



THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF MILLINGTON, TENNESSEE

Minutes of the Regular Board Meeting

DECEMBER 19, 2025 AT 8:00 A.M.

Held at the IDB Office

7965 Veterans Parkway, Suite 101, Millington, TN 38053

The following Board Members participated:

Jack Langford
Kenneth Uselton
Jim Warberg
Beth Hearn
Doug Scott
Danny Brown

Also participating:

Jon Crisp
Deanna Grigsby
Larry Dagen
Frankie Dakin
Don Lowry
Tricia Adrian
Mike Gill
Chris Thomas
Mike Marshall
Gavin Smith
And others in attendance

1. **Call to Order** – Vice Chairman Jack Langford opened the meeting at 8:00 a.m. on December 19, 2025. Before the Board had a moment of silence, Secretary and Treasurer Kenneth Uselton informed the Board of Directors that Director James Blackwell had a medical emergency and to consider him during the moment of silence. Then, Mr. Langford called for a moment of silence. After, the Board and all guests recited the Pledge of Allegiance. Upon determining a quorum, the IDB meeting was called to order. Mr. Langford welcomed the new Directors appointed to the IDB by Mayor Larry Dagen. Danny Brown made a motion to accept the agenda as it is written. Jim Warberg made a second to the motion. Jack Langford, Kenneth Uselton, Jim Warberg, Beth Hearn and Danny Brown voted aye. Doug Scott voted nay. Motion carried.
2. **Consideration of Minutes for Regular Meeting on 11/14/25** – Mr. Langford invited Mr. Uselton to speak on this topic. Mr. Uselton stated the minutes as printed are accurate and ready to be approved, however there was an addendum that needed to be added. Mr. Uselton passed out a document which outlined some facts that happened after the meeting took place. Kenneth Uselton made a motion to approve the minutes of the regular meeting on November 14, 2025 and the addendum to the minutes. Jack Langford made a second to the motion. Jack Langford, Kenneth Uselton, Jim Warberg, Beth Hearn, Doug Scott and Danny Brown voted aye. Motion carried. Director Doug Scott made a point of order and asked if the agenda item 5 would require the guests to step outside of the boardroom. Mr. Langford agreed. Mr. Scott asked if the item could be moved to the end of the agenda after adjournment. IDB Attorney Tricia Adrian stated that it may behoove the Board of Directors to have the attorney/client privilege meeting prior to other items on the agenda. Ultimately, no change was made.

3. **Consideration of Financial Statements for November 2025** – Mr. Uselton gave a summary of the financial statements for November 2025. Mr. Uselton reminded the Board that as part of the contract for the building’s roof, the Board was required to pay a deposit and that is reflected in a loss on the statements. Also, he stated, due to all the events that are ongoing, the cost of legal representation has gone up. The roof and legal are the majority of the IDB’s expenses currently. Mr. Scott asked what the total operating budget was for the fiscal year. Assistant Executive Director Deanna Grigsby stated a copy of the budget for the fiscal year is in every Director’s book.
4. **Welcome New Directors Beth Hearn, Doug Scott, and Danny Brown** – Mr. Langford introduced the topic. Mr. Langford introduced himself and then every other Director introduced themselves.
5. **Attorney/Client Meeting** – The Board asked the guests and IDB staff to wait outside while the Attorney/Client Privilege meeting was held with the Ms. Adrian and the IDB’s special counsel, Mike Marshall. The guests and IDB staff came back into the Boardroom after this meeting ended.
6. **Ethics Investigation Report and Consideration of Report** – Ms. Adrian stated the Board has been provided the ethics investigation report by the special counsel and they have accepted the ethics report. Doug Scoggt made a motion to accept the report. Danny Brown made a second to the motion. Kenneth Uselton, Jim Warberg, Beth Hearn, Doug Scott, Danny Brown voted aye. Jack Langford was not present for the vote.
7. **Public Comment Period** – There were no public comments.
8. **Report from the Transition Committee** – Mr. Uselton reminded the Board that Director James Blackwell, Director Jim Warberg and himself were named to the Transition Committee that was created to help the transition process created by the Memorandum of Understanding between the IDB and the City. Mr. Uselton stated that the Transition Committee has had two meetings with individuals representing the City. A third meeting will be set up soon. There has not been anything definitive laid out but a lot of conversation on the transition. Mr. Warberg expounded saying there was a gray area about move-in facilities and files and they were still in discussion about Ms. Grigsby’s position.
9. **Action Items** –
 - a. **ParCou Lease** – Ms. Grigsby stated that ParCou’s lease ran out November 30, 2025, and the tenant wished to renew for another year. Ms. Grigsby increased the rent by 3% to account for inflation. Ms. Grigsby also said that the tenant has already accepted and signed the lease, and it just needs approval from the Board to be effective. Kenneth Uselton made a motion to approve the Lease Amendment for ParCou. Jim Warberg made a second to the motion. Jack Langford, Kenneth Uselton, Jim Warberg, Beth Hearn, Doug Scott and Danny Brown voted aye. Motion carried.
 - b. **Chamber Lease** – Ms. Grigsby explained that the Millington Chamber of Commerce’s lease expires on December 31, 2025 and the proposed new lease will give them a term of one more year, with the same rent as before. Kenneth Uselton made a motion to approve the Chamber’s new lease agreement. Jack Langford, Kenneth Uselton, Jim Warberg, Doug Scott and Danny Brown voted aye. Director Beth Hearn recused herself from the vote, informing the IDB that she is on the Board of Directors of the Chamber. Motion carried.
10. **Executive Director’s Update**
 - a. **Most Dependable Fountains Update** – Executive Director Jon Crisp explained that Most Dependable Fountains is the number one manufacturer of public drinking fountains in the United States. They currently operate out of Arlington, but they have outgrown their space and want to move to Millington. The IDB has shown them property on Ryburn Drive and they are interested in purchasing 15 acres. They intend to double their workforce from 100 to 200 employees and this year they expect to make \$30 million. Alderman Don Lowry added that the City was very excited about this project and would be a great opportunity for the students in Millington’s high school’s welding program.

- b. **Jetway** – Mr. Crisp invited Ms. Adrian to speak. Ms. Adrian stated that Will Brantley, who has been heavily involved in the Jetway project, wanted her to ask if the Board still planned on turning the Jetway property into a charging station for electric vehicles. The use is important for the grant application for a future BRAG grant. The IDB still plans on using it for charging stations for electric vehicles. Ms. Adrian pointed out that the Tioga Environmentalist report is based on the IDB’s proposed use, and the restrictions may change depending on the IDB’s future use for the property.
- c. **TCAT Update** – Mr. Crisp shared a picture of the facility that is planned for the TCAT site. The ALTA survey is completed. Their architect has submitted it to the future property owner to review. TCAT has engaged with an environmental engineer from Fisher Arnold to review the site also. Mr. Uselton added that TCAT’s initial request was for twenty acres. That has since been increased to a request for forty acres. This request primarily comes from moving the entrance further down Veterans Parkway, as there will be 250 to 300 vehicles coming in and out of the school every day and night. Mr. Lowry asked Mr. Crisp for an update on the IDB property being given to the Airport. Mr. Crisp turned it over to Ms. Adrian to answer this. Ms. Adrian stated they were working with the surveyor on getting legal descriptions for the property and were also working in conjunction with the TCAT survey. Director Danny Brown asked if this was about the strip of land that the airport gave to the IDB in years past with the understanding it would be given back. There was uncertainty whether this was the same property.
11. **Nomination and Election of Officers** – Mr. Langford introduced the topic. Kenneth Uselton made a motion to nominate Jim Warberg as Chair. Jack Langford made a second to the motion. Doug Scott made a motion to cease nominations. Kenneth Uselton made a second to the motion. Jack Langford, Kenneth Uselton, Jim Warberg, Beth Hearn, Doug Scott and Danny Brown voted aye. Motion carried. Mr. Warberg spoke on his background to the Board of Directors.
12. **Affirmations and Concerns for Ms. Grigsby’s Position of Economic Development Manager with the City** – Chairman Jim Warberg introduced the topic. Mr. Warberg stated there were some concerns over this and Mr. Uselton and himself had a meeting with Ms. Grigsby. He stated her position was written into the MOU and the IDB has had a verbal agreement with the City all along that this position would be held by Ms. Grigsby. He informed the Board that she was offered a position with the City, but this occurred when the MOU was still being debated. She turned the position down with the City at that time. He said the existing members of the Board have extreme confidence in Ms. Grigsby. Mr. Warberg stated the words he would use for her are faithful, hardworking, competent, knowledgeable, professional, empowering. Ms. Grigsby has been a vital part of the IDB since he has been on the Board of Directors, he said. He stated that when the IDB adopted the MOU, the IDB assumed she would be its support person at the City. If that was not to be the case, the MOU would not have passed. He said the IDB relies on her heavily and would like to affirm the support for Ms. Grigsby and recommend her for the position. Mr. Warberg said there has been grapevine rumor all over the place, anger being expressed to the IDB and to the City and to the City Manager, and he feels that it would be really good if Officers of this Board or the Transition Committee could sit down with the City Manager and the Mayor to process it all out so that we can begin with positive steps. Mr. Warberg stated we have decided to build a team, and for the IDB, Ms. Grigsby is part of that team. Mr. Dakin asked to speak and stated he appreciated the conversation and the willingness to transition. Mr. Dakin said he would be happy to have a meeting with the new Chairman on continuity and if it is appropriate to talk about the personnel decision by the City at that meeting, then we could bring the transition team in on that meeting. Mr. Dakin made a clarifying point, stating that the job offer was extended to Ms. Grigsby after the MOU was passed. Mr. Warberg said that job offer was rescinded. Mr. Dakin agreed with Mr. Warberg but said it was rescinded after it was declined. Mr. Dakin said at this point, he is happy to provide updates in writing as it is more appropriate for personnel matters. He is also not aware of any requirements in the MOU to hire any existing Industrial Development Board staff. Mr. Warberg stated it was a verbal understanding, not written into the MOU. The position was written in and all discussions have been around Ms. Grigsby, and so of course we cannot hold the City to that but it was our understanding and wish. Mr. Dakin stated the opinion on this Board does weigh in and he is happy to provide more fruitful update in writing. Mr. Warberg stated maybe in a couple of months this will be going smoothly. Mr. Scott suggested the IDB make a motion to ask the City to accept our proposal for her. Mr. Scott made a motion to recommend Deanna Grigsby for

the Economic Development Manager position with the City of Millington. Mr. Dakin made a friendly suggestion to change the wording to “for employment with the city” and asked that the Board give the City the grace of determining the operation and what that looks like. Mr. Brown added with the intent that she be the liaison for the IDB. Alderman Gavin Smith said the spirit of the MOU and the language of the MOU said exactly that. Mr. Scott restated his motion to read that this Board highly recommends that Ms. Grigsby be the person to whom the City extends the offer of employment and to be the person to liaison between the City and the Board. Kenneth Uselton made a second to the motion. Jack Langford, Kenneth Uselton, Jim Warberg, Beth Hearn, Doug Scott and Danny Brown voted aye. Motion carried.

13. Other Business

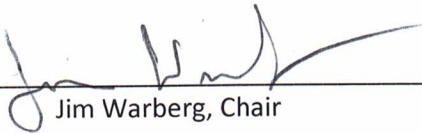
- a. **Quote for Stump Grinding** – The IDB had some trees along the front that were taken down by MLG&W. The IDB’s landscaper offered to grind the stumps and presented a quote to Ms. Grigsby. Ms. Adrian cautioned that multiple bids are required by the State of Tennessee. Mr. Warberg offered to check with MLG&W to see if part of the removal of the trees included the stumps. He stated MLG&W is always happy to remove trees under power lines. Kenneth Uselton made a motion to table the quote. Doug Scott made a second to the motion. Jack Langford, Kenneth Uselton, Jim Warberg, Beth Hearn, Doug Scott and Danny Brown voted aye. Motion carried.
- b. **Consideration of Christmas Bonus for Employees** – Mr. Warberg introduced the topic and turned it over to Mr. Uselton in his capacity as Secretary and Treasurer. Mr. Uselton said that he has only been on the Board for months rather than years, but he knows from the past that some years were light bonuses and some years were heavy bonuses and sometimes there were none. Mr. Uselton stated that the bonuses in the past have been all over the map and have been either merit-based or holiday-based, or tied to income the IDB has received. For this year, there were no major items to come up. There have been some transfers of property in the works and some new businesses coming via TIFs, but no closed sales in which the IDB received money. There was money set aside in the budget for bonuses should the Board of Directors choose to give one. Mr. Scott asked what the City does for bonuses. Mr. Uselton stated he did not know. Mr. Lowry said the City has a program of years of service. Mike Gill, Executive Director of the Millington-Memphis Airport, said the airport does a longevity stipend rather than a bonus. Referencing his history with the IDB, Mr. Brown stated that part of this was formulated in the Board’s mind and Deanna’s mind as part of her compensation. Mr. Warberg asked if Mr. Brown had a recommendation. Mr. Brown stated the bonus for Ms. Grigsby has varied over the years from between \$1,500 to over \$10,000. It also depends on land sales and income the IDB receives as well as merit. Ms. Hearn asked if this was only for Ms. Grigsby or for both employees. Mr. Brown asked if the employees would step out of the room. They were happy to do so and left at this moment of the conversation. Mr. Brown proposed at least a \$5,000 bonus as an end of the year Christmas bonus for both employees. The Board was in agreement with this. Mr. Brown made a motion to give each employee a \$5,000 year end stipend or whatever naming of this gift that would benefit the employees the most regarding taxes. Kenneth Uselton made a second to the motion. Jack Langford, Kenneth Uselton, Jim Warberg, Beth Hearn, Doug Scott and Danny Brown voted aye. Motion carried. Ms. Grigsby was asked to return to the meeting. Mr. Crisp was asked to remain outside.
- c. **Consideration of Package for Executive Director’s Exit** – Mr. Warberg introduced the topic. Mr. Uselton stated there was an amount of unpaid retirement that they as a Board owe Mr. Crisp, regardless of what is decided upon as a separation or exit piece. This retirement came from his employment as a 1099 contractor in which the IDB promised to pay a certain amount to a retirement account for Mr. Crisp and this money was never paid to him. Doug Scott made a motion that whatever amount of past retirement debt the IDB owes to Mr. Crisp is paid. Jack Langford made a second to the motion. Jack Langford, Kenneth Uselton, Jim Warberg, Beth Hearn, Doug Scott and Danny Brown voted aye. Motion carried. Ms. Grigsby asked if this money would be paid through the CPA or the general fund. It was confirmed that it would be paid out of the general fund. As far as the severance package, Mr. Uselton said from his experience and only to give a starting point in discussion, when the position is no longer there then an offer of two weeks severance is typical and a document that would be signed that has release language in it. Mr. Brown asked if he was due commission for anything that was sold this year, and Ms. Grigsby answered that no he was not. Nothing has been sold or closed, so the incentive bonus has not been earned by

either employee yet. Mr. Brown said that he feels that maybe as a gesture of goodwill, the IDB should double the two weeks. Danny Brown made a motion that the last day of employment for Mr. Crisp is December 31, 2025 and the retirement owed would be paid to him and four weeks of severance would be paid to him subject to the execution of the separation agreement. Doug Scott made a second to the motion. Jack Langford, Kenneth Uselton, Jim Warberg, Doug Scott and Danny Brown voted aye. Beth Hearn abstained. Motion carried. Mr. Crisp was invited back into the room and given a synopsis of his severance package.

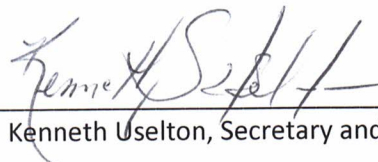
d. **IDB's Next Regular Meeting on 01/09/26 at 8:00 a.m.** – This is the date of the IDB's next regularly scheduled meeting.

14. **Adjourn** – Prior to adjournment, Mr. Warberg said the biggest impediment to industrial growth in Millington right now is the capacity of our substation. Substation 15 is a 90-megawatt substation and is loaded up to 75 megawatts. There is less than one circuit of available transferable energy from other stations if that station blows up and it's down permanently. Mr. Warberg is actively involved in this type of work at MLG&W and he encourages Millington to add load and not hold back as that will move us up in the list. MLG&W is obligated to meet the demand of load. Mr. Scott asked if the meeting time and day were going to be moved. It was proposed that the IDB keep its January meeting on the same day at the same time but could change it if needed. With no other business to discuss, Danny Brown made a motion to adjourn the meeting. Jim Warberg made a second to the motion. Jack Langford, Kenneth Uselton, Jim Warberg, Beth Hearn, Doug Scott and Danny Brown voted aye. Motion carried.

I have read and approved the above minutes of this regular Board meeting:



Jim Warberg, Chair



Kenneth Uselton, Secretary and Treasurer