CITY OF FREMONT
NEBRASKA PATHFINDERS

AGENDA
LOCAL OPTION REVIEW TEAM

Tuesday, February 19, 2019
4:00 p.m.

Fremont Municipal Building
400 East Military Avenue
Fremont, Nebraska

1. Call to Order

2. Approval of minutes from September 14, 2018 meeting.

3. Review Fund Balance.

4. Consider Local Option Economic Development funds for WLG Fremont, LLC - a limited liability company formed by RTG Medical, Inc, and DANA Partnership, LLP.

5. Adjourn.

This agenda was posted at the Municipal Building on February 14, 2019 and was distributed to the members of the Local Option Review Team on February 15, 2019. The official current copy is available at City Hall, 400 East Military Avenue. A copy of the Open Meeting Law is posted for review by the public.

CITY OF FREMONT LOCAL OPTION REVIEW TEAM
SEPTEMBER 14, 2018 – 12:00 p.m.

A meeting of the Local Option Review Team was held on September 14, 2018 at 12:00 p.m. in the 2nd Floor Conference Room at 400 East Military Avenue, Fremont, Nebraska. The meeting was preceded by publicized notice in the Fremont Tribune and the agenda displayed in the Municipal Building. The meeting was open to the public. A continually current copy of the agenda was available for public inspection at the office of the City Administrator, 400 East Military Avenue. The agenda was distributed to the Local Option Review Team on September 7, 2018 and posted, along with the supporting documents on the City's website. A copy of the open meeting law is posted continually for public inspection.

ROLL CALL

Roll call showed Members George, Landholm, Vobejda, and Horeis present. Jacobus, Benson, and Oliva absent. 4 present, 3 absent. Others in attendance included Lottie Mitchell, City of Fremont; Brian Newton, City Administrator, Ean Mikale and Aledia Mikale of Infinite 8 Institute.

APPROVE MINUTES

Moved by Member Landholm and seconded by Member Vobejda to approve the minutes of the July 31, 2018 meeting. Motion carried 4-0.

CONSIDER SETTING REGULAR MEETING TIME

Committee discussed setting regular meeting time for the first Thursday of each month at 12:00 p.m. No motion received.

REVIEW FUND BALANCE

Sanders and Mitchell reviewed fund balance. Member George requested number of jobs created by previous applicants be listed on Status of LB840 Funds report. Moved by Member Vobejda and seconded by Member Landholm to receive fund balance.

CONSIDER LOCAL OPTION ECONOMIC DEVELOPMENT APPLICATION FOR INFINITE 8 INSTITUTE

Ean Mikale gave overview of application and project. Discussion was had with committee members and applicant over project. Moved by Member Vobejda and seconded by Member Landholm to approve the application of Infinite 8 Institute. Motion carried 4-0.

ADJOURNMENT

Moved by Member Landholm and seconded by Member Horeis to adjourn at 1:07 p.m. Motion carried 4-0.

STAFF REPORT

TO: Local Option Review Team

FROM: Lottie Mitchell, Grant Coordinator

DATE: February 19, 2019

SUBJECT: WLG Fremont, LLC Local Option Economic Development Fund Application

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Recommendation: Move to recommend to City Council to approve application from WLG Fremont, LLC for a Local Option Economic Development Fund loan.

Background: The City of Fremont has a Local Option Economic Development Plan (LB840) and loan fund for the purposes of creating new jobs, expanding the labor market, retaining existing jobs, attracting new capital investment, broadening the tax base, and providing economic diversification to ensure economic stability and vitality for the City of Fremont and surrounding areas.

Applications are submitted to the plan administrator (City of Fremont) for review. Once the plan administrator has reviewed and determined the application is eligible for LB840 funds, the application is then reviewed by the Local Option Review Team (LORT) and the Citizens Advisory Review Committee (CARC).

The LORT reviews the application from the standpoint of project feasibility and the potential future economic benefit to the community of Fremont. The CARC reviews the application from the standpoint of compliance with the Plan. Both committees make recommendations to the City Council. The City Council will then consider the overall benefits to the community and will have final authority on approval of the application.

WLG Fremont, LLC has submitted an application to the LB840 fund. WLG Fremont, LLC is a limited liability company formed by DANA Partnership, LLP and RTG Medical, Inc.

- DANA Partnership, LLP is a private equity investment firm with a focus on real estate development.
- RTG Medical, Inc. is a medical staffing agency focused on contracting travel and permanent healthcare professionals.

RTG Medical, Inc. was established in 2001 in Fremont, Nebraska. They recruit and place professionals in nursing, radiology, therapy, pharmacy, and laboratory in all fifty states. RTG Medical, Inc. is one of the fastest growing, private companies in America and has approximately 80 employees. They hope to expand their business in Fremont and are working to develop a building that would allow them to grow for years to come.

WLG Fremont, LLC is in the process of designing, and hopes to soon construct, a 52,000 square foot building to be occupied by RTG Medical as the sole occupant. A twenty-year lease proposal has been executed. The building will be located in the Gallery 23 East development.

RTG Medical's employees receive an average annual salary of more than $85,000. Benefits include dental, vision, employer paid life insurance and long-term disability,

voluntary life insurance, medical FSA, dependent care FSA, 401k, paid time off, and more.

WLG Fremont, LLC is proposing a $16 million project and is requesting a $600,000 Local Option Economic Development Fund (LB840) Loan. The terms of the loan are:

- $600,000 at zero (0%) percent interest rate, and forgiven over a sixty (60) month period, subject to RTG Medical, Inc. increasing its workforce by 50 full-time equivalent employees.

The LB840 loan is subject to a loan agreement with the City per the requirements listed above and is contingent upon:

- an executed lease agreement of at least five years,
- a loan guarantee by RTG Medical, Inc., and
- RTG Medical ownership in WLG Fremont, LLC

Fiscal Impact: Local Option Economic Development Fund - $600,000.

February 8, 2019

VIA EMAIL ONLY
City of Fremont
ATTN: Grant Coordinator
400 East Military
Fremont, NE. 68025

Re: **New RTG Medical, Inc. Headquarters**
Application for Local Option Development Plan Loan Fund
& Economic Enhancement Funds

To Whom It May Concern:

It is with great pleasure that we present our application for incentive funds from the city of Fremont.

It is rare that a project fits so well with the incentive intent of a specific program, and we believe the RTG Medical, Inc. project represents an ideal. A Fremont grown, entrepreneurial venture started in 2001, by a disabled veteran has now become one of America's fastest, private companies, and has committed its roots to Fremont, Nebraska.

White Lotus Group has been retained to develop a project that will become the finest office environment with current employment at eighty (80), and space to grow exponentially. We hope that this well-intentioned project and increased workforce from RTG Medical, Inc. is met with a positive reception from the committees and administration. Please find the attached request for funds from each of the various programs.

Please contact me to discuss any additional informational requirements, and look forward to a productive process, aagarwal@whitelotusgroup.com or via telephone, 402-346-5550.

Sincerely,

Arun Agarwal
Chief Executive Officer

Cc: RTG Medical, Inc.

WHITE LOTUS GROUP

REQUEST

On behalf of WLG Fremont, LLC ("APPLICANT", a partnership of RTG Medical, Inc and DANA Partnership, LLP), we are requesting **Local Option Development Plan Loan Fund & Economic Enhancement Funds as follows:**

1. LB840: $600,000

These funds would be issued at a zero (0%) percent interest rate, and forgiven over a sixty (60) month period after which the RTG Medical, Inc showcases that it has increased its workforce from eighty (80) to one hundred thirty (130) full-time employees.

2. Enhancement Funds: $100,000

The APPLICANT is requesting $100,000 for utility installation for the Project. It is understood that the APPLICANT showcase matching funds being spent.

Local Option Development Plan Loan Fund
or Economic Enhancement Fund

The purpose of the Local Option Development Plan Loan and Economic Enhancement Fund is to encourage population growth, new industries, and investment in the community. Funds are offered to businesses in the form of low or 0% interest loans and performance-based forgivable loans (grants), based upon creation of new jobs and investment in Fremont. Businesses must provide matching funds for the project.

Potential City uses include land improvements; public infrastructure; building acquisition and improvements; retail industry; service industry; other new industry; equipment, working capital, job training and buy-down leases for Primary Industry; equipment, job training, buy-down leases, land improvements, building acquisition and improvements and infrastructure for Non-primary Industry; and other economic development activities allowed by statue.

Eligible activities under the Economic Development Plan may include the following to attract new and existing business and industry development in Fremont.

Land purchase/options
Infrastructure to new or existing business and industry
Site improvements
Construction for new or existing business or industry or on a speculative basis

The matrix for the two programs include:

Interest Rate Qualification Criteria:

Jobs

Compensation	Interest Rate
> $ 18.00/hour and benefits	0%
> $ 16.00/hour and benefits	2%
< $ 14.00/hour and benefits	4%
No benefits offered	6%

Benefits" = 50% of the cost of health insurance paid by the employer

Investment

City Participation	Interest Rate
<10%	0%
10% - 19.99%	2%
20% - 29%	4%
30% +	6%

Sales Tax

Based on the initial years taxable sales.

Taxable Sales	Interest Rate
>$999,999	0%
$500,000 - $999,999	2%
$250,000 - $499,999	4%
$50,000 - $249,999	6%

Businesses will be given the benefit of the category under which they meet the requirements for the lowest interest rate. Based on staff discretion, up to a 2% reduction will be provided if multiple categories are met. The interest rate will never be less than 0%.

Loans will be structured as at-risk or performance based forgiveness. To qualify for a performance based forgiveness loan, the applicant must:

Pay employees at 125% of the Dodge County average wage; and
Have taxable investment greater than $2.5 million dollars, or
Have taxable sales greater than $2.5 million dollars.

NOTE: Based on special circumstances, staff can make recommendations to the City council outside of these parameters.

To be considered for financial assistance, applicants must provide a completed application, including all applicable attachments. Return competed application to

City of Fremont
Attn: Grant Coordinator
400 E. Military
Fremont, NE 68025

CITY OF FREMONT, NEBRASKA
REQUEST FOR ASSISTANCE AGREEMENT

THIS REQUEST, is made on this 8 day of February, 2019, by WLG Fremont, LLC, of Nebraska (hereinafter referred to as the ("Applicant") to the City of Fremont, Nebraska (hereinafter referred to as the "City").

WITNESSETH:

WHEREAS, APPLICANT has requested the CITY to investigate the feasibility of obtaining an Local Option Development Plan Loan or Economic Enhancement Loan in connection with the financing of a project to be undertaken by Applicant.

NOW, THEREFORE, in consideration of the request the following may be done:

1. City agrees to work with the Applicant to investigate the feasibility of obtaining financing through a Local Option Development Plan Loan or Economic Enhancement Loan for the Project. City will investigate the financial condition of Applicant and determine whether or not a Local Option Development Plan Loan Application or Economic Enhancement Loan Application is appropriate. City will submit the needed paperwork for a Local Option Development Plan Loan or Economic Enhancement Loan for the Applicant to the appropriate committees and City Council, if:

a. Applicant is within the eligibility criteria and the Project is likely to be approved by the City Council for an Local Option Development Plan Loan or Economic Enhancement Loan, and;
b. All other elements of the Project can be financed and /or paid for through the infusion of equity capital by the Applicant.

2. If the City determines, in its sole discretion, that the Applicant is eligible for a Local Option Development Plan Loan or Economic Enhancement Loan, then, and in such event, City will advise and consult with the Applicant in the preparation by the Applicant for a complete set of Loan documents together with supporting exhibits, for the purpose of making applications for an Local Option Development Plan Loan or Economic Enhancement Loan (hereinafter referred to as the "Loan Package"). The Loan Package shall be for the sole benefit of the Applicant provided however, that such Loan Package shall be used by the City in connection with the Application for a City Loan on behalf of the Applicant, provided, however, that the Loan Package may be used by the Applicant in seeking financial assistance or guarantees from other governmental agencies and/or private lenders.

3. Applicant hereby acknowledges that the Applicant is charged with the actual responsibility of preparing the Loan Package, and that the City's sole responsibility in connection with the preparation of the Loan Package shall be to consult with and advise the Applicant. The Applicant further acknowledges that the Applicant will be required to promptly and accurately supply financial information concerning the Project, the operation of Project, together with the manner, method and terms of financing the Project. Applicant further specifically acknowledges and agrees that the obtaining of a Local Option Development Plan Loan or Economic Enhancement Loan, or any other financing is dependent upon many factors that the City cannot control, including but not limited to economic factors and the decisions of the City Council, accordingly, the City does not guarantee that the Applicant will obtain financing for the Project. Applicant hereby covenants and agrees that City shall not be responsible, in any manner, or liable to the Applicant or any other person in the event that the Applicant is unable to obtain a Local Option

Development Plan Loan or Economic Enhancement Loan for the Project, or any other type of financing for the Project, whether from the City or any other governmental or public source, or from any private financing sources. Applicant also further covenants and agrees that the City shall not be liable for any of the debts or obligations incurred in and for the assistance of benefit of the Applicant. Applicant further agrees that Applicant will hold the City harmless, and pay all costs and expenses, including attorney's fees, in the event that any claim is made or lawsuit is filed by or against the City arising out of any transaction with or assistance to the Applicant which may in any way be connected with the Agreement.

IN WITNESS WHEREOF, the parties hereto have executed, caused to be duly executed this Agreement, and have affixed or caused to be duly affixed hereto there seals, this 8th day of February, 2019.

APPLICANT

BY: _____

FREMONT

NEBRASKA PATHFINDERS

Economic Enhancement Fund and Local Option Economic Development Loan Fund Application (Application is an Official Public Document)

PART I.

A. Business (Borrower) Information:

Name of Business to Receive Assistance: WLG Fremont, LLC

Address: SE 1/4 NW 1/4, PT TL 11 & 16 115.83A 17 17 9

Dodge County (City) NE (State) 68025 (Zip)

Contact Person: Arun Agarwal Telephone No. (402) 346-5550 FAX No. (402) 334-2861

Business Classification (mark one): ____ Manufacturing ____ Warehousing and Distribution ____ Service ____ Research and Development x Administrative Management Headquarters

Federal ID #: 83-3575097

Business Organization (mark one): ____Proprietorship ____Corporation ____Partnership x Other

Does the Company have a Parent or Subsidiaries? x Yes ____ No

If Yes, Identify Name: RTG Medical, Inc. & Dana Partnership, LLP, respectively.

Address: 105 N 31st Ave. Ste. 100 Omaha, NE 68131

City State Zip

Business Type: ____Start-up (0-5 yrs old) ____Buyout x Existing If existing, years in Business____

Ownership Identification: *List all officers, directors, partners, owner, co-owners and all stockholders with 20% or more of the stock.*

Name	Title	Ownership %
Dana Partnership, LLP	Member	70
RTG Medical, Inc	Member	30

Employment Information
Personnel: **(Full-Time-Equivalent, FTE is based upon 2,080 hours per year.)**

Existing Number of Full-Time Equivalent Positions: 80
Full-Time-Equivalent Positions to be **Created** within 60 months of Application Approval: 50+

If Jobs Would Be Lost Without Loan Approval, Total Number of Full-Time-Equivalent Jobs **Retained**: 80

What is the Average Wage for Employees? $85,000+

Please describe all benefits which the business provides to employees:
Dental, Vision, Employer Paid Life Insurance, Employer Paid Long Term Disability, Voluntary Life Insurance, Medical FSA, Dependent Care FSA, 401k, Voluntary Short Term Disability, Voluntary Hospital Indemnity Plan, Paid Time Off, Cell Phone Reimbursement

B. Project Information

USES OF FUNDS:	Total Project Cost	Loan Funds Requested	Total Funds
Land Acquisition	$862,488.00		$862,488.00
Building Acquisition			
Renovation			
New Facility Construction	$12,500,000.00	$600,000.00	$13,100,000.00
Acquisition of Machinery/Equipment	$750,000.00		$750,000.00
Acquisition of Furniture/Fixtures	$1,000,000.00		$1,000,000.00
Working Capital (Includes Inventory)			
Other (Specify)	$950,000.00		$950,000.00
Total:	$16,062,488.00	$600,000.00	$16,662,488.00

Project Schedule:
(Please see attachment "Exhibit B")

C. SOURCES OF FUNDS:

Note: *Public sources of financing require the participation of a Bank and/or an injection of equity (non-debt) funds.*

Participating Lender Information:

Name of Lending Institution: Mutual of Omaha Bank or First National
Address:
Contact Person: Phone ( )
Loan Amount: $ 12,500,000 Loan Term: (Yrs) 20
Interest Rate: % Variable Fixed
Collateral Required: Deed of Trust Equity Required: $3,000,000 anticipated

Equity Information:

Amount available from business or owners for investment: $ $1,000,000
Source of owner's equity into project: DANA Partership, LLP

Project Location:

_____ Within the City Limits of (Fremont)
x Outside of City Limits but within the Zoning Jurisdiction of (Fremont)
_____ Unincorporated Area (Dodge County)

D. ATTACH THE FOLLOWING: ***(Items 8-13 shall be considered confidential)***

(1) Brief description of the business' history.
Established in 2001, RTG Medical is a service disabled, veteran-owned medical staffing agency focused on contracting traveling and permanent healthcare professionals. They currently recruit and place professionals in nursing, radiology, therapy, pharmacy, and laboratory in all 50 states. Their efforts, success, and growth has been recognized by Inc. Magazine, which named them one of the National Fastest-growing Private Companies in 2005, 2007, 2008, and 2018.

(2) Brief description of the proposed project. Has any part of this project been started? x Yes _____ No
The project consists of a new 52,000 square foot fuilding to be occupied by RTG Medical. This state-of-the-art workplace has been designed to be visually stuffing, ecologically sustainable, and rich in amenitites to attract and retain top talent in the field.

(3) Description of Impact of Project on Applicant and Community: This businss is among the fastest growing private companies in America with a recent award of the Inc. 5000 awarded last in 2019. the Employer has committed itself to Fremont, Nebraska, and is working to develop a building that would enable itself to grow exponentially in the years to come. Furthermore, the mere presence of an entrepreneurial venture at the gateway to Fremont elevates the community, spawns more entrepreneurship, and showcases the community's historic success.

x

(4) Have you ever declared bankruptcy? x No _____ Yes If yes, Bankruptcy Chapter _____
Case # _____ Date of Deposition/Discharge _____

(5) Are there any unsatisfied judgments against you? x No _____ Yes
Amount per month _____ To Whom _____

(6) Have you defaulted on any previous loan? x No _____ Yes Give details _____

(7) Are you a party to a lawsuit? x No _____ Yes Give details _____

(8) x 3-Year historical balance sheets and operating statements. Current statements less than 90 days old. (Existing Businesses Only). Provide the following and reconcile to current balance sheet:
____ Aging of Accounts Payable and Accounts Receivable.
____ List of current obligations.

(9) _____ Personal Financial Statement and resumes for each person owning 20% or more of the business.

(10) _____ Credit Report from Credit Reporting Agency. Contact your bank for information.

(11) _____ Monthly cash flow analysis for the next 12 months and for new businesses, 3 months beyond the breakeven point.

(12) _____ Indemnification Agreement

(13) x Tax Returns for the last two years

Once all documents have been received, the City of Fremont staff will review the application to determine if it meets the Local Option Economic Development Plan Fund or Economic Enhancement Loan Fund eligibility requirements. If eligible, a meeting will be scheduled with you.

The above information is accurate to the best of my knowledge and belief. The above information is provided to help you evaluate the feasibility of obtaining public financial assistance. I understand that pages 1-3 of this application are public information and are subject to public disclosure during the application process.

Dated: 02/08/2019 Signature: _____

REQUEST FOR PROTECTED RECORD STATUS
(Business Confidentiality Claim)

Name and Address of business and representative making this confidentiality claim (please print or type):

WLG Fremont, LLC

I request the attached/enclosed information (record) provided to the City of Fremont or any of its agencies (divisions or programs), be considered confidential and given protected status.

Description (optional) of the information (record) which is to be covered by this confidentiality claim and which you believe qualifies for protected status Financials of its members or its members affiliates.

The following reasons support this claim of business confidentiality. Please check all of the following which apply:

(_____) 1. The record provided is a trade secret.

(X) 2. The record is commercial or non-individual financial information and disclosure of the information could reasonably be expected to result in unfair competitive injury to the provider of the information.

(_____) 3. The record is commercial or non-individual information and disclosure of the information could reasonably be expected to impair the ability of the City of Fremont, or its agencies, to obtain necessary information in the future.

(X) 4. The record is commercial or non-individual financial information and the interest of the provider in prohibiting access to the information is greater than the interest of the public in obtaining access.

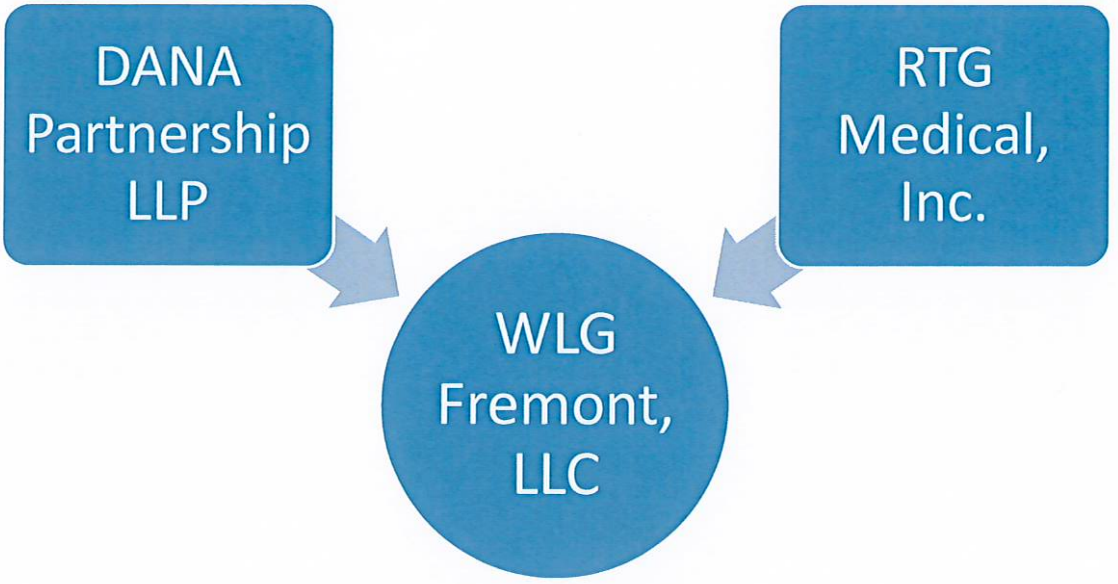
(_____) 5. The information would reveal negotiations regarding assistance or incentives offered by or requested from the City of Fremont for the purpose of encouraging a person to expand or locate a business in Fremont, but only if disclosure would result in actual economic harm to the person or place the City of Fremont at a competitive disadvantage. **NOTICE:** Records evidencing a final contract may not be classified protected under this section.

Statement (a concise written statement supporting a business confidentiality claim is required, use reverse side of this sheet or attach additional sheets if necessary.

NOTE: Claimant shall be notified if a record claimed to be protected is classified public or if the determination is made that the record should be disclosed because the interest favoring access outweigh the interest favoring restriction of access. Records claimed to be protected under this business confidentiality claim will be reviewed by the City Attorney for the City of Fremont for final determination. The City attorney will notify applicant if any documents would be deemed public records.

By_____ **Manager for WLG Fremont, LLC** Date 2-14-2019

Exhibit A - Applicant Structure

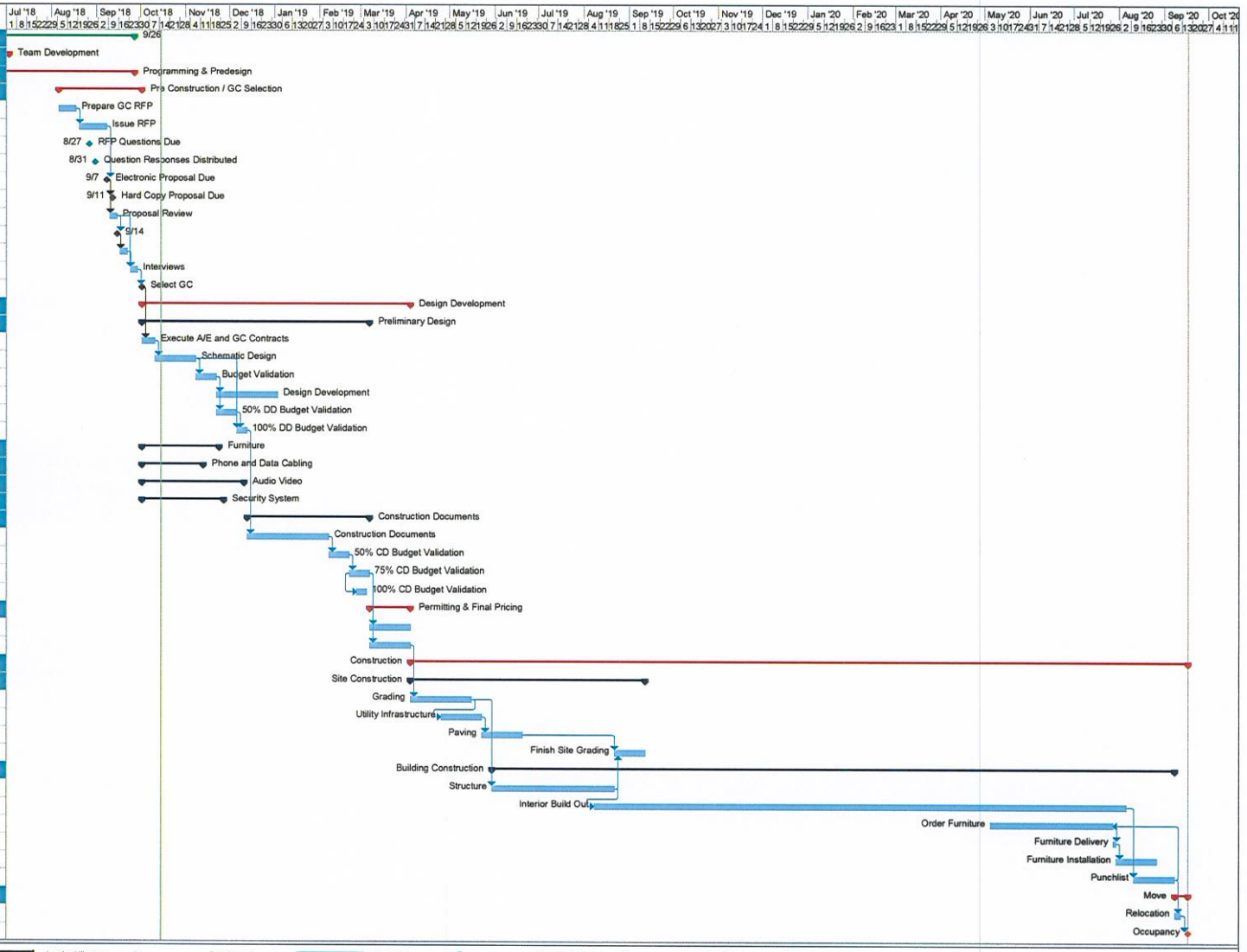


The above structure described the ultimate partnership in the owner-occupied partnership now referred to as "WLG Fremont, LLC".

RTG Medical shall move its corporate headquarters into this 54,000 square foot, state-of-the-art facility, in anticipation to grow its workforce by 100% in the coming years.

Exhibit B - Project Schedule

ID	Task Mode	Task Name	Duration	Start	Finish
1		RTG DUE DILIGENCE PROJECT	107 days	Tue 5/1/18	Wed 9/26/18
2		Team Development	45 days	Tue 5/1/18	Mon 7/2/18
5		Programming & Predesign	65 days	Thu 6/28/18	Wed 9/26/18
23		Pre Construction / GC Selection	41 days	Mon 8/6/18	Mon 10/1/18
24		Prepare GC RFP	10 days	Mon 8/6/18	Fri 8/17/18
25		Issue RFP	3 wks	Mon 8/20/18	Fri 9/7/18
26		RFP Questions Due	0 days	Mon 8/27/18	Mon 8/27/18
27		Question Responses Distributed	0 days	Fri 8/31/18	Fri 8/31/18
28		Electronic Proposal Due	0 days	Fri 9/7/18	Fri 9/7/18
29		Hard Copy Proposal Due	0 days	Tue 9/11/18	Tue 9/11/18
30		Proposal Review	5 days	Mon 9/10/18	Fri 9/14/18
31		Notifiy Short List for Interviews	0 days	Fri 9/14/18	Fri 9/14/18
32		Selected Firms Prepare Proposed C	1 wk	Mon 9/17/18	Fri 9/21/18
33		Interviews	5 days	Mon 9/24/18	Fri 9/28/18
34		Select GC	0 days	Mon 10/1/18	Mon 10/1/18
35		Design Development	132 days	Tue 10/2/18	Wed 4/3/19
36		Preliminary Design	112 days	Tue 10/2/18	Wed 3/6/19
37		Execute A/E and GC Contracts	7 days	Tue 10/2/18	Wed 10/10/18
38		Schematic Design	4 wks	Thu 10/11/18	Wed 11/7/18
39		Budget Validation	2 wks	Thu 11/8/18	Wed 11/21/18
40		Design Development	6 wks	Thu 11/22/18	Wed 1/2/19
41		50% DD Budget Validation	2 wks	Thu 11/22/18	Wed 12/5/18
42		100% DD Budget Validation	5 days	Thu 12/6/18	Wed 12/12/18
43		Furniture	39 days	Tue 10/2/18	Fri 11/23/18
49		Phone and Data Cabling	30 days	Tue 10/2/18	Mon 11/12/18
54		Audio Video	50 days	Tue 10/2/18	Mon 12/10/18
59		Security System	40 days	Tue 10/2/18	Mon 11/26/18
63		Construction Documents	60 days	Thu 12/13/18	Wed 3/6/19
64		Construction Documents	8 wks	Thu 12/13/18	Wed 2/6/19
65		50% CD Budget Validation	2 wks	Thu 2/7/19	Wed 2/20/19
66		75% CD Budget Validation	2 wks	Thu 2/21/19	Wed 3/6/19
67		100% CD Budget Validation	5 days	Tue 2/26/19	Mon 3/4/19
68		Permitting & Final Pricing	20 days	Thu 3/7/19	Wed 4/3/19
69		Permitting	4 wks	Thu 3/7/19	Wed 4/3/19
70		Bidding / Negotiation	4 wks	Thu 3/7/19	Wed 4/3/19
71		Construction	380 days	Thu 4/4/19	Wed 9/16/20
72		Site Construction	115 days	Thu 4/4/19	Wed 9/11/19
73		Grading	30 days	Thu 4/4/19	Wed 5/15/19
74		Utility Infrastructure	20 days	Thu 4/25/19	Wed 5/22/19
75		Paving	20 days	Thu 5/23/19	Wed 6/19/19
76		Finish Site Grading	15 days	Thu 8/22/19	Wed 9/11/19
77		Building Construction	333 days	Thu 5/30/19	Mon 9/7/20
78		Structure	12 wks	Thu 5/30/19	Wed 8/21/19
79		Interior Build Out	260 days	Thu 8/8/19	Wed 8/5/20
80		Order Furniture	12 wks	Tue 5/5/20	Mon 7/27/20
81		Furniture Delivery	2 days	Tue 7/28/20	Wed 7/29/20
82		Furniture Installation	20 days	Thu 7/30/20	Wed 8/26/20
83		Punchlist	20 days	Tue 8/11/20	Mon 9/7/20
84		Move	7 days	Tue 9/8/20	Wed 9/16/20
85		Relocation	4 days	Tue 9/8/20	Fri 9/11/20
86		Occupancy	0 days	Wed 9/16/20	Wed 9/16/20



Project: RTG Schedule Illustratio
Date: Mon 10/15/18

Task | Split | Milestone | Summary | Project Summary | Inactive Task | Inactive Milestone | Inactive Summary | Manual Task | Duration-only | Manual Summary Rollup | Manual Summary | Start-only | Finish-only | External Tasks | External Milestone | Deadline | Progress | Manual Progress

RTG Medical STAFFING SOLUTIONS

cresa

Exhibit C - Term Sheet

January 24, 2019

Mr. Eric Rose & Mr. Johnny Dorn
CRESA

Re: Lease Proposal for RTG Medical

Dear Eric/Johny:

On behalf of the Landlord, we are pleased to make the following Lease Proposal for the entire building to be developed at Galleria 23. The following are the general terms and conditions under which the Landlord would enter a binding lease agreement.

LANDLORD:	Newco, LLC
TENANT:	Ready-Tech Go, Inc.
TENANT'S USE:	General Office
PREMISES:	Galleria 23 Office Building, containing approximately 53,500 rentable square feet
LEASE TERM:	Twenty (20) years
LEASE COMMENCEMENT DATE:	The later of thirteen (13) months after issuance of a construction permit or October 1, 2020. Target Lease Commencement Date is August 1, 2020 based on current schedule
BASE RENTAL RATE:	[redacted]
OPERATING EXPENSES:	This is a Triple Net Lease. Beginning at Lease Commencement, Tenant shall pay Operating Expenses, including but not limited to real estate taxes, insurance, common area maintenance, utilities, other services and expenses as provided in the Lease Agreement. Audit and reconciliation language to be solidified in Lease Agreement. Tenant to pay actual real estate taxes. The Building is professionally managed White Lotus Group with management fee equal to four percent (4%) of annual rent. Operating Expenses are estimated to be approximately $8.50 per rentable square foot

TENANT IMPROVEMENT ALLOWANCE:	Landlord shall provide a Tenant Improvement Allowance of $50.00 per rentable square foot upon Landlord's base building. This Tenant Improvement Allowance may be used to contribute to the soft and hard project costs within the building including construction, signage, telephone and data wiring, permits and approvals, engineering, architectural and design, consulting fees etc. Any cost above and beyond the $50.00 per rentable sf will be the cost of the Tenant.
RENEWAL OPTION:	Tenant shall have two (2), five (5) year renewal options equal to ninety-five percent (95%) of the then current fair market rent as compared to leases of similar quality and size within the Fremont and Greater Omaha Market Area. In no event shall the established rent be more than ten percent (10%) less than the previous year's rent at the time of renewal with Base Rent increasing 2% annually thereafter.
SIGNAGE:	Tenant may, at its cost as part of Tenant Improvement Allowance, install prominent signage on the Building. Tenant may, at its cost, also place signage at the entrance to the Premises. Landlord, at Landlord's cost, will place Tenants name on all Building directories. All signage to meet all applicable code requirements and is subject to Landlord review and approval prior to installation.
SECURITY DEPOSIT:	[redacted]
FINANCIALS/GUARANTEE:	Tenant shall corporately guarantee the Lease
PURCHASE OPTION:	Tenant shall have the option to purchase the asset after the initial term of the lease, as well as an ongoing right of first refusal to match any solicited or unsolicited qualified offers made to purchase the building throughout the life of the lease.
PARTIAL OWNERSHIP:	Landlord will provide up to thirty (30%) percent of the equity of the project available for investment by stockholders of the Tenant at same rate as Landlord.
BROKERS:	Eric Rose, Paul Buss, and Johnny Dorn of CRESA represents the Tenant in this transaction, and Arun Agarwal represents the Landlord in this transaction. Landlord and Tenant acknowledge that CRESA is being paid a fee by Landlord and this fee will be shared by the Brokers based on their separate agreement.

This Lease Proposal does not constitute a binding agreement between the parties, nor does it constitute a reservation of space. No binding agreement shall exist until the parties fully execute a Lease. This Lease Proposal shall expire at 4:00 pm Central Standard Time on January 31, 2019, unless executed by the

parties. Upon acceptance of this Lease Proposal, Landlord will begin preparation of the Lease and Tenant will provide financial and other related information.

Sincerely,

Arun Agarwal

Tenant: Ready-Tech Go, Inc.

By: _____

Its: VP + COO

Date: 1-29-2019