

GOED Board Meeting Minutes
 September 10, 2020 • 10:00 a.m. – 12:00 p.m.
 Electronic Meeting Only
 Utah Governor’s Office of Economic Development
 60 E South Temple 3rd Floor
 Salt Lake City, Utah 84111

Members Present:	Carine Clark, Steve Neeleman, Mel Lavitt, Margo Jacobs, Ted Wilson, Heather Kahlert, Doug Dilley, Roger Killpack, Brad Bonham, Andrea Moss, Annette Meier, Stefanie Bevans, Jesse Turley, Peter Mouskondis
Members Excused:	Susan Johnson, Doug Dilley
Staff:	Val Hale, Thomas Wadsworth, Larry Shepherd, Tony Young, Chanel Flores, Jason Marden, Jim Grover, Pete Codella, Virginia Pearce, Pitt Grewe, Dane Ishihara, Deneise Coughlin, James Dixon, Kori Ann Edwards, Mary Cardon, Ryan Starks, Sandy Olney
Visitors:	Theresa Foxley, Chris Pieper, Vlada Yaremenko, Darin Leonard, Brice Wallace, Tom Christopolus, Gary Williams, Brant Birkeland, Colby Cooley, Lance Soffe, Max Backlund, Darin Leonard, Derral Eves

Welcome

Carine Clark welcomed everyone to the September 10, 2020 GOED Board Meeting.

Approval of the Minutes

MOTION: Jesse Turley moved to approve the July 9, 2020 board meeting minutes. Mel Lavitt seconded the motion. The motion carried unanimously.

EDTIF – Williams International
Project Highlights

Timeline:	2020
Target Industry:	Aerospace/Defense
Proposed Location(s):	Ogden
Capital Investment:	\$60,000,000
Jobs:	300
Average Wage:	\$54,000

Project Overview

Williams International provides research and development services for the US defense industry, manufactures gas turbine engines for both military and commercial aerospace applications, and provides aftermarket services to its commercial and defense customers. The engines are primarily used in cruise missiles, drones, and small jet aircraft.

Williams International recently had a fire at their plant in Guaymas, Mexico and are moving fast to find a location to expand in order to resume production. The company currently has a facility in Ogden, UT where they have over 500 employees and is considering expanding either the Ogden or Pontiac, MI manufacturing facility to absorb the additional production.

This project will relocate up to 300 new positions currently located in the Guaymas, Mexico facility to the company’s current facility location in Ogden, UT. The plan is to build 100,000 SF of manufacturing space on the current property located adjacent to the Ogden Airport at an estimated cost of \$15,000,000.

Jobs & Revenue

Full time jobs over project lifetime: 300

Company Average Wage vs. County Average Wage

Max with health benefits:	148%
Max w/o health benefits:	129%
Min with health benefits:	124%
Min w/o health benefits:	108%

New State Wages & Revenue

New State Wages over 5 years:	\$91,325,700
New State Revenue over 5 years:	\$34,027,902
Withholding:	\$3,390,467
Sales:	\$26,389,801
Corporate:	\$4,267,635

MOTION: Margo Jacobs moved to approve Williams International Corp for an EDTIF post-performance refundable tax credit of up to \$6,809,580 which represents 20% of the \$34,047,902 of new state revenue, which may be earned over 7 years. Peter Mouskondis seconded the motion. The motion carried unanimously.

- Total EDTIF incentive not to exceed \$6,809,580 EDTIF post-performance refundable tax credit.
- Annual EDTIF incentive amount based on 20% of qualified new incremental state tax revenues generated and received in the previous calendar year.
- Total incentive not to exceed 20% of qualified new incremental state tax revenues over 7 years with a contractual recapture provision for any excess funds paid to the company.
- Must meet new qualified employment projections, employee headcount at the stated wage 110% criteria at 50% for each project year.
- Annual total project average salary of new employees (not each new position, this is an aggregate annual number) to be at least 110% of the average wage each excluding company contributed health insurance.
- Must commit to keep operation in Utah for the length of the incentive period, 7 years.
- Incentives are site specific and subject to local incentive participation.
- Local incentive proposal must be presented and approved by the GOED Incentives Committee in order for company to be eligible for the incentive.

Incentives Update

Tom Wadsworth provided an update on the Incentives Program regarding new and existing projects.

EDC Utah Update

Theresa Foxley of EDCUtah presented on the status of current and upcoming projects in the pipeline.

Report of EDTIF Program Audit

Darin Leonard of Tanner LLC shared a report on the independent audit the firm conducted on GOED’s EDTIF program.

Overview of EDTIF Compliance Process

Jim Grover, GOED Compliance Director, provided the board an overview of the process for ensuring compliance with all aspects of the Economic Development Tax Increment Financing.

Film Incentives

**GOED BOARD – MOTION PICTURE
INCENTIVE PROGRAM EXECUTIVE
SUMMARY
THE CHOSEN TEXAS, LLC
“The Chosen Season 2”
September 10, 2020**

Project Highlights

- | | |
|-------------|----------------------------|
| • Category: | Episodic |
| • Genre: | Drama |
| • Director: | Dallas Jenkins |
| • Producer: | Chad Gundersen, Chris Juan |

Utah Jobs and Revenue

- Estimated Cast: 20
- Estimated Cast Average Daily Salary: \$1,030
- Estimated Crew: 40
- Estimated Crew Average Daily Salary: \$300
- Estimated Extras: 1,200
- Estimated Extras Average Daily Salary: \$100
- Length of Film Production: 208
- Estimated Spend: \$4,042,665

Project Schedule

- Prep: August 17, 2020 through October 02, 2020
- Principal Photography: October 05, 2020 through February 22, 2021
- Wrap: February 22, 2021 through March 12, 2021

Summary

The series portrays Jesus through the eyes of those who met him. Season 2 continues this point of view while continuing to follow the life of Jesus.

Proposed Motion

Approve for The Chosen Texas, LLC, a Motion Picture Incentive Program tax credit of no more than \$350,000 (which represents 9% of dollars left in state) for the production of “The Chosen Season 2”.

- Incentive offer based on receipt of a complete MPIP application including a script and proof of financing
- Must meet \$500,000 minimum dollars left in state to be eligible for the incentive of 9% of dollars left in state
- Dollars left in state start date no earlier than 30 days prior to the Governor’s Office of Economic Development Board of Directors approval.

All currency values have been rounded to the nearest dollar for the purpose of this summary only.

**GOED BOARD – MOTION PICTURE
INCENTIVE PROGRAM EXECUTIVE
SUMMARY
CAMERA 40 PRODUCTIONS, LLC
“The Outpost Season 4”
September 10, 2020**

Project Highlights

- Category: Episodic
- Genre: Sci-Fi
- Director: Kurt Knight, Marc Roskin
- Producer: Jennifer Kirkham, Jonathan English

Utah Jobs and Revenue

- Estimated Cast: 3
- Estimated Cast Average Daily Salary: \$1,500
- Estimated Crew: 15
- Estimated Crew Average Daily Salary: \$800
- Estimated Extras: 10
- Estimated Extras Average Daily Salary: \$150

- Length of Film Production: 278
- Estimated Spend: \$1,697,960

Project Schedule

- Prep: August 24, 2020 through October 23, 2020
- Principal Photography: October 26, 2020 through November 02, 2020
- Wrap: November 03, 2020 through November 04, 2020
- Post Production: September 01, 2020 through May 28, 2021

Summary

Fantasy TV Series on the CW network domestically, SyFy channel overseas, and entering its fourth production season.

Proposed Motion

Approve for Camera 40 Productions, LLC, a Motion Picture Incentive Program tax credit of no more than \$250,000 (which represents 15% of dollars left in state) for the production of “The Outpost Season 4”.

- Incentive offer based on receipt of a complete MPIP application including a script and proof of financing
- Must meet \$500,000 minimum dollars left in state to be eligible for the incentive of 15% of dollars left in state
- Dollars left in state start date no earlier than 30 days prior to the Governor’s Office of Economic Development Board of Directors approval.

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**GOED BOARD – COMMUNITY FILM INCENTIVE
PROGRAM EXECUTIVE SUMMARY
ALIEN COUNTRY, LLC
“Alien Country”
September 10, 2020**

Project Highlights

- Category: Feature
- Genre: Sci-Fi
- Director: Boston McConnaughey, Renny Grames
- Producer: Renny Grames, Bryce Fillmore

Utah Jobs and Revenue

- Estimated Cast: 14
- Estimated Cast Average Daily Salary: \$250
- Estimated Crew: 22
- Estimated Crew Average Daily Salary: \$250
- Estimated Extras: 60
- Estimated Extras Average Daily Salary: \$100
- Length of Film Production: 293
- Estimated Spend: \$455,109

Project Schedule

- Prep: August 12, 2020 through September 20, 2020
- Principal Photography: September 21, 2020 through October 09, 2020
- Wrap: October 10, 2020 through October 12, 2020
- Post Production: September 21, 2020 through May 31, 2021

Summary

Reeling from the news of an unexpected pregnancy, Jimmy, a small town mechanic and his girlfriend Everly, accidentally release an alien invasion in their town. Determined to set things right, they team up with an extraterrestrial stranger to stop the invasion.

Proposed Motion

Approve for Alien Country, LLC, a Community Film Incentive Program post-performance cash rebate up to \$91,022 (which represents 20% of dollars left in state) for the production of “Alien Country”.

- Incentive offer based on receipt of a complete CFIP application including a script and proof of financing
- At least 85% of the production’s cast/crew must be Utah residents
- All minimum required criteria and requirements are met as specified on the CFIP rules and incentive contract
- Dollars left in state start date no earlier than 30 days prior to the original Governor’s Office of Economic Development Board of Directors approval

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**GOED BOARD – COMMUNITY FILM INCENTIVE
PROGRAM EXECUTIVE SUMMARY
TYLER CASTLETON MUSIC, INC.
“Michael McLean’s - The Forgotten Carols”
September 10, 2020**

Project Highlights

- Category: Feature
- Genre: Family
- Director: Christy Summerhays, Tyler Weston
- Producer: Tyler Castleton, Julie Ahlander

Utah Jobs and Revenue

- Estimated Cast: 6
- Estimated Cast Average Daily Salary: \$569
- Estimated Crew: 16
- Estimated Crew Average Daily Salary: \$357
- Estimated Extras: 20
- Estimated Extras Average Daily Salary: \$100
- Length of Film Production: 137
- Estimated Spend: \$248,499

Project Schedule

- Prep: July 01, 2020 through September 09, 2020
- Principal Photography: September 10, 2020 through September 12, 2020
- Wrap: September 12, 2020 through September 13, 2020

- Post Production: September 15, 2020 through November 14, 2020

Summary

The Forgotten Carols is a Christmas themed musical theater production that has been touring uninterrupted as a live theater presentation for 28 years. With complications surrounding touring during the COVID-19 pandemic, the 2020 tour has been cancelled. In an effort to keep the Christmas tradition alive, the performance will be filmed.

Proposed Motion

Approve for Tyler Castleton Music, Inc., a Community Film Incentive Program post-performance cash rebate up to \$49,700 (which represents 20% of dollars left in state) for the production of “Michael McLean's - The Forgotten Carols”.

- Incentive offer based on receipt of a complete CFIP application including a script and proof of financing
- At least 85% of the production’s cast/crew must be Utah residents
- All minimum required criteria and requirements are met as specified on the CFIP rules and incentive contract
- Dollars left in state start date no earlier than 90 days prior to the original Governor’s Office of Economic Development Board of Directors approval

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**GOED BOARD – COMMUNITY FILM INCENTIVE
PROGRAM EXECUTIVE SUMMARY
TWICE THE DREAM 2, LLC
“Twice Upon A Song”
September 10, 2020**

Project Highlights

- Category: Feature
- Genre: Family
- Director: Savannah Ostler,
- Producer: Sarah Kent, Dallas Ashton
- Executive Producer: Jacob Joseph, Sessalie Daun, Savannah Ostler

Utah Jobs and Revenue

- Estimated Cast: 36
- Estimated Cast Average Daily Salary: \$150
- Estimated Crew: 15
- Estimated Crew Average Daily Salary: \$125
- Estimated Extras: 75
- Estimated Extras Average Daily Salary: \$100
- Length of Film Production: 228
- Estimated Spend: \$61,088

Project Schedule

- Prep: August 17, 2020 through September 02, 2020
- Principal Photography: September 12, 2020 through October 11, 2020
- Wrap: October 11, 2020 through October 12, 2020
- Post Production: October 12, 2020 through April 01, 2021

Summary

18 year old Samantha takes the leap of faith and moves to Nashville with her band to pursue their musical dreams. Throughout the journey, Sam discovers her true self in an industry that strives to define what she should be.

Proposed Motion

Approve for Twice The Dream 2, LLC, a Community Film Incentive Program post-performance cash rebate up to \$12,218 (which represents 20% of dollars left in state) for the production of “Twice Upon A Song”.

- Incentive offer based on receipt of a complete CFIP application including a script and proof of financing
- At least 85% of the production’s cast/crew must be Utah residents
- All minimum required criteria and requirements are met as specified on the CFIP rules and incentive contract
- Dollars left in state start date no earlier than 30 days prior to the original Governor’s Office of Economic Development Board of Directors approval

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MOTION: Margo Jacobs moved to approve the film incentives as presented. Annette Meier seconded the motion. The motion carried unanimously.

Sundance Appropriation

MOTION: Peter Mouskondis moved to approve the Sundance Institute for an Industrial Assistance Fund, Economic Opportunity Grant of \$2,000,000 allocated under UCA 63N-3-103 in accordance with legislative intent in Senate Bill 212, 2020 General Session, Item 321, to fund a capital project. Andrea Moss seconded the motion. The motion carried unanimously.

GOED Board Member Margo Jacobs recused herself from the discussion and vote on this action as a member of the Sundance Utah Leadership Council.

GOED Update

Val Hale provided an update on upcoming events and recent activities and efforts within GOED and its programs.

Meeting Adjourned