



**JSDC Board of Directors Meeting
Monday, November 13, 2023
Official Minutes
JSDC Lower-Level Conference Room**

Members Present: Tory Hart, Nick Schauer, Jeremy Rham, Marlee Siewert, Dwaine Heinrich, Mark Klose, Levi Taylor, Casey Henderson, David Steele, Rod Johnson, Jen Dockter, Tonya Perkins.

Members Absent: Mike Delfs.

Staff Present: Corry Shevlin, Alyssa Looyen, Connie Ova, Jamie Czapiewski.

Guests Present: Masaki Ova, Jamestown Sun; Emily Bivens, Jamestown Area Chamber of Commerce/Jamestown Tourism; Danica Chaput, ND Job Service; Sarah Hellekson, City of Jamestown; Mike Knofczynski, Great River Energy; Paul Smith, SBDC.

Call to order: 11:46 a.m. by Tory.

Conflict of Interest: Tory Hart for Our 5 Boys, LLC Flex PACE Request and Breck A Leach, DMD Flex PACE Request.

B) Approval of Agenda: The agenda was in the One Drive for Approval.

Dwaine Heinrich made a motion to approve the agenda as presented. Rod Johnson seconded, and the motion passed unanimously by voice vote.

C) President's Report: Tory gave a brief president's report regarding what to look forward to as the end of the year approaches.

D) Strategic Committee Reports

Organizational Excellence Committee –

(Committee members: David, Mark, Tonya, Marlee, Jen, Connie, Corry, Alyssa, and Jamie) *2023 Members*

- The Organizational Excellence Committee did not meet in November.
- The Organizational Excellence Committee meets the first Monday of the month at 9 a.m.

Finance Committee-

(Committee members: Jeremy, Tory, Nick, Rod, Marlee, Casey, Connie, Corry, Alyssa, Jamie, and LeAnn) *2023 Members*

- The Finance Committee did not meet in November.
- The Finance Committee meets on an as needed basis.

Existing Business Outreach Committee-

(Committee members: David, Mark, Tory, Rod, Dwaine, Mike, Connie, Corry, Alyssa, and Jamie) *2023 Members*

- The Existing Business Outreach Committee met with the New Business Attraction Committee on Wednesday, November 8, 2023.
- The Daycare Expansion Request, Our 5 Boys Flex PACE, and Breck A Leach, DMD Flex PACE were all discussed at the November meeting.
- The Existing Business Outreach Committee meets on the first Tuesday of the month at noon.

New Business Attraction Committee-

(Committee members: Jeremy, Nick, Dwaine, Tonya, Jen, Mike, Connie, Corry, Alyssa, and Jamie) *2023 Members*

- The Business Attraction Committee met with the Existing Business Outreach Committee on Wednesday, November 8, 2023.
- The Daycare Expansion Request, Our 5 Boys Flex PACE, and Breck A Leach, DMD Flex PACE were all discussed at the November meeting.
- The Business Attraction Committee meets on the first Wednesday of each month at Noon.

E) Approval of Meeting Minutes: The minutes from the October meeting were in the One Drive for review.

Tonya Perkins made a motion to approve the minutes as presented. David Steele seconded, and the motion passed unanimously by voice vote.

F) Account Status Report: The financial reports were in the One Drive for review.

Marlee Siewert made a motion to approve the financials as presented. Jeremy Rham seconded, and the motion passed unanimously by voice vote.

G) ABC Learn-N-Play Daycare Expansion Request: Alyssa's memo regarding the ABC Learn-N-Play Daycare expansion request was in the One Drive. ABC Learn-N-Play Daycare is remodeling an area in their current facility to add an additional accessible restroom that would help increase their capacity to serve children in the community when ratios allow. ABC Learn-N-Play has been a daycare provider in Jamestown for 10 years and is licensed for 17 children with a current capacity of ten including children with special needs. By adding this additional restroom, the space can be more inclusive for all children as well as provide another restroom for children to use as there is no restroom on the main floor where children are served.

Alyssa recommended funding this daycare request up to the maximum amount of \$10,000 with an 80/20 city and county split. The city's portion would be \$8,000 and the county's portion would be \$2,000.

David Steele made a motion to approve the ABC Learn-N-Play Daycare Expansion Request. Rod Johnson seconded, and the motion passed unanimously by roll call vote. Tory – Aye, Nick – Aye, Jeremy – Aye, Marlee – Aye, Dwaine – Aye, Mark – Aye, Levi – Aye, Casey – Aye, David – Aye, Rod – Aye, Jen – Aye, Tonya – Aye. Mike was not present to vote.

H) Our 5 Boys, LLC Flex PACE Request: Alyssa's memo regarding the Our 5 Boys Flex PACE request was in the One Drive for review. Our 5 Boys, LLC is the real estate holding company for T&K Pediatric Services. They are purchasing a new location in Jamestown as they have outgrown their current facility. Their current facility also utilized the Flex PACE program back in 2020, and they will be paying that one off. The new location will be located at 1307 12th Ave NE. With the addition of behavioral health services, they are needing to expand to a

larger space as they have outgrown their current location. The new location will also have a gym where therapy sessions can take place.

Alyssa recommend the funding of this project up to the amount of \$85,714.31, with an 80/20 split between the city and county. The city's portion would be \$68,571.45 and the county's portion would be \$17,142.86.

Casey Henderson made a motion to approve the Our 5 Boys Flex PACE Request. Tonya Perkins seconded, and the motion passed unanimously by roll call vote. Nick – Aye, Jeremy – Aye, Marlee – Aye, Dwaine – Aye, Mark – Aye, Levi – Aye, Casey – Aye, David – Aye, Rod – Aye, Jen – Aye, Tonya – Aye. Tory refrained from voting due to a conflict of interest. Mike was not present to vote.

I) Breck A Leach, DMD Flex PACE Request: Alyssa's memo regarding the Breck A Leach, DMD Flex PACE Request was in the One Drive for review. Breck A Leach, DMD is purchasing a building at 102 2nd Ave SW in Jamestown. Dr. Breck Leach provides all general dental services and is expanding his dental clinic to a larger space. He is working towards offering additional services not currently available in Jamestown and has a goal to implement dental implants and sedation dentistry in the future.

Alyssa recommend the funding of this project up to the amount of \$71,466.47, with an 80/20 split between the city and county. The city's portion would be \$57,173.18 and the county's portion would be \$14,293.29.

Dwaine Heinrich made a motion to approve the Breck A Leach, DMD Flex PACE Request. Jeremy Rham seconded, and the motion passed unanimously by roll call vote. Nick – Aye, Jeremy – Aye, Marlee – Aye, Dwaine – Aye, Mark – Aye, Levi – Aye, Casey – Aye, David – Aye, Rod – Aye, Jen – Aye, Tonya – Aye. Tory refrained from voting due to a conflict of interest. Mike was not present to vote.

J) Bison World: Corry's memo regarding Bison World was in the One Drive. There are two pieces from the Bison World Inc. discussion as we have progressed through the project and approvals. The \$1 Million investment into the Convertible Note and JSDC being represented in the first share allocation from Bison World Inc. We have discussed the structure and disbursement parameters previously as it relates to the JSDC \$1 Million investment into the Convertible Note round of Financing. After the conversion of the note through this mechanism, given the interest rate, discount for investing into this early stage and timing, will net JSDC 2-2.5% ownership.

As it relates to the JSDC being represented on the share allocation for Bison World Inc. The question was asked at the last JSDC Board of Directors meeting why Bison World Fund is receiving and allocation and JSDC was not. Through some additional conversations with the groups, we were able to secure JSDC 750,000 shares which equates to 7.5%. There will be no additional capital requirements for this allocation. We will transfer all the Bison World Intellectual Property as part of this transaction that is valued at \$500,000. This includes all the work that has been done on the project over the last 2.5 years.

Should the \$1 Million be fully disbursed and the allocation from BWI, the JSDC will hold roughly 10% of Bison World, Inc. With the Projected Valuation of Bison World, Inc being \$120 Million when all the construction is completed, and the doors are open that puts the JSDC in a very advantageous position for the Community of Jamestown and Stutsman County should there be an exit that makes sense.

Marlee Siewert made a motion to approve the JSDC to execute the Bison World Subscription Agreement. Jeremy Rham seconded, and the motion passed unanimously by roll call vote. Tory – Aye, Nick – Aye, Jeremy – Aye, Marlee – Aye, Dwaine – Aye, Mark – Aye, Levi – Aye, Casey – Aye, David – Aye, Rod – Aye, Jen – Aye, Tonya – Aye. Mike was not present to vote.

Dwaine Heinrich made a motion to approve the JSDC to execute the Bison World Conversion Note. Casey Henderson seconded, and the motion passed unanimously by roll call vote. Tory – Aye, Nick – Aye, Jeremy – Aye, Marlee – Aye, Dwaine – Aye, Mark – Aye, Levi – Aye, Casey – Aye, David – Aye, Rod – Aye, Jen – Aye, Tonya – Aye. Mike was not present to vote.

K) Staff Reports:

Corry: Corry reported on recent Flex PACEs and mentioned the Green Bison Soy Processing Plant ribbon cutting on November 14th.

Connie: Connie reported on Bison World.

Alyssa: Alyssa reported on her economic development training in Texas last week.

L) Ex-Officio Reports:

City of Jamestown: Dwaine reported on the City of Jamestown.

Stutsman County: Mark reported on Stutsman County.

Jamestown Chamber of Commerce: Emily reported on the Chamber.

Jamestown Tourism: Emily reported on tourism.

ND Job Service: Danica reported on Job Service.

Small Business Development Center: Paul reported on the SBDC.

Great River Energy: Mike reported on GRE.

Adjourn: Tory adjourned the meeting at 12:50 p.m.

Respectfully submitted – Jamie L. Czapiewski, Operations Coordinator