CITY OF LAKELAND TENNESSEE

Industrial Development Board
Regular Meeting Agenda
Thursday, March 23, 2023, 5:30 PM
City Hall, Lakeland, Tennessee 38002

I. CALL TO ORDER:

II. ROLL CALL:

III. APPROVAL OF MINUTES OF PREVIOUS MEETING:

1. Regular meeting - January 26, 2023

2. Special meeting - February 16, 2023

IV. PUBLIC DISCUSSION:

V. REPORTS OF OFFICERS AND COMMITTEES:

VI. OLD BUSINESS:

VII. NEW BUSINESS:

1. **Resolution** - approving draw requests 19 and 20 in conjunction with the tax increment financing for Lakeland Commons, LP.

2. **Discussion and Possible Action** - regarding the status of the Lake District TIF. *Sponsored by Vice-Chair Gonzales*

VIII. ANNOUNCEMENTS:

IX. ADJOURNMENT:

INDUSTRIAL DEVELOPMENT BOARD
MEETING MINUTES
THURSDAY, JANUARY 26, 2023, 5:30 PM
CITY HALL, LAKELAND, TN.

DRAFT

I. **CALL TO ORDER:** The meeting was called to order by Acting-Chairman Alan Johnson at 5:30 p.m.

II. **ROLL CALL BY RECORDER:**

Shaun Brannen	Present
Richard Gonzales	Present
Derek Johnston	Present
Richard Justin	Present
Joseph Laster	Present
Brian Sullivan	Absent *(excused)*
(C) Alan Johnson	Present

Others present:
Michael Walker, City Manager
Paul Luker, Planning Director
Alex Barthol, City Planner
Vice-Mayor Wesley Wright *(BOC Representative sitting in for Mayor Roman)*

For the record: The order of business was changed without objection.

New Business:

1. **Election of the Chair of the Lakeland IDB.**
   The floor was opened for nominations.
   Mr. Brannen nominated Mr. Alan Johnson.
   Mr. Johnson nominated Mr. Joseph Laster.

   With no other nominations being offered the floor was closed.

   Roll call vote for election of chair, 5 in favor of Mr. Johnson and 1 in favor of Mr. Laster.

Brannen	Johnson
Gonzales	Johnson
Johnston	Johnson
Justin	Johnson
Laster	Johnson
(C) Johnson	Laster

   Mr. Johnson was elected chair.

REPORTS OF OFFICERS AND COMMITTEES:

2. **Tax Increment Financing presentation, with guest presenter Dexter Muller.**
   Presentation given by Dexter Muller, Economic Development Consultant.

III. APPROVAL OF MINUTES OF PREVIOUS MEETING:
Mr. Laster moved to approve the previous meeting minutes of November 01, 2022, as written, seconded by Mr. Brannen.

Motion passed unanimously, roll call vote, 6 in favor 0 against.

Brannen	Yea
Gonzales	Yea
Johnston	Yea
Justin	Yea
Laster	Yea
(C) Johnson	Yea

IV. PUBLIC DISCUSSION:
Comments were heard from the following:
Yehuda Netanel, Lake District, LLC

V. REPORTS OF OFFICERS AND COMMITTEES:
1. **IDB President presentation "The Role and Function of the IDB".**
   Presentation given by City Manager Michael Walker, IDB President.

2. **Increment Financing presentation, with guest presenter Dexter Muller.** *(Taken out of order)*

VI. OLD BUSINESS: *None*

VII. NEW BUSINESS:

1. **Election of the Chair of the Lakeland IDB.** *(Taken out of order)*

2. **Election of the Vice-Chair of the Lakeland IDB.**
   The floor was opened for nomination of Vice-Chair.

   Chairman Johnson nominated Mr. Richard Gonzales.

   With no other nominations being offered the floor was closed and Mr. Gonzales was elected Vice-Chair by acclamation, voice vote, 6 in favor 0 against.

   For the record: Mr. Laster moved to amend the agenda to add election of the Secretary of the Lakeland IDB, seconded by Mr. Brannen.

   Motion carried, voice vote, 6 in favor, 0 against.

   The floor was opened for nominations of Secretary.

DRAFT

Chairman Johnson nominated Mr. Joseph Laster.

With no other nominations being offered the floor was closed and Mr. Laster was elected Secretary by acclamation, voice vote, 6 in favor 0 against.

3. **<u>Resolution</u> – approving draw requests 17 and 18 in connection with the tax increment financing for Lakeland Commons, LP.**
   Mr. Gonzales moved to bring this item to the floor, seconded by Mr. Laster.

   Discussion ensued.

   Comments were heard from the following:
   Bob Watson – A2H Representative

   After the discussion, When the question was called the resolution passed as presented, voice vote, 6 in favor 0 against. *(See Resolution R-9-2023 on file)*

VIII. ANNOUNCEMENTS:

IX. ADJOURNMENT:

There being no other business to consider Mr. Brannen moved to adjourn the meeting, seconded by Mr. Gonzales.

Motion passed unanimously, voice vote, 6 in favor 0 against.

The meeting was adjourned at 6:38 p.m. on Thursday, January 26, 2023.

____
Joseph Laster, *Secretary*

ATTEST:

____
Debra Murrell, *City Recorder*

These minutes were approved Thursday, March 23, 2023, and constitute an official public record of the City of Lakeland, duly recorded, and filed in the Minute Book of the City of Lakeland.

INDUSTRIAL DEVELOPMENT BOARD
SPECIAL MEETING MINUTES
THURSDAY, FEBRUARY 16, 2023, 5:00 PM
CITY HALL, LAKELAND, TN.

DRAFT

I. CALL TO ORDER: The meeting was called to order by Chairman Alan Johnson at 5:02 p.m.

II. ROLL CALL BY RECORDER:

Shaun Brannen	Absent (excused)
Richard Gonzales	Present
Derek Johnston	Present
Richard Justin	Present
Joseph Laster	Present
Mayor Josh Roman *(BOC Liaison)*	Present
Brian Sullivan	Present
(C) Alan Johnson	Present

Others present:
Michael Walker, City Manager
Paul Luker, Planning Director
Alex Barthol, City Planner
Al Bright Jr, Attorney *(IDB Counselor)*
Carlin Stuart, Finance Director

For the record: Present in the audience were the following:
Vice-Mayor Wesley Wright
Commissioner Jim Atkinson
Commissioner Michele Dial
Commissioner Connie McCarter

III. APPROVAL OF MINUTES OF PREVIOUS MEETING: N/A

IV. PUBLIC DISCUSSION:
Comments were heard by the following:
Dexter Muller – Economic Development Consultant
Thomas Stites – 10000 block of Carly Drive

V. REPORTS OF OFFICERS AND COMMITTEES: N/A

VI. OLD BUSINESS: *None*

DRAFT

VII. NEW BUSINESS:

1. **<u>Resolution</u> – approving the Economic Impact Plan and Tax Increment Financing Plan for the Lakeland Gateway area 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.**
Mr. Gonzales moved to bring this item to the floor, seconded by Mr. Sullivan.

Discussion ensued.

After the discussion, Mr. Gonzales moved to approve the resolution as presented, seconded by Mr. Laster.

Motion passed unanimously, roll call vote, 6 in favor 0 against. *(See Resolution R-26-2023 on file)*

Gonzales	Yea
Johnston	Yea
Justin	Yea
Laster	Yea
Sullivan	Yea
(C) Johnson	Yea

VIII. ANNOUNCEMENTS:

IX. ADJOURNMENT:

There being no other business to consider Mr. Gonzales moved to adjourn the meeting, seconded by Mr. Laster.

Motion passed unanimously, voice vote, 6 in favor 0 against.

The meeting was adjourned at 5:20 p.m. on Thursday, February 16, 2023.

Joseph Laster, *Secretary*

ATTEST:

Debra Murrell, *City Recorder*

These minutes were approved Thursday, March 23, 2023, and constitute an official public record of the City of Lakeland, duly recorded, and filed in the Minute Book of the City of Lakeland.

RESOLUTION R-40-2023

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE, APPROVING DRAW REQUESTS 19 AND 20 IN CONNECTION WITH THE TAX INCREMENT FINANCING FOR LAKELAND COMMONS, LP

WHEREAS, on November 12, 2018, 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 area located at 9768 Highway 70, Lakeland, Tennessee 38002 (inclusive of Tax Parcel ID Nos. L0150 00332 and L0150 00479C), which is an approximately 40 acre mixed use development at the southwest corner of U.S. Highway 70 and Seed Tick Road in Lakeland, Shelby County, Tennessee (the "Plan Area"); and

WHEREAS, on November 12, 2018, the Lakeland IDB approved a Tax Increment Financing Application (the "TIF Application") for the Plan Area, as submitted by Lakeland Commons, LLC, a Tennessee limited liability company ("Lakeland Commons"); and

WHEREAS, the development of the Plan Area is expected to create a mixed use development that is expected to include a three-story building with restaurants, professional office space, boutique retail space and a possible site for the relocation of Lakeland City Hall, 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 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, Lakeland Commons has entered into a Development Agreement with the Lakeland IDB with respect to the Plan Area and the development of the Project; and

WHEREAS, under the Development Agreement between the Lakeland IDB and Lakeland Commons, 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, Lakeland Commons has submitted Draw Requests 19 and 20, a copy of which are attached hereto as **Exhibit B**, to use for certain TIF Eligible Costs.

RESOLUTION R-40-2023

A RESOLUTION OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF LAKELAND, TENNESSEE, APPROVING DRAW REQUESTS 19 AND 20 IN CONNECTION WITH THE TAX INCREMENT FINANCING FOR LAKELAND COMMONS, LP

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

RESOLVED, that the Draw Request(s) is(are) hereby approved by the Lakeland IDB and further,

RESOLVED, that 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: March 23, 2023

____
Alan Johnson, *Chair*

Attest:

____
Steve Laster, *Secretary*

Exhibit B

Draw

Request(s)

See

Attached

DESCRIPTION Lakeland TIF PH 2 - Simmons Bank - LN#	PROJECT BUDGET PHASE I BALANCES	REALLOCATIONS PREV. ADJ.	REALLOCATIONS CURRENT ADJ.	REVISED FOR PHASE II	5/26/21 DRAW 1 - PRE-CLOSING - Funded 6//21	6/21/21 CLOSING OF INCREASE
LAND:						
Land	$0.00			$0.00		
SUB TOTAL LAND	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**
HARD COSTS: *RETAINAGE %*						
Infrastructure 5%	$3,028,491.70	$4,338,803.30		$7,367,295.00	$220,947.20	
Simmons Retainage Escrow Account	$159,394.30	($159,394.30)		$0.00	$11,628.80	
SUB TOTAL HARD COSTS	**$3,187,886.00**	**$4,179,409.00**	**$0.00**	**$7,367,295.00**	**$232,576.00**	**$0.00**
SOFT COSTS:						
Architect	657,162.07	$599,592.23		$1,256,754.30	$25,167.48	
Engineering	112,459.48	$24,110.00		$136,569.48		
Insurance & Bonding	30,528.00	$36,813.64		$67,341.64	$1,092.00	
Planning / Consulting	104,948.17	$12,882.49		$117,830.66	$1,200.00	
Lakeland Fees	434,283.74	$0.00		$434,283.74		
Title Work / Bank Closing Costs / Appraisal	44,957.70	$178,633.08		$223,590.78		$67,171.96
Survey / Phase I	9,815.00	$3,700.00		$13,515.00		
Legal	251,390.05	$39,571.47		$290,961.52	$7,308.50	$29,000.00
MLGW / Utility Connections	358,886.09	$329,067.02		$687,953.11		
RE Taxes	31,058.77	$30,895.69		$61,954.46		
Interest Reserve	191,187.15	$566,237.44		$757,424.59	$63,641.43	$59,448.68
Inspection Fees (8)	24,370.00	$29,267.50	$5,000.00	$58,637.50	$3,020.00	
Contingency	$53,662.63	$15,576.97		$69,239.60		
SUB TOTAL SOFT COSTS	**$2,304,708.85**	**$1,866,347.53**	**$5,000.00**	**$4,176,056.38**	**$101,429.41**	**$155,620.64**
				$0.00		
TOTAL PROJECT COSTS	**$5,492,594.85**	**$6,045,756.53**	**$5,000.00**	**$11,543,351.38**	**$334,005.41**	**$155,620.64**
SOURCES OF FUNDS:						
Borrower Equity	$0.00	$1,926,488.47	$5,000.00	$1,931,488.47		
Construction Loan	$5,492,594.85	$4,257,405.15		$9,750,000.00	$334,005.41	$155,620.64
				$0.00		
TOTAL SOURCES OF FUNDS				**$11,681,488.47**	**$334,005.41**	**$155,620.64**
DIFFERENCES				**$138,137.09**	**$0.00**	**$0.00**
- Contract 1 Retainage Tracking					$171,023.10	$171,023.10

DESCRIPTION	7/13/21 DRAW 2	8/11/21 DRAW 3	9/10/21 DRAW 4	10/13/21 DRAW 5	11/17/21 DRAW 6	12/12/21 DRAW 7	1/14/22 DRAW 8	2/15/22 DRAW 9	DRAW REQUESTS 4/12/22 DRAW 10
LAND:									
Land									
SUB TOTAL LAND	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**
HARD COSTS: *RETAINAGE %*									
Infrastructure 5%	$299,186.35	$178,239.00	$217,169.05	$229,520.95	$205,124.00	$121,246.60	$236,838.15		$128,906.45
Simmons Retainage Escrow Account	$15,746.65	$9,381.00	$11,429.95	$12,080.05	$10,796.00	$6,381.40	($236,838.15)		$6,784.55
SUB TOTAL HARD COSTS	**$314,933.00**	**$187,620.00**	**$228,599.00**	**$241,601.00**	**$215,920.00**	**$127,628.00**	**$0.00**	**$0.00**	**$135,691.00**
SOFT COSTS:									
Architect	$4,250.00						$23,722.50		
Engineering		$2,215.00		$1,995.00			$19,900.00		
Insurance & Bonding	$12,414.00								
Planning / Consulting					$1,050.00			$1,905.36	
Lakeland Fees									
Title Work / Bank Closing Costs / Appraisal									
Survey / Phase I									
Legal	$165.00				$1,645.05			$1,452.92	
MLGW / Utility Connections									$15,209.23
RE Taxes								$30,895.69	
Interest Reserve				$73,567.73			$72,160.69		$75,035.02
Inspection Fees (8)	$2,090.00	$1,650.00	$1,710.00	$1,540.00	$660.00	$1,887.50	$585.00		$325.00
Contingency						$11,576.97		$3,000.00	
SUB TOTAL SOFT COSTS	**$18,919.00**	**$3,865.00**	**$1,710.00**	**$77,102.73**	**$3,355.05**	**$13,464.47**	**$116,368.19**	**$37,253.97**	**$90,569.25**
TOTAL PROJECT COSTS	**$333,852.00**	**$191,485.00**	**$230,309.00**	**$318,703.73**	**$219,275.05**	**$141,092.47**	**$116,368.19**	**$37,253.97**	**$226,260.25**
SOURCES OF FUNDS:									
Borrower Equity									
Construction Loan	$333,852.00	$191,485.00	$230,309.00	$318,703.73	$219,275.05	$141,092.47	$116,368.19	$37,253.97	$226,260.25
TOTAL SOURCES OF FUNDS	**$333,852.00**	**$191,485.00**	**$230,309.00**	**$318,703.73**	**$219,275.05**	**$141,092.47**	**$116,368.19**	**$37,253.97**	**$226,260.25**
DIFFERENCES	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**
- Contract 1 Retainage Tracking	$186,769.75	$196,150.75	$207,580.70	$219,660.75	$230,456.75	$236,838.15	$0.00	$0.00	$6,784.55

DESCRIPTION	5/13/22 DRAW 11	6/10/22 DRAW 12	7/11/22 DRAW 13	8/11/22 DRAW 14	9/19/22 DRAW 15	10/12/22 DRAW 16	11/10/22 DRAW 17	12/12/22 DRAW 18	1/5/23 DRAW 19	2/8/23 DRAW 20	DRAW 21	TOTAL	%	BALANCE TO FUND (Incl. Retainage)
LAND:														
Land												$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**
HARD COSTS: *RETAINAGE %*														
Infrastructure 5%	$387,487.90	$788,280.55	$331,443.60	$154,994.40	$90,415.30	$0.00	$195,227.85	$231,867.45	$65,518.65	$61,568.55		$7,172,473.70	97%	$194,821.30
Simmons Retainage Escrow Account	$20,394.10	$41,488.45	$17,444.40	$8,157.60	$4,758.70	$0.00	$10,275.15	$12,203.55	$3,448.35	$3,240.45		$128,195.30		
												$0.00		
SUB TOTAL HARD COSTS	**$407,882.00**	**$829,769.00**	**$348,888.00**	**$163,152.00**	**$95,174.00**	**$0.00**	**$205,503.00**	**$244,071.00**	**$68,967.00**	**$64,809.00**	**$0.00**	**$7,300,669.00**	99%	**$194,821.30**
SOFT COSTS:												$0.00		
Architect				$360,015.61	$170,364.52			$16,072.12				$1,256,754.30	100%	$0.00
Engineering												$136,569.48	100%	$0.00
Insurance & Bonding				$12,414.00								$56,448.00	84%	$10,893.64
Planning / Consulting	$750.00		$7,977.13									$117,830.66	100%	$0.00
Lakeland Fees												$434,283.74	100%	$0.00
Title Work / Bank Closing Costs / Appraisal								$111,461.12				$223,590.78	100%	$0.00
Survey / Phase I					$3,700.00							$13,515.00	100%	$0.00
Legal												$290,961.52	100%	$0.00
MLGW / Utility Connections							$313,857.79					$687,953.11	100%	$0.00
RE Taxes												$61,954.46	100%	$0.00
Interest Reserve			$79,714.52			$94,881.60		$47,787.77				$757,424.59	100%	($0.00)
Inspection Fees (8)	$2,300.00	$3,042.50	$660.00	$3,505.00	$2,671.25	$1,610.00		$405.00	$1,280.00	$1,180.00		$54,491.25	93%	$4,146.25
Contingency				$400.00								$68,639.60	99%	$600.00
SUB TOTAL SOFT COSTS	**$3,050.00**	**$3,042.50**	**$88,351.65**	**$376,334.61**	**$176,735.77**	**$96,491.60**	**$313,857.79**	**$175,726.01**	**$1,280.00**	**$1,180.00**	**$0.00**	**$4,160,416.49**	100%	**$15,639.89**
												$0.00		$0.00
TOTAL PROJECT COSTS	**$410,932.00**	**$832,811.50**	**$437,239.65**	**$539,486.61**	**$271,909.77**	**$96,491.60**	**$519,360.79**	**$419,797.01**	**$70,247.00**	**$65,989.00**	**$0.00**	**$10,385,691.69**	90%	**$210,461.19**
SOURCES OF FUNDS:														
Borrower Equity			$164,857.61	$255,755.09	$135,217.98	$96,491.60	$519,360.79	$419,797.01	$70,247.00	$65,989.00		$1,727,716.08	89%	$203,772.39
Construction Loan	$410,932.00	$832,811.50	$272,382.04	$283,731.52	$136,691.79	$0.00	$0.00	$16,630.59				$9,750,000.00	100%	$0.00
														$0.00
TOTAL SOURCES OF FUNDS	**$410,932.00**	**$832,811.50**	**$437,239.65**	**$539,486.61**	**$271,909.77**	**$96,491.60**	**$519,360.79**	**$436,427.60**	**$70,247.00**	**$65,989.00**	**$0.00**	**$11,477,716.08**	98%	**$203,772.39**
DIFFERENCES	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$16,630.59**	**$0.00**	**$0.00**	**$0.00**	**$1,092,024.39**		**($6,688.80)**
- Contract 1 Retainage Tracking	$27,178.65	$68,667.10	$86,111.50	$94,269.10	$99,027.80	$99,027.80	$109,302.95	$121,506.50	$124,954.85	$128,195.30	$128,195.30			

Bart Thomas
2/22/23

AIA Document G702™ – 1992

Application and Certificate for Payment

TO OWNER: Lakeland Town Center, LLC 355 Tara Lane Memphis , TN 38111	**PROJECT:** Lakeland Commons-Ph2 Site Pkg 4836 Village Lot Cove Lakeland, TN 38002	**APPLICATION NO:** 9 **PERIOD TO:** 12/31/22 **CONTRACT FOR:**	**Distribution to:** OWNER ☐ ARCHITECT ☐
FROM CONTRACTOR: Montgomery Martin Contractors, LLC 8245 Tournament Drive Suite 300 Memphis, TN 38125	**VIA ARCHITECT:**	**CONTRACT DATE:** **PROJECT NOS:** 21020 / /	CONTRACTOR ☐ FIELD ☐ OTHER ☐

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** .... $ 2,201,737.00
2. **NET CHANGE BY CHANGE ORDERS** .... $ 428,795.00
3. **CONTRACT SUM TO DATE** *(Line 1 ± 2)* .... $ 2,630,532.00
4. **TOTAL COMPLETED & STORED TO DATE** *(Column G on G703)* ...... $ 2,499,097.00
5. **RETAINAGE:**
   a. 5.0 % of Completed Work *(Columns D + E on G703)* $ 124,954.85
   b. 5.0 % of Stored Material *(Column F on G703)* $ 0.00

   Total Retainage *(Lines 5a + 5b, or Total in Column I of G703)*...... $ 124,954.85
6. **TOTAL EARNED LESS RETAINAGE** .... $ 2,374,142.15
   (Line 4 minus Line 5 Total)
7. **LESS PREVIOUS CERTIFICATES FOR PAYMENT** .... $ 2,308,623.50
   (Line 6 from prior Certificate)
8. **CURRENT PAYMENT DUE** .... $ 65,518.65
9. **BALANCE TO FINISH, INCLUDING RETAINAGE**
   (Line 3 minus Line 6) $ 256,389.85

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	$ 428,795.00	$ 0.00
Total approved this month	$ 0.00	$ 0.00
TOTAL	$ 428,795.00	$ 0.00
NET CHANGES by Change Order	$ 428,795.00	

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: Montgomery Martin Contractors, LLC

By: [signature] Date: 1/4/23

State of: Tennessee

County of: Shelby

Subscribed and sworn to before me this 4th day of January, 2023

Notary Public: [signature]

My commission expires: 3-2-24

JEANNETTE RULEMAN STATE OF TENNESSEE NOTARY PUBLIC COUNTY OF SHELBY MY COMM. EXP. MARCH 02, 2024

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 .... $

(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: Date:

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: 9
APPLICATION DATE: 1/4/23
PERIOD TO: 12/31/22
ARCHITECT'S PROJECT NO: 21020

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)
SUB TOTAL									
1	General Conditions	111,017.00	111,017.00	0.00	0.00	111,017.00	100	0.00	5,550.85
2	Testing Allowance	50,000.00	16,873.00	2,645.00	0.00	19,518.00	39	30,482.00	975.90
3	Site Clearing & Earthwork	660,787.00	652,941.00	3,500.00	0.00	656,441.00	99	4,346.00	32,822.05
4	Undercutting Allowance	25,000.00	31,905.00	0.00	0.00	31,905.00	128	-6,905.00	1,595.25
5	Erosion Control	54,127.00	53,433.00	694.00	0.00	54,127.00	100	0.00	2,706.35
6	Flocking Allowance	36,304.00	3,200.00	0.00	0.00	3,200.00	9	33,104.00	160.00
7	Sanitary Sewer	144,012.00	144,012.00	0.00	0.00	144,012.00	100	0.00	7,200.60
8	Storm Drainage	478,087.00	447,827.00	30,260.00	0.00	478,087.00	100	0.00	23,904.35
9	Retaining Walls	534,430.00	499,462.00	20,000.00	0.00	519,462.00	97	14,968.00	25,973.10
10	Sleeving Allowance	15,000.00	1,571.00	284.00	0.00	1,855.00	12	13,145.00	92.75
11	Insurances	9,536.00	8,713.00	823.00	0.00	9,536.00	100	0.00	476.80
12	CO #1 - Underground Water	337,181.00	326,500.00	2,000.00	0.00	328,500.00	97	8,681.00	16,425.00
	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: 9
APPLICATION DATE: 1/4/23
PERIOD TO: 12/31/22
ARCHITECT'S PROJECT NO: 21020

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)
13	CO #2 - Wall Undercut	91,614.00	50,000.00	8,000.00	0.00	58,000.00	63	33,614.00	2,900.00
	SUB TOTAL	2,547,095.00	2,347,454.00	68,206.00	0.00	2,415,660.00	95	131,435.00	120,783.00
14	Contractors Fee & Overhead 4%	83,437.00	82,676.00	761.00	0.00	83,437.00	100	0.00	4,171.85
	GRAND TOTAL	2,630,532.00	2,430,130.00	68,967.00	0.00	2,499,097.00	95	131,435.00	124,954.85

RECEIPT AND PARTIAL WAIVER OF LIEN RIGHTS

FROM: MONTGOMERY MARTIN CONTRACTORS, LLC (The Contractor)

TO: Lakeland Town Center, LLC (The Owner)

PROJECT: Lakeland Commons – Ph2 Site Package
4836 Village Lot Cove. Lakeland, TN 38002 (Location)

1. The undersigned does hereby waive, release and surrender any claim of 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 $65,518.65 from Lakeland Town Center, 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 principal and surety from any claims of lien 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 lien rights and claims of lien of the undersigned, for the worked completed to date.

DATED THIS 4th DAY OF January, 2023

MONTGOMERY MARTIN CONTRACTORS, LLC

BY: [signature]
Ridge Bass, Project Executive

JEANNETTE RULEMAN
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF SHELBY
MY COMM. EXP. MARCH 02, 2024

Subscribed and sworn to me this
4th Day of January, 2023

Notary Public: [signature]

My Commission Expires: 3-2-24

Lien Waiver Reservation of Rights

Notwithstanding anything to the contrary in this waiver, Contractor is not waiving any lien or bond rights securing payment of retainage, unbilled changes, and claims which have not been asserted in writing or which have not yet become known to Contractor, and this waiver shall either apply only through the date of work covered by Contractor's last payment application that has been paid in full, or shall be conditional upon receipt of funds to Contractor's account. No waiver or release shall be construed to commence or flow from or through any date in time for any reason and the existence of any such dates on this document is for reference only.

Rev.02/28/11

		Lakeland Commons Phase 2 - Sitework Allowance Log Updated: 01.04.23			
Item #	Description	Amount	Adjustments	Date	Comments
1	**Testing Allowance**	$ 50,000			
1a	PSI Invoices dated 3/31/22		$ (330)	4.29.22	See Pay App #2
1b	PSI Invoices dated 4/30/22		$ (5,767)	6.30.22	See Pay App #3
1c	PSI Invoices dated 5/31/22		$ (5,190)	8.1.22	See Pay App #5
1d	PSI Invoices dated 6/30/22		$ (2,559)	8.1.22	See Pay App #5
1e	PSI Invoice dated 7/31/22		$ (2,524)	10.31.22	See Pay App #7
1f	PSI Invoice dated 9/30/22		$ (503)	10.31.22	See Pay App #7
1g	PSI Invoice dated 11/30/22		$ (2,645)	1.4.23	See Pay App #9
1T	**Amount Remaining - Testing**	$ 30,483			
2	Undercutting Allowance	$ 25,000			
2a	Acuff Invoice Dated 5/25		$ (19,970)	5.31.22	See Pay App #3
2b	Acuff invoice Dated 6/22		$ (9,146)	6.30.22	See Pay App #4
2c	Vulcan Materials Invoices dated 7/19		$ (2,789)	8.1.22	See Pay App #5
2d					
2e					
2f					
2g					
2T	Amount Remaining - Undercutting	$ (6,905)			
3	**Flocking Allowance**	$ 36,304			
3a	B&C Invoice dated 4/28		$ (1,600)	5.31.22	See Pay App #3
3b	B&C Invoice dated 6/30		$ (1,600)	8.1.22	See Pay App #5

3c					
3d					
3e					
3f					
3g					
3T	**Amount Remaining - Flocking**	**$ 33,104**			
4	Sleeving Allowance	$ 15,000			
4a	Invoices to Home Depot & CED		$ (1,571)	11.30.22	See Pay App #8
4b	Invoice to Home Depot		$ (284)	1.4.23	See Pay App #9
4c					
4T	Amount Remaining - Sleeving	$ 13,145			

psi *Information To Build On*
Federal ID 37-0962090
Engineering • Consulting • Testing

Professional Service Industries, Inc.
www.psiusa.com

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

RECEIVED
DEC 19 2022
MontgomeryMartinContractors

ATTN: Ridge Bass
MONTGOMERY MARTIN CONTRACTORS
8245 TOURNAMENT DRIVE
SUITE 300
MEMPHIS TN 38125

MONTGOMERY MARTIN CONTRACTORS
8245 TOURNAMENT DRIVE
SUITE 300
MEMPHIS TN 38125

Customer #	Purchase Order	Project Number	Date	Invoice #	Page
13004		05012771	11/30/22	00853694	0001

Project: LAKELAND COMMONS PH 2

Date	Work Order Nbr	Description	Quantity	Unit Cost	Amount
11/16/22	05012771-41	ENGINEERING TECH (HR)	4.00	47.00	188.00
11/16/22	05012771-41	VEHICLE-STANDARD (DAY)	1.00	50.00	50.00
11/16/22	05012771-41	SO, M-D RELATION STD (EA)	1.00	255.00	255.00
11/16/22	05012771-41	REPORT REVIEW	0.80	110.00	88.00
11/17/22	05012771-42	ENGINEERING TECH, SR (HR)	5.00	55.00	275.00
11/17/22	05012771-42	VEHICLE-STANDARD (DAY)	1.00	50.00	50.00
11/17/22	05012771-42	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
11/17/22	05012771-42	REPORT REVIEW	0.90	110.00	99.00
11/18/22	05012771-43	ENGINEERING TECH, SR (HR)	4.00	55.00	220.00
11/18/22	05012771-43	VEHICLE-STANDARD (DAY)	1.00	50.00	50.00
11/18/22	05012771-43	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
13004	00853694	05012771	

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

psi *Information To Build On*

Engineering • Consulting • Testing

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

Federal ID 37-0962090

ATTN: Ridge Bass
MONTGOMERY MARTIN CONTRACTORS
8245 TOURNAMENT DRIVE
SUITE 300
MEMPHIS TN 38125

MONTGOMERY MARTIN CONTRACTORS
8245 TOURNAMENT DRIVE
SUITE 300
MEMPHIS TN 38125

Customer #	Purchase Order	Project Number	Date	Invoice #	Page
13004		05012771	11/30/22	00853694	0002

Project: LAKELAND COMMONS PH 2

Date	Work Order Nbr	Description	Quantity	Unit Cost	Amount
11/18/22	05012771-43	REPORT REVIEW	0.90	110.00	99.00
11/21/22	05012771-44	ENGINEERING TECH (HR)	4.00	47.00	188.00
11/21/22	05012771-44	VEHICLE-STANDARD (DAY)	1.00	50.00	50.00
11/21/22	05012771-44	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
11/21/22	05012771-44	REPORT REVIEW	0.90	110.00	99.00
11/22/22	05012771-45	ENGINEERING TECH, SR (HR)	4.00	55.00	220.00
11/22/22	05012771-45	VEHICLE-STANDARD (DAY)	1.00	50.00	50.00
11/22/22	05012771-45	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
11/22/22	05012771-45	REPORT REVIEW	0.80	110.00	88.00
11/23/22	05012771-46	ENGINEERING TECH (HR)	4.00	47.00	188.00
11/23/22	05012771-46	VEHICLE-STANDARD (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
13004	00853694	05012771	

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

psi *Information To Build On*

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Federal ID 37-0962090

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SUITE 300
MEMPHIS TN 38125

Customer #	Purchase Order	Project Number	Date	Invoice #	Page
13004		05012771	11/30/22	00853694	0003

Project: LAKELAND COMMONS PH 2

Date	Work Order Nbr	Description	Quantity	Unit Cost	Amount
11/23/22	05012771-46	NUCLEAR DENSITY EQP (DAY)	1.00	50.00	50.00
11/23/22	05012771-46	REPORT REVIEW	0.80	110.00	88.00

MONTGOMERY MARTIN CONTRACTORS, LLC
INVOICE / SUB DRAW

CHECKED BY	
JOB NO.	21020
JOB COST CODE	20500
WITH GL CODE	
LABOR (501) /MAT (502) SUB (503) / OTHER(504) / EQUIPMENT (506)	504
OK TO PAY?	

p12/22

Invoice Total:	$2,645.00
Balance Due:	$2,645.00

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
13004	00853694	05012771	

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

How doers get more done.

STORE MANAGER 0704
[illegible]

0704 00001 30724 10/26/22 07:06 AM
SALE CASHIER ALMA

[illegible]
ELBOW 1" SCH40 90DEG BELL END
2@1.82 3.64
[illegible] 8 OZ GRAY <A>
PVC SOLVENT CEMENT LOW VOC 8 OZ GR
2@5.74 11.48
[illegible] 3/4 SCH 40 10FT <A>
3/4 SCHEDULE 40 X 10 FT
20@12.20 244.00

SUBTOTAL 259.12
SALES TAX 25.26
TOTAL $284.38
XXXXXXXXXXXX9565 MASTERCARD
USD$ 284.38
AUTH CODE 026787/8010775 TA
Chip Read Verified By PIN
AID A0000000041010 Mastercard

P.O.#/JOB NAME: 21020

0704 10/26/22 07:06 AM

0704 01 30724 10/25/2022 6437

RETURN POLICY DEFINITIONS
POLICY ID DAYS POLICY EXPIRES ON
A 1 90 01/24/2023

****
DID WE NAIL IT?

Take a short survey for a chance to WIN
A $5 [illegible] HOME DEPOT GIFT CARD

[illegible]

LLC

PURCHASE ORDER

PURCHASE ORDER NO. 21020-018
26500

Home Depot

DATE 10/26/2022

JOB NO. 21020

F.O.B.	TERMS	DATE REQUIRED

	STOCK NUMBER / DESCRIPTION	PRICE	PER		
	Invoice #0704 00001 30724	$284.38			
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					

MONTGOMERY MARTIN CONTRACTORS, LLC

INVOICE / SUB DRAW

CHECKED BY	
JOB NO.	21020
JOB COST CODE WITH GL CODE	28100
LABOR (501) / MAT (502 SUB (503) / OTHER (504) EQUIPMENT (506)	502
OK TO PAY?	

IMPORTANT
Our Purchase Order Number must appear on invoices, packages, and correspondence.

Advise us if you are unable to deliver by the date required.

Billing Address
Montgomery Martin Contractors, LLC: 8245 Tournament Drive, Suite 300 Memphis, TN 38125

Authorized Signature

John Colvin – Mastercard

A2H
ENGINEERS · ARCHITECTS · PLANNERS

Accounting Department
3009 Davies Plantation Road
Lakeland, TN 38002-8215
P. 901.372.0404 ext.2004

City of Lakeland, TN
10001 Highway 70
Lakeland, TN 38002
Emily Harrell

Invoice number 54036
Date 12/31/2022

Project **19289 City of Lakeland - Lakeland, TN - CE&I for 40-acre Planned Mixed-Use TIF**

For services performed through 12/31/22

City of Lakeland
CE&I for 40-acre Planned Mixed-Use TIF
Lakeland, TN

Project Management And Construction Inspection Services

Hourly Professional Fees

	Units	Rate	Billed Amount
Engineer II			
Bob Watson	0.50	145.00	72.50
Construction Administrator III			
Bob Bird	10.50	115.00	1,207.50
Project Management And Construction Inspection Services subtotal			1,280.00

Invoice total **1,280.00**

LEM

Aging Summary

Invoice Number	Invoice Date	Outstanding	Current	Over 30	Over 60	Over 90	Over 120
54036	12/31/2022	1,280.00	1,280.00				
	Total	1,280.00	1,280.00	0.00	0.00	0.00	0.00

AIA® Document G702™ – 1992

Application and Certificate for Payment

TO OWNER: Lakeland Town Center, LLC
355 Tara Lane
Memphis , TN 38111

PROJECT: Lakeland Commons-Ph2 Site Pkg
4836 Village Lot Cove
Lakeland, TN 38002

APPLICATION NO: 10
PERIOD TO: 1/31/23
CONTRACT FOR:
CONTRACT DATE:
PROJECT NOS: 21020 / /

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

FROM CONTRACTOR:
Montgomery Martin Contractors, LLC
8245 Tournament Drive
Suite 300 Memphis, TN 38125

VIA ARCHITECT:

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	$ 2,201,737.00
2. NET CHANGE BY CHANGE ORDERS	$ 428,795.00
3. CONTRACT SUM TO DATE *(Line 1 ± 2)*	$ 2,630,532.00
4. TOTAL COMPLETED & STORED TO DATE *(Column G on G703)*	$ 2,563,906.00
5. RETAINAGE:	
a. 5.0 % of Completed Work *(Columns D + E on G703)*	$ 128,195.30
b. 5.0 % of Stored Material *(Column F on G703)*	$ 0.00
Total Retainage *(Lines 5a + 5b, or Total in Column I of G703)*	$ 128,195.30
6. TOTAL EARNED LESS RETAINAGE *(Line 4 minus Line 5 Total)*	$ 2,435,710.70
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT *(Line 6 from prior Certificate)*	$ 2,374,142.15
8. CURRENT PAYMENT DUE	$ 61,568.55
9. BALANCE TO FINISH, INCLUDING RETAINAGE *(Line 3 minus Line 6)*	$ 194,821.30

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	$ 428,795.00	$ 0.00
Total approved this month	$ 0.00	$ 0.00
TOTAL	$ 428,795.00	$ 0.00
NET CHANGES by Change Order	$ 428,795.00	

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: Montgomery Martin Contractors, LLC

By: [signature] Date: 2/2/23

State of: Tennessee
County of: Shelby
Subscribed and sworn to before me this 2nd day of February, 2023

Notary Public: [signature]
My commission expires: 3-2-24

JEANNETTE RULEMAN STATE OF TENNESSEE NOTARY PUBLIC COUNTY OF SHELBY MY COMM. EXP. MARCH 02, 2024

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 $

(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: Date:

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.
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APPLICATION NO: 10
APPLICATION DATE: 2/2/23
PERIOD TO: 1/31/23
ARCHITECT'S PROJECT NO: 21020

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)*
SUB	TOTAL								
1	General Conditions	111,017.00	111,017.00	0.00	0.00	111,017.00	100	0.00	5,550.85
2	Testing Allowance	50,000.00	19,518.00	0.00	0.00	19,518.00	39	30,482.00	975.90
3	Site Clearing & Earthwork	660,787.00	656,441.00	4,346.00	0.00	660,787.00	100	0.00	33,039.35
4	Undercutting Allowance	25,000.00	31,905.00	0.00	0.00	31,905.00	128	-6,905.00	1,595.25
5	Erosion Control	54,127.00	54,127.00	0.00	0.00	54,127.00	100	0.00	2,706.35
6	Flocking Allowance	36,304.00	3,200.00	3,200.00	0.00	6,400.00	18	29,904.00	320.00
7	Sanitary Sewer	144,012.00	144,012.00	0.00	0.00	144,012.00	100	0.00	7,200.60
8	Storm Drainage	478,087.00	478,087.00	0.00	0.00	478,087.00	100	0.00	23,904.35
9	Retaining Walls	534,430.00	519,462.00	14,968.00	0.00	534,430.00	100	0.00	26,721.50
10	Sleeving Allowance	15,000.00	1,855.00	0.00	0.00	1,855.00	12	13,145.00	92.75
11	Insurances	9,536.00	9,536.00	0.00	0.00	9,536.00	100	0.00	476.80
12	CO #1 - Underground Water	337,181.00	328,500.00	8,681.00	0.00	337,181.00	100	0.00	16,859.05
	GRAND TOTAL								

CAUTION: You should sign an original AIA Contract Document, on which this text appears in RED. An original assures that changes will not be obscured.

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: 10
APPLICATION DATE: 2/2/23
PERIOD TO: 1/31/23
ARCHITECT'S PROJECT NO: 21020

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)
13	CO #2 - Wall Undercut	91,614.00	58,000.00	33,614.00	0.00	91,614.00	100	0.00	4,580.70
	SUB TOTAL	2,547,095.00	2,415,660.00	64,809.00	0.00	2,480,469.00	97	66,626.00	124,023.45
14	Contractors Fee & Overhead 4%	83,437.00	83,437.00	0.00	0.00	83,437.00	100	0.00	4,171.85
	GRAND TOTAL	2,630,532.00	2,499,097.00	64,809.00	0.00	2,563,906.00	97	66,626.00	128,195.30

RECEIPT AND PARTIAL WAIVER OF LIEN RIGHTS

FROM: MONTGOMERY MARTIN CONTRACTORS, LLC (The Contractor)

TO: Lakeland Town Center, LLC (The Owner)

PROJECT: Lakeland Commons – Ph2 Site Package
4836 Village Lot Cove, Lakeland, TN 38002 (Location)

1. The undersigned does hereby waive, release and surrender any claim of 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 $61,568.55 from Lakeland Town Center, 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 principal and surety from any claims of lien 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 lien rights and claims of lien of the undersigned, for the worked completed to date.

DATED THIS 2nd DAY OF February, 2023

MONTGOMERY MARTIN CONTRACTORS, LLC

BY: [signature]
Ridge Bass, Project Executive

JEANNETTE RULEMAN
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF SHELBY
MY COMM. EXP. MARCH 02, 2024

Subscribed and sworn to me this 2nd Day of February, 2023

Notary Public: [signature]

My Commission Expires: 3-2-24

Rev.02/28/11

Lien Waiver Reservation of Rights

Notwithstanding anything to the contrary in this waiver, Contractor is not waiving any lien or bond rights securing payment of retainage, unbilled changes, and claims which have not been asserted in writing or which have not yet become known to Contractor, and this waiver shall either apply only through the date of work covered by Contractor's last payment application that has been paid in full, or shall be conditional upon receipt of funds to Contractor's account. No waiver or release shall be construed to commence or flow from or through any date in time for any reason and the existence of any such dates on this document is for reference only.

Lakeland Commons Phase 2 - Sitework Allowance Log Updated: 01.04.23					
Item #	Description	Amount	Adjustments	Date	Comments
1	**Testing Allowance**	$ 50,000			
1a	PSI Invoices dated 3/31/22		$ (330)	4.29.22	See Pay App #2
1b	PSI Invoices dated 4/30/22		$ (5,767)	6.30.22	See Pay App #3
1c	PSI Invoices dated 5/31/22		$ (5,190)	8.1.22	See Pay App #5
1d	PSI Invoices dated 6/30/22		$ (2,559)	8.1.22	See Pay App #5
1e	PSI Invoice dated 7/31/22		$ (2,524)	10.31.22	See Pay App #7
1f	PSI Invoice dated 9/30/22		$ (503)	10.31.22	See Pay App #7
1g	PSI Invoice dated 11/30/22		$ (2,645)	1.4.23	See Pay App #9
1T	**Amount Remaining - Testing**	$ 30,483			
2	Undercutting Allowance	$ 25,000			
2a	Acuff Invoice Dated 5/25		$ (19,970)	5.31.22	See Pay App #3
2b	Acuff invoice Dated 6/22		$ (9,146)	6.30.22	See Pay App #4
2c	Vulcan Materials Invoices dated 7/19		$ (2,789)	8.1.22	See Pay App #5
2d					
2e					
2f					
2g					
2T	Amount Remaining - Undercutting	$ (6,905)			
3	**Flocking Allowance**	$ 36,304			
3a	B&C Invoice dated 4/28		$ (1,600)	5.31.22	See Pay App #3
3b	B&C Invoice dated 6/30		$ (1,600)	8.1.22	See Pay App #5

3c	B&C Invoice dated 1/12		$ (3,200)		See Pay App #10
3d					
3e					
3f					
3g					
3T	**Amount Remaining - Flocking**	**$ 29,904**			
4	Sleeving Allowance	$ 15,000			
4a	Invoices to Home Depot & CED		$ (1,571)	11.30.22	See Pay App #8
4b	Invoice to Home Depot		$ (284)	1.4.23	See Pay App #9
4c					
4T	Amount Remaining - Sleeving	$ 13,145			

RECEIVED

JAN 17 2023

MontgomeryMartinContractors

INVOICE

B & C Construction Co., Inc.
P.O. BOX 488
ELLENDALE, TN. 38029-0488

Due date: 1/31/2023

Project:
MISC. JOBS (2022-2023)

Bill To:

MONTGOMERY MARTIN CONTRS. LLC
8245 TOURNAMENT DRIVE
SUITE 300
MEMPHIS, TN 38125

Invoice number: 1-001
Invoice date: 1/12/2023
Our JobId: 2023
P.O.Number: LAKELAND COMMONS

Terms:

Qty	Units	Description	Price	Amount
1	EACH	FLOC TREATMENT OF POND 2 ON 12/26/22	1,600.00	1,600.00
1	EACH	FLOC TREATMENT OF POND 2 ON 1/6/23	1,600.00	1,600.00

MONTGOMERY MARTIN CONTRACTORS, LLC
INVOICE / SUB DRAW

CHECKED BY	
JOB NO.	21020
JOB COST CODE	24000
WITH GL CODE	
LABOR (501) /MAT (502) SUB (503) / OTHER(504) / EQUIPMENT (506)	504
OK TO PAY?	

p 1/19

Total due: **3,200.00**

A2H
ENGINEERS · ARCHITECTS · PLANNERS

Accounting Department
3009 Davies Plantation Road
Lakeland, TN 38002-8215
P. 901.372.0404 ext.2004

City of Lakeland, TN
10001 Highway 70
Lakeland, TN 38002
Emily Harrell

Invoice number 60012
Date 01/31/2023

Project **19289 City of Lakeland - Lakeland, TN - CE&I for 40-acre Planned Mixed-Use TIF**

For services performed through invoice date

City of Lakeland
CE&I for 40-acre Planned Mixed-Use TIF
Lakeland, TN

Project Management And Construction Inspection Services

Hourly Professional Fees

	Units	Rate	Billed Amount
Engineer II			
Bob Watson	4.00	145.00	580.00
Construction Administrator III			
Bob Bird	5.00	120.00	600.00
Project Management And Construction Inspection Services subtotal			1,180.00

Invoice total **1,180.00**

LEM

Aging Summary

Invoice Number	Invoice Date	Outstanding	Current	Over 30	Over 60	Over 90	Over 120
60012	01/31/2023	1,180.00	1,180.00				
	Total	1,180.00	1,180.00	0.00	0.00	0.00	0.00

CONSTRUCTION OBSERVATION REPORT

PROJECT

Name:	Lakeland Commons
A2H #:	19289
Client:	City of Lakeland

DETAILS

Date:	2/22/2023
Location:	Lakeland, TN
Weather:	Cloudy, Drizzle, 64°
Arrival Time:	3:30 pm
Departure Time:	4:00 pm

PRESENT AT SITE

Contractor:	☐
Architect:	☐
Owner:	☐
Testing Lab:	☐
Soils Inspector:	☐
Engineer:	☐
Construction Observer:	☒
Other:	☐

SITE VISIT CONDUCTED BY

Name	*Title*	*Company*
Bob Bird	Construction Coordinator	A2H

ALSO PRESENT DURING PART OF THE SITE VISIT

Name	*Title*	*Company*

The purpose of the visit was to observe the progress of construction and to ensure that work is in general conformance with the construction documents.

THE FOLLOWING ITEMS WERE OBSERVED

1. Installation of underground storm and sewer lines and manholes is complete.
2. The detention pond is clear and at a low level.
3. Temporary drain inlet protection is well maintained along the roadways.
4. Temporary inlet protection on the site needs minor maintenance in several locations.
5. Wall #1 and Wall #2 southwest section are finished. Both walls are installed on a compacted stone base with drainpipe and weep holes per the drawing details. Geo fabric was installed at every other course per the engineer’s recommendation.

THE INSTALLATION APPEARED TO BE IN CONFORMANCE WITH THE CONSTRUCTION DRAWINGS, WITH THE EXCEPTION OF THE FOLLOWING

No exceptions.

ADDITIONAL COMMENTS

None

Copies to: **Michael Walker – City of Lakeland**
Al Bright – Bass, Berry & Sims, PLC
Bob Watson – A2H, Inc.
File

Sincerely,

A2H, Inc.

Bob Bird

Bob Bird
Construction Observer

Photo #1:
Looking east from entry gate. Wall #1 and #4 are visible.

Photo #2:
Looking south from Village Market Lane. Temporary inlet protection is in effect.

Photo #3:
Temporary silt fence around inlet at the east side needs maintenance.

Photo #4:
South end of wall #1 with cap blocks installed

Photo #5:
Wall #1 construction is complete. Compacted stone base and geo-fabric have been utilized per details

Photo #6:
South side wall #1 and #2 looking south

Photo #7:
Wall #1 southwest corner. Flexible drainage pipe, geofabric, and weep holes have been installed per plans and specs.

END OF REPORT

A2H
ENGINEERS · ARCHITECTS · PLANNERS

February 23, 2023

Mr. Al Bright
Bass, Berry & Sims PLC
100 Peabody Place, Suite 1300
Memphis, TN 38103

RE: **Lakeland Commons TIF Phase II Payment Draw No. 19 Approval Request**
Lakeland Commons TIF Phase II Payment Draw No. 20 Approval Request

A2H # 19289

Dear Mr. Bright,

We have reviewed the application for Phase II Payment Draw No.19 dated January 12, 2023, and Draw No. 20 dated February 8, 2023, for the Lakeland Commons Project.

Draw No. 19 includes Application for Payment #9 (AIA Document G702-1992 dated 1/4/2023) from Montgomery Martin Contractors, LLC, in the amount of $65,518.65. The other expenses associated with the draw request all appear to comply with eligibility requirements for the TIF, and supporting documentation has been included in the request.

Draw No. 20 includes Application for Payment #10 (AIA Document G702-1992 dated 2/2/2023) from Montgomery Martin Contractors, LLC, in the amount of $61,568.55. The other expenses associated with the draw request all appear to comply with eligibility requirements for the TIF, and supporting documentation has been included in the request.

If there are any questions, please let me know.

Sincerely,

Robert C. Watson

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

CITY OF LAKELAND TENNESSEE

Industrial Development Board

Meeting Cycle: Thursday, March 23, 2023

Subject: **Discussion and Possible Action** - regarding the status of the Lake District TIF. *Sponsored by Vice-Chair Gonzales*

Staff Contact:

STAFF RECOMMENDATION

BUDGET IMPACT

DISCUSSION