assets		
Cash and cash equivalents	$	11,081
TOTAL ASSETS	$	11,081
LIABILITIES		
Current Liabilities		
Accounts payable	$	-
TOTAL LIABILITIES		-
FUND BALANCE		
Unassigned		11,081
TOTAL FUND BALANCE		11,081
TOTAL LIABILITIES AND FUND BALANCE	$	11,081

INDUSTRIAL DEVELOPMENT BOARD
OF THE CITY OF
LAKELAND
TENNESSEE

GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE
FISCAL YEAR TO DATE THROUGH JUNE 30, 2024

Unaudited

REVENUES		
Administrative fees - tax increment financing districts	$	3,217
Interest income		5
TOTAL REVENUES		3,221
EXPENDITURES		
Contract professional services		2,000
Bank charges		152
TOTAL EXPENDITURES		2,152
EXCESS OF REVENUES OVER EXPENDITURES		1,070
FUND BALANCE, Beginning of year		10,011
FUND BALANCE, End of year	$	11,081

INDUSTRIAL DEVELOPMENT BOARD
OF THE CITY OF
LAKELAND
TENNESSEE

GENERAL FUND - BALANCE SHEET
AS OF JULY 31, 2024

Unaudited

ASSETS		
Current Assets		
Cash and cash equivalents	$	10,506
TOTAL ASSETS	$	10,506
LIABILITIES		
Current Liabilities		
Accounts payable	$	-
TOTAL LIABILITIES		-
FUND BALANCE		
Unassigned		10,506
TOTAL FUND BALANCE		10,506
TOTAL LIABILITIES AND FUND BALANCE	$	10,506

INDUSTRIAL DEVELOPMENT BOARD
OF THE CITY OF
LAKELAND
TENNESSEE

GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE
FISCAL YEAR TO DATE THROUGH JULY 31, 2024

Unaudited

REVENUES		
Administrative fees - tax increment financing districts	$	-
Interest income		-
TOTAL REVENUES		-
EXPENDITURES		
Contract professional services		500
Bank charges		75
TOTAL EXPENDITURES		575
EXCESS OF REVENUES OVER EXPENDITURES		(575)
FUND BALANCE, Beginning of year		11,081
FUND BALANCE, End of year	$	10,506

CITY OF LAKELAND TENNESSEE

Industrial Development Board

Meeting Cycle: Thursday, August 22, 2024

Subject: **Resolution** - approving draw request 9 in connection with the tax increment financing for Ashmont Developer, LLC.

Staff Contact: Paul Luker, Planning Director

STAFF RECOMMENDATION

The IDB President recommends that the Industrial Development Board of the City of Lakeland, Tennessee approve resolution R-112-2024.

BUDGET IMPACT

Eligible infrastructure costs of Ashmonth Developer, LLC submitted with this request total $410,711.74, and represent potential reimbursement to the developer from the TIF Loan through the IDB.

DISCUSSION

Included in this packet is the recommendation for approval from A2H, engaged to monitor compliance with TIF requirements.

RESOLUTION R-112-2024

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE, APPROVING DRAW REQUEST 9 IN CONNECTION WITH THE TAX INCREMENT FINANCING FOR ASHMONT DEVELOPER, LLC

WHEREAS, The Industrial Development Board of the City of Lakeland, Tennessee (the "Lakeland IDB") has approved an economic impact plan (the "Economic Impact Plan") regarding the development of an approximately 100-acre tract of land located in the northwest and northeast corners of Canada Road and Interstate 40 in the City of Lakeland, Tennessee and in Shelby County, Tennessee, as described in the Economic Impact Plan (the "Plan Area"); and

WHEREAS, the Lakeland IDB has approved a Tax Increment Financing Application (the "TIF Application") for the Plan Area, as submitted by Ashmont Developer, LLC, a Tennessee limited liability company ("Ashmont"); and

WHEREAS, Ashmont currently owns the portion of the Plan Area municipally known as 9640 Davies Plantation, Lakeland, Tennessee 38002 (the "Site"), and Ashmont intends to develop the Site pursuant to a planned development that is to be approved by the City of Lakeland, Tennessee, (the "City") for a new mixed-use development of retail, hotel, and senior living uses and other uses as permitted by such planed development, as such planned development may be amended from time to time by the City consistent with the Economic Impact Plan (the "Project"), and

WHEREAS, the Economic Impact Plan permits certain tax increment financing ("Tax Increment Financing") pursuant to Chapter 53, Title 7 of the Tennessee Code Annotated; and

WHEREAS, the Lakeland IDB reviewed the Economic Impact Plan and the TIF Application in an open public meeting; and

WHEREAS, the Lakeland IDB conducted a public hearing on the Economic Impact Plan held at least two (2) weeks after public notice of the hearing was published in accordance with the applicable laws of Tennessee; and

WHEREAS, in connection with Tax Increment Financing, the City has entered into a Development Agreement with the Lakeland IDB, wherein the Ashmont Interests are defined, with respect to the Plan Area and the development of the Project; and

WHEREAS, under the Development Agreement between the Lakeland IDB and the City, the proceeds of the Tax Increment Financing would be used to pay the costs of the eligible public improvements (the "TIF Eligible Costs") relating to the development of the Project and would pledge the TIF Revenues to apply to the debt service of the Tax Increment Financing; and

WHEREAS, in connection with the Tax Increment Financing, Ashmont has submitted Draw Request 9, a copy of which is attached hereto as **Exhibit A**, to use for certain TIF Eligible Costs.

RESOLUTION R-112-2024

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE, APPROVING DRAW REQUEST 9 IN CONNECTION WITH THE TAX INCREMENT FINANCING FOR ASHMONT DEVELOPER, LLC

NOW, THEREFORE, BE IT RESOLVED by the Lakeland IDB that**:**

RESOLVED, the Draw Request is hereby approved by the Lakeland IDB and further,

RESOLVED, the directors, officers, agents, and employees of the Lakeland IDB are hereby authorized and directed to do all such things and to execute or accept any and all such certificates or documents as may be necessary to carry out and comply with the provisions of this Resolution and to carry out, give effect to and consummate the transactions contemplated hereby and thereby. All of the acts and doings of the directors, officers, agents and employees of the Lakeland IDB which are in conformity with the intent and purposes of this Resolution, whether heretofore or hereafter taken or done, shall be and are hereby ratified, confirmed and approved.

Dated: August 22, 2024

____
Alan Johnson, *Chair*

Attest:

____
Steve Laster, *Secretary*

RESOLUTION R-112-2024

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE, APPROVING DRAW REQUEST 9 IN CONNECTION WITH THE TAX INCREMENT FINANCING FOR ASHMONT DEVELOPER, LLC

Exhibit A

Draw

Request(s)

See

Attached

DESCRIPTION	PROJECT BUDGET					DRAW REQUESTS												%	BALANCE TO FUND
Lakeland - Ashmont Developers, LLC		REALLOCATIONS						12/15/23	2/20/24	3/22/24	4/23/24	5/21/24	6/15/24	7/17/24	8/9/24		DATE		(Incl. Retainage)
	ORIGINAL	PREV. ADJ.	CURRENT ADJ.	REVISED	REVISED BUDGET / USABLE SF	CLOSING	DRAW 1 - Reimbursement Post Closing	DRAW 2 - Bank & Legal Closing Costs	DRAW 3	DRAW 4	DRAW 5	DRAW 6	DRAW 7	DRAW 8	DRAW 9	DRAW 10	TOTAL	%	
LAND: ***4,325,508.00***																			
Purchase Price	$0.00			$0.00	$0.00												$0.00		$0.00
SUB TOTAL LAND	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**		**$0.00**
HARD COSTS:																			
Infrastructure	$ 8,187,458.00			$8,187,458.00	$1.89		$507,133.75		$261,305.05	$130,381.50	$212,423.47	$382,862.46	$259,268.06	$431,135.60	$405,163.75		$2,589,673.64	32%	$5,597,784.36
Retainage Escrow Account				$0.00	$0.00												$0.00		$0.00
Landscaping				$0.00	$0.00												$0.00		$0.00
Site Lighting				$0.00	$0.00												$0.00		$0.00
Walls / Fencing				$0.00	$0.00												$0.00		$0.00
MLGW / Utility Connections				$0.00	$0.00												$0.00		$0.00
																	$0.00		$0.00
SUB TOTAL HARD COSTS	**$8,187,458.00**	**$0.00**	**$0.00**	**$8,187,458.00**	**$1.89**	**$0.00**	**$507,133.75**	**$0.00**	**$261,305.05**	**$130,381.50**	**$212,423.47**	**$382,862.46**	**$259,268.06**	**$431,135.60**	**$405,163.75**	**$0.00**	**$2,589,673.64**	32%	**$5,597,784.36**
SOFT COSTS:																			
Architect	0.00	$50,000.00		$50,000.00	$0.01								$45,133.26				$45,133.26	90%	$4,866.74
Engineering	425,000.00			$425,000.00	$0.10		$47,222.86		$26,657.19	$1,000.00		$27,302.41	$13,044.43	$6,698.76	$5,060.49		$126,986.14	30%	$298,013.86
Insurance & Bonding	200,000.00			$200,000.00	$0.05		$867.69		$293.99								$1,161.68	1%	$198,838.32
Planning / Consulting	350,000.00			$350,000.00	$0.08		$92,528.70		$16,989.86			$2,550.00					$112,068.56	32%	$237,931.44
Lakeland Development Fees	650,000.00			$650,000.00	$0.15				$19,920.00			$35,242.37					$55,162.37	8%	$594,837.63
Legal / Title Work / Bank Closing Costs / Appraisal	150,000.00	$114,099.63		$264,099.63	$0.06	$85,958.46	$400.00	$176,936.25		$804.92							$264,099.63	100%	$0.00
Surveys / Phase I / Site Staking	100,000.00			$100,000.00	$0.02	$3,935.00	$27,260.00		$1,850.00								$33,045.00	33%	$66,955.00
MLGW / Utility Connections	0.00			$0.00	$0.00												$0.00		$0.00
RE Taxes	0.00			$0.00	$0.00												$0.00		$0.00
Interest / Operating Reser 8.0% on $12.5MM Average Funded for 3-Yrs	2,208,000.00			$2,208,000.00	$0.51												$0.00	0%	$2,208,000.00
Inspection Fees (36)	45,000.00			$45,000.00	$0.01						$375.00	$300.00	$450.00	$487.50	$487.50		$2,100.00	5%	$42,900.00
Contingency	$684,542.00	($164,099.63)		$520,442.37	$0.12												$0.00	0%	$520,442.37
SUB TOTAL SOFT COSTS	**$4,812,542.00**	**$0.00**	**$0.00**	**$4,812,542.00**	**$1.11**	**$89,893.46**	**$168,279.25**	**$176,936.25**	**$65,711.04**	**$1,804.92**	**$375.00**	**$65,394.78**	**$58,627.69**	**$7,186.26**	**$5,547.99**	**$0.00**	**$639,756.64**	13%	**$4,172,785.36**
				$0.00													$0.00		$0.00
TOTAL PROJECT COSTS	**$13,000,000.00**	**$0.00**	**$0.00**	**$13,000,000.00**	**$3.01**	**$89,893.46**	**$675,413.00**	**$176,936.25**	**$327,016.09**	**$132,186.42**	**$212,798.47**	**$448,257.24**	**$317,895.75**	**$438,321.86**	**$410,711.74**	**$0.00**	**$3,229,430.28**	25%	**$9,770,569.72**
SOURCES OF FUNDS:																			
Developer Equity / Debt Needed	$0.00			$0.00	$0.00												$0.00		$0.00
TIF - First Citizens Bank	$13,000,000.00			$13,000,000.00	$3.01	$89,893.46	$675,413.00	$176,936.25	$327,016.09	$132,186.42	$212,798.47	$448,257.24	$317,895.75	$438,321.86	$410,711.74	$0.00	$3,229,430.28	25%	$9,770,569.72
				$0.00													$0.00		$0.00
TOTAL SOURCES OF FUNDS				**$13,000,000.00**	**$3.01**	**$89,893.46**	**$675,413.00**	**$176,936.25**	**$327,016.09**	**$132,186.42**	**$212,798.47**	**$448,257.24**	**$317,895.75**	**$438,321.86**	**$410,711.74**	**$0.00**	**$3,229,430.28**	25%	**$9,770,569.72**
DIFFERENCES				**$0.00**		**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**		**$0.00**
- Contract 1 Retainage Tracking																	$0.00		

AIA Document G702™ – 1992

Application and Certificate for Payment

TO OWNER: Ashmont Developer, LLC.
355 Tara Lane
Memphis, TN 38111

PROJECT: Ashmont Phase 1
Canada Rd & Davies Plantation
Lakeland, TN 38002

APPLICATION NO: 7
PERIOD TO: 8/6/24
CONTRACT FOR: Ashmont Planned Development
CONTRACT DATE:
PROJECT NOS: / /

Distribution to:
OWNER ☐
ARCHITECT ☐
CONTRACTOR ☐
FIELD ☐
OTHER ☐

FROM CONTRACTOR: Moss Carpenter Construction Company, Inc
9700 Village Circle
Suite 300 Lakeland, TN 38002

VIA ARCHITECT: McCarty Grandberry Engineering

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract.
AIA Document G703™, Continuation Sheet, is attached.

1. ORIGINAL CONTRACT SUM .... $ 5,063,112.00
2. NET CHANGE BY CHANGE ORDERS .... $ 199,162.00
3. CONTRACT SUM TO DATE *(Line 1 ± 2)* .... $ 5,262,274.00
4. TOTAL COMPLETED & STORED TO DATE *(Column G on G703)* .... $ 2,347,945.93
5. RETAINAGE:
   a. 5.0 % of Completed Work *(Columns D + E on G703)* $ 117,397.30
   b. 5.0 % of Stored Material *(Column F on G703)* $ 0.00

   Total Retainage *(Lines 5a + 5b, or Total in Column I of G703)* .... $ 117,397.29
6. TOTAL EARNED LESS RETAINAGE .... $ 2,230,548.64
   (Line 4 minus Line 5 Total)
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT .... $ 1,825,384.89
   (Line 6 from prior Certificate)
8. CURRENT PAYMENT DUE .... $ 405,163.75
9. BALANCE TO FINISH, INCLUDING RETAINAGE $ 3,031,725.36
   (Line 3 minus Line 6)

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	$ 95,409.00	$ 0.00
Total approved this month	$ 103,753.00	$ 0.00
TOTAL	$ 199,162.00	$ 0.00
NET CHANGES by Change Order	$ 199,162.00	

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

CONTRACTOR: Moss Carpenter Construction Company, Inc

By: [signature] Date: 8/6/24

State of: Tn

County of: Shelby

Subscribed and sworn to before me this 6th day of Aug 2024

Notary Public: Dawn Ware

My commission expires:

STATE OF TENNESSEE NOTARY PUBLIC My Commission Expires on 09/26/2027 SHELBY COUNTY

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED .... $ 405,163.75

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)

ARCHITECT:

By: John McCarty Date: 8/16/2024

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

AIA Document G703™ – 1992

Continuation Sheet

AIA Document G702™–1992, Application and Certificate for Payment, or G732™–2009, Application and Certificate for Payment, Construction Manager as Adviser Edition, containing Contractor's signed certification is attached.
In tabulations below, amounts are in US dollars.
Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 7
APPLICATION DATE: 8/6/24
PERIOD TO: 8/6/24
ARCHITECT'S PROJECT NO:

A	B	C	D	E	F	G		H	I
			WORK COMPLETED						
ITEM NO.	DESCRIPTION OF WORK	SCHEDULED VALUE	FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD	MATERIALS PRESENTLY STORED (Not in D or E)	TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)	BALANCE TO FINISH (C – G)	RETAINAGE (If variable rate)
1	General Conditions	107,265.00	38,615.40	8,581.20	0.00	47,196.60	44	60,068.40	2,359.83
2	Sikte Survey & Layout	20,000.00	5,800.00	0.00	0.00	5,800.00	29	14,200.00	290.00
3	Traffic Control	15,000.00	300.00	0.00	0.00	300.00	2	14,700.00	15.00
4	Testing Allowance	20,000.00	15,520.00	5,144.00	0.00	20,664.00	103	-664.00	1,033.20
5	Construction Entrances	10,500.00	7,035.00	0.00	0.00	7,035.00	67	3,465.00	351.75
6	Silt Fence	57,215.00	54,354.25	0.00	0.00	54,354.25	95	2,860.75	2,717.71
7	Check Dams	29,332.00	22,292.32	5,279.76	0.00	27,572.08	94	1,759.92	1,378.60
8	Erostion Control Maintenance Allowance	50,000.00	67,808.00	7,591.25	0.00	75,399.25	151	-25,399.25	3,769.96
9	Flocculant Allowance	85,000.00	59,750.00	8,875.00	0.00	68,625.00	81	16,375.00	3,431.25
10	Temporary Seeding Allowance	200,000.00	63,500.00	2,250.00	0.00	65,750.00	33	134,250.00	3,287.50
11	Sodding Allowance	75,000.00	0.00	0.00	0.00	0.00	0	75,000.00	0.00
12	Site Clearing & Burning	282,500.00	257,075.00	8,475.00	0.00	265,550.00	94	16,950.00	13,277.50
13	Demo Paint Ball Park	30,000.00	30,000.00	0.00	0.00	30,000.00	100	0.00	1,500.00
14	Detention Basins	242,492.00	242,492.00	0.00	0.00	242,492.00	100	0.00	12,124.60
15	Earthwork	1,559,200.00	623,680.00	0.00	0.00	623,680.00	40	935,520.00	31,184.00
16	Lift Station Access Rd.	26,750.00	0.00	0.00	0.00	0.00	0	26,750.00	0.00
17	Fine Grade Roads, Building Pads, etc.	58,075.00	0.00	0.00	0.00	0.00	0	58,075.00	0.00
18	Retaining Walls	389,849.00	3,898.49	0.00	0.00	3,898.49	1	385,950.51	194.92
19	Retaining Wall Railings	132,462.00	0.00	0.00	0.00	0.00	0	132,462.00	0.00
20	Storm Drainage	342,375.00	147,221.25	171,187.50	0.00	318,408.75	93	23,966.25	15,920.44
21	Curb & Gutter	97,104.00	0.00	0.00	0.00	0.00	0	97,104.00	0.00
22	Asphalt Base & Asphalt Paving	212,928.00	0.00	0.00	0.00	0.00	0	212,928.00	0.00
23	Pavement Markings & Signage	15,050.00	0.00	0.00	0.00	0.00	0	15,050.00	0.00
24	Site Water	282,515.00	0.00	0.00	0.00	0.00	0	282,515.00	0.00
	GRAND TOTAL								

AIA Document G703™ – 1992

Continuation Sheet

AIA Document G702™–1992, Application and Certificate for Payment, or G732™–2009, Application and Certificate for Payment, Construction Manager as Adviser Edition, containing Contractor's signed certification is attached.
In tabulations below, amounts are in US dollars.
Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 7
APPLICATION DATE: 8/6/24
PERIOD TO: 8/6/24
ARCHITECT'S PROJECT NO:

A	B	C	D	E	F	G		H	I
			WORK COMPLETED						
ITEM NO.	DESCRIPTION OF WORK	SCHEDULED VALUE	FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD	MATERIALS PRESENTLY STORED (Not in D or E)	TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)	BALANCE TO FINISH (C – G)	RETAINAGE (If variable rate)
25	Sanitary Sewer	252,500.00	0.00	189,375.00	0.00	189,375.00	75	63,125.00	9,468.75
26	Lift Station Allowance	200,000.00	0.00	0.00	0.00	0.00	0	200,000.00	0.00
27	Site Clean Up, Street Sweeping, Dust Control Allowance	50,000.00	3,754.06	2,129.45	0.00	5,883.51	12	44,116.49	294.18
28	GC Fee	220,000.00	79,200.00	17,600.00	0.00	96,800.00	44	123,200.00	4,840.00
29	CO #1 - Lime & Additional Clearing	95,409.00	95,409.00	0.00	0.00	95,409.00	100	0.00	4,770.45
30	CO #2 - Phase 2 Sediment Basin, Erosion Control	103,753.00	103,753.00	0.00	0.00	103,753.00	100	0.00	5,187.65
	GRAND TOTAL	5,262,274.00	1,921,457.77	426,488.16	0.00	2,347,945.93	45	2,914,328.07	117,397.29

RECEIPT AND PARTIAL WAIVER OF LIEN RIGHTS

FROM: Moss Carpenter Construction Company, Inc. (The Contractor)

TO: Ashmont Developer, LLC (The Owner)

PROJECT: Ashmont Phase 1
Canada Rd and Davies Plantation (Location)

1. The Undersigned does hereby waive, release and surrender any claim, lien or right of lien resulting from labor, skill, and/or materials, subcontract work, equipment or other work, rent, services or supplies heretofore furnished in and for the construction, improvement, alteration or additions to the above-described project prior to the date hereof.

2. This release is given for and in consideration of the sum of $ 405,163.75 From Ashmont Developer, LLC.

3. In further consideration of the payment made as above set forth, and to induce the Owner to make said payment, the undersigned agrees to defend and hold harmless the Owner or Lender, and/or the principle and surety from any claims hereinafter made by the undersigned and/or its material suppliers, subcontractors or employees, servants, agents or assigns of such persons against the project.

4. It is acknowledged that the designation of the above project constitutes an adequate description of the property and improvements for which the undersigned has received consideration of this release.

5. This instrument shall constitute full, final and complete release of all rights and claims of the undersigned, for the work completed to date of 8/6/24.

DATED THIS 6th Of August, 2024.

Moss Carpenter Construction Company, Inc.

By

James V. Carpenter
President

Subscribed and sworn to me this
6th Day of August, 2024

Notary Public:

My Commission Expires: 9-26-2027

DAWN WARREN
STATE OF TENNESSEE
NOTARY PUBLIC
My Commission Expires on 09/26/2027
SHELBY COUNTY

Ashmont Allowance Log

		Pay App #1 & #2	Pay App #3	Pay App #4	Pay App #5	Pay App #6	Pay App #7
Erosion Control Maintenance Allowance							
Add Valves		$6,250.00					
Flock Logs		$700.00					
Silt Fence Repair		$1,600.00					
Wattles N and S Side		$2,100.00					
Add Check Dams		$7,055.00					
Flock Logs			$700.00				
Silt Fence Repair 3/21			$500.00				
Add Silt Fence 3/21			$2,000.00				
Add Silt Fence 3/26			$1,600.00				
Add Check Dams			$3,825.00				
Clean Silt Buildup at Check Dams			$400.00				
Add Check Dams 4/18, 4/24				$3,740.00			
Silt Fence Repairs 4/8, 4/16				$2,175.00			
Add Silt Fence 4/8, 4/18, 4/25				$5,080.00			
Add check dams 5/20, 5/21, 5/24 (66 tons)					$5,610.00		
Wattles 5/16 (70 lf)					$350.00		
Silt Fence Repairs 5/16					$600.00		
Add Silt Fence 5/11, 5/16, 5/21					$9,160.00		
Silt Fence Repairs 5/24,5/30,6/12,6/24						$2,600.00	
Add Silt Fence 5/24, 5/30, 6/04,6/12,6/24						$8,108.00	
Add check dams 5/31 (43 tons)						$3,655.00	
Silt Fence Repairs 7/11, 7/15, 7/18, 7/19							$3,600.00
Add silt Fence 7/11, 7/17, 7/18, 7/19							$2,791.25
Add wire backed silt Fence 7/19							$1,200.00
TOTAL Billed Per Pay App to Date		**$17,705.00**	**$9,025.00**	**$10,995.00**	**$15,720.00**	**$14,363.00**	**$7,591.25**
Eros. Control Maint. Allowance Starting Balance	**$50,000.00**						
Total Eros. Control Maint. Allowance Currently Billed	**$75,399.25**						
Eros. Control Maint. Allowance Current Balance	**-$25,399.25**						
Flocculant Allowance							
Flock 2/13		$7,500.00					
Flock South Pond		$2,500.00					
Flock 3/17, 3/28			$15,000.00				
Flock 4/12, 4/19				$15,000.00			
Flock 5/10 (4 basins)					$6,125.00		
Flock 5/20 (4 basins)					$6,125.00		
Flock 5/28 (3 basins)					$4,750.00		
Flock 6/11,6/19 (1 basin)						$2,750.00	
Flock 6/19 (1 basin)							$1,375.00
Flock 7/16 (2 basins)							$2,750.00
Flock 7/24 (3 basins)							$4,750.00
Total Billed Per Pay App to Date		**$10,000.00**	**$15,000.00**	**$15,000.00**	**$17,000.00**	**$2,750.00**	$8,875.00
Flocculant Allowance Starting Balance	**$85,000.00**						
Total Flocculant Allowance Currently Billed	**$68,625.00**						
Flocculant Allowance Current Balance	**$16,375.00**						
Temporary Seeding Allowance							
Seed & Straw South Side		$22,500.00					
Matt Slopes on South Pond			$16,250.00				
Seed & Straw Commercial Side 4/18				$3,750.00			
Seed and Straw house pads Phase 1						$21,000.00	
Seed and Straw Back Basin							$2,250.00
Total Billed Per Pay App To Date		**$22,500.00**	**$16,250.00**	**$3,750.00**		**$21,000.00**	**$2,250.00**
Temp. Seeding Allowance Starting Balance	**$200,000.00**						
Total Temp. Seeding Allowance Currently Billed	**$65,750.00**						
Temp. Seeding Allowance Balance	**$134,250.00**						
Testing Allowance							
PSI Invoice 3/31			$4,444.00				
PSI Invoice 4/30					$3,993.00		
PSI Invoice 5/31						$7,083.00	
PSI Invoice							$5,144.00
Total Billed Per Pay App to Date			**$4,444.00**		**$3,993.00**	**$7,083.00**	**$5,144.00**
Testing Allowance Starting Balance	**$20,000.00**						
Total Testing Allowance Currently Billed	**$20,664.00**						
Testing Allowance Balance	**-$664.00**						
Sodding Allowance							
Total Billed Per Pay App to Date							
Sodding Allowance Starting Balance	**$75,000.00**						
Total Sodding Allowance Currently Billed	**$0.00**						
Sodding Allowance Balance	**$75,000.00**						
Site Cleanup Allowance							
Site Cleanup 5/19, 5/26					$3,754.06		
Site Cleanup 7/29 - 8/3						$2,129.45	
Total Billed Per Pay App to Date					**$3,754.06**	**2,129.45**	
Site Cleanup Allowance Starting Balance	**$50,000.00**						
Total Cleanup Allowance Currently Billed	**$5,883.51**						
Site Cleanup Allowance Balance	**$44,116.49**						

Grand Total Of All Allowance Items Billed To Date **$236,321.76**

Information To Build On
Engineering • Consulting • Testing
Federal ID 37-0962090
Professional Service Industries, Inc.
www.psiusa.com

MEMPHIS CS DEPT
MEMPHIS, TN 38118
(901) 365-1802

ENTERED

12982

MOSS CARPENTER CONSTRUCTION
9700 VILLAGE CIRCLE
SUITE 300
LAKELAND TN 38002
USA

MOSS CARPENTER CONSTRUCTION
9700 VILLAGE CIRCLE
SUITE 300
LAKELAND TN 38002

Customer #	Purchase Order	Project Number	Date	Invoice #	Page
1199283		05013129	06/30/24	00936213	0001

Project: ASHMONT PLANNED DEVELOPMENT

Date	Work Order Nbr	Description	Quantity	Unit Cost	Amount
05/29/24	05013129-52	ENGINEERING TECH (HR)	5.00	48.00	240.00
05/29/24	05013129-52	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
05/29/24	05013129-52	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
05/29/24	05013129-52	REPORT REVIEW	0.50	110.00	55.00
06/05/24	05013129-50	ENGINEERING TECH (HR)	4.00	48.00	192.00
06/05/24	05013129-50	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/05/24	05013129-50	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/05/24	05013129-50	REPORT REVIEW	0.40	110.00	44.00
06/06/24	05013129-51	ENGINEERING TECH (HR)	3.00	48.00	144.00
06/06/24	05013129-51	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/06/24	05013129-51	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
				Invoice Total:	*Continued*

TERMS: NET 30 DAYS. A SERVICE CHARGE OF 1.5% PER MONTH, WHICH IS AN ANNUAL PERCENTAGE RATE OF 18% WILL BE ADDED TO ALL PAST DUE ACCOUNTS. FOR QUESTIONS REGARDING THIS INVOICE, PLEASE CALL THE PHONE NUMBER ABOVE.

To assure proper credit to your account, please return with your check made payable to PSI.

Please mail remittance to:

Customer #	Invoice #	Project Number	Amount Enclosed
1199283	00936213	05013129	

Professional Service Industries, Inc.
PO Box 74008418
Chicago, IL 60674-8418

RECEIVED JUL 15 2024
Moss Carpenter Construction Co., Inc.
Job Cost Code

24100 - 10410 - 0

Approval

Professional Service Industries, Inc.
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MEMPHIS, TN 38118
(901) 365-1802

Federal ID 37-0962090

MOSS CARPENTER CONSTRUCTION
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Customer #	Purchase Order	Project Number	Date	Invoice #	Page
1199283		05013129	06/30/24	00936213	0002

Project: ASHMONT PLANNED DEVELOPMENT

Date	Work Order Nbr	Description	Quantity	Unit Cost	Amount
06/06/24	05013129-51	REPORT REVIEW	0.30	110.00	33.00
06/17/24	05013129-53	ENGINEERING TECH (HR)	2.00	48.00	96.00
06/17/24	05013129-53	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/17/24	05013129-53	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/17/24	05013129-53	REPORT REVIEW	0.30	110.00	33.00
06/18/24	05013129-53	ENGINEERING TECH (HR)	6.00	48.00	288.00
06/18/24	05013129-53	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/17/24	05013129-53	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/17/24	05013129-53	REPORT REVIEW	0.50	110.00	55.00
06/19/24	05013129-54	ENGINEERING TECH (HR)	5.00	48.00	240.00
06/19/24	05013129-54	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
				Invoice Total:	*Continued*

TERMS: NET 30 DAYS. A SERVICE CHARGE OF 1.5% PER MONTH, WHICH IS AN ANNUAL PERCENTAGE RATE OF 18% WILL BE ADDED TO ALL PAST DUE ACCOUNTS. FOR QUESTIONS REGARDING THIS INVOICE, PLEASE CALL THE PHONE NUMBER ABOVE.

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Customer #	Invoice #	Project Number	Amount Enclosed
1199283	00936213	05013129	

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Federal ID 37-0962090

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LAKELAND TN 38002

Customer #	Purchase Order	Project Number	Date	Invoice #	Page
1199283		05013129	06/30/24	00936213	0003

Project: ASHMONT PLANNED DEVELOPMENT

Date	Work Order Nbr	Description	Quantity	Unit Cost	Amount
06/19/24	05013129-54	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/19/24	05013129-54	REPORT REVIEW	0.50	110.00	55.00
06/20/24	05013129-55	ENGINEERING TECH (HR)	5.00	48.00	240.00
06/20/24	05013129-55	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/20/24	05013129-55	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/20/24	05013129-55	REPORT REVIEW	0.50	110.00	55.00
06/21/24	05013129-56	ENGINEERING TECH (HR)	7.00	48.00	336.00
06/21/24	05013129-56	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/21/24	05013129-56	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/21/24	05013129-56	REPORT REVIEW	0.60	110.00	66.00
06/22/24	05013129-57	ENGINEERING TECH OT (HR)	6.00	72.00	432.00
				Invoice Total:	*Continued*

TERMS: NET 30 DAYS. A SERVICE CHARGE OF 1.5% PER MONTH, WHICH IS AN ANNUAL PERCENTAGE RATE OF 18% WILL BE ADDED TO ALL PAST DUE ACCOUNTS. FOR QUESTIONS REGARDING THIS INVOICE, PLEASE CALL THE PHONE NUMBER ABOVE.

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Please mail remittance to:

Customer #	Invoice #	Project Number	Amount Enclosed
1199283	00936213	05013129	

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LAKELAND TN 38002

Customer #	Purchase Order	Project Number	Date	Invoice #	Page
1199283		05013129	06/30/24	00936213	0004

Project: ASHMONT PLANNED DEVELOPMENT

Date	Work Order Nbr	Description	Quantity	Unit Cost	Amount
06/22/24	05013129-57	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/22/24	05013129-57	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/22/24	05013129-57	REPORT REVIEW	0.70	110.00	77.00
06/24/24	05013129-58	ENGINEERING TECH (HR)	5.00	48.00	240.00
06/24/24	05013129-58	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/24/24	05013129-58	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/24/24	05013129-58	REPORT REVIEW	0.50	110.00	55.00
06/25/24	05013129-59	ENGINEERING TECH (HR)	5.00	48.00	240.00
06/25/24	05013129-59	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/25/24	05013129-59	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/25/24	05013129-59	REPORT REVIEW	0.50	110.00	55.00
				Invoice Total:	*Continued*

TERMS: NET 30 DAYS. A SERVICE CHARGE OF 1.5% PER MONTH, WHICH IS AN ANNUAL PERCENTAGE RATE OF 18% WILL BE ADDED TO ALL PAST DUE ACCOUNTS. FOR QUESTIONS REGARDING THIS INVOICE, PLEASE CALL THE PHONE NUMBER ABOVE.

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Please mail remittance to:

Customer #	Invoice #	Project Number	Amount Enclosed
1199283	00936213	05013129	

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MEMPHIS CS DEPT
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Federal ID 37-0962090

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9700 VILLAGE CIRCLE
SUITE 300
LAKELAND TN 38002
USA

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SUITE 300
LAKELAND TN 38002

Customer #	Purchase Order	Project Number	Date	Invoice #	Page
1199283		05013129	06/30/24	00936213	0005

Project: ASHMONT PLANNED DEVELOPMENT

Date	Work Order Nbr	Description	Quantity	Unit Cost	Amount
06/26/24	05013129-60	ENGINEERING TECH (HR)	6.00	48.00	288.00
06/26/24	05013129-60	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/26/24	05013129-60	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/26/24	05013129-60	REPORT REVIEW	0.50	110.00	55.00
06/27/24	05013129-61	ENGINEERING TECH (HR)	5.00	48.00	240.00
06/27/24	05013129-61	VEHICLE-STANDARD (DAY)	1.00	45.00	45.00
06/27/24	05013129-61	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
06/27/24	05013129-61	REPORT REVIEW	0.50	110.00	55.00

Invoice Total:	$5,144.00
Balance Due:	$5,144.00

TERMS: NET 30 DAYS. A SERVICE CHARGE OF 1.5% PER MONTH, WHICH IS AN ANNUAL PERCENTAGE RATE OF 18% WILL BE ADDED TO ALL PAST DUE ACCOUNTS. FOR QUESTIONS REGARDING THIS INVOICE, PLEASE CALL THE PHONE NUMBER ABOVE.

To assure proper credit to your account, please return with your check made payable to PSI.

Please mail remittance to:

Customer #	Invoice #	Project Number	Amount Enclosed
1199283	00936213	05013129	

Professional Service Industries, Inc.
PO Box 74008418
Chicago, IL 60674-8418

BROWNING CONTRACTORS, INC

P O BOX 382003
GERMANTOWN, TN 38183-2003
901.850.4035

FOR: MOSS CARPENTER CONSTRUCTION COMPANY
9700 VILLAGE CIR SUITE 300
LAKELAND, TN 38002
ATTN: MR. JAMIE CARPENTER

CHANGE ORDER #6

Job: Ashmont　　Location: Lakeland, TN　　Date: 07.25.2024

ADDITIONAL ITEAMS	Quantity	Unit	Price	Total
Flock (6.19) billed for 1 pond, we flocked 2	1	EA	$1,375.00	$1,375.00
Flock (7.16) 2 pond	1	EA	$2,750.00	$2,750.00
Flock (7.24) 3 pond	1	EA	$4,750.00	$4,750.00
Seed and Straw Around Back Pond (7.22) (1.5 acres)	2	AC	$1,500.00	$2,250.00
Silt Fence Repairs (7.11, 7.15, 7.18, 7.19)	18	EA	$200.00	$3,600.00
Additional Silt Fence Type A (7.11, 7.17, 7.18, 7.19)	1,015	LF	$2.75	$2,791.25
Additional Silt Fence Wire Backing (7.19)	300	LF	$4.00	$1,200.00
Report July	1	EA	$850.00	$850.00
SUBTOTAL				$19,566.25
TOTAL PRICE				$19,566.25

AUTHORIZED
SIGNATURE:______________________________ DATE:________________
ACCEPTANCE OF PROPOSAL:
SIGNATURE:______________________________ DATE:________________

Payroll months: July, 2024 - August, 2024 (through sequence 2) Pay periods: All

	Pay Period	Pay Type	Hours	Rate	Gross Pay	Non Taxable Reimb.	Burden
Job: 24100	**Ashmont Phase 1**						
10721 CLEANUP							
	8/4/24	Regular	40.00	23.500	940.00		276.83
	8/4/24	Overtime	20.00	35.250	705.00		207.62
		Cost category totals	60.00		1,645.00	0.00	484.45
		Job totals	60.00		1,645.00	0.00	484.45
		Report totals	60.00		1,645.00	0.00	484.45

For selected JobId: 24100
For selected work class(es): 5403 Labor

McCarty Granberry Engineering
198 Progress Road
Collierville, TN 38017
(901) 221-0075
jmccarty@mccartygranberry.com

Invoice # **1814-08**

Bill To

Ashmont Developers, LLC
Attn: Bart Thomas
PO Box 772808,
Memphis, TN 38177

DATE	PLEASE PAY	DUE DATE
8/5/2024	**$5,060.49**	9/4/2024

PROJECT:

Ashmont

INVOICE PERIOD

07/05/2024-08/05/2024

Description:	Amount
Erosion Control Updates, Utilities, and Forcemain Design	4,502.62
Printing Costs	557.87

TOTAL DUE

$5,060.49

THANK YOU.

A2H ENGINEERS ARCHITECTS PLANNERS

Accounts Receivable
3009 Davies Plantation Road
Lakeland, TN 38002-8215
P. 901.372.0404

Industrial Development Board of the City of Lakeland, TN
10001 Highway 70
Lakeland, TN 38002
Mr. Michael Walker

Invoice number 62972
Date 07/31/2024

Project **24166 City of Lakeland-LakelandTN-Construction Administration Ashmont Development TIF**

For services performed through date of invoice

Industrial Development Board of the City of Lakeland, TN
Construction Contract Administration
Lakeland Ashmont Development TIF
Lakeland, TN

Description	Contract Amount	Percent Complete	Prior Billed	Total Billed	Current Billed
Construction Administration (Hourly Not To Exceed)	30,000.00	7.00	1,612.50	2,100.00	487.50
Total	30,000.00	7.00	1,612.50	2,100.00	487.50

Construction Administration (Hourly Not To Exceed)

Hourly Professional Fees

	Hours	Rate	Billed Amount
Engineer II			
Bob Watson	2.50	150.00	375.00
Administrator III			
Rachel Hughes	1.25	90.00	112.50
Construction Administration (Hourly Not To Exceed) subtotal			487.50

Invoice total **487.50**

LEM

Aging Summary

Invoice Number	Invoice Date	Outstanding	Current	Over 30	Over 60	Over 90	Over 120
62830	06/30/2024	487.50		487.50			
62972	07/31/2024	487.50	487.50				
	Total	975.00	487.50	487.50	0.00	0.00	0.00

EXHIBIT D

Form of Payment Request

PAYMENT REQUEST

To: The Industrial Development Board of the City of Lakeland, Tennessee
c/o President
10001 Highway 70
Lakeland, Tennessee 38002

Re: Development [and Financing] Agreement dated June 15, 2023, between Ashmont Developer, LLC ("Developer"), and The Industrial Development Board of the City of Lakeland, Tennessee, a public nonprofit corporation organized under Tenn. Code Ann. §§ 7-53-101, *et. seq.* (the "Board")

Pursuant to Section [4] of the Development Agreement, please disburse the sum of $410,711.74 from the Project Tax Increment Fund. In connection with such disbursement, the undersigned hereby certifies as follows:

(a) All amounts disbursed will be applied to the payment of or the reimbursement to Developer for Eligible Costs (including, without limitation, Transaction Costs), and the Eligible Improvements to which such Eligible Costs relate (if applicable) have been completed in material compliance with the plans and specifications previously provided to the Board or its Construction Consultant, to the extent applicable under the Development Agreement. The Construction Consultant has inspected and approved the Eligible Improvements, to the extent its approval is required under the Development Agreement.

(b) With the delivery of this Payment Request, all requirements for this disbursement under Section [4] of the Development Agreement have been satisfied.

(c) Developer or the Developer Representative has entered into all development agreements with the City of Lakeland or an agency thereof necessary for the construction of the Eligible Improvements to which this Payment Request relates. As of the date of this Payment Request, there are no defaults on the part of Developer or the Developer Representative under any such development agreements.

Please disburse all such amounts to the parties in the manner described on Exhibit A attached hereto.

All capitalized terms used herein and not otherwise defined have the respective meanings given to such terms in the Development Agreement.

Dated as of August 16, 2024.

Signatures on the following page.

DEVELOPER:

Ashmont Developer, LLC

By: [signature]

Name: Bart Thomas

Title: Member

Payment Request reviewed and reimbursement of Eligible Cost recommended **if required under Development Agreement:**

[CONSTRUCTION CONSULTANT]

By: [signature] - AZH, Inc.

Title: Director of Construction Admin.

Date: 8/19/2024

Exhibit D to Development Agreement

A2H
ENGINEERS · ARCHITECTS · PLANNERS

August 19, 2024

Mr. Michael Walker, President
Industrial Development Board
City of Lakeland, TN
10001 Highway 70
Lakeland, TN 38002

RE: **Lakeland Ashmont Planned Development TIF Draw #9 Approval Request**
A2H # 24166

Dear Mr. Walker,

We have reviewed the Payment Request submitted by Ashmont Developer, LLC, for Draw No. 9 dated August 16, 2024, for the Ashmont Planned Development Project. All of the supporting documentation appears to be in order, and all costs and expenses included in the payment request appear to comply with eligibility requirements of the TIF and executed Development Agreement for this project. A2H recommends payment of the requested amount of $410,711.74.

If there are any questions, or any additional information is needed in this regard, please let me know.

Sincerely,

Robert C. Watson

Robert C. Watson, P.E.
Director of Construction Administration
A2H, Inc.
901-487-5502
bobw@a2h.com

CITY OF LAKELAND TENNESSEE

Industrial Development Board

Meeting Cycle: Thursday, August 22, 2024

Subject: **Resolution** - approving an Economic Impact Plan and Tax Increment Financing Plan for Lakeland Safe City TIF and authorizing the submission of said plan to the Board of Commissioners of the City of Lakeland, Tennessee and the County Commission of Shelby County, Tennessee.

Staff Contact: Michael Walker, City Manager

STAFF RECOMMENDATION

The IDB President recommends that the Industrial Development Board of the City of Lakeland, Tennessee approve resolution R-113-2024.

BUDGET IMPACT

As with prior tax increment financing, there is no direct financial impact to the IDB related to this resolution. The benefits financially to the City of Lakeland are outlined in the attached Economic Impact Plan.

DISCUSSION

The attached EIP, presentation, map and materials provide information related to establishing this new TIF district.

Please review the Younger & Associates financial impact analysis along with the EIP document.

The Safe City or Safety TIF is proposed by the development teams of Heathfield and Lakeland Meadows, but is drafted to be sponsored by the City of Lakeland. As we learned last year when we approved and established the Lakeland Gateway TIF, these districts are an excellent opportunity for the City of Lakeland to fund needed infrastructure using only the future tax revenues of the parcels identified in the TIF district (and therefore, not on the backs of all residents). This particular TIF would enable the development team to construct Seed Tick Road between Highway 70 and Old Brownsville, and would enable the City to fund needed "safety" amenities, such as a proposed roundabout systems or a second fire station. In this way, we are able to improve the safety of the City of Lakeland, especially along Highway 70, without the need for future property tax increases that affect all residents. At the same time, we're able to spark economic development and growth in the areas identified as prime for such growth in our recently-adopted Lakeland PULSE Comprehensive Plan.

RESOLUTION R-113-2024

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND TENNESSEE APPROVING AN ECONOMIC IMPACT PLAN AND TAX INCREMENT FINANCING PLAN FOR LAKELAND SAFE CITY TIF AND AUTHORIZING THE SUBMISSION OF SAID PLAN TO THE BOARD OF COMMISSIONERS OF THE CITY OF LAKELAND, TENNESSEE AND THE COUNTY COMMISSION OF SHELBY COUNTY, TENNESSEE

WHEREAS, The Industrial Development Board of the City of Lakeland, Tennessee (the “Lakeland IDB”) would like to approve an economic impact plan (the “Economic Impact Plan”) regarding the development of an area in the City of Lakeland, Tennessee (“Lakeland”) around Highway 70 and Seed Tick Road, as more particularly described in the Economic Impact Plan (as defined below) (collectively, the “Plan Area”); and

WHEREAS, the Lakeland IDB would like to approve a Tax Increment Financing for the Plan Area; and

WHEREAS, the development of the Plan Area is expected to create a mixed use development that is expected to include retail space and hotels, which will provide Lakeland with an integrated, pedestrian-oriented community with an emphasis on safety, accessibility, and comfort, as more particularly described in the Economic Impact Plan (collectively, the “Project”), and

WHEREAS, the Economic Impact Plan would permit certain tax increment financing (“Tax Increment Financing”) pursuant to Chapter 53, Title 7 of the Tennessee Code Annotated; and,

WHEREAS, the Lakeland IDB has reviewed the Economic Impact Plan in an open, public meeting; and,

WHEREAS, the Lakeland IDB has conducted a public hearing on the Economic Impact Plan held at least two (2) weeks after public notice of the hearing was published in accordance with the applicable laws of Tennessee; and,

WHEREAS, the proceeds of the Tax Increment Financing would be used to pay the costs of the eligible public improvements (the “TIF Eligible Costs”) relating to the development of the Project; and,

WHEREAS, upon adoption of the Economic Impact Plan, the increment property tax revenues (the “TIF Revenues”) that result from the development of Plan Area under the Economic Impact Plan will be allocated to the Lakeland IDB to be used to pay debt service of the Tax Increment Financing; and,

RESOLUTION R-113-2024

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND TENNESSEE APPROVING AN ECONOMIC IMPACT PLAN AND TAX INCREMENT FINANCING PLAN FOR LAKELAND SAFE CITY TIF AND AUTHORIZING THE SUBMISSION OF SAID PLAN TO THE BOARD OF COMMISSIONERS OF THE CITY OF LAKELAND, TENNESSEE AND THE COUNTY COMMISSION OF SHELBY COUNTY, TENNESSEE

WHEREAS, in accordance with the Economic Impact Plan, the Lakeland IDB will issue the Tax Increment Financing to a lender or lenders to finance the TIF Eligible Costs and would pledge the TIF Revenues to such lender or lenders to apply to the debt service on the Tax Increment Financing; and,

WHEREAS, the Tax Increment Financing shall not represent or constitute a debt or pledge of the faith and credit or the taxing power of the Lakeland IDB, Lakeland, or Shelby County, Tennessee for approval with Tennessee Code Annotated 7-53-312.

NOW, THEREFORE, BE IT RESOLVED by the Lakeland IDB that**:**

RESOLVED, that the Economic Impact Plan, a copy of which is attached **Exhibit A** (the "Economic Impact Plan"), is hereby approved by the Lakeland IDB, and further,

RESOLVED, that the Lakeland IDB shall refer and submit the Economic Impact Plan to the City of Lakeland Tennessee's Board of Commissioners for approval, and further,

RESOLVED, that the Lakeland IDB shall refer and submit the Economic Impact Plan to the County Commission of Shelby County, Tennessee for approval, and further,

RESOLVED, that all other actions heretofore taken on behalf of the Lakeland IDB to prepare, refer and submit the Economic Impact Plan to the City of Lakeland Tennessee's Board of Commissioners and the County Commission of Shelby County, Tennessee are hereby approved, ratified and confirmed in all respects, and to the extent applicable, the Lakeland IDB waives any requirements under its existing policies and procedures to approve the Economic Impact Plan, and further,

RESOLVED, that the officers of the Lakeland IDB are hereby authorized to take all appropriate action to carry out the terms of this Economic Impact Plan and TIF Application.

RESOLUTION R-113-2024

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND TENNESSEE APPROVING AN ECONOMIC IMPACT PLAN AND TAX INCREMENT FINANCING PLAN FOR LAKELAND SAFE CITY TIF AND AUTHORIZING THE SUBMISSION OF SAID PLAN TO THE BOARD OF COMMISSIONERS OF THE CITY OF LAKELAND, TENNESSEE AND THE COUNTY COMMISSION OF SHELBY COUNTY, TENNESSEE

Dated: August 22, 2024

____

Alan Johnson, Chair

ATTEST:

____

Steve Laster, Secretary

RESOLUTION R-113-2024

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND TENNESSEE APPROVING AN ECONOMIC IMPACT PLAN AND TAX INCREMENT FINANCING PLAN FOR LAKELAND SAFE CITY TIF AND AUTHORIZING THE SUBMISSION OF SAID PLAN TO THE BOARD OF COMMISSIONERS OF THE CITY OF LAKELAND, TENNESSEE AND THE COUNTY COMMISSION OF SHELBY COUNTY, TENNESSEE

EXHIBIT A

ECONOMIC IMPACT PLAN

See Attached

45457886.4

CITY OF LAKELAND TENNESSEE

THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE

ECONOMIC IMPACT PLAN FOR

SAFE CITY TIF

I. Introduction

Highway 70 (Summer Avenue Extended) is a major thoroughfare in Shelby County that connects Lakeland to Bartlett, Arlington, and Fayette County. The portion of Highway 70 that runs through Lakeland contains many commercial developments and municipal uses that generate substantial vehicular traffic, and development of the Blue Oval project and related development in Fayette and Haywood counties will undoubtedly increase traffic levels. The current straight but hilly configuration of Highway 70 creates a natural speedway. The concentration of activities, hills, limited sight distances, and speed of vehicles on this Section of Highway 70 create a dangerous situation for residents of Shelby County. Serious traffic accidents are commonplace and will only increase as additional development occurs in this area.

Seed Tick Road is one of only a few north-south connectors in Lakeland. Seed Tick Road south of Highway 70 serves numerous residential developments as well as Lakeland Elementary School. It also links to Canada Road through the new Lakeland Gateway project and ultimately to Interstate 40. Seed Tick Road does not currently extend north of Highway 70, however. Extending Seed Tick Road north of Highway 70 is essential to relieve congestion at Winstead Farms and Highway 70 and to serve development in this area, including the Lakeland Administration Building and a future elementary school and Lakeland municipal complex.

Valleybrook Development LLC, a Tennessee limited liability company ("Valleybrook"), and Scott's Creek Development LLC, a Tennessee limited liability company ("Scott's Creek"), intend to develop projects in the vicinity of Highway 70 and Seed Tick Road (as more particularly described below), and the City of Lakeland, Tennessee ("Lakeland") has been in discussions with Valleybrook and Scott's Creek about ways to improve traffic safety in the vicinity of Highway 70 and Seed Tick Road in connection with such projects. Lakeland has requested assistance from The Industrial Development Board of the City of Lakeland, Tennessee, a public nonprofit corporation organized under Tenn. Code Ann. §§ 7-53-101, *et. seq*. (the "Lakeland IDB"), in connection with such projects and necessary infrastructure improvements along Highway 70, as more particularly described below.

What follows is an economic impact plan for the development of the area in Lakeland around Highway 70 and Seed Tick Road (the "Plan"). First, the Plan explains the statutory authority for financial assistance from the Lakeland IDB (Section II). Second, the Plan describes the project, the area subject to this Plan, and the requested financial assistance from the Lakeland IDB in the form of tax increment financing (Sections III, IV, and V). Third, the Plan discusses the expected benefits to Lakeland and Shelby County, Tennessee ("Shelby County") from the project

(Section VI). Finally, the Plan explains the mechanics of the requested tax increment financing and the public approval process for the Plan (Sections VII and VIII).

II. Authority for Economic Impact Plan

The Lakeland IDB is an "industrial development corporation" under Tenn. Code Ann. § 7-53-101 *et. seq.* (an "IDB"). An IDB is authorized under Tenn. Code Ann. §§ 7-53-312 to prepare and submit to cities and counties an economic impact plan with respect to an area that includes a project within the meaning of Tenn. Code Ann. § 7-53-101 and such other properties that the IDB determines will be directly improved or benefited due to the undertaking of such project. Tennessee Code Annotated § 7-53-312 also authorizes cities and counties to apply and pledge new incremental tax revenues that arise from the area subject to the economic impact plan to the IDB to promote economic development, to pay the cost of projects, or to pay debt service on bonds, notes, or other obligations issued by the IDB to pay the costs of projects.

III. The Project

Valleybrook and Scott's Creek each own a portion of property located along Highway 70 and Old Brownsville Road near Seed Tick Road, as more particularly described on the attached Exhibit A (the "Property"). Valleybrook and Scott's Creek, or one or more their respective affiliates (collectively, "Developer"), have proposed to construct a mixed-use development on the Property that is expected to include approximately 90,600 square feet of retail space, a boutique hotel, approximately 22 townhouses, and approximately 390 single-family residential units. The development will provide Lakeland with an integrated, pedestrian-oriented community with an emphasis on safety, accessibility, and comfort. The mixed-use development described above, excluding the single-family residential units, is collectively referred to in this Plan as the "Project." The Project is an eligible "project" within the meaning of Tenn. Code Ann. § 7-53-101(13).

The Project, however, is not feasible without extending Seed Tick Road north of Highway 70, improving Highway 70 to increase safety, and making significant investments in new and improved infrastructure and parking in the area, including site design and analysis, grading and drainage improvements, and construction of roads, sidewalks and pedestrian walkways, roundabouts, traffic signals, lighting, water lines, electrical line, gas lines, sewer lines, and parking areas. To make the Project financially feasible, Developer has requested that Lakeland and Shelby County approve, as part of this Plan, a plan for tax increment financing through the Lakeland IDB pursuant to Title 7, Chapter 53 of Tennessee Code Annotated to provide funds to pay a portion of the eligible costs of the improvements that are needed for the construction and operation of the Project, as more particularly described in Section V below. The proceeds of the tax increment financing would be used to pay certain eligible costs, in accordance with Tenn. Code Ann. § 7-53-312 and Tenn. Code Ann. §§ 9-23-101 *et. seq.* (collectively, the "Tax Increment Act"), relating to the Project (the "Tax Increment Incentive").

IV. Boundaries of Plan Area

The area that would be subject to this Plan and to the Tax Increment Incentive (the "Plan Area") includes the Property and other areas that will directly benefit from the Project. In addition, certain improvements (e.g., roundabouts on Highway 70) will be made to the adjoining areas that will directly benefit the Project (such adjoining areas, the "Development Area"). The Plan Area and the Development Area are shown on the attached Exhibit B, and a list of the existing tax parcels that are included in the Plan Area is attached hereto as Exhibit C. The Plan Area is hereby declared to be subject to this Plan, and the Project is hereby identified as the project that will be located within the Plan Area.

V. Financial Assistance to Project

The Lakeland IDB will provide financial assistance to the Project and infrastructure improvements in the Development Area by applying the proceeds of the tax increment financing described herein to pay for the following (the "Eligible Costs"): all costs that are (i) incurred in connection with the development of the Project, infrastructure improvements in the Development Area, and the Tax Increment Incentive and (ii) permitted under the Tax Increment Act, including, without limitation, the costs of designing, constructing, and installing the improvements listed on the attached Exhibit D (the "Planned Improvements"). A final description of Planned Improvements, together with the costs and expenses of such improvements and fees to be reimbursed with the Tax Increment Incentive, will be set forth in one or more development agreements to be executed by the Lakeland IDB, Lakeland, and Developer (and any future developers designated by Lakeland) in connection with the Tax Increment Incentive and consistent with this Plan (collectively, the "Development Agreement"), as the same may be amended from time to time by the Lakeland IDB, Lakeland and the Developer so long as such amendments are consistent with this Plan. The Lakeland IDB is hereby authorized to issue and sell bonds, notes, or other obligations for purposes of paying the Eligible Costs, subject to the terms and conditions set forth in Section VII.b. below.

Tenn. Code Ann. § 9-23-108 does not permit the application of incremental tax revenues pursuant to this Plan to pay certain costs relating to privately owned land without first receiving a written determination from the Comptroller of the State of Tennessee (the "State") and the Commissioner of Economic and Community Development of the State that the use of tax increment revenues for such purposes is in the best interest of the State. The Lakeland IDB will not apply any tax increment revenues to pay costs as to which such a written determination is required without first obtaining such written determination.

VI. Expected Benefits to Lakeland and Shelby County

There are numerous expected benefits to Lakeland and Shelby County from implementation of the Project. A primary benefit of the Project and the infrastructure improvements in the Development Area is improved traffic safety on Highway 70 and adjoining streets. Lakeland intends to use some of the proceeds of the Tax Increment Incentive to construct roundabout intersections on Highway 70. These roundabouts will help reduce traffic speeds, thereby increasing safety. Lakeland is also requiring Developer to construct an extension of Seed Tick Road, which will greatly improve traffic circulation in the area.

Another benefit of the Project and related development of the Development Area will be to create a vibrant, mixed-use center, which will include multi-use trails and a grand public space in which to meet, play on the lawn, listen to music, and enjoy seasonal festivities. The Project will include shops, restaurants, a hotel, and residences interconnected by streets designed with on-street parking, decorative furnishings, and wide sidewalks to provide a pedestrian experience with an emphasis on safety, accessibility, and comfort.

Implementation of the Project will also serve to stimulate additional development on areas surrounding the Property. The Project is also expected to preserve and create jobs within Lakeland and Shelby County. The Project is expected to support approximately 1,000 temporary construction-related jobs and approximately 140 permanent jobs in the area.

In addition to the benefits realized from the Project and infrastructure improvements in the Development Area and expanding the job base, Lakeland and Shelby County are also expected to receive substantial additional taxes as a result of the Project. Since the Property is currently undeveloped, the current ad valorem taxes generated in the Plan Area amount to only approximately $16,500.00 per year. The total Project investment is estimated at approximately $292.6 million. The total property taxes to be generated by the Project during the term of the Tax Increment Incentive (after the payment of certain fees to the Shelby County Trustee and the Lakeland IDB as set forth in <u>Section VII.a.</u> below) are estimated at approximately $55.3 million, based on current tax rates. Of these property taxes, Lakeland will receive approximately $10.34 million, and Shelby County will receive approximately $14.4 million during the term of the Tax Increment Incentive. A portion of the new property taxes generated in the Plan Area would be available to pay for Eligible Costs and administrative expenses of the Tax Increment Incentive, as more particularly described below.

Following the expiration of the Tax Increment Incentive, Lakeland and Shelby County will benefit from the entire increase in the property taxes, estimated to be, per year, approximately $2,700,803 for Shelby County and $948,070 for Lakeland.

In addition to the new property taxes discussed above, the Project is also expected to generate additional local sales taxes of approximately $26.6 million and additional taxes (including hotel/motel taxes) of approximately $5.6 million for the term of the Tax Increment Incentive. These tax revenue projections are based on current tax rates.

VII. Distribution of Property Taxes and Tax Increment Financing

a. <u>Distribution of Taxes</u>. Subject to the provisions of this Plan, property taxes imposed on real property and personal property located within the Plan Area will be allocated and distributed as provided in this subsection. The taxes assessed by Lakeland and Shelby County on such property within the Plan Area will be divided and distributed as follows in accordance with the Tax Increment Act:

i. First, two percent (2%) of all of Shelby County property taxes payable with respect to the Plan Area shall be payable to Shelby County Trustee as set forth in Tenn. Code Ann. § 8-11-110 ("<u>Shelby County Trustee Fee</u>").

ii. Second, an amount equal to (x) the portion of the property taxes payable with respect to the Plan Area for the year prior to the date of approval of this Plan (other than any portion of such taxes that that constitutes Dedicated Taxes, as defined below) (the "Base Taxes"), plus (y) that portion of property taxes levied upon property within the Plan Area for the payment of debt service of Lakeland and Shelby County (the "Dedicated Taxes" and together with the Base Taxes, the "Total Base Tax Amount"), less the County Trustee Fee, will, pursuant to Tenn. Code Ann. § 9-23-103, be allocated to and, as collected, paid to Lakeland and Shelby County in the same manner as all other taxes levied by Lakeland and Shelby County on all other properties; provided, however, that in any year in which the taxes on the property within the Plan Area are less than the Total Base Tax Amount, only the taxes actually imposed will be allocated and paid to Lakeland and Shelby County.

iii. Third, seventy-five percent (75%) of the excess of property taxes over the Total Base Tax Amount less the Shelby County Trustee Fee as set forth above (the "TIF Revenues") will be allocated and, as collected, paid into a separate fund of the Lakeland IDB created to hold such payments until the tax proceeds in the fund are to be applied to pay the Eligible Costs as described above.

iv. Fourth, five percent (5%) of the excess of property taxes over the Total Base Tax Amount less the Shelby County Trustee Fee shall be payable to the Lakeland IDB, as an administrative fee for administering the Tax Increment Incentive. Of the fees received by the Lakeland IDB, the Lakeland IDB shall distribute two percent (2%) of the excess of property taxes over the Total Base Tax Amount to the Shelby County Trustee as an administrative fee for administering the Tax Increment Incentive.

v. Fifth, the remaining of the excess of property taxes over the Total Base Tax Amount less the Shelby County Trustee Fee as set forth above will be allocated to and, as collected, paid to Lakeland and Shelby County as all other taxes levied by the City and County on all other properties.

A table setting out the distribution process is set forth below:

Lakeland TIF Calculation

	Current Year Taxes Paid to City
-	2% Shelby County Trustee's Fee
-	Base Year Taxes Paid to Lakeland
=	Excess of Current Over Base Year
-	Current Year Millage Dedicated to Debt Service to Lakeland
=	Incremental Tax Revenue
-	75% Share of Incremental Tax Revenue to Project
-	2% Share of Incremental Tax Revenue to Shelby County Trustee
-	3% Share of Incremental Tax Revenue to the Lakeland IDB
=	20% Share of Incremental Tax Revenue to Lakeland

Shelby County TIF Calculation

	Current Year Taxes Paid to County
-	2% Shelby County Trustee's Fee
-	Base Year Taxes Paid to Shelby County
=	Excess of Current Over Base Year
-	Current Year Millage Dedicated to Debt Service to Shelby County
=	Incremental Tax Revenue
-	75% Share of Incremental Tax Revenue to Project
-	2% Share of Incremental Tax Revenue to Shelby County Trustee
-	3% Share of Incremental Tax Revenue to the Lakeland IDB
=	20% Share of Incremental Tax Revenue to Shelby County

The Plan Area may hereafter the divided into separate tax parcels to allow for phased development. The Lakeland IDB is authorized to make all calculations of TIF Revenues on the basis of each parcel within in the Plan Area instead of on an aggregate basis as permitted by the Tax Increment Act. If the Lakeland IDB opts to have such calculations made based upon each parcel, the Lakeland IDB shall give notice to Lakeland and Shelby County that such methodology will be used prior to the first allocation date of any TIF Revenues.

The Board is also authorized to designate, by notice to Lakeland and Shelby County, that the allocation of TIF Revenues from any parcel or group of parcels in the Plan Area shall begin in any tax year within the next seven tax years, subject to the time limitation on allocations provided below.

TIF Revenues shall be paid to the Lakeland IDB, to the extent received by Lakeland or Shelby County, within ninety (90) days after the respective dates that taxes would be delinquent to Lakeland and Shelby County for such tax year. TIF Revenues received by Lakeland and Shelby County as delinquent taxes shall be paid to the Lakeland IDB by Lakeland and Shelby County within thirty (30) days of receipt.

b. TIF Obligations. In order to pay for Eligible Costs of the Project, the Lakeland IDB intends to use the incremental tax revenues that it would receive as a result of the adoption of this Plan to pay debt service on obligations incurred to finance such costs (or to reimburse Lakeland or the Developer directly for Eligible Cost). This tax increment financing will be structured as follows:

i. The Lakeland IDB may borrow the amount necessary to pay for the Planned Improvements, the cost of financing the Planned Improvements, and related Eligible Costs through the issuance and sale of notes, bonds, or other obligations of the Lakeland IDB. Such amount will be applied to pay the costs relating to the Project after payment of costs incurred in connection with the issuance of the Tax Increment Financing. The Lakeland IDB may pledge the TIF Revenues allocated to the Lakeland IDB pursuant to this Plan to the payment of such notes, bonds, or other obligations, including, without limitation, principal and interest thereon. In no event will any such obligations issued by the Lakeland IDB be considered a debt or obligation of Lakeland or Shelby County in any manner whatsoever, and the source of the funds to satisfy the Lakeland IDB's payment obligations thereunder shall be limited solely to the TIF Revenues, and such obligations shall otherwise be non-recourse to the Lakeland IDB, Lakeland and Shelby County.

ii. The proceeds of the notes, bonds, or obligations may be used to pay Eligible Costs as described above, the costs of issuances relating to notes, bonds or obligations described above, and interest on such notes, bonds, or other obligations.

c. Time Period. Taxes on the real and personal property within the Plan Area will be divided and distributed as provided in this Plan for a period, as to each parcel of property in the Plan Area, not in excess of twenty (20) years as to any parcel but, in any event, such allocations shall cease when there are not Eligible Costs, including debt service, to be paid from the TIF Revenues.

d. Qualified Use. The Lakeland IDB, Lakeland, and Shelby County, by the adoption of this Plan, find that the use of the TIF Revenues as described herein is in furtherance of promoting economic development in Lakeland and Shelby County and that costs and expenses to be financed as described herein are costs of the Project.

VIII. Approval Process

Pursuant to Tenn. Code Ann. § 7-53-312, the process for the approval of this Plan is as follows:

a. The Lakeland IDB holds a public hearing relating to the proposed Plan after publishing notice of such hearing in a newspaper of general circulation in Lakeland and Shelby County at least two (2) weeks prior to the date of the public hearing. The notice must include the time, place and purpose of the hearing as well as notice of how a map of the subject area may be viewed by the public. Following such public hearing, the Lakeland IDB must approve the Plan, and after approval of the Plan by the Lakeland IDB, the Lakeland IDB will submit the Plan to Lakeland and Shelby County for their approval.

b. The governing bodies of Lakeland and Shelby County must approve the Plan to be effective as to both Lakeland and Shelby County. The Plan may be approved by resolutions of the Board of Commissioners of Lakeland and County Commission of Shelby County, whether or not the local charter provisions of the governing bodies provide otherwise. If the governing body of Lakeland approves this Plan but the governing body of Shelby County does not approve this Plan, at Lakeland's option, this Plan shall still be effective as to Lakeland, and all references to allocating TIF Revenues of Shelby County shall be deemed deleted. If the governing body of Shelby County approves this Plan but the governing body of Lakeland does not approve this Plan, at Lakeland's option, this Plan shall still be effective as to Shelby County, and all references to allocating TIF Revenues of Lakeland shall be deemed deleted.

c. Once this Plan has been approved by the governing bodies of Lakeland and Shelby County, the clerk or other recording official of the governing bodies shall transmit the following to the appropriate tax assessor and taxing agency affected: (a) a copy of the description of the property within the Plan Area, and (b) a copy of the resolutions approving the Plan. A copy of the Plan and the resolutions approving the Plan shall be filed with the Comptroller of the State and annual statements of incremental tax revenues allocated to the Lakeland IDB shall be filed with the State Board of Equalization as required by the Tax Increment Act. The Lakeland IDB will also comply with all other procedural requirements of the Tax Increment Act and other applicable laws.

d. Once this Plan has been approved by the governing bodies of Lakeland and Shelby County, the Lakeland IDB, Lakeland, and the Developer shall execute the Development Agreement.

EXHIBIT A

Legal Description of the Property

PARCEL 1:

Property located in Lakeland, Shelby County, Tennessee, and being more particularly described as follows:

Beginning at a ½" rebar in the northwest line of U.S. Highway 70 (right-of-way varies), said point being the southeast corner of the subject property, said point referenced by a found concrete monument located on a bearing of N 01°53'18" W and a distance of 19.8 feet from the aforementioned point, said point also being 30.0 feet northwest of the centerline of the existing pavement of said U.S. Highway No. 70, thence S 66°30'11" W along said northwest line of said U.S. Highway No. 70 and with said subject property 297.09 feet to a ½" rebar; thence across said property the following calls N 21°54'06" W a distance of 385.33 feet to a ½" rebar; thence N 12°26'19" W a distance of 253.90 feet to a point in the centerline of an existing ditch; thence the following calls: S 85°38'57" E a distance of 55.52 feet to a point; thence along a curve to the left having a radius of 500.00 feet, an arc length of 156.01 feet, a chord bearing of N 85°24'44" E and a chord distance of 155.37 feet to a point; thence N 76°28'25" E a distance of 19.82 feet to a point; thence S 13°31'35" E a distance of 31.00 feet to a point; thence N 76°28'25" E a distance of 67.13 feet to a point; thence along a non-tangent curve to the left having a radius of 765.50 feet, an arc length of 4.33 feet, a chord bearing of N 12°31'41" W and a chord distance of 4.33 feet to a point; thence N 77°18'36" E a distance of 156.33 feet to a point in the west line of Phase I, Re-subdivision of Lot B and Lot C, Winstead Farms Planned Mixed Use Development recorded in P.B. 278, Pg. 23; thence S 01°53'18" E along said west line of Winstead Farms Planned Mixed Use Development recorded in P.B. 278, Pg. 23 a total distance of 524.23 feet to the Point of Beginning and containing 4.94 acres of land.

PARCEL 2:

Property located in Lakeland, Shelby County, Tennessee, and being more particularly described as follows:

Beginning at a 1/2" rebar at the southeast corner of the subject property and being in the west line of Phase 1, Re-Subdivision of Lot B and Lot C, Winstead Farms Planned Mixed Use Development recorded in P.B. 278, Pg. 23; thence along the south line of the subject property the following calls: S 77°18'36" W a distance of 156.33 feet to a point; thence along a non-tangent curve to the right with a radius of 765.50 feet, an arc length of 4.33 feet, a chord bearing of S 12°31'41" E and a chord distance of 4.33 feet to a point; S 76°28'25" W a distance of 67.13 feet to a point; thence N 13°31'35" W a distance of 31.00 feet to a point; thence S 76°28'25" W a distance of 19.82 feet to a point; thence along a tangent curve to the right with a radius of 500.00 feet, an arc length of 156.01 feet, a chord bearing of S 85°24'44" W and a chord distance of 155.37 feet to a point; thence N 85°38'57" W a distance of 55.51 feet to a point in the centerline of an existing ditch, said point being the southwest corner of subject property, and in the east line of the Board of Education for the Lakeland School System property recorded in Instrument Number 22012107; thence northwestwardly generally with the centerline of said existing ditch the following calls: N

13°06'59” W a distance of 112.98 feet to a point; thence N 04°34'39” W a distance of 105.77 feet to a point; thence N 07°30'06” W a distance of 190.93 feet to a point; thence N 18°50'19” W a distance of 97.42 feet to a point; thence N 15°22'12”E a distance of 69.64 feet to a point; thence N 18°33'46” W a distance of 220.42 feet to a point; thence N 06°32'30” E a distance of 67.08 feet to a point; thence N 27°53'17” W a distance of 64.24 feet to a point; thence N 72°00'33” W a distance of 54.28 feet to a point; thence N 15°16'00” E a distance of 88.23 feet to a point; thence N 19°34'44” W a distance of 51.30 feet to a point; thence N 17°10'01” E a distance of 91.17 feet to a point; thence N 36°08'25” W a distance of 95.66 feet to a point; thence N 42°11'36” E a distance of 44.93 feet to a point; thence the following calls: N 73°00'07” E a distance of 125.41 feet to a point; thence along a tangent curve to the right with a radius of 894.50 feet, an arc length of 235.89 feet, a chord bearing of N 80°33'24” E and a chord distance of 235.21 feet to a point; thence N 88°06'42” E a distance of 118.70 feet to a point; thence N 01°53'18” W a distance of 35.42 feet to a point; thence N 88°00'54” E a distance of 150.01 feet to a point in the west line of Winstead Farms Planned Mixed Use Development recorded in P.B. 239, Page 2; thence S 01°53'18” E along west line of said Winstead Farms Planned Mixed Use Development recorded in P.B. 239, Pg. 2 and along the west line of said Phase 1, Re-subdivision of Lot B and Lot C, Winstead Farms Planned Mixed Use Development recorded in P.B. 278, Pg. 23, 1327.85 feet to the Point of Beginning and containing 16.50 acres of land, more or less.

PARCEL 3:

Property located in Lakeland, Shelby County, Tennessee, and being more particularly described as follows:

Commencing at a found cotton picker spindle in the centerline of existing pavement of Old Brownsville Road, said point being the northwest corner of the Lakeland Meadows Planned Development, Phase One as recorded in Plat Book 297, Pg. 49 and the northeast corner of the Brandon H. Massey and Brittany S. Massey property recorded in Instrument Number 20106387; thence along the west line of the said Lakeland Meadows property and the east line of said Massey property the following calls: S 14°53'18” E a distance of 211.06 feet to a point; S 16°26'30” E a distance of 210.90 feet to a point in the centerline of an existing ditch, said point being the true Point of Beginning; thence southeastwardly and generally with the centerline of said existing ditch and along the east line of the said Lakeland Meadows property the following calls: S 16°26'30” E a distance of 189.10 feet to a point; thence S 09°32'59” E a distance of 141.00 feet to a point; thence S 14°09'53” W a distance of 57.00 feet to a point; thence S 01°31'58” E a distance of 77.96 feet to a point; thence S 36°52'57” E a distance of 127.91 feet to a point; thence along the west property line of the Lakeland Meadows property a distance of 5.43 feet and then along the west line of the Cypress Bend, LLC. property recorded in Instrument Number 22044861 the following calls: S 42°11'36” W passing the southwest corner of said Lakeland Meadows property at 5.43 feet and continuing along the west line for a total distance of 50.36 feet to a point; thence S 36°08'25” E a distance of 95.66 feet to a point; thence S 17°10'01” W a distance of 91.17 feet to a point; thence S 19°34'44” E a distance of 51.30 feet to a point; thence S 15°16'00” W a distance of 88.23 feet to a point; thence S 72°00'33” E a distance of 54.28 feet to a point; thence S 27°53'17” E a distance of 64.24 feet to a point; thence S 06°32'30” W a distance of 67.08 feet to a point; thence S 18°33'46” E a distance of 220.42 feet to a point; thence S 15°22'12” W a distance of 58.15 feet to a point; thence the following calls: S 89°07'12” W a distance of 131.60 feet; along a tangent curve to the right with a radius of 640.50 feet, an arc length of 142.90 feet, a chord bearing of n 84°29'18" W and a chord distance of 142.60 feet ; thence N 78°05'49" W a distance of 447.55 feet to a point in the east line of the Seed Tick, LLC property (Instrument Number 19076503); thence along the east line of the said Seed Tick LLC. property the following calls: N 11°55'52" E a distance of 401.22 feet to a point; along a non-tangent curve to the left having a radius of 1113.21 feet, an arc length of 282.21 feet, a chord bearing of N 04°40'01" E and a chord distance of 281.45 feet to a point; thence leaving the said east line the following calls: N 87°26'30" E a distance of 161.42 feet to a point; along a non-tangent curve to the left having a radius of 1274.34 feet, an arc length of 192.94 feet, a chord bearing of N 6°55'48' W and a chord distance of 192.76 feet to a point; thence N 32°53'26" E a distance of 108.51 fee to a point, said point the southernmost southeast corner of said Massey property; thence N 32°53'26" E along the southeast line of said Massey property 273.34 feet to the Point of Beginning and containing 12.10 acres of land, more or less.

PARCEL 4:

Property located in Lakeland, Shelby County, Tennessee, and being more particularly described as follows:

Beginning at a found 1/2" rebar at the northeast corner of said property previously recorded at Instrument Number P8 9758 and Instrument Number 2091717, said point being the northwest corner of the Evergreen PD LLC property recorded in Instrument Number 21101395 and being in the south line of the L&N Railroad (100-foot right-of-way); thence S 04°58'25" W along said east property line and with the west property line of said Evergreen PD LLC property and the west line of the Heritage Operating, L.P. (Instrument Number GX 7079) a distance of 1566.42 to a found cotton picker spindle in the centerline of existing pavement of Old Brownsville Road; thence in a westerly direction and generally with the existing pavement of said Old Brownsville Road the following calls: S 76°27'56" W a distance of 81.00 feet to a point; S 76°36'40" W a distance of 80.77 feet to a point; S 76°59'09" W a distance of 154.76 feet to a point; along a tangent curve to the right with a radius of 1030.00 feet an arc length of 260.90 feet to a point of tangency; N 88°30'05"W a distance of 175.86 feet to a point; N 87°47'26" W a distance of 204.16 feet to a point; N 88°58'06" W a distance of 138.69 feet to a point; N 87°28'00" W a distance of 115.59 feet to a point; N 86°28'11" W a distance of 215.80 feet to a point; N 86°06'21" W a distance of 53.12 feet to a point; N 87°12'48" W a distance of 74.81 feet to a point; along a tangent curve to the left with a radius of 975.00 feet an arc length of 272.68 feet to a point of tangency; S 76°45'45" W a distance of 69.89 feet to a point; S 70°33'52" W a distance of 10.75 feet to a point; S 74°59'10" W a distance of 404.04 feet to a point; S 74°41'42" W a distance of 857.78 feet to a point; S 74°25'47" W a distance of 394.18 feet to a point; thence leaving said centerline and along the west line of the subject property and the east line of the Otto Family TCP Trust property (Instrument Number 22111901) N 16°11'06" W a distance of 1364.03 feet to a point, said point being the northwest corner of the subject property and in the south line of the said L&N Railroad right-of-way; thence along said south line N 78°50'52" E a distance of 4083.32 feet to the Point of Beginning and containing 118.661 acres of land, more or less.

PARCEL 5:

Property located in Lakeland, Shelby County, Tennessee, and being more particularly described as follows:

Part of the Lillian Humphreys ~72" acre tract beginning at a point 359.37 feet west of an iron pin in the north line of U. S. Highway 70 (60 feet wide), said iron pin being 45.27 feet east of the intersection of the projection of the centerline of Seed Tick Road with the north line of U. S. Highway No. 70, said point also being 1151.22 feet west of the east line of the original Lillian Humphreys 72 acres, as measured along the north line of said Highway; thence north 450' perpendicular to Highway 70; thence west 241' parallel to Highway 70; thence south 450' running parallel to the east property line; thence East 24l' to the point of beginning, containing approximately 2.5 acres.

Being the same property conveyed to Grantor by Quit Claim Deed of record as Instrument No. 13133335 as re-recorded at Instrument No. 13136503 and as corrected by Correction Quit Claim Deed at Instrument No. 16047012, all in the Register’s Office of Shelby County, Tennessee.

PARCEL 6:

Property located in Lakeland, Shelby County, Tennessee, and being more particularly described as follows:

Being a portion of Parcel I, all of Parcel Il and all of Parcel Ill of the 'Harding Academy of Memphis, Inc.' property as recorded in Instrument Number 05182497 at the Shelby County Register's Office, City of Memphis, State of Tennessee being more particularly described by metes and bounds as follows: Commencing at the physical centerline intersection of U.S. Highway No. 70 (ROW varies) and Seed Tick Road; thence with a portion of the centerline of said U.S. Highway 70, South 66 degrees 33 minutes 14 seconds West a distance of 539.61' to a point; thence departing from and perpendicular to said centerline, North 23 degrees 26 minutes 46 seconds West a distance of 30.00 feet to a point (found iron pin) in the north line of said U.S. Highway No. 70, said point being the southwest corner of the Ray James Irrevocable Trust Agreement property as recorded in Quit Claim #16047012 at the Shelby County Register's Office, City of Memphis, State of Tennessee and being the TRUE POINT OF BEGINNING of the property herein described; thence with a portion of said north line of U.S. Highway No. 70, South 66 degrees 33 minutes 14 seconds West a distance of 846.08' to a point (found iron pin); thence North 23 degrees 26 minutes 46 seconds West a distance of 45.00' to a point (found iron pin); thence South 66 degrees 33 minutes 14 seconds West a distance of 70.91' to a point in the center of Scott's Creek; thence departing from said north line with the centerline of said Scott's Creek and the east line of the Jones Gilliland Group, LLC property (#12147685) and the east line of the ‘Board of Education for the Lakeland School System' property (#15108376) the following twenty-seven (27) calls;

1. North 25 degrees 06 minutes 45 seconds East a distance of 117.12'
2. North 33 degrees 23 minutes 28 seconds West a distance of 104.84'
3. North 15 degrees 15 minutes 31 seconds West a distance of 173.16'

4. North 46 degrees 36 minutes 39 seconds West a distance of 112.27'
5. North 11 degrees 37 minutes 41 seconds West a distance of 255.88'
6. North 86 degrees 04 minutes 03 seconds West a distance of 55.58'
7. North 11 degrees 32 minutes 12 seconds West a distance of 127.03'
8. North 88 degrees 53 minutes 01 seconds East a distance of 117.96'
9. North 01 degrees 26 minutes 17 seconds West a distance of 141.13'
10. North 31 degrees 11 minutes 42 seconds West a distance of 96.80'
11. North 01 degrees 24 minutes 35 seconds East a distance of 66.67'
12. North 11 degrees 41 minutes 49 seconds West a distance of 111.93
13. North 13 degrees 51 minutes 09 seconds East a distance of 149.98'
14. North 52 degrees 44 minutes 42 seconds East a distance of 116.50'
15. North 21 degrees 22 minutes 45 seconds West a distance of 123.89'
16. North 28 degrees 40 minutes 58 seconds East a distance of 138.54'
17. North 73 degrees 07 minutes 03 seconds West a distance of 54.79'
18. North 03 degrees 37 minutes 57 secönds East passing the northwest corner of said original Lillian Humphrey 72 acres at a distance of 20.07' but continuing for a total distance of 24.01'
19. North 01 degrees 55 minutes 39 seconds West a distance of 109.37'
20. North 60 degrees 20 minutes 56 seconds East a distance of 198.45'
21. North 09 degrees 52 minutes 04 seconds West a distance of 140.50'
22. North 28 degrees 01 minutes 56 seconds East a distance of 139.00'
23. North 54 degrees 55 minutes 04 seconds West a distance of 127.90'
24. North 00 degrees 33 minutes 56 seconds East a distance of 373.10'
25. North 88 degrees 16 minutes 04 seconds West a distance of 156.83'
26. North 38 degrees 15 minutes 56 seconds East a distance of 122.50'
27. North 40 degrees 20 minutes 19 seconds West a distance of 139.73' to a point in the south line of the Wiles property (#04111769);

thence departing from said centerline of Scott's Creek with a portion of said south line, South 86 degrees 57 minutes 07 seconds East a distance of 516.08' to the southeast corner of said Wiles property (found fence post); thence with the east line of said Wiles property, North 04 degrees 34 minutes 53 seconds East a distance of 643.14' to the intersection with the physical centerline of Old Brownsville Road (set cotton picker spindle with washer); thence with a portion of said centerline, North 75 degrees 14 minutes 04 seconds East a distance of 991.69' to the intersection with the northerly projection of the west line of said proposed Seed Tick Road (set cotton picker spindle with washer); thence departing from and perpendicular to said centerline and with said proposed west line the following five (5) calls:

1. South 14 degrees 45 minutes 56 seconds East a distance of 600.00' to a point (set iron pin);
2. South 75 degrees 14 minutes 04 seconds West a distance of 20.01' to a point of non-tangent curvature (set iron pin);
3. thence in southeasterly direction along the arc of a curve to the right having a radius of 1112.89' (Long Chord = South 01 degrees 25 minutes 35 seconds East, 513.51') an arc distance of 518.18' to a point (set iron pin);
4. thence South 11 degrees 54 minutes 45 seconds West passing the north line

of said original Lillian Humphreys 72 acres at a distance of 1003.74' but continuing for a total distance of 1594.66' to a point of curvature (set iron pin);

5. thence in a southwesterly direction along the arc of a curve to the left having a radius of 485.92' (Long Chord = South 05 degrees 43 minutes 27 seconds West, 104.66') an arc distance of 104.87' to a point (set iron pin) of intersection with the easterly prolongation of the north line of said Ray James Irrevocable Trust Agreement property;

thence departing from said proposed west right of way line of Seed Tick Road with said easterly prolongation and said north line being 450' north of and parallel with said north right of way line of U.S. Highway 70 (30' from centerline), South 66 degrees 33 minutes 14 seconds West passing the northeast corner of said Ray James property at 265.49' but for a total distance of 506.49' to the northwest corner (found iron pin) of said Ray James property; thence with the west line of said property, South 23 degrees 26 minutes 46 seconds East a distance of 450.00' to said TRUE POINT OF BEGINNING.

Said described property described containing 4,248,571 square feet or 97.53 acres, more or less.

EXHIBIT B

Map of Plan Area and Development Area

LRK

Lakeland Safety TIF

Lakeland, TN | 01.23054.00 | 08.13.24

Lakeland Roundabout Exhibit

Valleybrook Development LLC

EXHIBIT C

Parcel Identification Numbers of Parcels in Plan Area

1. L0140 00299
2. L0150B C00001
3. L0150B C00002
4. L0150B C00003
5. L0150B C00004
6. L0150B C00005
7. L0150B C00006
8. L0150B C00007
9. L0150B C00008
10. L0150B C00009
11. L0150B C00010
12. L0150B C00011
13. L0150B C00012
14. L0150B C00013
15. L0150B C00014
16. L0150B C00015
17. L0150B C00016
18. L0150B C00017
19. L0150B C00018
20. L0150B C00019
21. L0150B C00020
22. L0150B C00021
23. L0150B C00022
24. L0150B C00023
25. L0150B C00024
26. L0150B C00025
27. L0150B C00026
28. L0150B C00027
29. L0150B C00028
30. L0150B C00029
31. L0150B C00030
32. L0150B C00031
33. L0150B C00032
34. L0150B C00033
35. L0150B C00034
36. L0150 00541
37. L0150 00286
38. L0150 00542

EXHIBIT D

Planned Improvements

The following improvements in the Plan Area and Development Area:

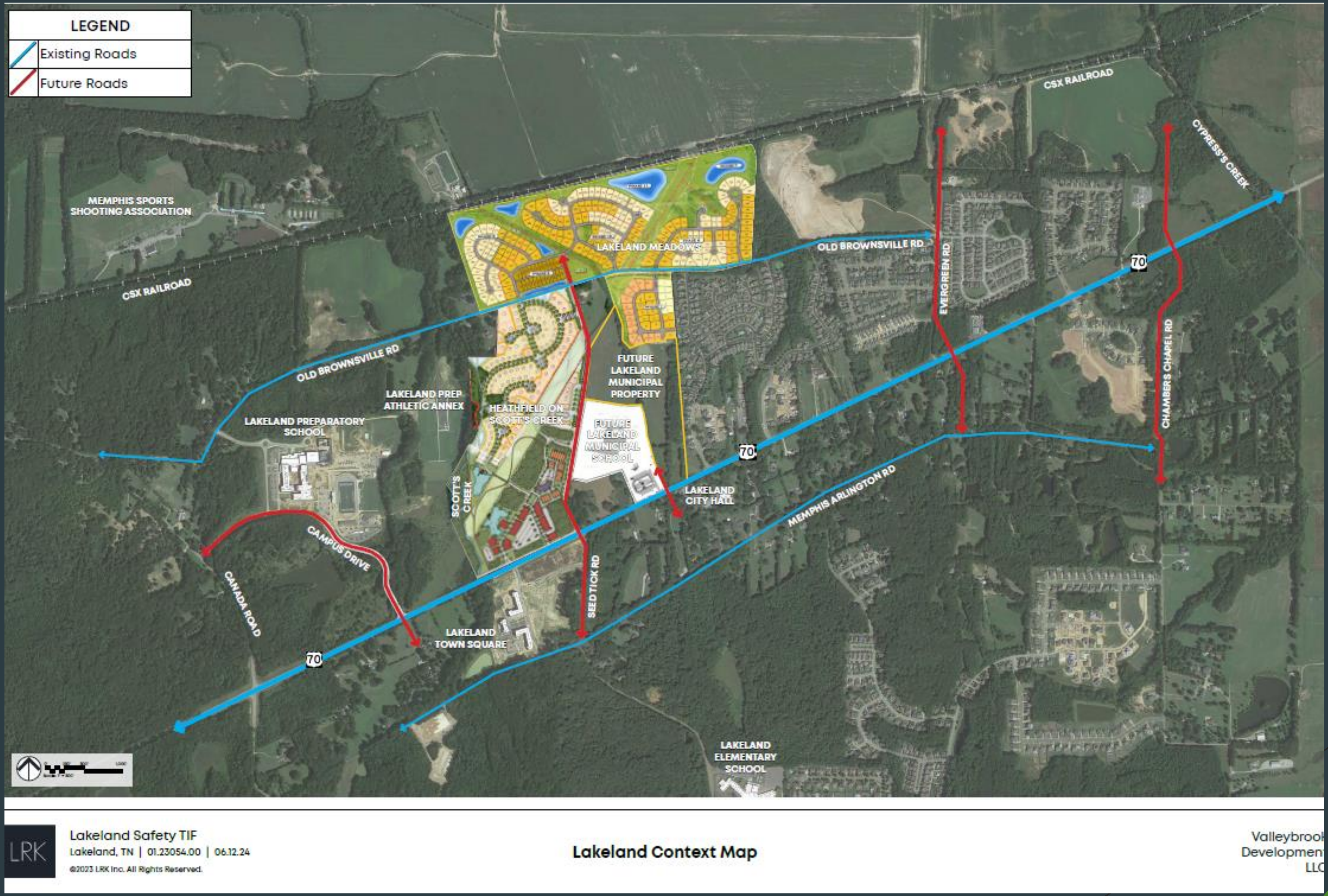
a) Clearing, excavation, and erosion control
b) Existing infrastructure demo and construction or reconstruction of public infrastructure
c) Storm water drainage, detention ponds, and flood control
d) Water system infrastructure
e) Water features
f) Public sewer infrastructure and improvements
g) Electrical system
h) Utility relocation, installation, replacement and placement
i) Natural gas
j) Public roadways, curbs, grates, gutters, medians, speed bumps and traffic calming devices, including (without limitation) construction of Seed Tick Road north of Highway 70, roundabout intersections on Highway 70, and improvements to Old Brownsville Road
k) Pedestrian crosswalks, sidewalks and pedestrian safety features
l) Bike lanes and bike racks
m) Landscaping, irrigation, fencing, and street furnishings
n) Traffic signals, street signs, wayfinding, district branding signs and transit stops
o) Street lights and other safety lighting
p) Street signs
q) Street trees and site preparation
r) Public parking lots
s) Public park area amenities
t) Walking and running trails
u) Pedestrian bridge to connect walking trails to the adjacent middle school and high school
v) Public common areas
w) Acquisition of land for public right of ways
x) Security enhancements
y) Clearing, grading, excavating, retaining walls and site work
z) Pollution prevention for Scott's Creek
aa) Permits, legal, insurance, consulting, construction management fees and architectural, civil engineering, traffic engineering, landscape architecture consulting fees for specific planning, design and construction services reasonably required to accomplish any of the foregoing.

As used above, "public infrastructure" has the meaning given to such term in Tenn. Code Ann. § 9-23-102.

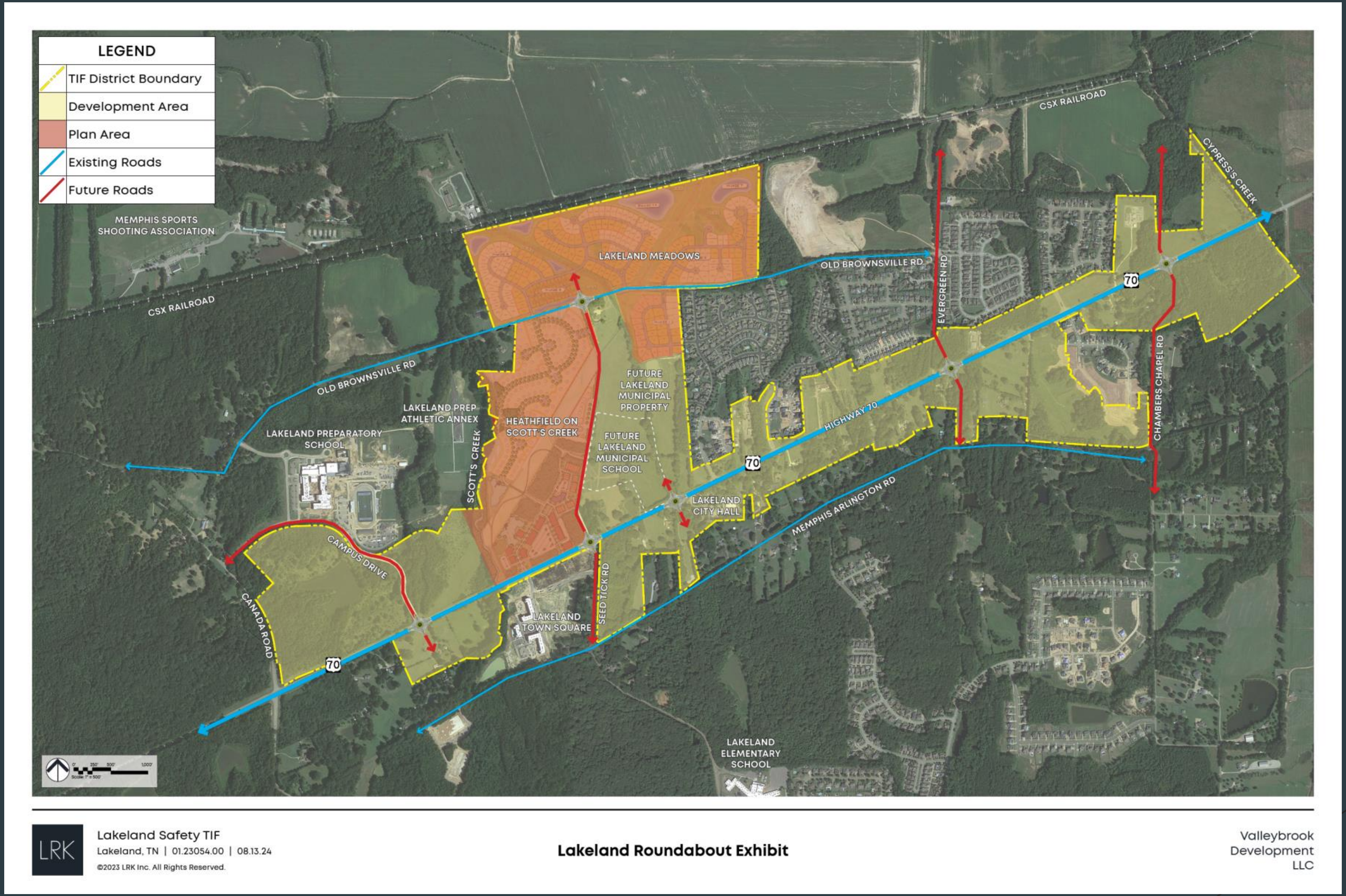
45086027.7

Lakeland, Tennessee
Safe City TIF

Lakeland Safety TIF: Context Map



Lakeland Safety TIF Boundary



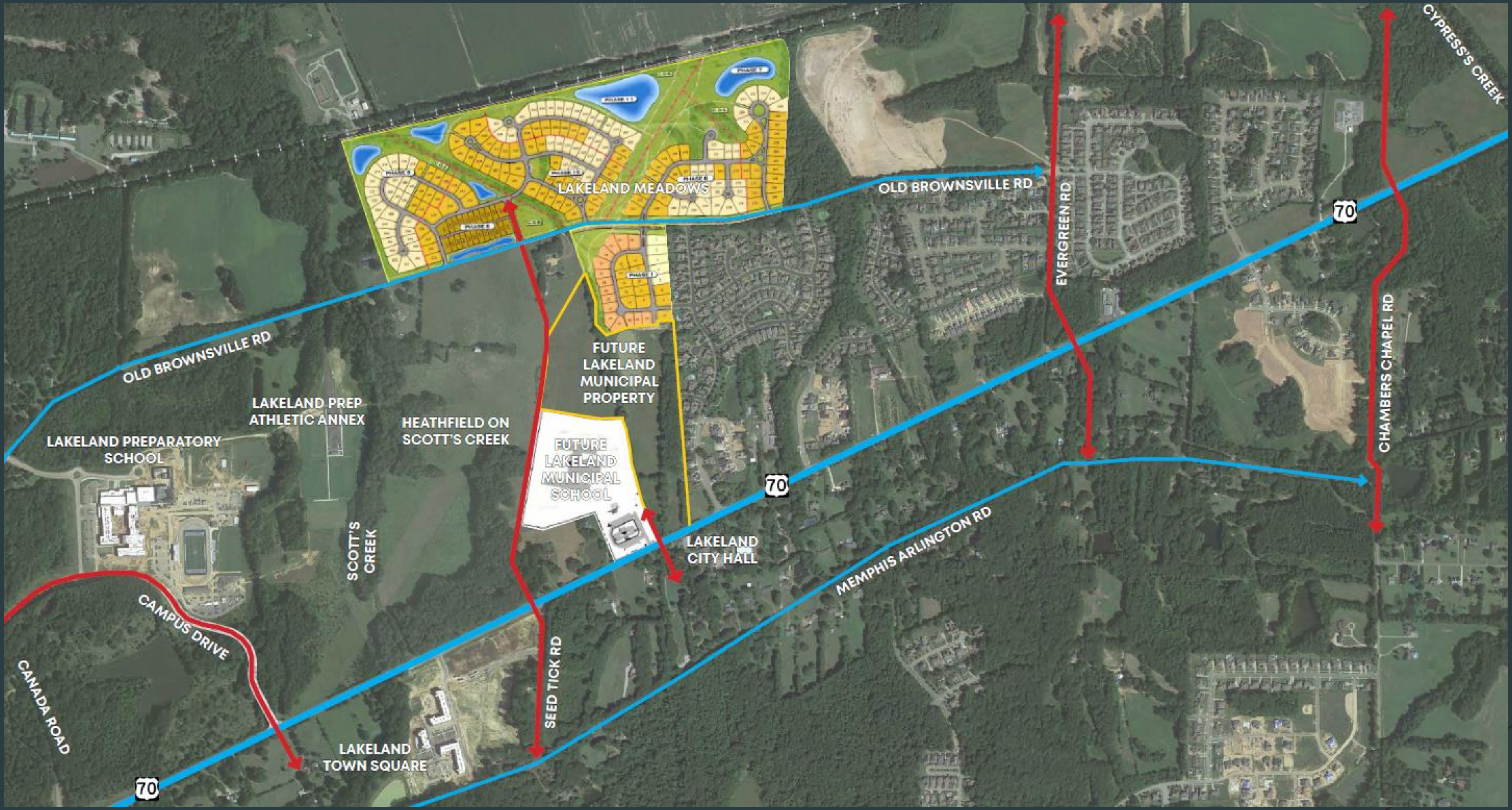
Components of Development

Commercial/Retail Space	90,600 square feet
Hotel	90 Rooms
Townhouses	22
Homes	390
Projected Total Value	$292,600,000

Site Plans: Scotts Creek & Heathfield

Site Plans: Scotts Creek Mixed Use

Site Plans: Lakeland Meadows



Examples of Uses: Retail Store Front

Examples of Uses: Outdoor Retail

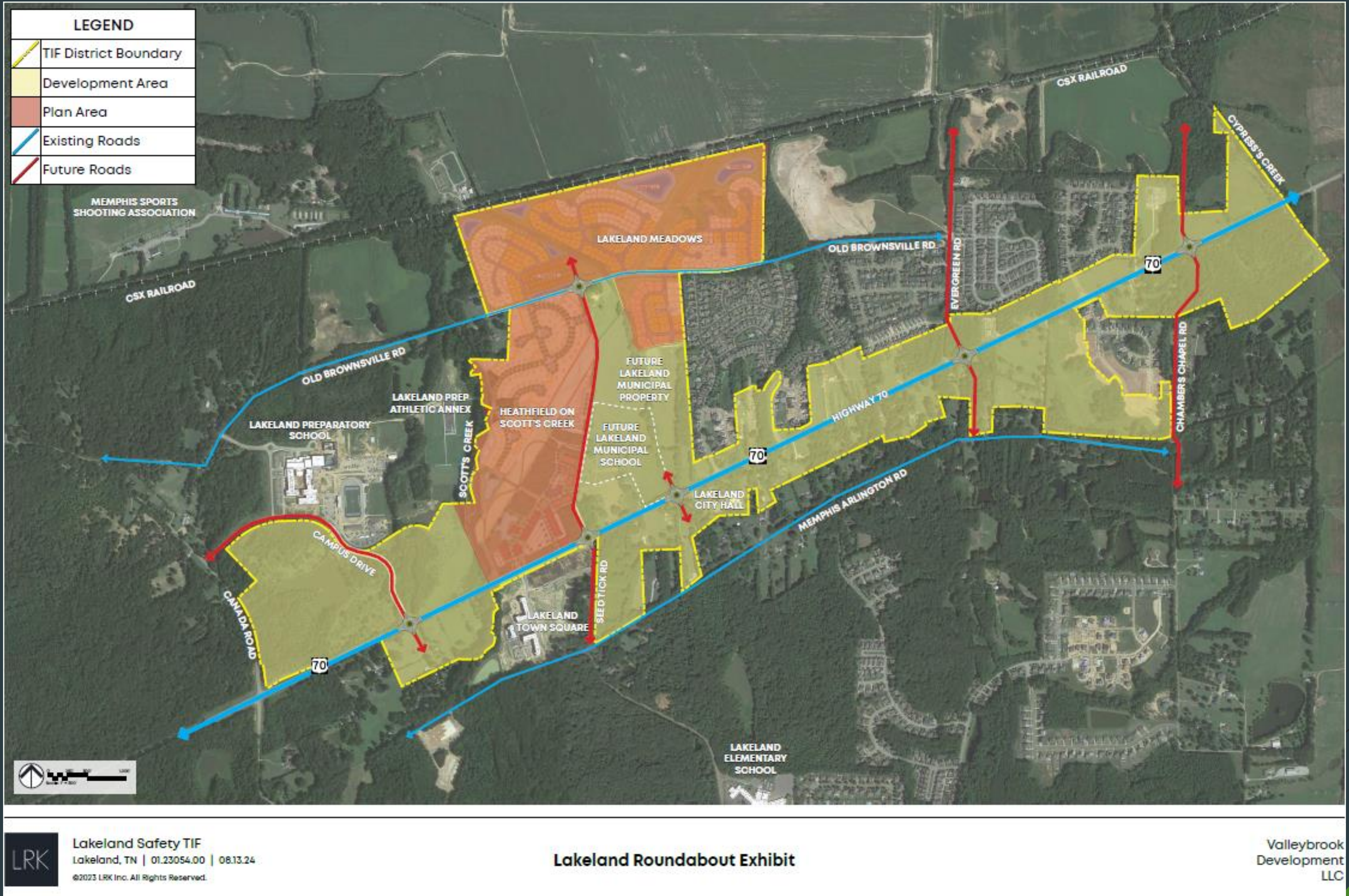
Examples of Uses: Hotel

Examples of Uses: Townhouses

Examples of Uses: Homes

Critical Public Infrastructure
Seed Tick Road & School Facilities

Critical Public Infrastructure
U. S. Highway 70 Safety Project



Critical Public Infrastructure
U. S. Highway 70 Roundabout System

Economic Impact: To City

Total Development Values	$292,600,000
Property Tax to City Debt Service	$ 8,826,678
Property Tax to City Add'l Share	$ 1,517,452
New Property Tax to City of Lakeland	$ 10,344,130
New Local Sales Taxes	$ 26,572,990
New Local Other Taxes (Including Hotel)	$ 5,552,663
New Jobs One Time From Construction	1,949
New Jobs Annually	739

Economic Impact: To County

Total Development Values	$292,600,000
Property Tax to County Debt Service	$ 6,331,571
Property Tax to County Add'l Share	$ 8,085,487
New Property Tax to County	$ 14,417,058
New Local Sales Taxes	$ 26,572,990
New Jobs One Time From Construction	1,949
New Jobs Annually	739

Combined Economic Impact

Total Development Values	$292,600,000
Total Property Tax Generated	$ 64,462,288
Property Tax to Debt Service	$ 15,158,249
Property Tax to Add'l Share	$ 9,602,939
New Property Tax to City/County	$ 24,761,188
New Local Sales Taxes	$ 26,572,990
Allocation to Project	$ 36,011,114
Net Present Value to Project	$ 18,780,697
New Local Other Taxes (Including Hotel)	$ 5,552,663
New Jobs One Time From Construction	1,949
New Jobs Annually	739

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis - Summary

One-Time Impact from Construction									
	Economic Impact	Direct/ Indirect Jobs	Wages	Local Sales Tax Direct	Local Sales Tax Indirect	Local Other Taxes	Indirect Property Tax	Direct Property Tax	Total Local Taxes
Construction	**$ 521,764,320**	**1,949**	**$ 135,067,649**	**$ 3,218,600**	**$ 2,180,330**	**$ 283,443**	**N/A**	**N/A**	**$ 5,682,373**

Annual Impact from Operations - At Full Operation									
Development Type	Economic Impact	Direct/ Indirect Jobs	Wages (Direct & Indirect)	Local Sales Tax Direct	Local Sales Tax Indirect	Local Other Taxes (Including Hotel Taxes)	Indirect Property Tax	Direct Property Tax (City/County & Debt Service & Fees)	Total Local Taxes
Retail	$ 97,398,881	713	$ 20,611,016	$ 1,329,610	$ 332,714	$ 43,253	$ 1,151,145	All commerical tax payments made included in the total below	$ 2,524,008
Hotel	$ 4,732,615	24	$ 934,920	$ 68,703	$ 15,092	$ 251,792	$ 38,748		$ 359,243
Residential (Privately-Owned)	$ 1,550,850	11	$ 625,251	$ 10,094	N/A	$ 1,312	$ 17,761	$ 1,610,472	$ 1,639,639
Total	**$ 102,131,496**	**748**	**$ 22,171,187**	**$ 1,408,407**	**$ 347,806**	**$ 296,357**	**$ 1,207,654**	**$ 1,610,472**	**$ 4,870,696**

20-Year Impact from Operations Plus One-Time Construction of Development									
Development Type	Economic Impact	Direct/ Indirect Jobs	Wages	Local Sales Tax Direct	Local Sales Tax Indirect	Local Other Taxes (Including Hotel Taxes)	Indirect Property Tax	Direct Property Tax (City/County & Debt Service & Fees)	Total Local Taxes
Retail	$ 1,607,081,537	713	$ 340,081,764	$ 21,938,566	$ 5,489,782	$ 713,675	$ 18,993,893	All commerical tax payments made included in the total below	**$ 47,135,916**
Hotel	$ 85,187,070	24	$ 16,828,560	$ 1,236,654	$ 271,656	$ 4,532,256	$ 697,464		**$ 6,738,030**
Residential (Privately-Owned)	$ 27,527,589	11	$ 11,098,206	$ 179,170	N/A	$ 23,289	$ 315,258	$ 28,451,174	**$ 28,968,891**
Construction	$ 521,764,320	N/A	$ 135,067,649	$ 3,218,600	$ 2,180,330	$ 283,443	N/A	N/A	**$ 5,682,373**
Total	**$ 2,241,560,516**	**748**	**$ 503,076,179**	**$ 26,572,990**	**$ 7,941,768**	**$ 5,552,663**	**$ 20,006,615**	**$ 28,451,174**	**$ 88,525,210**

Total Taxes Designated to TIF:	**$ 36,011,114**
Net Present Value of Taxes Designated to TIF	**$ 18,780,697**
Benefit/Cost Ratio: *Ratio of Taxes Designated to TIF to All Other Local Taxes (Direct & Indirect) Generated From Operations*	2.46

YOUNGER ASSOCIATES

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Tax Summary

Year	Shelby County						City of Lakeland						Total TIF Designations
	Net New Taxes - Shelby County	Tax Designated for Debt Service	Total Trustee Fees	Admin Fee Designated to IDB	Taxes Designated to TIF from Remaining Funds	New Taxes Allocated to Shelby County	Net New Taxes - City of Lakeland	Tax Designated for Debt Service	Total Trustee Fees	Taxes Designated to TIF from Remaining Funds	Admin Fee Designated to IDB	New Taxes Allocated to City of Lakeland	
Year 1	$ 409,960	$ 54,402	$ 15,146	$ 10,421	$ 260,519	$ 69,472	$ 143,910	$ 75,840	$ 4,182	$ 48,894	$ 1,955	$ 13,039	$ 309,413
Year 2	$ 880,174	$ 116,800	$ 32,519	$ 22,373	$ 559,328	$ 149,154	$ 308,970	$ 162,827	$ 8,978	$ 104,973	$ 4,199	$ 27,993	$ 664,301
Year 3	$ 1,532,959	$ 203,424	$ 56,637	$ 38,966	$ 974,157	$ 259,775	$ 538,119	$ 283,588	$ 15,638	$ 182,828	$ 7,313	$ 48,752	$ 1,156,985
Year 4	$ 1,968,666	$ 261,243	$ 72,734	$ 50,042	$ 1,251,037	$ 333,610	$ 691,066	$ 364,192	$ 20,082	$ 234,790	$ 9,391	$ 62,611	$ 1,485,827
Year 5	$ 2,409,541	$ 319,747	$ 89,023	$ 61,248	$ 1,531,202	$ 408,321	$ 845,828	$ 445,751	$ 24,579	$ 287,371	$ 11,495	$ 76,632	$ 1,818,573
Year 6	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 7	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 8	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 9	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 10	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 11	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 12	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 13	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 14	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 15	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 16	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 17	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 18	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 19	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Year 20	$ 2,700,803	$ 358,397	$ 99,784	$ 68,652	$ 1,716,293	$ 457,677	$ 948,070	$ 499,632	$ 27,551	$ 322,108	$ 12,884	$ 85,895	$ 2,038,401
Total	**$47,713,345**	**$ 6,331,571**	**$1,762,819**	**$1,212,830**	**$ 30,320,638**	**$8,085,487**	**$ 16,748,943**	**$ 8,826,678**	**$ 486,724**	**$ 5,690,476**	**$ 227,613**	**$ 1,517,452**	**$ 36,011,114**
				Net Present Value*	**$16,152,730**				**Net Present Value***	**$3,031,491**			

Total Taxes Designed to Trustee	**$ 2,249,543**
Total Administrative Fees Designed to Shelby County & Lakeland IDB	**$ 1,440,443**
Total Taxes Designated to Debt Service:	**$ 15,158,249**
Total Taxes Paid to County & City:	**$ 9,602,939**
Total Taxes Designated to TIF:	**$ 36,011,114**
Net Present Value of Taxes Designated to TIF	**$ 19,184,221**

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis

One Time Impact from Construction	Heathfield	Townhouses	Hotel	Commercial	Lakeland Meadows	Total
Construction Cost/Real Property Investment*	$ 76,700,000	$ 14,300,000	$ 15,750,000	$ 22,650,000	$ 163,200,000	$ 292,600,000
Final Demand Output Multiplier [1]	1.7832	1.7832	1.7832	1.7832	1.7832	
Economic Impact	**$ 136,771,440**	**$ 25,499,760**	**$ 28,085,400**	**$ 40,389,480**	**$ 291,018,240**	**$ 521,764,320**
Direct Local Sales Tax Revenue from Capital Investment [2]	$ 843,700	$ 157,300	$ 173,250	$ 249,150	$ 1,795,200	$ 3,218,600
Final Demand Employment Multiplier[3]	6.6621	6.6621	6.6621	6.6621	6.6621	
Direct/Indirect Jobs Supported During Construction Period**	**511**	**95**	**105**	**151**	**1,087**	**1,949**
Shelby County Annual Average Wage - All Industries[4]	$ 69,301	$ 69,301	$ 69,301	$ 69,301	$ 69,301	
Wages Paid to Direct/Indirect Jobs	**$ 35,412,811**	**$ 6,583,595**	**$ 7,276,605**	**$ 10,464,451**	**$ 75,330,187**	**$ 135,067,649**
Local Indirect Sales Tax Revenue from Wages[5]	$ 571,651	$ 106,276	$ 117,463	$ 168,922	$ 1,216,018	$ 2,180,330
Other Local Indirect Tax Revenue[6]	$ 74,315	$ 13,816	$ 15,270	$ 21,960	$ 158,082	$ 283,443
Total Tax Revenue from Wages Paid During Construction Period	**$ 1,489,666**	**$ 277,392**	**$ 305,983**	**$ 440,032**	**$ 3,169,300**	**$ 5,682,373**

**Construction estimates provided by the developer.*

***Total employment for the construction period. If the construction period is five years, the annual average employment would be 390.*

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis

Annual Impact of Operations - Retail	General Retail (50%)	Food and Beverage (40%)	Personal Service (10%)	Full Operation	Year 1 2025 0%	Year 2 2026 0%	Year 3 2027 25%	Year 4 2028 50%
Total Square Footage Developed*	48,000	38,400	9,600	96,000				
Estimated Sales Per Square Foot[7]	$ 450	$ 710	$ 506					
Total Projected Annual Revenue	$ 21,600,000	$ 27,264,000	$ 4,857,600	$ 53,721,600	$ -	$ -	$ 13,430,400	$ 26,860,800
Final Demand Output Multiplier[8]	1.7599	1.8312	1.9473					
Total Economic Impact	**$ 38,013,840**	**$ 49,925,837**	**$ 9,459,204**	**$ 97,398,881**	**$ -**	**$ -**	**$ 24,349,720**	**$ 48,699,441**
Direct Local Sales Tax Generated from Operation (2.75%)**	$ 534,600	$ 674,784	$ 120,226	$ 1,329,610	$ -	$ -	$ 332,403	$ 664,805
Final Demand Employment Multiplier[9]	13.1576	12.7495	16.6682					
Total Employment - Direct & Indirect	**284**	**348**	**81**	**713**	**-**	**-**	**178**	**357**
Shelby County Annual Average Wage - Specified Retail[10]	$ 31,426	$ 24,813	$ 37,668					
Total Wages - Direct & Indirect	**$ 8,924,984**	**$ 8,634,924**	**$ 3,051,108**	**$ 20,611,016**	**-**	**-**	**5,152,754**	**10,305,508**
Local Indirect Sales Tax Revenue from Wages[5]	$ 144,072	$ 139,389	$ 49,253	$ 332,714	$ -	$ -	$ 83,179	$ 166,357
Other Local Indirect Tax Revenue[6]	$ 18,729	$ 18,121	$ 6,403	$ 43,253	-	-	10,813	21,627
Indirect Property Tax Revenue[11]	$ 458,521	$ 561,849	$ 130,775	$ 1,151,145	-	-	287,786	575,573
Total Tax Revenue - from Operations & Wages	**$ 1,155,922**	**$ 1,394,143**	**$ 306,657**	**$ 2,856,722**	**-**	**-**	**714,181**	**1,428,361**

**Projection provided by the developer.*
***Assumes that 90% of sales will be subject to the sales tax.*

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis

	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10	Year 11	Year 12	Year 13
Annual Impact of Operations - Retail	2029	2030	2031	2032	2033	2034	2035	2036	2037
	75%	100%	100%	100%	100%	100%	100%	100%	100%
Total Square Footage Developed*									
Estimated Sales Per Square Foot[7]									
Total Projected Annual Revenue	$ 40,291,200	$ 53,721,600	$ 53,721,600	$ 53,721,600	$ 53,721,600	$ 53,721,600	$ 53,721,600	$ 53,721,600	$ 53,721,600
Final Demand Output Multiplier[8]									
Total Economic Impact	**$ 73,049,161**	**$ 97,398,881**	**$ 97,398,881**	**$ 97,398,881**	**$ 97,398,881**	**$ 97,398,881**	**$ 97,398,881**	**$ 97,398,881**	**$ 97,398,881**
Direct Local Sales Tax Generated from Operation (2.75%)**	$ 997,208	$ 1,329,610	$ 1,329,610	$ 1,329,610	$ 1,329,610	$ 1,329,610	$ 1,329,610	$ 1,329,610	$ 1,329,610
Final Demand Employment Multiplier[9]									
Total Employment - Direct & Indirect	**535**	**713**	**713**	**713**	**713**	**713**	**713**	**713**	**713**
Shelby County Annual Average Wage - Specified Retail[10]									
Total Wages - Direct & Indirect	**$ 15,458,262**	**$ 20,611,016**	**$ 20,611,016**	**$ 20,611,016**	**$ 20,611,016**	**$ 20,611,016**	**$ 20,611,016**	**$ 20,611,016**	**$ 20,611,016**
Local Indirect Sales Tax Revenue from Wages[5]	$ 249,536	$ 332,714	$ 332,714	$ 332,714	$ 332,714	$ 332,714	$ 332,714	$ 332,714	$ 332,714
Other Local Indirect Tax Revenue[6]	$ 32,440	$ 43,253	$ 43,253	$ 43,253	$ 43,253	$ 43,253	$ 43,253	$ 43,253	$ 43,253
Indirect Property Tax Revenue[11]	$ 863,359	$ 1,151,145	$ 1,151,145	$ 1,151,145	$ 1,151,145	$ 1,151,145	$ 1,151,145	$ 1,151,145	$ 1,151,145
Total Tax Revenue - from Operations & Wages	**$ 2,142,542**	**$ 2,856,722**	**$ 2,856,722**	**$ 2,856,722**	**$ 2,856,722**	**$ 2,856,722**	**$ 2,856,722**	**$ 2,856,722**	**$ 2,856,722**

**Projection provided by the developer.*
***Assumes that 90% of sales will be subject to the sales tax.*

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis

Annual Impact of Operations - Retail	Year 14 2038 100%	Year 15 2039 100%	Year 16 2040 100%	Year 17 2041 100%	Year 18 2042 100%	Year 19 2043 100%	Year 20 2044 100%	20 Yr - Total
Total Square Footage Developed*								
Estimated Sales Per Square Foot[7]								
Total Projected Annual Revenue	$ 53,721,600	$ 53,721,600	$ 53,721,600	$ 53,721,600	$ 53,721,600	$ 53,721,600	$ 53,721,600	$ 886,406,400
Final Demand Output Multiplier[8]								
Total Economic Impact	**$ 97,398,881**	**$ 97,398,881**	**$ 97,398,881**	**$ 97,398,881**	**$ 97,398,881**	**$ 97,398,881**	**$ 97,398,881**	**$1,607,081,537**
Direct Local Sales Tax Generated from Operation (2.75%)**	$ 1,329,610	$ 1,329,610	$ 1,329,610	$ 1,329,610	$ 1,329,610	$ 1,329,610	$ 1,329,610	$ 21,938,566
Final Demand Employment Multiplier[9]								
Total Employment - Direct & Indirect	**713**	**713**	**713**	**713**	**713**	**713**	**713**	**713**
Shelby County Annual Average Wage - Specified Retail[10]								
Total Wages - Direct & Indirect	**$ 20,611,016**	**$ 20,611,016**	**$ 20,611,016**	**$ 20,611,016**	**$ 20,611,016**	**$ 20,611,016**	**$ 20,611,016**	**$ 340,081,764**
Local Indirect Sales Tax Revenue from Wages[5]	$ 332,714	$ 332,714	$ 332,714	$ 332,714	$ 332,714	$ 332,714	$ 332,714	$ 5,489,782
Other Local Indirect Tax Revenue[6]	$ 43,253	$ 43,253	$ 43,253	$ 43,253	$ 43,253	$ 43,253	$ 43,253	$ 713,675
Indirect Property Tax Revenue[11]	$ 1,151,145	$ 1,151,145	$ 1,151,145	$ 1,151,145	$ 1,151,145	$ 1,151,145	$ 1,151,145	$ 18,993,893
Total Tax Revenue - from Operations & Wages	**$ 2,856,722**	**$ 2,856,722**	**$ 2,856,722**	**$ 2,856,722**	**$ 2,856,722**	**$ 2,856,722**	**$ 2,856,722**	**$ 47,135,914**

**Projection provided by the developer.*
***Assumes that 90% of sales will be subject to the sales tax.*

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis - Summary

Annual Impact of Operations - Hotels	Hotel		Full Operation		Year 1 2025 0%		Year 2 2026 0%		Year 3 2027 100%		Year 4 2028 100%
Total Estimated Rooms*		90		90		-		-		90	90
Annual Available Sleeping Nights		32,850		32,850		-		-		32,850	32,850
Occupancy Rate*		65.0%									
Annual Rentals Nights		21,353		21,353		-		-		21,353	21,353
Projected Average Daily Rental Rate**	$	130									
Total Projected Annual Revenue	$	2,775,890	$	2,775,890		-		-		2,775,890	2,775,890
Direct Local Sales Tax Generated from Operation (2.75%)**	$	68,703	$	68,703	$	-	$	-	$	68,703	$ 68,703
City of Lakeland Local Hotel Tax Generated from Operation (5%)	$	124,915	$	124,915	$	-	$	-	$	124,915	$ 124,915
Shelby County Local Hotel Tax Generated from Operation (5%)	$	124,915	$	124,915	$	-	$	-	$	124,915	$ 124,915
Final Demand Output Multiplier[12]		1.7049									
Total Economic Impact from Rental Revenue	**$**	**4,732,615**	**$**	**4,732,615**	**$**	**-**	**$**	**-**	**$**	**4,732,615**	**$ 4,732,615**
Final Demand Employment Multiplier[13]		8.6298									
Total Employment - Direct & Indirect		**24**		**24**		**-**		**-**		**24**	**24**
Shelby County Annual Average Wage - Accommodations[14]	$	38,955									
Total Wages - Direct & Indirect	**$**	**934,920**	**$**	**934,920**	**$**	**-**	**$**	**-**	**$**	**934,920**	**$ 934,920**
Local Indirect Sales Tax Revenue from Wages[5]	$	15,092	$	15,092	$	-	$	-	$	15,092	$ 15,092
Other Local Indirect Tax Revenue[6]	$	1,962	$	1,962	$	-	$	-	$	1,962	$ 1,962
Indirect Property Tax Revenue[11]	$	38,748	$	38,748	$	-	$	-	$	38,748	$ 38,748
Total Tax Revenue - from Operations & Wages (Direct & Indirect)	**$**	**374,335**	**$**	**374,335**	**$**	**-**	**$**	**-**	**$**	**374,335**	**$ 374,335**

**Projection provided by the developer.*

***Assumes 90% of all room rentals are subject to local tax.*

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis - Summary

	Year 5		Year 6		Year 7		Year 8		Year 9		Year 10	
Annual Impact of Operations - Hotels	**2029**		**2030**		**2031**		**2032**		**2033**		**2034**	
	100%		**100%**		**100%**		**100%**		**100%**		**100%**	
Total Estimated Rooms*		90		90		90		90		90		90
Annual Available Sleeping Nights		32,850		32,850		32,850		32,850		32,850		32,850
Occupancy Rate*												
Annual Rentals Nights		21,353		21,353		21,353		21,353		21,353		21,353
Projected Average Daily Rental Rate**												
Total Projected Annual Revenue		2,775,890		2,775,890		2,775,890		2,775,890		2,775,890		2,775,890
Direct Local Sales Tax Generated from Operation (2.75%)**	$	68,703	$	68,703	$	68,703	$	68,703	$	68,703	$	68,703
City of Lakeland Local Hotel Tax Generated from Operation (5%)	$	124,915	$	124,915	$	124,915	$	124,915	$	124,915	$	124,915
Shelby County Local Hotel Tax Generated from Operation (5%)	$	124,915	$	124,915	$	124,915	$	124,915	$	124,915	$	124,915
Final Demand Output Multiplier[12]												
Total Economic Impact from Rental Revenue	**$**	**4,732,615**	**$**	**4,732,615**	**$**	**4,732,615**	**$**	**4,732,615**	**$**	**4,732,615**	**$**	**4,732,615**
Final Demand Employment Multiplier[13]												
Total Employment - Direct & Indirect		**24**		**24**		**24**		**24**		**24**		**24**
Shelby County Annual Average Wage - Accommodations[14]												
Total Wages - Direct & Indirect	**$**	**934,920**	**$**	**934,920**	**$**	**934,920**	**$**	**934,920**	**$**	**934,920**	**$**	**934,920**
Local Indirect Sales Tax Revenue from Wages[5]	$	15,092	$	15,092	$	15,092	$	15,092	$	15,092	$	15,092
Other Local Indirect Tax Revenue[6]	$	1,962	$	1,962	$	1,962	$	1,962	$	1,962	$	1,962
Indirect Property Tax Revenue[11]	$	38,748	$	38,748	$	38,748	$	38,748	$	38,748	$	38,748
Total Tax Revenue - from Operations & Wages (Direct & Indirect)	**$**	**374,335**	**$**	**374,335**	**$**	**374,335**	**$**	**374,335**	**$**	**374,335**	**$**	**374,335**

**Projection provided by the developer.*

***Assumes 90% of all room rentals are subject to local tax.*

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis - Summary

Annual Impact of Operations - Hotels	Year 11	Year 12	Year 13	Year 14	Year 15	Year 16
	2035	2036	2037	2038	2039	2040
	100%	100%	100%	100%	100%	100%
Total Estimated Rooms*	90	90	90	90	90	90
Annual Available Sleeping Nights	32,850	32,850	32,850	32,850	32,850	32,850
Occupancy Rate*						
Annual Rentals Nights	21,353	21,353	21,353	21,353	21,353	21,353
Projected Average Daily Rental Rate**						
Total Projected Annual Revenue	2,775,890	2,775,890	2,775,890	2,775,890	2,775,890	2,775,890
Direct Local Sales Tax Generated from Operation (2.75%)**	$ 68,703	$ 68,703	$ 68,703	$ 68,703	$ 68,703	$ 68,703
City of Lakeland Local Hotel Tax Generated from Operation (5%)	$ 124,915	$ 124,915	$ 124,915	$ 124,915	$ 124,915	$ 124,915
Shelby County Local Hotel Tax Generated from Operation (5%)	$ 124,915	$ 124,915	$ 124,915	$ 124,915	$ 124,915	$ 124,915
Final Demand Output Multiplier[12]						
Total Economic Impact from Rental Revenue	**$ 4,732,615**	**$ 4,732,615**	**$ 4,732,615**	**$ 4,732,615**	**$ 4,732,615**	**$ 4,732,615**
Final Demand Employment Multiplier[13]						
Total Employment - Direct & Indirect	**24**	**24**	**24**	**24**	**24**	**24**
Shelby County Annual Average Wage - Accommodations[14]						
Total Wages - Direct & Indirect	**$ 934,920**	**$ 934,920**	**$ 934,920**	**$ 934,920**	**$ 934,920**	**$ 934,920**
Local Indirect Sales Tax Revenue from Wages[5]	$ 15,092	$ 15,092	$ 15,092	$ 15,092	$ 15,092	$ 15,092
Other Local Indirect Tax Revenue[6]	$ 1,962	$ 1,962	$ 1,962	$ 1,962	$ 1,962	$ 1,962
Indirect Property Tax Revenue[11]	$ 38,748	$ 38,748	$ 38,748	$ 38,748	$ 38,748	$ 38,748
Total Tax Revenue - from Operations & Wages (Direct & Indirect)	**$ 374,335**	**$ 374,335**	**$ 374,335**	**$ 374,335**	**$ 374,335**	**$ 374,335**

**Projection provided by the developer.*

***Assumes 90% of all room rentals are subject to local tax.*

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis - Summary

Annual Impact of Operations - Hotels	Year 17 2041 100%	Year 18 2042 100%	Year 19 2043 100%	Year 20 2044 100%	20-Year Total
Total Estimated Rooms*	90	90	90	90	
Annual Available Sleeping Nights	32,850	32,850	32,850	32,850	
Occupancy Rate*					
Annual Rentals Nights	21,353	21,353	21,353	21,353	
Projected Average Daily Rental Rate**					
Total Projected Annual Revenue	2,775,890	2,775,890	2,775,890	2,775,890	$ 49,966,020
Direct Local Sales Tax Generated from Operation (2.75%)**	$ 68,703	$ 68,703	$ 68,703	$ 68,703	$ 1,236,654
City of Lakeland Local Hotel Tax Generated from Operation (5%)	$ 124,915	$ 124,915	$ 124,915	$ 124,915	$ 2,248,470
Shelby County Local Hotel Tax Generated from Operation (5%)	$ 124,915	$ 124,915	$ 124,915	$ 124,915	$ 2,248,470
Final Demand Output Multiplier[12]					
Total Economic Impact from Rental Revenue	**$ 4,732,615**	**$ 4,732,615**	**$ 4,732,615**	**$ 4,732,615**	**$ 85,187,070**
Final Demand Employment Multiplier[13]					
Total Employment - Direct & Indirect	**24**	**24**	**24**	**24**	**24**
Shelby County Annual Average Wage - Accommodations[14]					
Total Wages - Direct & Indirect	**$ 934,920**	**$ 934,920**	**$ 934,920**	**$ 934,920**	**$ 16,828,560**
Local Indirect Sales Tax Revenue from Wages[5]	$ 15,092	$ 15,092	$ 15,092	$ 15,092	$ 271,656
Other Local Indirect Tax Revenue[6]	$ 1,962	$ 1,962	$ 1,962	$ 1,962	$ 35,316
Indirect Property Tax Revenue[11]	$ 38,748	$ 38,748	$ 38,748	$ 38,748	$ 697,464
Total Tax Revenue - from Operations & Wages (Direct & Indirect)	**$ 374,335**	**$ 374,335**	**$ 374,335**	**$ 374,335**	**$ 6,738,030**

**Projection provided by the developer.*

***Assumes 90% of all room rentals are subject to local tax.*

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis

Annual Impact of Operations - Privately-Owned Residential	Heathfield	Townhouses	Lakeland Meadows	Full Operation	Year 1 2025 17%	Year 2 2026 39%	Year 3 2027 56%	Year 4 2028 73%
Number of Units	118	22	272	412	70	161	231	301
Projected Annual HOA/Maintenance Fees	$ 2,000	$ 2,000	$ 2,000	$ 2,000				
Total Annual Projected Fees	$ 236,000	$ 44,000	$ 544,000	$ 824,000	140,080	321,360	461,440	$ 601,520
Final Demand Output Multiplier [15]	1.8821	1.8821	1.8821					
Economic Impact from Service to Dwellings	**$ 444,176**	**$ 82,812**	**$ 1,023,862**	**$ 1,550,850**	263,645	604,832	868,476	**$ 1,132,121**
Final Demand Employment Multiplier [16]	13.5373	13.5373	13.5373					
Total Employment - Direct & Indirect	**3**	**1**	**7**	**11**	2	4	6	**8**
Shelby County Annual Average Wage - Repairs and Maintenance[17]	$ 56,841	$ 56,841	$ 56,841					
Total Wages - Direct & Indirect	**$ 170,523**	**$ 56,841**	**$ 397,887**	**$ 625,251**	106,293	243,848	350,141	**$ 456,433**
Local Indirect Sales Tax Revenue from Wages[5]	$ 2,753	$ 918	$ 6,423	$ 10,094	$ 1,716	$ 3,937	$ 5,653	$ 7,369
Other Local Indirect Tax Revenue[6]	$ 358	$ 119	$ 835	$ 1,312	223	512	735	$ 958
Indirect Property Tax Revenue[11]	$ 4,844	$ 1,615	$ 11,302	$ 17,761	3,019	6,927	9,946	$ 12,966
Total Tax Revenue - from Operations & Wages	**$ 7,955**	**$ 2,652**	**$ 18,560**	**$ 29,167**	4,958	11,375	16,334	**$ 21,292**

**Projection provided by the developer.*

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis

	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10	Year 11	Year 12	Year 13
Annual Impact of Operations - Privately-Owned Residential	**2029**	**2030**	**2031**	**2032**	**2033**	**2034**	**2035**	**2036**	**2037**
	90%	100%	100%	100%	100%	100%	100%	100%	100%
Number of Units	371	412	412	412	412	412	412	412	412
Projected Annual HOA/Maintenance Fees									
Total Annual Projected Fees	$ 741,600	$ 824,000	$ 824,000	$ 824,000	$ 824,000	$ 824,000	$ 824,000	$ 824,000	$ 824,000
Final Demand Output Multiplier [15]									
Economic Impact from Service to Dwellings	**$ 1,395,765**	**$ 1,550,850**	**$ 1,550,850**	**$ 1,550,850**	**$ 1,550,850**	**$ 1,550,850**	**$ 1,550,850**	**$ 1,550,850**	**$ 1,550,850**
Final Demand Employment Multiplier [16]									
Total Employment - Direct & Indirect	**10**	**11**	**11**	**11**	**11**	**11**	**11**	**11**	**11**
Shelby County Annual Average Wage - Repairs and Maintenance [17]									
Total Wages - Direct & Indirect	**$ 562,726**	**$ 625,251**	**$ 625,251**	**$ 625,251**	**$ 625,251**	**$ 625,251**	**$ 625,251**	**$ 625,251**	**$ 625,251**
Local Indirect Sales Tax Revenue from Wages [5]	$ 9,085	$ 10,094	$ 10,094	$ 10,094	$ 10,094	$ 10,094	$ 10,094	$ 10,094	$ 10,094
Other Local Indirect Tax Revenue [6]	$ 1,181	$ 1,312	$ 1,312	$ 1,312	$ 1,312	$ 1,312	$ 1,312	$ 1,312	$ 1,312
Indirect Property Tax Revenue [11]	$ 15,985	$ 17,761	$ 17,761	$ 17,761	$ 17,761	$ 17,761	$ 17,761	$ 17,761	$ 17,761
Total Tax Revenue - from Operations & Wages	**$ 26,250**	**$ 29,167**	**$ 29,167**	**$ 29,167**	**$ 29,167**	**$ 29,167**	**$ 29,167**	**$ 29,167**	**$ 29,167**

**Projection provided by the developer.*

City of Lakeland, Shelby County TN
Safety TIF Mixed-Use Development
Economic Impact Analysis

	Year 14	Year 15	Year 16	Year 17	Year 18	Year 19	Year 20	
Annual Impact of Operations - Privately-Owned Residential	**2038**	**2039**	**2040**	**2041**	**2042**	**2043**	**2044**	**20 Yr - Total**
	100%	100%	100%	100%	100%	100%	100%	
Number of Units	412	412	412	412	412	412	412	412
Projected Annual HOA/Maintenance Fees								
Total Annual Projected Fees	$ 824,000	$ 824,000	$ 824,000	$ 824,000	$ 824,000	$ 824,000	$ 824,000	$ 14,626,000
Final Demand Output Multiplier [15]								
Economic Impact from Service to Dwellings	**$ 1,550,850**	**$ 1,550,850**	**$ 1,550,850**	**$ 1,550,850**	**$ 1,550,850**	**$ 1,550,850**	**$ 1,550,850**	**$ 27,527,589**
Final Demand Employment Multiplier [16]								
Total Employment - Direct & Indirect	**11**	**11**	**11**	**11**	**11**	**11**	**11**	**11**
Shelby County Annual Average Wage - Repairs and Maintenance[17]								
Total Wages - Direct & Indirect	**$ 625,251**	**$ 625,251**	**$ 625,251**	**$ 625,251**	**$ 625,251**	**$ 625,251**	**$ 625,251**	**$ 11,098,206**
Local Indirect Sales Tax Revenue from Wages[5]	$ 10,094	$ 10,094	$ 10,094	$ 10,094	$ 10,094	$ 10,094	$ 10,094	$ 179,170
Other Local Indirect Tax Revenue[6]	$ 1,312	$ 1,312	$ 1,312	$ 1,312	$ 1,312	$ 1,312	$ 1,312	$ 23,289
Indirect Property Tax Revenue[11]	$ 17,761	$ 17,761	$ 17,761	$ 17,761	$ 17,761	$ 17,761	$ 17,761	$ 315,258
Total Tax Revenue - from Operations & Wages	**$ 29,167**	**$ 29,167**	**$ 29,167**	**$ 29,167**	**$ 29,167**	**$ 29,167**	**$ 29,167**	**$ 517,717**

**Projection provided by the developer.*

Safety TIF Mixed-Use Development

Commercial Development		Total
Appraised Value of Commercial:	$	38,400,000
Base Year Appraised Value of Real Property: (Estimated 21.42 Acres)	$	283,901
Real Property Incremental Value Included in TIF:	$	38,116,099

Real Property Tax Schedule

Shelby County Tax Rate: $3.39	% Complete	Value	Shelby County Net New Tax	Trustee Fee	Tax Dedicated for Debt Service ($.45)	Remaining Funds after Fees and Debt Service	Trustee Fee	IDB Fee	Taxes Designated to TIF from Remaining Funds	Taxes Allocated to Shelby County
Value			**$ 3.39**	**2%**	**13.27%**		**2%**	**3%**	**75%**	
Year 1	0%	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Year 2	0%	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Year 3	56%	$21,345,015	$ 289,438	$ 5,789	$ 38,408	$ 245,241	$ 4,905	$ 7,357	$ 183,931	$ 49,048
Year 4	70%	$26,681,269	$ 361,798	$ 7,236	$ 48,011	$ 306,551	$ 6,131	$ 9,197	$ 229,913	$ 61,310
Year 5	85%	$32,398,684	$ 439,326	$ 8,787	$ 58,299	$ 372,240	$ 7,445	$ 11,167	$ 279,180	$ 74,448
Year 6	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 7	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 8	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 9	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 10	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 11	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 12	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 13	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 14	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 15	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 16	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 17	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 18	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 19	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Year 20	100%	$38,116,099	$ 516,854	$ 10,337	$ 68,587	$ 437,930	$ 8,759	$ 13,138	$ 328,448	$ 87,585
Total			**$ 8,843,372**	**$176,867**	**$ 1,173,523**	**$ 7,492,982**	**$149,866**	**$ 224,791**	**$ 5,619,744**	**$ 1,498,581**
								Net Present Value*	**$2,928,894**	

Shelby County Taxes Designated to Trustee:	**$ 326,733**
Administrative Fee Designated to IDB:	**$ 224,791**
Shelby County Taxes Designated to Debt Service:	**$ 1,173,523**
New Taxes Paid to Shelby County:	**$ 1,498,581**
Shelby County Taxes Designated to TIF:	**$ 5,619,744**
Net Present Value of Taxes Designated to TIF	**$ 2,928,894**

**Discount Rate of 6%*

Safety TIF Mixed-Use Development

Commercial Development		**Total**
Appraised Value of Commercial:	**$**	**38,400,000**
Base Year Appraised Value of Real Property: (Estimated 21.42 Acres)	**$**	**283,901**
Real Property Incremental Value Included in TIF:	**$**	**38,116,099**

Real Property Tax Schedule

City of Lakeland Tax Rate: $1.19	% Complete	Appraised Value	City of Lakeland							
			Net New Tax	Trustee Fee	Tax Dedicated to Debt Service	Remaining Funds after Debt Service	Trustee Fee	Admin Fee Designated to IDB	Taxes Designated to TIF from Remaining Funds	Taxes Allocated to City of Lakeland
Value			**$ 1.19**	**2%**	**52.7%**		**2%**	**3.0%**	**75%**	
Year 1	0%	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Year 2	0%	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Year 3	56%	$ 21,345,015	$ 101,602	$ 2,032	$ 53,544	$ 46,026	$ 921	$ 1,381	$ 34,520	$ 9,204
Year 4	70%	$ 26,681,269	$ 127,003	$ 2,540	$ 66,931	$ 57,532	$ 1,151	$ 1,726	$ 43,149	$ 11,506
Year 5	85%	$ 32,398,684	$ 154,218	$ 3,084	$ 81,273	$ 69,861	$ 1,397	$ 2,096	$ 52,396	$ 13,972
Year 6	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 7	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 8	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 9	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 10	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 11	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 12	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 13	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 14	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 15	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 16	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 17	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 18	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 19	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Year 20	100%	$ 38,116,099	$ 181,433	$ 3,629	$ 95,615	$ 82,189	$ 1,644	$ 2,466	$ 61,642	$ 16,437
Total			**$ 3,104,318**	**$ 62,091**	**$ 1,635,973**	**$ 1,406,254**	**$ 28,129**	**$ 42,193**	**$ 1,054,695**	**$ 281,237**
								Net Present Value*	**$549,685**	

City of Lakeland Taxes to Trustee	**$**	**90,220**
Administrative Fee Designated to IDB:	**$**	**1,635,973**
City of Lakeland Taxes Designated to Debt Service	**$**	**42,193**
New Taxes Paid to City of Lakeland:	**$**	**281,237**
City of Lakeland Taxes Designated to TIF:	**$**	**1,054,695**
Net Present Value of Taxes Designated to TIF	**$**	**549,685**

**Discount Rate of 6%*

Safety TIF Mixed-Use Development

Residential - Privately-Owned		**Total**
Appraised Value of Homes: (Heathfield & Lakeland Meadows)	**$**	**254,200,000**
Base Year Appraised Value of Real Property: (Balance of Acreage not Attributed to Commercial**)**	**$**	**2,006,961**
Real Property Incremental Value Included in TIF:	**$**	**252,193,039**

Real Property Tax Schedule

Shelby County Tax Rate: $3.39	% Complete	Appraised Value	Shelby County							
			Net New Tax	Trustee Fee	Tax Dedicated for Debt Service ($.45)	Remaining Funds after Fees and Debt Service	Trustee Fee	IDB Fee	Taxes Designated to TIF from Remaining Funds	Taxes Allocated to Shelby County
			$ 3.39	**2%**	**13.27%**		**2%**	**3%**	**75%**	
Year 1	17%	$ 42,872,817	$ 363,347	$ 7,267	$ 48,216	$ 307,864	$ 6,157	$ 9,236	$ 230,898	$ 61,573
Year 2	39%	$ 98,355,285	$ 833,561	$ 16,671	$ 110,614	$ 706,276	$ 14,126	$ 21,188	$ 529,707	$ 141,255
Year 3	56%	$ 141,228,102	$ 1,196,908	$ 23,938	$ 158,830	$ 1,014,140	$ 20,283	$ 30,424	$ 760,605	$ 202,828
Year 4	73%	$ 184,100,918	$ 1,560,255	$ 31,205	$ 207,046	$ 1,322,004	$ 26,440	$ 39,660	$ 991,503	$ 264,401
Year 5	90%	$ 226,973,735	$ 1,923,602	$ 38,472	$ 255,262	$ 1,629,868	$ 32,597	$ 48,896	$ 1,222,401	$ 325,974
Year 6	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 7	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 8	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 9	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 10	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 11	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 12	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 13	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 14	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 15	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 16	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 17	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 18	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 19	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Year 20	100%	$ 252,193,039	$ 2,137,336	$ 42,747	$ 283,624	$ 1,810,965	$ 36,219	$ 54,329	$ 1,358,224	$ 362,193
Total			**$ 37,937,713**	**$ 758,758**	**$ 5,034,328**	**$ 32,144,627**	**$ 642,888**	**$ 964,339**	**$ 24,108,474**	**$ 6,428,926**
								Net Present Value*	**$12,884,085**	

Shelby County Taxes Designated to Trustee:	**$**	**1,401,646**
Administrative Fee Designated to IDB:	**$**	**964,339**
Shelby County Taxes Designated to Debt Service:	**$**	**5,034,328**
New Taxes Paid to Shelby County:	**$**	**6,428,926**
Shelby County Taxes Designated to TIF:	**$**	**24,108,474**
Net Present Value of Taxes Designated to TIF	**$**	**12,884,085**

**Discount Rate of 6%*

Safety TIF Mixed-Use Development

Residential - Privately-Owned

		Total
Appraised Value of Homes: (Heathfield & Lakeland Meadows)	$	254,200,000
Base Year Appraised Value of Real Property: (Balance of Acreage not Attributed to Commercial**)**	$	2,006,961
Real Property Incremental Value Included in TIF:	$	252,193,039

Real Property Tax Schedule

City of Lakeland Tax Rate: $1.19	% Complete	Appraised Value	City of Lakeland							
			Net New Tax	Trustee Fee	Tax Dedicated to Debt Service	Remaining Funds after Debt Service	Trustee Fee	Admin Fee Designated to IDB	Taxes Designated to TIF from Remaining Funds	Taxes Allocated to City of Lakeland
			$ 1.19	2%	52.7%		2%	3.0%	75%	
Year 1	17%	$ 42,872,817	$ 127,547	$ 2,551	$ 67,217	$ 57,779	$ 1,156	$ 1,733	$ 43,334	$ 11,556
Year 2	39%	$ 98,355,285	$ 292,607	$ 5,852	$ 154,204	$ 132,551	$ 2,651	$ 3,977	$ 99,413	$ 26,510
Year 3	56%	$141,228,102	$ 420,154	$ 8,403	$ 221,421	$ 190,330	$ 3,807	$ 5,710	$ 142,748	$ 38,065
Year 4	73%	$184,100,918	$ 547,700	$ 10,954	$ 288,638	$ 248,108	$ 4,962	$ 7,443	$ 186,081	$ 49,622
Year 5	90%	$226,973,735	$ 675,247	$ 13,505	$ 355,855	$ 305,887	$ 6,118	$ 9,177	$ 229,415	$ 61,177
Year 6	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 7	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 8	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 9	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 10	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 11	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 12	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 13	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 14	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 15	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 16	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 17	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 18	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 19	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Year 20	100%	$252,193,039	$ 750,274	$ 15,005	$ 395,394	$ 339,875	$ 6,798	$ 10,196	$ 254,906	$ 67,975
Total			**$13,317,365**	**$266,340**	**$ 7,018,245**	**$ 6,032,780**	**$120,664**	**$ 180,980**	**$ 4,524,581**	**$ 1,206,555**
								Net Present Value*	**$2,418,033**	

City of Lakeland Taxes to Trustee	$	387,004
Administrative Fee Designated to IDB:	$	180,980
City of Lakeland Taxes Designated to Debt Service	$	7,018,245
New Taxes Paid to City of Lakeland:	$	1,206,555
City of Lakeland Taxes Designated to TIF:	$	4,524,581
Net Present Value of Taxes Designated to TIF	$	2,418,033

**Discount Rate of 6%*

Safety TIF Mixed-Use Development

Residential - Privately-Owned

		Total
Appraised Value of Homes: (Currently Under Development*)	**$**	**16,780,900**
Base Year Appraised Value of Real Property:	**$**	**11,280,900**
Real Property Incremental Value Included in TIF:	**$**	**5,500,000**

Real Property Tax Schedule

Shelby County Tax Rate: $3.39	% Complete	Appraised Value	Shelby County							
			Net New Tax	Trustee Fee	Tax Dedicated for Debt Service ($.45)	Remaining Funds after Fees and Debt Service	Trustee Fee	IDB Fee	Taxes Designated to TIF from Remaining Funds	Taxes Allocated to Shelby County
			$ 3.39	2%	13.27%		2%	3%	75%	
Year 1	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 2	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 3	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 4	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 5	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 6	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 7	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 8	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 9	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 10	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 11	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 12	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 13	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 14	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 15	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 16	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 17	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 18	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 19	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Year 20	100%	$ 5,500,000	$ 46,613	$ 932	$ 6,186	$ 39,495	$ 790	$ 1,185	$ 29,621	$ 7,899
Total			**$ 932,260**	**$ 18,640**	**$ 123,720**	**$ 789,900**	**$ 15,800**	**$ 23,700**	**$ 592,420**	**$ 157,980**
								Net Present Value**	**$339,751**	

Shelby County Taxes Designated to Trustee:	**$**	**34,440**
Administrative Fee Designated to IDB:	**$**	**23,700**
Shelby County Taxes Designated to Debt Service:	**$**	**123,720**
New Taxes Paid to Shelby County:	**$**	**157,980**
Shelby County Taxes Designated to TIF:	**$**	**592,420**
Net Present Value of Taxes Designated to TIF	**$**	**339,751**

*This tax schedule represents a residential development that is currently underway,which is not a part the Lakeland Meadows or the Healthfield development. However it is within the boundary in the TIF district and is included in this analysis to project incremental property tax generated from ongoing development.

***Discount Rate of 6%*

Safety TIF Mixed-Use Development

Residential - Privately Owned		Total
Appraised Value of Homes: (Currently Under Development*)	$	16,780,900
Base Year Appraised Value of Real Property:	$	11,280,900
Real Property Incremental Value Included in TIF:	$	5,500,000

Real Property Tax Schedule

City of Lakeland Tax Rate: $1.19	% Complete	Appraised Value	City of Lakeland							
			Net New Tax	Trustee Fee	Tax Dedicated to Debt Service	Remaining Funds after Debt Service	Trustee Fee	Admin Fee Designated to IDB	Taxes Designated to TIF from Remaining Funds	Taxes Allocated to City of Lakeland
			$ 1.19	2%	52.7%		2%	3.0%	75%	
Year 1	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 2	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 3	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 4	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 5	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 6	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 7	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 8	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 9	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 10	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 11	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 12	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 13	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 14	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 15	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 16	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 17	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 18	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 19	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Year 20	100%	$ 5,500,000	$ 16,363	$ 327	$ 8,623	$ 7,413	$ 148	$ 222	$ 5,560	$ 1,483
Total			**$ 327,260**	**$ 6,540**	**$ 172,460**	**$ 148,260**	**$ 2,960**	**$ 4,440**	**$ 111,200**	**$ 29,660**
								Net Present Value**	**$63,773**	

City of Lakeland Taxes to Trustee	$	9,500
Administrative Fee Designated to IDB:	$	4,440
City of Lakeland Taxes Designated to Debt Service	$	172,460
New Taxes Paid to City of Lakeland:	$	29,660
City of Lakeland Taxes Designated to TIF:	$	111,200
Net Present Value of Taxes Designated to TIF	$	63,773

*This tax schedule represents a residential development that is currently underway,which is not a part the Lakeland Meadows or the Healthfield development. However it is within the boundary in the TIF district and is included in this analysis to project incremental property tax generated from ongoing development.

***Discount Rate of 6%*

Notes for Lakeland Safety TIF Economic Impact Analysis:

1. U.S. Bureau of Economic Analysis RIMS II final-demand aggregate output multiplier for Shelby County, Tennessee for construction. This multiplier represents the total dollar change in output that occurs in all industries for each additional dollar of output delivered to final demand by the specified industry.

2. For the purpose of this analysis, it is assumed that 40% of the construction costs would be for building materials that are subject to the City of Lakeland and Shelby County local option sales tax rate of 2.75%.

3. U.S. Bureau of Economic Analysis RIMS II aggregate final demand employment multiplier for construction for Shelby County, Tennessee. This multiplier calculates the number of indirect jobs supported per million dollars of output by the specified industry.

4. Based upon data from the Tennessee Department of Labor; Annual Average Wage for Shelby County, 2022 for all industry types with a 1.5% inflation factor applied for and 2023 and 2024.

5. U.S. Department of Labor, "Consumer Expenditure Survey, Southern US" 2022; factor applied to determine the rate of indirect or "downstream" expenditures on sales taxable goods and services at the Lakeland option tax rate of 2.75%.

6. Based upon July 2023 - June 2024 collections of business, motor vehicle and other local taxes compared to sales tax for Shelby County.

7. Average sales per square foot are based on Sales Per Square Foot Report as published by BizMiner 2019-2020 for the specified industries.

8. U.S. Bureau of Economic Analysis RIMS II final-demand aggregate output multiplier for Shelby County, Tennessee for general merchandise, food services and drinking places, and personal services.

9. U.S. Bureau of Economic Analysis RIMS II aggregate final demand employment multiplier for general merchandise, food services and drinking places, and personal services for Shelby County, Tennessee.

10. Based upon data from Tennessee Department of Labor; Annual Average Wage for Shelby County, 2022 general merchandise, food services and drinking places, and personal services with a 1.5% inflation factor applied for and 2023 and 2024.

11. New property tax for Shelby County and the City of Lakeland is based on new jobs supported by the ongoing operations of the specified industry. The new property value may be new single-family homes, new rental property, expansions or improvements to existing residential or commercial property. The assessment rate of 25% and a combined Shelby County ($3.39) and City of Lakeland ($1.19) tax rate of $4.58 per $100 of assessed value is used. For this calculation, it is assumed that 75% of the jobs supported are direct jobs. Property taxes paid directly by entities in the development are not included in this value.

12. U.S. Bureau of Economic Analysis RIMS II final-demand aggregate output multiplier for Shelby County, Tennessee for accommodations.

13. U.S. Bureau of Economic Analysis RIMS II aggregate final demand employment multiplier for accommodations for Shelby County, Tennessee.

14. Based upon data from Tennessee Department of Labor; Annual Average Wage for Shelby County, 2022 for accommodations with a 1.5% inflation factor applied for and 2023 and 2024.

15. U.S. Bureau of Economic Analysis RIMS II final-demand aggregate output multiplier for Shelby County, Tennessee for services to buildings and dwellings.

16. U.S. Bureau of Economic Analysis RIMS II aggregate final demand employment multiplier for service to buildings and dwellings for Shelby County, Tennessee.

17. Based upon data from Tennessee Department of Labor; Annual Average Wage for Shelby County, 2022 for repairs and maintenance with a 1.5% inflation factor applied for and 2023 and 2024.

-Constant 2024 dollars. No tax rate changes are assumed.

CITY OF LAKELAND TENNESSEE

Industrial Development Board

Meeting Cycle: Thursday, August 22, 2024

Subject: **Resolution** - approving a loan commitment letter with FirstBank for the development of Lakeland Gateway.

Staff Contact: Michael Walker, City Manager

STAFF RECOMMENDATION

The IDB President recommends that the Industrial Development Board of the City of Lakeland, Tennessee approve resolution R-114-2024.

BUDGET IMPACT

As with prior tax increment financing, there is no direct financial impact to the IDB related to this resolution. The proceeds of this debt issuance would be provided to the City of Lakeland for use on infrastructure costs within the Lakeland Gateway TIF District.

DISCUSSION

The attached commitment letter from FirstBank was negotiated by the IDB President on behalf of the IDB and the City of Lakeland. We also obtained information from both the Tennessee Municipal League and First Horizon. First Horizon did not provide a bid or commitment letter, and TML was unable to fund a commitment of this nature but rather offered general obligation debt through the City of Lakeland.

As the IDB will recall, the City of Lakeland has access to a portion of the future tax increment on the Lakeland Gateway development. This loan would enable the City to capitalize on this funding to provide needed infrastructure in the Lakeland Gateway.

If authorized by this resolution, the loan documentation would be prepared, reviewed by bond counsel and the IDB attorney, and presented for IDB approval in a future meeting.

RESOLUTION R-114-2024

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND TENNESSEE APPROVING A LOAN COMMITMENT LETTER WITH FIRSTBANK FOR THE DEVELOPMENT OF LAKELAND GATEWAY

WHEREAS , The Industrial Development Board of the City of Lakeland, Tennessee (the "Lakeland IDB") approved an economic impact plan (the "Economic Impact Plan") regarding the development of an approximately 100-acre tract of land located in the northwest and northeast corners of Canada Road and the Interstate 40 Exchange, in the City of Lakeland, Tennessee and Shelby County, Tennessee, as described in the Economic Impact Plan (the "Plan Area"); and

WHEREAS , the development of the Plan Area is expected to create a mixed use development that is expected to include retail space, hotels, an independent senior living community and medical office buildings, as more particularly described in the Economic Impact Plan (the "Project"); and

WHEREAS , the Lakeland IDB approved a Tax Increment Financing Application (the "TIF Application") for the Plan Area; and

WHEREAS , the Economic Impact Plan permits certain tax increment financing ("Tax Increment Financing") pursuant to Chapter 53, Title 7 of the Tennessee Code Annotated; and

WHEREAS , to finance certain costs of the Project, the Lakeland IDB, as Borrower, the City of Lakeland, Tennessee, as Contractual Obligor, and FirstBank, as Lender, desire to enter into that certain Loan Commitment Letter (the "Commitment Letter"), a copy of which is attached hereto as **Exhibit A**; and

NOW, THEREFORE, BE IT RESOLVED by the Lakeland IDB that**:**

RESOLVED, that the Commitment Letter is hereby approved by the Lakeland IDB and further;

RESOLVED, the officers and directors of the Lakeland IDB are hereby authorized to execute the Commitment Letter described herein in substantially the form presented at this meeting or with such changes therein as shall be approved by the officer executing the same.

RESOLUTION R-114-2024

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND TENNESSEE APPROVING A LOAN COMMITMENT LETTER WITH FIRSTBANK FOR THE DEVELOPMENT OF LAKELAND GATEWAY

Dated: August 22, 2024

____
Alan Johnson, Chair

ATTEST:

____
Steve Laster, Secretary

RESOLUTION R-114-2024

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND TENNESSEE APPROVING A LOAN COMMITMENT LETTER WITH FIRSTBANK FOR THE DEVELOPMENT OF LAKELAND GATEWAY

EXHIBIT A

Commitment Letter

See Attached

45477554.2

FirstBank

July 18, 2024

Mr. Michael Walker, CPA
City Manager
City of Lakeland
1000 Highway 70
Lakeland, TN 38002

RE: **Project financing for the Gateway Development Project in Lakeland, Tennessee**

Dear Michael:

FirstBank (the "Bank/Lender") is pleased to offer the below-outlined financing in support of the project financing needs of the Gateway Development Project in Lakeland, Tennessee. Terms are outlined below:

Borrower: The Industrial Development Board of the City of Lakeland for the benefit of the City of Lakeland

Contractual Obligor: City of Lakeland, Tennessee (Lakeland)

Line Amount: Up to $6,000,000, Non-Revolving Credit Facility

Funding Base: Advances will be limited to 100% of the project cost as verified by an independent AIA certified inspector

Projects: Projects shall refer to focus areas more fully described in Lakeland's scope documents but shall generally refer to redesign and modernization projects in the primary gateway area located on the north side of I-40 and on either side of Canada Road. All projects to be located within the Gateway TIF District in Lakeland, Tennessee.

Collateral:

A. Assignment of the City of Lakeland and Shelby County, Tennessee portion of the Gateway TIF
B. Assignment of construction documents to include the Development

Agreement and all Amendments
C. Recorded Negative Pledge on subject parcels/real property

Rate:	30-day SOFR + 200 bps or WSJ Prime minus 100 bps Index floor of 5%
Funding:	Loan proceeds will be advanced on a percentage of completion basis, as evidenced by appropriate draw request from Borrower, as approved by Lender and 3rd party construction engineer.
Repayment/ Maturity:	Delay Draw Term Loan which will operate as follows: Up to a 24-month construction/draw period, interest only payable monthly. Upon completion of Project, option of: A. Five year fixed rate with payments based upon an amortization period up to the remaining term of the TIF or B. Choice of 100% of the obligation floating, 100% of the obligation fixed, or a combination of a floating and fixed rate, fully amortized, up to the remaining term of the TIF.
Prepayment Penalty:	Principal reductions allowed during the construction period. Loan Option A: No prepayment penalty Loan Option B: No prepayment penalty on the floating rate portion, if any
Commitment Fee:	25 bps
Expenses:	All fees and expenses to be paid by Borrower including, but not limited to, the cost of inspections and legal fees.
Financial Information:	Standard and customary financial and reporting information.
Deposit Accounts:	TIF funds received to be maintained at FirstBank. Interest Reserve of $250,000 to be maintained in an interest-bearing account at FirstBank, funded by closing of the Line of Credit
Affirmative Covenants:	City of Lakeland, Tennessee to provide financial statements on an annual basis within 180 days of each fiscal year end.
Events of Default:	Usual and customary of Lender for transactions of this type.

Conditions: Closing of the proposed loan will be subject to all documentation acceptable to Lender, including but not limited to:

Borrower shall supply certified copies of organizational documents including By Laws, authorizing Resolutions, and incumbency certificate for Borrower and Contractual Obligor, the delivery of good standing certificates and compliance documents as appropriate.

The subject loan is to be evidenced and secured by Lender's standard Promissory Note, Loan Agreement, and such other documentation as may be required by Lender, all of which will be prepared by counsel selected by Lender.

Appropriate insurance certificates in form satisfactory to Lender evidencing, among other things, adequate coverage for general liability, contractor worker's compensation, and contractor general liability. General liability certificates shall be issued on an Accord 25 form with Lender named as Additional Insured.

Satisfactory evidence that, as required, site plans have been approved and permits have been issued by the appropriate municipal/other authorities. Review and approval of specs and budget.

Receipt of Opinion Letter from Borrower's/Lakeland's Attorney confirming the Authority of the Borrower/Contractual Obligor to enter into the Line of Credit under the proposed terms. Satisfactory review of Letter by Bank Attorney.

Events of Default: Usual and customary of Lender in Term Loan transactions of this type.

Expiration of Commitment: August 31, 2024

This commitment is for your confidential use only and is sent to you on the condition that neither the existence of this letter nor its contents will be disclosed publicly or privately to any person or entity, except those of the Borrower/Lakeland's officers, employees, agents, counsel or accountants directly involved with this proposed financing and then only on the basis that it not be further disclosed.

Notwithstanding anything herein to the contrary, if this commitment is accepted, Borrower/Lakeland agree to pay, or reimburse the Lender on demand for, all reasonable out of pocket costs and expenses incurred by the Lender in connection with the proposed facility including reasonable attorney's fees and expenses incurred in the preparation and negotiation of documentation, whether or not the proposed facility is actually finalized. The obligation with respect to such costs and expenses shall survive the expiration or termination of this letter.

This letter constitutes the entire understanding between the Lender and the Borrower/Lakeland in connection with the proposed facility as of the date hereof and supersedes any prior written or oral communications or understandings. This letter may be amended only in writing signed by both the Lender, Borrower and Obligor.

This letter shall be governed by the laws of the State of Tennessee.

On behalf of FirstBank, we appreciate this opportunity and the business with which you have favored our bank. Should you have any questions, please feel free to give me a call.

If the above meets with your approval, please fully execute this commitment and return it to my attention by the date stipulated above.

Respectfully,

FIRSTBANK

Mollie Newman

Mollie Newman
Senior Vice President

Acknowledged and accepted this ____ day in the month of July, 2024.

Borrower:

The Industrial Development Board of the City of Lakeland for the benefit of the City of Lakeland

By: ____________________________

Name: ________________________

Title: __________________________

Contractual Obligor:

City of Lakeland

By: ________________________

Name: _____________________

Title: _______________________