Job Maintenance and Capital Development Fund:

Annual Report

Fiscal Year 2023-2024

Job Maintenance and Capital Development Fund

Original JMAC Statute and Awards under Original Legislation

The Job Maintenance and Capital Development Fund (the "JMAC") Program (N.C. Gen. Stat. § 143B-437.012) is a discretionary incentive program that, in its original formulation, provided sustained annual grants to businesses (i) with at least 2,000 permanent full-time workers, (ii) located in Development Tier 1 counties, and (iii) which invest at least $200 million in capital improvements within 6 years of initial expenditure. The purpose of a JMAC grant is to encourage retention of significant numbers of high-paying, high-quality jobs and large-scale capital investment, enlarge the overall tax base, and increase revenues to the State and its political subdivisions. Grant recommendations are made by the Economic Investment Committee (the "EIC") to the Secretary of Commerce, based on a thorough review of the factors enumerated in the Criteria for Operation and Implementation of Job Maintenance and Capital Development Fund Program (the "JMAC Criteria"), adopted on December 13, 2007, and amended October 14, 2014 and June 28, 2018, pursuant to N.C. Gen. Stat. §143B-437.012(i)(1). A total of six grants may be made under the JMAC program.

Under the JMAC statute as originally enacted, two grants were awarded during fiscal year 2008-09. Goodyear Tire & Rubber Company ("Goodyear") and Bridgestone Firestone North American Tire LLC ("Bridgestone") were each awarded a grant for up to $30,000,000 over ten years, to modernize their tire manufacturing facilities.

Amendment to Original JMAC Statute and Additional Award

Amendment to the JMAC Statute was approved, effective July 1, 2010 (Session Law 2009-520) (the "JMAC Amendment"), which increased the amount that could be awarded under the JMAC program, from $60,000,000 to $69,000,000. Thus, an additional $9,000,000 could be awarded. Eligibility requirements were expanded to include a large manufacturing employer (as defined in N.C. Gen. Stat. §105-129.81) that is converting its manufacturing process to change its product, that invests at least $65,000,000 within a three-year period, and that employs 320 full-time workers which it agrees to maintain for the full grant term.

Domtar Paper Company, LLC ("Domtar") was awarded a grant on April 14, 2012, for up to $7,000,000 over ten years to convert the company's pulp and paper mill to fluff pulp production.

2nd Amendment to Original JMAC Statute and 4th Award

Amendment to the JMAC Statute was approved, effective July 1, 2014 (Session Law 2014-118) (the "2nd JMAC Amendment"), which increased the amount that could be awarded under the JMAC program from $69,000,000 to $79,000,000. Eligibility requirements for a large manufacturing employer (as defined in N.C. Gen. Stat. §105.129.81) were amended to include a business that is investing in its manufacturing process by enhancing pollution controls or transition the manufacturing process from coal to using natural gas for the purpose of becoming more energy efficient. In addition, the required investment was amended to $50,000,000 within a five-year period beginning with the time the investment commences. Finally, the employment requirements were amended to include businesses in a development tier 2 with a population of less than 60,000 as of July 1, 2013, with an employment level of at least 800 full-time employees or equivalent full-time contract employees.

Blue Ridge Paper Products Inc. ("Blue Ridge") was awarded a grant on December 19, 2014, for up to $12,000,000 over 10 years to support conversion of critical equipment and allow the company to comply with federal EPA regulations.

3rd Amendment to the Original JMAC Statute

Amendment to the JMAC Statute was approved, effective June 28, 2017 (Session Law 2017-57) (the "3rd JMAC Amendment"), which increased the amount that could be awarded under the JMAC program from $79,000,000 to $139,000,000 and increased the number of JMAC awards to no more than six. Eligibility requirements for businesses that have previously been awarded a JMAC as a major employer (as defined in N.C. Gen. Stat. §143B-437.012(d)(1)) were added as long as: (i) The business invests at least one hundred fifty million dollars ($150,000,000) of private funds in improvements to real property and additions to tangible personal property in the project within a six-year period beginning with the time the investment commences. Amounts certified as invested under the 1st award may not be included. (ii) The business must employ at least 2,000 full-time employees or equivalent full-time contract employees at the project that is the subject of the grant at the time the application is made and the business agrees to maintain at least 2,000 full-time employees or equivalent full-time contract employees at the project for the full term of the grant agreement. (iii) The project is at the same location as that for which a grant was previously awarded under subdivision (1) of this subsection.

Bridgestone Firestone North American Tire, LLC ("Bridgestone II") was awarded a grant on October 23, 2018, for up to $30,000,000 over ten years to modernize its tire manufacturing facility.

The Goodyear Tire & Rubber Company ("Goodyear II") was awarded a grant on July 9, 2019, for up to $30,000,000 over ten years to modernize its tire manufacturing facility.

4th Amendment to the Original JMAC Statute

Amendment to the JMAC Statute was approved May 16, 2019, effective July 1, 2019 (Session Law 2019-14) (the "4th JMAC Amendment"), which increased the amount that could be awarded under the JMAC program from $139,000,000 to $154,000,000 and increased the number of JMAC awards to no more than seven. This amendment created a new grantee category in the JMAC program for a "heritage manufacturing employer," representing an employer having been in operation in NC for over 100 years that: (i) employs at least 1,050 employees, (i) retrains and relocates at least 400 of those employees to a development tier two area, and (iii) invests at least $325 million in real and/or tangible personal property.

Charlotte Pipe and Foundry Company ("Charlotte Pipe") was awarded a grant on May 12, 2020, for up to $15,000,000 over ten years to modernize its iron foundry.

Measurement of Grant Payment Eligibility for all JMAC Grantees

The annual amount for which each JMAC grantee is eligible, if performance criteria are met, is based on the sum of the following eligible expenses: (i) 95% of certain statutorily specified eligible taxes; (ii) 100% of confirmed worker training expenses; and (iii) 100% of confirmed eligible State fees paid. Grantees generally qualify based principally on worker training expenses incurred to train workers on the new equipment purchased to modernize their facilities.

Grantees are ineligible for a grant payment for any year in which they fail to retain the required minimum number of eligible workers, fail to satisfy the wage requirement, or fail to make the required health insurance available to workers. Grants will be terminated for three consecutive years of failure to retain the required workers or to meet the wage standard. Grants must be repaid for failure to make the required investment within the specified time period.

Summary of Grantee Performance Criteria

Performance criteria for grant payment eligibility for these seven grantees are as follows:

Company	Jobs for Full Payment	Jobs for Prorated Payment and minimum to avoid default	Investment	Wages	Other
Goodyear	2,398	1,918	$200 million by 2012	140% of average county wage in Cumberland County	Worker health insurance
Bridgestone	2,083	1,666	$200 million by 2010	140% of the average county wage in Wilson County	Worker health insurance
Domtar	320	n/a	$65 million by October 10, 2012	140% of the average county wage in Martin County	Worker health insurance

Blue Ridge	800	n/a	$50 million by December 31, 2019	140% of the average county wage in Haywood County	Worker health insurance
Bridgestone II	2000	n/a	$266,371,135 by December 31, 2021	140% of the average county wage in Wilson County	Worker health insurance
Goodyear II	2000	n/a	$180 million by December 31, 2022	140% of the average county wage in Cumberland County	Worker health insurance
Charlotte Pipe	1050 of which 400 are employees at the Project Site)	n/a	$325 million by December 31, 2024	140% of the average county wage in the county they are employed (Stanly, Mecklenburg and Union).	Worker health insurance

Grant Payments

The Domtar grant, and both the Bridgestone and Goodyear grants that were awarded in FY08-09, are closed out and were not required to file an annual report. No payments were made on these grants in FY23-24.

Blue Ridge reported 881 eligible employees, with an average wage of $84,795, required average annual wage of $56,428 and investment of $56,061,738 for the performance year ending December 31, 2022. Blue Ridge previously met its investment requirement under this grant. Given that the company has reached its Lifetime Cap, and the company subsequently closed the facility in 2023, no payment was made in FY23-24.*

A grant payment to Bridgestone II was made in FY23-24 for the performance year ending December 31, 2022, after Commerce's analysis and confirmation of the company's annual JMAC report. Bridgestone received a grant payment of $3 million, based on its report of 2,039 eligible employees, with an average wage of $68,527, required average annual wage of $67,008. The company reported an investment of $309,055,006 by December 31, 2019.

A grant payment to Goodyear II was made in FY23-24 for the performance year ending December 31, 2022, after Commerce's analysis and confirmation of the company's annual JMAC report. Goodyear received a grant payment of $3 million, based on its report of 2,003 eligible employees, with an average wage of $84,343, required average annual wage of $57,064. The company reported an investment of $223,608,834 by December 31, 2021.

A grant payment to Charlotte Pipe was made in FY23-24 for the performance year ending December 31, 2022, after Commerce's analysis and confirmation of the company's annual JMAC report. Charlotte Pipe received a grant payment of $1 million, based on its report of 1339 eligible employees, with 523 at the Mecklenburg foundry, with an average wage of $114,469 in Mecklenburg County, with a Mecklenburg County required average annual wage of $106,270, and an average wage of $73,026 in Union County, with a Union County required average annual wage of $68,781. The company reported an investment of $366,600,663 by December 31, 2022.

Payments Made Through FY 2022-2023

Company	Total Grant Amount	Amount Received To-Date	Amount of Grant Remaining
Goodyear	$30,000,000	$27,983,529	$0
Bridgestone	$30,000,000	$27,456,554	$0
Domtar	$ 7,000,000	$ 7,000,000	$0
Blue Ridge	$12,000,000	$12,000,000	$0
Bridgestone II	$30,000,000	$12,000,000	$18,000,000
Goodyear II	$30,000,000	$12,000,000	$18,000,000
Charlotte Pipe	$15,000,000	$ 2,000,000	$13,000,000

Charlotte Pipe is eligible for up to $1 million and Bridgestone II and Goodyear II are eligible for up to $3 million, for their 2023 performance, if they meet the performance criteria. These annual reports are under review, and all payments are expected to be made in FY24-25.

Blue Ridge has reached its Lifetime Cap of $12 million but, closed the facility in 2023 before the end of the Agreement Term. The Department, together with the North Carolina Department of Justice, is perusing the repayment obligations of the company. The company is required to file grantee annual reports through the 2024 grant year and the report for the performance year ending in 2023 is still under review. Goodyear and Bridgestone's 1st grants, as well as Domtar, have reached the end of their Agreement Term. These grants are closed out with no further payments due.