

The Commonwealth of Virginia

The
Transportation Partnership
Opportunity Fund

Guidelines and Criteria

January 2016

TABLE OF CONTENTS

Introduction.....Page 1

The Act.....Page 1

Transportation Partnership Opportunity Fund Administration.....Page 1

Eligible Applicants.....Page 2

Eligible ProjectsPage 2

Project Ownership.....Page 3

Application ProcessPage 3
 Assistance RequirementsPage 3

Application Evaluation CriteriaPage 4
 General Evaluation Criteria.....Page 4
 Transportation Evaluation CriteriaPage 4
 Economic Development Criteria.....Page 4

Advisory Panel NotificationPage 5

Financing CommitmentPage 5

Economic Development Transportation ProjectsPage 6

Loan Closing/Grant Award/Financing Agreement.....Page 7

Disbursement ProcessPage 7

Loan Term/RepaymentPage 7

Recipient Reporting RequirementsPage 7

Appendix A: Chapter 684 of the 2015 Acts of Assembly

Appendix B: Assistance Application

Appendix C: Transportation Partnership Opportunity Fund – Draft Grant Agreement

Appendix D: The Commonwealth’s Opportunity Fund Guidelines

Appendix E: The Virginia Investment Partnership Grant Program Guidelines

Introduction

Chapter 684 of the 2015 Acts of Assembly (the “Act”) is the legal framework creating the Transportation Partnership Opportunity Fund (“TPOF” or the “Fund”). The Fund is to be used by the Governor to provide funds to address the transportation aspects of economic development opportunities.

The Act

The Act authorizes monies to be awarded from the Fund by the Governor as grants, revolving loans, or other financing tools and equity contributions to an agency or political subdivision of the Commonwealth of Virginia.

It is the intent of the Act to provide funds to address the transportation aspects of economic development opportunities, including, but not limited to, the creation of jobs and to promote private investment for economic development projects that may result in the availability of the facilities in a timelier and/or less costly fashion.

The following guidelines and criteria have been developed by the Commonwealth Transportation Board (the “CTB”), in consultation with the Secretary of Transportation and the Secretary of Commerce and Trade to guide the process of applying for and receiving financial assistance from the Fund.

The complete text of the Act has been included as Appendix A to these guidelines. Although guidance is provided herein with regard to application of the Act, it will be incumbent upon all entities to read the Act in its entirety, and to comply with the provisions of the Act.

Transportation Partnership Opportunity Fund Administration

Monies in the Fund will be awarded by the Governor in the form of grants, revolving loans or other financing tools and equity contributions. Loans from the Fund will be interest free and are available up to the maximum of \$30 million, based on funding availability. Loan terms will vary but shall not exceed seven (7) years. The Act also authorizes the Governor to award grants of up to five (5) million dollars.

Assistance or commitments from the Fund will be limited to the total value of money that is available in the Fund. The fund shall consist of (i) one-third of all interest, dividends, and appreciation that may accrue to the Transportation Trust Fund and the Highway Maintenance and Operating Fund and (ii) any funds appropriated to it by the general appropriation act and revenue from any other source, public or private. Funding available will also include repayments to the Fund of loans, any revocation of assistance provided to entities that fail to meet performance criteria, any interest and dividends earned on the Fund and any other appropriations may be used for additional loans or grants for other projects.

After award by the Governor, the Fund will be administered by the CTB acting through the Virginia Department of Transportation (“VDOT”), in consultation with the Secretary of Commerce and Trade. VDOT will manage the overall administration of the TPOF, with the Secretary of Commerce and Trade and the Virginia Economic Development Partnership providing guidance with respect to the economic development features of the program.

Eligible Applicants

Financial assistance from the Fund may be awarded to any agency or political subdivision of the Commonwealth of Virginia.

Eligible Projects

The financial assistance may be used for transportation capacity development, on and off site; road, rail, mass transit or other transportation access costs beyond the funding capability of existing programs; studies of transportation projects including but not limited to environmental analysis, geotechnical assessment, survey, design and engineering, advance right-of-way acquisition, traffic analysis, toll sensitivity studies, financial analysis, or any else permitted by law. Funds may be used for any transportation project or any transportation facility within the Commonwealth of Virginia.

Transportation aspects of economic development projects that are also eligible for funding through the Revenue Sharing Program, the Economic Development Access Program, the Rail Industrial Access Program, the Rail Preservation Program or the Rail Enhancement Program, may be eligible to receive financial assistance from the Fund. However, it must be demonstrated that such additional funding is necessary. Amounts received from these other funding sources, or used to leverage additional monies from the Fund, may not also be used for the required non-state match.

Monies from the Fund are not to be used to supplant existing or programmed funds from other existing public sources, but are to be used to support projects and activities beyond the funding capability of existing programs.

Monies from the Fund that are to be used for transportation aspects of an economic development project must meet the economic development criteria of the *Commonwealth’s Opportunity Fund* **Or**, in cases where the project is solely retaining jobs, the project must meet the economic development criteria of the *Virginia Investment Partnership Grant Program*.

Funds used to match the Commonwealth’s Opportunity Fund **CANNOT** be used to match the TPOF, although both sources of monies can be used for a project. Funds from the Virginia Tobacco Indemnification and Community Revitalization Commission may be allowed as matching funds for this purpose.

Project Ownership

Projects that are developed with monies from the Fund shall not become private property and shall be maintained by the appropriate entity pursuant to applicable agreements following completion. Any reports, studies, analysis, and other forms of intellectual property created or developed using monies from the Fund shall become property of the Commonwealth.

Application Process

VDOT, in cooperation with the Secretary of Commerce and Trade and the Virginia Economic Development Partnership, will accept applications from eligible applicants for consideration. A copy of the application is provided as Appendix B. All applications for assistance from the Fund shall be sent to VDOT's Chief Financial Officer (the "CFO") and addressed as follows:

Transportation Partnership Opportunity Fund
Attn: Chief Financial Officer
Virginia Department of Transportation
1401 East Broad Street
Richmond, Virginia 23219-2000

All applications will be reviewed to determine that the minimum eligibility requirements have been satisfied. The minimum eligibility requirements are as follows:

Assistance Requirements

For applicant to be eligible for assistance the applicant must meet the mandatory requirements PLUS one of the other listed criteria

Mandatory Requirements

- The applicant **MUST** be an agency or political subdivision of the Commonwealth,
- The project addresses the needs identified in the appropriate state, regional or local transportation plan.

PLUS ONE of the following:

- The project meets the economic development criteria of the **Commonwealth's Opportunity Fund**.
- In cases where the project is solely retaining jobs; the project must meet the economic development criteria of the **Virginia Investment Partnership Grant Program**.

Following an applicant's selection for evaluation, meetings may be conducted with the applicant. The purpose of the meetings will be to review and confirm the information contained in the application. Representatives of the applicant, VDOT staff and staff from the applicable modal oversight agency and the Virginia Economic Development Partnership staff, as appropriate, shall participate in the meetings.

Application Evaluation Criteria

Following receipt of the applications and a review by staff to assure the basic statutory requirements have been met, a TPOF Advisory Panel, consisting of VDOT's Chief Financial Officer, an Executive Officer of the applicable modal oversight agency, a Deputy Secretary of Transportation, a Deputy Secretary of Commerce and Trade, and a representative of the Department of Planning and Budget will evaluate those applications to ensure that the applicant(s) meets the transportation and economic development evaluation criteria. Applicants meeting the evaluation criteria become eligible to receive assistance, subject to the availability of funding. In circumstances where the total amount of assistance requested exceeds the total amount of funding available, eligible applications that include applicant matching funds or equity contributions and projects that are in an advanced state of readiness-to-proceed, will receive priority consideration for assistance.

General Evaluation Criteria

- Projects with a high \$ to \$ of matching funds will be considered highly desirable.
- Projects that clearly show how funds will advance the development of a transportation facility will be considered highly desirable.
- Financial feasibility of the project plan of finance, including the capacity to repay any loan and mitigate risks.
- Extent to which funding would advance the project's or facility's schedule to an earlier completion date.

Transportation Evaluation Criteria

- The entity's experience implementing similar projects, including the use of new technologies.
- Comparative benefits resulting from the development of the proposed transportation project or facility.

Economic Development Evaluation Criteria

- Project must meet minimum criteria established in the Commonwealth's Opportunity Fund Guidelines. Or,
- For projects in which no net new jobs are being created, the project must meet minimum criteria established in the Virginia Investment Partnership Grant Program Guidelines.

Advisory Panel Notification

Following evaluation by the TPOF Advisory Panel, the VDOT Chief Financial Officer shall provide findings and recommendations of the Panel to the Secretary of Transportation, the Secretary of Commerce and Trade and the applicable modal oversight board and agencies.

Financing Commitment

Following notification by the TPOF Advisory Panel, the Secretary of Transportation and the Secretary of Commerce and Trade will submit to the Governor a recommendation of funding for the successful applicants. Once assistance from the Fund is approved and awarded by the Governor, a written commitment (the “Financing Commitment”) will be provided to the potential recipient. The commitment will outline the type of assistance to be provided and in the case of a loan, the required security provisions, the loan term and payment provisions, the amount of assistance to be provided and any conditions that must be met by the applicant prior to loan closing or grant award. The commitment must be accepted and signed by the potential recipient and returned to VDOT within thirty (30) days of the commitment date to preserve the funding. The Financing Commitment, once executed, establishes a legal obligation for the funding subject to appropriation and the terms and conditions of the Financing Commitment, as well as the recipient’s legal obligation to perform.

Economic Development Transportation Projects

An agreement shall be executed between the Commissioner of the Virginia Department of Transportation and the appropriate local government, state agency, or political subdivision that receives the principal benefit of financing from the Fund before disbursement of any monies. The agreement will include a statement that the recipient will reach the specified job creation or retention and/or capital investment levels within thirty-six (36) months after final disbursement of funds and maintain those levels at least throughout the thirty-six (36) month period.

If those performance criteria are not met, the entity shall repay to the Fund, an amount as required by the terms and conditions of the Grant/Loan & Performance Agreement (Award Agreement). The Commissioner may, however, in consultation with the Secretary of Transportation and the Secretary of Commerce and Trade, grant a partial or total waiver to the repayment or extend the performance period if it can be demonstrated that the transportation improvements developed with monies from the Fund had other economic benefits to a locality of the Commonwealth beyond that directly attributable to the private entity which was the basis for an application for monies from the Fund.

Loan Closing/Grant Award/Agreement

Any conditions or prerequisites to receiving the assistance that are outlined in the Financing Commitment must be met prior to execution of the Award Agreement. VDOT and the applicant will enter into an agreement for the funds. The Award Agreement will include the security provisions for the assistance, repayment terms along with the amortization schedule, representations and warranties, finance plan requirements, borrower covenants, disbursement requirements, monitoring and reporting requirements and will specify any other terms and conditions for the financial assistance.

Disbursement Process

Disbursement of the financial assistance can begin following execution of an Award Agreement. Assistance from the Fund may be paid to the recipient based on costs incurred for the project. In some instances, disbursement may be allowed on a lump sum basis, subject to sufficient justification, where a portion, up to the maximum amount of assistance approved, could be disbursed at a single time.

Recipients will submit a disbursement request to VDOT. VDOT will review the request for completeness and if acceptable approve the request for disbursement. VDOT will notify the recipient within thirty (30) days of any deficiencies in any disbursement request. Upon approving the disbursement request, VDOT will then forward the request to the Virginia Department of the Treasury (the “Treasury”) for payment.

Loan Term/Repayment

Loans from the Fund will have their term set by the Governor. Terms and repayment provisions will vary depending on the type of project and the availability of revenues or other funds. All loans must be repaid within seven (7) years of the date of loan closing. The frequency of payments of principal will vary according to the recipient and will be established as a part of the loan closing process. Loan recipients will make their payments to the Treasury.

VDOT will be responsible for monitoring and ensuring repayment of the loans.

Recipient Reporting Requirements

Recipients of TPOF assistance will be required to provide VDOT and the Secretary of Commerce and Trade with various reports, certificates and documents during the project development phase as well as throughout the life of any loan.

Submittals of annual audited and interim, unaudited financial statements, approved budgets and use of funds reporting may be required as a condition of accepting assistance from the Fund. In addition, the recipient shall provide disclosure of any material events that could affect its ability to complete and, if applicable, operate the project.

Submittal of an annual and interim social economic report will be required in order to properly document and track job creation or retention, investment and general economic improvements of the project.

Other special reporting requirements may be required on a case-by-case basis.

All reporting requirements will be included in the financing agreement. Recipient reports will be due April 1 and October 1 during the term of any outstanding loan or, for grant recipients, until completion of the assisted project or thirty-six (36) months, whichever comes first. VDOT shall seek to minimize reporting requirements for smaller grants and loans.

Appendix A

Chapter 684 of the 2015 Acts of Assembly

Be it enacted by the General Assembly of Virginia:

1. That the Code of Virginia is amended by adding a section numbered 33.2-1529.1 as follows:

§ 33.2-1529.1. Transportation Partnership Opportunity Fund

A. There is hereby created the Transportation Partnership Opportunity Fund (the Fund) to be used by the Governor to provide funds to address the transportation aspects of economic development opportunities. The Fund shall consist of (i) one-third of all interest, dividends, and appreciation that may accrue to the Transportation Trust Fund and the Highway Maintenance and Operating Fund and (ii) any funds appropriated to it by the general appropriation act and revenue from any other source, public or private. The Fund shall be established on the books of the Comptroller, and any funds remaining in the Fund at the end of a biennium shall not revert to the general fund but shall remain in the Fund. All interest and dividends that are earned on the Fund shall be credited to the Fund. The Governor shall report to the Chairmen of the House Committees on Appropriations, Finance, and Transportation and the Senate Committees on Finance and Transportation as funds are awarded in accordance with this section.

B. The Fund shall be a subfund of the Transportation Trust Fund. Provisions of this title and Title 58.1 relating to the allocations or disbursements of proceeds of the Commonwealth Transportation Fund, the Transportation Trust Fund, or the Highway Maintenance and Operating Fund shall not apply to the Fund.

C. Funds shall be awarded from the Fund by the Governor as grants, revolving loans, or other financing tools and equity contributions to an agency or political subdivision of the Commonwealth. Loans shall be approved by the Governor and made in accordance with procedures established by the Board and approved by the Comptroller. Loans shall be interest-free and shall be repaid to the Fund. The Governor may establish the duration of any loan, but such term shall not exceed seven years. The Department shall be responsible for monitoring repayment of such loans and reporting the receivables to the Comptroller as required.

E. The Board, in consultation with the Secretary of Transportation and the Secretary of Commerce and Trade, shall develop guidelines and criteria that shall be used in awarding grants or making loans from the Fund; however, no grant shall exceed \$5 million and no loan shall exceed \$30 million. No grant or loan shall be awarded until the Governor has provided copies of the guidelines and criteria to the Chairmen of the House Committees on Appropriations, Finance, and Transportation and the Senate Committees on Finance and Transportation. The guidelines and criteria shall include provisions including the number of jobs and amounts of investment that must be

committed in the event moneys are being used for an economic development project, a statement of how the studies and analysis to be completed using moneys from the Fund will advance the development of a transportation facility, a process for the application for and review of grant and loan requests, a timeframe for completion of any work, the comparative benefit resulting from the development of a transportation project, assessment of the ability of the recipient to repay any loan funds, and other criteria as necessary to support the timely development of transportation projects. The criteria shall also include incentives to encourage matching funds from any other local, federal, or private source.

F. Within 30 days of each six-month period ending June 30 and December 31, the Governor shall provide a report to the Chairmen of the House Committees on Appropriations, Finance, and Transportation and the Senate Committees on Finance and Transportation that shall include the following information: the locality in which the project is being developed, the amount of the grant or loan made or committed from the Fund and the purpose for which it will be used, the number of jobs created or projected to be created, and the amount of a company's investment in the Commonwealth if the project is part of an economic development opportunity.

G. The Governor shall provide grants and commitments from the Fund in an amount not to exceed the total value of the moneys contained in the Fund. If the Governor commits funds for years beyond the fiscal years covered under the existing appropriation act, the State Treasurer shall set aside and reserve the funds the Governor has committed, and the funds set aside and reserved shall remain in the Fund for those future fiscal years. No grant or loan shall be payable in the years beyond the existing appropriation act unless the funds are currently available in the Fund.

The Commonwealth of Virginia

The
Transportation Partnership
Opportunity Fund

Assistance Application

January 2016

THE COMMONWEALTH OF VIRGINIA

**APPLICANTS MUST COMPLETE ALL SECTIONS
PLEASE READ THE INSTRUCTIONS PRIOR TO COMPLETING THIS
APPLICATION**

SECTION 1 – Contact Information	
Applicant's Legal Name:	
Other Names Under Which Applicant Does Business:	
Federal Tax Identification Number:	
Business Address:	
Mailing Address (If different from above):	
Contact Person Name:	
Contact Person Title:	
Contact Person Mailing Address (If different from above):	
Telephone Number:	(xxx) xxx-xxxx
Fax Number:	(xxx) xxx-xxxx
E-mail Address:	

SECTION 2 – Assistance Requested	
Type of Assistance Requested. (GRANT / LOAN)	
Amount of Assistance Requested. (In WORDS)	xxxxxx Dollars
Amount of Assistance Requested. (In Numbers)	\$0,000,000.00

State how the project addresses the needs identified in the appropriate state, regional or local transportation plan.

<p>State in detail how the project meets one of the following requirements:</p> <ul style="list-style-type: none"> • The project meets the economic development criteria of <u>the Commonwealth’s Opportunity Fund</u>. <p>OR</p> <ul style="list-style-type: none"> • In cases where the project is solely retaining jobs, the project must meet the economic development criteria of the <u>Virginia Investment Partnership Grant Program</u>.

SECTION 3 – Project Information

Please ensure that you have reviewed the instructions prior to commencing this section

1. Project Name.

2. Project Executive Summary. (Maximum 2 Pages)

3. Project Location and General Description of the Environment. (Mark if required as Exhibit A)

4. Project Development Process.

5. Purpose of TPOF Assistance.

6. Project Description.

7. Project Social and Economic Impact.
8. Project Schedule. (Mark if required as Exhibit B)
9. Permits and Approvals. (Mark if required as Exhibit C)
10. Project Management and Compliance Monitoring Plan. (Mark if required as Exhibit D)
11. Maintenance and Operations Plans. (Mark if required as Exhibit E)

SECTION 4 – Plan of Finance

Please ensure that you have reviewed the instructions prior to commencing this section

1. Estimated Project Cost. (Uses of Funds) (Mark if required as Exhibit F)

2. Sources of Funds.

3. Pro Forma Cash Flow. (Mark if required as Exhibit G)

4. Risks and Mitigation. (Mark if required as Exhibit H)

5. Financial Statements (if applicable) (Mark if required as Exhibit I)

SECTION 5 – Applicant Organization Information

Please ensure that you have reviewed the instructions prior to commencing this section

1. Describe the applicant’s legal framework including past history and ownership structure. (Mark if required as Exhibit J)

2. Describe the legal authority of the applicant to carry out the proposed project activities.

3. Identify whether governmental entities, other than the applicant, must approve the submission of the application package, the funding of activities or the carrying out of activities described in the application. Provide documentation in the form of an exhibit as applicable

4. Describe the applicant’s organizational structure and the applicant’s relationship to any subsidiaries or affiliates. (Mark if required as Exhibit K)

5. Provide an organization chart (Mark if required as Exhibit L)

6. Describe the applicant’s prior 5 experience as it relates to carrying out projects similar to that being proposed (Mark if required as Exhibit M)

Project:
Year:
Description:
Project Cost:
Project Status:

Project:
Year:
Description:
Project Cost:
Project Status:

Project:
Year:
Description:
Project Cost:
Project Status:

Project:
Year:
Description:
Project Cost:
Project Status:

Project:
Year:
Description:
Project Cost:
Project Status:

7. Describe any current, threatened, or pending litigation involving the applicant related to permitting, public involvement, environmental irregularities, construction defects, securities fraud, conflict of interest, failure to perform under a state or federal contract, or other charges which may reflect on the applicant's financial position or ability to complete the project (Mark if required as Mark Exhibit N)

Applicant may be required to provide documentation regarding this section.

APPLICATION INSTRUCTIONS

GENERAL

- Please provide detailed answer to all application questions (where applicable) in the space provided. Applicants can use more space than provided to answer the questions in this application.
- If additional exhibits or attachments are needed, please mark and make note of the attachments within the space provided in the application.
- It is important that application complete all applicable sections of this application.
- Application should be completed in Times New Roman 12 Size Font.

SECTION 3 – Project Information

This section requires narrative information and exhibits. To help avoid any delays in the processing this application it is important that ALL attached and numbered exhibits correspond to their respective items.

1. **Project Name.** Assign a short name to the project for identification purposes.
2. **Project Executive Summary.** (Maximum 2 Pages)
3. **Project Location and General Description of the Environment.** Describe the location of the project, including major intersecting highway and rail routes. Attach a map as Exhibit A. Include the county or counties that the project will serve.
4. **Project Development Process.** Is this project to address the transportation aspects of an economic development opportunity?
5. **Purpose of TPOF Assistance.** Describe what aspect of the project for which the assistance will be used. Provide a breakdown of the proposed use of the assistance.
6. **Project Description.** Describe the need for the project, its basic design features and what the project is intended to accomplish. Include an assessment of the current condition of all transportation facilities relating to the project. For a construction project, describe the difference in the current project scope as compared to any approved environmental documents or study alternatives. If no environmental assessments or reviews have been completed on the project, provide an explanation and a schedule outlining the steps to comply with the National Environmental Policy Act. Describe how the funds provided will enhance the transportation aspects of economic development opportunities for the local area and the State in general.

7. **Project Social and Economic Impact.** Describe how the project will improve or enhance the current social and economic situation within the project area. This section should include, the number of jobs created (if qualifying under COF criteria) or retained (if qualifying under the VIP criteria) as a result of the project and the amounts of investment that will be committed in the event that the funds are being used for an economic development project. Include a statement as to how the studies and analyses to be completed using moneys from the TPOF will advance social and economic development.
8. **Project Schedule.** Provide a timeline that shows the estimated start and completion dates for each major phase or milestone of the project development, construction and/or acquisition. Indicate the applicant's current status with respect to the timeline. Indicate the extent to which TPOF assistance will expedite the schedule or aid in meeting the schedule. List any other critical path issues. (Exhibit B)
9. **Permits and Approvals.** List all major permits and approvals necessary for construction of the project and the date, or projected date of the applicant's receipt of such permits and approvals. The list should include permits and approvals required under local, regional, state and federal laws and regulations. Indicate when outstanding approvals by the governing entities are expected. Describe the status of the environmental review documents. *Copies of ALL permits and approvals will be required upon execution of a financing agreement.* (Exhibit C)
10. **Project Management and Compliance Monitoring Plan.** Include a comprehensive project management and monitoring plan that will assure the project sponsor's ability to deliver the project as planned, fulfill all project commitments and ensure compliance with all terms of the financing agreement, including all applicable regulations and provisions of law. (Exhibit D)
11. **Maintenance and Operations Plans.** Include a description of the maintenance and operations plan for the project. Include projections of maintenance and operations expenses and the source of payment for these expenses. (Exhibit E)

SECTION 4 – Plan of Finance

This section pertains to the plan of finance for the project. This section also requests narrative information and exhibits. To help avoid any delays in the processing this application it is important that ALL attached and numbered exhibits correspond to their respective items.

1. **Estimated Project Cost (Uses of Funds).** Provide a detailed budget for the project. The budget should include all applicable and anticipated expenses and cost for administrative services, feasibility studies, preliminary engineering and environmental assessments, right-of-way acquisition, vehicle acquisition, construction, construction administration, project management and inspection and other engineering or technical services, contingencies and any other cost categories as may be necessary. All cost estimates should be shown on a year-of-expenditure, cash basis that include any necessary explanations as to assumptions used to determine estimates. (Exhibit F)
2. **Sources of Funds.** Provide a table that reflects the amount of funding from each source of funds for the project, including the TPOF funding. Include, as applicable, federal grants and/or loans, state grants and/or loans, local grants and/or loans, private investment and/or equity contributions, bond proceeds, other borrowings and any other sources of funding that will be used for the project. In addition, provide in narrative form the following information for each source of funding. Supplement the narrative with a chart showing the flow of funds.

Description of TPOF Funding:

- The entity requesting the grant or loan.
- If a grant is being requested, outline when the funding is expected or needed.
- If a loan is being requested, outline the following:
 - Evidence of authorization to commit to loan repayment(s);
 - The source of repayment(s) for the TPOF loan;
 - If project revenues are the source of repayment, the priority of repayment of the loan with respect to project revenues;
 - If non-project revenues are the source of repayment (e.g. general revenues, appropriations, etc.), the priority of repayment of the loan with respect to borrowing entity's other liabilities;
 - The security features for the loan, including any pledged revenues and collateral;
 - Debt service coverage on the loan.
 - Whether the source of repayment is contingent on the project's completion;
 - Whether the source of repayment is subject to future allocations, appropriation and/or governing body approval; and
 - Proposed payment schedule.

Description of other governmental grants and or assistance:

- The specific governmental entity providing the grant.
- The timing for receipt of the grant, including the key steps that must occur in order to receive the grant, such as environmental permits, receipt of other funding, resolutions adopted by the entity, budget appropriations, etc. Provide relevant documentation for those steps that have occurred.
- Any known level of commitment associated with the grant.
- Requirements that will be imposed by the entity on the use of the grant monies or the project.

Description of other loans, debt or other borrowing:

- The lender and legal entity borrowing the money.
- The source of repayment for all other debt and the priority of payment relative to other project borrowing.
- Security features for all other debt, including any pledged revenues and collateral.
- Covenants related to the financial or operational performance of the project, such as coverage levels, and the incurrence of additional debt.
- Structure, including the term, amortization and whether the loan will be fixed or variable rate and expected fixed rate or expected spread to specified index for variable rate debt.
- Anticipated credit ratings if funds are to be borrowed through a public debt offering.
- Any credit enhancement or other guarantees.
- The timing for the borrowing or issuance of debt, including the key steps that must occur. Provide relevant documentation for those steps that have occurred.

Description of equity and private investment:

- The entity, or entities, providing the equity or private investment.
- The mechanism(s) for how the investor(s) will be repaid, for example from excess cash flow, periodic scheduled payments, lump-sum payment from additional debt incurred in the future, etc.
- The expected rate of return and justification for the rate of return.
- Any anticipated revenue sharing with any entity.
- The timing for receipt of the investment, including the key steps that must occur in order to receive the funds. Provide relevant documentation for those steps that have occurred.
- Any major conditions or requirements that will be imposed by the investor(s) on the project.

Description of any other form of assistance not covered above.

3. **Pro Forma Cash Flow.** Provide pro forma cash flows, reflecting the flow of funds and showing revenues, all debt repayment, including any loans under the TPOF, maintenance and operations expenses and any payments to equity/private investors. Provide a detailed description of assumptions and justification of the assumptions. (Exhibit G)
4. **Risks and Mitigation.** Identify the risks to the project completion and the sufficiency of revenues to repay the loan. Samples of these types of risk could include cost escalation, timing of approvals and permits, litigation, and availability of other funding. Identify the mitigation strategies for any acknowledged risks, including any payment and performance guarantees. (Exhibit H)
5. **Financial Statements.** Provide year-end audited financial statements for the past three years for each project team member and the parent entities. (Exhibit I)

SECTION 5 – Applicant Organization Information

This section requests narrative information and exhibits. To help avoid any delays in the processing this application, it is important that ALL attached and numbered exhibits correspond to their respective items.

1. Describe the applicant's legal framework. Include a copy of the statutory authority under which the entity was created. If applicant is the lead applicant, provide details of the agreement with any other entities. (Exhibit J)
2. Describe the legal authority of the applicant to carry out the proposed project activities. This description should include discussion of the applicant's ability to levy taxes, issue debt, charge tolls or other fees and/or receive assistance from the Transportation Partnership Opportunity Fund. Provide documentation in the form of an exhibit as applicable.
3. Identify whether governmental entities, other than the applicant, must approve the submission of the application package, the funding of activities or the carrying out of activities described in the application. Provide documentation in the form of an exhibit as applicable.
4. Describe the applicant's organizational structure and the applicant's relationship to any subsidiaries or affiliates. Include the legal names of key principals and staff and any recent or proposed changes to the organization structure. If applicant is part of a joint venture, identify all partners and each partner's relationship to any subsidiaries or affiliates. (Exhibit K)
5. Provide an organization chart, in the form of an exhibit, to include the major parties involved in any aspect of the project. Include the major service contractors that have been, or will be, retained for the project. (Exhibit L)
6. Describe the applicant's prior experience as it relates to carrying out projects similar to that being proposed. Include prior experience in relation to the implementation of any new technology and the success of the use of such technology. (Exhibit M)
7. Describe any current, threatened, or pending litigation involving the applicant related to permitting, public involvement, environmental irregularities, construction defects, securities fraud, conflict of interest, failure to perform under a state or federal contract, or other charges which may reflect on the applicant's financial position or ability to complete the project. (Exhibit N)

Appendix C

TRANSPORTATION PARTNERSHIP OPPORTUNITY FUND DRAFT AWARD AGREEMENT

This **Award Agreement** (this “Agreement”) is made and entered into as of **MONTH DAY YEAR**, by and among the **Virginia Department of Transportation** (“VDOT” or the “Department”), an agency of the Commonwealth of Virginia (the “Commonwealth”) and the _____ (the “Recipient” or the “County, City, Agency, EDA”).

Explanatory Statement

A. The Transportation Partnership Opportunity Fund (“TPOF” or the “Fund”) was created under Section §33.2-1529.11 of the Code of Virginia (the “Code”) to provide funds to address transportation aspects of economic development opportunities.

B. The Governor is authorized to award assistance from the Fund in various forms to an agency or political subdivision of the Commonwealth.

C. The Recipient is a duly created and validly existing political subdivision of the Commonwealth and is eligible to receive financial assistance from the Fund.

D. The Recipient submitted an application requesting **SUM IN WORDS (\$x,xxx,xxx.00)** in the form of a grant from the Fund to assist in **NAME OF THE PROJECT** as defined in Exhibit A (the “Project Description” or the “Project”). The Project facilitates an economic development opportunity for the Commonwealth, thereby meeting the Transportation Evaluation Criteria established for the Fund, and will be administered by the Recipient. The projected costs of the Project are identified in Exhibit B (the “Project Budget and Sources of Funds”) to this Agreement.

E. The TPOF Advisory Panel (the “Panel”) has evaluated the application and has found that it meets the requirements of the Code and the Transportation Evaluation Criteria established in the Fund’s Guidelines and Criteria, dated January 2016. The Panel recommended on **MONTH DAY YEAR** to the Secretary of Transportation and the Secretary of Commerce and Trade, an award by the Governor of a **SUM IN WORDS (\$x,xxx,xxx.00)** grant, subject to certain conditions.

F. On **MONTH DAY YEAR** the Governor approved the award of the **SUM IN WORDS (\$x,xxx,xxx.00)** grant (the “Grant”) to the Recipient. A copy of the Decision Brief signed by the Governor is provided as Exhibit C.

G. Sufficient monies exist in the Fund to consider the recipient’s request for financial assistance.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are acknowledged by the parties, the parties agree as follows:

1. Purpose of Agreement. The purpose of this Agreement is to provide for the terms and conditions required for making the grant, the disbursement and application or use of the proceeds of the Grant and other matters related thereto.

2. Disbursement Authorization and Application and Use of TPOF Grant Proceeds.

(a) Requisition. In order to requisition disbursement of the Grant proceeds, the Recipient shall submit to VDOT, a completed requisition for disbursement of the Grant proceeds signed by an authorized representative of the Recipient. The requisition will contain all information called for by, and otherwise be substantially in the form of Exhibit D (the "Requisition For Disbursement") to this Agreement.

(b) Disbursement. Disbursement of the grant proceeds will be on a *reimbursable* basis, with a frequency of no more than one (1) requisition for disbursement per month.

(c) Application and Use of Grant Proceeds. The Grant proceeds shall be used for the sole purpose of funding the cost and expenses of the activities and tasks undertaken by the Recipient in the development and procurement of the Project as generally summarized in the Project Budget and described in more detail in the Recipient's TPOF application (the "Work" or "Work Product"). Project expenditures, will be composed of but not limited to right-of-way acquisition, professional and inspection services, construction contractor payments and a contingency. The Grant will be limited to **SUM IN WORDS (\$x,xxx,xxx.00)** and along with the other identified monies, is expected to be adequate to fully fund the tasks identified in the Project Budget. Any Project cost exceeding the amount of the Grant shall be paid for by the Recipient using its own monies.

(d) Performance Date. Means xxx xxx, 20xx. If the Recipient, in cooperation with VDOT, deems that full faith and reasonable efforts have been made and are being made by the Recipient to achieve the Targets, VDOT may extend the Performance Date by Six (6) Months. If the Performance date is extended, this new Performance Date will for the purpose of this agreement will be the Performance Date.

The performance date shall only be extended twice during the life of the project.

(e) Targets. The Recipient agrees that the capital investment will be \$XXX and the number of jobs created/retained will be XXX. These amounts will be achieved on or prior to the Performance date and shall be maintained for a total of thirty-six (36) months after the Performance Date .

The average annual wage of new jobs will be \$xxxxx.xx and the % of new jobs sourced from the local community shall be xxx%.

The capital investment is limited to the capital investment specific for this grant.

(f) Reporting Period. The reporting period is from the date of this Agreement to thirty-six (36) months after the Performance Date.

3. Project Schedule.

Every good faith effort shall be made by the Recipient to cause the completion of components of the Work no later **MONTH DAY YEAR.**

4. Reports and Records.

(a) Maintenance Requirements. Full and detailed accounts and records shall be maintained, as appropriate, by the Recipient for the Project and the Grant and such controls shall be exercised as may be necessary for proper financial management, using accounting and control systems in accordance with generally accepted accounting principles and standards, so as to provide complete records to fully support the use of the Grant proceeds to pay any cost and/or expense charged to the Work. During the performance of the Work, access shall be afforded by the parties to each other and their representatives and agents to the records, books, correspondence, receipts, subcontracts, purchase orders, vouchers, memoranda and other data, including but not limited to electronic schedules and other electronic data (all collectively referred to as the "Books and Records") relating to the Work. Such Books and Records shall be maintained at the [Insert: Recipient's address]

(b) Periodic Reports. On April 1 and October 1 of each year until the End of the Reporting Period, the Recipient shall provide to VDOT's Chief Financial Officer a summary outlining the use of the TPOF monies and the status of the Project. This report should also provide an update on all progress made in order to achieve the projects investment and employment targets. In addition, the Recipient shall promptly notify VDOT of any material events that could affect the Recipient's ability to meet its financial obligations toward the Project.

5. Extension in the Performance Date If Date If the Recipient has not achieved at least 90% of its new jobs and capital investment targets by the Performance Date set forth in this agreement, an extension may be granted, as long as the Recipient can provide sufficient evidence to VDOT that a full faith effort is underway in achieving its Targets. Generally, an extension will be granted only in circumstances under which it is reasonable to believe that the Recipient is likely to make significant progress toward meeting its performance targets by the extension date.

6. Failure of Compliance: If Targets criteria are not met, the Recipient will be issued a Notice of Failure and will be held responsible for any repayments as calculated by VDOT. The recipient will have a period of Thirty (30) days to respond to a failure and repayment notice, after which time the Recipient will be required and responsible for

returning the grant monies to the Commonwealth within ninety (90) days of the Notice of Failure.

7. Repayment Obligation. Repayment obligations will be assessed based on an equal weighting of the targets. In the event that the project covers Jobs and Investment, each Target is weighted at 50% and the repayment obligation will be based on the combined level of failure of the Targets. For projects that only have a single Target, this target will be the only calculation for repayment obligation.

The formula for calculating the failure for Job Targets

$$\frac{\text{Target Jobs less Actual Jobs}}{\text{Target Jobs}}$$

The formula for calculating the failure in Capital Investment Targets

$$\frac{\text{Target Capital Investment less Actual Capital Investment}}{\text{Target Capital Investment}}$$

A 100% claw back may be required if at any time VDOT concludes that the Recipient will be unable to meet its new jobs and capital investment targets by the Performance Date OR a failure of reaching Targets is equal or greater than 75% of the combined target failures.

8. Representations. The Recipient further represents, covenants and agrees as follows:

(a) The Recipient has full right, power and authority to execute and deliver this Agreement, to perform its obligations under the Agreement and to carry out the tasks associated with the Work and the Project.

(b) Any of the transportation improvements completed with TPOF funds shall be accomplished using applicable industry standards and specifications.

(c) To the best of the Recipient's knowledge, there are no pending or threatened suits or actions of any nature that may have an adverse effect on the Recipient's condition (financial or otherwise) or its ability to perform under the Agreement and there has been no material adverse change in the financial condition of the Recipient as indicated in the information furnished to VDOT.

(d) The Recipient shall be responsible for all activities necessary to complete the Project and shall coordinate with Department staff for all reviews, approvals and necessary oversight as required.

9. Public Property. The Work Product shall not become private property, but shall become or remain public property following completion.

10. Amendment. The provisions of this Agreement may be amended, modified or waived only by written instrument executed by both parties.

11. Applicable Law. This Agreement shall be governed by and construed under the laws of the Commonwealth of Virginia.

12. Permits. The Recipient shall obtain all necessary permits for all Work associated with the Project.

13. Notices. All notices, approvals, consents, requests and other communications under this Agreement shall be in writing and shall be deemed to have been given when delivered in person, or when sent by Federal Express or a comparable express courier service, or when mailed by registered or certified mail, postage prepaid, addressed to the parties at the following addresses or such other addresses as a party may designate by prior written notice to the other:

(a) if to VDOT:

Virginia Department of Transportation
1401 East Broad Street
Richmond, Virginia 23219
Attn: Chief Financial Officer

with a copy to:

Virginia Department of Transportation
1401 East Broad Street
Richmond, Virginia 23219
Attn: Director, Financial Planning Division

and

Office of the Attorney General
900 East Main Street
Richmond, Virginia 23219
Attn: Senior Assistant Attorney General, Chief - Transportation Section

(b) if to the Recipient:

14. Entire Agreement. This Agreement, together with the Exhibits, constitutes the entire agreement of the parties with respect to its subject matter and supersedes all prior or contemporaneous, oral or written agreements or understanding with respect to such subject matter.

15. Counterparts. This Agreement may be executed in counterparts, each of which shall be deemed to be an original, but of which together shall constitute one and the same agreement.

IN WITNESS WHEREOF, the parties, intending to be legally bound, have executed this Agreement on the date first written above.

VIRGINIA DEPARTMENT OF TRANSPORTATION

By: _____

Name: Charles A. Kilpatrick

Title: Commissioner of Highways

Recipient

By: _____

Name:

Title:

EXHIBIT A
PROJECT DESCRIPTION

**EXHIBIT B
PROJECT BUDGET
AND SOURCES OF FUNDS**

TPOF Project Budget	
Task	Estimated Cost
Total	\$

Sources of Funds	
Source	Amount
Transportation Partnership Opportunity Fund	\$
Total	\$

EXHIBIT C
EXECUTED DECISION BRIEF

**EXHIBIT D
REQUISITION FOR DISBURSEMENT**

[ON RECIPIENT LETTERHEAD]

[Date]

Mrs. Laura A. Farmer, Director
Financial Planning Division
Virginia Department of Transportation
1401 East Broad Street
Old Highway Building – 4th Floor
Richmond, Virginia 23219

Re: Transportation Partnership Opportunity Fund

Dear Mrs. Farmer:

This requisition, Number _____, is submitted in connection with the Grant Agreement dated as of _____ (the “Agreement”), between the Virginia Department of Transportation and _____ (the “Recipient”).

The undersigned authorized representative of the Recipient hereby requests disbursement of proceeds under the Agreement in the amount of \$_____, for the purposes of payment of project costs as set forth in Schedule 1 attached hereto.

Attached hereto are the invoices relating to the items for which payment is requested and that have been approved by the Recipient.

The undersigned certifies that i) the amounts requested by the requisition will be applied solely and exclusively to the payment, or to the reimbursement of the Recipient for the payment of project costs, and ii) any materials, supplies or equipment covered by this requisition are not subject to any lien or security interest or such lien or security interest will be released upon payment of the requisition.

This requisition includes an accompanying Certificate of the Project Manager/Project Engineer as to the performance of work.

Sincerely,

Recipient’s Authorized Representative
Title

Attachments

**SCHEDULE 1
 TRANSPORTATION PARTNERSHIP OPPORTUNITY FUND
 FORM TO ACCOMPANY REQUEST FOR DISBURSEMENT**

REQUISITION NUMBER: _____

RECIPIENT:

PROJECT NAME:

CERTIFYING SIGNATURE: _____

TITLE: _____

Cost Category	Amount Budgeted	Previous Disbursements	Expenditures This Period	Total Expenditures To Date	Net Balance Available
TOTALS					

Total Amount of Assistance

Previous Disbursements

Balance

This Request

Proceeds Remaining

**TRANSPORTATION PARTNERSHIP OPPORTUNITY FUND
CERTIFICATE OF THE PROJECT MANAGER/PROJECT ENGINEER
FORM TO ACCOMPANY REQUEST FOR DISBURSEMENT**

This Certificate is being executed and delivered in connection with Requisition Number __, dated _____, 20__, submitted by the _____ (the "Recipient"), pursuant to the Grant Agreement dated _____, between the Virginia Department of Transportation and the Recipient.

The undersigned consulting engineer for the Recipient hereby certifies that, insofar as the amounts covered by this requisition include payments for labor or to contractors, builders or materialmen, i) such work was actually performed or such materials, supplies and/or equipment were actually furnished to or installed in the construction portion of the Transportation Partnership Opportunity Fund project and ii) expenditures for such work have not been submitted as a part of a previous requisition.

[Project Manager/Project Engineer Firm]

By: _____

Date: _____, 20__

Appendix D

GUIDELINES FOR THE COMMONWEALTH'S DEVELOPMENT OPPORTUNITY FUND PROGRAM

Purpose:

The Commonwealth's Development Opportunity Fund (COF) provides either grants or loans to localities to assist in the creation of new jobs and capital investment in accordance with criteria established by legislation. The statutory provisions for the COF can be found at Section 2.2-115 of the Code of Virginia of 1950, as amended (the COF Act).

Guiding Principles:

General Provisions: COF grants are made at the discretion of the Governor with the expectation that grants awarded to a locality or authority will result in a favorable decision for Virginia.

Although the COF may be used to make loans, the practice has been to use the COF to make grants.

COF grants are intended to be performance grants and are not intended to serve as front-end funding or financing for an economic development project.

Grant Amounts: In determining grant amounts, the following criteria will be considered: the return on investment to the Commonwealth, new jobs, wage levels, overall employment, capital investment, area and regional unemployment, poverty and fiscal stress, the locality's interest in the project, and industry or company growth potential.

The maximum amount of a COF grant through June 30, 2016 is \$1,500,000. In very unique circumstances, the Governor may waive this limit for projects that the Governor has determined are of statewide or regional interest.

Grants may only be made from current appropriations and available funds and may not be committed from anticipated future appropriations, except to the extent that VEDP may be able to tap into future appropriations, as permitted by the state budget, under certain circumstances.

Multiple Grants: Localities may receive more than one COF grant during a fiscal year.

Grants may be made for more than one project for a single company, but the projects must clearly represent separate investments for separate projects.

Basic Sector Projects Only: Grants will only be awarded for basic sector projects—i.e. projects for companies or functions that provide new or additional income into Virginia

and add to the gross state product, by providing goods or services at least one-half of which will be sold outside of the Commonwealth or will be paid for with funds from outside of the Commonwealth.

Competitive Projects Only: The COF is the Governor's premier tool for encouraging a project to come to or grow in the Commonwealth, rather than another state or county. Accordingly, there must be an active and realistic competition between Virginia and another state or country for attracting the project. Grants are made with the expectation that the award of the grants will result in a favorable decision for Virginia.

First Announcement by Governor: Grants will not be made for projects which have been publicly announced prior to the Governor's approval and public announcement of a grant award.

Upon approval of a COF grant or loan, neither the locality nor the company shall announce or confirm the proposed project without coordination with VEDP. The new jobs and capital investment targets in the performance agreement will be used in the press release when the public announcement is made. If the targets are not used for the public announcement of the project, or if the public announcement is made by anyone other than the Governor, the grant award is subject to being withdrawn.

Allocations and Considerations Required by Budget: Beginning with the five fiscal years from fiscal year 2006-2007 through fiscal year 2010-2011, and for every five fiscal years' period thereafter, in general, no less than one-third of the moneys appropriated to the COF in every such five-year period may be awarded to counties and cities having an annual average unemployment rate that is greater than the final statewide average unemployment rate for the calendar year that immediately precedes the calendar year of the award. If, however, the one-third requirement will not be met because economic development prospects in such counties and cities are unable to fulfill the applicable statutory minimum private investment and new jobs requirements, then any funds remaining in the COF at the end of the five-year period that would have otherwise been awarded to such counties and cities shall be made available for awards in the next five fiscal years' period.

The Appropriations Act directs the Virginia Economic Development Partnership (VEDP) to give consideration to projects that (1) are in areas of high unemployment; (2) link commercial development along existing transportation/transit corridors within regions; and (3) are located near existing public infrastructure.

In assessing the amount of a COF grant, the measure for Fiscal Stress published by the Commission on Local Government for the applicable locality will be one determining factor. Geographic diversity will be another determining factor.

Policy Regarding Relocations: It is the policy of the Commonwealth that COF proceeds will not be used for any economic development project in which a business relocates or expands its operations in one or more Virginia localities and simultaneously closes its operations or substantially reduces the number of its employees in another Virginia

locality. The Secretary of Commerce and Trade will enforce this policy. Exceptions to this policy may be made, but will require that the Secretary provide written notice to the Chairmen of the Senate Finance and House Appropriations Committees, which notice will include a justification for any such exception. Further, the locality receiving the jobs will provide notification and a justification to the locality from which the jobs will be lost.

Policy Regarding Downsizing: If the company has existing operations in Virginia and has closed, downsized, consolidated, or laid off employees within the past 30 months prior to the application date, there may be a bias toward not approving a COF application. The company will be offered an opportunity to explain such actions and to provide assurances regarding the expected new jobs and capital investment.

Statutory Eligibility:

The COF has several levels of qualification based on such measures as a locality's unemployment rate and poverty rate.

- General Eligibility Thresholds:
 - 50 new jobs / \$5 million capital investment; or
 - 25 new jobs / \$100 million capital investment
 - The average annual wage for the new jobs must be at least equal to the prevailing average annual wage in the locality, excluding fringe benefits
 - If the average annual wage is twice the prevailing average annual wage, the Governor may reduce the new jobs threshold to as low as 25

- Eligibility Thresholds in Localities with Above-Average Unemployment **or** Above-Average Poverty:
 - For a locality with an unemployment rate for the most recent calendar year for which such data is available above the average statewide unemployment rate for that calendar year **or** with a poverty rate for the most recent calendar year for which such data is available above the statewide average poverty rate for that calendar year
 - 25 new jobs / \$2.5 million capital investment
 - Jobs may pay below the prevailing average annual wage in the locality, but must pay at least 85% of such prevailing average annual wage
 - If the average annual wage of the new jobs is less than 85% of the prevailing average annual wage, but the customary employee benefits are offered, the Governor may still award a grant or loan, but the Secretary of Commerce and Trade must furnish a written explanation to the Chairmen of the Senate Finance and House Appropriations Committees setting forth the urgent need to provide a grant or loan to that project

- Eligibility Thresholds in Localities with Above-Average Unemployment **and** Above-Average Poverty:
 - For a locality with an unemployment rate for the most recent calendar year for which such data is available above the average statewide

unemployment rate for that calendar year **and** with a poverty rate for the most recent calendar year for which such data is available above the statewide average poverty rate for that calendar year

- 15 new jobs / \$1.5 million capital investment
- Jobs may pay below the prevailing average annual wage in the locality, but must pay at least 85% of such prevailing average annual wage
- If the average annual wage of the new jobs is less than 85% of the prevailing average annual wage, but the customary employee benefits are offered, the Governor may still award a grant or loan, but the Secretary of Commerce and Trade must furnish a written explanation to the Chairmen of the Senate Finance and House Appropriations Committees setting forth the urgent need to provide a grant or loan to that project

Data from the Census Bureau's Model-based Small Area Income & Poverty Estimates (SAIPE) for School Districts, Counties, and States is the primary source for annual poverty rates. (<http://www.census.gov/did/www/saipe/index.html>).

To view a copy of the complete guidelines and criteria:

<http://www.virginiaallies.org/assets/files/incentives/COFGuidelines.pdf>

Appendix E

GUIDELINES FOR THE VIRGINIA INVESTMENT PARTNERSHIP GRANT PROGRAM

Purpose:

The Virginia Investment Partnership Grant Program (“VIP”) is used to encourage existing Virginia manufacturers or research and development services to continue to invest in Virginia and to provide stable employment opportunities by adding production capacity, utilizing state-of-the-art technology, and modernizing assembly processes. This is a discretionary program in which grants are negotiated and offered to qualified applicants as an economic development incentive.

Guiding Principles and Statutory Eligibility:

General Provisions: To be eligible for a VIP grant, a minimum of \$25 million in capital investment is required by an eligible existing Virginia manufacturer or research and development service, as these terms are defined below.

Although no minimum new job creation is required for a VIP grant, the investment must not result in any net reduction in employment from the date of the completion of the capital investment through one year from the date of completion. New job creation associated with the capital investment may, however, result in an increased negotiated VIP grant benefit under this program. Even if there is no requirement to create new jobs, there may be a requirement to maintain a certain level of existing full-time jobs.

Investments resulting from ongoing VEDP projects will be eligible for consideration for a VIP grant, but only if the investments have not yet been publicly announced. Investments made with no prior VEDP involvement, and/or investments previously announced, committed or begun will not be eligible for consideration for a VIP grant.

Basic Sector Projects Only: VIP grants will only be awarded for basic sector projects—i.e. projects for companies or functions that provide new or additional income into Virginia and add to the gross state product, by providing goods or services at least one-half of which will be sold outside of the Commonwealth or will be paid for with funds from outside the Commonwealth.

Competitive Projects Only: The VIP is the Governor’s premier tool for encouraging an existing manufacturer or research and development company to grow in the Commonwealth, rather than another state or county. Accordingly, there must be an active and realistic competition between Virginia and another state or country for attracting the project. Grants are made with the expectation that the award of the grants will result in a favorable decision for Virginia.

Multiple Grants: An applicant may be granted more than one VIP grant at a time if the scope of each project has a different timeframe and independently meets the minimum investment and all other criteria expressed herein. An applicant that has an active VIP grant but separately meets the investment threshold and employment requirements for a new project may apply for an additional VIP grant. For an investment occurring in phases or stages, however, the Commonwealth will consider as one project a phased-in investment if: (i) the entire investment is announced at one time, (ii) the phases are clearly related in one project, and (iii) the entire investment proceeds normally to completion, without extraordinary delays. If these conditions are met, the negotiated amount will reflect the entire single investment.

If the applicant participates currently in another production grant program sponsored by the Commonwealth for a project, or another grant program under the Act, as defined below, it shall not be eligible for a VIP grant for that project.

Note: Data from the Census Bureau's Model-based Small Area Income & Poverty Estimates (SAIPE) for School Districts, Counties and States is the primary source for annual poverty rates (<http://www.census.gov/did/www/saipe/index.html>).

To view a copy of the complete guidelines and criteria:
<http://www.virginiaallies.org/assets/files/incentives/VIPGuidelines.pdf>