

Hartsville/Trousdale County

Industrial Development Board

Minutes

February 25, 2021

6:00 p.m.

The meeting of the Hartsville/Trousdale County Industrial Development Board was called to order by Chairman Bryan King at the Hartsville/Trousdale County Courthouse in the upper courtroom. Members present were: Bryan King, Scott Graves, Robert Thurman, Leah Petty and Heather Bay (by Zoom). Also in attendance were Mayor Stephen Chambers and County Commission Chairman Dwight Jewell.

A quorum was confirmed and Chairman King made everyone aware that virtual votes can not be counted as part of the official vote for the Industrial Development Board due to improper advertisement of the meeting. Measures have been taken to remedy this for future meetings.

The Pledge of Allegiance was recited.

The minutes were submitted with Graves making the motion to approve and seconded by Petty. The motion passed with none opposed.

Thurman submitted the treasurer's report. King made the observation that the treasurer's report was off by one penny. No action taken.

Item 6- The sewer line connection invoice for Anderson Meat Processing in the amount of \$1200.00 was submitted to the Board for approval. Graves made the motion to approve. Second by Thurman. Bay requested that the treasurer express his level of comfort with the bill as submitted. Thurman confirmed he was comfortable with the bill as presented. The motion passed with none opposed.

Item 7- Anderson sewer line grant request for access to funds from TN Central was presented to the Board. Graves made a motion to request that Mayor Steven Chambers assist with the grant request on behalf of the Industrial Development Board. Seconded by Petty. The motion passed with none opposed.

Item 8- Discussion in regard to a PILOT Program was led by King and Chambers. Mayor Chambers was asked to elaborate on the specifics of the grant funds and how they can be utilized by the Industrial Development Board. Items 9 and 10 were added into the discussion.

Items 9- Younger and Associates and Item 10- Funds Request for PILOT Program services were presented as a group by the Chairman. The request to engage Younger & Associates was met with discussion in regard to how much the initial fee for services would cost. King states that the fee is \$1500.00 for the "base model". It was also discussed that this fee could possibly be reimbursable. Graves asked if there would be other charges incurred after the initial service was completed. King stated the hourly rate is on a sliding scale based on the need and size of the project. Chambers informed the board of other counties that have PILOT programs in place and what the benefit could be upon engaging with Younger or another entity that aids governments with PILOT programs. Jewell stated that Younger and Associates was able to provide the Board with information that would tell the community what was accurate and equitable for the community. The items were tabled for further discussion.

Item 11- King requested authorization to engage Bob Rochelle as our representative for the PILOT program. It was discussed if there would be a fee for this service and Thurman asked if this fee would be refundable. King amended his request from authorization to engage services to consultation only with Rochelle in regard to the PILOT program. Graves asked if there was a reason to engage a lawyer without knowing if we would be using Younger & Associates. The Board recommended that King be at liberty to consult with Rochelle.

Item 12- A motion was made to request funds by formal letter from the Hartsville/Trousdale County Commission in the amount of \$10,000.00 to be allocated to the Industrial Development Board for Retail Strategies fees by Graves. Seconded by Thurman. The motion passed with no opposition.

Item 13- Discussion of IDB Financial Assistance Program Guidelines for Industry v. Retail. The item was tabled for further discussion until next meeting.

Item 14- Retail Strategies update informed those in attendance of the items discussed at the ZOOM meeting with Retail Strategies. Chambers informed the Board of various retail projects he is familiar with in other communities that were from Industrial Development Assistance Program funds. Jewell added that the threshold for businesses to meet in order to obtain such funds would rule out a great number of retail developments.

Item 15- The Board was introduced to Rob Ward. He will be opening an ACE Hardware store in the old Fred's location on Broadway.

Item 16- There were no public comments from the audience.

A motion to adjourn was made by Graves. The meeting was concluded.

Respectfully submitted by Leah Petty- Secretary

**Hartsville/Trousdale County  
Industrial Development Board  
Treasurer's Report  
March 25, 2021**

<b>Beginning Balance</b>	<b>\$115,555.45</b>
<b>Check # 1021 to Anderson Meats (Sewer Line)</b>	<b>-1,200.00</b>
<b>Ending Balance</b>	<b>\$114,355.45</b>



Letter of Agreement

I. Agreement

When signed, this letter will serve to confirm that Hartsville, Trousdale County IDB (Client) has retained Younger Associates to develop a model to conduct economic impact analyses of proposed industries in Trousdale County, Tennessee.

II. Scope of Work

The model will be based upon data from the U.S. Bureau of Economic Analysis and input factors from the local economy utilizing historic employment patterns, wage rates, tax rates and tax collection ratios. For the project, we can complete the analysis of an existing industry to illustrate how the model works. The results will be provided to the client in a report submitted electronically in pdf format. The client will supply data regarding the capital investment, jobs wages and other pertinent data about the construction and operations of the selected company.

III. Fee for service: The fee for this service is \$1,500. Future analyses will be completed based on the following hourly rates:

Table with 2 columns: Service Type, Rate. Rows: Research (\$150), Research Assistance/Administrative (\$ 75), General Admin/Technical Support (\$ 50)

III. Reimbursable Expenses

- \$300 for one set of RIMS II Multipliers for Trousdale County, TN will be purchased from the U.S. Bureau of Economic Analysis.
- No other expenses are expected.

IV. Invoicing

An invoice for the balance due will be submitted upon delivery of the report, and that payment is due within 25 days of the invoice. If payments are delayed beyond the due date, we reserve the right to charge interest as permitted by law.

V. Default and Liability

If we are forced to take legal action to collect a debt regarding this work, the client will pay all costs incurred to collect the debt.

VI. Ownership

Work produced by Younger Associates becomes the property of the client upon payment of final invoice.

VII. Confidentiality

We shall not, without client's expressed written permission, reveal or otherwise make available to any other person or organization any confidential information learned by our firm in performing this analysis.

Handwritten signature of Sharon Younger

Sharon Younger, President
Younger Associates, Inc.

02/23/2021

Date

Client Signature \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_

Title \_\_\_\_\_

Company \_\_\_\_\_

Address \_\_\_\_\_

City/ST/Zip \_\_\_\_\_

Email \_\_\_\_\_

Phone \_\_\_\_\_

Robert Rochelle  
Phone: (615) 444-1433  
Email: brochelle@rma-law.com



Rochelle, McCulloch & Aulds, PLLC

**ATTORNEYS AT LAW**

Jere N. McCulloch  
(1973 – 2013)

Robert Rochelle  
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David B. Foutch  
Alan Poindexter  
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Jason G. Denton  
Matthew H. Ryan  
Tom Walsh  
Debra L. Dishmon  
Brett Rozell  
Jacob L. Penry  
Elliott M. Benson

March 25, 2021

Industrial Development Board  
of Trousdale County, Tennessee  
Attn: Bryan King, Chair  
328 Broadway  
Hartsville, TN 37074

Re: Engagement Agreement

Dear Members:

The purpose of this letter is to establish the scope of our engagement as well as certain administrative matters concerning the engagement, including our fee arrangement.

The scope of our engagement is as follows: Robert Rochelle and Elliott Benson of Rochelle, McCulloch & Aulds, PLLC ("Counsel" or "we") are retained by the Industrial Development Board of Trousdale County ("Board") as issuer's counsel in regard to establishing an economic development incentive process for Trousdale County, Payment In Lieu Of Tax ("PILOT") agreements, issuance of bonds promoting economic development and for general consultation relating thereto ("Scope of Engagement").

The Board will owe no attorney fees to Counsel while Counsel is acting within the Scope of Engagement. As compensation to Counsel, upon execution of a PILOT agreement or issuance of bonds, the applicant requesting the action shall pay Counsel's fee. The usual fee of counsel will be 0.0005% (zero point zero zero zero five percent) of the total investment authorized by the Board for a PILOT or bond issue or Five Thousand Dollars (\$5,000.00), whichever is greater. Our fee will be higher in the event the bonds are intended to be sold to the public.

However, we will be reimbursed by the Board for expenses and disbursements incurred by us in connection with this representation, including photocopying, messenger services, postage and delivery service, and similar items. We will not incur significant disbursements

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without your prior approval. Depending on the circumstances, we may request you to advance the amount of any significant expenses or disbursements that we are required to make on your behalf, or that you pay such expenses or disbursements directly.

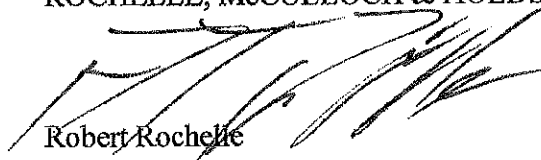
If the Board requests the assistance of Counsel outside the Scope of Engagement, fees related to that assistance will be determined based on a separate engagement agreement to be determined at that time.

The Board may withdraw its appointment of issuer's counsel at any time. Such withdrawal shall not affect the obligation of an applicant for Board action to pay all amounts owing us. To the extent allowed under the Code of Professional Responsibility, we reserve the right to withdraw as Counsel at any time.

We appreciate the opportunity to be of assistance to you, and we look forward to working with you.

Sincerely,

ROCHELLE, McCULLOCH & AULDS, PLLC



Robert Rochelle

RR/kdc

Approved:

**INDUSTRIAL DEVELOPMENT BOARD**

By: \_\_\_\_\_  
**BRYAN KING, Chair**

Date: \_\_\_\_\_