



BOARD MEETING MINUTES:

August 18, 2016 | 4:30PM

The August 18, 2016 meeting of the Northern Indiana Regional Development Authority (RDA) was held at Culver Military Academy, Room 310 in the Roberts Hall of Science, 1300 Academy Rd, Culver, Indiana 46511. John Affleck-Graves called the meeting to order. Roll call was taken and it was noted there was a quorum present.

RDA Board Members Present: John Affleck-Graves, University of Notre Dame
 Kristin Pruitt, Lakeland Financial
 John DeSalle, Hoosier Racing Tire Corp.
 Pete McCown, Elkhart County Community Foundation
 Dallas Bergl, INOVA Federal Credit Union

Others Present: Regina Emberton, Michiana Partnership, Administrator
 Stephen Studer, Krieg DeVault LLP, General Counsel

Report of Secretary

Ms. Emberton confirmed that the required public notice was made for the meeting.

Minutes of the July 25, 2016 Meeting

There were no additions or corrections to the July 25, 2016 minutes.

A MOTION WAS MADE TO APPROVE THE MINUTES FROM JULY 26,
2016 AND AFTER BEING DULY SECONDED THE MOTION PASSED UNANIMOUSLY.

Minutes of the August 2, 2016 Meeting

There were no additions or corrections to the August 2, 2016 minutes.

A MOTION WAS MADE TO APPROVE THE MINUTES FROM AUGUST 2,
2016 AND AFTER BEING DULY SECONDED THE MOTION PASSED UNANIMOUSLY.

Reports of Officers, Consultants and Staff

Treasurer's Report:

Mr. Bergl reviewed the current financial status of the RDA and provided the July 2016 financial statements, as well as an accounting of the payments recommended for ratification and approval.

THE CHAIR CALLED FOR A VOICE VOTE TO RATIFY AND APPROVE ALL INVOICES
APPROVED AND PAID BY THE TREASURER IN ACCORDANCE WITH THE POLICY OF
THE BOARD. AFTER BEING DULY SECONDED, THE MOTION PASSED UNANIMOUSLY.

Administrative Report:

None.



Committee Reports:

Entrepreneurship Ecosystem:

Dr. McCown presented the Board Members with an update on the Strategic Planning meeting held on August 16th which he and Ms. Emberton attended.

Regional Economic Development Strategy:

Dr. McCown reported that the Strategy Team concluded its work earlier this month with the completion of the King Report that identified three areas of focus: (i) attraction and retention of talent, (ii) industry diversity and (iii) inclusion. Going forward, the RDA will focus on implementation with task forces to be created around the themes identified as strategy focus points. Dr. Affleck-Graves noted the importance of seeking community input related to the identified themes.

Old Business

Regional Cities Initiative:

Ms. Emberton reported that she had notified each of the 26 project applicants regarding the RDA Board's allocation recommendations from the August 2nd meeting. She is working with the approved project champions to finalize all information needed to submit the project to the Indiana Economic Development Corporation (IEDC) for its final approval. Four projects have been submitted to the IEDC and the objective is to submit the remaining 11 projects by August 31st.

Upon notification of the recommendations, all fifteen confirmed they desired to be a Subrecipient of the funds. Two of the fifteen projects requested an increased allocation amount be considered.

The Board discussed the process and timeline for allocation of the RCI funds into the fifteen projects currently recommended, including the two who had requested additional funds, the four projects that were identified as "A" projects but not allocated funds, and other projects.

After discussion, the Board agreed that the projects which have been allocated and accepted RCI funds will be ineligible to apply for additional RCI funds.

The Board clarified that the amounts recommended for projects are firm dollar amounts and that although projects may reduce the scope of the project, in no event can it cause the percentage of the RDA allocated funds to be more than 20% of the total project cost.

The Board discussed the following projects that had been ranked as "A" but not allocated funds, including Projects #4 Technology Training Center, #20 The 500 Building, # 24 Market District Ice Sports Facility and #27 Apex Climbing Central Park Goshen & South Bend Climbing. It was determined that the Board will wait for IEDC's response to the initial fifteen projects recommended and then, if funds are available due to other projects being ineligible, the Board will reconsider in November whether the four projects identified would receive RCI funds at that time.

A copy of the RCNI Funds Allocation Process and Timeline is attached hereto as Exhibit "A".



Ms. Emberton confirmed the 3Q 2016 Report had been submitted to IEDC in compliance with the RCI Agreement with the IEDC and provided a copy to each of the Board Members. She also provided information about a Google Map created to provide information and status updates on all projects in the Regional Development Plan.

New Business

Election of Vice Chair

Ms. Emberton reported that her resignation created a vacancy in the Vice Chair officer position and that one should be elected to fill this position for the remainder of 2016. The Chair called for nominations. Mr. DeSalle was nominated and seconded. After no further nominations were received the Chair closed the nominations and called for a vote.

A MOTION WAS MADE TO ELECT JOHN DESALLE VICE CHAIR AND AFTER BEING DULY SECONDED THE MOTION PASSED UNANIMOUSLY.

Other Items

Future RDA Board Meetings:

The Board decided to add a special meeting in November (date and time to be determined).

The next regularly scheduled Northern Indiana RDA meetings will be held on October 6th in St. Joseph County and December 15th in Elkhart County.

Adjournment - Upon motion made, Dr. Affleck-Graves adjourned the meeting.



Exhibit A

RCNI FUNDS ALLOCATION PROCESS AND TIMELINE

May 1 - June 15, 2016: RDP Project Application Window

- Any of the 39 projects that were included in the RDP who wish to request funding may complete and submit an Application at this time, regardless of status.
- A separate application must be completed for each project.
- The RDA and IEDC may at any time (before or after approval of an application) request additional information or documentation relating to a Project that is necessary for the RDA or IEDC to perform their obligations.
- *26 of 39 projects submitted applications by the June 15 deadline.*

June 15 - July 15, 2016: RDA Review of RDP Project Applications

- The RDA will review and either approve, conditionally approve, or deny project applications.
- The RDA will have a flexible approach to awards that may include between 5-20% RCI funding to projects and could include a variety of financial structures for the award.
- Approved applications will be advanced to the IEDC for their review and approval.
- Conditional Approvals:
 - The RDA may condition its approval of a project on conditions it deems appropriate, including further demonstration of firm matching funds and/or an alternate approach to the distribution of RCI Funds. The project may then accept, reject, request further revision to the conditional approval.
 - Some projects from the RDP that are not yet ready-to-execute may be identified as 'high-potential projects' in which case the RDA may elect to conditionally approve the project and reserve the necessary funding to be committed as long as the project demonstrates readiness to proceed within the timeframes stipulated.
 - Architectural, preliminary engineering design, environmental reviews, or other similar costs that a project intends to pay for with RCI Funds may be incurred by the project prior to the RDA/IEDC's approval of a project. However, the project administrator will assume the sole risk for costs incurred prior to the full approval of a project. If the project is fully approved, the expenses to be reimbursed must have been identified within the application. The project may incur any cost for a Project they deem appropriate, without the RDA/IEDC's approval, if the project does not intend to request reimbursement for such expenses with RCI Funds.
 - All projects with conditional approval will be required to submit progress reports on a quarterly basis as they work toward demonstrating their ability to meet all conditions. The first quarterly report will be due on October 15th 2016.
 - A conditionally approved Application shall only be considered approved if the RDA gives notice of its final acceptance of such Application.
- RDP Projects recommended for an allocation in August 2016 that accept the RDA's recommended amount are not eligible to receive additional funding during future RCI Fund allocation periods.
- RDP Projects recommended for an allocation in August 2016 that reject the RDA's recommended amount will be eligible to reapply during future RCI Fund allocation periods.
- All recommended allocations are firm dollar contributions from the RDA and shall not exceed 20% of the final project scope.
- *RDA conditionally approved 15 applications on 8/2/16.*
- *RDA tabled 4 additional A ranked applications for future consideration.*

August – September 2016: IEDC Review Period

- The RDA will submit a Claim Form to the IEDC for all approved applications (including conditional). The IEDC shall have up to thirty days to evaluate a submitted Claim Form. If additional time is needed for evaluation, the IEDC will notify the RDA of a date by which its decision can be expected.
- The IEDC retains the right to approve or deny a Claim Form, as solely determined by the IEDC, including if the Claim Form proposes to use RCI Funds for broadband activities.

August – November 2016: RDA/Subrecipient Agreements Drafted

- Concurrent with the IEDC review, the RDA will work with the Project Administrators on the most suitable financing structure for the project and on an agreement for the anticipated fund disbursement and project process.

October 2016 – July 2017: Funds Disbursed from IEDC to RDA

- Disbursements of RCI Funds from the IEDC to the RDA shall be made within thirty-five (35) days of the IEDC's notice of approval of a Claim Form.
- The RDA will then disburse those funds to the Project Administrator on a pro rata basis with the private and other funds and as agreed upon in a RCNI Project Contract entered into by the RDA as Grantee and the Project Administrator as Subrecipient.

October 2016-June 15 2017: Approved projects submit quarterly updates to RDA

- The 15th day of October, January, and April.
- RDP Projects that received funding through the August 2016 allocation must have final submissions, including full commitment for all matching funds, completed by June 15, 2017.

November 2016: Review IEDC Feedback and Outstanding A Ranked Projects

- By October 31st, the RDA anticipates having a formal response from the IEDC on their decision to approve or deny each of the 15 projects recommended. At this time, the RDA will determine if there are additional funds available for allocation.
- If there are additional funds available for allocation, the RDA will contact the project administrators of the four A ranked projects that did not receive funds during the August 2016 allocation to determine if they would still like to be considered for funding; and may make allocations into those four projects.
- The RDA will not consider B or C ranked RDP Projects or new projects at this time.

August 2016-June 15 2017: Submission Window for 2017 RCI Fund Allocations

- RDP Projects that did not receive funds during the August 2016 allocation are eligible to apply.
- The RDA will accept Intake Forms (available online) for projects that were not initially included in the RDP, as additional projects for consideration if funds become available.
- RDP Projects that received funds during the August 2016 allocation period are not eligible for additional funding during a second round of allocations.



March 2017: Assessment of Funds Available

- The RDA will review the process and assess the availability of any funding that may be available due to unforeseen circumstances.
- If there are additional funds available for allocation, the RDA may consider allocations into any of the RDP projects that have not been previously funded.

June-July 2017: Deadline for Updated RDP/New Project Submittals

- 06/15/17-07/15/17: RDA will review documentation provided by the RDP Projects that were conditionally approved during the August 2016 allocation period and determine the availability of any released funds.
- 07/15/17: After reviewing the conditionally approved RDP Project documentation, if the RDA determines RCI Funds will be available, they will invite new projects who have completed the intake form, and RDP Projects that have not received previous funding, to submit full updated applications for review by 8/15/17.
- 8/15/17-9/15/17: RDA will review the applications received from non-funded RDP projects and new projects.
- 9/15/17: RDA will allocate funds into the next set of projects.