

GOED Board Meeting Minutes

March 11, 2021 • 10:00 a.m. – 12:00 p.m.
Electronic Meeting Only

Members Present:	Steve Neeleman, Mel Lavitt, Brad Bonham, Stefanie Bevans, Jesse Turley, Andrea Moss, Roger Killpack, Susan Johnson, Peter Mouskondis, Ted Wilson, Doug Dilley
Members Excused:	Carine Clark, Margo Jacobs, Annette Meier, Heather Kahlert
Staff:	Dan Hemmert, Ben Hart, Daniel Royal, Larry Shepherd, Pete Codella, Kori Ann Edwards, Ryan Starks, Tony Young, Mike Hall, Kimberlee Carlile, Virginia Pearce, Alecia Hart, Jim Grover, Deneise Coughlin, Virginia Pearce, Amanda Goodell, Mary Cardon, Pitt Grewe
Visitors:	Theresa Foxley, Brice Wallace, Colby Cooley, Justin Anderson, Erin Farr, Matthew Shepherd, Daniel Street, Max Backlund

Welcome

Mel Lavitt welcomed everyone to the March 11, 2021 GOED Board Meeting and read the COVID 19 Pandemic Anchor Location Declaration justifying the electronic meeting.

Approval of the Minutes

MOTION: Ted Wilson moved to approve the February 11, 2021 board meeting minutes. Peter Mouksondis seconded the motion. The motion carried unanimously.

EDTIF – Scorpion Design, LLC

Project Highlights

Timeline:	2021
Target Industry:	Advertising/Marketing
Proposed Location(s):	Draper
Capital Investment:	\$18,900,000
Jobs:	1,007
Average Wage:	\$121,871

Project Overview

Scorpion is a digital marketing and technology company providing business growth services, tech solutions and software applications to small and medium-sized businesses (SMBs) across the country to help them attract more customers, improve operational efficiency and increase revenue. The company provides growth solutions to SMBs and locally focused businesses. They use AI models to figure out exactly how a business should grow, execute on their growth plan intelligently, and give them support along the way. The company serves a large swath of customers, including lawyers, doctors, home services (plumbers, HVAC, etc), local franchises, and more.

Scorpion will be adding approximately 1,000 new full-time jobs in the technology space over the next several years, all carrying a full insurance benefits package, 401(k) plan, bonuses, generous paid time off and employee equity options. These jobs will be in the marketing and software divisions.

The company views Utah as a desirable location for personal and family lifestyle. It cited as positives Utah’s fast-growing technology sector, job creation tax incentives, and strong talent pool.

Jobs & Revenue

Full time jobs over project lifetime: 1,007

Company Average Wage vs. County Average Wage

Max with health benefits:	200%
Max w/o health benefits:	185%
Min with health benefits:	217%
Min w/o health benefits:	205%

New State Wages & Revenue

New State Wages over 5 years:	\$339,950,000
New State Revenue over 5 years:	\$16,913,707
Withholding:	\$12,620,644

Sales: \$162,197
Corporate: \$4,130,867

MOTION: Stefanie Bevans moved to approve Scorpion Design, LLC for an EDTIF post-performance refundable tax credit of up to \$3,382,741 which represents 20% of the \$16,913,707 of new state revenue, which may be earned over 5 years. Andrea Moss seconded the motion. The motion carried unanimously.

- Total EDTIF incentive not to exceed \$3,382,741 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 5 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, 5 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.
- Only new state revenue and new jobs created after the GOED Board final approval date are eligible for this incentive.

Daniel Street, CEO, described the company’s services and growth and excitement to expand into Utah.

ED ZONES

GOED BOARD
ECONOMIC DEVELOPMENT ZONE
QUALTRICS LLC
3/11/2021

ESTABLISH AN ECONOMIC DEVELOPMENT ZONE FOR THE PURPOSE OF SUPPORTING THE EXPANSION OF BLUEVINE CAPITAL INC. AT 333 W RIVER PARK DRIVE PROVO, UT 84604.

MOTION: APPROVE THE CREATION OF AN ECONOMIC DEVELOPMENT ZONE FOR PROVO IN SUPPORT OF THEIR LETTER OF REQUEST DETAILING THE EXPANSION OF QUALTRICS LLC AT 333 W RIVER PARK DRIVE PROVO, UT 84604.

Motion: Steve Neeleman moved to approve the ED Zones as presented. Peter Mouskondis seconded the motion. The motion carried unanimously.

Film Incentive

Virginia Pearce presented the following film incentives:

GOED BOARD – COMMUNITY FILM INCENTIVE PROGRAM
EXECUTIVE SUMMARY
MISTLETOE MIXUP, LLC
“Mistletoe Mixup”
March 11, 2021

Project Highlights

- Category: Feature
- Genre: Family
- Director: Andrew Lawrence
- Producer: Tim Schaaf

Utah Jobs and Revenue

- Estimated Cast: 13
- Estimated Cast Average Daily Salary: \$200
- Estimated Crew: 20
- Estimated Crew Average Daily Salary: \$250
- Estimated Extras: 12
- Estimated Extras Average Daily Salary: \$100
- Estimated Spend: \$235,250

Project Schedule

- Prep: March 15, 2021 through March 28, 2021
- Principal Photography: March 29, 2021 through April 13, 2021
- Wrap: April 13, 2021 through April 15, 2021
- Post Production: April 19, 2021 through September 17, 2021

Summary

A career driven young woman, Holly Lou Pederson, makes a Christmas wish to meet the right partner. Fortuitously, she ends up meeting two in the same day. Unbeknownst to her, they turn out to be brothers. A sibling rivalry ensues, with Holly caught in the middle.

Proposed Motion

Approve for Mistletoe Mixup, LLC, a Community Film Incentive Program post-performance cash rebate up to \$47,050 (which represents 20% of dollars left in state) for the production of “Mistletoe Mixup”.

- 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

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

**GOED BOARD – COMMUNITY FILM INCENTIVE PROGRAM
EXECUTIVE SUMMARY
LIVING SCRIPTURES INC
“Line Upon Line: Season 2”
March 11, 2021**

Project Highlights

- Category: Episodic
- Genre: Family
- Director: Thomas Gomez Durham
- Producer: Jessica Champneys

Utah Jobs and Revenue

- Estimated Cast: 1
- Estimated Cast Average Daily Salary: \$200
- Estimated Crew: 14
- Estimated Crew Average Daily Salary: \$200
- Estimated Spend: \$411,339

Project Schedule

- Prep: December 01, 2020 through January 15, 2021
- Principal Photography: January 25, 2021 through December 17, 2021
- Wrap: December 17, 2021 through December 17, 2021
- Post Production: January 30, 2021 through December 17, 2021

Summary

Living Scriptures (LS) will produce 48 short videos to provide an overview on the scriptures to be released weekly as original content to our subscription channel.

Proposed Motion

Approve for Living Scriptures Inc, a Community Film Incentive Program post-performance cash rebate up to \$82,268 (which represents 20% of dollars left in state) for the production of “Line Upon Line: Season 2”.

- 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 60 days prior to the original Governor’s Office of Economic Development Board of Directors approval

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**GOED BOARD – MOTION PICTURE INCENTIVE PROGRAM
EXECUTIVE SUMMARY
3311 PRODUCTIONS LLC
“SUMMERING”
March 11, 2021**

Project Highlights

- Category: Feature
- Genre: Drama
- Director: James Ponsoldt
- Producer: Jen Dana, James Ponsoldt

Utah Jobs and Revenue

- Estimated Cast: 5
- Estimated Cast Average Daily Salary: \$1,005
- Estimated Crew: 58
- Estimated Crew Average Daily Salary: \$292
- Estimated Extras: 141
- Estimated Extras Average Daily Salary: \$139
- Estimated Spend: \$2,042,591

Project Schedule

- Prep: April 15, 2021 through June 09, 2021
- Principal Photography: June 10, 2021 through July 30, 2021
- Wrap: August 01, 2021 through August 14, 2021

Summary

On the brink of starting middle school and leaving childhood behind, best friends MARI, DINA, LOLA and DAISY realize their lives are about to change forever. On the last weekend of summer, they set out to make the most of their time together. However, they are unprepared for what comes next when they discover a dead body while roaming their old stomping grounds at the Arroyo Seco. Instead of calling the police, they decide to take matters into their own hands...

Proposed Motion

Approve for 3311 Productions LLC, a MPIP Tax Credit of no more than \$408,518 (which represents 20% of dollars left in state) or no more than \$510,648 if additional criteria are satisfied (which represents 25% of the dollars left in state) for the production of “SUMMERING”.

- Incentive offer based on receipt of a complete MPIP application including a script and proof of financing
- Must meet \$1,000,000 minimum dollars left in state to be eligible for the incentive of 20% 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
- 3311 Productions LLC may be eligible for an additional 5% incentive upon verification of meeting the criteria as adopted by the GOED Board and administered by the Governor’s Office of Economic Development and the Utah Film Commission, including a \$1,000,000 minimum dollars left in state. At least 75% of the production’s cast/crew must be Utah residents or 75% of the production’s Utah principal production days must occur in a rural area. Total incentive with this condition, if all terms are met to the satisfaction of the Utah Film Commission, shall not exceed \$510,648 (25% of the dollars left in state).

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**GOED BOARD – MOTION PICTURE INCENTIVE PROGRAM
EXECUTIVE SUMMARY
3484, INC.
“Christmas at the Madison, PT 1: Jennifer”
March 11, 2021**

Project Highlights

- Category: Feature
- Genre: Family
- Director: TBD
- Producer: David Wulf

Utah Jobs and Revenue

- Estimated Cast: 14
- Estimated Cast Average Daily Salary: \$1,001
- Estimated Crew: 70
- Estimated Crew Average Daily Salary: \$375
- Estimated Extras: 280
- Estimated Extras Average Daily Salary: \$102
- Estimated Spend: \$2,096,586

Project Schedule

- Prep: March 01, 2021 through April 11, 2021
- Principal Photography: April 12, 2021 through April 25, 2021
- Wrap: April 26, 2021 through May 07, 2021
- Post Production: May 08, 2021 through September 01, 2021

Summary

Two Sisters (played by real-life sisters Kimberly Williams Paisley and Ashley Williams) swap cities to pursue new projects in the 12 days leading up to Christmas. In this story, city-dwelling restaurateur Jennifer and her son, Simon, travel to a small town in Utah, Jennifer’s hometown, after her uncle leaves them a historic movie theater in his will. As Jennifer works with Eric, a handsome handyman, to revive the town’s tradition of watching beloved Christmas movies at the theater, she rediscovers her connection to home and family.

Proposed Motion

Approve for 3484, Inc., a MPIP Tax Credit of no more than \$419,317 (which represents 20% of dollars left in state) or no more than \$524,147 if additional criteria are satisfied (which represents 25% of the dollars left in state) for the production of “Christmas at the Madison, PT 1: Jennifer”.

- Incentive offer based on receipt of a complete MPIP application including a script and proof of financing
- Must meet \$1,000,000 minimum dollars left in state to be eligible for the incentive of 20% 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
- 3484, Inc. may be eligible for an additional 5% incentive upon verification of meeting the criteria as adopted by the GOED Board and administered by the Governor’s Office of Economic Development and the Utah Film Commission, including a \$1,000,000 minimum dollars left in state. At least 75% of the production’s cast/crew must be Utah residents or 75% of the production’s Utah principal production days must occur in a rural area. Total incentive with this condition, if all terms are met to the satisfaction of the Utah Film Commission, shall not exceed \$524,147 (25% of the dollars left in state).

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**GOED BOARD – MOTION PICTURE INCENTIVE PROGRAM
EXECUTIVE SUMMARY
3485, INC**

“Christmas at the Madison Pt. 2- Meg”
March 11, 2021

Project Highlights

- Category: Feature
- Genre: Family
- Director: TBD
- Producer: David Wulf

Utah Jobs and Revenue

- Estimated Cast: 14
- Estimated Cast Average Daily Salary: \$1,001
- Estimated Crew: 88
- Estimated Crew Average Daily Salary: \$375
- Estimated Extras: 280
- Estimated Extras Average Daily Salary: \$102
- Estimated Spend: \$2,100,000

Project Schedule

- Prep: March 15, 2021 through April 25, 2021
- Principal Photography: April 26, 2021 through May 21, 2021
- Wrap: May 22, 2021 through June 5, 2021
- Post Production: June 6, 2021 through September 28, 2021

Summary

Two Sisters (played by real-life sisters Kimberly Williams Paisley and Ashley Williams) swap cities to pursue new projects in the 12 days leading up to Christmas. The younger sister Meg travels to Salt Lake City, Utah to help Jennifer’s restaurant staff win an annual Christmas party competition despite the conflicting opinions of the handsome but stern General Manager, John.

Proposed Motion

Approve for 3485, Inc, a MPIP Tax Credit of no more than \$420,000 (which represents 20% of dollars left in state) or no more than \$525,000 if additional criteria are satisfied (which represents 25% of the dollars left in state) for the production of “Christmas at the Madison Pt. 2- Meg”.

- Incentive offer based on receipt of a complete MPIP application including a script and proof of financing
- Must meet \$1,000,000 minimum dollars left in state to be eligible for the incentive of 20% 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
- 3485, Inc may be eligible for an additional 5% incentive upon verification of meeting the criteria as adopted by the GOED Board and administered by the Governor’s Office of Economic Development and the Utah Film Commission, including a \$1,000,000 minimum dollars left in state. At least 75% of the production’s cast/crew must be Utah residents or 75% of the production’s Utah principal production days must occur in a rural area. Total incentive with this condition, if all terms are met to the satisfaction of the Utah Film Commission, shall not exceed \$525,000 (25% of the dollars left in state).

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Motion: Susan Johnson moved to approve the film incentives as presented. Andrea Moss seconded the motion. The motion carried unanimously.

Incentives Update

Daniel Royal provided an update on the Incentives Program regarding new and existing projects.

EDCUtah Update

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

Legislative Recap

Kori Ann Edwards led a discussion on completed legislative activity impacting GOED and its programs.

Rural Programs Overview

Ryan Starks presented an overview of the Center for Rural Development, its structure, programs, and incentives.

GOED Update

Dan Hemmert provided an update on upcoming events and recent activities and efforts within GOED and its programs.

Meeting Adjourned