

# Exhibit G. Germania Site Memorandum of Agreement



Baton Rouge Area Chamber®

# Germania Site

## Memorandum of Agreement

This Memorandum of Agreement ("MOA") is entered into between the BATON ROUGE AREA CHAMBER ("BRAC"), LOCAL PARISH ECONOMIC DEVELOPMENT ORGANIZATION ("EDO") of Ascension Economic Development Corporation (AEDC), and the PROPERTY OWNER of William Hayward III, Christine Rodriguez, and Germania Plantation, Inc. (hereinafter collectively referred to as "Property Owner"), to pursue the Certification by Louisiana Economic Development ("LED") of the SUBJECT PROPERTY. SUBJECT PROPERTY consists of approximately 400 acres (to be certified) with an additional 277 acres (not to be certified), more or less, being that portions of land in Ascension Parish in the State of Louisiana and is generally identified as parcel number(s) 267601, 304550, 267400, 267500, 267402 (see Exhibit A).

Minimum Criteria for Entry into the Louisiana Industrial Sites Certified Site Program requires at least 25 contiguous, buildable acres free of impediments to development such as but not limited to existing structures not appropriate for future commerce, soil contaminants, wetlands, flood plain, and/or protected species. Exact and final certification site boundary is subject to final determination by an ALTA survey and/or the results of certification due diligence and engineering studies required.

BRAC and LED have identified that a strong portfolio of development-ready sites is a critical component of the Region's and State's overall economic development resource inventory. BRAC has created a partnership program with Property Owners and Local EDO's to pursue and secure certification of development-ready sites through the LED Certified Site Program, in order to identify, secure and market development ready sites.

Participation in this program is voluntary, and PROPERTY OWNER acknowledges that BRAC, LED and the EDO intend to pursue Certification of the SUBJECT PROPERTY through LED, with a goal of marketing SUBJECT PROPERTY to potential companies who may be interested in purchasing and developing the site, thus resulting in economic development activity (jobs, capital investments, creation of tax revenues, etc.) that will benefit the region. PROPERTY OWNER retains the right to market SUBJECT PROPERTY, at a price per acre specified by PROPERTY OWNER, to potential buyers not represented by BRAC, LED and EDO.

PROPERTY OWNER represents that it is interested in selling the SUBJECT PROPERTY to prospective buyers represented by BRAC, LED and EDO who may be interested in developing the site, and that PROPERTY OWNER hereby states that the sale price is: \$45,000 per acre which shall be effective for a period of one year following date of certification. The sale price per acre can be a function of location and the quantity of acres to be purchased. PROPERTY OWNER further agrees to enter into good faith negotiations with prospective purchasers, based on this sale price, with further terms to be defined in a PURCHASE AND SALE AGREEMENT, documented and agreed to between the BUYER and SELLER. PROPERTY OWNER agrees to entertain in good faith, and diligently pursue negotiations from potential purchasers, which shall not be unreasonably rejected, in order to facilitate such sale of SUBJECT PROPERTY.

The terms and conditions of the sale of the SUBJECT PROPERTY negotiated and agreed upon by and between PROPERTY OWNER and the prospective purchaser shall be governed by a separate PURCHASE AND SALE AGREEMENT that is not covered by or made part of this MOA.

PROPERTY OWNER represents, and BRAC, LED and EDO acknowledge, that SUBJECT PROPERTY are not intended for sale or development as a residential or retail use. This Certified Site Program is intended only for uses compatible with economic development goals, namely industrial, light industrial, office, warehouse/distribution, manufacturing or other similar uses that promote economic development activities (i.e., specifically not residential or retail uses).

Throughout the period provided for herein, BRAC, LED, EDO, and their representatives shall have the right to enter the SUBJECT PROPERTY to conduct Due Diligence. Eligible Due Diligence expenses include but are not

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limited to engineering studies to determine infrastructure cost estimates (utilities, roads, water/wastewater, etc.); environmental studies, site surveys and assessments; acquisition of aerial photos, quadrant maps, zoning maps; geotechnical analysis; threatened and endangered species studies; and archeological investigations. Proposals for eligible Due Diligence, including scope of work and cost estimates, are subject to preapproval by LED. Copies of service agreements, invoices, evidence of payment, and final work product will be available to PROPERTY OWNER, BRAC, LED and EDO at the completion of the project. All parties to this MOA acknowledge that, prior to any work being undertaken, BRAC, LED and its representatives shall review the SUBJECT PROPERTY for eligibility with the Program. BRAC and LED must approve the SUBJECT PROPERTY prior to any work being undertaken. BRAC and LED will provide PROPERTY OWNER with a NOTICE TO PROCEED prior to any eligible work being undertaken. All work completed will be reviewed by LED to determine if the SUBJECT PROPERTY meets the Minimum Criteria for Entry into the Louisiana Industrial Sites Certified Site Program prior to final certification.

All parties to this MOA acknowledge that prior to any work being undertaken, that LED shall review the SUBJECT PROPERTY for eligibility with the program and must approve the SUBJECT PROPERTY prior to any work being undertaken. BRAC will issue PROPERTY OWNER with a Notice to Proceed prior to any eligible work being undertaken. Minimum Criteria for Entry into the Louisiana Industrial Sites Certified Site Program requires at least 25 contiguous, buildable acres free of impediments to development such as but not limited to existing structures not appropriate for future commerce, soil contaminants, wetlands, flood plain, and/or protected species. Final certification site boundary is subject to LED's approval based on the outcome of Due Diligence and engineering studies.

PROPERTY OWNER, has agreed to share costs of pursuing the Certified Site designation with LED, based on the following percentages. The State, through LED, will be paying only up to and not to exceed 75% of these costs and the amount paid by LED shall not exceed the sum of \$1,000.00 per acre, unless a higher amount is specifically approved by LED. BRAC, EDO, and landowner will be responsible for the rest of funds needed to pay remaining certification costs outside of LED's contribution.

The overall certification budget for the SUBJECT PROPERTY is calculated based on the preliminary acreage aforementioned in the MOA. PROPERTY OWNER, LED, BRAC, and EDO acknowledge the outcome of the certification engineering studies and due diligence reports could reduce the final certification acreage for the SUBJECT PROPERTY in accordance with the Minimum Criteria for Entry into the Louisiana Certified Sites Program. PROPERTY OWNER, BRAC, and EDO further acknowledge the LED \$1,000 per acre cost share limit and agree, in good faith to pay any additional cost outside of the overall certification budget cost sharing breakdown should the SUBJECT PROPERTY final certification acreage be altered.

BRAC, PROPERTY OWNER, and EDO have agreed to share costs of pursuing the Certified Site designation, based on the following percentages. It is understood that BRAC's expenditure cannot exceed \$10,000.00 per site. PROPERTY OWNER: 8.333 % BRAC: 8.333 % EDO: 8.333 % In the event that PROPERTY OWNER does not entertain purchase offers and actively pursue negotiations in good faith for one year from the date of certification, BRAC and EDO shall be entitled to recover from PROPERTY OWNER their contributions towards Site Certification.

Site Certification Cost Summary	
Total Cost	\$78,651.28
LED 75% Cost	\$58,988.46
Landowner 8.33% Cost	\$6,551.41
BRAC 8.33% Cost	\$6,551.41
EDO 8.33% Cost	\$6,551.41

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Signed on Behalf of:

\_\_\_\_\_  
For Germania Plantation, Inc. Signature

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

\_\_\_\_\_  
For William Hayward, III Signature

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

\_\_\_\_\_  
For Christine Rodriguez Signature

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

\_\_\_\_\_  
For BRAC Signature

Russell Richardson  
Baton Rouge Area Chamber

Date: 02/08/2021

\_\_\_\_\_  
For EDO Signature

Kate MacArthur  
Ascension Economic Development Corp

Date: 2/4/21

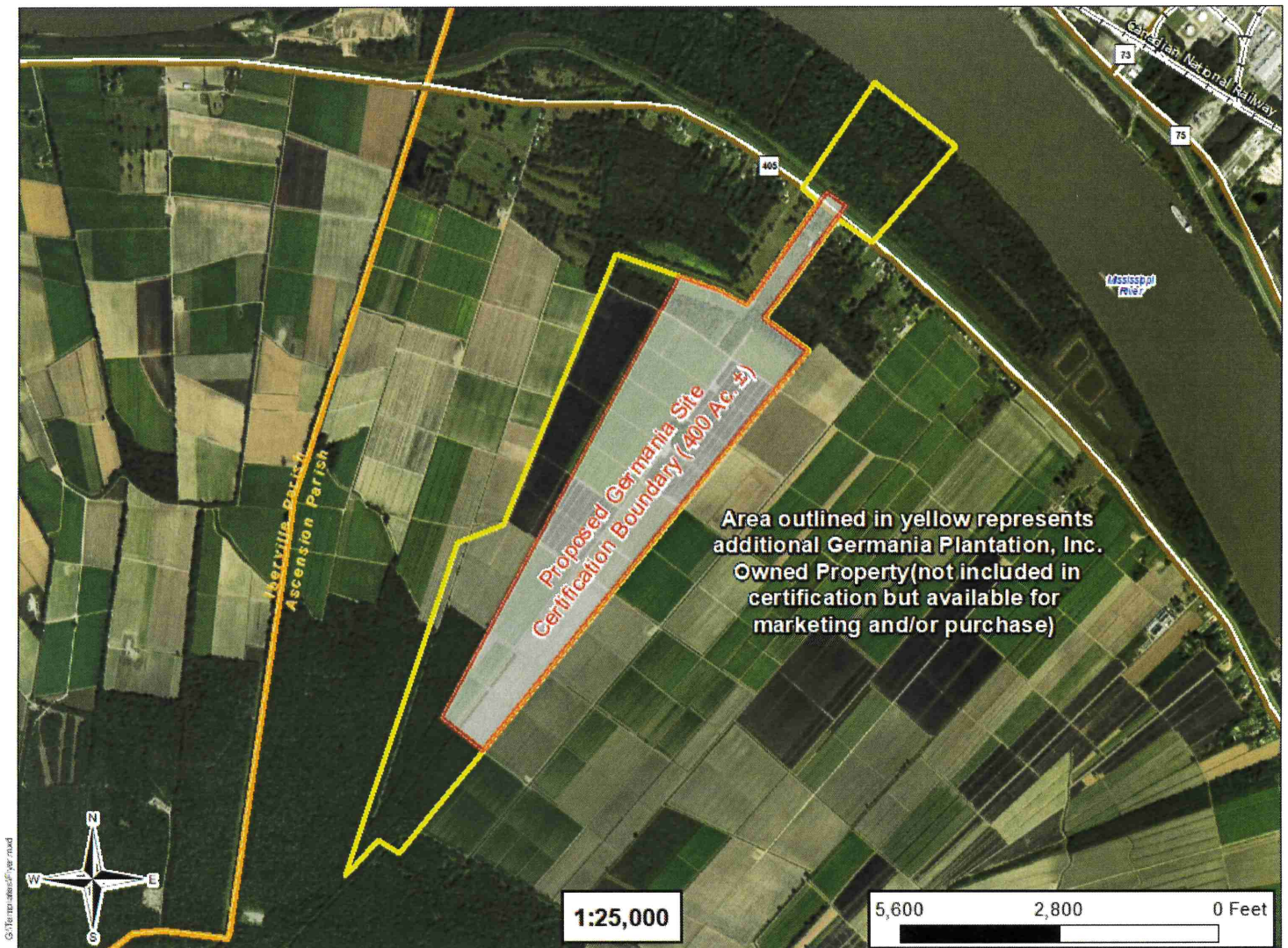
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Exhibit A – Germania Site, Ascension Parish



Note: The property outline and acreage figure provided above are estimates only and subject to change upon confirmation by an ALTA survey, and/or other unknown matters that may be revealed by due-diligence studies to be performed upon the site.

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Property Owner / BRAC / EDO