

**TENNESSEE STATE FUNDING BOARD**  
**June 24, 2024**

The Tennessee State Funding Board (the “Board”) met on Monday, June 24, 2024, at 2:37 p.m., in the Volunteer Conference Center, 2<sup>nd</sup> Floor, Cordell Hull Building, Nashville, Tennessee. The Honorable Jason E. Mumpower was present and presided over the meeting.

The following members were also physically present:

The Honorable Tre Hargett, Secretary of State  
The Honorable David H. Lillard, Jr., State Treasurer<sup>1</sup>  
Commissioner Jim Bryson, Department of Finance and Administration

The following member was absent:

The Honorable Bill Lee, Governor

Having established a physical quorum, Comptroller Mumpower called the meeting to order. Comptroller Mumpower, in accordance with Public Chapter 300 and Board guidelines, then asked Ms. Sandra Thompson, Director of the Division of State Government Finance (“SGF”) and Assistant Secretary to the Board, if any requests for public comment had been received. Ms. Thompson responded that no requests had been received.

Comptroller Mumpower then presented the minutes from the meeting held on May 14, 2024, for consideration and approval. Commissioner Bryson made a motion to approve the minutes. Secretary Hargett seconded the motion, and it was unanimously approved.

Comptroller Mumpower then recognized Mr. Allen Borden, Deputy Commissioner of Business, Community and Rural Development, Tennessee Department of Economic and Community Development (“ECD”), to present FastTrack projects for consideration, and Ms. Jessica Johnson, Assistant Commissioner of Administration and Operations, ECD, to present the “FastTrack Report to State Funding Board” (the “Report”). Ms. Johnson reported that, as of the date of the May 14, 2024, Board meeting, the FastTrack balance was \$610,870,268.60. Since that time, \$5,275,250.00 in funds had been deobligated; \$1,000,000.00 in new grants or loans greater than \$750,000.00 had been approved; \$1,381,440.00 in new grants or loans less than \$750,000.00 had been approved; and \$459,314.14 in funds had been spent on FastTrack administrative expenses, which resulted in an adjusted FastTrack balance available for funding grants and loans of \$613,304,764.46 as of the date of the Report. Ms. Johnson reported that total commitments had been made in the amount of \$523,752,414.61, or 85.4% committed, and resulted in an uncommitted FastTrack balance of \$89,552,349.85. Ms. Johnson reported that the amount of proposed grants for projects to be considered at this meeting totaled \$1,250,000.00, and if these projects were approved, the uncommitted balance would be \$88,302,349.85, with a total committed balance of \$525,002,414.61, which represented 85.6% of the FastTrack balance. Ms. Johnson asked if there were any questions on the report. There were none. Comptroller Mumpower then asked Deputy Commissioner Borden to present the following FastTrack project:

- |   |                       |
|---|-----------------------|
| <ul style="list-style-type: none"><li>• <b>PPG Industries, Inc. – Loudon (Loudon County)</b><br/>FastTrack Economic Development Grant</li></ul> | <b>\$1,250,000.00</b> |
|---|-----------------------|

<sup>1</sup>Treasurer Lillard joined the meeting at 2:38 p.m.

Secretary Hargett made a motion to approve the project, and Commissioner Bryson seconded the motion. The Board member packets included a letter and FastTrack checklist signed by Mr. Stuart McWhorter, Commissioner, ECD, and an incentive acceptance form signed by company representatives. Comptroller Mumpower then inquired if the company that had signed the incentive acceptance form fully understood the agreement, and Deputy Commissioner Borden responded affirmatively. Comptroller Mumpower then inquired if the checklist had been completed for the project, and Deputy Commissioner Borden responded affirmatively. Comptroller Mumpower then inquired if the project included an accountability agreement which would provide protections for the state in the event the entity could not fulfill the agreement, and Deputy Commissioner Borden responded affirmatively. Hearing no other discussion, Comptroller Mumpower took the vote, and the motion was unanimously approved.

Comptroller Mumpower then recognized Mr. Trent Ridley, Chief Financial Officer of the Tennessee Housing Development Agency ("THDA"), to present the THDA Schedule of Financing (the "Schedule") for Fiscal Year 2024-2025, for consideration and approval. Mr. Ridley stated that the THDA was required by statute to present the Schedule to the Board for approval annually. Mr. Ridley then stated that the Schedule had been approved by the THDA board on May 21, 2024. Mr. Ridley stated that the Schedule summarized THDA's plan to conduct three bond issuances totaling \$600 million throughout fiscal year 2024-2025. Secretary Hargett made a motion to approve the Schedule, and Commissioner Bryson seconded the motion. Commissioner Bryson then asked if the contemplated financing amount was more than the prior year. Mr. Ridley responded that the amount was less than the amount that was issued in the prior fiscal year. Mr. Ridley further responded that the THDA had issued \$1.1 billion in bonds in fiscal year 2023-2024. After hearing no further discussion, Comptroller Mumpower took the vote, and the motion was unanimously approved.

Comptroller Mumpower then recognized Ms. Thompson to present a "Resolution Allocating from the Debt Service Fund to the Capital Projects Fund \$154,564.00 and Canceling Authorized Bonds" for consideration and approval. Ms. Thompson stated that the state had provided funding through the commercial paper program for the University of Memphis ("UOM") to purchase sites and existing structures in accordance with their master plan. Ms. Thompson further stated that UOM had repaid the borrowing in the amount of \$154,564.00. Ms. Thompson then stated that the resolution would cancel bonds in like kind for the UOM 101 Properties project in the amount of \$154,564.00 and would be effective as of the date of the Board meeting, June 24, 2024. Secretary Hargett made a motion to approve the resolution. Treasurer Lillard seconded the motion, and it was unanimously approved.

Comptroller Mumpower then recognized Ms. Thompson to present the Tennessee Consolidated Retirement System ("TCRS") affirmation of the Standby Commercial Paper Purchase Agreement for consideration and acceptance. Ms. Thompson stated that the State was currently under an agreement with TCRS to provide a standby commercial paper program for the general obligation commercial paper program. Ms. Thompson then stated that each year the Comptroller receives a letter from the Chief Investment Officer of the TCRS to the Secretary of the Board that affirms that TCRS does not plan to terminate its contract to serve as a standby purchaser under the State's commercial paper program. The letter from TCRS stating that they did not plan to terminate the contract prior to July 1, 2025, was included in the members' packets. Ms. Thompson then stated that a draft letter was also in the members board packet from the Secretary of the Board to the Chief Investment Officer of the TCRS that affirmed that the Board also did not plan to terminate the contract prior to July 1, 2025, and requested submission of the letter to affirm that the Board would not terminate its contract. Comptroller Mumpower made a motion to accept the letter from TCRS and

authorize the Comptroller, on behalf of the Board, to execute and send a letter to TCRS to affirm that the Board would not terminate the contract. Secretary Hargett seconded the motion, and it was unanimously approved.

Comptroller Mumpower observed no further business to come before the Board and requested a motion to adjourn. Secretary Hargett made a motion to adjourn the meeting, and Treasurer Lillard seconded the motion. The motion was unanimously approved, and the meeting was adjourned.

Approved on this 22<sup>nd</sup> day of July 2024.

Respectfully submitted,

A handwritten signature in blue ink that reads "Sandra Thompson". The signature is fluid and cursive, with the first name "Sandra" and last name "Thompson" clearly distinguishable.

Sandra Thompson,  
Assistant Secretary

